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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation The Eleanor Kagi Foundation A Lynn M Bennett Legacy FKA Bennett Foundation		A Employer identification number 94-3189650	
Number and street (or P O box number if mail is not delivered to street address) 2964 Via Della Amore		B Telephone number (see instructions) (702) 260-4593	
City or town, state or province, country, and ZIP or foreign postal code Henderson, NV 890524028		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☐ \$ 12,283,843		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
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 (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3	3		
	4 Dividends and interest from securities.	228,930	228,540		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	349,708			
	b Gross sales price for all assets on line 6a 3,004,075				
	7 Capital gain net income (from Part IV, line 2) . . .		349,708		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	92,820	92,820		
	12 Total. Add lines 1 through 11	671,461	671,071		
	13 Compensation of officers, directors, trustees, etc	88,000	0		79,200
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	10,161	0		0
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	88,491	88,491		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	4,097	4,022		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	6,710	0		6,710
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,974	3,974		0
	24 Total operating and administrative expenses. Add lines 13 through 23	201,433	96,487		85,910
	25 Contributions, gifts, grants paid	535,550			535,550
	26 Total expenses and disbursements. Add lines 24 and 25	736,983	96,487		621,460
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-65,522			
	b Net investment income (if negative, enter -0-)		574,584		
	c Adjusted net income (if negative, enter -0-)				

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			
	2	Savings and temporary cash investments	540,522	649,750	649,750
	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			
	10a	Investments—U S and state government obligations (attach schedule)	402,500	 302,500	301,808
	b	Investments—corporate stock (attach schedule)	5,356,059	 5,075,477	6,932,563
	c	Investments—corporate bonds (attach schedule).	4,045,690	 4,368,255	4,380,966
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)	 20,489	 18,756	 18,756
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	10,365,260	10,414,738	12,283,843
	17	Accounts payable and accrued expenses			
	18	Grants payable		115,000	
	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 ▶ _____)			
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)	0	115,000	
		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 ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	10,365,260	10,299,738	
	30	Total net assets or fund balances (see page 17 of the instructions)	10,365,260	10,299,738	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	10,365,260	10,414,738	

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	10,365,260
2	Enter amount from Part I, line 27a	2	-65,522
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	10,299,738
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,299,738

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 Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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 See Additional Data Table			
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	349,708
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	

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 page 18 of 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	585,582	11,295,895	0 051840
2011	435,300	11,571,040	0 037620
2010	735,730	11,233,691	0 065493
2009	485,909	10,595,855	0 045858
2008	379,155	11,672,794	0 032482

2	Total of line 1, column (d).	2	0 233293
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 046659
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	11,748,030
5	Multiply line 4 by line 3.	5	548,151
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	5,746
7	Add lines 5 and 6.	7	553,897
8	Enter qualifying distributions from Part XII, line 4.	8	621,460

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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	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 instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	5,746
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	5,746
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	5,746
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	5,512
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	5,512
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	234
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ Refunded ☐	11	

Part VII-AStatements 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?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____			
e	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?	2		No
	<i>If "Yes," attach a detailed description of the activities.</i>			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
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		No
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ _____			
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? <i>If "No," attach explanation.</i>	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of Bryan J Dziedziak Telephone no (702) 260-4593 Located at 2964 Via Della Amore Henderson NV ZIP +4 89052			
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?	16	Yes	No
See 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
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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years 20____, 20____, 20____, 20____			
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		
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____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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		
	Organizations relying on a current notice regarding disaster assistance check here.	☒		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
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		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?	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
Kimberly Rick	President/Director	0	0	0
2964 Via Della Amore Henderson, NV 890524028	2 00			
Bryan J Dziedziak	Treasurer/Director	0	0	0
2964 Via Della Amore Henderson, NV 890524028	3 00			
John R Mackall	Secretary/Director	0	0	0
1332 Anacapa Street Suite 200 Santa Barbara, CA 93101	0 50			
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 Animal Shelter, Welfare and Spay and Neuter Programs	315,000
2 UNLV Foundation - University Program support	35,000
3 Nevada Policy Research	50,550
4 K-12 Education	20,000

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	
2	
All other program-related investments. See page 24 of the 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	11,880,974
b	Average of monthly cash balances.	1b	45,960
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	11,926,934
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	11,926,934
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	178,904
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,748,030
6	Minimum investment return. Enter 5% of line 5.	6	587,402

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	587,402
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	5,746
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,746
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	581,656
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	581,656
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	581,656

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	621,460
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	621,460
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	5,746
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	615,714
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				581,656
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			171,006	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 621,460				
a Applied to 2012, but not more than line 2a			171,006	
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.				450,454
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).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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				131,202
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

Part XIV

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

1a

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

Supplementary Information (Complete this part only if the organization 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))

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

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

Kimberly Rick
2964 Via Della Amore
Henderson, NV 89052
(702) 260-4593

b

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

Application should be written inquiry to Kimberly Rick. The request should contain a brief statement of the need for funds and enough factual information to enable staff to determine whether the request is within the Foundation's areas of preferred interest or warrants consideration as a special project. The foundation is particularly interested in animal welfare.

c

Any submission deadlines

None

d

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

None

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 See Additional Data Table				
Total			3a	535,550
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ADR ALCATEL ALSTHOM SPONSORED ADR ISIN		2012-01-09	2013-01-02
ADR ALCATEL ALSTHOM SPONSORED ADR ISIN		2012-01-09	2013-01-03
AT&T INC		2013-01-09	2013-01-10
AT&T INC		2013-01-17	2013-01-18
YUM BRANDS INC		2013-01-17	2013-01-18
AT&T INC		2013-01-21	2013-01-22
GOLDMAN SACHS STEP CPN 2 5% DUE 02-03-2019		2012-08-02	2013-02-04
ADR LI & FUNG LTD ADR		2012-12-14	2013-02-05
ADR LI & FUNG LTD ADR		2013-02-05	2013-02-06
TERADATA CORP DEL COM STK		2012-03-01	2013-02-08
CAPITAL ONE FINL CORP		2012-07-20	2013-02-19
CAPITAL ONE FINL CORP		2013-02-20	2013-02-21
GROUPON INC		2013-02-28	2013-03-01
COCA COLA CO		2012-04-30	2013-03-04
COCA COLA CO		2013-03-05	2013-03-06
ALEXION PHARMACEUTICALS INC		2013-03-06	2013-03-07
ALEXION PHARMACEUTICALS INC		2013-03-10	2013-03-11
ADR SOFTBANK CORP ADR		2013-03-10	2013-03-11
ADR ECOPETROL S A SPONSORED ADS		2012-06-22	2013-03-19
ULTA SALON COSMETICS & FRAGRANCE INC		2013-03-18	2013-03-19
ADR ECOPETROL S A SPONSORED ADS		2012-06-22	2013-03-20
ADR CAIRN ENERGY PLC ADR NEW ADR UNSP ADR EA		2013-03-26	2013-03-27
#REORG/JUPITER TELECOM ADR TERM 11-12-2013		2013-04-02	2013-04-03
EMC CORP MASS		2012-08-17	2013-04-16
DEERE & CO		2012-09-04	2013-04-16
ADR CIELO S A SPONSORED ADR		2012-12-17	2013-04-29
CATERPILLAR INC		2013-01-22	2013-05-02
AVAGO TECHNOLOGIES LTD		2012-10-11	2013-05-06
COGNIZANT TECHNOLOGY SOLUTION CL A		2012-10-18	2013-05-13
GENERAL ELEC CO COM		2013-05-14	2013-05-15

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AOL INC COM STK		2013-05-29	2013-05-30
FACEBOOK INC CL A CL A		2013-05-29	2013-05-30
AOL INC COM STK		2013-05-30	2013-05-31
FACEBOOK INC CL A CL A		2013-05-30	2013-05-31
RIO TINTO PLC SPONSORED ADR		2012-12-18	2013-06-04
MFO VANGUARD INFLATION PROTECTED SECURITIES FUND ADMIRAL		2013-06-06	2013-06-07
ADR CIELO S A SPONSORED ADR		2012-12-17	2013-06-17
ADR PARTNER COMMUNICATIONS CO LTD ADR ISIN		2012-10-31	2013-06-17
ADR PUBLICIS S A NEW SPONSORED ADR		2013-05-31	2013-06-17
CHECK POINT SOFTWARE TECH ORD		2012-08-20	2013-06-17
BHP BILLITON PLC-ADR		2012-07-18	2013-06-18
ADR PARTNER COMMUNICATIONS CO LTD ADR ISIN		2012-10-31	2013-06-18
AUTOLIV INC		2012-07-30	2013-06-24
AMERICAN INTERNATIONAL GROUP INC COM COM NEW		2013-03-08	2013-06-25
CBS CORP		2012-06-29	2013-06-25
DEERE & CO		2012-09-04	2013-06-25
MOSAIC CO/THE		2012-09-04	2013-06-25
ACCENTURE PLC SHS CL A NEW		2012-10-01	2013-07-01
GENERAL ELEC CO COM		2012-10-01	2013-07-05
GENERAL ELEC CO COM		2013-07-10	2013-07-11
ADR PETROFAC LTD ADS		2013-07-10	2013-07-11
GENERAL ELEC CO COM		2013-07-11	2013-07-12
SANDISK CORP		2013-07-17	2013-07-18
SANDISK CORP		2013-07-18	2013-07-19
SHERWIN WILLIAMS CO COM		2013-07-18	2013-07-19
HERTZ GLOBAL HLDGS INC COM		2013-07-29	2013-07-30
ADR PUBLICIS S A NEW SPONSORED ADR		2013-05-31	2013-07-30
COACH INC		2013-05-02	2013-07-31
CUMMINS ENGINE INC		2013-07-30	2013-07-31
EXPRESS SCRIPTS HLDG CO COM		2013-07-30	2013-07-31

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ADR PUBLICIS S A NEW SPONSORED ADR		2013-05-31	2013-07-31
EXPRESS SCRIPTS HLDG CO COM		2013-07-31	2013-08-01
EXPRESS SCRIPTS HLDG CO COM		2013-08-01	2013-08-02
ZOETIS INC COM USD0 01 CL 'A'		2013-08-06	2013-08-07
ZOETIS INC COM USD0 01 CL 'A'		2013-07-15	2013-08-07
ZOETIS INC COM USD0 01 CL 'A'		2013-08-14	2013-08-15
ZOETIS INC COM USD0 01 CL 'A'		2013-08-15	2013-08-16
MONSANTO CO COM		2013-09-03	2013-09-04
DELTA AIR LINES INC DEL COM NEW COM NEW		2013-09-10	2013-09-11
URBAN OUTFITTERS INC		2013-09-10	2013-09-11
HELIX ENERGY SOLUTIONS GROUP INC COM STK		2012-11-27	2013-09-23
BEAM INC		2013-09-27	2013-09-30
#REORG/ACTAVIS INC STK MERGER ACTAVIS PLC		2013-09-30	2013-10-01
CISCO SYS INC		2013-10-09	2013-10-10
TIFFANY & CO NEW		2013-10-09	2013-10-10
TIFFANY & CO NEW		2013-10-10	2013-10-11
WHIRLPOOL CORP COM W/RTS ATTACHED EXP 05/22/2008		2013-10-14	2013-10-15
CITIGROUP INC COM NEW COM NEW		2013-10-16	2013-10-17
GOLDMAN SACHS GROUP INC		2013-10-17	2013-10-18
ADR IND & COMM BK OF-UNSPON ADR ADR IND & COMM BK OF-UNSPON ADR		2012-12-24	2013-10-22
CISCO SYS INC		2013-10-22	2013-10-23
CITIGROUP INC COM NEW COM NEW		2013-10-22	2013-10-23
ADR IND & COMM BK OF-UNSPON ADR ADR IND & COMM BK OF-UNSPON ADR		2013-10-22	2013-10-23
SYNOPSYS INC		2013-01-09	2013-10-25
DOW CHEMICAL CO		2013-08-26	2013-10-28
DOW CHEMICAL CO		2013-08-26	2013-10-29
AVON PRODS INC		2013-10-31	2013-11-01
ACTAVIS PLC COM		2013-11-11	2013-11-12
SEALED AIR CORP NEW		2012-11-19	2013-11-14
CISCO SYS INC		2013-11-14	2013-11-15

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ADR MINDRAY MED INTL LTD SPONSORED ADR REPSTG CL A		2013-11-18	2013-11-19
FEDERAL HOME LN BKS CONS BD STEP-UP DUE 01-30-2023		2013-01-09	2013-12-02
CISCO SYS INC		2013-12-02	2013-12-03
GROUPON INC		2013-09-20	2013-12-03
PIMCO COMMODITY REALRETURN STRATEGY FUND		2013-12-11	2013-12-24
ADR ALCATEL ALSTHOM SPONSORED ADR ISIN		2012-01-01	2013-01-02
HOME DEPOT INC		2011-11-11	2013-01-02
HOME DEPOT INC		2009-08-04	2013-01-02
TEXAS INSTRUMENTS INC		2007-12-05	2013-01-04
FHLMC STEP UP 01-11-2022		2012-01-03	2013-01-11
CVS CORP		2001-09-05	2013-01-17
CAPITAL ONE FINL CORP		2012-01-21	2013-01-22
MASTERCARD INC CL A		2012-01-27	2013-01-28
JEFFERIES GROUP INC NEW		2011-07-22	2013-02-01
JEFFERIES GROUP INC NEW		2012-01-31	2013-02-01
QUEST DIAGNOSTICS INC		2012-02-03	2013-02-04
ADR ANHEUSER BUSCH INBEV SA/NV SPONSOREDADR		2009-07-07	2013-02-06
ADR ANHEUSER BUSCH INBEV SA/NV SPONSOREDADR		2011-11-11	2013-02-06
ADR ANHEUSER BUSCH INBEV SA/NV SPONSOREDADR		2009-07-07	2013-02-07
FRESENIUS MED CARE AG & CO KGAA EACH REPR 1/3 NPV		2008-03-04	2013-02-07
MASTERCARD INC CL A		2012-02-03	2013-02-07
WHOLE FOODS MKT INC		2011-11-11	2013-02-07
TERADATA CORP DEL COM STK		2012-02-07	2013-02-08
COCA COLA CO		2012-02-13	2013-02-14
COCA COLA CO		2012-02-13	2013-02-14
CAPITAL ONE FINL CORP		2012-02-14	2013-02-15
LIMITED INC		2012-02-14	2013-02-15
##MERCK & CO INC 4 375% DUE 02-15-2013 4 375 DUE 02-15-3012 BEO		2008-04-16	2013-02-15
VODAFONE GROUP PLC SPONSORED ADR		2012-02-14	2013-02-15
VODAFONE GROUP PLC SPONSORED ADR		2011-11-11	2013-02-15

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WHOLE FOODS MKT INC		2011-11-11	2013-02-15
WHOLE FOODS MKT INC		2012-02-14	2013-02-15
CAPITAL ONE FINL CORP		2012-02-18	2013-02-19
COCA COLA CO		2010-08-03	2013-02-19
LULULEMON ATHLETICA INC COM		2012-02-18	2013-02-19
DEUTSCHE TELEKOM AG SPONSORED ADR		2012-02-19	2013-02-20
COCA COLA CO		2012-02-27	2013-02-28
COCA COLA CO		2012-02-28	2013-03-01
KOHL'S CORP		2012-02-28	2013-03-01
APPLE COMPUTER INC		2012-03-02	2013-03-04
COCA COLA CO		2012-03-02	2013-03-04
ALEXION PHARMACEUTICALS INC		2012-03-04	2013-03-06
HOME DEPOT INC		1998-10-01	2013-03-06
ALEXION PHARMACEUTICALS INC		2011-11-02	2013-03-07
APPLE COMPUTER INC		2008-02-04	2013-03-07
TESCO PLC SPONSORED ADR		2012-03-11	2013-03-13
ADR CSL LTD ADR		2011-07-07	2013-03-18
ADR CSL LTD ADR		2011-07-07	2013-03-19
ULTA SALON COSMETICS & FRAGRANCE INC COMSTK		2012-03-17	2013-03-19
EXPERIAN PLC		2007-12-31	2013-03-21
EXPERIAN PLC		2011-11-11	2013-03-21
#REORG/INFORMA MAND INFORMA PLC 2Q18AK1		2012-03-19	2013-03-21
NOVO NORDISK A S ADR		2009-04-03	2013-03-22
NOVO NORDISK A S ADR		2011-11-11	2013-03-22
AMERN EXPRESS CENTURION BK CTF DEP PR INSTL 09-29-2011 75 04-01-2013		2011-09-21	2013-04-01
#REORG/JUPITER TELECOM ADR TERM 11-12-2013		2012-03-31	2013-04-02
#REORG/JUPITER TELECOM ADR TERM 11-12-2013		2012-03-31	2013-04-02
#REORG/JUPITER TELECOM ADR TERM 11-12-2013		2012-04-01	2013-04-03
C&J ENERGY SVCS INC COM MON STOCK		2012-04-08	2013-04-10
EMC CORP MASS		2012-04-10	2013-04-12

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EMC CORP MASS		2012-04-14	2013-04-16
ATT&T INC		2011-11-11	2013-04-18
AMERICAN EXPRESS CO		2011-11-11	2013-04-18
AMERISOURCE BERGEN CORP		2011-11-11	2013-04-18
BANK OF NEW YORK MELLOW CORP COM STK		2011-02-04	2013-04-18
CHEVRONTEXACO CORP COM		2011-11-11	2013-04-18
GENERAL ELEC CO COM		2011-02-04	2013-04-18
INTEL CORP COM		2011-11-11	2013-04-18
KOHL'S CORP		2011-11-11	2013-04-18
NEXTERA ENERGY INC COM		2011-11-11	2013-04-18
PROCTER & GAMBLE CO		2011-11-11	2013-04-18
TIME WARNER CABLE INC COM		2011-02-04	2013-04-18
WAL MART STORES INC		2011-11-11	2013-04-18
ADR UNITED OVERSEAS BK LTD SPONSORED ADRISIN #US9112713022		2012-04-18	2013-04-19
ADR UNITED OVERSEAS BK LTD SPONSORED ADRISIN #US9112713022		2012-04-18	2013-04-22
#REORG/INFORMA MAND INFORMA PLC 2Q18AK1 EFF 07/01/2013		2012-04-28	2013-04-30
SHINHAN FINANCIAL GROUP LTD SPONSORED ADR		2012-04-28	2013-04-30
ADR SOCIEDAD QUIMICA Y MINERA DE CHILE SA SPONSORED ADR REPSTG SER B SHS		2012-04-28	2013-04-30
ADR SOCIEDAD QUIMICA Y MINERA DE CHILE SA SPONSORED ADR REPSTG SER B SHS		2011-11-11	2013-04-30
CREDIT SUISSE GROUP SPONSORED ADR		2010-07-22	2013-05-01
SHINHAN FINANCIAL GROUP LTD SPONSORED ADR		2012-04-29	2013-05-01
AVAGO TECHNOLOGIES LTD		2012-04-29	2013-05-01
CATERPILLAR INC		2011-11-11	2013-05-02
CATERPILLAR INC		2012-04-30	2013-05-02
MASTERCARD INC CL A		2012-02-13	2013-05-02
SHINHAN FINANCIAL GROUP LTD SPONSORED ADR		2011-11-11	2013-05-02
AVAGO TECHNOLOGIES LTD		2012-04-30	2013-05-02
PFIZER INC COM		2012-04-19	2013-05-06
AVAGO TECHNOLOGIES LTD		2011-09-29	2013-05-06
ADR CSL LTD ADR		2012-05-07	2013-05-09

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#REORG/ACTAVIS INC STK MERGER ACTAVIS PLC 2R1PAW1 EFF 10-01-2013		2012-05-11	2013-05-13
COGNIZANT TECHNOLOGY SOLUTION CL A		2012-05-07	2013-05-13
DEERE & CO		2012-05-14	2013-05-16
DEERE & CO		2011-11-11	2013-05-16
FEDEX CORP		2012-05-14	2013-05-16
#REORG/ACTAVIS INC STK MERGER ACTAVIS PLC 2R1PAW1 EFF 10-01-2013		2011-02-04	2013-05-20
JOHNSON & JOHNSON		1997-11-19	2013-05-21
HEWLETT PACKARD CO GLOBAL NT FLTG VAR RTDUE 05-24-2013		2011-12-08	2013-05-24
FEDEX CORP		2012-05-27	2013-05-29
FEDEX CORP		2012-05-27	2013-05-29
PFIZER INC COM		2012-05-28	2013-05-30
SALESFORCE COM INC COM STK		2010-11-23	2013-05-30
SALESFORCE COM INC COM STK		2012-05-28	2013-05-30
WILLIS GROUP HOLDINGS COM USD0 000115 (NEW)		2011-11-11	2013-05-31
WILLIS GROUP HOLDINGS COM USD0 000115 (NEW)		2008-02-04	2013-05-31
MASTERCARD INC CL A		2012-02-13	2013-06-04
MFO VANGUARD INFLATION PROTECTED SECURITIES FUND ADMIRAL		2012-06-05	2013-06-07
DISCOVER FINL SVCS COM STK		2012-06-08	2013-06-10
QUALCOMM INC		2012-06-08	2013-06-10
WILLIS GROUP HOLDINGS COM USD0 000115 (NEW)		2012-06-08	2013-06-10
WILLIS GROUP HOLDINGS COM USD0 000115 (NEW)		2011-09-27	2013-06-10
WILLIS GROUP HOLDINGS COM USD0 000115 (NEW)		2009-02-19	2013-06-11
FRESENIUS MED CARE AG & CO KGAA EACH REPR 1/3 NPV		2008-03-04	2013-06-14
ADR ARKEMA SPONSORED ADR		2012-05-02	2013-06-17
ADR BRAMBLES LTD ADR		2012-05-02	2013-06-17
ADR BUNZL PLC SPONSORED ADR NEW TO SEC # 2014278 EFF 6/6/05		2011-11-11	2013-06-17
CENOVUS ENERGY INC COM		2011-04-27	2013-06-17
CHINA MOBILE HONG KONG LTD SPONSORED ADR		2011-11-11	2013-06-17
ADR DEUTSCHE BOERSE ADR		2012-02-20	2013-06-17
EXPERIAN PLC		2007-12-31	2013-06-17

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ADR GIVAUDAN SA ADR		2011-04-13	2013-06-17
ADR ICAP PLC SPONSORED ADR REPSTG 2 ORD SH ADR		2012-04-03	2013-06-17
NESTLE S A SPONSORED ADR REPSTG REG SH		2011-11-11	2013-06-17
NEW GOLD INC CDA COM		2011-11-11	2013-06-17
ADR NORDEA BK AB SWEDEN		2011-03-24	2013-06-17
ADR ROCHE HLDG LTD SPONSORED ADR ISIN #US771195104		2010-04-26	2013-06-17
SAP AKTIENGESELLSCHAFT SPONSORED ADR		2008-02-04	2013-06-17
SGS SA HLDG SA ADR ADR		2011-11-11	2013-06-17
SODEXO		2011-11-11	2013-06-17
ADR SOFTBANK CORP ADR		2012-04-04	2013-06-17
ADR SUBSEA 7 S A SPONSORED ADR		2011-07-01	2013-06-17
ADR TULLOW OIL PLC ADR ADR		2011-11-11	2013-06-17
BHP BILLITON PLC-ADR		2012-06-16	2013-06-18
ADR CSL LTD ADR		2011-11-11	2013-06-18
ADR CSL LTD ADR		2012-06-17	2013-06-19
DISCOVER FINL SVCS COM STK		2012-06-18	2013-06-20
AT&T INC		2011-11-11	2013-06-25
ALLSTATE CORP		2011-02-04	2013-06-25
APACHE CORP		2011-02-04	2013-06-25
BANK OF NEWYORK MELLOW CORP COM STK		2011-02-04	2013-06-25
BAXTER INTL INC		2008-02-04	2013-06-25
CONOCOPHILLIPS		2007-12-31	2013-06-25
DVOER CORP		2011-02-04	2013-06-25
EMC CORP MASS		2011-11-11	2013-06-25
EBAY INC		2011-11-11	2013-06-25
EXPRESS SCRIPTS HLDG CO COM		2012-01-25	2013-06-25
FREEPORT MCMORAN C & G COM STK		2011-02-04	2013-06-25
GENERAL ELEC CO COM		2011-02-04	2013-06-25
GOLDMAN SACHS GROUP INC		2011-07-11	2013-06-25
HALLIBURTON CO		2011-11-08	2013-06-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
HESS CORP COM STK		2011-07-15	2013-06-25
HONEYWELL INTL INC		2011-02-04	2013-06-25
J P MORGAN CHASE & CO		2008-02-04	2013-06-25
KOHL'S CORP		2011-11-11	2013-06-25
LABORATORY CORP AMER HLDGS NEW		2011-02-04	2013-06-25
MICROSOFT CORP COM		2011-02-04	2013-06-25
PUBLIC SVC ENTERPRISE GROUP INC		2011-11-11	2013-06-25
SANDISK CORP		2011-11-11	2013-06-25
US BANCORP DEL NEW		2011-02-04	2013-06-25
WELLS FARGO & CO NEW		2011-05-02	2013-06-25
ADR ICAP PLC SPONSORED ADR REPSTG 2 ORD SH ADR		2012-06-24	2013-06-26
ACCENTURE PLC SHS CL A NEW		2009-06-04	2013-06-28
ACCENTURE PLC SHS CL A NEW		2011-11-11	2013-06-28
INTERNATIONAL RECTIFIER CORP		2009-05-20	2013-07-01
INTERNATIONAL RECTIFIER CORP		2009-05-20	2013-07-01
ACCENTURE PLC SHS CL A NEW		2012-06-29	2013-07-01
ACCENTURE PLC SHS CL A NEW		2010-12-20	2013-07-01
INTERNATIONAL RECTIFIER CORP		2009-05-20	2013-07-02
PFIZER INC COM		2012-06-30	2013-07-02
INTERNATIONAL RECTIFIER CORP		2012-07-01	2013-07-03
ZOETIS INC COM USD0 01 CL 'A'		2012-06-25	2013-07-03
BG PLC ADR FIN INST N		2011-11-11	2013-07-05
BG PLC ADR FIN INST N		2012-07-03	2013-07-05
INTERNATIONAL RECTIFIER CORP		2008-11-14	2013-07-05
AT&T INC		2012-07-06	2013-07-08
SANDISK CORP		2012-07-06	2013-07-08
LINKEDIN CORP CL A		2012-05-07	2013-07-11
ADR PETROFAC LTD ADS		2012-07-09	2013-07-11
ADR SUBSEA 7 S A SPONSORED ADR		2012-07-09	2013-07-11
BANK OF NEW YORK MELLOW CORP COM STK		1998-10-08	2013-07-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
QUALCOMM INC		2012-07-16	2013-07-18
QUALCOMM INC		2012-07-16	2013-07-18
EBAY INC		2012-04-20	2013-07-19
SALESFORCE COM INC COM STK		2012-07-17	2013-07-19
SALESFORCE COM INC COM STK		2010-12-22	2013-07-19
SHERWIN WILLIAMS CO COM		2012-01-11	2013-07-19
CUMMINS ENGINE INC		2012-07-23	2013-07-25
SALESFORCE COM INC COM STK		2012-07-23	2013-07-25
NOBLE ENERGY INC COM		2012-07-27	2013-07-29
CUMMINS ENGINE INC		2012-07-29	2013-07-31
MASTERCARD INC CL A		2012-07-30	2013-08-01
MASTERCARD INC CL A		2012-07-30	2013-08-01
MONSANTO CO COM		2012-07-30	2013-08-01
CREDIT SUISSE GROUP SPONSORED ADR		2010-07-22	2013-08-06
CREDIT SUISSE GROUP SPONSORED ADR		2012-08-04	2013-08-06
ZOETIS INC COM USD0 01 CL 'A'		2012-08-05	2013-08-07
CREDIT SUISSE GROUP SPONSORED ADR		2011-11-11	2013-08-09
MONSANTO CO COM		2012-08-17	2013-08-19
DIAMONDROCK HOSPITALITY CO COM STK		2012-08-21	2013-08-23
EBAY INC		2012-08-21	2013-08-23
EBAY INC		2012-08-24	2013-08-26
MONSANTO CO COM		2012-08-24	2013-08-26
MONSANTO CO COM		2012-08-24	2013-08-26
ONEOK INC NEW		2009-12-11	2013-08-26
EBAY INC		2012-08-25	2013-08-27
MONSANTO CO COM		2010-11-05	2013-08-27
MONSANTO CO COM		2010-11-05	2013-08-28
MURPHY USA INC COM		2012-03-02	2013-09-03
MONSANTO CO COM		2010-11-05	2013-09-04
EBAY INC		2012-09-03	2013-09-05

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
URBAN OUTFITTERS INC		2012-09-09	2013-09-11
CARDINAL HEALTH INC		1998-10-09	2013-09-16
HARSCO CORPORATION		2012-09-15	2013-09-17
HARSCO CORPORATION		2011-07-14	2013-09-17
HELIX ENERGY SOLUTIONS GROUP INC COM STK		2012-09-17	2013-09-19
NESTLE S A SPONSORED ADR REPSTG REG SH		2012-09-17	2013-09-19
NESTLE S A SPONSORED ADR REPSTG REG SH		2011-11-11	2013-09-19
GOOGLE INC CL A		2012-09-18	2013-09-20
HELIX ENERGY SOLUTIONS GROUP INC COM STK		2009-02-25	2013-09-20
HELIX ENERGY SOLUTIONS GROUP INC COM STK		2009-02-25	2013-09-23
CNOOC LTD SPND ARD 00		2012-06-19	2013-09-27
BEAM INC		2012-09-28	2013-09-30
MOSAIC CO/THE		2012-09-04	2013-09-30
#REORG/ACTAVIS INC STK MERGER ACTAVIS PLC 2R1PAW1 EFF 10-01-2013		2012-09-29	2013-10-01
GOOGLE INC CL A		2012-10-08	2013-10-10
ADR L OREAL CO ADR		2012-10-09	2013-10-11
MASTERCARD INC CL A		2012-10-08	2013-10-23
PIONEER NAT RES CO		2012-09-14	2013-10-23
AMERICAN TOWER CORP		2008-02-04	2013-10-25
BORG WARNER AUTOMOTIVE INC		2007-12-31	2013-10-25
CIT BK SALT LAKE CITY UTAH CTF DEP DTD 10/26/2011 DTD 10-26-2011 1 1 10-25-2		2011-10-21	2013-10-25
JOY GLOBAL INC		2008-08-12	2013-10-25
RAYMOND JAMES FINANCIAL INC		2012-01-31	2013-10-25
TJX COS INC NEW		2011-09-23	2013-10-25
VALSPAR CORP		2011-07-06	2013-10-25
UNION PAC CORP COM		2012-10-26	2013-10-28
UNION PAC CORP COM		2012-10-28	2013-10-30
LYONDELLBASELL IND N V COM USD0 01 CL 'A'		2012-10-28	2013-10-30
UNION PAC CORP COM		2012-10-29	2013-10-31
MASTERCARD INC CL A		2008-09-18	2013-11-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PIONEER NAT RES CO		2012-09-14	2013-11-06
MICHAEL KORS HOLDINGS LTD COM NPV		2012-11-04	2013-11-06
CABOT OIL & GAS CORP CL A		2012-11-06	2013-11-08
HERTZ GLOBAL HLDGS INC COM		2012-11-10	2013-11-12
AARON RENTS INC-CL A		2012-08-29	2013-11-14
ACTIVISION BLIZZARD INC COM STK		2012-03-30	2013-11-14
CSX CORP		2007-12-31	2013-11-14
D R HORTON INC		2007-12-31	2013-11-14
EXPRESS SCRIPTS HLDG CO COM		2008-02-04	2013-11-14
INTERNATIONAL GAME TECHNOLOGY		2007-12-31	2013-11-14
KEYCORP NEW COM		2012-01-27	2013-11-14
MURPHY OIL CORP		2012-03-02	2013-11-14
XILINX INC		2011-01-05	2013-11-14
CABOT OIL & GAS CORP CL A		2012-11-13	2013-11-15
#REORG/GENERAL MAND CONVERSION GENERAL MTRS CO COM 2064427 12-02-2013		2011-04-18	2013-11-18
HERTZ GLOBAL HLDGS INC COM		2012-11-16	2013-11-18
LABORATORY CORP AMER HLDGS NEW		2011-02-04	2013-11-27
LABORATORY CORP AMER HLDGS NEW		2012-11-27	2013-11-29
EXPERIAN PLC		2007-12-31	2013-12-04
EXPERIAN PLC		2012-12-03	2013-12-05
VALEANT PHARMACEUTICALS INTERNATIONAL INC COMMON STOCK		2012-12-04	2013-12-06
EASTMAN CHEM CO		2007-12-31	2013-12-09
GLOBAL PMTS INC		2012-07-06	2013-12-09
INTERCONTINENTALEXCHANGE GROUP INC COM COM		2012-12-07	2013-12-09
MURPHY USA INC COM		2012-03-02	2013-12-09
DISCOVER FINL SVCS COM STK		2012-12-10	2013-12-12
APPLE COMPUTER INC		2012-10-08	2013-12-16
DISCOVER FINL SVCS COM STK		2012-12-14	2013-12-16
MASTERCARD INC CL A		2008-09-18	2013-12-16
SIRIUS XM HLDGS INC COM		2012-12-17	2013-12-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
SIRIUS XM HLDGS INC COM		2012-12-21	2013-12-23
PIMCO COMMODITY REALRETURN STRATEGY FUND		2012-12-22	2013-12-24
PIMCO COMMODITY REALRETURN STRATEGY FUND		2012-12-22	2013-12-24
DISCOVER FINL SVCS COM STK		2012-12-24	2013-12-26
MICHAEL KORS HOLDINGS LTD COM NPV		2012-12-24	2013-12-26
MFC SPDR GOLD TR GOLD SHS		2009-05-01	2013-04-16
MFC ISHARES GOLD TRUST		2010-05-10	2013-12-23
Capital Gains Dividends	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
104		122	-18
1,067		1,150	-83
2,961		3,012	-51
2,924		3,055	-131
5,598		5,611	-13
6,724		6,728	-4
200,000		200,000	0
305		404	-99
4,297		5,697	-1,400
937		1,000	-63
1,487		1,576	-89
6,333		6,501	-168
859		793	66
1,156		1,148	8
3,428		3,320	108
1,656		1,969	-313
1,647		1,701	-54
2,434		1,812	622
1,729		1,840	-111
2,022		2,644	-622
4,426		4,716	-290
3,916		4,334	-418
2,480		1,928	552
1,390		1,636	-246
247		223	24
6		4	2
1,082		1,254	-172
417		435	-18
2,345		2,563	-218
2,428		2,472	-44

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,152		2,551	-399
5,495		6,311	-816
2,190		2,507	-317
3,820		3,582	238
4,613		6,106	-1,493
2,207		2,318	-111
389		355	34
527		454	73
327		327	0
295		303	-8
910		905	5
139		122	17
5,416		4,272	1,144
261		237	24
287		194	93
165		149	16
167		171	-4
1,743		1,683	60
3,755		3,750	5
3,719		3,558	161
4,787		5,953	-1,166
3,785		3,478	307
3,834		3,473	361
7,838		6,433	1,405
2,385		2,013	372
2,612		2,134	478
225		218	7
3,218		3,587	-369
2,156		2,056	100
2,968		2,910	58

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,388		1,343	45
5,316		5,025	291
3,707		3,032	675
1,698		1,868	-170
388		396	-8
2,489		2,762	-273
1,919		1,963	-44
2,888		2,904	-16
2,082		1,957	125
4,907		5,116	-209
722		477	245
258		258	0
3,744		3,117	627
2,615		2,969	-354
3,094		3,293	-199
3,910		4,078	-168
3,677		3,321	356
3,249		3,147	102
14,240		13,507	733
1,269		1,297	-28
3,107		3,530	-423
7,932		6,685	1,247
790		812	-22
540		473	67
4,039		4,014	25
4,014		3,975	39
6,413		8,099	-1,686
82		71	11
93		50	43
3,280		3,761	-481

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,536		6,389	147
89,113		100,000	-10,887
8,120		9,223	-1,103
2,979		4,158	-1,179
1,405		1,410	-5
1,614		1,896	-282
566		345	221
1,070		448	622
95,926		97,140	-1,214
100,000		100,000	0
52,100		18,878	33,222
3,381		3,242	139
4,122		2,850	1,272
1,892		1,938	-46
2,530		2,705	-175
6,642		6,744	-102
523		224	299
1,742		1,181	561
6,841		2,952	3,889
2,939		2,196	743
1,034		775	259
1,208		894	314
6,247		5,244	1,003
2,065		1,586	479
2,581		2,366	215
4,550		4,234	316
6,424		5,665	759
100,000		101,975	-1,975
3,538		3,880	-342
3,772		4,193	-421

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
176		138	38
8,698		2,025	6,673
1,965		1,759	206
2,750		2,059	691
3,429		3,192	237
6,255		9,024	-2,769
2,443		1,766	677
1,586		1,142	444
92,324		101,247	-8,923
2,558		1,119	1,439
2,196		1,585	611
3,827		2,944	883
106,176		36,925	69,251
92		65	27
2,123		660	1,463
3,681		3,270	411
1,003		561	442
3,143		1,787	1,356
3,370		3,231	139
1,660		790	870
1,027		800	227
2,937		2,328	609
3,548		983	2,565
3,709		2,560	1,149
150,000		150,000	0
4,382		3,264	1,118
6,080		4,926	1,154
6,488		4,020	2,468
41,502		50,917	-9,415
2,970		3,567	-597

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,028		2,338	-310
492		384	108
325		252	73
607		440	167
214		251	-37
461		430	31
339		307	32
290		321	-31
188		224	-36
236		168	68
319		256	63
181		138	43
310		236	74
370		328	42
1,800		1,609	191
6,027		4,848	1,179
3,337		4,291	-954
3,951		1,581	2,370
1,729		2,052	-323
18		25	-7
1,252		1,536	-284
3,288		3,584	-296
1,082		1,240	-158
5,410		3,864	1,546
536		399	137
1,846		1,982	-136
1,664		1,750	-86
1,697		1,318	379
1,381		1,419	-38
1,227		656	571

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7,542		3,743	3,799
3,105		2,887	218
6,120		3,910	2,210
1,350		1,143	207
1,999		1,913	86
11,757		5,091	6,666
88,309		13,291	75,018
85,000		85,000	0
5,418		4,827	591
1,742		1,553	189
2,570		1,901	669
1,687		1,423	264
1,982		1,800	182
3,375		3,167	208
1,866		1,664	202
1,133		799	334
150,435		140,194	10,241
1,914		1,049	865
4,831		4,639	192
6,836		4,212	2,624
593		527	66
390		232	158
3,185		2,351	834
297		268	29
248		216	32
398		261	137
323		411	-88
300		297	3
221		238	-17
239		106	133

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
283		229	54
387		438	-51
472		397	75
221		393	-172
340		310	30
1,242		802	440
231		144	87
231		167	64
264		218	46
522		272	250
244		284	-40
281		385	-104
5,969		6,919	-950
28		16	12
4,207		2,483	1,724
1,044		571	473
70		59	11
281		188	93
165		234	-69
113		125	-12
208		186	22
119		134	-15
460		392	68
47		50	-3
310		190	120
184		158	26
109		227	-118
162		143	19
306		264	42
124		117	7

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
319		363	-44
388		285	103
365		323	42
101		112	-11
298		271	27
101		83	18
259		274	-15
290		258	32
179		137	42
363		262	101
3,703		4,329	-626
348		150	198
1,392		1,171	221
449		299	150
171		114	57
7,115		5,505	1,610
5,082		3,407	1,675
789		526	263
1,852		1,508	344
1,217		711	506
21		16	5
1,878		2,433	-555
4,011		4,318	-307
904		487	417
6,866		5,479	1,387
5,414		4,514	900
1,572		915	657
4,738		5,313	-575
5,952		7,307	-1,355
46,761		35,172	11,589

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,657		1,278	379
1,228		1,040	188
1,003		774	229
2,590		2,030	560
1,189		958	231
5,110		2,834	2,276
1,627		1,579	48
3,771		2,849	922
4,218		3,450	768
6,230		5,168	1,062
7,704		3,832	3,872
12,840		4,072	8,768
2,667		2,076	591
73		101	-28
4,395		3,746	649
909		590	319
31		25	6
2,303		2,109	194
74,856		111,149	-36,293
3,131		2,753	378
1,807		1,438	369
5,534		3,566	1,968
1,878		1,458	420
6,771		2,749	4,022
1,844		1,232	612
2,635		1,672	963
1,164		743	421
10		9	1
996		619	377
7,687		4,754	2,933

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,607		2,552	55
120,026		59,127	60,899
2,241		4,245	-2,004
923		1,086	-163
1,155		341	814
7,474		4,992	2,482
1,956		1,589	367
4,501		3,150	1,351
2,802		244	2,558
3,664		324	3,340
203		199	4
10,647		7,944	2,703
7,056		9,326	-2,270
11,377		6,532	4,845
5,175		4,519	656
3,594		2,252	1,342
1,426		943	483
802		461	341
241		116	125
318		146	172
225,000		225,000	0
235		263	-28
456		349	107
295		141	154
419		216	203
3,199		2,566	633
3,893		2,983	910
3,247		1,885	1,362
8,180		6,006	2,174
1,467		400	1,067

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
822		461	361
2,449		1,637	812
1,487		635	852
1,704		1,114	590
60		60	0
53		39	14
27		15	12
20		13	7
66		32	34
53		132	-79
65		40	25
62		54	8
86		59	27
8,322		3,464	4,858
79,305		70,453	8,852
1,469		912	557
8,695		7,689	1,006
2,755		2,377	378
4,770		2,222	2,548
2,840		1,253	1,587
2,907		1,488	1,419
603		244	359
762		524	238
872		323	549
734		553	181
1,574		1,153	421
1,123		1,283	-160
1,602		1,054	548
1,595		400	1,195
2,070		1,778	292

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,004		1,572	432
871		1,062	-191
85,142		116,405	-31,263
2,071		1,130	941
2,432		1,481	951
79,812		52,236	27,576
98,645		100,150	-1,505
16,219			16,219

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-18
			-83
			-51
			-131
			-13
			-4
			0
			-99
			-1,400
			-63
			-89
			-168
			66
			8
			108
			-313
			-54
			622
			-111
			-622
			-290
			-418
			552
			-246
			24
			2
			-172
			-18
			-218
			-44

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-399
			-816
			-317
			238
			-1,493
			-111
			34
			73
			0
			-8
			5
			17
			1,144
			24
			93
			16
			-4
			60
			5
			161
			-1,166
			307
			361
			1,405
			372
			478
			7
			-369
			100
			58

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			45
			291
			675
			-170
			-8
			-273
			-44
			-16
			125
			-209
			245
			0
			627
			-354
			-199
			-168
			356
			102
			733
			-28
			-423
			1,247
			-22
			67
			25
			39
			-1,686
			11
			43
			-481

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			147
			-10,887
			-1,103
			-1,179
			-5
			-282
			221
			622
			-1,214
			0
			33,222
			139
			1,272
			-46
			-175
			-102
			299
			561
			3,889
			743
			259
			314
			1,003
			479
			215
			316
			759
			-1,975
			-342
			-421

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			38
			6,673
			206
			691
			237
			-2,769
			677
			444
			-8,923
			1,439
			611
			883
			69,251
			27
			1,463
			411
			442
			1,356
			139
			870
			227
			609
			2,565
			1,149
			0
			1,118
			1,154
			2,468
			-9,415
			-597

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-310
			108
			73
			167
			-37
			31
			32
			-31
			-36
			68
			63
			43
			74
			42
			191
			1,179
			-954
			2,370
			-323
			-7
			-284
			-296
			-158
			1,546
			137
			-136
			-86
			379
			-38
			571

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			3,799
			218
			2,210
			207
			86
			6,666
			75,018
			0
			591
			189
			669
			264
			182
			208
			202
			334
			10,241
			865
			192
			2,624
			66
			158
			834
			29
			32
			137
			-88
			3
			-17
			133

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			54
			-51
			75
			-172
			30
			440
			87
			64
			46
			250
			-40
			-104
			-950
			12
			1,724
			473
			11
			93
			-69
			-12
			22
			-15
			68
			-3
			120
			26
			-118
			19
			42
			7

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-44
			103
			42
			-11
			27
			18
			-15
			32
			42
			101
			-626
			198
			221
			150
			57
			1,610
			1,675
			263
			344
			506
			5
			-555
			-307
			417
			1,387
			900
			657
			-575
			-1,355
			11,589

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			379
			188
			229
			560
			231
			2,276
			48
			922
			768
			1,062
			3,872
			8,768
			591
			-28
			649
			319
			6
			194
			-36,293
			378
			369
			1,968
			420
			4,022
			612
			963
			421
			1
			377
			2,933

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			55
			60,899
			-2,004
			-163
			814
			2,482
			367
			1,351
			2,558
			3,340
			4
			2,703
			-2,270
			4,845
			656
			1,342
			483
			341
			125
			172
			0
			-28
			107
			154
			203
			633
			910
			1,362
			2,174
			1,067

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			361
			812
			852
			590
			0
			14
			12
			7
			34
			-79
			25
			8
			27
			4,858
			8,852
			557
			1,006
			378
			2,548
			1,587
			1,419
			359
			238
			549
			181
			421
			-160
			548
			1,195
			292

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			432
			-191
			-31,263
			941
			951
			27,576
			-1,505
			16,219

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Dr Eugene Kirshbaum Founation 4800 W Dewey Drive Las Vegas,NV 89118	None	Private Foundation	Animal Welfare	180,000
Heaven Can Wait PO Box 30158 Las Vegas,NV 89173	None	Private Foundation	Animal Welfare	115,000
Nevada Policy Research Institute 7130 Placid St Las Vegas,NV 89119	None	Public Charity	Policy Research and Education	50,550
Those Left Behind Foundation 10040 W Cheyenne Suite 170 - 116 Las Vegas,NV 89129	None	Private Foundation	Animal Welfare	10,000
UNLV Foundation 4505 Maryland Parkway Las Vegas,NV 89154	None	Public Charity	UNLV Women's Research Institute of Nevada - program	35,000
Pine Point School 89 Barnes Road Stonginton,CT 06378	None	Private Foundation	Education	20,000
Nathan Adelson Hospice 4131 Svenson Street Las Vegas,NV 89119	None	Public Charity	Pet Therapy and Pet Peace of Mind Programs	10,000
Dr Eugene Kirshbaum Founation 4800 W Dewey Drive Las Vegas,NV 89118	None	private Foundation	Animal Welfare, Spay and Neuter Programs	115,000
Total			 3a	535,550

TY 2013 Investments Corporate
Bonds Schedule

Name: The Eleanor Kagi Foundation A Lynn M
Bennett Legacy FKA Bennett Foundation
EIN: 94-3189650

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Proctor & Gamble Co 3.5% 02/15/15	100,133	103,309
Shell Intl Fin BV Gtd 4.0% 03/21/14	100,987	100,794
Microsoft Corp 4.2% 06/01/19	101,036	110,223
Proctor & Gamble Co 4.7% 02/15/19	102,600	111,694
MFC Flexshares Tr 3yr Target Duration TIPS Index Fd	153,821	152,535
MFO PIMCO Fds Pac Invt Mgmt Ser High Yield Fd Instl CL	184,323	197,036
MFB Northern High Yield Fixed Income Fund	320,873	340,004
Bank Amer Corp MT SR NT SER L FLTG VAR RT Due 1/30/14	99,225	100,082
Sanofi-Aventis 03/28/14	200,814	200,307
Morgan Stanley MTN FLTG Rt Due 4/13/14	50,000	49,688
Morgan Stanley 6.0% 05-13-14	99,810	101,907
GE Cap Bk Inc Retail CTF Dep 1.0% Due 7/21/14	225,000	225,542
Discover Bk Greenwood Del Due 8/22/14	200,000	200,496
MORGAN STANLEY SR. NOTES 4.10% 1/26/2015	49,989	51,715
Pepsico Inc Sr Nt Fltg Rate Due 07/30/15	100,000	100,159
Vodafone Group PLC New NT Fltg Rt 02/19/16	100,000	99,953
Morgan Stanley Sr Nt Fltg Rt Due 02/25/16	30,000	30,390
Sallie Mae Bk Murray Utah Due 10/24/16	100,000	100,316
General Electric Cap Corp MTN BE Tranche 00796 Var Rt 12/20/16	99,250	98,706
CIT Bank Salt Lake City UT 1.6% Due 10/23/17	225,000	224,386
Wells Fargo & Co MTN Enfltg RT Tranche 00068 due 3/29/18	180,000	178,245
Ford Motor Cr Co LLC MTN TR 113 Var Rt 11/20/18	100,000	99,675
Goldma Sachs Group Inc MTN Fltg Rt 03/15/20	150,000	146,151
General Electric CAP Corp MTN Fltg Rt 04/15/23	75,000	74,543
MFC Flexshares Tr Morningstar Global Upstream Nat Res Index Fd	104,841	104,611
MFS Northern Trust Global Real Estate Index Fund	250,243	213,574
HF Northern Trust Apha Strategies Fund	299,470	340,529
Northern Trust Private Equity Fund III LP	505,867	432,026
Linn Energy LLC	59,973	92,370

TY 2013 Investments Corporate

Stock Schedule

Name:

The Eleanor Kagi Foundation A Lynn M
Bennett Legacy FKA Bennett Foundation

EIN:

94-3189650

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MFO DEA US Small Cap Portfolio	218,440	332,509
NFB Northern Intl Equity Index Fd	250,000	311,302
MFB Northern Funds Stk Index Fund	350,553	516,168
MFB Northern Emerging Markets Equity Fund	441,039	566,672
Actavis PLC	15,121	17,640
Allergan Inc Com	3,323	3,443
Amazon Com Inc	15,467	20,338
American Express	8,347	9,164
Apple Inc	19,888	44,889
Biogen Idec Inc	17,476	32,171
Boeing Co	13,338	16,788
Boston Scientific Corp	7,613	8,186
Bristol Myers Squibb Co	8,583	8,770
Canadian Pac Ry Ltd Com	10,181	14,073
CME Group Inc Com	8,308	8,395
Comcast Corp New CL A	11,612	17,512
Cree Inc	7,827	8,447
Crown Castle Intl Corp Com	11,122	11,382
Delta Air Lines Inc Del Com	8,599	16,372
Discover Finl Svcs	8,909	19,974
Estee Lauder Companies Inc Cl A	7,387	13,859
Facebook Inc Cl A	9,044	11,369
Fleetcor Technologies Inc Com	9,612	10,545
General Motors Corp	15,713	17,370
Gilead Sciences Inc	11,448	32,239
Google Inc	16,437	26,897
Halliburton Co	15,986	16,443
Hertz Global Hldgs Inc Com	6,884	12,192
Home Depot Inc Common	5,392	17,374
Johnson & Johnson Common	10,536	12,876

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Lam Resh Corp Com	6,083	6,207
Las Vegas Sands Corp Common	10,318	21,926
Linkedin Corp Cl A	6,857	12,793
Lyondellbasell Indu Cl A-W	4,237	8,670
Masco Corp Common	8,984	12,569
Mastercard Inc	13,617	40,938
McKesson Corp	8,973	9,361
Michael Kors Holdings Ltd Com NPV	8,144	13,802
Morgan Stanley Common New	8,602	8,624
Nike Inc	17,573	25,558
Noble Energy Inc Com	11,024	16,074
Occidental Petroleum Corp	10,986	11,507
Ocwen Finl Corp Com	5,298	5,101
Pfizer Inc	10,889	16,908
Pharmacyclics Inc Com	6,659	7,087
Pioneer Natural Resources Co	15,138	20,800
PPG Industries Inc	13,820	17,449
Priceline Com Inc Common	4,389	4,650
Procter & Gamble Co Common	13,436	15,549
Qual Comm Inc	7,812	13,365
Regeneron Pharmaceuticals Inc Com	7,804	9,909
Safeway Inc	8,227	7,784
Service Now Inc Com	4,775	5,657
Sirius XM Radio Inc	5,368	6,254
SLM Corp Com	9,818	12,168
Splunk Inc Com	3,391	4,601
St. Jude Med Inc Com	8,139	8,921
Starbucks Corp Common	6,790	22,341
Valeant Pharmaceuticals International Inc	8,087	18,197
Whirlpool Corp Common	5,631	8,784

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Workday Inc CL A	5,400	6,154
Yelp Inc Cl A	6,361	6,412
Abbott Laboratories Com	14,343	14,335
Actavis PLC	14,615	19,992
Agilent Technologies Inc Com	9,760	14,526
Allstate Corp Common	8,698	15,271
American Express	11,685	24,406
American International Group Inc	13,909	17,970
AmerisourceBergen Corp	16,048	30,163
Apache Corp	20,334	15,125
Apple Inc	16,312	23,006
AT&T Inc	12,242	15,400
Bank New York Mellon Corp	14,033	16,072
Baxter Intl Inc	15,817	19,683
Borg Warner Inc	9,149	16,214
CBS Corp New Cl B	8,840	17,337
Chevron Corp	22,990	29,229
Cisco Sys Inc Common	13,374	12,258
Conocophillips	13,174	15,896
Deere & Co	12,508	15,343
Dover Corp	16,962	25,680
Ebay Inc Com	7,463	16,906
EMC Corp	10,611	12,324
Express Scripts Inc	11,994	16,015
Freeport McMoran Copper & Gold Inc	22,965	18,719
General Electric Co.	26,097	36,439
Goldman Sachs Group Inc	11,542	16,131
Halliburton Co	12,201	16,849
Hess Corp Com	15,953	23,738
Honeywell Intl Inc	12,802	20,558

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Intel Corp	17,139	19,807
JP Morgan Chase & Co	26,161	33,860
Kohls Corp Common	9,348	9,591
Microsoft Corp Com	11,446	15,496
Mosaic Co	11,538	18,580
Occidental Petroleum Corp	17,273	19,591
Oracle Corporation	11,581	13,774
Phillip Morris Intl Com	8,403	12,111
Procter & Gamble Co Common	11,250	14,328
Public Service Enterprise Group Inc	13,272	13,072
Sandisk Corp	7,692	10,934
Time Warner Inc	10,266	20,190
United Technologies Corp	14,508	20,029
US Bancorp	9,094	13,494
Wal-Mart Stores Inc Common	16,596	23,135
Wells Fargo & Co	20,965	33,187
Aaron's Inc Class A	3,902	3,851
Activision Blizzard Inc Com	4,031	5,599
Agilent Technologies Inc Com	2,888	5,319
Akamai Technologies Inc	3,559	6,935
Allegheny Technologies Inc Com	4,301	4,953
American Tower Corp	4,439	10,935
AmerisourceBergen Corp	4,518	6,609
Ansys Inc	2,729	6,366
Autodesk Inc	3,947	6,241
Bio Rad Labs Inc	1,890	3,708
Borg Warner Inc	2,887	8,610
Boston PPTYS Inc	3,436	4,517
C R Bard	3,301	4,688
Cabot Corp Com	3,294	4,009

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CBRE Group Inc Cl A	5,723	7,601
Coach Inc Com	4,280	4,154
Covance Inc	5,939	6,605
CSX Corp	3,774	7,883
Cummins Inc	3,309	9,304
D R Horton Inc,	4,862	9,955
Darden Restaurants Inc	3,005	5,328
Eastman Chemical Co	4,046	9,200
Eaton Vance Corp	5,779	7,274
Echostar Corporation	4,611	5,867
Express Scripts Inc	3,227	7,164
Gatx Corp	4,511	6,469
General Dynamics Corp	4,512	5,255
Global Pmts Inc	2,731	4,874
Integrys Energy Group	3,776	5,387
Intercontinental Exchange Inc Common	2,421	9,672
International Game Technology Common	7,031	4,395
Intuit Com	3,884	10,608
Joy Global Inc	4,277	6,200
Keycorp New Common	3,916	6,576
Masco Corp Common	6,000	6,785
Mednax Inc Com	3,185	4,911
Murphy Oil Corp Com	3,426	4,152
Nabors Industries	6,757	6,422
Newfield Exploration	7,280	4,113
Progressive Corp Com	4,098	5,454
Raymond James Financial Inc	4,250	7,307
Reinsurance Group Amer Inc Common	3,584	6,038
Renaissance Re Hldgs Ltd Com	5,164	5,451
Republic Svcs Inc	5,584	7,636

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Scotts Miracle Gro Company CL A	2,954	4,978
Sealed Air Corp New Com	4,189	8,547
Snap-On Inc	4,164	9,857
Steel Finl Corp Com	6,167	7,188
Synopsys Inc Com	4,065	5,234
TJX Cos Inc	3,118	13,065
URS Corp New Com	4,316	4,663
Valspar Corp	3,516	8,840
Whiting Pete Corp Com Stk	3,946	5,445
Xilinx Inc Com	4,351	7,485
Accenture PLC Cl A	1,954	5,344
Agrium Inc Com	4,520	3,934
Akzo Nobel NV Sponsored ADR	8,830	12,418
AON PLC Com	7,758	9,983
Arkema Sponsored ADR	7,522	11,333
ASML Holding NV Sponsored ADR	6,359	8,620
Baidu Inc Sponsored ADR	4,485	6,937
Bank N S Halifax Com Stk	5,631	6,693
Barclay's PLC American Depositary Receipt	8,463	8,757
BASF Aktiengesellschaft - Level 1	4,481	8,731
Bayer A G Sponsored ADR	6,077	7,952
Brambles Ltd ADR	7,416	8,308
Bunzl PLC Sponsored ADR	7,691	15,759
Canon Inc ADR	5,913	4,960
Ceilo's A Sponsored ADR	4,189	5,292
Cenovus Energy Inc Com	5,213	4,555
Check Point Software Technologies	11,147	15,549
China Mobile Ltd	11,345	12,184
CNOOC Ltd Sponsored ADR	5,360	5,067
Compagne Financiere Richemont AG	6,410	6,310

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Corus Entmt Inc Cl B Non Vtg	5,370	7,012
Daihatsu Mtr Co Ltd	6,260	5,340
Deutsche Telekom AG Sponsored ADR	7,480	9,232
Enbridge Inc Com	3,808	3,625
Ericsson L M Tel Co ADR	10,256	10,918
Eutelsat Communications ADR	7,994	8,370
Fanuc Corporation	13,727	15,232
Givaudan SA ADR	8,963	16,445
Grupo Financiero Banortes AB De C	6,140	5,476
Henkel AG & Co KGAA Sponsored ADR	13,178	15,335
ICAP PLC Sponsored ADR Repstg	3,726	4,900
ICICI Bk Ltd	6,445	5,390
Ind & Comm Bk Unspn ADR	6,690	6,559
Jardine Matheson Hldgs Ltd ADR	12,403	9,981
Julius Baer Group Ltd UN ADR	4,945	4,979
Koninkluka Ahold NV Sponsored ADR	9,506	14,768
Linde AG Sponsored ADR	11,647	17,432
L'Oreal Co ADR	5,306	8,436
New Gold Inc Com	9,489	4,810
Nielsen Holdings BV Euro	7,025	8,719
Nokian Tyres Oyj ADR	6,127	6,583
Nordea Bk Ab Sweden	10,607	13,950
Novartis AG	9,887	13,825
Partner Communications Co Ltd ADR	5,777	9,980
Pernod Ricard S A ADR	7,608	8,543
Publicis S A New Sponsored ADR	7,480	9,646
Reed Elsevier PLC Sponsored ADR New	10,343	15,793
Roche Holding Ltd Sponsored ADR	12,051	23,868
SAB Miller PLC Sponsored ADR	9,481	9,743
Safran ADR	4,474	7,861

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Sandofi Sponsored ADR	13,963	15,124
SAP AG Sponsored ADR	4,914	9,673
Sberbank Russia Sponsored ADR	8,537	9,126
Schneider Elec SA ADR	12,566	18,463
SGS SA	8,800	14,701
Silver Wheaton Corp Com	6,990	5,754
Sodexo	8,617	14,303
Softbank Corp ADR	4,310	13,174
Sonova Hldg AG Unsp ADR	6,176	7,394
Svenska Cellulosa Aktiebolaget SA Sponsored ADR	4,415	7,566
Toshiba Corp ADR	6,299	5,475
Toyota Mtr Corp Sponsored ADR	11,827	15,850
Tullow Oil PLC ADR	6,762	4,413
Turkiye Garanti Bankası A S Sponsored ADR	6,268	3,720
UBS AG SHS Com	4,835	4,524
Unicharm Corp Sponsored ADR	6,230	5,492
Unilever N V	7,629	12,471
United Overseas Bk Ltd Sponsored ADR	4,989	6,056
Volkswagen A G Sponsored ADR	10,249	12,417
Bank of New York Mellon Corp	58,620	87,350
Cisco Sys Inc Common	120,287	134,700
Citigroup Inc Common	163,605	78,165
Corning Inc	85,882	71,280
CVS Caremark Corp Common	42,288	214,710
Fluor Corp	40,104	80,290
Freeport McMoran Copper & Gold Inc	81,930	94,350
General Electric Co Common	121,649	112,120
Hewlett Packard Co Common	171,856	139,900
Intel Corp	126,400	155,760
International Business Machine	106,925	375,140

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Johnson & Johnson Common	26,582	183,180
Merck & Co Inc Common	159,435	200,200
Microsoft Corp Com	55,940	74,860
Morgan Stanley Common New	97,019	94,080
Mosaic Co	46,613	47,270
Nabors Industries Com	85,607	76,455
Newmont Mining Corp New Common	59,428	34,545
NVIDIA Corp	57,319	80,100
QLogic Corp	102,827	82,810
Skyworks Solutions Inc Com	91,210	114,240

TY 2013 Investments Government Obligations Schedule

Name: The Eleanor Kagi Foundation A Lynn M
Bennett Legacy FKA Bennett Foundation

EIN: 94-3189650

**US Government Securities - End of
Year Book Value:** 302,500

**US Government Securities - End of
Year Fair Market Value:** 301,808

**State & Local Government
Securities - End of Year Book
Value:** 0

**State & Local Government
Securities - End of Year Fair
Market Value:** 0

TY 2013 Legal Fees Schedule

Name: The Eleanor Kagi Foundation A Lynn M
Bennett Legacy FKA Bennett Foundation
EIN: 94-3189650

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal & Accounting	10,161	0		0

TY 2013 Other Assets Schedule

Name: The Eleanor Kagi Foundation A Lynn M
Bennett Legacy FKA Bennett Foundation

EIN: 94-3189650

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Accrued Income	20,489	18,756	18,756

TY 2013 Other Expenses Schedule

Name: The Eleanor Kagi Foundation A Lynn M
Bennett Legacy FKA Bennett Foundation

EIN: 94-3189650

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank fees	25	25		0
O ther	2,218	2,218		0
Change in accrued income	1,733	1,733		0
Rounding	-2	-2		0

TY 2013 Other Income Schedule

Name: The Eleanor Kagi Foundation A Lynn M
Bennett Legacy FKA Bennett Foundation

EIN: 94-3189650

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Passthrough income	86,600	86,600	86,600
Settlement revenue	613	613	613
Excise Tax Refund	5,607	5,607	5,607

TY 2013 Other Professional Fees Schedule

Name: The Eleanor Kagi Foundation A Lynn M
Bennett Legacy FKA Bennett Foundation

EIN: 94-3189650

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Fees	88,491	88,491		0

TY 2013 Taxes Schedule

Name: The Eleanor Kagi Foundation A Lynn M
Bennett Legacy FKA Bennett Foundation
EIN: 94-3189650

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes	4,022	4,022		0
Nevada Annual List Fees	75	0		0