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Form 990-PF

Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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.

2013

Open to Public Inspection

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

Name of foundation

L-A-D FOUNDATION, INC.

A Employer identification number

43-6036974

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

319 NORTH 4TH ST

Room/suite

805

B Telephone number

314-621-0230

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

SAINT LOUIS, MO 63102-1935

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 changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationE 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)

\$ 149,004,067. (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).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

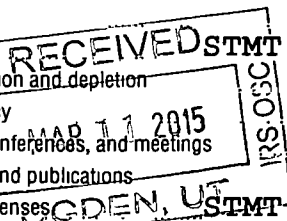
| | | | | | | |
|---------------------------------------|-----|--|-------------|---------|----------|-------------|
| Revenue | 1 | Contributions, gifts, grants, etc., received | 248,008. | | | |
| | 2 | Check <input type="checkbox"/> if the foundation is not required to attach Sch B | | | | |
| | 3 | Interest on savings and temporary cash investments | 1,377. | 1,377. | 1,377. | STATEMENT 1 |
| | 4 | Dividends and interest from securities | 35,928. | 35,928. | 35,928. | STATEMENT 2 |
| | 5a | Gross rents | 4,388. | 4,388. | 4,388. | STATEMENT 3 |
| | b | Net rental income or (loss) | 4,388. | | | |
| | 6a | Net gain or (loss) from sale of assets not on line 10 | -114,340. | | | STATEMENT 4 |
| | b | Gross sales price for all assets on line 6a | 1,205,479. | | | |
| | 7 | Capital gain net income (from Part IV, line 2) | | 18,794. | | |
| | 8 | Net short-term capital gain | | | 58. | |
| | 9 | Income modifications | | | | |
| | 10a | Gross sales less returns and allowances | | | | |
| Operating and Administrative Expenses | b | Less Cost of goods sold | | | | |
| | c | Gross profit or (loss) | | | | |
| | 11 | Other income | | | | |
| | 12 | Total. Add lines 1 through 11 | 175,361. | 60,487. | 41,751. | |
| | 13 | Compensation of officers, directors, trustees, etc | 0. | 0. | 0. | 0. |
| | 14 | Other employee salaries and wages | 461,356. | 0. | 130,860. | 330,496. |
| | 15 | Pension plans, employee benefits | 245,303. | 0. | 84,272. | 161,031. |
| | 16a | Legal fees STMT 5 | 12,000. | 0. | 0. | 12,000. |
| | b | Accounting fees STMT 6 | 22,150. | 0. | 22,150. | 0. |
| | c | Other professional fees STMT 7 | 82,910. | 10,946. | 7,787. | 64,176. |
| | 17 | Interest | | | | |
| | 18 | Taxes STMT 8 | 112,414. | 7,114. | 11,386. | 93,914. |
| | 19 | Depreciation and depletion | 44,378. | 1,818. | 7,242. | |
| | 20 | Occupancy | 11,671. | 0. | 11,026. | 645. |
| | 21 | Travel, conferences, and meetings | 21,468. | 0. | 13,133. | 8,334. |
| | 22 | Printing and publications | | | | |
| | 23 | Other expenses STMT 9 | 156,899. | 0. | 51,445. | 105,453. |
| | 24 | Total operating and administrative expenses. Add lines 13 through 23 | 1,170,549. | 19,878. | 339,301. | 776,049. |
| | 25 | Contributions, gifts, grants paid | 36,225. | | | 36,225. |
| | 26 | Total expenses and disbursements. Add lines 24 and 25 | 1,206,774. | 19,878. | 339,301. | 812,274. |
| | 27 | Subtract line 26 from line 12: | | | | |
| | a | Excess of revenue over expenses and disbursements | -1,031,413. | | | |
| | b | Net investment income (if negative, enter -0-) | | 40,609. | | |
| | c | Adjusted net income (if negative, enter -0-) | | | 0. | |

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LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2013)

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14

| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only | | |
|-----------------------------|--|---|----------------|-----------------------|
| | | Beginning of year | End of year | |
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash - non-interest-bearing | 179,364. | 121,551. | 121,551. |
| | 2 Savings and temporary cash investments | 1,908,047. | 2,150,313. | 2,150,315. |
| | 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 | 12,863. | 9,092. | 9,092. |
| | 10a Investments - U.S. and state government obligations | | | |
| | b Investments - corporate stock STMT 11 | 1,299,386. | 1,346,049. | 1,900,693. |
| | c Investments - corporate bonds | | | |
| | 11 Investments - land, buildings, and equipment basis ▶ | | | |
| Liabilities | Less: accumulated depreciation ▶ | | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other | | | |
| | 14 Land, buildings, and equipment: basis ▶ 2,521,266. | | | |
| | Less: accumulated depreciation STMT 12 ▶ 229,191. | 2,244,126. | 2,292,075. | 2,292,075. |
| | 15 Other assets (describe ▶ STATEMENT 13) | 125,293,746. | 123,730,983. | 142,530,341. |
| | 16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1) | 130,937,532. | 129,650,063. | 149,004,067. |
| | 17 Accounts payable and accrued expenses | 55,267. | 46,611. | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | 40,700. | 34,200. | |
| Net Assets or Fund Balances | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable | | | |
| | 22 Other liabilities (describe ▶ STATEMENT 14) | 344,402. | 446,102. | |
| | 23 Total liabilities (add lines 17 through 22) | 440,369. | 526,913. | |
| | Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 24 Unrestricted | 130,497,163. | 129,123,150. | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check 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 | 130,497,163. | 129,123,150. | |
| | 31 Total liabilities and net assets/fund balances | 130,937,532. | 129,650,063. | |

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 | 130,497,163. |
| 2 Enter amount from Part I, line 27a | 2 | -1,031,413. |
| 3 Other increases not included in line 2 (itemize) ▶ | 3 | 0. |
| 4 Add lines 1, 2, and 3 | 4 | 129,465,750. |
| 5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10 | 5 | 342,600. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 129,123,150. |

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 115,873. | | 97,079. | 18,794. | |
| 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 | | | 18,794. | |
| 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 18,794. |
| 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 58. |

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 | 837,935. | 3,381,442. | .247804 |
| 2011 | 700,506. | 3,014,370. | .232389 |
| 2010 | 764,523. | 3,015,055. | .253569 |
| 2009 | 674,978. | 1,496,346. | .451084 |
| 2008 | 723,911. | 1,390,362. | .520664 |
| 2 Total of line 1, column (d) | | | 2 1.705510 |
| 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 .341102 |
| 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 | | | 4 3,622,449. |
| 5 Multiply line 4 by line 3 | | | 5 1,235,625. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 6 406. |
| 7 Add lines 5 and 6 | | | 7 1,236,031. |
| 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. | | | 8 812,274. |

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 ☐ 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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 **Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2013 estimated tax payments and 2012 overpayment credited to 2013

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached9 **Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed**10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ☐587. Refunded ☐**Part VII-A Statements Regarding Activities**

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

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

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

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

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.

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

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

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

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

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

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

• By language in the governing instrument, or

• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

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

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

MO

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV

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

| | Yes | No |
|----|-----|----|
| 1a | | X |
| 1b | | X |
| 1c | | X |
| 2 | | X |
| 3 | | X |
| 4a | | X |
| 4b | | |
| 5 | | X |
| 6 | X | |
| 7 | X | |
| 8b | X | |
| 9 | X | |
| 10 | | X |

N/A

Part VII-A Statements Regarding Activities (continued)

| | | | | |
|----|---|-----|-----|---------|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | X |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.LADFOUNDATION.ORG | 13 | X | |
| 14 | The books are in care of ► THE FOUNDATION Located at ► 319 NORTH 4TH ST, SAINT LOUIS, MO Telephone no. ► 314-621-0230 ZIP+4 ► 63102-1935 | | | |
| 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 | | |
| 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)? Organizations relying on a current notice regarding disaster assistance check here | N/A | 1b |
| c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? | | 1c |
| 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): | | |
| a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ► | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) | 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? | <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.) | N/A | 3b |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | | 4a |
| 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 |

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

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 |
|----------------------|---|---|---|---------------------------------------|
| SEE STATEMENT 15 | | 0. | 0. | 0. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

| (a) Name and address of each employee paid more than \$50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|------------------|---|---------------------------------------|
| GREG F. IFFRIG | LIASON TO THE | BOARD | | |
| 6244 LORAN AVENUE, ST LOUIS, MO 63109 | 40.00 | 74,864. | 35,854. | 0. |
| DANNY G. SKAGGS | FORESTER | | | |
| ROUTE 1 BOX 39, BUNKER, MO 63629 | 40.00 | 63,986. | 30,658. | 0. |
| MICHAEL J. ADAMS | FORESTER | | | |
| HC 3 BOX 33K, EMINENCE, MO 65466 | 40.00 | 58,861. | 28,201. | 0. |
| JASON L. GREEN | FOREST MNGR | | | |
| 3 LAURA LANE, SALEM, MO 65560 | 40.00 | 58,726. | 2,879. | 0. |
| BRANDON J. KUHN | FORESTER | | | |
| 1101 DOVE DR, LICKING, MO 65542 | 40.00 | 57,375. | 2,828. | 0. |
| 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 | |
| SEE STATEMENT 16 | 736,485. |
| 2 | |
| SEE STATEMENT 17 | 44,442. |
| 3 | |
| SEE STATEMENT 18 | 69,538. |
| 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. |

Form 990-PF (2013)

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

| | | | |
|----------|--|-----------|------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 1,598,807. |
| b | Average of monthly cash balances | 1b | 2,206,342. |
| c | Fair market value of all other assets | 1c | 1,471. |
| d | Total (add lines 1a, b, and c) | 1d | 3,806,620. |
| 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 | 3,806,620. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) STMT 19 | 4 | 184,171. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 3,622,449. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 181,122. |

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

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 | 812,274. |
| 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 | 812,274. |
| 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 | 0. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 812,274. |

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)**N/A**

| | (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 | | | | |
| a Enter amount for 2012 only | | | | |
| b Total for prior years: | | | | |
| 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 | | | | |
| 4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ | | | | |
| 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 instr. | | | | |
| 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) | | | | |
| 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 | | | | |
| 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)

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)

| 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 | Tax year | Prior 3 years | | | (e) Total |
|---|----------|---------------|----------|----------|------------|
| | (a) 2013 | (b) 2012 | (c) 2011 | (d) 2010 | |
| b 85% of line 2a | 0. | 0. | 0. | 0. | 0. |
| c Qualifying distributions from Part XII, line 4 for each year listed | 812,274. | 837,935. | 700,506. | 764,523. | 3,115,238. |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | 0. | 0. | 0. | 0. | 0. |
| e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c | 812,274. | 837,935. | 700,506. | 764,523. | 3,115,238. |
| 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 minimum investment return shown in Part X, line 6 for each year listed | 120,748. | 112,715. | 100,479. | 100,502. | 434,444. |
| 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 address of the person to whom applications should be addressed:

L-A-D FOUNDATION, 314-621-0230
319 NORTH 4TH ST. #805, ST LOUIS, MO 63102

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

LETTER OF INQUIRY/PROPOSAL

c Any submission deadlines:

MAY 1

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

MUST BE 501(C)3 SEE ADDITIONAL REQUIREMENTS ON WEBSITE GRANT FLYER

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 | | | | |
| B.E.S.T. SCHOOL FOUNDATION P.O. BOX 730 EMINENCE, MO 65466 | NONE | | COMMUNITY OUTREACH AND SUPPORT | 3,000. |
| BONEBRAKE CENTER OF NATURE AND HISTORY 601 N. HICKORY STREET SALEM, MO 65560 | NONE | | GRANT TO SUPPORT ONGOING EDUCATIONAL PROGRAMS | 2,000. |
| DENISE VAUGHN 5 STATE ROUTE NN MT. VIEW, MO 65548 | NONE | | SCHOLARSHIP - DERECHO PROJECT | 4,200. |
| EMINENCE AREA FIRE DEPARTMENT P.O. BOX 518 EMINENCE, MO 65466 | NONE | | COMMUNITY GRANT TO SUPPORT LOCAL FIRE DEPARTMENT | 150. |
| ENVIRONMENT AMERICA RESEARCH AND POLICY 294 WASHINGTON ST., STE. 500 BOSTON, MA 2108 | NONE | | GRANT TO RESEARCH ENVIRONMENTAL ISSUES | 3,000. |
| Total | SEE CONTINUATION SHEET(S) | | | 3a 36,225. |
| b Approved for future payment | | | | |
| NONE | | | | |
| | | | | |
| | | | | |
| Total | | | 3b | 0. |

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. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

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

**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.

Signature of officer or trustee

2/28/15
Date

DIRECTOR
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

MARILEE R. SAUER

Mailee E. Pauon
WILHELM, LLC

2/26/15

P00875246

Firm's name ► **WILHELM & WILHELM, LLC**

Firm's EIN ► 43-1870213

Firm's address ▶ 7777 BONHOMME AVE., #2001
ST. LOUIS, MO 63105-1946

Phone no. (314) 727-1155

Form **990-PF** (2013)

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

L-A-D FOUNDATION, INC.

Employer identification number

43-6036974

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

Employer identification number

L-A-D FOUNDATION, INC.**43-6036974****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
|------------|---|----------------------------|---|
| 1 | LEO DREY PIONEER FOUNDATION 10 S. BROADWAY STE. 550 ST LOUIS, MO 63102 | \$ 91,590. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| 2 | NADIST, LLC 10 S. BROADWAY STE. 550 ST LOUIS, MO 63102 | \$ 64,887. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| 3 | WCS 2300 SOUTHERN BLVD BRONX, NY 10460 | \$ 77,708. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| 4 | USDA FOREST SERVICE 1400 INDEPENDENCE AV, SW WASHINGTON, DC 20250-1111 | \$ 13,823. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |

Name of organization

Employer identification number

L-A-D FOUNDATION, INC.**43-6036974****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
|------------------------------|---|--|----------------------|
| | <div></div> <div></div> <div></div> <div></div> | \$ | |
| | <div></div> <div></div> <div></div> <div></div> | \$ | |
| | <div></div> <div></div> <div></div> <div></div> | \$ | |
| | <div></div> <div></div> <div></div> <div></div> | \$ | |
| | <div></div> <div></div> <div></div> <div></div> | \$ | |
| | <div></div> <div></div> <div></div> <div></div> | \$ | |
| | <div></div> <div></div> <div></div> <div></div> | \$ | |

| | |
|-------------------------------|--------------------------------|
| Name of organization | Employer identification number |
| L-A-D FOUNDATION, INC. | 43-6036974 |

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------------|---|-----------------|--|
| | | | |
| | | | |
| | | | |
| | (e) Transfer of gift | | |
| | Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee |
| | | | |
| | | | |
| | | | |
| | (e) Transfer of gift | | |
| | Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee |
| | | | |
| | | | |
| | | | |
| | (e) Transfer of gift | | |
| | Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee |
| | | | |
| | | | |
| | | | |
| | (e) Transfer of gift | | |
| | Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee |
| | | | |
| | | | |
| | | | |
| | (e) Transfer of gift | | |
| | Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee |
| | | | |
| | | | |
| | | | |
| | (e) Transfer of gift | | |
| | Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee |
| | | | |
| | | | |
| | | | |

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 | .32 SHS MALLINCKRODT | | 12/23/08 | 07/01/13 |
| b | .15 SHS MALLINCKRODT | | 03/16/09 | 07/01/13 |
| c | .28 SHS MALLINCKRODT | | 03/01/10 | 07/01/13 |
| d | 9.68 SHS MALLINCKRODT | | 12/23/08 | 07/26/13 |
| e | 4.85 SHS MALLINCKRODT | | 03/16/09 | 07/26/13 |
| f | 8.47 SHS MALLINCKRODT | | 03/01/10 | 07/26/13 |
| g | .25 SHS NOW INC COM | | 12/31/07 | 06/02/14 |
| h | .13 SHS NOW INC COM | | 12/31/07 | 06/02/14 |
| i | .12 SHS NOW INC COM | | 04/03/08 | 06/02/14 |
| j | 21 SHS NOW INC COM | | 12/31/07 | 06/18/14 |
| k | 10.5 SHS NOW INC COM | | 12/31/07 | 06/18/14 |
| l | 10.5 SHS NOW INC COM | | 04/03/08 | 06/18/14 |
| m | 25 WASHINGTON PRIME GROUP INC COM | | 02/08/11 | 06/18/14 |
| n | 25 WASHINGTON PRIME GROUP INC COM | | 02/06/12 | 06/18/14 |
| o | 255 SHS ALTERA CORP COM | | 08/20/09 | 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 | 14. | 8. | 6. |
| b | 7. | 3. | 4. |
| c | 12. | 9. | 3. |
| d | 426. | 240. | 186. |
| e | 213. | 110. | 103. |
| f | 373. | 294. | 79. |
| g | 8. | 7. | 1. |
| h | 4. | 4. | 0. |
| i | 4. | 3. | 1. |
| j | 715. | 610. | 105. |
| k | 357. | 305. | 52. |
| l | 357. | 254. | 103. |
| m | 493. | 315. | 178. |
| n | 493. | 407. | 86. |
| o | 8,904. | 4,893. | 4,011. |

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. |
| b | | | 4. |
| c | | | 3. |
| d | | | 186. |
| e | | | 103. |
| f | | | 79. |
| g | | | 1. |
| h | | | 0. |
| i | | | 1. |
| j | | | 105. |
| k | | | 52. |
| l | | | 103. |
| m | | | 178. |
| n | | | 86. |
| o | | | 4,011. |

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 | 100 SHS BHP LTD SPONSORED ADR | | 05/18/09 | 06/24/14 |
| b | 800 SHS MFC VANGUARD INTL EQUITY INDEX FDS | | 08/03/11 | 06/24/14 |
| c | 3095.98 SHS PIMCO COMMODITY REAL RETURN STRATEGY | | 04/03/09 | 06/25/14 |
| d | 38.06 SHS PIMCO COMMODITY REAL RETURN STRATEGY FU | | 12/09/09 | 06/25/14 |
| e | 3023.93 SHS PIMCO COMMODITY REAL RETURN STRATEGY | | 03/02/10 | 06/25/14 |
| f | 118.22 SHS PIMCO COMMODITY REAL RETURN STRATEGY F | | 12/07/11 | 06/25/14 |
| g | 28.13 SHS PIMCO COMMODITY REAL RETURN STRATEGY FU | | 12/07/11 | 06/25/14 |
| h | 45.88 SHS PIMCO COMMODITY REAL RETURN STRATEGY FU | | 12/12/12 | 06/25/14 |
| i | 18.63 SHS PIMCO COMMODITY REAL RETURN STRATEGY FU | | 12/12/12 | 06/25/14 |
| j | 104.02 SHS PIMCO COMMODITY REAL RETURN STRATEGY F | | 12/11/13 | 06/25/14 |
| k | CAPITAL GAINS DIVIDENDS | | | |
| l | | | | |
| m | | | | |
| n | | | | |
| o | | | | |

| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|-----------------------|--|---|--|
| a 6,827. | | 5,106. | 1,721. |
| b 41,687. | | 37,431. | 4,256. |
| c 18,978. | | 20,000. | -1,022. |
| d 233. | | 307. | -74. |
| e 18,537. | | 24,645. | -6,108. |
| f 725. | | 897. | -172. |
| g 172. | | 214. | -42. |
| h 281. | | 311. | -30. |
| i 114. | | 126. | -12. |
| j 638. | | 580. | 58. |
| k 15,301. | | | 15,301. |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

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

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 1,721. |
| b | | | 4,256. |
| c | | | -1,022. |
| d | | | -74. |
| e | | | -6,108. |
| f | | | -172. |
| g | | | -42. |
| h | | | -30. |
| i | | | -12. |
| j | | | 58. |
| k | | | 15,301. |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

| | | |
|---|---|---------|
| 2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 } | 2 | 18,794. |
| 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 | 58. |

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 |
|---|--|--------------------------------------|---|----------------|
| GREATER OZARKS AUDUBON P.O. BOX 3231 SPRINGFIELD, MO 65808 | NONE | | GLADE SUMMER EDUCATION CONSERVATIO PROGRAM | 2,500. |
| HEATON CEMETERY HC 62 BOX 289 SALEM, MO 65560 | NONE | | CEMETERY CLEAN UP & MAINTENANCE SUPPORT | 500. |
| KATELYN STOOPS 22652 WAYNE LN SUMMERSVILLE, MO 65571 | NONE | | SCHOLARSHIP - PIONEER FOREST | 1,500. |
| LUCAS LEGRAND RT 1, BOX 1700 WINONA, MO 65588 | NONE | | SCHOLARSHIP - EMINENCE | 1,500. |
| MARK TWAIN FOREST WATCHERS 17918 ROCKY TOP ROAD ELK CREEK, MO 65464 | NONE | | GRANT TO SUPPORT FOREST WATCHERS PROGRAM | 2,000. |
| MISSOURI CAVES AND KARST CONSERVANCY P.O. BOX 190456 ST. LOUIS, MO 63119 | NONE | | GRANT TO PROTECT AND CONSERVE MISSOURI CAVES | 3,000. |
| MISSOURI COALITION FOR THE ENVIRONMENT 6267 DELMAR BLVD. SUITE 2E ST LOUIS, MO 63130 | NONE | | GRANT TO FUND THE IMPROVING OF THE NPS GENERAL MANAG | 3,500. |
| OPEN SPACE COUNCIL 3221 OAK HILL AVENUE ST. LOUIS, MO 63116 | NONE | | GRANT FOR CONSERVATION FOR LAND, WATER AND OTHER NATURAL RESOURCES | 2,500. |
| OZARK GREENWAYS P.O. BOX 50733 SPRINGFIELD, MO 65805 | NONE | | GRANT TO DEVELOP BIKE ROUTES | 2,000. |
| RELAY FOR LIFE - AMERICAN CANCER SOCIETY 201 N. NEW MADRID SIKESTON, MO 63801 | NONE | | COMMUNITY OUTREACH AND SUPPORT | 100. |
| Total from continuation sheets | | | | 23,875. |

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 |
|--|--|--------------------------------------|--|--------|
| SPRINGFIELD PLATEAU GROTTO C/O SPRINGFIELD NATURE CENTER 4601 S. NATURE CENTER WAY SPRINGFIELD, MO 65804-4920 | NONE | | GRANT FOR CONSERVATION, SURVEY, AND MANAGEMENT OF CAVES | 2,500. |
| STREAM TEAM 1028 HCR 1 BOX 400 JADWIN, MO 65501 | NONE | | SUPPORT FOR THE UPPER CURRENT RIVER CLEAN-UP | 125. |
| TIMBER FUN DAY P.O. BOX 338 SALEM, MO 65560 | NONE | | COMMUNITY SUPPORT FOR TIMBER FUN DAY EVENT | 150. |
| WATERSHED COMMITTEE OF THE OZARKS 320 N. MAIN AVENUE SPRINGFIELD, MO 65806 | NONE | | GRANT TO COMPLETE WATERSHED CENTER RAIN GARDEN | 2,000. |
| | | | | |
| | | | | |
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| | | | | |
| | | | | |
| | | | | |
| Total from continuation sheets | | | | |

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 |
|-------------------------|-----------------------------|---------------------------------|-------------------------------|
| COMMERCE BANK | 537. | 537. | 537. |
| NORTHERN TRUST | 301. | 301. | 301. |
| US BANK | 460. | 460. | 460. |
| WELLS FARGO | 79. | 79. | 79. |
| TOTAL TO PART I, LINE 3 | 1,377. | 1,377. | 1,377. |

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 |
|-------------------|-----------------|-------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| NORTHERN TRUST | 51,229. | 15,301. | 35,928. | 35,928. | 35,928. |
| TO PART I, LINE 4 | 51,229. | 15,301. | 35,928. | 35,928. | 35,928. |

FORM 990-PF RENTAL INCOME STATEMENT 3

| KIND AND LOCATION OF PROPERTY | ACTIVITY NUMBER | GROSS RENTAL INCOME |
|---------------------------------------|--------------------|------------------------|
| RESIDENTIAL RENTAL - BALL MILLS MO | 1 | 4,388. |
| TOTAL TO FORM 990-PF, PART I, LINE 5A | | 4,388. |

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 4

| (A) DESCRIPTION OF PROPERTY | | | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD |
|--------------------------------|-------------------------------|---------------------------|--------------------|---------------------|-----------|
| .32 SHS MALLINCKRODT | | | | 12/23/08 | 07/01/13 |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS | |
| 14. | 8. | 0. | 0. | | 6. |

| (A) DESCRIPTION OF PROPERTY | | | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD |
|--------------------------------|-------------------------------|---------------------------|--------------------|---------------------|-----------|
| .15 SHS MALLINCKRODT | | | | 03/16/09 | 07/01/13 |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS | |
| 7. | 3. | 0. | 0. | | 4. |

| (A) DESCRIPTION OF PROPERTY | | | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD |
|--------------------------------|-------------------------------|---------------------------|--------------------|---------------------|-----------|
| .28 SHS MALLINCKRODT | | | | 03/01/10 | 07/01/13 |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS | |
| 12. | 9. | 0. | 0. | | 3. |

| (A) DESCRIPTION OF PROPERTY | (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
|--------------------------------|-----------------------------|-------------------------------|---------------------------|----------------|---------------------|
| 9.68 SHS MALLINCKRODT | 426. | 240. | 0. | 0. | 186. |

| (A) DESCRIPTION OF PROPERTY | (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
|--------------------------------|-----------------------------|-------------------------------|---------------------------|----------------|---------------------|
| 4.85 SHS MALLINCKRODT | 213. | 110. | 0. | 0. | 103. |

| (A) DESCRIPTION OF PROPERTY | (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
|--------------------------------|-----------------------------|-------------------------------|---------------------------|----------------|---------------------|
| 8.47 SHS MALLINCKRODT | 373. | 294. | 0. | 0. | 79. |

| (A) DESCRIPTION OF PROPERTY | (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
|--------------------------------|-----------------------------|-------------------------------|---------------------------|----------------|---------------------|
| .25 SHS NOW INC COM | 8. | 7. | 0. | 0. | 1. |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD | |
|--------------------------------|-------------------------------|---------------------------|----------------|---------------------|
| .13 SHS NOW INC COM | | 12/31/07 | 06/02/14 | |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
| 4. | 4. | 0. | 0. | 0. |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD | |
|--------------------------------|-------------------------------|---------------------------|----------------|---------------------|
| .12 SHS NOW INC COM | | 04/03/08 | 06/02/14 | |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
| 4. | 3. | 0. | 0. | 1. |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD | |
|--------------------------------|-------------------------------|---------------------------|----------------|---------------------|
| 21 SHS NOW INC COM | | 12/31/07 | 06/18/14 | |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
| 715. | 610. | 0. | 0. | 105. |

| (A) DESCRIPTION OF PROPERTY | | | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD |
|--------------------------------|-------------------------------|---------------------------|--------------------|---------------------|-----------|
| 10.5 SHS NOW INC COM | | | | 12/31/07 | 06/18/14 |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS | |
| 357. | 305. | 0. | 0. | 52. | |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | | DATE ACQUIRED | | DATE SOLD |
|--------------------------------|-------------------------------|---------------------------|------------------|---------------------|-----------|
| 10.5 SHS NOW INC COM | | | 04/03/08 | | 06/18/14 |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS | |
| 357. | 254. | 0. | 0. | 103. | |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | | DATE ACQUIRED | | DATE SOLD |
|--------------------------------------|-------------------------------|---------------------------|------------------|---------------------|-----------|
| 25 WASHINGTON PRIME GROUP INC COM | | | 02/08/11 | | 06/18/14 |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS | |
| 493. | 315. | 0. | 0. | 178. | |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | | DATE ACQUIRED | | DATE SOLD |
|--------------------------------------|-------------------------------|---------------------------|------------------|---------------------|-----------|
| 25 WASHINGTON PRIME GROUP INC COM | | | 02/06/12 | | 06/18/14 |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS | |
| 493. | 407. | 0. | 0. | 86. | |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | | DATE ACQUIRED | | DATE SOLD |
|--------------------------------|-------------------------------|---------------------------|------------------|---------------------|-----------|
| 255 SHS ALTERA CORP COM | | | 08/20/09 | | 06/24/14 |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS | |
| 8,904. | 4,893. | 0. | 0. | 4,011. | |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD | |
|----------------------------------|-------------------------------|---------------------------|----------------|---------------------|
| 100 SHS BHP LTD SPONSORED ADR | | 05/18/09 | 06/24/14 | |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
| 6,827. | 5,106. | 0. | 0. | 1,721. |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD | |
|---|-------------------------------|---------------------------|----------------|---------------------|
| 800 SHS MFC VANGUARD INTL EQUITY INDEX FDS | | 08/03/11 | 06/24/14 | |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
| 41,687. | 37,431. | 0. | 0. | 4,256. |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD | |
|--|-------------------------------|---------------------------|----------------|---------------------|
| 3095.98 SHS PIMCO COMMODITY REAL RETURN STRATEGY FUND | | 04/03/09 | 06/25/14 | |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
| 18,978. | 20,000. | 0. | 0. | -1,022. |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD | |
|--|-------------------------------|---------------------------|----------------|---------------------|
| 38.06 SHS PIMCO COMMODITY REAL RETURN STRATEGY FUND | | 12/09/09 | 06/25/14 | |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
| 233. | 307. | 0. | 0. | -74. |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD | |
|--|-------------------------------|---------------------------|----------------|---------------------|
| 3023.93 SHS PIMCO COMMODITY REAL RETURN STRATEGY FUND | | 03/02/10 | 06/25/14 | |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
| 18,537. | 24,645. | 0. | 0. | -6,108. |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD | |
|---|-------------------------------|---------------------------|----------------|---------------------|
| 118.22 SHS PIMCO COMMODITY REAL RETURN STRATEGY FUND | | 12/07/11 | 06/25/14 | |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
| 725. | 897. | 0. | 0. | -172. |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD | |
|--|-------------------------------|---------------------------|----------------|---------------------|
| 28.13 SHS PIMCO COMMODITY REAL RETURN STRATEGY FUND | | 12/07/11 | 06/25/14 | |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
| 172. | 214. | 0. | 0. | -42. |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD | |
|--|-------------------------------|---------------------------|----------------|---------------------|
| 45.88 SHS PIMCO COMMODITY REAL RETURN STRATEGY FUND | | 12/12/12 | 06/25/14 | |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
| 281. | 311. | 0. | 0. | -30. |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD | |
|--|-------------------------------|---------------------------|----------------|---------------------|
| 18.63 SHS PIMCO COMMODITY REAL RETURN STRATEGY FUND | | 12/12/12 | 06/25/14 | |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
| 114. | 126. | 0. | 0. | -12. |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD | |
|---|-------------------------------|---------------------------|----------------|---------------------|
| 104.02 SHS PIMCO COMMODITY REAL RETURN STRATEGY FUND | | 12/11/13 | 06/25/14 | |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
| 638. | 580. | 0. | 0. | 58. |

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD | |
|--------------------------------|-------------------------------|---------------------------|----------------|---------------------|
| SALE OF TIMBER | DONATED | 07/06/04 | | |
| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
| 1,089,606. | 1,222,740. | 0. | 0. | -133,134. |

| | |
|---------------------------------------|-----------|
| NET GAIN OR LOSS FROM SALE OF ASSETS | -129,641. |
| CAPITAL GAINS DIVIDENDS FROM PART IV | 15,301. |
| TOTAL TO FORM 990-PF, PART I, LINE 6A | -114,340. |

| FORM 990-PF | LEGAL FEES | | | STATEMENT | 5 |
|----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES | |
| LEGAL FEES | 12,000. | 0. | 0. | 12,000. | |
| TO FM 990-PF, PG 1, LN 16A | 12,000. | 0. | 0. | 12,000. | |

| FORM 990-PF | ACCOUNTING FEES | | | STATEMENT | 6 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES | |
| ACCOUNTING FEES | 22,150. | 0. | 22,150. | 0. | |
| TO FORM 990-PF, PG 1, LN 16B | 22,150. | 0. | 22,150. | 0. | |

| FORM 990-PF | OTHER PROFESSIONAL FEES | | | STATEMENT | 7 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES | |
| INVESTMENT FEES | 10,946. | 10,946. | 0. | 0. | |
| OTHER PROFESSIONAL FEES | 71,964. | 0. | 7,787. | 64,176. | |
| TO FORM 990-PF, PG 1, LN 16C | 82,910. | 10,946. | 7,787. | 64,176. | |

| FORM 990-PF | TAXES | | | STATEMENT | 8 |
|------------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES | |
| REAL ESTATE | 69,235. | 0. | 0. | 69,235. | |
| PAYROLL TAXES | 34,832. | 0. | 10,387. | 24,445. | |
| EXCISE TAX ON INVESTMENT INCOME | 6,287. | 6,287. | 0. | 0. | |
| FOREIGN TAXES | 827. | 827. | 0. | 0. | |
| PERSONAL PROPERTY TAXES | 1,233. | 0. | 999. | 234. | |
| TO FORM 990-PF, PG 1, LN 18 | 112,414. | 7,114. | 11,386. | 93,914. | |

| FORM 990-PF | OTHER EXPENSES | | | STATEMENT | 9 |
|------------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES | |
| AUTOMOBILE AND TRUCK EXPENSES | 43,514. | 0. | 2,335. | 41,178. | |
| INSURANCE | 35,192. | 0. | 27,521. | 7,671. | |
| OFFICE SUPPLIES/EXPENSES | 56,271. | 0. | 17,832. | 38,439. | |
| OUTREACH AND EDUCATION EXPENSES | 10,055. | 0. | 2,003. | 8,052. | |
| SERVICES AND SUPPORT COSTS | 11,867. | 0. | 1,754. | 10,113. | |
| TO FORM 990-PF, PG 1, LN 23 | 156,899. | 0. | 51,445. | 105,453. | |

| FORM 990-PF | OTHER DECREASES IN NET ASSETS OR FUND BALANCES | STATEMENT | 10 |
|---|--|-----------|----|
| DESCRIPTION | | AMOUNT | |
| DIFFERENCE IN BOOK VS TAX DEPRECIATION | | 2,177. | |
| CAPTURE PY DEPLETION, RESTATE BOOKS TO BOOK VALUE | | 340,423. | |
| TOTAL TO FORM 990-PF, PART III, LINE 5 | | 342,600. | |

| FORM 990-PF | CORPORATE STOCK | STATEMENT | 11 |
|---|-----------------|----------------------|----|
| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE | |
| CORPORATE STOCKS | 1,214,156. | 1,772,996. | |
| MUTUAL FUNDS | 131,893. | 127,697. | |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 1,346,049. | 1,900,693. | |

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

| DESCRIPTION | COST OR OTHER BASIS | ACCUMULATED DEPRECIATION | BOOK VALUE |
|------------------------------------|------------------------|-----------------------------|------------|
| LAND | 2,003,656. | 0. | 2,003,656. |
| BUILDINGS AND IMPROVEMENTS | 287,583. | 62,762. | 224,821. |
| MACHINERY & EQUIPMENT | 224,027. | 161,835. | 62,192. |
| SOFTWARE | 4,500. | 3,625. | 875. |
| LAND IMPROVEMENTS | 1,500. | 969. | 531. |
| TOTAL TO FM 990-PF, PART II, LN 14 | 2,521,266. | 229,191. | 2,292,075. |

FORM 990-PF OTHER ASSETS STATEMENT 13

| DESCRIPTION | BEGINNING OF YR BOOK VALUE | END OF YEAR BOOK VALUE | FAIR MARKET VALUE |
|----------------------------------|-------------------------------|---------------------------|----------------------|
| TIMBER & TIMBERLANDS | 125,293,746. | 123,730,983. | 142,530,341. |
| TO FORM 990-PF, PART II, LINE 15 | 125,293,746. | 123,730,983. | 142,530,341. |

FORM 990-PF OTHER LIABILITIES STATEMENT 14

| DESCRIPTION | BOY AMOUNT | EOY AMOUNT |
|--|------------|------------|
| DEFINED BENEFIT PENSION PLAN | 217,873. | 255,197. |
| POST-RETIREMENT MEDICAL BENEFITS PLAN | 120,904. | 179,812. |
| DEFERRED EXCISE TAXES | 5,625. | 11,093. |
| TOTAL TO FORM 990-PF, PART II, LINE 22 | 344,402. | 446,102. |

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 15
 TRUSTEES AND FOUNDATION MANAGERS

| NAME AND ADDRESS | TITLE AND AVRG HRS/WK | COMPEN- SATION | EMPLOYEE BEN PLAN CONTRIB | EXPENSE ACCOUNT |
|--|--------------------------|-------------------|---------------------------------|--------------------|
| LEON CAMBRE 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | DIRECTOR 0.15 | 0. | 0. | 0. |
| ELEANOR DREY 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | VICE-PRESIDENT 0.15 | 0. | 0. | 0. |
| KAY DREY 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | SECRETARY 0.15 | 0. | 0. | 0. |
| LAURA DREY 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | VICE-PRESIDENT 0.15 | 0. | 0. | 0. |
| LEO DREY 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | CHAIRMAN 0.15 | 0. | 0. | 0. |
| LEONARD DREY 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | DIRECTOR 0.15 | 0. | 0. | 0. |
| DOROTHY ELLIS 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | DIRECTOR 0.15 | 0. | 0. | 0. |
| SUSAN FLADER 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | VICE-PRESIDENT 0.15 | 0. | 0. | 0. |
| WAYNE GOODE 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | TREASURER 0.15 | 0. | 0. | 0. |
| TED HEISEL 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | DIRECTOR 0.15 | 0. | 0. | 0. |
| JOHN KAREL 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | PRESIDENT 0.15 | 0. | 0. | 0. |

| | | | | |
|---|---------------------------------|----|----|----|
| JERRY VINEYARD 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | DIRECTOR 0.15 | 0. | 0. | 0. |
| JOSH REEVES 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | DIRECTOR 0.15 | 0. | 0. | 0. |
| JON SMITH 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | ADVISORY COUNCIL MEMBER 0.15 | 0. | 0. | 0. |
| CLINT TRAMMEL 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | ADVISORY COUNCIL MEMBER 0.15 | 0. | 0. | 0. |
| BILL TERRY 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | ADVISORY COUNCIL MEMBER 0.15 | 0. | 0. | 0. |
| DAVID LARSEN 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | ADVISORY COUNCIL MEMBER 0.15 | 0. | 0. | 0. |
| TERRY CUNNINGHAM 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | ADVISORY COUNCIL MEMBER 0.15 | 0. | 0. | 0. |
| RINDY O'BRIEN 319 NORTH 4TH ST #805 ST LOUIS, MO 63102 | ADVISORY COUNCIL MEMBER 0.15 | 0. | 0. | 0. |
| TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII | | 0. | 0. | 0. |

| FORM 990-PF | SUMMARY OF DIRECT CHARITABLE ACTIVITIES | STATEMENT | 16 |
|-------------|---|-----------|----|
|-------------|---|-----------|----|

ACTIVITY ONE

SUSTAINABLE TIMBER AND FOREST MANAGEMENT - THE FOUNDATION OBJECTIVES ARE CARRIED OUT THROUGH THE CONSERVATIVE MANAGEMENT PRACTICES ON MORE THAN 140,000 ACRES OF TIMBER AND FORESTLAND KNOWN AS PIONEER FOREST. THE ORGANIZATION OWNS TWO ENTITIES THAT PROVIDE THE RESEARCH AND ULTIMATELY THE WORKING MODEL NECESSARY TO EDUCATE, PRESENT, AND PUT INTO PRACTICE THE SUSTAINABLE FORESTRY MODEL. PIONEER FOREST, LLC, A WORKING FOREST, PROVIDES A SUCCESSFUL PUBLIC DEMONSTRATION OF HOW TO SELECTIVELY HARVEST TREES (TIMBER)

FROM THE FOREST, WHILE MAINTAINING THE FOREST BENEFITS ON EVERY ACRE. PIONEER FOREST LUMBER, LLC, IS RESEARCHING AND DEVELOPING A WORKING CHAIN OF CUSTODY PROCESS TO SHOW THAT FINISHED PRODUCTS CAN BE MADE FROM 100% SUSTAINABLE FOREST LUMBER. FINALLY, A 61,000 ACRE AREA OF PIONEER FOREST IS LEASED TO THE MO DEPT OF NATURAL RESOURCES PROVIDING PUBLIC ACCESS TO THIS PART OF THE WORKING FOREST AND SERVING AS THE LARGEST PRIMITIVE OUTDOOR RECREATION AREA IN THE STATE OF MISSOURI.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

736,485.

| FORM 990-PF | SUMMARY OF DIRECT CHARITABLE ACTIVITIES | STATEMENT | 17 |
|-------------|---|-----------|----|
|-------------|---|-----------|----|

ACTIVITY TWO

PROTECTION OF EXEMPLARY NATURAL AND CULTURAL AREAS IN MISSOURI - THE FOUNDATION ALSO MANAGES MORE THAN 3,600 ACRES LOCATED IN TEN COUNTIES OF MISSOURI. THIRTEEN AREAS ARE DESIGNATED MISSOURI NATURAL AREAS. SEVEN OF THESE ARE LEASED FOR A NOMINAL AMOUNT TO THE MISSOURI DEPARTMENT OF CONSERVATION FOR PUBLIC ACCESS AND EDUCATION. TWO AREAS, A STATE PARK KNOWN AS GRAND GULF LOCATED IN OREGON COUNTY, AND DILLARD MILL, A STATE HISTORIC SITE LOCATED IN CRAWFORD COUNTY, ARE LEASED FOR A NOMINAL AMOUNT TO THE MISSOURI DEPARTMENT OF NATURAL RESOURCES AS PART OF THE MISSOURI'S STATE PARK SYSTEM.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 2

44,442.

| FORM 990-PF | SUMMARY OF DIRECT CHARITABLE ACTIVITIES | STATEMENT | 18 |
|-------------|---|-----------|----|
|-------------|---|-----------|----|

ACTIVITY THREE

SUPPORT FOR EDUCATION AND NON-PROFIT PROGRAMS FOCUSED ON THE MISSOURI OZARK REGION - IN ADDITION, THE FOUNDATION PROVIDES SMALL GRANTS TO VARIOUS NON-PROFIT ORGANIZATIONS WHOSE PROJECTS AND CONSERVATION GOALS HAVE A PARTICULAR FOCUS ON THE MISSOURI OZARK REGION. FUNDS ARE ADMINISTERED AS CONTRIBUTIONS TO QUALIFIED ORGANIZATIONS. THE FOUNDATION HAS DISCRETIONARY CONTROL OVER THE TIMING, PURPOSE, AMOUNT

L-A-D FOUNDATION, INC.

43-6036974

OF CONTRIBUTIONS AND RECIPIENTS.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 3

69,538.

| | | | |
|-------------|--|-----------|----|
| FORM 990-PF | CASH DEEMED CHARITABLE EXPLANATION STATEMENT | STATEMENT | 19 |
| | PART X, LINE 4 | | |

THESE ARE CASH RESERVES USED FOR THE FOUNDATION'S PROGRAMS. MORE SPECIFICALLY, THEY ARE USED FOR THE MANAGEMENT OF THE SUSTAINABLE FORESTLAND OPERATIONS, INCLUDING PAYROLL, MAINTENANCE OF BUILDINGS AND VEHICLES, EARNEST MONEY ON LAND PURCHASES, ETC. THEY ARE ALSO USED FOR EDUCATION AND NON-PROFIT PROGRAMS, AND PROTECTING THE EXEMPLARY NATURAL AND CULTURAL AREAS IN MISSOURI.

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

| Asset No | Description | Date Acquired | Method | Life | C o n v | 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 |
|----------|---|---------------|--------|-------|---------|---------|--------------------------|------------|---------------------|--------------------|------------------------|------------------------------------|-------------------------|------------------------|---------------------------------|
| | BUILDINGS | | | | | | | | | | | | | | |
| 220 | BUILDING | 01/01/09 | SL | 39.00 | MM17 | | 40,015. | | | | 40,015. | 4,574. | | 1,026. | 5,600. |
| 221 | BUILDING | 09/01/06 | SL | 39.00 | MM17 | | 14,413. | | | | 14,413. | 2,510. | | 370. | 2,880. |
| 222 | BUILDING | 09/01/07 | SL | 39.00 | MM17 | | 144,651. | | | | 144,651. | 21,481. | | 3,709. | 25,190. |
| 223 | BUILDING | 01/01/09 | SL | 39.00 | MM17 | | 16,562. | | | | 16,562. | 1,893. | | 425. | 2,318. |
| 224 | BUILDING | 01/01/09 | SL | 39.00 | MM17 | | 7,952. | | | | 7,952. | 909. | | 204. | 1,113. |
| 225 | BUILDING | 01/01/10 | SL | 39.00 | MM17 | | 13,990. | | | | 13,990. | 1,241. | | 359. | 1,600. |
| 233 | SHAFER HOUSE | 11/01/07 | SL | 27.50 | MM17 | | 50,000. | | | | 50,000. | 10,227. | | 1,818. | 12,045. |
| | * 990-PF PG 1 TOTAL BUILDINGS | | | | | | 287,583. | | | | 287,583. | 42,835. | | 7,911. | 50,746. |
| | MACHINERY & EQUIPMENT | | | | | | | | | | | | | | |
| 214 | TERRY'S NEW COMPUTER | 09/19/11 | SL | 5.00 | MC17 | | 1,425. | | | | 1,425. | 534. | | 285. | 819. |
| 215 | GATOR UTV WITH A PICK-UP TRUCK BED | 04/27/12 | SL | 5.00 | MC17 | | 10,280. | | | | 10,280. | 2,313. | | 2,056. | 4,369. |
| 216 | FLATBED TRAILER TO HAUL UTV | 05/10/12 | SL | 5.00 | MC17 | | 1,710. | | | | 1,710. | 385. | | 342. | 727. |
| 218 | LAWN MOWER | 05/07/12 | SL | 5.00 | MC17 | | 1,924. | | | | 1,924. | 433. | | 385. | 818. |
| 230 | COMPUTERS | 05/19/06 | SL | 5.00 | HVL7 | | 1,141. | | | | 1,141. | 1,141. | | 0. | 1,141. |
| 232 | SERVER | 03/13/08 | SL | 5.00 | HVL7 | | 3,188. | | | | 3,188. | 3,188. | | 0. | 3,188. |
| | * 990-PF PG 1 TOTAL MACHINERY & EQUIPMENT | | | | | | 19,668. | | | | 19,668. | 7,994. | | 3,068. | 11,062. |
| | TRANSPORTATION EQUIPMENT | | | | | | | | | | | | | | |

328111
05-01-13

(D) Asset disposed

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

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

| Asset No | Description | Date Acquired | Method | Life | C o n v | 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 |
|----------|---|---------------|--------|-------|---------|---------|--------------------------|------------|---------------------|--------------------|------------------------|------------------------------------|-------------------------|------------------------|---------------------------------|
| 211 | 2011 NISSAN CREW CAB 1N6ADOEVOBC415542 | 08/24/11 | SL | 5.00 | MC17 | | 26,835. | | | | 26,835. | 10,063. | | 5,367. | 15,430. |
| 212 | 2011 NISSAN CREW CAB 1N6ADOEY3BC432562 | 08/24/11 | SL | 5.00 | MC17 | | 26,835. | | | | 26,835. | 10,063. | | 5,367. | 15,430. |
| 213 | 2012 NISSAN CREW CAB 1N6ADOE6CC452208 | 06/29/12 | SL | 5.00 | MC17 | | 27,194. | | | | 27,194. | 6,119. | | 5,439. | 11,558. |
| 226 | 2010 NISSAN KING CAB FRONTIER | 05/24/10 | SL | 5.00 | HY17 | | 18,795. | | | | 18,795. | 13,157. | | 3,759. | 16,916. |
| 227 | 2007 NISSAN KING CAB FRONTIER | 02/07/07 | SL | 5.00 | HY17 | | 14,649. | | | | 14,649. | 14,649. | | 0. | 14,649. |
| 228 | 2008 NISSAN FRONTIER | 12/19/08 | SL | 5.00 | HY17 | | 21,599. | | | | 21,599. | 19,439. | | 2,160. | 21,599. |
| 229 | 2010 NISSAN KING CAB FRONTIER | 07/06/10 | SL | 5.00 | HY17 | | 25,219. | | | | 25,219. | 12,610. | | 5,044. | 17,654. |
| 231 | 2010 NISSAN KING CAB FRONTIER | 09/23/09 | SL | 5.00 | HY17 | | 19,616. | | | | 19,616. | 13,731. | | 3,923. | 17,654. |
| 235 | 2014 NISSAN KING CAB 1N6AD0CH4EN705156 | 05/14/14 | SL | 5.00 | MC19B | | 29,618. | | | | 29,618. | | | 740. | 740. |
| | * 990-PF PG 1 TOTAL TRANSPORTATION EQUIPMENT | | | | | | 210,360. | | | | 210,360. | 99,831. | | 31,799. | 131,630. |
| | LAND | | | | | | | | | | | | | | |
| 234 | LAND | 07/01/04 | L | .000 | | | 1,938,769. | | | | 1,938,769. | | | 0. | |
| 236 | LAND - BENNE PROPERTY | 12/15/13 | L | .000 | | | 64,887. | | | | 64,887. | | | 0. | |
| | * 990-PF PG 1 TOTAL LAND | | | | | | 2,003,656. | | | | 2,003,656. | 0. | | 0. | 0. |
| | OTHER | | | | | | | | | | | | | | |
| 217 | FENCING - PIPE GAT & CABLES TO CLOSE OFF ACCESS POINT TO | 12/06/11 | SL | 15.00 | MC17 | | 1,500. | | | | 1,500. | 163. | | 100. | 263. |
| 219 | FORESTRY COMPUTING PROGRAM | 02/15/12 | SL | 3.00 | 16 | | 4,500. | | | | 4,500. | 2,125. | | 1,500. | 3,625. |
| | * 990-PF PG 1 TOTAL OTHER | | | | | | 6,000. | | | | 6,000. | 2,288. | | 1,600. | 3,888. |

328111
05-01-13

(D) - Asset disposed

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

FORM 990-PF PAGE 1

[illegible]

(D) - Asset disposed

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

Depreciation and Amortization 990-PF
(Including Information on Listed Property)

▶ See separate instructions.

▶ Attach to your tax return.

L-A-D FOUNDATION, INC.

FORM 990-PF PAGE 1

43-6036974

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I

| | | | |
|----|---|------------------------------|------------------|
| 1 | Maximum amount (see instructions) | 1 | 500,000. |
| 2 | Total cost of section 179 property placed in service (see instructions) | 2 | |
| 3 | Threshold cost of section 179 property before reduction in limitation | 3 | 2,000,000. |
| 4 | Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0- | 4 | |
| 5 | Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions | 5 | |
| 6 | (a) Description of property | (b) Cost (business use only) | (c) Elected cost |
| 7 | Listed property. Enter the amount from line 29 | 7 | |
| 8 | Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7 | 8 | |
| 9 | Tentative deduction. Enter the smaller of line 5 or line 8 | 9 | |
| 10 | Carryover of disallowed deduction from line 13 of your 2012 Form 4562 | 10 | |
| 11 | Business income limitation. Enter the smaller of business income (not less than zero) or line 5 | 11 | |
| 12 | Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11 | 12 | |
| 13 | Carryover of disallowed deduction to 2014. Add lines 9 and 10, less line 12 | 13 | |

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property)

| | | | |
|----|--|----|--------|
| 14 | Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year | 14 | |
| 15 | Property subject to section 168(f)(1) election | 15 | |
| 16 | Other depreciation (including ACRS) | 16 | 1,500. |

Part III MACRS Depreciation (Do not include listed property) (See instructions.)**Section A**

| | | | |
|----|---|----|---------|
| 17 | MACRS deductions for assets placed in service in tax years beginning before 2013 | 17 | 42,138. |
| 18 | If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here | | |

Section B - Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

| (a) Classification of property | (b) Month and year placed in service | (c) Basis for depreciation (business/investment use only - see instructions) | (d) Recovery period | (e) Convention | (f) Method | (g) Depreciation deduction |
|--------------------------------|--------------------------------------|--|---------------------|----------------|------------|----------------------------|
| 19a 3-year property | | | | | | |
| b 5-year property | | 29,618. | 5 YRS. | MQ | SL | 740. |
| c 7-year property | | | | | | |
| d 10-year property | | | | | | |
| e 15-year property | | | | | | |
| f 20-year property | | | | | | |
| g 25-year property | | | 25 yrs. | | S/L | |
| h Residential rental property | / | | 27.5 yrs. | MM | S/L | |
| | / | | 27.5 yrs. | MM | S/L | |
| i Nonresidential real property | / | | 39 yrs. | MM | S/L | |
| | / | | | MM | S/L | |

Section C - Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

| | | | | | | |
|----------------|---|--|--------|----|-----|--|
| 20a Class life | | | | | S/L | |
| b 12-year | | | 12 yrs | | S/L | |
| c 40-year | / | | 40 yrs | MM | S/L | |

Part IV Summary (See instructions.)

| | | | |
|----|--|----|---------|
| 21 | Listed property. Enter amount from line 28 | 21 | |
| 22 | Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr. | 22 | 44,378. |
| 23 | For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs | 23 | |

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

| (a) Type of property (list vehicles first) | (b) Date placed in service | (c) Business/ investment use percentage | (d) Cost or other basis | (e) Basis for depreciation (business/investment use only) | (f) Recovery period | (g) Method/ Convention | (h) Depreciation deduction | (i) Elected section 179 cost |
|---|-------------------------------------|--|-------------------------------|--|---------------------------|------------------------------|----------------------------------|---------------------------------------|
| 25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use | | | | | | | 25 | |
| 26 Property used more than 50% in a qualified business use: | | | | | | | | |
| | | % | | | | | | |
| | | % | | | | | | |
| | | % | | | | | | |
| 27 Property used 50% or less in a qualified business use: | | | | | | | | |
| | | % | | | | S/L - | | |
| | | % | | | | S/L - | | |
| | | % | | | | S/L - | | |
| 28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 | | | | | | | 28 | |
| 29 Add amounts in column (i), line 26. Enter here and on line 7, page 1 | | | | | | | | 29 |

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

| | (a) Vehicle | | (b) Vehicle | | (c) Vehicle | | (d) Vehicle | | (e) Vehicle | | (f) Vehicle | |
|---|----------------|----|----------------|----|----------------|----|----------------|----|----------------|----|----------------|----|
| 30 Total business/investment miles driven during the year (do not include commuting miles) | | | | | | | | | | | | |
| 31 Total commuting miles driven during the year | | | | | | | | | | | | |
| 32 Total other personal (noncommuting) miles driven | | | | | | | | | | | | |
| 33 Total miles driven during the year Add lines 30 through 32 | | | | | | | | | | | | |
| 34 Was the vehicle available for personal use during off-duty hours? | Yes | No | Yes | No | Yes | No | Yes | No | Yes | No | Yes | No |
| 35 Was the vehicle used primarily by a more than 5% owner or related person? | | | | | | | | | | | | |
| 36 Is another vehicle available for personal use? | | | | | | | | | | | | |

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

| | Yes | No |
|---|-----|----|
| 37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees? | | |
| 38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners. | | |
| 39 Do you treat all use of vehicles by employees as personal use? | | |
| 40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received? | | |
| 41 Do you meet the requirements concerning qualified automobile demonstration use? | | |

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI **Amortization**

| (a) Description of costs | (b) Date amortization begins | (c) Amortizable amount | (d) Code section | (e) Amortization period or percentage | (f) Amortization for this year |
|--|------------------------------------|------------------------------|------------------------|---|--------------------------------------|
| 42 Amortization of costs that begins during your 2013 tax year: | | | | | |
| | | | | | |
| 43 Amortization of costs that began before your 2013 tax year | | | | | 43 |
| 44 Total. Add amounts in column (f). See the instructions for where to report | | | | | 44 |

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- 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 | Name of exempt organization or other filer, see instructions | Enter filer's identifying number |
|---|--|--|
| | L-A-D FOUNDATION, INC. | Employer identification number (EIN) or 43-6036974 |
| File by the due date for filing your return. See instructions | Number, street, and room or suite no. If a P.O. box, see instructions 319 NORTH 4TH ST STE 800B, NO. 724 | Social security number (SSN) |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions SAINT LOUIS, MO 63102-1935 | |

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 FOUNDATION - 319 NORTH 4TH ST STE 800B, NO. 724 -

- The books are in the care of ► **SAINT LOUIS, MO 63102-1935**

Telephone No ► **314-621-0230**

Fax No ► **(314) 241-4706**

- 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
► ☒ 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 | \$ | 0. |
| 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 | \$ | 1399. |
| 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.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

| | | Enter filer's identifying number, see instructions |
|---|--|--|
| Type or print File by the due date for filing your return See instructions | Name of exempt organization or other filer, see instructions | Employer identification number (EIN) or |
| | L-A-D FOUNDATION, INC. | 43-6036974 |
| | Number, street, and room or suite no If a P O box, see instructions | Social security number (SSN) |
| | 319 NORTH 4TH ST STE 800B, NO. 724 | |
| | City, town or post office, state, and ZIP code For a foreign address, see instructions | |
| | SAINT LOUIS, MO 63102-1935 | |

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

04

| Application Is For | Return Code | Application Is For | Return Code |
|---|-------------|-----------------------------------|-------------|
| Form 990 or Form 990-EZ | 01 | | |
| 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 |

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

THE FOUNDATION - 319 NORTH 4TH ST STE 800B, NO. 724 -

- The books are in the care of ☒ SAINT LOUIS, MO 63102-1935

Telephone No ☒ 314-621-0230

Fax No ☒ (314) 241-4706

- 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

4 I request an additional 3-month extension of time until MAY 15, 2015

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

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED DUE TO UNAVOIDABLE ABSENCE OF AN INDIVIDUAL HAVING SOLE AUTHORITY TO EXECUTE THE RETURN

| | | | |
|--|----|----|--------|
| 8a 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 | 8a | \$ | 812. |
| 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 and any amount paid previously with Form 8868 | 8b | \$ | 1,399. |
| c Balance due. Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions | 8c | \$ | 0. |

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☒ Marilee R. Sauer Title ☒ CPA

Date ☒ 2/12/15

Form 8868 (Rev 1-2014)