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## Form 990-PF

Department of the Treasury  
Internal Revenue Service

## Return of Private Foundation

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

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](http://www.irs.gov/form990pf).

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation

A Employer identification number

THE FRIENDS OF PAUL BUNYAN FOUNDATION

91-1830032

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

Room/suite

PO BOX 12339

B Telephone number

503-364-1330

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

SALEM, OR 97309-0339

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

J Accounting method:

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

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

☐ Other (specify)

\$ 553,638. (Part I, column (d) must be on cash basis)

## Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

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

|                                       |                                                       |                                                                                   |          |         |         |             |
|---------------------------------------|-------------------------------------------------------|-----------------------------------------------------------------------------------|----------|---------|---------|-------------|
| Revenue                               | 1                                                     | Contributions, gifts, grants, etc., received                                      | 35,000.  |         | N/A     |             |
|                                       | 2                                                     | Check <input type="checkbox"/> if the foundation is not required to attach Sch. B |          |         |         |             |
|                                       | 3                                                     | Interest on savings and temporary cash investments                                |          |         |         |             |
|                                       | 4                                                     | Dividends and interest from securities                                            | 23,760.  | 23,760. |         | STATEMENT 1 |
|                                       | 5a                                                    | Gross rents                                                                       |          |         |         |             |
|                                       | b                                                     | Net rental income or (loss)                                                       |          |         |         |             |
|                                       | 6a                                                    | Net gain or (loss) from sale of assets not on line 10                             | 42,759.  |         |         |             |
|                                       | b                                                     | Gross sales price for all assets on line 6a                                       | 503,193. |         |         |             |
|                                       | 7                                                     | Capital gain net income (from Part IV, line 2)                                    |          | 42,759. |         |             |
|                                       | 8                                                     | Net short-term capital gain                                                       |          |         |         |             |
|                                       | 9                                                     | Income modifications                                                              |          |         |         |             |
|                                       | 10a                                                   | Gross sales less returns and allowances                                           |          |         |         |             |
| b                                     | Less: Cost of goods sold                              |                                                                                   |          |         |         |             |
| c                                     | Gross profit or (loss)                                |                                                                                   |          |         |         |             |
| 11                                    | Other income                                          |                                                                                   |          |         |         |             |
| 12                                    | Total. Add lines 1 through 11                         | 101,519.                                                                          | 66,519.  |         |         |             |
| Operating and Administrative Expenses | 13                                                    | Compensation of officers, directors, trustees, etc.                               | 0.       | 0.      |         | 0.          |
|                                       | 14                                                    | Other employee salaries and wages                                                 |          |         |         |             |
|                                       | 15                                                    | Pension plans, employee benefits                                                  |          |         |         |             |
|                                       | 16a                                                   | Legal fees                                                                        |          |         |         |             |
|                                       | b                                                     | Accounting fees                                                                   | STMT 2   | 1,350.  | 135.    | 1,215.      |
|                                       | c                                                     | Other professional fees                                                           | STMT 3   | 5,396.  | 539.    | 4,857.      |
|                                       | 17                                                    | Interest                                                                          |          |         |         |             |
|                                       | 18                                                    | Taxes                                                                             |          |         |         |             |
|                                       | 19                                                    | Depreciation and depletion                                                        |          |         |         |             |
|                                       | 20                                                    | Occupancy                                                                         |          |         |         |             |
|                                       | 21                                                    | Travel, conferences, and meetings                                                 |          |         |         |             |
|                                       | 22                                                    | Printing and publications                                                         |          |         |         |             |
|                                       | 23                                                    | Other expenses                                                                    | STMT 4   | 15,894. | 0.      | 15,894.     |
|                                       | 24                                                    | Total operating and administrative expenses. Add lines 13 through 23              |          | 22,640. | 674.    | 21,966.     |
| 25                                    | Contributions, gifts, grants paid                     |                                                                                   | 26,974.  |         | 26,974. |             |
| 26                                    | Total expenses and disbursements. Add lines 24 and 25 |                                                                                   | 49,614.  | 674.    | 48,940. |             |
| 27                                    | Subtract line 26 from line 12.                        |                                                                                   | 51,905.  |         |         |             |
| a                                     | Excess of revenue over expenses and disbursements     |                                                                                   |          |         |         |             |
| b                                     | Net investment income (if negative, enter -0-)        |                                                                                   | 65,845.  |         |         |             |
| c                                     | Adjusted net income (if negative, enter -0-)          |                                                                                   |          | N/A     |         |             |

S

**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only

|                                                                                                         |                                                                                                                                                       | Beginning of year | End of year    |                       |
|---------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|----------------|-----------------------|
|                                                                                                         |                                                                                                                                                       | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| <b>Assets</b>                                                                                           | 1 Cash - non-interest-bearing                                                                                                                         |                   |                |                       |
|                                                                                                         | 2 Savings and temporary cash investments                                                                                                              | 670.              | 666.           | 666.                  |
|                                                                                                         | 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                                                                                                               | 280.              | 1,080.         | 1,080.                |
|                                                                                                         | 10a Investments - U.S. and state government obligations                                                                                               |                   |                |                       |
|                                                                                                         | b Investments - corporate stock <b>STMT 6</b>                                                                                                         | 472,899.          | 523,621.       | 551,892.              |
|                                                                                                         | c Investments - corporate bonds                                                                                                                       |                   |                |                       |
|                                                                                                         | 11 Investments - land, buildings, and equipment basis ▶                                                                                               |                   |                |                       |
| Less: accumulated depreciation ▶                                                                        |                                                                                                                                                       |                   |                |                       |
| 12 Investments - mortgage loans                                                                         |                                                                                                                                                       |                   |                |                       |
| 13 Investments - other                                                                                  |                                                                                                                                                       |                   |                |                       |
| 14 Land, buildings, and equipment basis ▶                                                               |                                                                                                                                                       |                   |                |                       |
| Less: accumulated depreciation ▶                                                                        |                                                                                                                                                       |                   |                |                       |
| 15 Other assets (describe ▶ <b>STATEMENT 7</b> )                                                        | 14,451.                                                                                                                                               | 28,271.           | 0.             |                       |
| 16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item 1) | 488,300.                                                                                                                                              | 553,638.          | 553,638.       |                       |
| <b>Liabilities</b>                                                                                      | 17 Accounts payable and accrued expenses                                                                                                              |                   |                |                       |
|                                                                                                         | 18 Grants payable                                                                                                                                     |                   |                |                       |
|                                                                                                         | 19 Deferred revenue                                                                                                                                   |                   |                |                       |
|                                                                                                         | 20 Loans from officers, directors, trustees, and other disqualified persons                                                                           |                   |                |                       |
|                                                                                                         | 21 Mortgages and other notes payable                                                                                                                  |                   |                |                       |
|                                                                                                         | 22 Other liabilities (describe ▶ )                                                                                                                    |                   |                |                       |
|                                                                                                         | 23 <b>Total liabilities</b> (add lines 17 through 22)                                                                                                 | 0.                | 0.             |                       |
| <b>Net Assets or Fund Balances</b>                                                                      | <b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31</b> |                   |                |                       |
|                                                                                                         | 24 Unrestricted                                                                                                                                       | 488,300.          | 553,638.       |                       |
|                                                                                                         | 25 Temporarily restricted                                                                                                                             |                   |                |                       |
|                                                                                                         | 26 Permanently restricted                                                                                                                             |                   |                |                       |
|                                                                                                         | <b>Foundations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 27 through 31</b>                         |                   |                |                       |
|                                                                                                         | 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 <b>Total net assets or fund balances</b>                                                             | 488,300.                                                                                                                                              | 553,638.          |                |                       |
| 31 <b>Total liabilities and net assets/fund balances</b>                                                | 488,300.                                                                                                                                              | 553,638.          |                |                       |

**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<br>(must agree with end-of-year figure reported on prior year's return) | 1 | 488,300. |
| 2 Enter amount from Part I, line 27a                                                                                                                            | 2 | 51,905.  |
| 3 Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 5</b>                                                                                     | 3 | 13,433.  |
| 4 Add lines 1, 2, and 3                                                                                                                                         | 4 | 553,638. |
| 5 Decreases not included in line 2 (itemize) ▶                                                                                                                  | 5 | 0.       |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30                                                         | 6 | 553,638. |

**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<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------|--------------------------------------|----------------------------------|
| <b>1a SEE ATTACHED SCHEDULE</b>                                                                                                    | <b>P</b>                                         | <b>VARIOUS</b>                       | <b>VARIOUS</b>                   |
| b                                                                                                                                  |                                                  |                                      |                                  |
| c                                                                                                                                  |                                                  |                                      |                                  |
| d                                                                                                                                  |                                                  |                                      |                                  |
| e                                                                                                                                  |                                                  |                                      |                                  |

  

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| <b>a 503,193.</b>     |                                            | <b>460,434.</b>                                 | <b>42,759.</b>                               |
| b                     |                                            |                                                 |                                              |
| c                     |                                            |                                                 |                                              |
| d                     |                                            |                                                 |                                              |
| e                     |                                            |                                                 |                                              |

  

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |
|---------------------------|--------------------------------------|-------------------------------------------------|-------------------------------------------------------------------------------------------------|
| <b>a</b>                  |                                      |                                                 | <b>42,759.</b>                                                                                  |
| b                         |                                      |                                                 |                                                                                                 |
| c                         |                                      |                                                 |                                                                                                 |
| d                         |                                      |                                                 |                                                                                                 |
| e                         |                                      |                                                 |                                                                                                 |

  

|                                                                                                                                                                                          |                                                                                   |          |                |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|----------|----------------|
| <b>2 Capital gain net income or (net capital loss)</b>                                                                                                                                   | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 | <b>2</b> | <b>42,759.</b> |
| <b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).<br/>If gain, also enter in Part I, line 8, column (c).<br/>If (loss), enter -0- in Part I, line 8</b> |                                                                                   | <b>3</b> | <b>N/A</b>     |

**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)<br>Base period years<br>Calendar year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|----------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-------------------------------------------------------------|
| 2012                                                                 | 48,002.                                  | 463,162.                                     | .103640                                                     |
| 2011                                                                 | 48,783.                                  | 465,283.                                     | .104846                                                     |
| 2010                                                                 | 50,366.                                  | 479,412.                                     | .105058                                                     |
| 2009                                                                 | 49,250.                                  | 426,437.                                     | .115492                                                     |
| 2008                                                                 | 65,368.                                  | 552,065.                                     | .118406                                                     |

  

|                                                                                                                                                                                       |          |                 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-----------------|
| <b>2 Total of line 1, column (d)</b>                                                                                                                                                  | <b>2</b> | <b>.547442</b>  |
| <b>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</b> | <b>3</b> | <b>.109488</b>  |
| <b>4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5</b>                                                                                                 | <b>4</b> | <b>512,485.</b> |
| <b>5 Multiply line 4 by line 3</b>                                                                                                                                                    | <b>5</b> | <b>56,111.</b>  |
| <b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>                                                                                                                   | <b>6</b> | <b>658.</b>     |
| <b>7 Add lines 5 and 6</b>                                                                                                                                                            | <b>7</b> | <b>56,769.</b>  |
| <b>8 Enter qualifying distributions from Part XII, line 4</b>                                                                                                                         | <b>8</b> | <b>48,940.</b>  |

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

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

|                                                                                                                                                                                                                                        |    |        |        |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|--------|--------|
| 1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1.<br>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 <input type="checkbox"/> and enter 1% of Part I, line 27b                                                                                      |    | 1      | 1,317. |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)                                                                                                              |    |        |        |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                            |    | 2      | 0.     |
| 3 Add lines 1 and 2                                                                                                                                                                                                                    |    | 3      | 1,317. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                          |    | 4      | 0.     |
| 5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-                                                                                                                                               |    | 5      | 1,317. |
| 6 Credits/Payments:                                                                                                                                                                                                                    |    |        |        |
| a 2013 estimated tax payments and 2012 overpayment credited to 2013                                                                                                                                                                    | 6a | 1,080. |        |
| b Exempt foreign organizations - tax withheld at source                                                                                                                                                                                | 6b |        |        |
| c Tax paid with application for extension of time to file (Form 8868)                                                                                                                                                                  | 6c |        |        |
| d Backup withholding erroneously withheld                                                                                                                                                                                              | 6d |        |        |
| 7 Total credits and payments Add lines 6a through 6d                                                                                                                                                                                   | 7  | 1,080. |        |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached                                                                                                                    | 8  |        |        |
| 9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed                                                                                                                                                         | 9  | 237.   |        |
| 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid                                                                                                                                            | 10 |        |        |
| 11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>                                                                                                        | 11 |        |        |

**Part VII-A Statements Regarding Activities**

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

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?<br>Website address ► <u>N/A</u>                                                                                                                                                                              | 13 | X   |         |
| 14 | The books are in care of ► <u>THE FOUNDATION</u> Telephone no ► <u>(503) 364-1330</u><br>Located at ► <u>2015 MADRONA AVE SE, SALEM, OR</u> ZIP+4 ► <u>97302</u>                                                                                                                                                                 |    |     |         |
| 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<br>► 15 <u>N/A</u>                                                                                                                           |    |     |         |
| 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?<br>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<br>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):<br>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>(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<br>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>(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<br>(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)?<br>Organizations relying on a current notice regarding disaster assistance check here<br>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  | X  |
| 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):<br>a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>If "Yes," list the years ► _____, _____, _____<br>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<br>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.<br>► _____, _____, _____                                                                                                                                                                                                                                                                                                                                                                     | 2b  |    |
| 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<br>b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) N/A                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 3b  |    |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 4a  | X  |
| b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 4b  | X  |

**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

5b

**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?

If "Yes" to 6b, file Form 8870

6b

X

**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 8      |                                                           | 0.                                        | 0.                                                                    | 0.                                    |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |

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

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

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

▶ 0

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

**Part IX-A** Summary of Direct Charitable Activities

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

|       | Expenses |
|-------|----------|
| 1 N/A |          |
|       |          |
| 2     |          |
|       |          |
| 3     |          |
|       |          |
| 4     |          |
|       |          |

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

|                                                          | Amount |
|----------------------------------------------------------|--------|
| 1 N/A                                                    |        |
|                                                          |        |
| 2                                                        |        |
|                                                          |        |
| All other program-related investments. See instructions. |        |
| 3                                                        |        |
|                                                          |        |

Total. Add lines 1 through 3

0.

Form 990-PF (2013)

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

|          |                                                                                                             |           |          |
|----------|-------------------------------------------------------------------------------------------------------------|-----------|----------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: |           |          |
| <b>a</b> | Average monthly fair market value of securities                                                             | <b>1a</b> | 519,621. |
| <b>b</b> | Average of monthly cash balances                                                                            | <b>1b</b> | 668.     |
| <b>c</b> | Fair market value of all other assets                                                                       | <b>1c</b> |          |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c)                                                                       | <b>1d</b> | 520,289. |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)   | <b>1e</b> | 0.       |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets                                                        | <b>2</b>  | 0.       |
| <b>3</b> | Subtract line 2 from line 1d                                                                                | <b>3</b>  | 520,289. |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)   | <b>4</b>  | 7,804.   |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 | <b>5</b>  | 512,485. |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5                                                        | <b>6</b>  | 25,624.  |

**Part XI****Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

|           |                                                                                                           |           |         |
|-----------|-----------------------------------------------------------------------------------------------------------|-----------|---------|
| <b>1</b>  | Minimum investment return from Part X, line 6                                                             | <b>1</b>  | 25,624. |
| <b>2a</b> | Tax on investment income for 2013 from Part VI, line 5                                                    | <b>2a</b> | 1,317.  |
| <b>b</b>  | Income tax for 2013. (This does not include the tax from Part VI.)                                        | <b>2b</b> |         |
| <b>c</b>  | Add lines 2a and 2b                                                                                       | <b>2c</b> | 1,317.  |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1                                     | <b>3</b>  | 24,307. |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions                                                 | <b>4</b>  | 0.      |
| <b>5</b>  | Add lines 3 and 4                                                                                         | <b>5</b>  | 24,307. |
| <b>6</b>  | Deduction from distributable amount (see instructions)                                                    | <b>6</b>  | 0.      |
| <b>7</b>  | <b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | <b>7</b>  | 24,307. |

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

|          |                                                                                                                                   |           |         |
|----------|-----------------------------------------------------------------------------------------------------------------------------------|-----------|---------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:                                        |           |         |
| <b>a</b> | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26                                                     | <b>1a</b> | 48,940. |
| <b>b</b> | Program-related investments - total from Part IX-B                                                                                | <b>1b</b> | 0.      |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                         | <b>2</b>  |         |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the                                                               |           |         |
| <b>a</b> | Suitability test (prior IRS approval required)                                                                                    | <b>3a</b> |         |
| <b>b</b> | Cash distribution test (attach the required schedule)                                                                             | <b>3b</b> |         |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                 | <b>4</b>  | 48,940. |
| <b>5</b> | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b | <b>5</b>  | 0.      |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4                                                             | <b>6</b>  | 48,940. |

**Note** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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

|                                                                                                                                                                                   | (a)<br>Corpus | (b)<br>Years prior to 2012 | (c)<br>2012 | (d)<br>2013 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2013 from Part XI, line 7                                                                                                                       |               |                            |             | 24,307.     |
| <b>2</b> Undistributed income, if any, as of the end of 2013                                                                                                                      |               |                            |             |             |
| <b>a</b> Enter amount for 2012 only                                                                                                                                               |               |                            | 0.          |             |
| <b>b</b> Total for prior years                                                                                                                                                    |               | 0.                         |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2013:                                                                                                                         |               |                            |             |             |
| <b>a</b> From 2008                                                                                                                                                                | 38,049.       |                            |             |             |
| <b>b</b> From 2009                                                                                                                                                                | 28,324.       |                            |             |             |
| <b>c</b> From 2010                                                                                                                                                                | 26,853.       |                            |             |             |
| <b>d</b> From 2011                                                                                                                                                                | 26,019.       |                            |             |             |
| <b>e</b> From 2012                                                                                                                                                                | 25,893.       |                            |             |             |
| <b>f</b> Total of lines 3a through e                                                                                                                                              | 145,138.      |                            |             |             |
| <b>4</b> Qualifying distributions for 2013 from Part XII, line 4: ▶ \$                                                                                                            | 48,940.       |                            |             |             |
| <b>a</b> Applied to 2012, but not more than line 2a                                                                                                                               |               |                            | 0.          |             |
| <b>b</b> Applied to undistributed income of prior years (Election required - see instructions)                                                                                    |               | 0.                         |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required - see instructions)                                                                                            | 0.            |                            |             |             |
| <b>d</b> Applied to 2013 distributable amount                                                                                                                                     |               |                            |             | 24,307.     |
| <b>e</b> Remaining amount distributed out of corpus                                                                                                                               | 24,633.       |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))                                         | 0.            |                            |             | 0.          |
| <b>6</b> Enter the net total of each column as indicated below:                                                                                                                   | 169,771.      |                            |             |             |
| <b>a</b> Corpus: Add lines 3f, 4c, and 4e. Subtract line 5                                                                                                                        |               |                            |             |             |
| <b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b                                                                                                         |               | 0.                         |             |             |
| <b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed |               | 0.                         |             |             |
| <b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions                                                                                                         |               | 0.                         |             |             |
| <b>e</b> Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions                                                                          |               |                            | 0.          |             |
| <b>f</b> Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014                                                              |               |                            |             | 0.          |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)                                                     | 0.            |                            |             |             |
| <b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7                                                                                                 | 38,049.       |                            |             |             |
| <b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a                                                                                              | 131,722.      |                            |             |             |
| <b>10</b> Analysis of line 9:                                                                                                                                                     |               |                            |             |             |
| <b>a</b> Excess from 2009                                                                                                                                                         | 28,324.       |                            |             |             |
| <b>b</b> Excess from 2010                                                                                                                                                         | 26,853.       |                            |             |             |
| <b>c</b> Excess from 2011                                                                                                                                                         | 26,019.       |                            |             |             |
| <b>d</b> Excess from 2012                                                                                                                                                         | 25,893.       |                            |             |             |
| <b>e</b> Excess from 2013                                                                                                                                                         | 24,633.       |                            |             |             |

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

N/A

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

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

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

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)****1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

THE FRIENDS OF PAUL BUNYAN FOUNDATION, P.O. BOX 12339, SALEM, OREGON

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

CONTACT ORGANIZATION FOR APPLICATION

**c** Any submission deadlines:

CONTACT ORGANIZATION FOR ANY APPLICABLE DEADLINES

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

SUPPORT SCIENTIFIC AND EDUCATIONAL PROJECTS RELATED TO FORESTRY AND RESOURCE EDUCATION

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

| Recipient<br>Name and address (home or business)                         | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution                        | Amount         |
|--------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|------------------------------------------------------------|----------------|
| <b>a Paid during the year</b>                                            |                                                                                                                    |                                      |                                                            |                |
| WORLD FORESTRY CENTER<br>4033 SW CANYON RD<br>PORTLAND, OR 97221         | NONE                                                                                                               | NONE                                 | SUPPORT PROJECTS<br>RELATED TO FORESTRY<br>AND RESOURCE ED | 5,000.         |
| FORESTS TODAY AND FOREVER<br>PO BOX 1B<br>EUGENE, OR 97440               | NONE                                                                                                               | NONE                                 | SUPPORT PROJECTS<br>RELATED TO FORESTRY<br>AND RESOURCE ED | 5,000.         |
| HIGH DESERT MUSEUM<br>59800 S HIGHWAY 97<br>BEND, OR 97702               | NONE                                                                                                               | NONE                                 | SUPPORT PROJECTS<br>RELATED TO FORESTRY<br>AND RESOURCE ED | 3,500.         |
| HAMILTON CREEK ELEMENTARY SHCOOL<br>32135 BERLIN RD<br>LEBANON, OR 97355 | NONE                                                                                                               | NONE                                 | SUPPORT PROJECTS<br>RELATED TO FORESTRY<br>AND RESOURCE ED | 2,500.         |
| CLACKAMAS COUNTY JUVENILE DEPT.<br>2121 KAEN RD<br>OREGON CITY, OR 97045 | NONE                                                                                                               | NONE                                 | SUPPORT PROJECTS<br>RELATED TO FORESTRY<br>AND RESOURCE ED | 5,924.         |
| <b>Total</b>                                                             | <b>SEE CONTINUATION SHEET(S)</b>                                                                                   |                                      |                                                            | <b>26,974.</b> |
| <b>b Approved for future payment</b>                                     |                                                                                                                    |                                      |                                                            |                |
| NONE                                                                     |                                                                                                                    |                                      |                                                            |                |
|                                                                          |                                                                                                                    |                                      |                                                            |                |
|                                                                          |                                                                                                                    |                                      |                                                            |                |
| <b>Total</b>                                                             |                                                                                                                    |                                      |                                                            | <b>0.</b>      |



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

- |          |                                                                                                                                                                                                                                                                                                                                                                                              | Yes          | No       |
|----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|----------|
| <b>1</b> | 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?                                                                                                                                          |              |          |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of:                                                                                                                                                                                                                                                                                                           |              |          |
|          | (1) Cash                                                                                                                                                                                                                                                                                                                                                                                     | <b>1a(1)</b> | <b>X</b> |
|          | (2) Other assets                                                                                                                                                                                                                                                                                                                                                                             | <b>1a(2)</b> | <b>X</b> |
| <b>b</b> | Other transactions:                                                                                                                                                                                                                                                                                                                                                                          |              |          |
|          | (1) Sales of assets to a noncharitable exempt organization                                                                                                                                                                                                                                                                                                                                   | <b>1b(1)</b> | <b>X</b> |
|          | (2) Purchases of assets from a noncharitable exempt organization                                                                                                                                                                                                                                                                                                                             | <b>1b(2)</b> | <b>X</b> |
|          | (3) Rental of facilities, equipment, or other assets                                                                                                                                                                                                                                                                                                                                         | <b>1b(3)</b> | <b>X</b> |
|          | (4) Reimbursement arrangements                                                                                                                                                                                                                                                                                                                                                               | <b>1b(4)</b> | <b>X</b> |
|          | (5) Loans or loan guarantees                                                                                                                                                                                                                                                                                                                                                                 | <b>1b(5)</b> | <b>X</b> |
|          | (6) Performance of services or membership or fundraising solicitations                                                                                                                                                                                                                                                                                                                       | <b>1b(6)</b> | <b>X</b> |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees                                                                                                                                                                                                                                                                                                             | <b>1c</b>    | <b>X</b> |
| <b>d</b> | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. |              |          |

[illegible]

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

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

| (a) Name of organization        | (b) Type of organization | (c) Description of relationship |
|---------------------------------|--------------------------|---------------------------------|
| ASSOCIATED OREGON LOGGERS, INC. | 501(C)(6) -<br>TRADE AS  | SEE STATEMENT 9                 |
|                                 |                          |                                 |
|                                 |                          |                                 |
|                                 |                          |                                 |

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      Date      Title

☒ Yes      ☐ No

|                                       |                                                          |                                                                                                             |                 |                                                 |                   |
|---------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------------------------------------------------|-----------------|-------------------------------------------------|-------------------|
| <b>Paid<br/>Preparer<br/>Use Only</b> | Print/Type preparer's name                               | Preparer's signature<br> | Date<br>9/24/14 | Check <input type="checkbox"/> if self-employed | PTIN<br>P00083173 |
|                                       | Firm's name ► BOLDT, CARLISLE & SMITH, LLC               |                                                                                                             |                 | Firm's EIN ► 93-0570615                         |                   |
|                                       | Firm's address ► 480 CHURCH STREET SE<br>SALEM, OR 97301 |                                                                                                             |                 | Phone no. 503-585-7751                          |                   |

91-1830032

## 3 Grants and Contributions Paid During the Year (Continuation)

|                                |       |
|--------------------------------|-------|
| Total from continuation sheets | 5,050 |
|--------------------------------|-------|

**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](http://www.irs.gov/form990).

OMB No 1545-0047

**2013**

Name of the organization

Employer identification number

THE FRIENDS OF PAUL BUNYAN FOUNDATION

91-1830032

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 |
| <b>THE FRIENDS OF PAUL BUNYAN FOUNDATION</b> | <b>91-1830032</b>              |

**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4                               | (c)<br>Total contributions | (d)<br>Type of contribution                                                                                                                                        |
|------------|-----------------------------------------------------------------|----------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1          | A.O.L. SERVICE, INC.<br><br>PO BOX 12339<br><br>SALEM, OR 97309 | \$ 35,000.                 | Person <input type="checkbox"/><br>Payroll <input checked="" type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions) |
|            |                                                                 | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions)            |
|            |                                                                 | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions)            |
|            |                                                                 | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions)            |
|            |                                                                 | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions)            |
|            |                                                                 | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions)            |
|            |                                                                 | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions)            |

Employer identification number

91-1830032

**Part II    Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

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

|                                       |                                |
|---------------------------------------|--------------------------------|
| Name of organization                  | Employer identification number |
| THE FRIENDS OF PAUL BUNYAN FOUNDATION | 91-1830032                     |

**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.<br>from<br>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 |
|                           |                                         |                 |                                          |
|                           |                                         |                 |                                          |
|                           |                                         |                 |                                          |

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FORM 990-PF                      DIVIDENDS AND INTEREST FROM SECURITIES                      STATEMENT    1

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| SOURCE            | GROSS<br>AMOUNT | CAPITAL<br>GAINS<br>DIVIDENDS | (A)<br>REVENUE<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME |
|-------------------|-----------------|-------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| CD'S, BONDS, ETC. | 23,760.         | 0.                            | 23,760.                     | 23,760.                           |                               |
| TO PART I, LINE 4 | 23,760.         | 0.                            | 23,760.                     | 23,760.                           |                               |

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FORM 990-PF                      ACCOUNTING FEES                      STATEMENT    2

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| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| ACCOUNTING FEES              | 1,350.                       | 135.                              |                               | 1,215.                        |
| TO FORM 990-PF, PG 1, LN 16B | 1,350.                       | 135.                              |                               | 1,215.                        |

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FORM 990-PF                      OTHER PROFESSIONAL FEES                      STATEMENT    3

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| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| INVESTMENT MANAGEMENT FEES   | 5,396.                       | 539.                              |                               | 4,857.                        |
| TO FORM 990-PF, PG 1, LN 16C | 5,396.                       | 539.                              |                               | 4,857.                        |

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FORM 990-PF                      OTHER EXPENSES                      STATEMENT    4

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| DESCRIPTION                 | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| MISCELLANEOUS               | 1,193.                       | 0.                                |                               | 1,193.                        |
| EXECUTIVE DIRECTOR EXPENSE  | 14,701.                      | 0.                                |                               | 14,701.                       |
| REIMBURSEMENTS              | 15,894.                      | 0.                                |                               | 15,894.                       |
| TO FORM 990-PF, PG 1, LN 23 | 15,894.                      | 0.                                |                               | 15,894.                       |

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|             |                                                |           |   |
|-------------|------------------------------------------------|-----------|---|
| FORM 990-PF | OTHER INCREASES IN NET ASSETS OR FUND BALANCES | STATEMENT | 5 |
|-------------|------------------------------------------------|-----------|---|

| DESCRIPTION                              | AMOUNT  |
|------------------------------------------|---------|
| UNREALIZED LOSS ON MARKETABLE SECURITIES | 13,433. |
| TOTAL TO FORM 990-PF, PART III, LINE 3   | 13,433. |

|             |                 |           |   |
|-------------|-----------------|-----------|---|
| FORM 990-PF | CORPORATE STOCK | STATEMENT | 6 |
|-------------|-----------------|-----------|---|

| DESCRIPTION                             | BOOK VALUE | FAIR MARKET VALUE |
|-----------------------------------------|------------|-------------------|
| MUTUAL FUNDS                            | 523,621.   | 551,892.          |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 523,621.   | 551,892.          |

|             |              |           |   |
|-------------|--------------|-----------|---|
| FORM 990-PF | OTHER ASSETS | STATEMENT | 7 |
|-------------|--------------|-----------|---|

| DESCRIPTION                      | BEGINNING OF YR BOOK VALUE | END OF YEAR BOOK VALUE | FAIR MARKET VALUE |
|----------------------------------|----------------------------|------------------------|-------------------|
| SECURITIES FAIR VALUE ADJUSTMENT | 14,451.                    | 28,271.                | 0.                |
| TO FORM 990-PF, PART II, LINE 15 | 14,451.                    | 28,271.                | 0.                |

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 8

| NAME AND ADDRESS                                           | TITLE AND<br>AVRG HRS/WK     | COMPEN-<br>SATION | EMPLOYEE<br>BEN PLAN CONTRIB | EXPENSE<br>ACCOUNT |
|------------------------------------------------------------|------------------------------|-------------------|------------------------------|--------------------|
| BOB MAHON<br>2015 MADRONA AVE SE<br>SALEM, OR 97302        | BOARD VICE PRESIDENT<br>1.00 | 0.                | 0.                           | 0.                 |
| HAP HUFFMAN<br>2015 MADRONA AVE SE<br>SALEM, OR 97302      | BOARD PRESIDENT<br>1.00      | 0.                | 0.                           | 0.                 |
| DOUG LITTLEJOHN<br>2015 MADRONA AVE SE<br>SALEM, OR 97302  | BOARD TREASURER<br>1.00      | 0.                | 0.                           | 0.                 |
| BOB LUOTO<br>2015 MADRONA AVE SE<br>SALEM, OR 97302        | BOARD MEMBER<br>1.00         | 0.                | 0.                           | 0.                 |
| GARY BETTS<br>2015 MADRONA AVE SE<br>SALEM, OR 97302       | BOARD MEMBER<br>1.00         | 0.                | 0.                           | 0.                 |
| DICK POWELL<br>2015 MADRONA AVE SE<br>SALEM, OR 97302      | BOARD MEMBER<br>1.00         | 0.                | 0.                           | 0.                 |
| ROBERT VAN NATTA<br>2015 MADRONA AVE SE<br>SALEM, OR 97302 | BOARD MEMBER<br>1.00         | 0.                | 0.                           | 0.                 |
| GARY JENSEN<br>2015 MADRONA AVE SE<br>SALEM, OR 97302      | BOARD MEMBER<br>1.00         | 0.                | 0.                           | 0.                 |
| JIM JAMES<br>2015 MADRONA AVE SE<br>SALEM, OR 97302        | BOARD MEMBER<br>1.00         | 0.                | 0.                           | 0.                 |
| MIKE MILLER<br>2015 MADRONA AVE SE<br>SALEM, OR 97302      | EXECUTIVE DIRECTOR<br>40.00  | 0.                | 0.                           | 0.                 |
| TED HUFFORD<br>2015 MADRONA AVE SE<br>SALEM, OR 97302      | BOARD MEMBER<br>1.00         | 0.                | 0.                           | 0.                 |

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0. 0. 0.

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|        |                                                                            |           |   |
|--------|----------------------------------------------------------------------------|-----------|---|
| 990-PF | AFFILIATION WITH TAX-EXEMPT ORGANIZATIONS<br>PART XVII, LINE 2, COLUMN (C) | STATEMENT | 9 |
|--------|----------------------------------------------------------------------------|-----------|---|

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NAME OF AFFILIATED OR RELATED ORGANIZATION

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ASSOCIATED OREGON LOGGERS, INC.

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

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BOARD CONTROL

| Stock                              | Purch Date | Sale Date | Quantity | Cost       | Proceeds   | Realized   |            | Amount For                  |
|------------------------------------|------------|-----------|----------|------------|------------|------------|------------|-----------------------------|
| FQPB                               |            |           |          | Basis      |            | Gain/Loss  |            | Journal                     |
| Account                            |            |           |          |            |            |            |            |                             |
| Capital World Growth & Income      | 2/1/2013   | 7/16/13   | 10 997   | 428 69     | 448 34     | 19 65      | Long Term  |                             |
| Columbia Mid Cap Value             | 6/16/2010  | 7/16/13   | 73 382   | 973 90     | 1,294 45   | 320 55     | Long Term  |                             |
| Dodge & Cox Income                 | 6/16/2010  | 7/16/13   | 9 689    | 298 85     | 370 11     | 71 26      | Long Term  |                             |
| DWS Small Cap Value                | 2/1/2013   | 7/16/13   | 12 963   | 511 01     | 573 35     | 62 34      | Long Term  |                             |
| Investment Co of American          | 2/1/2013   | 7/16/13   | 34 321   | 1,086 69   | 1,204 66   | 117 97     | Long Term  |                             |
| T Rowe Price Instl                 | 6/6/2013   | 7/16/13   | 55 676   | 1,182 56   | 1,256 60   | 74 04      | Long Term  |                             |
| Harbor Capital Appreciation        | 2/1/2013   | 7/16/13   | 19 919   | 885 40     | 975 85     | 90 45      | Long Term  |                             |
| MFS Massachusetts Inv Trust        | 2/1/2013   | 7/16/13   | 25 352   | 568 76     | 625 94     | 57 18      | Long Term  |                             |
| MFS Research International         | 2/1/2013   | 7/16/13   | 9 296    | 153 66     | 158 59     | 4 93       | Long Term  |                             |
| Oppenheimer Rising Divid           | 2/1/2013   | 7/16/13   | 49 511   | 935 89     | 1,012 00   | 76 11      | Long Term  |                             |
| Oppenheimer Intl Grwth             | 2/1/2013   | 7/16/13   | 14 307   | 462 55     | 491 46     | 28 91      | Long Term  |                             |
| T Rowe Price Equity Income         | 2/1/2013   | 7/16/13   | 51 098   | 1,437 49   | 1,588 65   | 151 16     | Long Term  |                             |
| Capital World Growth & Income      | 2/1/2013   | 7/17/13   | 17 414   | 678 84     | 712 59     | 33 75      | Long Term  |                             |
| Columbia Mid Cap Value             | 6/16/2010  | 7/17/13   | 59 657   | 791 75     | 1,057 12   | 265 37     | Long Term  |                             |
| Dodge & Cox Intl Stock             | 6/16/2010  | 7/17/13   | 18 783   | 579 35     | 720 52     | 141 17     | Long Term  |                             |
| DWS Small Cap Value                | 2/1/2013   | 7/17/13   | 10 388   | 409 50     | 461 33     | 51 83      | Long Term  |                             |
| Investment Co of American          | 2/1/2013   | 7/17/13   | 30 212   | 956 59     | 1,064 36   | 107 77     | Long Term  |                             |
| T Rowe Price Instl                 | 6/6/2013   | 7/17/13   | 43 529   | 924 56     | 987 68     | 63 12      | Long Term  |                             |
| Ing Global Real Estate             | 6/16/2010  | 7/17/13   | 14 638   | 211 88     | 273 44     | 61 56      | Long Term  |                             |
| Harbor Capital Appreciation        | 2/1/2013   | 7/17/13   | 16 612   | 738 40     | 817 47     | 79 07      | Long Term  |                             |
| MFS Massachusetts Inv Trust        |            | 7/17/13   | 22 904   | 513 85     | 567 56     | 53 71      | Long Term  |                             |
| MFS Research International         | 2/1/2013   | 7/17/13   | 22 511   | 372 11     | 385 39     | 13 28      | Long Term  |                             |
| Oppenheimer Rising Divid           | 2/1/2013   | 7/17/13   | 43 533   | 822 89     | 890 24     | 67 35      | Long Term  |                             |
| Oppenheimer Intl Grwth             | 2/1/2013   | 7/17/13   | 21 794   | 704 60     | 749 28     | 44 68      | Long Term  |                             |
| T Rowe Price Equity Income         | 2/1/2013   | 7/17/13   | 42 152   | 1,185 82   | 1,313 02   | 127 20     | Long Term  |                             |
|                                    |            |           |          | 17,815 59  | 20,000 00  | 2,184 41   |            |                             |
| JP Morgan Core Bond                |            | 10/28/13  | 2,548 57 | 29,131 77  | 29,869 28  | 737 51     | Long Term  |                             |
| Dodge & Cox Income                 | 6/16/2010  | 11/14/13  | 1,101 47 | 14,601 87  | 14,979 92  | 378 05     | Long Term  |                             |
| T Rowe Price New Income            | 8/31/2011  | 11/14/13  | 2,103 25 | 20,375 70  | 19,833 68  | (542 02)   | Long Term  |                             |
|                                    |            |           |          | 64,109 34  | 64,682 88  | 573 54     |            | 573 54                      |
| Baron Small Cap                    |            | 1/6/14    | 351 81   | 10,085 68  | 12,176 01  | 2,090 33   | Long Term  |                             |
| Bridge Builder Bond Fund           | 10/28/2013 | 1/6/14    | 656 85   | 6,549 39   | 6,496 24   | (53 15)    | Long Term  |                             |
| Capital World Bond                 | 6/22/2012  | 1/6/14    | 230 31   | 4,774 33   | 4,610 75   | (163 58)   | Long Term  |                             |
| Capital World Bond                 |            | 1/6/14    | 217 96   | 4,523 69   | 4,363 52   | (160 17)   | Long Term  |                             |
| Capital World Bond                 |            | 1/6/14    | 48 70    | 1,010 79   | 974 99     | (35 80)    | Long Term  |                             |
| Capital World Bond Growth & Income |            | 1/6/14    | 588 23   | 22,954 11  | 26,246 78  | 3,292 67   | Long Term  |                             |
| Capital World Bond Growth & Income |            | 1/6/14    | 19 13    | 746 42     | 853 49     | 107 07     | Long Term  |                             |
| Credit Suisse Comm Ret Strat       |            | 1/6/14    | 1,916 84 | 17,964 79  | 13,782 09  | (4,182 70) | Long Term  |                             |
| Columbia Mid Cap Value             |            | 1/6/14    | 1,556 21 | 21,290 08  | 27,435 93  | 6,145 85   | Long Term  |                             |
| Dodge & Cox Intl Stock             |            | 1/6/14    | 781 18   | 24,235 07  | 33,207 81  | 8,972 74   | Long Term  |                             |
| DWS Small Cap Value                |            | 1/6/14    | 366 46   | 12,693 67  | 10,444 22  | (2,249 45) | Long Term  |                             |
| DWS Small Cap Value                | 2/1/2013   | 1/6/14    | 13 81    | 569 72     | 393 56     | (176 16)   | Short Term |                             |
| Dodge & Cox Income                 |            | 1/6/14    | 1107 08  | 14,678 93  | 15,023 14  | 344 21     | Long Term  |                             |
| Investment Co of American          |            | 1/6/14    | 758 61   | 24,270 79  | 27,378 35  | 3,107 56   | Long Term  |                             |
| T Rowe Price Instl Lrge Cp Gr      | 6/6/2013   | 1/6/14    | 779 65   | 16,561 43  | 20,910 32  | 4,348 89   | Long Term  |                             |
| T Rowe Price Instl Lrge Cp Gr      |            | 1/6/14    | 98 45    | 2091 17    | 2,640 29   | 549 12     | Long Term  |                             |
| Ing Global Real Estate             |            | 1/6/14    | 790 61   | 11,477 28  | 14,428 68  | 2,951 40   | Long Term  |                             |
| Harbor Capital Appreciation        | 2/1/2013   | 1/6/14    | 374 29   | 16,746 47  | 20,946 50  | 4,200 03   | Long Term  |                             |
| Harbor Capital Appreciation        |            | 1/6/14    | 41 33    | 1,850 29   | 2,314 07   | 463 78     | Long Term  |                             |
| Loomis Sayles Inv Grade BD         |            | 1/6/14    | 1266 85  | 15,225 77  | 15,113 45  | (112 32)   | Long Term  |                             |
| MFS Massachusetts Inv Trust        |            | 1/6/14    | 611 23   | 13,759 22  | 16,399 18  | 2,639 96   | Long Term  |                             |
| Mainstay High Yield Corp BD        |            | 1/6/14    | 3379 97  | 20,771 00  | 20,516 41  | (254 59)   | Long Term  |                             |
| MFS Research International         | 12/10/2013 | 1/6/14    | 17 47    | 289 27     | 317 60     | 28 33      | Long Term  |                             |
| MFS Research International         |            | 1/6/14    | 1157 05  | 19,158 16  | 21,035 09  | 1,876 93   | Long Term  |                             |
| New World                          | 12/26/2013 | 1/6/14    | 0 21     | 11 75      | 12 15      | 0 40       | Long Term  |                             |
| New World                          |            | 1/6/14    | 273 23   | 15,221 25  | 15,732 64  | 511 39     | Long Term  |                             |
| Oppenheimer Rising Dividend        | 12/5/2013  | 1/6/14    | 29 06    | 550 86     | 579 67     | 28 81      | Long Term  |                             |
| Oppenheimer Rising Dividend        |            | 1/6/14    | 1312 07  | 24,874 83  | 26,175 76  | 1,300 93   | Long Term  |                             |
| Oppenheimer Intl Growth            |            | 1/6/14    | 721 49   | 23,355 51  | 27,207 20  | 3,851 69   | Long Term  |                             |
| Pimco Total Return IV              |            | 1/6/14    | 1422 27  | 15,350 18  | 14,848 47  | (501 71)   | Long Term  |                             |
| T Rowe Price Equity Income         | 2/1/2013   | 1/6/14    | 180 04   | 5,086 44   | 5,852 95   | 766 51     | Long Term  |                             |
| Templeton Global Bond              |            | 1/6/14    | 463 74   | 5,860 10   | 6,047 22   | 187 12     | Long Term  |                             |
| Templeton Global Bond              |            | 1/6/14    | 310 25   | 3,920 45   | 4,045 66   | 125 21     | Long Term  | off .02 so added to balance |
|                                    |            |           |          | 378,508 89 | 418,510 19 | 40,001 30  |            | 40,001 38                   |
|                                    |            |           |          | 460,433 82 | 503,193 07 | 42,759 25  |            |                             |