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Return of Private Foundation

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

2013

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year **2013**, or tax year beginning **JULY 01**, 2013, and ending **JUNE 30**, 20 14

Name of foundation: **BANFIELD INC.** **A Employer identification number** 38-3054903

Number and street (or P.O. box number if mail is not delivered to street address): **1313 N LAWRENCE ST** **Room/suite** **B Telephone number (see instructions)** (906) 932-1023

City or town, state or province, country, and ZIP or foreign postal code: **IRONWOOD MI 49938** **C** If exempt application is pending, check here

G Check all that apply: Initial return Initial return of a former public charity Final return Amended return Address change Name change **D 1.** Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

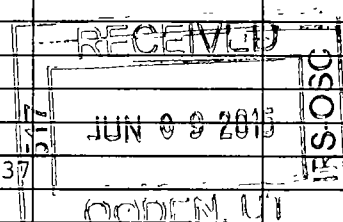
H Check type of organization: Section 501(c)(3) exempt private foundation **E** If private foundation status was terminated under section 507(b)(1)(A), check here
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **J** Accounting method: Cash Accrual Other (specify) _____ **F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

I \$ **263,253** (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), & (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temp. cash investments				
4	Dividends and interest from securities	4,967	4,967		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	20,052			
b	Gross sales price for all assets on line 6a #1				
7	Capital gain net income (from Part IV, line 2)		0		
8	Net short-term capital gain			0	
9	Income modifications			0	
10a	Gross sales less rtns. & allowances 0				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)			0	
12	Total. Add lines 1 through 11	25,019	4,967		
13	Compensation of officers, directors, trustees, etc.	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule) #2	2,637	2,637		
17	Interest				
18	Taxes (attach schedule) (see instruction) #3	26	26		
19	Depreciation (attach sch.) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) #4	335	335		
24	Total operating and administrative expenses. Add lines 13 through 23	2,998	2,998	0	0
25	Contributions, gifts, grants paid	11,500			11,500
26	Total exp. & disbursements. Add lines 24 and 25	14,498	2,998	0	11,500
27	Subtract line 26 from line 12.				
a	Excess of revenue over expenses and disbursements	10,521			
b	Net investment income (if neg., enter -0-)		1,969		
c	Adjusted net income (if neg., enter -0-)				

REVENUE OPERATING & ADMINISTRATIVE EXPENSES



For Paperwork Reduction Act Notice, see instructions.

Handwritten marks: 17, 7, and a signature.

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See inst)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
ASSETS	1	Cash -- non-interest-bearing			
	2	Savings and temporary cash investments	47,653	34,026	34,026
	3	Accounts receivable			
		Less: allowance for doubtful accts.			
	4	Pledges receivable			
		Less: allowance for doubtful accts.			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments -- U.S. and state govt. obligations (attach schedule)			
	b	Investments -- corporate stock (attach schedule) #5	131,082	128,976	195,987
	c	Investments -- corporate bonds (attach schedule) #6	7,357	33,637	33,240
	11	Investments -- land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments -- mortgage loans				
13	Investments -- other (attach schedule)				
14	Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	Total assets (to be completed by all filers -- see the instructions. Also, see page 1, item I)	186,092	196,639	263,253	
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 (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0	0	
FUND BALANCES	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	186,092	196,639	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, ck. here <input type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	186,092	196,639		
31	Total liabilities and net assets/fund balances (see instructions)	186,092	196,639		

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)	186,092
2	Enter amount from Part I, line 27a	10,521
3	Other increases not included in line 2 (itemize) SEE ATTACHMENT #7	26
4	Add lines 1, 2, and 3	196,639
5	Decreases not included in line 2 (itemize)	
6	Total net assets or fund balances at end of year (line 4 minus line 5) -- Part II, column (b), line 30	196,639

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				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
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	0
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beg. in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	11,200	230,304	0.048631
2011	10,300	225,556	0.045665
2010	10,638	212,962	0.049953
2009	10,837	216,831	0.049979
2008	13,459	218,908	0.061482
2 Total of line 1, column (d)			2 0.255710
3 Average distribution ratio for the 5-year base period -- divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.051142
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 251,768
5 Multiply line 4 by line 3			5 12,876
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 20
7 Add lines 5 and 6			7 12,896
8 Enter qualifying distributions from Part XII, line 4 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.			8 11,500

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary -- see inst.)	1	39
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3 Add lines 1 and 2	3	39
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	39
6 Credits/Payments:		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	
b Exempt foreign organizations -- tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	0
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	39
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be. Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) .			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ SEE ATTACHMENT #8 Telephone no. ▶ Located at ▶ ZIP+4 ▶			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -- Check here ▶ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

		Yes	No
1a During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years ▶ 20 12, 20 __, 20 __, 20 __			
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement -- see instructions.)	2b	X	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 __, 20 __, 20 __, 20 __			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	3b		X
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)? (see instructions) Yes No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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? Yes No
 If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

	5b	
	6b	X
	7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and avg. hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred comp.	(e) Expense account, other allowances
SEE ATTACHMENT #9				

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

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

Total number of other employees paid over \$50,000 ▶ 0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See instructions. 3	

Total. Add lines 1 through 3 ▶

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		216,135
b	Average of monthly cash balances		39,467
c	Fair market value of all other assets (see instructions)		
d	Total (add lines 1a, b, and c)		255,602
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	255,602
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,834
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	251,768
6	Minimum investment return. Enter 5% of line 5	6	12,588

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	12,588
2a	Tax on investment income for 2013 from Part VI, line 5	2a	39
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	39
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	12,549
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	12,549
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	12,549

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	11,500
b	Program-related investments -- total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	11,500
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	11,500

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.				
2 Undistributed income, if any, as of the end of 2013.				12,549
a Enter amount for 2012 only				
b Total for prior years 20__ , 20__ , 20__				
3 Excess distributions carryover, if any, to 2013.				
a From 2008.				
b From 2009				
c From 2010.				
d From 2011.				
e From 2012				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 11,500				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required -- see instructions).				
c Treated as distributions out of corpus (Election required -- see instructions)				
d Applied to 2013 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount -- see instructions.				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount -- see instructions.				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				12,549
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.				
10 Analysis of line 9:				
a Excess from 2009.				
b Excess from 2010.				
c Excess from 2011.				
d Excess from 2012				
e Excess from 2013.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶					
b Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct exempt act.					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test -- enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test -- enter 2/3 of min. 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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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 of the person to whom applications should be addressed
SEE ATTACHMENT # 10
- 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a Paid during the year SEE ATTACHMENT #11</p>				
Total				▶ 3a 11,500
b Approved for future payment				
Total				▶ 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Excl. code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees & contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	4,967	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	20,052	
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)			0	25,019	0
13 Total. Add line 12, columns (b), (d), and (e)				13	25,019

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

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

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

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

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

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

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

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

Sign Here *Eero Haukkala* | 6/1/15 | **TREASURER**

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name <i>Eero Haukkala</i>	Preparer's signature EERO HAUKKALA	Date 06-01-2015	Check <input type="checkbox"/> if self-employed	PTIN P00619095
Firm's name ▶ H AND R BLOCK		Firm's EIN ▶ 383435947		
Firm's address ▶ 512 DOUGLAS BLVD		Phone no. 9069320631		

990 SCHEDULE OF GAIN/LOSS FROM SALE OF ASSETS OTHER THAN INVENTORY (Not Included in Part IV)

ATTACHMENT 1: PAGE 1 - 990-PF PART I, PAGE 1, LINE 6

OPEN TO PUBLIC INSPECTION For Calendar year 2013, or tax year period beginning 07-01-2013 and ending 06-30-2014

Name of Organization: BANFIELD INC. Employer Identification Number: 38-3054903

Name of Security or Description of Property	Acquisition Date	How Acquired	Date Sold
OTHER NONINVENTORY ASSETS:			
10 CELEGENE	2011-08	PURCHASE	2014-06
10 ACE LIMITED NEW F	2008-10	PURCHASE	2014-06
35 ALLERGAN INC	2011-02	PURCHASE	2013-09
5 AMAZON	2014-02	PURCHASE	2014-06
6 APPLE INC	2006-04	PURCHASE	2014-06
30 COCA COLA COMPANY	2011-08	PURCHASE	2014-06
50 COVIDIEN PLC NEW F	2011-02	PURCHASE	2014-06
20 DANAHER CORP DEL	2011-08	PURCHASE	2014-06
45 DEERE & CO	2010-01	PURCHASE	2014-05
20 EXXON MOBIL CORP	2002-03	PURCHASE	2014-06
175 FORD MOTOR COMPANY NEW	2011-10	PURCHASE	2013-12
90 FORD MOTOR COMPANY NEW	2011-01	PURCHASE	2013-12
15 GILEAD SCIENCES INC	2013-09	PURCHASE	2014-06
To Whom Sold	Gross Sale Price	Basis	Sales Expense
	1,536	543	993
	1,024	515	509
	3,116	2,527	589
	1,519	1,762	-243
	3,819	432	3,387
	1,217	995	222
	4,345	2,265	2,080
	1,556	847	709
	4,159	2,633	1,526
	1,992	860	1,132
	2,663	1,960	703
	1,370	1,658	-288
	1,225	941	284
Totals:	29,541	17,938	11,603
			Accumulated Depreciation

990 SCHEDULE OF GAIN/LOSS FROM SALE OF ASSETS OTHER THAN INVENTORY (Not Included In Part IV)

ATTACHMENT 1: PAGE 2 - 990-PF PART I, PAGE 1, LINE 6

OPEN TO PUBLIC INSPECTION For Calendar year 2013, or tax year period beginning 07-01-2013 and ending 06-30-2014

Name of Organization: BANFIELD INC. Employer Identification Number: 38-3054903

Name of Security or Description of Property	Acquisition Date	How Acquired	Date Sold	To Whom Sold			Accumulated Depreciation
				Gross Sale Price	Basis	Sales Expense	
20 HONEYWELL INTL	2011-04	PURCHASE	2014-06	1,854	1,243		611
10 INTL BUSINESS MACHINES	2011-07	PURCHASE	2014-06	1,841	1,748		93
150 LOWES COMPANIES INC	2009-08	PURCHASE	2014-01	6,943	3,382		3,561
20 MACY'S INC	2011-08	PURCHASE	2014-06	1,190	495		695
20 MICROSOFT CORP	2007-10	PURCHASE	2014-06	801	610		191
40 MICROSOFT CORP	2005-06	PURCHASE	2014-06				-977
45 NOVARTIS A G SPON ADR F	2011-02	PURCHASE	2013-09	1,602	2,579		815
35 ORACLE CORPORATION	2009-10	PURCHASE	2014-06	3,370	2,555		711
10 PHILIP MORRIS INTL INC	2008-10	PURCHASE	2014-06	1,446	735		430
5 PHILIP MORRIS INTL INC	2007-10	PURCHASE	2014-06	873	443		190
30 SCHLUMBERGER LTD F	2009-05	PURCHASE	2014-06	436	246		1,383
5 VISA INC CL A	2012-06	PURCHASE	2014-06	3,080	1,697		436
25 WAL-MART STORES INC	2010-01	PURCHASE	2013-08	1,044	608		528
30 WAL-MART STORES INC	2009-08	PURCHASE	2013-08	1,903	1,375		796
10M CMS ENERGY CORP 2.75% DUE 9/30/13	2013-07	PURCHASE	2013-09	2,283	1,487		-222
				10,000	10,222		
Totals:				38,666	29,425		9,241

990 SCHEDULE OF GAIN/LOSS FROM SALE OF ASSETS OTHER THAN INVENTORY (Not Included in Part IV)

ATTACHMENT 1: PAGE 3 - 990-PF PART I, PAGE 1, LINE 6

OPEN TO PUBLIC
INSPECTION
Name of Organization
BANFIELD INC.
For Calendar year 2013, or tax year period beginning 07-01-2013 and ending 06-30-2014
Employer Identification Number
38-3054903

Name of Security or Description of Property	Acquisition Date	How Acquired	Date Sold
GATX NOTES DUE 5/15/2014	2013-10	PURCHASE	2014-05
7M WACHOVIA 4.878% DUE 02/15/2014	2011-11	PURCHASE	2014-02
To Whom Sold	Gross Sale Price	Basis	Sales Expense
	10,068	10,503	-435
	7,000	7,357	-357
Totals:	17,068	17,860	-792
			Accumulated Depreciation

990 SCHEDULE OF OTHER PROFESSIONAL FEES

ATTACHMENT 2: PAGE 1 - 990-PF PAGE 1, PART I, LINE 16C

OPEN TO PUBLIC INSPECTION For calendar year 2013, or tax period beginning 07-01-2013, and ending 06-30-2014.

Name of Organization BANFIELD INC. Employer Identification Number 38-3054903

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
INVESTMENT ADVISOR FEES	2,637	2,637		
Total:	2,637	2,637		

990 SCHEDULE OF TAXES PAID

ATTACHMENT 3: PAGE 1 - 990- PF PAGE 1, PART I, LINE 18

OPEN TO PUBLIC INSPECTION For calendar year 2013, or tax period beginning 07-01-2013, and ending 06-30-2014.

Name of Organization: BANFIELD INC. Employer Identification Number: 38-3054903

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
FEDERAL EXCISE TAX	26	26		
Total:	26	26		

990 OTHER EXPENSES SCHEDULE

ATTACHMENT 4: PAGE 1 990-PF PAGE 1, PART I, LINE 23

OPEN TO PUBLIC INSPECTION For calendar year 2013, or tax period beginning 07-01-2013, and ending 06-30-2014.

Name of Organization: BANFIELD INC. Employer Identification Number: 38-3054903

Description of Activity	Revenue and Expenses	Net Investment Income	Adjusted Net Income	Disbursements for Charity
ADVERTISING	73	73		
FEEES	125	125		
POSTAGE	11	11		
INSURANCE	126	126		
Total:	335	335		

990 SCHEDULE OF INVESTMENTS - CORPORATE STOCKS

ATTACHMENT 5: PAGE 1 - 990-PF PAGE 2, PART II, LINE 10B

OPEN TO PUBLIC INSPECTION For calendar year 2013, or tax period beginning 07-01-2013, and ending 06-30-2014.

Name of Organization: BANFIELD INC. Employer Identification Number: 38-3054903

Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
GOLDMAN SACHS GROUP	X	X	4,600	5,023
VISA INC	X	X	2,433	4,214
ACE LTD	X	X	2,061	4,148
MACY'S INC	X	X	2,102	4,932
MCDONALDS CORP	X	X	2,992	3,526
AMAZON COM INC	X	X	3,524	3,248
PROCTOR & GAMBLE	X	X	2,663	3,537
COCA COLA	X	X	4,687	5,930
PHILIP MORRIS INT'L	X	X	2,342	4,637
CELGENE CORP	X	X	1,358	4,294
GILEAD SCIENCES INC	X	X	6,529	7,876
MCKESSON CORP	X	X	2,940	6,517
EXPRESS SCRIPTS HLDG CO	X	X	2,285	3,467
JOHNSON & JOHNSON	X	X	6,413	7,323
MALLINCKRODT PLC	X	X	208	480
ROCHE HOLDINGS LTD	X	X	3,809	4,476
COMPU STORAGE/PERIPH	X	X	4,700	4,610
APPLE COMPUTER	X	X	4,374	15,612
INTL BUSINESS MACHINES	X	X	4,590	4,532
BAIDU INC	X	X	2,784	3,736
GOOGLE CL A	X	X	2,272	5,847
GOOGLE CL C	X	X	5,467	9,204
MICROSOFT	X	X	6,299	9,800
ORACLE	X	X	2,981	5,269
QUALCOMM INC	X	X	4,791	7,920
SCHLUMBERGER LTD	X	X	5,370	10,616
CONOCOPHILLIPS	X	X	3,609	5,572
EXXON MOBIL CORP	X	X	3,439	8,054
PHILLIPS 66	X	X	1,056	2,574
FREEMPORT MCMORAN	X	X	2,177	2,190
VALE S.A.	X	X	4,856	2,183
HONEYWELL INTL	X	X	3,341	5,577
UNITED TECHNOLOGIES	X	X	3,532	3,464
EMERSON ELECTRIC CO	X	X	3,911	4,977
CATERPILLAR INC	X	X	2,808	2,717
KOMATSU LTD	X	X	2,922	2,788
DANAHER CORP	X	X	2,751	5,117
Total:			128,976	195,987

990 SCHEDULE OF INVESTMENTS - CORPORATE BONDS

ATTACHMENT 6: PAGE 1 - 990-PF PAGE 2, PART II, LINE 10C

OPEN TO PUBLIC INSPECTION For calendar year 2013, or tax period beginning 07-01-2013, and ending 06-30-2014.

Name of Organization: BANFIELD INC. Employer Identification Number: 38-3054903

Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
GOLDMAN SACHS GROUP SR NOTES 6% DUE 6/15/16	X	X	11,010	10,906
DOW CHEMICAL CO SR NOTES 5.7% DUE 5/15/18	X	X	11,495	11,415
CLEVELAND ELEC ILLUM SR UNSEC 5.7% DUE 4/1/17	X	X	11,132	10,919
Total:			33,637	33,240

990 SCHEDULE OF OTHER INCREASES

ATTACHMENT 7: PAGE 1 - 990- PF PAGE 2, PART III, LINE 3

OPEN TO PUBLIC
INSPECTION

For calendar year 2013, or tax period beginning 07-01-2013 , and ending 06-30-2014.

Name of Organization

BANFIELD INC.

Employer Identification Number

38-3054903

Description of Increase	Total Amount
WRITE UP BOOK BASIS OF CORPORATE STOCK	26
Total:	26

990 BOOKS ARE IN CARE OF

ATTACHMENT 8 - 990-PF PAGE 5, PART VII-A, LINE 14

OPEN TO PUBLIC INSPECTION For calendar year 2013, or tax period beginning 07-01, and ending 06-30-2014.

Name of Organization BANFIELD INC. Employer Identification Number 38-3054903

Part VII-A - Line 14

Individual Name or Business Name EERO HAUKKALA

Street Address 1313 N LAWRENCE ST

U.S. Address

Zip code 49938-1150 City IRONWOOD State MI

Foreign Address

City Province or State Country Postal code Phone Number Fax Number

990 CURRENT OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

ATTACHMENT 9: PAGE 1 - 990-PF PAGE 6, PART VIII

OPEN TO PUBLIC INSPECTION For calendar year 2013, or tax period beginning 07-01-2013, and ending 06-30-2014.

Name of Organization: **BANFIELD INC.** Employer Identification Number: **38-3054903**

(A) Name and Address	(B) Title and Average Hrs. per Week	(C) Compensation (if not paid, enter 0)	(D) Cont. to Employee Ben. Plans & Def. Comp.	(E) Expense Account & Other Allowances
LYNN ANDERSON 21 NELSON DR SILVER BAY, MN 55614-	PRESIDENT			
CARL KINNUNEN 313 LAKE AVE IRONWOOD, MI 49938	SECRETARY			
BRIAN TARRO 308 MAPLE HURLEY, WI 54534	VICE PRESIDENT			
KATHRYN JOHNSON 10290 JUNET RD IRONWOOD, MI 49938	DIRECTOR			
JAMES MILDREN 1323 N LAWRENCE ST IRONWOOD, MI 49938	DIRECTOR			
EERO HAUKKALA 1313 N LAWRENCE ST IRONWOOD, MI 49938-1150	TREASURER			

990 APPLICATION SUBMISSION INFORMATION

ATTACHMENT 10: PAGE 1 990-PF PAGE 10, PART XV, LINE 2

OPEN TO PUBLIC

For Calendar year 2013, or tax year period beginning 07-01-2013

and ending 06-30-2014

Name of Organization BANFIELD INC.		Employer Identification Number 38-3054903		
Name	Phone Number or e-mail	Info and Materials Included	Submission Deadlines	Restrictions on Awards
EERO HAUKKALA 1313 N LAWRENCE ST IRONWOOD, MI 49938	906-932-1023	LETTER REQUESTING FUNDING FOR ENUMERATED PROJECTS.	PRIOR TO MAY	LIMITED TO IMMEDIATE GEOGRAPHIC AREA, I.E. GOGEBIC COUNTY, MI AN IRON COUNTY, WI. NEW APPLICANTS MUST SUBMI PROOF OF 501(C) (3) EXEMPTION.

990 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11: PAGE 1 990-PF PAGE 11, PART XV LINE 3A

OPEN TO PUBLIC

INSPECTION For calendar year 2013, or tax period beginning 07-01-2013, and ending 06-30-2014.

Name of Organization

Employer Identification Number

BANFIELD INC.

38-3054903

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
CARNEGIE LIBRARY 235 E AURORA ST IRONWOOD, MI 49938		5 - PC	CHILDREN'S PROGRAMS	1,000
FINNISH-AMERICAN FESTIVAL ROUTE 1 HURLEY, WI 54534		5 - PC	CULTURAL ACTIVITY ANNIVERSARY	1,500
SAMARITAN COUNSELING SERVICE 113 S. CURRY ST IRONWOOD, MI 49938		5 - PC	FOR OPERATING EXPENSES	1,000
ST VINCENT DEPAUL 216 W AURORA ST IRONWOOD, MI 49938		5 - PC	XMAS GIFTS FOR NEEDY CHILDREN	2,000
CHRIST LUTHERAN PARISH 113 S CURRY ST IRONWOOD, MI 49938		5 - PC	SPONSOR CHILDREN'S SUMMER PROGRAMS	2,000
DOVE SHELTER 709 SUTHERLAND ST IRONWOOD, MI 49938		5 - PC	FOR OPERATING EXPENSES	1,000
IRON COUNTY FOOD PANTRY 72 MICHIGAN AVE MONTREAL, WI 54550		5 - PC	FUNDING FOR FOOD PURCHASES	750
ST VINCENT DEPAUL FOOD PANTRY 108 S. MARQUETTE ST IRONWOOD, MI 49938		5 - PC	FUNDING FOR FOOD PURCHASES	750
HOPE ANIMAL SHELTER 590 EASY ST IRONWOOD, MI 49938		5 - PC	FOR OPERATING EXPENSES	500
SPECIAL OLYMPICS 1011 PETERS ST WAKEFIELD, MI 49968		5 - PC	SPONSOR PARTICIPANTS IN SPECIAL OLYMPICS	1,000

Total: 11,500

2013 DETAIL STATEMENTS

BANFIELD INC.
38-3054903

PAGE 1

STATEMENT #1 - DIVIDENDS (990-PF PG 1 LINE 4(B))

TOTAL CARRIED TO 990-PF PG 1 LINE 4(B)
