Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning JUL 1, 2013 , and ending JUN 30, 2014

Name of foundation
HARRY F. CHADDICK AND ELAINE
CHADDICK FOUNDATION, INC.

A Employer identification number
36-3320988

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
2623 N. LAKEWOOD AVENUE

B Telephone number
312-346-2141

City or town, state or province, country, and ZIP or foreign postal code
CHICAGO, IL 60614

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: [X] 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)* ▶$ 10,902,970.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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))

	Line	(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 ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	108,539.	108,539.		STATEMENT 1
	4 Dividends and interest from securities	152,072.	152,072.		STATEMENT 2
	5a Gross rents	64,650.			STATEMENT 3
	b Net rental income or (loss) -10,210.				STATEMENT 4
	6a Net gain or (loss) from sale of assets not on line 10	700,760.			
	b Gross sales price for all assets on line 6a 3,117,576.				
	7 Capital gain net income (from Part IV, line 2)		700,760.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total Add lines 1 through 11	1,026,021.	961,371.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	297,000.	89,100.		207,900.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 5	23,202.	0.		0.
	c Other professional fees STMT 6	56,947.	56,947.		0.
	17 Interest				
	18 Taxes STMT 7	30,681.	4,963.		11,851.
	19 Depreciation and depletion	20,506.	0.		
	20 Occupancy	22,631.	6,789.		15,842.
	21 Travel, conferences, and meetings	1,022.	0.		1,022.
	22 Printing and publications				
	23 Other expenses STMT 8	50,955.	102.		4,717.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	502,944.	157,901.		241,332.
	25 Contributions, gifts, grants paid	674,175.			674,175.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,177,119.	157,901.		915,507.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-151,098.			
	b **Net investment income** (if negative, enter -0-)		803,470.		
	c **Adjusted net income** (if negative enter -0-)			N/A	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	99,617.	152,798.	152,798.
	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 9	4,996,818.	4,909,021.	8,022,495.
	c Investments - corporate bonds STMT 10	2,384,010.	2,287,226.	2,309,845.
	11 Investments - land, buildings, and equipment basis ▶ 458,044.			
	Less accumulated depreciation STMT 11▶ 47,237.	423,534.	410,807.	410,807.
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 15,501.			
	Less accumulated depreciation STMT 12▶ 11,457.	4,696.	4,044.	4,044.
	15 Other assets (describe ▶ STATEMENT 13)	1,150.	2,981.	2,981.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item 1)	7,909,825.	7,766,877.	10,902,970.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 14)	2,358.	10,508.	
	23 **Total liabilities** (add lines 17 through 22)	2,358.	10,508.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [ ] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	6,980,959.	6,980,959.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	926,508.	775,410.	
	30 **Total net assets or fund balances**	7,907,467.	7,756,369.	
	31 **Total liabilities and net assets/fund balances**	7,909,825.	7,766,877.	

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	7,907,467.
2 Enter amount from Part I, line 27a	2	-151,098.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	7,756,369.
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	7,756,369.

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 STATEMENTS			
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	3,117,576.		2,416,816.	700,760.

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				700,760.

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** 700,760.

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

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	933,163.	10,154,308.	.091898
2011	821,930.	10,174,854.	.080781
2010	960,148.	10,841,076.	.088566
2009	803,087.	10,713,364.	.074961
2008	719,927.	12,620,804.	.057043

2	**Total** of line 1, column (d)	2	.393249
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	.078650
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	10,803,559.
5	Multiply line 4 by line 3	5	849,700.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,035.
7	Add lines 5 and 6	7	857,735.
8	Enter qualifying distributions from Part XII, line 4	8	915,507.

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 ▶ [ ] 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 ▶ [X] and enter 1% of Part I, line 27b			1	8,035.
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	8,035.
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	8,035.
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	9,601.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	15,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	24,601.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	16,566.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 16,566. **Refunded** ▶			11	0.

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ FRED M. BRODY Telephone no. ▶ 312-346-2141

Located at ▶ 19 S. LASALLE STREET, CHICAGO, IL ZIP+4 ▶ 60603

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 N/A

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				Yes	No
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?	☐ Yes	☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes	☒ No			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A		1b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐				
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?			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?	☐ Yes	☒ 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.)	N/A		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?	☐ Yes	☒ No			
b If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	N/A		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

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 ▶ ☐
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 No: X
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
MARI HATZENBUEHLER CRAVEN 2623 N. LAKEWOOD AVENUE CHICAGO, IL 60614	PRESIDENT/DIR 35.00	160,000.	0.	0.
SUZANNE HUDSON HATZENBUEHLER 35 MAYFLOWER DRIVE ASHEVILLE, NC 28804	VICE PRES/DIR 30.00	132,000.	0.	0.
WAYNE MORETTI 954 RALEIGH GLENVIEW, IL 60025	TREASURER/DIR 10.00	5,000.	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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	10,249,133.
b	Average of monthly cash balances	1b	264,170.
c	Fair market value of all other assets	1c	454,777.
d	**Total** (add lines 1a, b, and c)	1d	10,968,080.
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	10,968,080.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	164,521.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,803,559.
6	**Minimum investment return** Enter 5% of line 5	6	540,178.

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	540,178.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 8,035.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	8,035.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	532,143.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	532,143.
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	532,143.

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	915,507.
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	915,507.
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	5	8,035.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	907,472.

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				532,143.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008 — 91,295.				
b From 2009 — 271,317.				
c From 2010 — 427,552.				
d From 2011 — 317,115.				
e From 2012 — 433,838.				
f Total of lines 3a through e	1,541,117.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 915,507.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				532,143.
e Remaining amount distributed out of corpus	383,364.			
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	1,924,481.			
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 instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	91,295.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	1,833,186.			
10 Analysis of line 9:				
a Excess from 2009 — 271,317.				
b Excess from 2010 — 427,552.				
c Excess from 2011 — 317,115.				
d Excess from 2012 — 433,838.				
e Excess from 2013 — 383,364.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
A SAFE HAVEN 2750 WEST ROOSEVELT ROAD CHICAGO, IL 60608	NONE	PUBLIC	CIVIC	2,500.
AFTER SCHOOL MATTERS 66 EAST RANDOLPH STREET CHICAGO, IL 60601	NONE	PUBLIC	EDUCATIONAL	2,500.
ALPHA PHI FOUNDATION 1930 SHERMAN AVE EVANSTON, IL 60201	NONE	PUBLIC	CIVIC	525.
ALZHEIMER'S ASSOCIATION 225 NORTH MICHIGAN AVENUE CHICAGO, IL 60601	NONE	PUBLIC	HEALTHCARE	100.
APPALACHIAN SUSTAINABLE AGRICULTURAL PROJECTS 729 HAYWOOD ROAD ASHVILLE, NC 28806	NONE	PUBLIC	EDUCATIONAL	10,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	674,175.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

323611
10-10-13

Form **990-PF** (2013)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	108,539.	
4 Dividends and interest from securities			14	152,072.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property	531390	-10,210.			
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	700,760.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		-10,210.		961,371.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 951,161.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

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

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		

Sign Here

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

▶ Mari A. Cram 12.1.15 ▶ President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
FRED M. BRODY	[signature]	1/28/15		P01045120

Firm's name ▶ MORRISON & MORRISON, LTD. Firm's EIN ▶ 36-3143186

Firm's address ▶ 19 SOUTH LASALLE ST., SUITE 1100 CHICAGO, IL 60603 Phone no. 312-346-2141

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	385 SH COMCAST CORP	P	09/24/03	07/02/13
b	100000 PRUDENTIAL FINL INC	P	09/10/08	07/15/13
c	180 SH TRAVELERS COS INC	P	07/10/03	07/29/13
d	200000 WALGREEN CO SR NT DTD 07/17/08	P	07/17/08	08/01/13
e	100000 MCCORMICK & CO DTD 9/3/08 DUE 9/1/13	P	12/09/08	09/01/13
f	60 SH CELGENE CORP	P	07/25/07	09/09/13
g	150 SH NIKE	P	06/06/07	09/27/13
h	105 SH AMERICAN EXPRESS CO	P	12/03/03	10/10/13
i	70 SH CELGENE CORP	P	07/25/07	10/10/13
j	JUNIPER NETWORK INC - LITIGATION PROCEEDS	P	VARIOUS	10/23/13
k	225 SH HOME DEPOT INC	P	07/28/09	11/12/13
l	2785 SH CYSCO SYS INC	P	01/12/12	01/03/14
m	16000 DU PONT E I DE NEMOURS & CO DTD 12/12/08 5.	P	12/10/08	01/15/14
n	70 SH THERMO FISHER SCIENTIFIC CORP	P	02/03/09	01/16/14
o	55 SH THERMO FISHER SCIENTIFIC CORP	P	02/03/09	02/24/14

	(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	15,060.		7,622.	7,438.
b	100,000.		100,000.	0.
c	14,989.		6,775.	8,214.
d	200,000.		199,676.	324.
e	100,000.		100,000.	0.
f	8,886.		3,436.	5,450.
g	11,129.		4,227.	6,902.
h	7,741.		4,230.	3,511.
i	10,643.		4,008.	6,635.
j	37.			37.
k	17,142.		5,707.	11,435.
l	61,082.		53,306.	7,776.
m	16,000.		15,967.	33.
n	8,108.		2,520.	5,588.
o	6,846.		1,980.	4,866.

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				7,438.
b				0.
c				8,214.
d				324.
e				0.
f				5,450.
g				6,902.
h				3,511.
i				6,635.
j				37.
k				11,435.
l				7,776.
m				33.
n				5,588.
o				4,866.

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	
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	

323591
05-01-13

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	VERIZON COMMUNICATION INC - CASH IN LIEU	P	02/24/14	03/13/14
b	VODAFONE GROUP PLC - CASH IN LIEU	P	04/21/11	03/13/14
c	85 SH ALLERGAN INC	P	07/02/13	04/21/14
d	140 SH ALLERGAN INC	P	11/10/10	04/22/14
e	85 SH GOOGLE INC	P	06/09/10	05/15/14
f	1300 SH CEF ISHARES COR S&P SMALL CAP	P	09/26/03	06/20/14
g	200 SH ISHARES MSCI ALL COUNTRY ASIA EX-JAPAN ETF	P	04/05/12	06/20/14
h	175 SH ISHARES MSCI BRAZIL CAPPED ETF	P	04/05/12	06/20/14
i	15 SH JOHNSON & JOHNSON	P	06/14/04	06/23/14
j	25 SH JOHNSON & JOHNSON	P	07/10/03	06/23/14
k	10 SH JP MORGAN CHASE & CO	P	12/17/10	06/23/14
l	50 SH JP MORGAN CHASE & CO	P	06/14/04	06/23/14
m	63 SH MICROSOFT CORP	P	07/10/03	06/23/14
n	12 SH MICROSOFT CORP	P	06/14/04	06/23/14
o	34 SH TRAVELER INC	P	07/10/03	06/23/14

	(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	20.		21.	-1.
b	17.		24.	-7.
c	11,702.		7,072.	4,630.
d	23,018.		9,713.	13,305.
e	44,111.		20,643.	23,468.
f	144,895.		50,799.	94,096.
g	12,484.		11,320.	1,164.
h	8,649.		11,016.	-2,367.
i	1,565.		857.	708.
j	2,608.		1,287.	1,321.
k	573.		398.	175.
l	2,867.		1,859.	1,008.
m	2,616.		1,693.	923.
n	498.		323.	175.
o	3,208.		1,278.	1,930.

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				-1.
b				-7.
c				4,630.
d				13,305.
e				23,468.
f				94,096.
g				1,164.
h				-2,367.
i				708.
j				1,321.
k				175.
l				1,008.
m				923.
n				175.
o				1,930.

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	
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	

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05-01-13

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	1 SH TRAVELERS INC	P	12/15/04	06/23/14
b	40 SH VODAFONE GROUP PLC	P	04/21/11	06/23/14
c	35 SH APPLE INC	P	01/03/14	06/23/14
d	20 SH ALLERGAN INC	P	11/10/10	06/23/14
e	45 SH ALLSTATE CORP	P	10/03/13	06/23/14
f	40 SH AMERICAN EXPRESS	P	12/03/03	06/23/14
g	25 SH CELGENE CORP	P	07/25/07	06/23/14
h	80 SH COMCAST CORP	P	09/24/03	06/23/14
i	25 SH COSTCO CORP	P	05/08/12	06/23/14
j	20 SH CHEVRON CORP	P	02/02/12	06/23/14
k	45 SH DU PONTE E I DE NEMOURS & CO	P	05/14/10	06/23/14
l	223 NOW INC	P	11/10/05	06/23/14
m	40 SH EBAY INC	P	06/21/13	06/23/14
n	85 SH EMC CORP	P	06/21/13	06/23/14
o	40 SH EMERSON ELEC CO	P	11/16/12	06/23/14

	(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	94.		38.	56.
b	1,282.		2,074.	-792.
c	3,154.		2,740.	414.
d	3,283.		1,388.	1,895.
e	2,640.		2,278.	362.
f	3,801.		1,611.	2,190.
g	4,259.		1,432.	2,827.
h	4,139.		1,584.	2,555.
i	2,846.		2,061.	785.
j	2,639.		2,075.	564.
k	3,035.		1,708.	1,327.
l	7,850.		2,506.	5,344.
m	1,935.		2,026.	-91.
n	2,213.		1,989.	224.
o	2,703.		1,922.	781.

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				56.
b				-792.
c				414.
d				1,895.
e				362.
f				2,190.
g				2,827.
h				2,555.
i				785.
j				564.
k				1,327.
l				5,344.
m				-91.
n				224.
o				781.

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	
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	

323591
05-01-13

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	110 SH GENERAL ELEC CO	P	06/14/04	06/23/14
b	10 SH GOOGLE INC	P	05/15/14	06/23/14
c	30 SH HOME DEPOT INC	P	07/28/09	06/23/14
d	40 SH HONEYWELL INTL INC	P	02/28/06	06/23/14
e	15 SH IBM	P	12/28/09	06/23/14
f	40 SH KRAFT FOODS GROUP INC	P	12/26/12	06/23/14
g	50 SH NIKE INC	P	06/06/07	06/23/14
h	30 SH NATIONAL OILWELL VARGO INC	P	11/10/05	06/23/14
i	40 SH NOVARTIS	P	02/29/12	06/23/14
j	25 SH OCCIDENTAL PETE CORP	P	06/05/13	06/23/14
k	40 SH PEPSICO INC	P	12/03/03	06/23/14
l	40 SH PROCTER & GAMBLE CO	P	12/03/03	06/23/14
m	40 SH PHILIP MORRIS INTL INC	P	01/23/08	06/23/14
n	40 SH PRUDENTIAL FINL INC	P	08/01/07	06/23/14
o	50 SH QUALCOMM INC	P	05/31/05	06/23/14

	(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	2,906.		3,462.	-556.
b	5,678.		5,272.	406.
c	2,393.		761.	1,632.
d	3,743.		1,646.	2,097.
e	2,692.		1,977.	715.
f	2,380.		1,796.	584.
g	3,703.		1,409.	2,294.
h	2,387.		750.	1,637.
i	3,592.		2,201.	1,391.
j	2,607.		2,336.	271.
k	3,508.		1,932.	1,576.
l	3,158.		1,935.	1,223.
m	3,613.		1,989.	1,624.
n	3,598.		3,447.	151.
o	3,948.		1,861.	2,087.

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				-556.
b				406.
c				1,632.
d				2,097.
e				715.
f				584.
g				2,294.
h				1,637.
i				1,391.
j				271.
k				1,576.
l				1,223.
m				1,624.
n				151.
o				2,087.

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	
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	

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	40 SH STARBUCKS CORP	P	02/21/13	06/23/14
b	30 SH SCHLUMBERGER LTD	P	09/04/08	06/23/14
c	30 SH THERMO FISHER SCIENTIFIC CORP	P	02/03/09	06/23/14
d	30 SH UNITED TECHNOLOGIES CORP	P	05/19/06	06/23/14
e	50 SH VERIZON COMMUNICATION INC	P	02/24/14	06/23/14
f	65 SH WELLS FARGO	P	11/28/06	06/23/14
g	30 SH EXXON MOBIL CORP	P	09/15/05	06/23/14
h	30 SH YUM BRANDS INC	P	05/15/12	06/23/14
i	NOW INC - CASH IN LIEU	P	11/10/05	06/23/14
j	INTERNATIONAL GAME TECHNOLOGY - LITIGATION PROCEE	P	VARIOUS	08/20/13
k	500 SH FASTENAL CO	P	12/06/12	07/02/13
l	500 SH FASTENAL CO	P	06/22/11	07/02/13
m	300 SH EBAY INC	P	09/20/11	07/23/13
n	100 SH EBAY INC	P	08/30/11	07/23/13
o	975 SH SALLY BEAUTY HOLDINGS INC	P	07/18/12	08/01/13

	(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	3,037.		2,123.	914.
b	3,244.		2,646.	598.
c	3,547.		1,080.	2,467.
d	3,489.		1,875.	1,614.
e	2,441.		2,406.	35.
f	3,407.		2,288.	1,119.
g	3,106.		1,892.	1,214.
h	2,384.		2,116.	268.
i	27.		8.	19.
j	89.			89.
k	22,881.		20,902.	1,979.
l	22,881.		16,944.	5,937.
m	15,455.		9,969.	5,486.
n	5,152.		3,117.	2,035.
o	26,524.		24,543.	1,981.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				914.
b				598.
c				2,467.
d				1,614.
e				35.
f				1,119.
g				1,214.
h				268.
i				19.
j				89.
k				1,979.
l				5,937.
m				5,486.
n				2,035.
o				1,981.

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	
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	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	25 SH SALLY BEAUTY HOLDINGS INC	P	07/18/12	08/01/13
b	549 SH ACORN ENERGY INC	P	07/10/12	08/12/13
c	199 SH ACORN ENERGY INC	P	07/05/12	08/12/13
d	58 SH ACORN ENERGY INC	P	07/03/12	08/12/13
e	66 SH ACORN ENERGY INC	P	06/29/12	08/12/13
f	320 SH ACORN ENERGY INC	P	07/06/12	08/12/13
g	2000 SH ACORN ENERGY INC	P	05/23/12	08/12/13
h	137 SH ACORN ENERGY INC	P	07/02/12	08/12/13
i	671 SH ACORN ENERGY INC	P	07/09/12	08/12/13
j	100 SH ISHARES CORE S&P SMALL-CAP E	P	09/26/03	09/30/13
k	300 SH RED HAT INC	P	08/12/13	09/30/13
l	200 SH RED HAT INC	P	08/12/13	10/15/13
m	300 SH RED HAT INC	P	04/11/13	10/15/13
n	700 SH RED HAT INC	P	04/16/13	10/15/13
o	300 SH RED HAT INC	P	05/06/13	10/15/13

	(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	680.		630.	50.
b	3,742.		4,650.	-908.
c	1,356.		1,728.	-372.
d	395.		487.	-92.
e	450.		550.	-100.
f	2,181.		2,739.	-558.
g	13,630.		19,057.	-5,427.
h	934.		1,142.	-208.
i	4,573.		5,668.	-1,095.
j	9,863.		3,908.	5,955.
k	13,829.		15,870.	-2,041.
l	8,503.		10,580.	-2,077.
m	12,755.		15,000.	-2,245.
n	29,761.		35,630.	-5,869.
o	12,755.		15,078.	-2,323.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				50.
b				-908.
c				-372.
d				-92.
e				-100.
f				-558.
g				-5,427.
h				-208.
i				-1,095.
j				5,955.
k				-2,041.
l				-2,077.
m				-2,245.
n				-5,869.
o				-2,323.

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	
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	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	500 SH INVESCO LTD	P	10/21/11	10/16/13
b	200 SH MCDONALD'S CORP	P	05/17/11	10/21/13
c	200 SH MCDONALD'S CORP	P	02/11/10	10/21/13
d	150 SH MCDONALD'S CORP	P	10/16/09	10/21/13
e	200 SH TRIMAS CORP	P	10/27/11	10/22/13
f	100 SH B/E AEROSPACE INC	P	04/11/12	10/23/13
g	18 SH TRIMBLE NAVIGATION LTD	P	06/27/13	10/23/13
h	500 SH TRIMBLE NAVIGATION LTD	P	07/03/13	10/23/13
i	543 SH TRIMBLE NAVIGATION LTD	P	06/27/13	10/24/13
j	619 SH TRIMBLE NAVIGATION LTD	P	06/27/13	10/25/13
k	320 SH TRIMBLE NAVIGATION LTD	P	06/27/13	10/28/13
l	225 SH TRIMAS CORP	P	10/27/11	10/31/13
m	142 SH CONTAINER STORE GROUP INC/TH	P	11/01/13	11/04/13
n	1500 SH CISCO SYSTEMS INC	P	03/19/13	11/14/13
o	2500 SH CISCO SYSTEMS INC	P	01/14/13	11/14/13

	(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	15,914.		9,381.	6,533.
b	18,860.		16,143.	2,717.
c	18,860.		12,756.	6,104.
d	11,788.		7,380.	4,408.
e	8,207.		3,994.	4,213.
f	7,754.		4,349.	3,405.
g	526.		466.	60.
h	14,619.		13,354.	1,265.
i	15,721.		14,069.	1,652.
j	18,100.		16,038.	2,062.
k	9,163.		8,291.	872.
l	8,486.		4,493.	3,993.
m	4,974.		2,556.	2,418.
n	31,418.		32,280.	-862.
o	52,364.		52,150.	214.

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				6,533.
b				2,717.
c				6,104.
d				4,408.
e				4,213.
f				3,405.
g				60.
h				1,265.
i				1,652.
j				2,062.
k				872.
l				3,993.
m				2,418.
n				-862.
o				214.

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	
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	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	25000 TGI-CALL11/13 FIXED COUPON	P	12/03/12	11/15/13
b	35 SH ENVESTNET INC	P	09/27/12	12/11/13
c	15 SH ENVESTNET INC	P	10/18/12	12/11/13
d	30 SH ENVESTNET INC	P	10/02/12	12/11/13
e	20 SH ENVESTNET INC	P	10/22/12	12/11/13
f	46 SH ENVESTNET INC	P	10/04/12	12/11/13
g	35 SH ENVESTNET INC	P	10/05/12	12/11/13
h	14 SH ENVESTNET INC	P	10/10/12	12/11/13
i	13 SH ENVESTNET INC	P	10/15/12	12/11/13
j	6 SH ENVESTNET INC	P	10/16/12	12/11/13
k	139 SH ENVESTNET INC	P	10/19/12	12/11/13
l	89 SH ENVESTNET INC	P	10/16/12	12/11/13
m	17 SH ENVESTNET INC	P	10/01/12	12/11/13
n	216 SH ENVESTNET INC	P	10/12/12	12/11/13
o	65 SH ENVESTNET INC	P	10/03/12	12/11/13

	(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	26,000.		27,174.	-1,174.
b	1,255.		412.	843.
c	538.		203.	335.
d	1,076.		357.	719.
e	717.		272.	445.
f	1,650.		569.	1,081.
g	1,255.		436.	819.
h	502.		172.	330.
i	466.		176.	290.
j	215.		81.	134.
k	4,986.		1,901.	3,085.
l	3,193.		1,209.	1,984.
m	610.		199.	411.
n	7,748.		2,873.	4,875.
o	2,332.		799.	1,533.

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				-1,174.
b				843.
c				335.
d				719.
e				445.
f				1,081.
g				819.
h				330.
i				290.
j				134.
k				3,085.
l				1,984.
m				411.
n				4,875.
o				1,533.

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	
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	

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Part IV. Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	209 SH ENVESTNET INC	P	10/24/12	12/11/13
b	37 SH ENVESTNET INC	P	10/26/12	12/11/13
c	23 SH ENVESTNET INC	P	09/28/12	12/11/13
d	25 SH ENVESTNET INC	P	10/08/12	12/11/13
e	10 SH ENVESTNET INC	P	10/23/12	12/11/13
f	44 SH ENVESTNET INC	P	10/09/12	12/11/13
g	2 SH ENVESTNET INC	P	10/17/12	12/11/13
h	150 SH SCHLUMBERGER LTD	P	09/04/08	12/16/13
i	80 SH SCHLUMBERGER LTD	P	09/04/08	12/16/13
j	1000 SH PANDORA MEDIA INC	P	07/02/12	12/17/13
k	98 SH TWITTER INC	P	11/07/13	12/27/13
l	200 SH CITRIX SYSTEMS INC	P	09/18/12	01/15/14
m	100 SH CITRIX SYSTEMS INC	P	04/19/13	01/15/14
n	425 SH CITRIX SYSTEMS INC	P	07/24/12	01/15/14
o	475 SH PHILIP MORRIS INTERNATIONAL	P	09/29/06	01/15/14

	(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	7,497.		2,831.	4,666.
b	1,327.		512.	815.
c	825.		269.	556.
d	897.		312.	585.
e	359.		135.	224.
f	1,578.		545.	1,033.
g	72.		27.	45.
h	13,006.		13,230.	-224.
i	6,937.		7,056.	-119.
j	26,402.		11,067.	15,335.
k	6,891.		2,548.	4,343.
l	12,620.		16,206.	-3,586.
m	6,310.		6,715.	-405.
n	26,817.		32,993.	-6,176.
o	39,487.		19,423.	20,064.

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				4,666.
b				815.
c				556.
d				585.
e				224.
f				1,033.
g				45.
h				-224.
i				-119.
j				15,335.
k				4,343.
l				-3,586.
m				-405.
n				-6,176.
o				20,064.

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	
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	

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	500 SH NOVADAQ TECHNOLOGIES INC	P	09/30/13	01/21/14
b	200 SH CATERPILLAR INC	P	04/16/12	01/24/14
c	200 SH HALLIBURTON CO	P	05/03/13	01/24/14
d	25 SH HARLEY-DAVIDSON INC	P	08/29/11	01/24/14
e	175 SH HARLEY-DAVIDSON INC	P	08/10/11	01/24/14
f	200 SH ISHARES CORE S&P SMALL-CAP E	P	09/26/03	01/24/14
g	300 SH INVESCO LTD	P	10/21/11	01/24/14
h	200 SH LULULEMON ATHLETICA INC	P	07/12/13	01/24/14
i	100 SH SPDR S&P MIDCAP 400 ETF TRST	P	09/26/03	01/24/14
j	300 SH PANDORA MEDIA INC	P	06/19/12	01/24/14
k	200 SH PALL CORP	P	06/17/13	01/24/14
l	200 SH PENTAIR PLC	P	11/29/12	01/24/14
m	200 SH WELLS FARGO & CO	P	11/28/06	01/24/14
n	700 SH B/E AEROSPACE INC	P	06/28/11	01/30/14
o	400 SH B/E AEROSPACE INC	P	04/11/12	01/30/14

	(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	9,486.		8,288.	1,198.
b	17,194.		21,643.	-4,449.
c	9,710.		8,588.	1,122.
d	1,601.		919.	682.
e	11,207.		6,416.	4,791.
f	21,202.		7,815.	13,387.
g	10,056.		5,629.	4,427.
h	9,494.		13,271.	-3,777.
i	23,896.		9,384.	14,512.
j	10,017.		3,282.	6,735.
k	15,936.		13,897.	2,039.
l	14,445.		9,705.	4,740.
m	9,118.		7,038.	2,080.
n	54,925.		28,037.	26,888.
o	31,278.		17,396.	13,882.

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				1,198.
b				-4,449.
c				1,122.
d				682.
e				4,791.
f				13,387.
g				4,427.
h				-3,777.
i				14,512.
j				6,735.
k				2,039.
l				4,740.
m				2,080.
n				26,888.
o				13,882.

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	
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	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	300 SH B/E AEROSPACE INC	P	04/11/12	01/30/14
b	205 SH CHEVRON CORP	P	02/02/12	01/31/14
c	500 SH CHEVRON CORP	P	06/25/13	01/31/14
d	200 SH PANDORA MEDIA INC	P	06/19/12	02/06/14
e	500 SH PANDORA MEDIA INC	P	06/19/12	02/06/14
f	300 SH PANDORA MEDIA INC	P	03/23/12	02/06/14
g	100 SH SPDR S&P MIDCAP 400 ETF TRST	P	09/26/03	02/12/14
h	150 SH PEPSICO INC	P	07/10/03	02/24/14
i	1500 SH REALPAGE INC	P	01/30/14	02/25/14
j	300 SH ISHARES CORE S&P SMALL-CAP E	P	09/26/03	02/28/14
k	100 SH ISHARES CORE S&P SMALL-CAP E	P	09/26/03	03/03/14
l	300 SH IDEXX LABORATORIES INC	P	06/25/13	03/13/14
m	500 SH BIOMARIN PHARMACEUTICAL INC	P	01/16/14	03/21/14
n	2000 SH LKQ CORP	P	04/12/13	03/26/14
o	1000 SH LKQ CORP	P	04/25/13	03/26/14

	(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	23,539.		13,047.	10,492.
b	23,035.		21,271.	1,764.
c	56,183.		58,665.	-2,482.
d	6,404.		2,188.	4,216.
e	16,010.		5,470.	10,540.
f	9,606.		3,214.	6,392.
g	24,183.		9,384.	14,799.
h	11,894.		6,939.	4,955.
i	23,565.		33,408.	-9,843.
j	32,978.		11,723.	21,255.
k	10,834.		3,908.	6,926.
l	37,900.		27,040.	10,860.
m	36,966.		36,462.	504.
n	48,961.		44,454.	4,507.
o	24,481.		22,640.	1,841.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				10,492.
b				1,764.
c				-2,482.
d				4,216.
e				10,540.
f				6,392.
g				14,799.
h				4,955.
i				-9,843.
j				21,255.
k				6,926.
l				10,860.
m				504.
n				4,507.
o				1,841.

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	
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	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	150 SH GILEAD SCIENCES INC	P	12/01/11	03/28/14
b	100 SH F5 NETWORKS INC	P	01/30/14	04/04/14
c	300 SH F5 NETWORKS INC	P	01/21/14	04/04/14
d	550 SH GILEAD SCIENCES INC	P	12/01/11	04/08/14
e	145 SH MONOLITHIC POWER SYSTEMS INC	P	02/06/14	04/10/14
f	1885 SH MONOLITHIC POWER SYSTEMS INC	P	02/06/14	04/10/14
g	230 SH HOME DEPOT INC	P	04/11/12	04/14/14
h	510 SH ISHARES CORE S&P SMALL-CAP E	P	09/26/03	04/14/14
i	450 SH MEDIVATION INC	P	03/17/14	04/28/14
j	2000 SH MAXLINEAR INC-CLASS A	P	01/30/14	04/30/14
k	30000 AIG-CALL05/14 FIXED COUPON	P	04/24/12	05/05/14
l	80000 AIG-CALL05/14 FIXED COUPON	P	04/24/12	05/05/14
m	50000 PPO-CALL05/14 FIXED COUPON	P	11/27/12	05/08/14
n	500 SH IPG PHOTONICS CORP	P	03/28/14	05/15/14
o	500 SH PORTFOLIO RECOVERY ASSOCIATE	P	02/26/14	05/15/14

	(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	10,273.		2,980.	7,293.
b	10,340.		10,958.	-618.
c	31,021.		29,355.	1,666.
d	38,374.		10,926.	27,448.
e	5,261.		4,642.	619.
f	67,307.		59,687.	7,620.
g	17,404.		11,466.	5,938.
h	53,698.		19,929.	33,769.
i	24,960.		30,849.	-5,889.
j	15,655.		21,236.	-5,581.
k	30,670.		30,522.	148.
l	81,786.		81,443.	343.
m	52,813.		54,363.	-1,550.
n	30,541.		35,048.	-4,507.
o	26,590.		27,604.	-1,014.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				7,293.
b				-618.
c				1,666.
d				27,448.
e				619.
f				7,620.
g				5,938.
h				33,769.
i				-5,889.
j				-5,581.
k				148.
l				343.
m				-1,550.
n				-4,507.
o				-1,014.

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	
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	

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Part IV. Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	200 SH EBAY INC	P	08/23/11	05/28/14
b	300 SH EBAY INC	P	08/31/11	05/28/14
c	400 SH EBAY INC	P	08/30/11	05/28/14
d	100 SH SPDR S&P MIDCAP 400 ETF TRST	P	09/26/03	06/05/14
e	200 SH EBAY INC	P	08/23/11	06/17/14
f	50000 JPMORGAN CHASE FIXED COUPON	P	02/10/11	06/23/14
g	75000 JPMORGAN CHASE FIXED COUPON	P	04/20/12	06/23/14
h	100 SH APPLE INC	P	05/23/12	06/23/14
i	200 SH AKAMAI TECHNOLOGIES INC	P	12/17/13	06/23/14
j	200 SH DEXCOM INC	P	01/18/12	06/23/14
k	600 SH EBAY INC	P	08/23/11	06/23/14
l	100 SH GILEAD SCIENCES INC	P	12/01/11	06/23/14
m	300 SH INTERCONTINENTAL EXCHANGE IN	P	02/11/10	06/23/14
n	100 SH SPDR S&P MIDCAP 400 ETF TRST	P	09/26/03	06/23/14
o	200 SH COVIDIEN PLC	P	01/24/14	06/24/14

	(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	10,054.		5,769.	4,285.
b	15,081.		9,316.	5,765.
c	20,108.		12,469.	7,639.
d	25,293.		9,384.	15,909.
e	9,820.		5,769.	4,051.
f	51,391.		50,582.	809.
g	77,086.		78,589.	-1,503.
h	9,068.		7,999.	1,069.
i	12,300.		9,137.	3,163.
j	8,240.		2,110.	6,130.
k	29,327.		17,306.	12,021.
l	8,194.		1,987.	6,207.
m	58,959.		29,935.	29,024.
n	25,966.		9,384.	16,582.
o	18,226.		13,960.	4,266.

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				4,285.
b				5,765.
c				7,639.
d				15,909.
e				4,051.
f				809.
g				-1,503.
h				1,069.
i				3,163.
j				6,130.
k				12,021.
l				6,207.
m				29,024.
n				16,582.
o				4,266.

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	700,760.
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

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ASHEVILLE AREA ARTS ONE PAGE AVE ASHEVILLE, NC 28801	NONE	PUBLIC	CIVIC	1,500.
ASHEVILLE ART MUSEUM 2 SOUTH PACK SQUARE ASHEVILLE, NC 28801	NONE	PUBLIC	EDUCATIONAL	65,550.
ASHEVILLE BUNCOMBE TECNICAL COLLEGE 340 VICTORIA ROAD ASHEVILLE, NC 28801	NONE	PUBLIC	EDUCATIONAL	2,500.
ASHEVILLE DOWNTOWN ASSOCIATION 29 HAYWOOD STREET ASHEVILLE, NC 28801	NONE	PUBLIC	EDUCATIONAL	10,100.
ASHEVILLE COMMUNITY THEATER 35 EAST WALNUT STREET ASHEVILLE, NC 28801	NONE	PUBLIC	CIVIC	1,000.
ASHEVILLE HUMAN SOCIETY 14 FOREVER FRIEND LANE ASHEVILLE, NC 28806	NONE	PUBLIC	CIVIC	1,100.
ASHEVILLE SISTER CITIES PO BOX 2214 ASHEVILLE, NC 28802	NONE	PUBLIC	CIVIC	100.
ASHEVILLE SYMPHONY CHORUS PO BOX 1387 ASHEVILLE, NC 28802	NONE	PUBLIC	CIVIC	4,500.
ASHEVILLE SYMPHONY ORCHESTRA P.O. BOX 2852 ASHEVILLE, NC 28802	NONE	PUBLIC	CIVIC	10,000.
ASHVILLE CATHOLIC SCHOOL 12 CULVERN STREET ASHEVILLE, NC 28804	NONE	PUBLIC	EDUCATIONAL	5,000.
Total from continuation sheets				658,550.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ASPIRE 3235 WEST MONTROSE CHICAGO, IL 60618	NONE	PUBLIC	EDUCATIONAL	5,000.
BEARS CARE 1000 FOOTBALL DRIVE LAKE FOREST, IL 60045	NONE	PUBLIC	CIVIC	5,000.
BIG SHOULDERS FUND 309 W. WASHINGTON CHICAGO, IL 60606	NONE	PUBLIC	EDUCATIONAL	25,000.
BLACK MOUNTAIN MUSEUM 56 BROADWAY ASHEVILLE, NC 28801	NONE	PUBLIC	EDUCATIONAL	2,000.
CARE PARTNERS HOSPICE 68 SWEETEN CREEK ROAD ASHEVILLE, NC 28803	NONE	PUBLIC	HEALTHCARE	1,000.
CASA CENTRAL 1343 N CALIFORNIA AVE CHICAGO, IL 60622	NONE	PUBLIC	EDUCATIONAL	2,000.
CATHOLIC CHARITIES 4940 W. FLOURNOY STREET CHICAGO, IL 60644	NONE	PUBLIC	RELIGIOUS	6,000.
CENTER FOR HONEYBEE RESEARCH 22 CEDAR HILL ROAD ASHEVILLE, NC 28806	NONE	PUBLIC	EDUCATION	1,000.
CHANGE 4 CHILDREN, INC 6409 S ASLHAND AVENUE CHICAGO, IL 60636	NONE	PUBLIC	EDUCATIONAL	5,000.
CHERRY PRESCHOOL 1418 LAKE STREET EVANSTON, IL 60202	NONE	PUBLIC	EDUCATIONAL	3,500.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHICAGO LIGHTHOUSE FOR THE BLIND 1850 WEST ROOSEVELT CHICAGO, IL 60608	NONE	PUBLIC	HEALTHCARE	2,000.
CHICAGO HOPE ACADEMY 2189 WEST BOWLER STREET CHICAGO, IL 60612	NONE	PUBLIC	HEALTHCARE	2,000.
CHICAGO SYMPHONY ORCHESTRA 220 S. MICHIGAN AVENUE CHICAGO, IL 60604	NONE	PUBLIC	CIVIC	12,500.
CHILDREN'S HOME AND AID 125 S. WACKER DRIVE CHICAGO, IL 60606	NONE	PUBLIC	HEALTHCARE	5,000.
CONSERVATION TRUST OF NORTH CAROLINA 1028 WASHINGTON STREET RALEIGH, NC 27605	NONE	PUBLIC	CIVIC	1,100.
CRISTO REY JESUIT HIGH SCHOOL 1852 W. 22ND PL. CHICAGO, IL 60608	NONE	PUBLIC	EDUCATIONAL	3,500.
DEPAUL UNIVERSITY 1 E. JACKSON BLVD CHICAGO, IL 60604	NONE	PUBLIC	EDUCATIONAL	125,000.
DIANA WORTHAM THEATER 2 SOUTH PACK SQUARE ASHEVILLE, NC 28801	NONE	PUBLIC	CIVIC	5,250.
FAMILY RESCUE 9204 S. COMMERCIAL AVENUE, STE 407 CHICAGO, IL 60617	NONE	PUBLIC	HEALTHCARE	1,500.
FRANCISCAN OUTREACH ASSOCIATION 1645 WEST LEMOYNE STREET CHICAGO, IL 60622	NONE	PUBLIC	RELIGIOUS	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GIRLS ON THE RUN 120 COTTAGE PLACE CHARLOTTE, NC 28207	NONE	PUBLIC	EDUCATIONAL	5,000.
GIRL SCOUTS OF AMERICA 420 FIFTH AVENUE NEW YORK, NY 10018	NONE	PUBLIC	EDUCATIONAL	200.
H.O.M.E. - HOUSING OPPORTUNITIES AND MAINTENANCE FOR THE ELDERLY 1419 W. CARROLL AVENUE CHICAGO, IL 60607	NONE	PUBLIC	HEALTHCARE	2,000.
HARRIS THEATER 205 E. RANDOLPH DRIVE CHICAGO, IL 60601	NONE	PUBLIC	CIVIC	5,000.
HEALTHY SCHOOLS CAMPAIGN 175 N. FRANKLIN, STE 300 CHICAGO, IL 60606	NONE	PUBLIC	HEALTHCARE	5,000.
HEPHZIBAH CHILDREN'S ASSOCIATION 946 NORTH BOULEVARD OAK PARK, IL 60301	NONE	PUBLIC	EDUCATIONAL	2,000.
HIGH SIGHT 315 WEST WALTON CHICAGO, IL 60610	NONE	PUBLIC	HEALTHCARE	6,000.
HORIZONS FOR YOUTH 703 WEST MONROE CHICAGO, IL 60661	NONE	PUBLIC	EDUCATIONAL	5,000.
HOWARD AREA COMMUNITY CENTER 7648 NORTH PAULINA STREET CHICAGO, IL 60626	NONE	PUBLIC	EDUCATIONAL	2,000.
JOFFREY BALLET 10 EAST RANDOLPH CHICAGO, IL 60601	NONE	PUBLIC	CIVIC	3,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JOSEPHINUM ACADEMY 1501 N. OAKLEY BLVD. CHICAGO, IL 60622	NONE	PUBLIC	EDUCATIONAL	2,000.
JUVENILE PROTECTIVE ASSOCIATION 1707 NORTH HALSTED CHICAGO, IL 60614	NONE	PUBLIC	EDUCATIONAL	2,000.
KL TRAINING SOLUTIONS 27 KING ARTHUR PLACE ASHEVILLE, NC 28806	NONE	PUBLIC	EDUCATIONAL	7,500.
LAWRENCE HALL YOUTH SERVICES 65 EAST WACKER PLACE CHICAGO, IL 60601	NONE	PUBLIC	CIVIC	2,000.
LEAP LEARNING SYSTEMS 8 SOUTH MICHIGAN CHICAGO, IL 60603	NONE	PUBLIC	EDUCATIONAL	40,000.
LITERATURE FOR ALL OF US 2010 DEWEY AVENUE EVANSTON, IL 60201	NONE	PUBLIC	EDUCATIONAL	2,500.
LITTLE BROTHERS FRIENDS OF ELDERLY 355 NORTH ASHLAND AVE CHICAGO, IL 60607	NONE	PUBLIC	CIVIC	1,500.
LOYOLA UNIVERSITY - CHICAGO SCHOOL OF LAW 25 EAST PEARSON STREET CHICAGO, IL 60611	NONE	PUBLIC	EDUCATIONAL	2,500.
MANNA FOOD BANK 627 SWANNANOA RIVER ROAD ASHEVILLE, NC 28805	NONE	PUBLIC	CIVIC	100.
MEMORYCARE 100 FAR HORIZONS LANE ASHEVILLE, NC 28803	NONE	PUBLIC	HEALTHCARE	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MERIT SCHOOL OF MUSIC 38 SOUTH PEORIA STREET3 CHICAGO, IL 60607	NONE	PUBLIC	SCHOOL	6,000.
MICHAEL J FOX FOUNDATION PO BOX 4777 NEW YORK, NY 10163	NONE	PUBLIC	CIVIC	100.
MIDTOWN EDUCATIONAL FOUNDATION 718 SOUTH LOOMIS STREET CHICAGO, IL 60607	NONE	PUBLIC	EDUCATIONAL	5,000.
MISSION CANCER CENTER 509 BILTMORE AVE ASHEVILLE, NC 28801	NONE	PUBLIC	HEALTHCARE	250.
MISSION HOSPITAL FOUNDATION 980 HENDERSONVILLE ROAD ASHEVILLE, NC 28803	NONE	PUBLIC	HEALTHCARE	500.
MOUNTAIN HOUSING OPPORTUNTIES 64 CLINGMAN AVENUE ASHEVILLE, NC 28801	NONE	PUBLIC	HEALTHCARE	20,000.
NORTHSIDE HOUSING AND SUPPORTIVE SERVICES 3340 N CLARK STREET, STE 203 CHICAGO, IL 60657	NONE	PUBLIC	HEALTHCARE	2,000.
ONE MILLION DEGREES 226 WEST JACKSON BOULEVARD CHICAGO, IL 60606	NONE	PUBLIC	EDUCATIONAL	5,000.
PISGAH LEGAL SERVICES P.O. BOX 2276 ASHEVILLE, NC 28802	NONE	PUBLIC	CIVIC	10,000.
PLANNED PARENTHOOD OF ASHVILLE 603 BILTMORE AVE ASHEVILLE, NC 28801	NONE	PUBLIC	CIVIC	20,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
RAINBOW HOSPICE & PALLIATIVE CARE 1550 BISHOP COURT MOUNT PROSPECT, IL 60056	NONE	PUBLIC	HEALTHCARE	2,000.
REHABILITATION INSTITUTE OF CHICAGO 345 EAST SUPERIOR CHICAGO, IL 60611	NONE	PUBLIC	HEALTHCARE	5,000.
RIVERLINK P.O. BOX 15488 ASHEVILLE, NC 28813	NONE	PUBLIC	EDUCATIONAL	35,000.
SACRED HEART SCHOOLS 6250 N. SHERIDAN ROAD CHICAGO, IL 60660	NONE	PUBLIC	SCHOOL	1,000.
SISTER'S OF MERCY - CATHERINE'S HOUSE PO BOX 1633 BELMONT, NC 28012	NONE	PUBLIC	RELIGIOUS	100.
SPARK 251 RHODE ISLAND SAN FRANCISCO, CA 94103	NONE	PUBLIC	EDUCATIONAL	3,000.
SPECIAL OLYMPICS NORTH CAROLINA 2200 GATEWAY CENTER BLVD MORRISVILLE, NC 27560	NONE	PUBLIC	SCHOOL	5,000.
ST LEONARD'S MINISTRIES 48 NORTH HOYNE AVENUE CHICAGO, IL 60612	NONE	PUBLIC	RELIGIOUS	5,000.
ST. IGNATIUS COLLEGE PREP 1076 WEST ROOSEVELT ROAD CHICAGO, IL 60608	NONE	PUBLIC	SCHOOL	50,000.
ST. VINCENT DE PAUL SOCIETY 58 PROGRESS PARKWAY ST. LOUIS, MO 63043	NONE	PUBLIC	RELIGIOUS	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TEEN LIVING PROGRAM 162 W. HUBBARD ST. CHICAGO, IL 60610	NONE	PUBLIC		3,000.
TEMPLE BETH HATEPHIK 43 NORTH LIBERTY STREET ASHEVILLE, NC 28801	NONE	PUBLIC	RELIGIOUS	1,000.
THE ARK 6450 N. CALIFORNIA CHICAGO, IL 60645	NONE	PUBLIC	CIVIC	2,500.
THE CHILDREN'S PLACE 700 N. SACRAMENTO BLVD., SUITE 300 CHICAGO, IL 60612	NONE	PUBLIC	CIVIC	2,500.
THE NIGHT MINISTRY 4711 N RAVENSWOOD AVE CHICAGO, IL 60640	NONE	PUBLIC	HEALTHCARE	2,500.
THE PARISH OF ST. EUGENE 72 CULVERN STREET ASHEVILLE, NC 28804	NONE	PUBLIC	RELIGIOUS	10,000.
THE PEACE CENTER 300 SOUTH MAIN ST GREENVILLE, SC 29210	NONE	PUBLIC	EDUCATIONAL	1,500.
TOYS FOR TOTS 3034 WEST FOSTER AVE CHICAGO, IL 60625	NONE	PUBLIC	CIVIC	250.
TUTORING CHICAGO 2145 N HALSTED ST CHICAGO, IL 60614	NONE	PUBLIC	EDUCATIONAL	3,000.
UNIVERSITY OF CHICAGO 5801 SOUTH ELLIS AVENUE CHICAGO, IL 60637	NONE	PUBLIC	EDUCATIONAL	15,000.
Total from continuation sheets				

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3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
UW FOUNDATION 1848 UNIVERSITY AVENUE MADISON, WI 53726	NONE	PUBLIC	EDUCATIONAL	4,000.
UNIVERSITY OF NOTRE DAME NOTRE DAME NOTRE DAME, IN 46566	NONE	PUBLIC	EDUCATIONAL	100.
WCOS RADIO 316 GREYSTONE BLVD COLUMBIA, SC 29210	NONE	PUBLIC	CIVIC	1,000.
WESTERN CAROLINA AIDS PROJECT 140 SOUTH CHURCH STREET HENDERSONVILLE, NC 28739	NONE	PUBLIC	HEALTHCARE	5,000.
WESTERN NORTH CAROLINA RESCUE MISSION P.O. BOX 909 ASHVILLE, NC 28802	NONE	PUBLIC	HEALTHCARE	5,250.
WNCW RADIO P.O. BOX 804 SPINDALE, NC 28160	NONE	PUBLIC	CIVIC	1,000.
YOUTH OUTRIGHT PO BOX 1893 ASHEVILLE, NC 28802	NONE	PUBLIC	CIVIC	1,000.
Total from continuation sheets				

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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
BANK OF AMERICA ACCT#72-01-101-6485267	48,383.	48,383.	
BANK OF AMERICA ACCT#72-01-101-6485267 - AMORTIZATION/ACCRETION	6,665.	6,665.	
WILLIAM BLAIR ACCT#145-24155	48,744.	48,744.	
WILLIAM BLAIR ACCT#145-24155 - ACCRUED INTEREST PURCHASED	-391.	-391.	
WILLIAM BLAIR ACCT#452-17746	5,138.	5,138.	
TOTAL TO PART I, LINE 3	108,539.	108,539.	

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
BANK OF AMERICA ACCT#72-01-101-648 267	109,090.	0.	109,090.	109,090.	
WILLIAM BLAIR ACCT#145-24155	36,804.	0.	36,804.	36,804.	
WILLIAM BLAIR ACCT#452-17746	6,178.	0.	6,178.	6,178.	
TO PART I, LINE 4	152,072.	0.	152,072.	152,072.	

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RESIDENTIAL - 5440 N CAMPBELL, CHICAGO	1	64,650.
TOTAL TO FORM 990-PF, PART I, LINE 5A		64,650.

FORM 990-PF	RENTAL EXPENSES		STATEMENT 4
DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		19,854.	
BANK FEES		39.	
CLEANING & MAINTENANCE		4,571.	
INSURANCE		3,282.	
MANAGEMENT FEE		6,000.	
MISCELLANEOUS		25.	
PAINTING		2,613.	
REPAIRS		3,093.	
SEWER/WATER		9,224.	
TRASH REMOVAL		1,991.	
UTILITIES		9,501.	
COMMISSIONS		5,800.	
PROPERTY TAX		8,867.	
- SUBTOTAL -	1		74,860.
TOTAL RENTAL EXPENSES			74,860.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			-10,210.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	23,202.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	23,202.	0.		0.

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
MANAGEMENT FEES	25,546.	25,546.		0.
INVESTMENT FEES	31,401.	31,401.		0.
TO FORM 990-PF, PG 1, LN 16C	56,947.	56,947.		0.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	270.	0.		270.
PAYROLL TAXES	16,544.	4,963.		11,581.
FEDERAL TAXES	5,000.	0.		0.
PROPERTY TAX	8,867.	0.		0.
TO FORM 990-PF, PG 1, LN 18	30,681.	4,963.		11,851.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE EXPENSE	1,573.	0.		1,573.
PARKING FEES	1,290.	0.		1,290.
BANK FEES	102.	102.		0.
OFFICE EXPENSES	1,202.	0.		1,205.
FEES	649.	0.		649.
BANK FEES	39.	0.		0.
CLEANING & MAINTENANCE	4,571.	0.		0.
INSURANCE	3,282.	0.		0.
MANAGEMENT FEE	6,000.	0.		0.
MISCELLANEOUS	25.	0.		0.
PAINTING	2,613.	0.		0.
REPAIRS	3,093.	0.		0.
SEWER/WATER	9,224.	0.		0.
TRASH REMOVAL	1,991.	0.		0.
UTILITIES	9,501.	0.		0.
COMMISSIONS	5,800.	0.		0.
TO FORM 990-PF, PG 1, LN 23	50,955.	102.		4,717.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA ACCT#72-01-101-6485267(SEE ATTACHED)	2,290,680.	3,977,942.
WILLIAM BLAIR & COMPANY ACCT#452-17746-1-4-401	0.	0.
WILLIAM BLAIR & COMPANY ACCT#145-24155-1-4-401 (SEE ATTACHED)	2,618,341.	4,044,553.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,909,021.	8,022,495.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA ACCT#72-01-101-6485267(SEE ATTACHED)	1,111,570.	1,117,393.
WILLIAM BLAIR & COMPANY ACCT#452-17746-1-4-401	0.	0.
WILLIAM BLAIR & COMPANY ACCT#145-24155-1-4-401 (SEE ATTACHED)	1,175,656.	1,192,452.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,287,226.	2,309,845.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
BUILDING	395,503.	37,753.	357,750.
LAND	43,945.	0.	43,945.
WASHING MACHINE	301.	250.	51.
APPLIANCES	6,109.	4,643.	1,466.
IMPROVEMENTS	5,059.	314.	4,745.
APPLIANCES	7,127.	4,277.	2,850.
TOTAL TO FM 990-PF, PART II, LN 11	458,044.	47,237.	410,807.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE AND FIXTURES	7,876.	7,876.	0.
OFFICE WIRING	3,389.	667.	2,722.
COMPUTER	1,014.	1,014.	0.
FURNITURE AND FIXTURES	1,394.	1,260.	134.
COMPUTER	1,828.	640.	1,188.
TOTAL TO FM 990-PF, PART II, LN 14	15,501.	11,457.	4,044.

FORM 990-PF OTHER ASSETS STATEMENT 13

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DEPOSIT	1,150.	1,150.	1,150.
OTHER RECEIVABLES	0.	1,831.	1,831.
TO FORM 990-PF, PART II, LINE 15	1,150.	2,981.	2,981.

FORM 990-PF OTHER LIABILITIES STATEMENT 14

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
SECURITY DEPOSIT	2,358.	2,308.
ACCRUED PAYROLL TAX	0.	8,200.
TOTAL TO FORM 990-PF, PART II, LINE 22	2,358.	10,508.

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	(D)FURNITURE AND FIXTURES	01/01/95		.000	HY	16	2,375.				2,375.	2,375.		0.	
12	(D)COMPUTER	07/09/06	SL	5.00		16	1,344.				1,344.	1,344.		0.	
13	FURNITURE AND FIXTURES	07/10/06	SL	7.00		16	7,876.				7,876.	7,876.		0.	7,876.
24	OFFICE WIRING	11/01/06	SL	39.00	MM	16	3,389.				3,389.	580.		87.	667.
35	COMPUTER	08/10/07	SL	5.00		16	1,014.				1,014.	1,014.		0.	1,014.
46	FURNITURE AND FIXTURES	03/08/08	SL	7.00		16	1,394.				1,394.	1,061.		199.	1,260.
72	COMPUTER	10/05/12	SL	5.00		16	1,828.				1,828.	274.		366.	640.
	* 990-PF PG 1 TOTAL OTHER						19,220.				19,220.	14,524.		652.	11,457.

328111
05-01-13

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

HARRY F. CHADDICK & ELAINE CHADDICK FOUNDATION
FORM 990-PF
6/30/2014
BANK OF AMERICA ACCOUNT #72-01-101-6485267

BALANCE SHEET ATTACHMENT

BONDS

SHARES	SECURITY	COST	FAIR MARKET VALUE
200,000.000	AMERICAN EXPRESS CR CORP SR UNSECD NT 5.125% DUE 08/25/14	200,372.00	201,426.00
100,000.000	GOLDMAN SACHS GROUP INC NT 5.000% DUE 10/01/14	105,367.00	101,148.00
100,000.000	GENERAL ELEC CAP CORP SR UNSECD MTN SER A 3.750% DUE 11/14/14	99,604.00	101,299.00
100,000.000	WRIGLEY WM JR CO NT 4.650% DUE 07/15/15	98,500.00	104,089.00
100,000.000	HEWLETT PACKARD CO SR UNSECD GLOBAL NT 2.125%, DUE 09/13/15	99,887.00	101,762.00
100,000.000	UNITED TECHNOLOGIES CORP 1.8% DUE 06/01/17	102,170.00	102,140.00
100,000.000	TOYOTA MRT CR CORP 1.25% DUE 10/05/17	99,266.00	99,931.00
50,000.000	SHELL INTL FIN BV CO GTD NT 3.100% DUE 06/28/15	49,965.50	51,365.50
150,000.000	VERSIZON COMMUNICATIONS INC 3.992%, DUE 02/16/16	155,503.50	153,139.50
100,000.000	BANK OF MONTREAL 1.3% DUE 7/15/16	100,935.00	101,093.00
	TOTAL	$1,111,570.00	$1,117,393.00

HARRY F. CHADDICK & ELAINE CHADDICK FOUNDATION
FORM 990-PF
6/30/2014
BANK OF AMERICA ACCOUNT #72-01-101-6485267

BALANCE SHEET ATTACHMENT

STOCKS

SHARES	SECURITY	COST	FAIR MARKET VALUE
500.000	ALLERGAN INC	34,691.05	84,610.00
1,145.000	ALLSTATE CORP	57,960.70	67,234.40
1,000.000	AMERICAN EXPRESS CO	39,786.16	94,870.00
910.000	APPLE INC	71,233.58	84,566.30
1,330.000	CELGENE CORP	33,361.03	114,220.40
500.000	CHEVRON CORP	51,670.99	65,275.00
2,070.000	COMCAST CORP	39,976.85	110,393.10
585.000	COSTCO WHSL CORP NEW	48,222.19	67,368.60
1,275.000	DU PONTE I DE NEMOURS & CO	48,388.67	83,436.00
1,065.000	EBAY INC	53,931.71	53,313.90
2,217.000	EMC CORP	46,525.05	58,395.78
1,130.000	EMERSON ELEC CO	54,303.50	74,986.80
745.000	EXXON MOBIL CORP	44,894.56	75,006.60
2,965.000	GENERAL ELECTRIC CORP	75,338.74	77,920.20
160.000	GOOGLE INC	60,252.66	93,547.20
830.000	HOME DEPOT INC	21,051.04	67,196.80
1,055.000	HONEYWELL INTL INC	43,425.70	98,062.25
380.000	INTERNATIONAL BUSINESS MACHINES	50,096.38	68,882.60
1,620.000	J P MORGAN CHASE & CO	57,276.75	93,344.40
1,070.000	JOHNSON & JOHNSON	53,368.10	111,943.40
1,123.000	KRAFT FOODS INC	48,281.14	67,323.85
1,973.000	MICROSOFT CORP	52,160.77	82,274.10
865.000	NATIONAL OILWELL VARCO INC	21,610.83	71,232.75
1,310.000	NIKE INC CL B	36,911.67	101,590.50
590.000	OCCIDENTAL PETE CORP DEL	55,118.15	60,551.70
1,100.000	PEPSICO INC	50,791.55	98,274.00
1,105.000	PHILIP MORRIS INTL INC	46,111.36	93,162.55
985.000	PROCTER & GAMBLE CO	46,375.47	77,411.15
1,015.000	PRUDENTIAL FINANCIAL INC	74,852.57	90,101.55
1,350.000	QUALCOMM INC	50,255.23	106,920.00
820.000	SCHLUMBERGER LTD	49,067.98	96,719.00
1,110.000	STARBUCKS CORP	52,824.04	85,891.80
840.000	THERMO FISHER SCIENTIFIC CORP	30,234.96	99,120.00
960.000	TRAVELERS COS INC	35,036.74	90,307.20
825.000	UNITED TECHNOLOGIES CORP	51,563.23	95,246.25
444.000	VERIZON COMMUNICATIONS INC	21,363.04	21,724.92
1,830.000	WELLS FARGO & CO	61,947.43	96,184.80
765.000	YUM BRANDS INC	53,286.69	62,118.00
1,200.000	SPDR S&P MIDCAP 400 ETF	112,608.00	312,672.00
1,500.000	CEF ISHARES CORE S&P SMALL-CAP	58,614.65	168,135.00
1,000.000	ISHARES MSCI EAFE INDEX FUND	53,219.50	68,370.00
1,035.000	NOVARTIS A G SPONSORED ADR SWITZERLAND	55,261.91	93,698.55
200.000	VANGUARD FTSE ALL WORLD EX-US SMALL CAP ETF	17,332.00	22,232.00
2,250.000	VANGUARD FTSE ALL WORLD EX US INDEX FUND	97,380.00	117,652.50
985.000	VODAFONE GROUP PLC SPONSORED ADR NEW UNITED KINGDOM	51,075.62	32,889.15
500.000	VANGUARD MSCI EMERGING MKTS ETF	21,639.75	21,565.00
	TOTAL	$2,290,679.69	$3,977,942.05

HARRY F. CHADDICK & ELAINE CHADDICK FOUNDATION
FORM 990-PF
6/30/2014
WILLIAM BLAIR & COMPANY ACCT#145-24155-1-4-401

BALANCE SHEET ATTACHMENT

STOCKS

SHARES	SECURITY	COST	FAIR MARKET VALUE
1,000.000	ABIOMED INC	$22,806.00	$25,140 00
250.000	AFFILIATED MANAGERS GROUP INC	$25,877.00	$51,350.00
1,800.000	AKAMAI TECHNOLOGIES INC	$80,368.00	$109,908.00
300.000	AMAZON.COM INC	$60,272.00	$97,434.00
1,650.000	APPLE INC	$56,123.00	$153,335.00
500.000	BOING CO	$68,015 00	$63,615.00
2,000.000	BROOKDALE SR LIVING INC	$45,487.00	$66,680.00
800.000	CATERPILLAR INC	$78,769 00	$86,936.00
500.000	COSTAR GROUP INC	$86,065.00	$79,085.00
500 000	COSTCO WHOLESALE CORP-NEW	$52,869.00	$57,580.00
1,800 000	DEXCOM INC	$18,172.00	$71,388.00
1,200.000	ENCORE CAPITAL GROUP INC	$51,903.00	$54,504.00
1,000.000	EXAMWORKS GROUP INC	$25,165.00	$31,730.00
810.000	EXXON MOBIL CORP	$53,398.55	$81,551.00
1,000.000	FACEBOOK INC	$64,502.00	$67,290.00
1,500.000	FASTENAL CO	$67,174.00	$74,235.00
3,695.000	GENERAL ELECTRIC CO	$79,491.00	$97,105.00
1,600.000	GILEAD SCIENCES INC	$30,483.00	$132,656.00
180.000	GOOGLE INC CL C	$42,734.00	$103,550.00
180.000	GOOGLE INC CL A	$42,623.00	$105,241.00
1,000.000	GUIDEWIRE SOFTWARE INC	$38,420.00	$40,660.00
800.000	HALLIBURTON INC	$34,353.00	$56,808 00
900.000	HARLEY DAVIDSON INC	$36,017.00	$62,865.00
2,000.000	HEALTHWAYS INC	$33,224.00	$35,080.00
1,000.000	HOME DEPOT INC	$34,424.00	$80,960.00
600.000	IDEXX LABORATORIES CORP	$51,536.00	$80,142.00
700.000	I H S INC	$40,499.00	$94,969.00
900.000	JOHNSON & JOHNSON	$65,439.00	$94,158.00
2,000.000	LOWES COMPANIES INC	$57,017.00	$95,980.00
3,000.000	MAXLINEAR INC	$30,817.00	$30,210.00
1,100.000	MEAD JOHNSON	$89,823.00	$102,487.00
1,000.000	MEDTRONIC INC	$39,468.00	$63,760.00
1,700.000	NXSTAGE MEDICAL INC	$33,885.00	$24,429.00
800.000	PALL CORP	$55,586.00	$68,312.00
1,700.000	PANDORA MEDIA INC	$16,507.00	$50,150.00
295.000	PEPSICO INC	$13,647.00	$26,355.00
475.000	PRECISION CASTPARTS CORP	$83,196.00	$119,890.00
1,000.000	RED HAT INC	$52,843.00	$55,270.00
2,000 000	RPX CORP	$33,579.00	$35,500.00
1,500 000	SALESFORCE.COM INC	$79,449.00	$87,120.00
300 000	STANDARD & POORS MIDCAP 400 SPDR S&P MIDCAP 400 ETF	$28,152.00	$78,168 00
1,500 000	STARBUCKS CORP	$72,177.00	$116,070.00
700.000	STRYKER CORP	$34,891.00	$59,024 00
2,000 000	TRIMAS CORP	$30,835.00	$76,260.00
450.000	VISA INC	$34,199 00	$94,820.00
2,000.000	WALGREEN CO	$74,130.00	$148,260.00
1,300.000	WELLS FARGO & CO	$44,517.00	$68,328 00
2,000.000	ZOETIS INC	$60,038.00	$64,540 00
1,300.000	COVIDIEN PLC	$84,204.00	$117,234.00
1,500.000	INVESCO LTD	$27,810.00	$56,625 00
4,500.000	NOVADAQ TECHNOLOGIES INC	$50,421.00	$74,160 00
800.000	PENTAIR LTD	$38,820.00	$57,696 00
1,000.000	SCHLUMBERGER LTD	$66,125.00	$117,950 00
	TOTAL	$2,618,344.55	$4,044,553.00

HARRY F. CHADDICK & ELAINE CHADDICK FOUNDATION
FORM 990-PF
6/30/2014
WILLIAM BLAIR & COMPANY ACCT#145-24155-1-4-401

BALANCE SHEET ATTACHMENT

BONDS

SHARES	SECURITY	COST	FAIR MARKET VALUE
100,000.000	ALCOA INC NT 6.150% DUE 08/15/2020	100,775.00	112,976.00
115,000.000	APPLE INC 1.00% DUE	113,169.00	112,465.00
100,000.000	BALL CORP SR NT 5.750% DUE 05/15/2021	106,554.00	106,375.00
150,000.000	BE AEROSPACE INC SR NT 6.875% DUE 10/01/2018	164,338.00	162,938.00
100,000.00	CONSTELLATION BRANDS INC SR NT 7.25% DUE 5/15/17	117,816.00	114,625.00
100,000.00	DOLLAR GEN CORP NEW 4.125% DUE 7/15/17	101,215.00	107,042.00
100,000.000	FISERV INC SR NT 3.125% DUE 10/01/2015	102,466.00	102,873.00
150,000.000	FORD MOTOR CREDIT CO SR 3.000& DATED 06/12/2017	149,995.00	156,488.00
150,000.000	OWENS-BROCKWAY GLASS 7.375% DUE 05/15/2016	168,034.00	165,000.00
50,000.000	VERIZON COMMUNICATIONS INC 3.450% DUE 3/15/21	51,296.00	51,670.00
	TOTAL	$1,175,658.00	$1,192,452.00

Form **8868**
(Rev January 2014)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545 1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3 month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits.*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6 month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions HARRY F. CHADDICK AND ELAINE CHADDICK FOUNDATION, INC.	Enter filer's identifying number Employer identification number (EIN) or 36-3320988
	Number, street, and room or suite no. If a P.O box, see instructions 2623 N. LAKEWOOD AVENUE, NO. 515	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. CHICAGO, IL 60614	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ FRED M. BRODY 19 S. LASALLE STREET - CHICAGO, IL 60603
  Telephone No ▶ 312-346-2141 Fax No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until FEBRUARY 15, 2015 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [ ] calendar year ______ or
▶ [X] tax year beginning JUL 1, 2013 , and ending JUN 30, 2014

2 If the tax year entered in line 1 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Forms 990 BL, 990 PF, 990 T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 9,745.
b	If this application is for Forms 990 PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 9,745.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 0.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879 EO for payment instructions