Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No. 1545-0052

2013

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Open to Public Inspection

For calendar year 2013 or tax year beginning 8/1/2013 , and ending 7/31/2014

Name of foundation: Hargrove Hudson Charitable Trust

A Employer identification number: 73-1128665

Number and street (or P O. box number if mail is not delivered to street address): 10 Dearborn Street — Room/suite: Fl 421

B Telephone number (see instructions): 414-977-1213

City or town: Chicago — State: IL — ZIP code: 60603

Foreign country name — Foreign province/state/county — Foreign postal code

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

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

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 65,516,287

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

	Line	Description	(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 (attach schedule)				
	2	Check ▶ ☐ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	1,173,396	1,173,396		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	749,728			
	b	Gross sales price for all assets on line 6a 11,749,311				
	7	Capital gain net income (from Part IV, line 2)		749,728		
	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) (attach schedule)				
	11	Other income (attach schedule)	3,604,601	3,604,601		
	12	**Total.** Add lines 1 through 11	5,527,725	5,527,725	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	536,774	483,097		53,677
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	263,465	141,677		
	19	Depreciation (attach schedule) and depletion	830,016	830,016		
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	119,673	119,673		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,749,928	1,574,463	0	53,677
	25	Contributions, gifts, grants paid	2,501,682			2,501,682
	26	**Total expenses and disbursements.** Add lines 24 and 25	4,251,610	1,574,463	0	2,555,359
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	1,276,115			
	b	**Net investment income** (if negative, enter -0-)		3,953,262		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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For Paperwork Reduction Act Notice, see instructions.

HTA

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	1,580,527	2,067,516	2,067,516
	2	Savings and temporary cash investments	2,572,818	4,531,134	4,531,134
	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 (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	6,864,931	6,920,031	3,744,562
	b	Investments—corporate stock (attach schedule)	19,926,910	21,949,943	27,231,258
	c	Investments—corporate bonds (attach schedule)	6,900,680	5,188,034	5,228,259
	11	Investments—land, buildings and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans	1,781,276		
	13	Investments—other (attach schedule)	10,899,381	11,919,420	13,767,722
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ See Attached Statement)	9,482,921	8,652,905	8,945,836
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	60,009,444	61,228,983	65,516,287
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	60,009,444	61,228,983	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	60,009,444	61,228,983	
	31	**Total liabilities and net assets/fund balances** (see instructions)	60,009,444	61,228,983	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	60,009,444
2	Enter amount from Part I, line 27a	2	1,276,115
3	Other increases not included in line 2 (itemize) ▶ Rounding	3	3
4	Add lines 1, 2, and 3	4	61,285,562
5	Decreases not included in line 2 (itemize) ▶ Adj mto prior periods	5	56,579
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	61,228,983

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				0
b				0
c				0
d				0
e				0

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	749,728
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	30,558

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2012	2,530,343	59,533,823	0.042503
2011	2,142,994	38,345,314	0.055887
2010	2,522,006	43,496,489	0.057982
2009	2,520,341	57,968,740	0.043478
2008	4,228,319	51,608,360	0.081931

2	Total of line 1, column (d)	2	0.281781
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.056356
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	62,753,655
5	Multiply line 4 by line 3	5	3,536,545
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	39,533
7	Add lines 5 and 6	7	3,576,078
8	Enter qualifying distributions from Part XII, line 4	8	2,555,359

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter. ______ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	79,065
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	79,065
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	79,065
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 160,930		
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	160,930
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	81,865
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 81,865 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ J.P. Morgan Telephone no. ▶ 918-586-5995
Located at ▶ P.O. Box 1 Tulsa OK ZIP+4 ▶ 74102

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

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

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? — 5b: N/A

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b: No X

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? — 7b: No X

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

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

(a) Name and address	(b) Title, and 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
J P Morgan P O Box 1 Tulsa, OK 74102	Trustee 100.00	536,774		

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

(a) Name and address of each employee paid more than $50 000	(b) Title, and 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 ▶

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

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

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

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	49,235,441
b	Average of monthly cash balances	1b	5,375,998
c	Fair market value of all other assets (see instructions)	1c	9,097,855
d	**Total** (add lines 1a, b, and c)	1d	63,709,294
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	63,709,294
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	955,639
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	62,753,655
6	**Minimum investment return.** Enter 5% of line 5	6	3,137,683

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

1	Minimum investment return from Part X, line 6			1	3,137,683
2a	Tax on investment income for 2013 from Part VI, line 5	2a	79,065		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	79,065
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	3,058,618
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	3,058,618
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	3,058,618

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	2,555,359
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,555,359
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,555,359

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1	Distributable amount for 2013 from Part XI, line 7				3,058,618
2	Undistributed income, if any, as of the end of 2013:				
a	Enter amount for 2012 only			0	
b	Total for prior years. 20___, 20___, 20___				
3	Excess distributions carryover, if any, to 2013:				
a	From 2008 — 1,060,570				
b	From 2009				
c	From 2010 — 428,131				
d	From 2011 — 293,736				
e	From 2012				
f	Total of lines 3a through e	1,782,437			
4	Qualifying distributions for 2013 from Part XII, line 4. ▶ $ 2,555,359				
a	Applied to 2012, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2013 distributable amount				2,555,359
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2013. *(If an amount appears in column (d), the same amount must be shown in column (a).)*	503,259			503,259
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5	1,279,178			
b	Prior years' undistributed income. Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
e	Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f	Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	557,311			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	721,867			
10	Analysis of line 9:				
a	Excess from 2009				
b	Excess from 2010 — 428,131				
c	Excess from 2011 — 293,736				
d	Excess from 2012				
e	Excess from 2013				

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

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

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter: (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Contemplative Sisters of The Good Shepherd 25-30 21 st Ave Astoria, NY 11105			General Fund	141,271
Sisters of Good Shephard 24-3021 st Ave Astoria, NY 11105			General Fund	241,339
Sisters of The Sorrowful Mother 2935 Universal Ct # 100 Oskosh, WI 54904			General Fund	482,677
Sisters of The Good Shephard Province Of Mid AM 7654 Natural Bridge RD ST Louis, MO 63121			General Fund	1,018,332
Sisters of Charity of The Incarnate Word 6510 Lawndale Ave Houston, TX 77210			General Fund	618,063
Total . . . . ▶ 3a				2,501,682
b *Approved for future payment*				
Total . . . . ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,173,396	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	681,968	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a Oil & Gas Royalties			15	3,580,519	
b Lease Bonus			16	7,648	
c Shut in Royalty			16	16,434	
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		5,459,965	0

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 5,459,965

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
4	Revenue source
5a	Revenue source
8	Revenue source
11	Revenue souece

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

BY: Susan Thies, Vice President | 1/5/2015 | Trustee

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Lucien Rouse		12/7/2014		P01271731
Firm's name ▶ Casey and Rouse			Firm's EIN ▶	73-1198677
Firm's address ▶ P.O Box 330163, Tulsa, OK 74133			Phone no	(918) 583-1169

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	323 993
Short Term CG Distributions	67 760

Totals	Gross Sales	Cost Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	11 749,311	10,999 583	749,728
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	850k BNP CONT BUFF EQ						8/28/2013	977,500	841,500					136,000
2	X	475k HSBC MKT PLUS SPX						9/9/2013	573,303	469,062					104,241
3	X	375k BARC 93% PPN Curry						9/13/2013	348,750	386,280					-37,530
4	X	32909 DREYFUS EMG MKT			X	7/31/2013	P	10/2/2013	465,000	460,722					4,278
5	X	6975 ISHARES COHEN & ST			X			10/2/2013	541,014	534,595					6,419
6	X	1572 SPDR GOLD TRUST						10/25/2013	77,023	64,819					12,204
7	X	525k SG BRENT CBEN						11/1/2013	584,850	519,750					65,100
8	X	12941 JPM EQ INC FUND						11/5/2013	165,000	119,447					45,553
9	X	5236 JPM LARGE CAP GRWT						11/5/2013	157,000	113,549					43,451
10	X	59368 EATON VANCE FLT						11/5/2013	545,000	535,789					9,211
11	X	465k SG PART GOLD NOTE						11/8/2013	354,102	460,350					-106,248
12	X	1215 SPDR S&P 500 ETF TR			X			11/5/2013	214,158	206,196					7,962
13	X	960k US TREAS 4.125%						11/15/2013	950,000	929,627					20,373
14	X	47678 PIMCO COMMODITY			X	10/2/2013	P	1/22/2014	503,000	544,480					-41,480
15	X	38520 DREYFUS EMG MKT			X			1/22/2014	523,485	539,278					-15,793
16	X	1010 JPM LARGE CAP GRW						2/6/2014	31,500	21,906					9,594
17	X	35849 VIRTUS EMG MKT			X			2/6/2014	323,000	374,623					-51,623
18	X	10230 MATTHEWS PAC TIGER						2/6/2014	245,000	218,608					26,392
19	X	400k DB PIMS 90% PPN						2/14/2014	372,274	398,784					-26,510
20	X	62715 VIRTUS EMG MKT						3/7/2014	594,543	655,377					-60,834
21	X	500k DB MKT PLUS SX5E						3/19/2014	579,027	493,750					85,277
22	X	550k GS BREN MXEA						5/1/2014	609,400	544,500					64,900
23	X	155269 EATON VANCE						5/30/2014	1,419,160	1,358,858					60,302
24	X	1572 SPDR GOLD TR						10/24/2013	204,469	207,733					-3,264

Part I, Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
		3,604,601	3,604,601	0
1	Oil & Gas Royalties	3,580,519	3,580,519	
2	Lease Bonus	7,648	7,648	
3	Shut i in royalty	16,434	16,434	

Part I, Line 16a (990-PF) - Legal Fees

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		0	0	0	0
1	Connor Winters				

Part I, Line 16c (990-PF) - Other Professional Fees

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		0	0	0	0
1	DB Commodity Index Tracking Fund				

Part I, Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		263,465	141,677	0	0
1	Advalorem tax	141,677	141,677		
2	Tax on investment income	103,000			
3	Oklahoma Income tax W/H	17,997			
4	Federal Tax W/H	791			

Part I, Line 19 (990-PF) - Depreciation and Depletion

	Description	Date Acquired	Method of Computation	Asset Life	Cost or Other Basis	Beginning Accumulated Depreciation	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
							830,016	830,016	0
1	Oil & Gas Properties per Schedule	12/31/1973	Cost Depletion (Rec. BBI	341,545	43,960,807	34 490,083	830,016	830,016	

Part I, Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		119,673	119,673	0	0
1	Gross production taxes	104,360	104,360		
2	Farm & Ranch expense	2,917	2,917		
3	Mineral expense	12,396	12,396		

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

	Federal	6,864,931	6,920,031	7,840,365	3,744,562	
	State/Local	0	0	0	0	

	Description	Num. Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year	State/Local Obligation
1	.95M Note 11/15/13 4 25%		929,627	0	961,466		
2	1 9 M Note 02/15/15 4%		1,991,437	1,991,437	2,009,839		
3	1.65M Note,11/15/15 4.5%		1,796,566	1,796,566	1,803,780	1,740,420	
4	1.85M Note,05/15/16 5 125%		2,147,301	2,147,301	2,084,580	2,004,142	
5	1M Note 11/30/17 325%			984,727	980,700		

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
			19,926,910	21,949,943	23,731,620	27,231,258
1	BROWN ADV JAPAN ALP			595,000		626,535
2	GS CYCLICAL SECTREL PER			569,250	595,366	595,306
3	CAUSEWAY INTL VALUE IN			1,105,000		1,126,056
4	SG REN SPX			569,250		646,185
5	HSBC REN MEXA			544,500		591,965
6	VANGUARD FTSE EUROPE	78,665		1,103,083		1,104,180
7	HSBC MARKET PLUS SPX 09/13/12	475,000	469,063	0	576,953	
8	JPM EQUITY INCOME FD_SEL	98,616	885,000	765,553	1,217,912	1,155,758
9	NEUBERGER BERMAN MULTI CAP	92,353	930,000	930,000	1,279,096	1,449,027
10	BBH CORE SELECT FUND-N	85,642	1,515,000	1,515,000	1,747,089	1,886,685
11	BNP CONT BUFF EQ SPX	850,000	841,500		974,564	
12	SPDR S&P 500 ETF TRUST	16,715	2,587,071	2,380,875	2,819,988	2,992,895
13	Artisan Intl Value Fd. Inv.	83,990	2,182,514	2,182,514	2,978,264	3,182,358
14	ISHARES CORE S&P MID-CAP ETF	9,400	1,033,048	1,033,048	1,156,388	1,285,544
15	CAPITAL PRIVATE CLIENT SVCS	97,401	962,084	962,084	1,067,519	1,160,050
16	PRUDENTIAL JENN M/C GROWTH	44,850	1,550,000	1,550,000	1,687,688	1,822,685
17	CS BREN MXEA	550,000	544,500	544,500	546,095	
18	DB REN MEXA	550,000	544,500	0	544,940	667,095
19	ISHARES MSCI EAFE INDEX FUND	18,185	988,927	2,076,895	1,097,465	2,319,663
20	DB MARKET PLUS SX5E	500,000	493,750	0	550,590	
21	JPM LARGE CAP GROWTH FD	41,931	891,841	756,387	1,156,029	1,160,855
22	VIRTUS EMERGING MKTS OPPOR-1	98,565	1,030,000	0	966,919	
23	JPM TR 1 GL RES ENH IDX FD	67,222	1,050,000	1,557,500	1,097,055	1,802,023
24	MATTHEWS PACIFIC TIGER INSTL FUND	68,512	1,428,112	1,209,504	1,671,700	1,656,393

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	En
				6,900,680	5,188,034	7,009,387	
1	BLACKROCK HIGH YIELD BOND			1,195,000	1,195,000	1,193,532	
2	DOUBLELINE FDS TR			955,000	1,137,000	938,726	
3	JPMorgan High yield Bond Fund			1,906,034	1,906,034	1,973,706	
4	JPM TR 1 Managed Bond Fd.			950,000	950,000	933,052	
5	EATON VANCE FLOATING RATE			1,894,646	0	1,970,371	

5,228,259
FMV l of Year
1,218,489
1,119,013
1,947,001
943,756

HARGROVE HUDSON CHARITABLE TRUST

TRIAL BALANCE

JULY 31, 2013

PAGE #	ACCOUNT	BEGINNING	DEBITS	CREDITS	ENDING	ADJUSTMENTS	FINAL
125	CASH, PRINCIPAL	2572817 79	13449072 15	12830345.20	3191544.74	1339589.32	4531134 06
125	CASH, INCOME	1580526 60	4971729.13	4484739 08	2067516.65		2067516 65
15	U.S. TREASURIES	6864931 65	984726.56	929626 96	6920031.25		6920031 25
5	EQUITIES	19926909 61	7142831.76	4058517 92	23011223.45	-1061280.44	21949943 01
15	FIXED INCOME ASSETS	6900680 18	182000.00	1894646 47	5188033.71		5188033.71
16	STRUCTURED INVESTMENTS	781276 09	3787.86	785063.95	0.00		0 00
16	FOREIGN EXCHANGE & NON USD	1000000 00	1000000 00	1706369 74	293630 26	-293630 26	0 00
10	ALTERNATIVE ASSETS	10899381.48	3408344 39	2331727 66	11975998.21	-56578 50	11919419.71
19	FARM & RANCH	12196 85			12196.85		12196 85
	MINERAL ASSETS	43960807.00			43960807.00		43960807.00
	ACCUMULATED DEPLETION	-34490083.48			-34490083.48	-830016 00	-35320099.48
140	TRANSFER OF FUNDS	0.00	541819.57	541819 57	0 00		0.00
140	TRANSFER OF FUNDS	0 00	285703.51	285703.51	0.00		0.00
		60009443 77			62130898.64	-901915 88	61228982 76
	TRANSFER OF FUNDS	0.00	504009 67	504009 67	0 00		0 00
	TRUST CORPUS	57930410.55		2079033 22	60009443 77	-56578.5	59952865.27
	CURRENT P&L	2079033.22	2079033 22		2121454 87	-845337.38	1276117.49
		60009443.77			62130898 64	-901915 88	61228982.76
170	ORIGINAL ISSUE DISCOUNT	10197 46		3787.86	3787.86		3787.86
140	DIVIDENDS & INTEREST	933046 29		1237368 60	1237368 60	-67760 32	1169608 28
140	MINERAL RECEIPTS	3065936 83		3580519 23	3580519 23		3580519.23
140	LEASE BONUS	21875 00		7648 13	7648.13		7648.13
140	SHUT IN ROYALTY	1016 67		16433.90	16433.90		16433 9
159	SALE OF ASSETS	2318896 00	11705952.70	12403243 06	697290 36	52438 94	749729 3
		6350968 25			5543048 08	-15321 38	5527726.70
148	DISTRIBUTIONS	2451602 99	2501681 99		2501681.99		2501681.99
154	FEES & COMMISSIONS PRINCIPAL	250394 07	268386 88		268386.88		268386.88
154	FEES & COMMISSIONS INCOME	250394 16	268387.00		268387.00		268387
155	TAX PAYMENTS	325262 81	263464.53		263464.53		263464.53
151	PRODUCTION TAXES	87534 14	104359.53		104359.53		104359.53
152	MINERAL EXPENSE	20339 14	12396 49		12396 49		12396 49
152	BUSINESS EXPENSE	11018 72	2916 79		2916.79		2916.79
143	DEPLETION	875569 00			0	830016.00	830016.00
		4272115 03			3421593.21	830016.00	4251609.21
		2078853.22			2121454.87	-845337 38	1276117.49
			49680603 73	49680603.73			
				0 00		0.00	

		DEBITS	CREDITS
#1			
Cash, Principal		1339589.32	
Sale of Assets		14994.50	
Equities			1061280.44
Foreign Exchange & Non USD			293303.38
To reverse Entry #1 for recording 07/31/13 pending tranactions			
#2			
Trust Corpus		56905.38	
Foreign Exchangs & Non USD			326.88
Alternative Assets			56578.50
To adjust Partnership invsstment prio year			
#3			
Depletion		830016.00	
Accumulated Depletion			830016.00
To record cost depletion for the yr			
#4			
Dividends & Interest		67760.32	
Sale of Assets			67760.32
To reclassify ST Capital gain Divid.			
		2309265.52	2309265.52

	ARKANSAS	KANSAS	LOUISIANA	OKLAHOMA	TEXAS
ESTATE VALUE	1416941	46919	277162	1765609	40318805
ACCUMULATED DEPLETION	1416941	46919	277162	1765609	29139852
DEPLETABLE SUM	0	0	0	0	11178953
ESTIMATED RECOVERABLE BBLS. 07/21/07					400000
PRODUCTION Y/E 077/31/08					-29874
					-28581
					-27643
					-24278
					22165
					311789
PER BBL.					38.6
PRODUCTION CURRENT YEAR					21503
SUSTAINED CURRENT YEAR					830015.8

J.P.Morgan

On behalf of the listed taxpayer(s), J.P. Morgan files the below-listed tax return(s):

FORM 990-PF 07/31/2014

Certified Mail, Receipt #: 91 7199 9991 7033 3992 3964

June 15, 2015

DEPARTMENT OF TREASURY
INTERNAL REVENUE SERVICE CENTER
OGDEN, UT 84201-0027

TAXPAYER	TITLE	TAX ID#
R75588005	HARGROVE HUDSON CHARITABLE TRUST	73-1128665

Under penalties of perjury, I declare that the facsimile signature appearing on the enclosed returns is the signature adopted by me to sign the returns filed and that such signature was affixed to the returns at my direction in accordance with Administrative Rule Tax 209.

Kindly acknowledge receipt of this letter and enclosures by signing, dating and returning the COPY in the envelope provided.

JPMorgan Chase Bank, NA
10 S. Dearborn St.
IL1-0111
Chicago, IL 60603-2300

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

Application for Extension of Time To File an Exempt Organization Return

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

OMB No. 1545-1709

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions HARGROVE HUDSON CHARITABLE TRUST R75588005	Employer identification number (EIN) or 73-1128665
	Number, street, and room or suite no. If a P O. box, see instructions. 10 S DEARBORN IL1-0117	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60603	

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

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

- The books are in the care of ▶ ____________________

Telephone No ▶ ____________ FAX No. ▶ ____________

- If the organization does not have an office or place of business in the United States, check this box . . . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box . . . . ▶ [ ] If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 03/16, 20 15, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [ ] calendar year 20 ____ or

▶ [X] tax year beginning 08/01, 2013, and ending 07/31, 20 14.

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 46,391.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 111,456.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$

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