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## Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

JUL 1, 2013

, and ending

JUN 30, 2014

Name of foundation

A Employer identification number

THE LOWE II FOUNDATION, INC.

22-3657229

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

123 LAKESHORE DR. #1644

B Telephone number

561-626-2627

City or town, state or province, country, and ZIP or foreign postal code

NORTH PALM BEACH, FL 33408

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationF If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

I Fair market value of all assets at end of year

J Accounting method

☒

Cash

☐

Accrual

(from Part II, col. (c), line 16)

☐ Other (specify)

\$ 3,601,316. (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).)

(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			N/A	
	2	Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	31.	31.		STATEMENT 1
	4	Dividends and interest from securities	88,733.	88,733.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	72,896.			STATEMENT 3
	b	Gross sales price for all assets on line 6a	1,093,980.			
	7	Capital gain net income (from Part IV, line 2)		72,933.		
	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)				
	11	Other income	-2,539.	-2,539.		STATEMENT 4
	12	Total. Add lines 1 through 11	159,121.	159,158.		
	13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees	12,000.	9,600.		2,400.
	c	Other professional fees	23,576.	23,576.		0.
	17	Interest				
	18	Taxes	1,170.	1,170.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses	31.	25.		0.
	24	Total operating and administrative expenses. Add lines 13 through 23	36,777.	34,371.		2,400.
	25	Contributions, gifts, grants paid	53,000.			53,000.
	26	Total expenses and disbursements. Add lines 24 and 25	89,777.	34,371.		55,400.
	27	Subtract line 26 from line 12	69,344.			
	a	Excess of revenue over expenses and disbursements				
	b	Net investment income (if negative, enter -0-)		124,787.		
	c	Adjusted net income (if negative, enter -0-)			N/A	

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10-10-13

LHA For Paperwork Reduction Act Notice, see Instructions.

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29X

**Part II Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only.

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	140,939.	180,421.	180,421.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 10	1,416,652.	1,289,077.	1,666,095.
	c Investments - corporate bonds STMT 11	1,354,775.	1,532,309.	1,598,948.
	<b>Liabilities</b>	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 12		90,000.	141,376.	155,852.
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶		37.	0.	0.
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		3,002,403.	3,143,183.	3,601,316.
17 Accounts payable and accrued expenses				
18 Grants payable				
<b>Net Assets or Fund Balances</b>	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	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	3,002,403.	3,143,183.	
30 Total net assets or fund balances	3,002,403.	3,143,183.		
31 Total liabilities and net assets/fund balances	3,002,403.	3,143,183.		

**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	3,002,403.
2 Enter amount from Part I, line 27a	2	69,344.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	71,436.
4 Add lines 1, 2, and 3	4	3,143,183.
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	3,143,183.

**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				
b SEE ATTACHED STATEMENT				
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 1,093,980.		1,021,047.	72,933.	
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				
b				
c				
d				
e			72,933.	
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 72,933.
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). If (loss), enter -0- in Part I, line 8		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		3 N/A

**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	56,030.	3,282,203.	.017071
2011	242,006.	3,161,917.	.076538
2010	213,727.	3,315,092.	.064471
2009	229,239.	3,259,504.	.070329
2008	214,282.	3,143,793.	.068160
2 Total of line 1, column (d)			2 .296569
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 .059314
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 3,423,244.
5 Multiply line 4 by line 3			5 203,046.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,248.
7 Add lines 5 and 6			7 204,294.
8 Enter qualifying distributions from Part XII, line 4			8 55,400.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	2,496.
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	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		3	2,496.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		5	2,496.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
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		56.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		2,552.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

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

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**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 <b>N/A</b>				
14	The books are in care of <b>PATRICIA HAUBEN</b>		Telephone no. <b>561-626-2627</b>	
	Located at <b>123 LAKESHORE DR, STE 1644, NORTH PALM BEACH, FL</b>		ZIP+4 <b>33408</b>	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year		15	N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <b>N/A</b>	1b	
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <b>N/A</b>	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) <b>N/A</b>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
PATRICIA A. HAUBEN 123 LAKESHORE DR., SUITE 1644 NORTH PALM BEACH, FL 33408	DIRECTOR 10.00/YR	0.	0.	0.
LAURIE MEACHAM 2 DEERFIELD DR. LEWES, DE 19958	DIRECTOR 10.00/YR	0.	0.	0.
JERI GOETZ 32 FAY RD. DEDHAM, MA 02026	DIRECTOR 10.00/YR	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	3,161,258.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	314,117.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	3,475,375.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	3,475,375.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	52,131.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	3,423,244.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	171,162.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	171,162.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	2,496.
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	2,496.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	168,666.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	168,666.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	168,666.

**Part XII****Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	55,400.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	55,400.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	55,400.

**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.

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**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
<b>1</b> Distributable amount for 2013 from Part XI, line 7				168,666.
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only			0.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2013:				
<b>a</b> From 2008				
<b>b</b> From 2009	42,788.			
<b>c</b> From 2010	52,166.			
<b>d</b> From 2011	85,898.			
<b>e</b> From 2012				
<b>f</b> Total of lines 3a through e	180,852.			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	55,400.			
<b>a</b> Applied to 2012, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2013 distributable amount				55,400.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	113,266.			113,266.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	67,586.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	67,586.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009				
<b>b</b> Excess from 2010				
<b>c</b> Excess from 2011	67,586.			
<b>d</b> Excess from 2012				
<b>e</b> Excess from 2013				

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

N/A

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

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

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

<div>Recipient</div> <div>Name and address (home or business)</div>	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
<b>a</b> Paid during the year				
MASTER THEATRICAL CLASSES INC. 9402 CHAPMAN OAK CT PALM BEACH GARDENS, FL 33410	NONE	NONE	TO AID THE ARTS	35,000.
CFACT PO BOX 65722 WASHINGTON, DC 20035	NONE	NONE	TO AID EDUCATION	18,000.
<b>Total</b>			▶ <b>3a</b>	<b>53,000.</b>
<b>b</b> Approved for future payment				
NONE				
<b>Total</b>			▶ <b>3b</b>	<b>0.</b>



**Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**


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

[illegible]

**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

**b If "Yes," complete the following schedule.**

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

<b>Sign Here</b>	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.		
	 Signature of officer or trustee	NOV 13, 2014 Date	DIRECTOR Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	DARLINE RICHTER	<i>Darline Richter</i>	11/10/14		P00066802
	Firm's name ▶ TRAVANI & RICHTER, P.A.				Firm's EIN ▶ 65-1159412
	Firm's address ▶ 1935 COMMERCE LANE, STE 9 JUPITER, FL 33458			Phone no. 561-743-5335	

Form 990-PF (2013)

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DEPARTMENT OF THE TREASURY	5.	5.	
MARKWEST ENERGY PARTNERS LP	13.	13.	
NORTHERN TRUST-CHECKING	3.	3.	
SUBURBAN PROPANE PARTNERS LP	3.	3.	
THE BLACKSTONE GROUP LP	7.	7.	
TOTAL TO PART I, LINE 3	31.	31.	

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

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MARKWEST ENERGY PARTNERS LP	65.	0.	65.	65.	
NORTHERN TRUST THE BLACKSTONE GROUP LP	87,032.	14,936.	72,096.	72,096.	
UNITED CAPITAL	4.	0.	4.	4.	
TO PART I, LINE 4	16,568.	0.	16,568.	16,568.	
	103,669.	14,936.	88,733.	88,733.	

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 3

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
NORTHERN TRUST-SEE STMT 14		PURCHASED		VARIOUS		VARIOUS
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
181,735.	189,250.	0.	0.	-7,515.		

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
NORTHERN TRUST-SEE STMT 15		PURCHASED		VARIOUS		VARIOUS
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
547,600.	504,611.	0.	0.	42,989.		

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
300SHS TEREX CORP		PURCHASED		01/13/10		05/20/14
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
11,697.	6,940.	0.	0.	4,757.		



(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
UNITED CAPITAL-SEE STMT 13	193,174.	172,939.	0.	0.		20,235.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UNITED CAPITAL-SEE STMT 13	89,159.	67,690.	0.	0.	21,469.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD 07/05/13
HINES REIT	55,656.	79,577.	0.	0.		-23,921.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
THE BLACKSTONE GROUP LP	23.	0.	0.	0.		23.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
THE BLACKSTONE GROUP LP	0.	40.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						-40.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 07/01/99	DATE SOLD 06/30/14
OFFICE EQUIPMENT	0.	370.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						-37.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 09/11/07	DATE SOLD 06/30/14
COMPUTER	0.	2,990.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						0.

NET GAIN OR LOSS FROM SALE OF ASSETS	57,960.
CAPITAL GAINS DIVIDENDS FROM PART IV	14,936.
TOTAL TO FORM 990-PF, PART I, LINE 6A	72,896.

## FORM 990-PF

## OTHER INCOME

## STATEMENT

4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MARKWEST ENERGY PARTNERS LP	-1,628.	-1,628.	
SUBURBAN PROPANE PARTNERS LP	-964.	-964.	
THE BLACKSTONE GROUP LP	6.	6.	
MISCELLANEOUS INCOME	47.	47.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-2,539.	-2,539.	

## FORM 990-PF

## ACCOUNTING FEES

## STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	12,000.	9,600.		2,400.
TO FORM 990-PF, PG 1, LN 16B	12,000.	9,600.		2,400.

## FORM 990-PF

## OTHER PROFESSIONAL FEES

## STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
UNITED CAPITAL INV MGMT FEE	5,503.	5,503.		0.
NORTHERN TRUST INV MGMT FEE	2,899.	2,899.		0.
NORTHERN TRUST INV EXP	5.	5.		0.
NORTHERN TRUST AGENCY FEE	15,169.	15,169.		0.
TO FORM 990-PF, PG 1, LN 16C	23,576.	23,576.		0.

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES-NORTHERN TRUST	1,067.	1,067.		0.	
FOREIGN TAXES-UNITED CAPITAL	103.	103.		0.	
TO FORM 990-PF, PG 1, LN 18	1,170.	1,170.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK SERVICE FEES	25.	25.		0.	
MARKWEST ENERGY PARTNERS LP - NONDEDUCTIBLE EXPENSES	1.	0.		0.	
SUBURBAN PROPANE PARTNERS LP - NONDEDUCTIBLE EXPENSES	5.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	31.	25.		0.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	9
DESCRIPTION				AMOUNT	
PRIOR YEAR ADJUSTMENT TO COST BASIS OF TRUST ASSETS				71,436.	
TOTAL TO FORM 990-PF, PART III, LINE 3				71,436.	

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST - STOCKS	1,289,077.	1,666,095.
PERSHING CORP - STOCKS	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,289,077.	1,666,095.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST - CORP BONDS	1,532,309.	1,598,948.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,532,309.	1,598,948.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
HINES REIT - SPETRUM	COST	0.	0.
MFB NORTHERN GDS GLOBAL REAL ESTATE INDEX FD	COST	42,859.	52,122.
MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX FD	COST	98,517.	103,730.
TOTAL TO FORM 990-PF, PART II, LINE 13		141,376.	155,852.

**Realized Gains/Losses from 05/30/2013 to 06/30/2014**

Short Term Realized Gains/Losses		Closed	Open	Units	Cost Basis 1	Proceeds	Gain/Loss <sup>2</sup>	Covered <sup>3</sup>
First Republic Bank (FRC)		07/18/13	01/25/13	254	\$9,022.85	\$11,076.92	\$2,054.07	Yes
Gulf Power Co. (GUL)		07/19/13	05/06/13	1,104	\$29,083.50	\$27,600.00	-\$1,483.50	Yes
Gulf Power Co. (GUL)		07/19/13	05/07/13	821	\$22,310.30	\$20,525.00	-\$1,785.30	Yes
Under Armour Inc (UA)		07/26/13	03/07/13	179	\$9,008.82	\$12,016.16	\$3,007.34	Yes
Boston Scientific Inc (BSX)		07/30/13	05/24/13	1,017	\$9,262.70	\$11,178.80	\$1,916.10	Yes
Suburban Propane Partners LP (SPH)		08/22/13	01/25/13	273	\$9,937.56	\$12,554.07	\$2,616.51	Yes
TRW Automotive Holdings Corp (TRW)		10/07/13	03/07/13	153	\$9,049.65	\$11,183.07	\$2,133.42	Yes
Halliburton Co (HAL)		10/29/13	04/29/13	305	\$12,423.22	\$16,132.31	\$3,709.09	Yes
Silver Wheaton Corp (SLW)		11/15/13	03/07/13	282	\$8,995.31	\$6,237.29	-\$2,758.02	Yes
Sealed Air Corp (SEE)		11/21/13	06/19/13	506	\$12,514.92	\$16,274.79	\$3,759.87	Yes
Dow Chemical Co (DOW)		12/24/13	03/05/13	358	\$11,591.52	\$15,809.39	\$4,217.87	Yes
Wesco International Inc (WCC)		01/02/14	01/25/13	122	\$9,011.90	\$10,959.67	\$1,947.77	Yes
Toll Brothers Inc (TOL)		03/12/14	05/24/13	253	\$9,297.89	\$9,421.14	\$123.25	Yes
Blackhawk Network Holdings Inc (HAWKB)		04/21/14	10/14/13	0.6586	\$14.13	\$16.17	\$2.04	Yes
MarkWest Energy Partners LP (MWE)		05/08/14	05/28/13	184	\$10,428.00	\$11,056.89	\$628.89	Yes
Blackhawk Network Holdings Inc (HAWKB)		06/11/14	10/14/13	46	\$986.90	\$1,132.49	\$145.59	Yes
Short Term Total:					\$172,939.17	\$193,174.16	\$20,234.99	
Long Term Realized Gains/Losses		Closed	Open	Units	Cost Basis 1	Proceeds	Gain/Loss <sup>2</sup>	Covered <sup>3</sup>
Merck & Co Inc (MRK)		10/29/13	02/23/12	289	\$11,076.27	\$13,112.37	\$2,036.10	Yes
Emerson Electric Co (EMR)		10/29/13	12/06/11	213	\$11,051.89	\$14,335.17	\$3,283.28	Yes
Procter & Gamble Co (PG)		10/29/13	04/01/10	181	\$11,511.69	\$14,931.48	\$3,419.79	No
Yum Brands Inc (YUM)		11/22/13	01/06/12	185	\$11,043.52	\$14,321.85	\$3,278.33	Yes
Triumph Group Inc (TGI)		01/16/14	10/10/12	119	\$7,506.50	\$9,381.77	\$1,875.27	Yes
Phillips 66 (PSX)		01/29/14	01/25/13	159	\$9,028.68	\$11,850.40	\$2,821.72	Yes
Oracle Corporation (ORCL)		04/03/14	02/11/10	275	\$6,471.50	\$11,222.75	\$4,751.25	No
100,000ths First Horizon National Corp		05/02/14	01/05/11	31,706	\$0.00	\$3.64	\$3.64	Yes
Long Term Total:					\$67,690.05	\$89,159.43	\$21,469.38	

**THE LOWE II FOUNDATION, INC. NORTHERN TRUST**  
**Schedule D Detail of Short-term Capital Gains and Losses**

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
2. EXELON CORP	04/24/2013	02/04/2014	57.72	74.25	-16.53
2. MONDELEZ INTL INC COM	09/18/2013	02/04/2014	64.04	64.82	-0.78
1200. MFC VANGUARD FTSE EMERGING MKTS ETF					
219. ADT CORP COM	05/21/2013	02/20/2014	46,573.22	51,174.00	-4,600.78
139. AGRUM INC	05/24/2013	05/20/2014	7,066.97	9,258.67	-2,191.70
80. ALLIANT TECHSYSTEMS INC	05/28/2013	05/20/2014	12,708.48	12,621.24	87.24
111. BE AEROSPACE INC	12/13/2013	05/20/2014	9,954.17	9,672.06	282.11
247. DSW INC CL A CL A	02/24/2014	05/20/2014	10,533.05	9,286.13	1,246.92
1394. FIRST BANCORP P R COM NEW	02/24/2014	05/20/2014	8,211.08	9,307.55	-1,096.47
COM NEW					
97. KANSAS CITY SOUTHERN INDS	08/26/2013	05/20/2014	6,814.41	9,508.15	-2,693.74
INC NEW					
191. ROCKWOOD HLDGS INC COM	02/24/2014	05/20/2014	10,155.67	9,250.71	904.96
284. SAFEWAY INC COM NEW	08/26/2013	05/20/2014	13,738.32	12,457.00	1,281.32
243. SEATTLE GENETICS INC COM	10/14/2013	05/20/2014	9,738.14	8,503.00	1,235.14
275. SYNCHRONOSS TECHNOLOGIES	12/13/2013	05/20/2014	8,120.88	9,749.23	-1,628.35
INC COM STK					
217. INGERSOLL-RAND PLC COM STK	08/26/2013	05/20/2014	8,262.82	9,589.99	-1,327.17
117. ANADARKO PETROLEUM CORP	12/13/2013	05/20/2014	12,306.22	12,402.10	-95.88
34. PETSMART INC	01/29/2014	05/27/2014	11,878.32	9,459.81	2,418.51
33. PETSMART INC	11/19/2013	06/12/2014	1,960.79	2,535.77	-574.98
20. PETSMART INC	11/15/2013	06/13/2014	1,909.06	2,433.09	-524.03
9. PETSMART INC	01/29/2014	06/16/2014	1,156.97	1,333.74	-176.77
	01/29/2014	06/17/2014	524.31	568.55	-44.24
Totals			181,735.00	189,250.20	(7,515.20)

THE LOWE II FOUNDATION, INC. NORTHERN TRUST  
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
25. COSTCO WHSL CORP NEW	02/02/2011	09/18/2013	2,940.52	1,671.79	1,268.73
19. NORFOLK SOUTHERN CORP	08/10/2011	09/18/2013	1,460.78	1,282.59	178.19
39. UNITEDHEALTH GROUP INC	12/15/2009	09/18/2013	2,841.20	1,217.70	1,623.50
39. FRANKLIN RESOURCES INC	07/07/2011	09/23/2013	1,989.63	1,710.77	278.86
11. SIMON PPTY GROUP INC NEW	11/02/2010	09/23/2013	1,664.92	999.67	665.25
26. BHP LTD SPONSORED ADR	02/22/2010	10/23/2013	1,854.76	1,921.84	-67.08
14. SIMON PPTY GROUP INC NEW	07/23/2010	10/23/2013	2,220.11	1,201.33	1,018.78
16. BHP LTD SPONSORED ADR	10/22/2009	10/24/2013	1,151.34	1,180.82	-29.48
11. SIMON PPTY GROUP INC NEW	07/22/2010	10/24/2013	1,748.58	941.52	807.06
10. BHP LTD SPONSORED ADR	10/22/2009	10/25/2013	717.95	738.02	-20.07
3. SIMON PPTY GROUP INC NEW	07/22/2010	10/25/2013	477.10	256.78	220.32
28. OMNICOM GROUP	12/17/2010	11/14/2013	1,939.79	1,297.76	642.03
36. OMNICOM GROUP	11/22/2010	11/15/2013	2,526.76	1,645.79	880.95
31. OMNICOM GROUP	11/22/2010	11/18/2013	2,169.69	1,415.94	753.75
7. OMNICOM GROUP	11/22/2010	11/19/2013	489.63	319.73	169.90
17. ST JUDE MEDICAL INC	09/24/2012	12/11/2013	994.95	731.48	263.47
38. UNITEDHEALTH GROUP INC	11/16/2012	12/11/2013	2,753.08	1,803.66	949.42
11. ST JUDE MEDICAL INC	09/19/2012	12/12/2013	637.64	473.11	164.53
27. UNITEDHEALTH GROUP INC	12/15/2009	12/12/2013	1,927.44	843.02	1,084.42
50000. VERIZON 6.1% DUE					
04-15-2018 04-15-2018 BEO	06/24/2008	01/07/2014	58,148.00	50,260.00	7,888.00
60. ST JUDE MEDICAL INC	09/21/2012	01/14/2014	3,974.90	2,572.29	1,402.61
11. V F CORP	04/28/2011	01/14/2014	666.97	294.77	372.20
11. ST JUDE MEDICAL INC	09/18/2012	01/15/2014	726.66	468.90	257.76
2. ST JUDE MEDICAL INC	09/18/2012	01/15/2014	132.01	85.26	46.75
13. V F CORP	04/27/2011	01/15/2014	786.86	345.53	441.33
12. V F CORP	04/27/2011	01/16/2014	712.57	318.95	393.62
19. HOME DEPOT INC	02/06/2012	01/29/2014	1,470.20	859.31	610.89
27. V F CORP	06/27/2011	01/29/2014	1,565.43	712.92	852.51
2. AMERICAN WTR WKS CO INC					
NEW COM	01/31/2012	02/04/2014	83.68	67.29	16.39
2. CVS CORP	04/27/2012	02/04/2014	131.62	90.04	41.58
1. CHEVRONTXACO CORP	12/19/2008	02/04/2014	111.28	73.32	37.96
Totals					



THE LOWE II FOUNDATION, INC. NORTHERN TRUST  
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
2. CISCO SYS INC	01/16/2013	02/04/2014	43.26	42.19	1.07
1. COCA COLA CO	08/30/2011	02/04/2014	37.39	34.95	2.44
1. DANAHER CORP	10/22/2009	02/04/2014	73.13	35.48	37.65
6. EMC CORP MASS	12/04/2012	02/04/2014	142.14	149.33	-7.19
2. EMERSON ELECTRIC CO	12/14/2012	02/04/2014	126.97	103.94	23.03
3. EXPRESS SCRIPTS HLDG CO	06/20/2012	02/04/2014	220.30	161.59	58.71
2. EXXON MOBIL CORP	05/23/2001	02/04/2014	179.66	87.55	92.11
1. GENERAL ELECTRIC CO	12/12/2012	02/04/2014	24.60	21.84	2.76
1. HOME DEPOT INC	02/06/2012	02/04/2014	74.48	45.23	29.25
3. INTEL CORP	05/07/2012	02/04/2014	71.67	83.62	-11.95
1. MCDONALDS CORP	08/01/2012	02/04/2014	93.01	89.60	3.41
4. QUALCOMM INC	01/17/2012	02/04/2014	290.79	229.22	61.57
1. SCHLUMBERGER LTD ISIN #AN8068571086					
1. US BANCORP DEL NEW	02/28/2011	02/04/2014	87.67	92.68	-5.01
2. VERIZON COMMUNICATIONS	06/24/2008	02/04/2014	39.10	29.02	10.08
3. WELLS FARGO & CO NEW	09/28/2011	02/04/2014	93.34	74.25	19.09
4. EATON CORP PLC COM USD0.50	03/13/2012	02/04/2014	133.80	95.73	38.07
2. NOBLE CORP PLC COMMON	12/03/2012	02/04/2014	271.22	204.11	67.11
875. MFC FLEXSHARES TR	10/17/2012	02/04/2014	62.10	76.05	-13.95
MORNINGSTAR GLOBAL UPSTREA					
50. MFC ISHARES TR RUSSELL	03/26/2012	02/20/2014	30,421.56	31,596.25	-1,174.69
2000 GROWTH INDEXFDF					
13577.21 MFB NORTHERN FUNDS BD	08/30/2011	02/20/2014	6,883.38	4,172.29	2,711.09
INDEX FDF					
1477.66 MFB NORTHN MULTIMGR MID	12/19/2012	02/20/2014	142,967.99	147,235.03	-4,267.04
CAP FDF					
18. CHEVRONTXACO CORP	12/19/2012	02/20/2014	20,244.00	14,947.40	5,296.60
31. EXXON MOBIL CORP	12/19/2008	04/01/2014	2,144.27	1,319.76	824.51
2000. MFC ALPS ETF TR ALERIAN	05/23/2001	04/01/2014	3,021.63	1,357.03	1,664.60
MLP ETF					
153. CIGNA CORP	03/26/2012	05/20/2014	36,099.20	29,922.74	6,176.46
207. EXPEDITORS INTL WASH INC	10/10/2012	05/20/2014	13,451.46	7,489.15	5,962.31
1208. FPL GROUP CAP TR I PFD TR	01/25/2013	05/20/2014	9,412.08	9,006.27	405.81
SECS 5.875%					
Totals	05/06/2013	05/20/2014	30,899.95	31,428.86	-528.91

**THE LOWE II FOUNDATION, INC. NORTHERN TRUST**  
**Schedule D Detail of Long-term Capital Gains and Losses**

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## 2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1(D)	OFFICE EQUIPMENT	070199	SL	10.00	16	370.			370.	333.		0.
2(D)	COMPUTER	0911072000	DB	5.00	17	2,990.			2,990.	2,990.		0.
	* TOTAL 990-PF PG 1 DEPR					3,360.		0.	3,360.	3,323.	0.	0.

**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	NORTHERN TRUST-SEE STMT 14	P	VARIOUS	VARIOUS
b	NORTHERN TRUST-SEE STMT 15	P	VARIOUS	VARIOUS
c	300SHS TEREX CORP	P	01/13/10	05/20/14
d	UNITED CAPITAL-SEE STMT 13	P	VARIOUS	VARIOUS
e	UNITED CAPITAL-SEE STMT 13	P	VARIOUS	VARIOUS
f	HINES REIT	P	VARIOUS	07/05/13
g	THE BLACKSTONE GROUP LP	P		
h	THE BLACKSTONE GROUP LP	P		
i	CAPITAL GAINS DIVIDENDS			
j				
k				
l				
m				
n				
o				

(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 181,735.		189,250.	-7,515.
b 547,600.		504,611.	42,989.
c 11,697.		6,940.	4,757.
d 193,174.		172,939.	20,235.
e 89,159.		67,690.	21,469.
f 55,656.		79,577.	-23,921.
g 23.			23.
h		40.	-40.
i 14,936.			14,936.
j			
k			
l			
m			
n			
o			

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-7,515.
b			42,989.
c			4,757.
d			20,235.
e			21,469.
f			-23,921.
g			23.
h			-40.
i			14,936.
j			
k			
l			
m			
n			
o			

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	72,933.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A