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Form **990-PF**

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2013 or tax year beginning 09/01/13, and ending 08/31/14

Name of foundation JOHN E & ALIESE PRICE FOUNDATION		A Employer identification number 59-1056841
Number and street (or P.O. box number if mail is not delivered to street address) 1279 LAVIN LN	Room/suite	B Telephone number (see instructions)
City or town, state or province, country, and ZIP or foreign postal code N FORT MYERS FL 33917		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☒ Amended return ☐ 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) ▶ \$ 8,992,195	J Accounting method: ☐ Cash ☐ Accrual ☒ Other (specify) MODIFIED CASH	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))

	(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	59	59	59	
4 Dividends and interest from securities	169,208	169,208	169,208	
5a Gross rents	51,275	51,275	51,275	
b Net rental income or (loss)	48,395			
6a Net gain or (loss) from sale of assets not on line 10	427,802			
b Gross sales price for all assets on line 6a	4,912,297			
7 Capital gain net income (from Part IV, line 2)		64,900		
8 Net short-term capital gain		0		
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) Stmt 2	45	45	45	
12 Total. Add lines 1 through 11	648,389	285,487	220,587	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	192,000	48,000		144,000
14 Other employee salaries and wages	88,522	22,130		66,392
15 Pension plans, employee benefits	15,880	3,970		11,910
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) Stmt 3	22,345	5,586		16,759
c Other professional fees (attach schedule) Stmt 4	40,385	40,369		16
17 Interest				
18 Taxes (attach schedule) (see instructions) Stmt 5	4,321	1,449	2,605	267
19 Depreciation (attach schedule) and depletion Stmt 6	12,886		12,886	
20 Occupancy				
21 Travel, conferences, and meetings	9,818	2,455		7,364
22 Printing and publications				
23 Other expenses (att. sch) Stmt 7	163,107	31,277	2,880	132,127
24 Total operating and administrative expenses. Add lines 13 through 23	549,264	155,236	18,371	378,835
25 Contributions, gifts, grants paid	235,352			235,352
26 Total expenses and disbursements. Add lines 24 and 25	784,616	155,236	18,371	614,187
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-136,227			
b Net investment income (if negative, enter -0-)		130,251		
c Adjusted net income (if negative, enter -0-)			202,216	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

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		100	100	100
	2	Savings and temporary cash investments		151,311	195,623	195,623
	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 (att. schedule) ▶ Less: allowance for doubtful accounts ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges			195	195
	10a	Investments – U.S. and state government obligations (attach schedule) Stmt 8		695,555	250,194	250,194
	b	Investments – corporate stock (attach schedule) See Stmt 9		6,121,385	6,708,680	6,708,680
	c	Investments – corporate bonds (attach schedule) See Stmt 10		324,020	314,677	314,677
	11	Investments – land, buildings, and equipment, basis ▶ Less: accumulated depreciation (attach sch) ▶ Stmt 11	1,266,291 271,291	1,072,248	995,000	995,000
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule) See Statement 12			100,000	100,000
	14	Land, buildings, and equipment, basis ▶ Less: accumulated depreciation (attach sch) ▶ Stmt 13	619,890 233,411	377,397	386,479	386,479
	15	Other assets (describe ▶ See Statement 14)		205	41,247	41,247
	16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)		8,742,221	8,992,195	8,992,195
Liabilities	17	Accounts payable and accrued expenses		593		
	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)		593	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		8,741,628	8,992,195	
	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)		8,741,628	8,992,195	
	31	Total liabilities and net assets/fund balances (see instructions)		8,742,221	8,992,195	

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	8,741,628
2	Enter amount from Part I, line 27a	2	-136,227
3	Other increases not included in line 2 (itemize) ▶ See Statement 15	3	386,794
4	Add lines 1, 2, and 3	4	8,992,195
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	8,992,195

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 CLASS ACTIONS, ETC				
b MSSB				
c M&N				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 368			368	
b 26,234			26,234	
c 38,298			38,298	
d				
e				
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			368	
b			26,234	
c			38,298	
d				
e				
2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7			2	64,900
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	

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 nonchangible-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	532,956	8,747,045	0.060930
2011	652,818	8,756,553	0.074552
2010	624,475	9,401,073	0.066426
2009	662,308	9,609,384	0.068923
2008	920,891	10,049,283	0.091637
2 Total of line 1, column (d)			2 0.362468
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 0.072494
4 Enter the net value of nonchangible-use assets for 2013 from Part X, line 5			4 8,822,493
5 Multiply line 4 by line 3			5 639,578
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,303
7 Add lines 5 and 6			7 640,881
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 614,187

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	2,605
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	2,605
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	2,605
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,800	
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	2,800	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	195	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ 195 Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ (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.		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? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the 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) ☐ FL		
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? Website address ► N/A	13	X	
14	The books are in care of ► T. WAYNE MILLER 1279 LAVIN LANE Located at ► NORTH FORT MYERS FL ZIP+4 ► 33917 Telephone no. ► 239-656-0196			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? Organizations relying on a current notice regarding disaster assistance check here N/A ☐	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? N/A	1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ► 20 , 20 , 20 , 20 ☐ Yes ☒ No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 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	X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☒ Yes ☐ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐**5b****X****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****X**

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (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
See Statement 16				

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

▶ **0**

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

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

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 See Statement 17	
2 See Statement 18	
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 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	7,418,345
b	Average of monthly cash balances	1b	55,011
c	Fair market value of all other assets (see instructions)	1c	1,483,490
d	Total (add lines 1a, b, and c)	1d	8,956,846
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	8,956,846
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	134,353
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,822,493
6	Minimum investment return. Enter 5% of line 5	6	441,125

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	441,125
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,605
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,605
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	438,520
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	438,520
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	438,520

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	614,187
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	614,187
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	614,187

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				438,520
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				389,019
b From 2009				184,271
c From 2010				162,417
d From 2011				
e From 2012				98,197
f Total of lines 3a through e	833,904			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 614,187				
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				438,520
e Remaining amount distributed out of corpus	175,667			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:	1,009,571			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount – see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				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)	389,019			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	620,552			
10 Analysis of line 9:				
a Excess from 2009				184,271
b Excess from 2010				162,417
c Excess from 2011				
d Excess from 2012				98,197
e Excess from 2013				175,667

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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.
N/A

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:
DENNIS G SMALL, % PRICE FOUNDATION 239-656-0196
1279 LAVIN LANE NORTH FORT MYERS FL 33917

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

c Any submission deadlines:
NONE

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

See Statement 19

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Statement 20				235,352
Total			▶ 3a	235,352
b Approved for future payment N/A				
Total			▶ 3b	

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
				Sale Price	Purchase				
QUALCOMM INC		9/10/12	9/09/13	\$ 3,364	Purchase	2,920	\$	\$	444
TARGET		9/10/12	9/09/13	3,182	Purchase	3,124			58
UNITED PARCEL SERVICE INC		9/10/12	9/09/13	2,165	Purchase	1,843			322
VERIZON COMMUNICATIONS INC		9/10/12	9/09/13	3,516	Purchase	3,319			197
OPPENHEIMER SR FLOORING RATE FD		1/08/13	1/07/14	27	Purchase				27
rounding		8/31/14	8/31/14	7	Purchase				7
Total				\$ 4,847,397	\$ 4,501,612	0	\$	17,117	\$ 362,902

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
SALES TAX COMMISSIONS	\$ 45	\$ 45	\$ 45
Total	\$ 45	\$ 45	\$ 45

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING	\$ 22,345	\$ 5,586	\$	\$ 16,759
Total	\$ 22,345	\$ 5,586	\$ 0	\$ 16,759

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Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
KEY TRUST - INVESTMENT FEES	\$ 12,056	\$ 12,056	\$	
MANNING & NAPIER - INVESTMENT FE	12,122	12,122		
MORGAN STANLEY - INVESTMENT FEES	15,807	15,807		
APPRAISAL FEE	400	384		16
Total	\$ 40,385	\$ 40,369	\$ 0	\$ 16

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
REAL ESTATE TAXES	\$ 1,569	\$ 1,412	\$	\$ 157
LICENSES & TAXES	147	37		110
FED EXCISE TAX	2,605		2,605	
Total	\$ 4,321	\$ 1,449	\$ 2,605	\$ 267

Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation

Date Acquired	Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
FNDN 9/01/69	CABANA CITY BLK W	\$ 24,844	\$		0	\$	\$	\$
FNDN 1/01/82	BLDG	97,627	97,627	PRE	15			
FNDN 1/01/82	BLDG CARPETING	1,985	1,985		5			
FNDN 1/01/82	BLDG PAVING	6,606	6,606	PRE	15			
FNDN 4/04/86	AIR VENTS	914	800	PRE	19			

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Federal Statements**Statement 9 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
FOUNDATION HELD - CORP STOCK	\$ 126,989	\$ 149,628	Market	\$ 149,628
KEYBANK NA - CORP STOCK	1,110,818	872,603	Market	872,603
KEYBANK NA - EQUITY FUNDS	611,093	651,686	Market	651,686
KEYBANK NA - FIXED FUNDS	511,383	215,512	Market	215,512
MSSB - CORP STOCK	1,008,707	728,029	Market	728,029
MSSB - EXCH TRADED & CLOSED END FUND		668,533	Market	668,533
MSSB - EQUITY FUNDS	1,363,565	1,970,176	Market	1,970,176
MSSB - FIXED FUNDS	298,759	88,979	Market	88,979
EXETER - CORP STOCK	528,833	765,798	Market	765,798
EXETER - EQUITY FUNDS	234,179	246,991	Market	246,991
EXETER - FIXED FUNDS	327,059	350,745	Market	350,745
Total	\$ 6,121,385	\$ 6,708,680		\$ 6,708,680

Statement 10 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
KEYBANK NA - CORP BONDS	\$ 324,020	\$ 314,677	Market	\$ 314,677
Total	\$ 324,020	\$ 314,677		\$ 314,677

Statement 11 - Form 990-PF, Part II, Line 11 - Land, Building, and Equipment Investments

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
LAND, BUILDING & EQUIPMENT	\$ 1,072,248	\$ 1,266,291	\$ 271,291	\$ 995,000
Total	\$ 1,072,248	\$ 1,266,291	\$ 271,291	\$ 995,000

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Statement 12 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SHELL FACTORY LENDER LLC	\$	\$ 100,000	Market	\$ 100,000
Total	\$ 0	\$ 100,000		\$ 100,000

Statement 13 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
BUILDINGS & EQUIPMENT	\$ 244,397	\$ 486,890	\$ 233,411	\$ 253,479
LAND	133,000	133,000		133,000
Total	\$ 377,397	\$ 619,890	\$ 233,411	\$ 386,479

Federal Statements**Statement 14 - Form 990-PF, Part II, Line 15 - Other Assets**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
UTILITY DEPOSITS	\$ 205	\$ 205	\$ 205
DEPOSIT - GOD IS LOVE PROPERTY		41,042	41,042
Total	\$ 205	\$ 41,247	\$ 41,247

Statement 15 - Form 990-PF, Part III, Line 3 - Other Increases

<u>Description</u>	<u>Amount</u>
UNREALIZED MARKET LOSS ON REAL ESTATE	\$ -78,597
UNREALIZED MARKET GAIN ON SECURITIES	465,391
Total	\$ 386,794

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Statement 16 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
DANIEL F. ADAMS 2104 W FIRST STREET APT 2304 FT MYERS FL 33901	SEC/TRUSTEE	1.00	16,000	0	0
MAVIS S. MILLER 1299 PLUMOSA DR FT MYERS FL 33901	TRUSTEE	1.00	16,000	0	0
T. WAYNE MILLER POST OFFICE BOX 204 FT MYERS FL 33902	PRES/TREAS/T	40.00	112,000	0	0
DENNIS G. SMALL POST OFFICE BOX 2853 LA BELLE FL 33975	V PRES/TRUST	1.00	16,000	0	0
RUSSELL PRIDDY POST OFFICE BOX 930 IMMOKALEE FL 34143	TRUSTEE	1.00	16,000	0	0
MARY JO SANDERS WALKER 2026 WILNA ST. FT MYERS FL 33901	TRUSTEE	1.00	16,000	0	0

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Statement 20 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name		Address		Relationship	Status	Purpose	Amount
AMERICAN RED CROSS		1803 GOLFVIEW AVENUE					
FORT MYERS FL 33901	NONE	501(c)(3)				SUPPORT - NO RESTRICTIONS ON USE	10,000
BAPTIST FOUNDATION OF FORT MYERS		1279 LAVIN LANE					
N FORT MYERS FL 33917	NONE	501(c)(3)				SUPPORT - NO RESTRICTIONS ON USE	32,000
CAPE CORAL BOOTSTRAP HOMELESS MIN		1019 SW 52ND ST					
CAPE CORAL FL 33914	NONE	501(c)(3)				SUPPORT - NO RESTRICTIONS ON USE	500
CHABAD LUBAVITCH OF SOUTHWEST FL		5620 WINKLER RD					
FORT MYERS FL 33919	NONE	501(c)(3)				SUPPORT - NO RESTRICTIONS ON USE	5,000
CHILDREN'S ADVOCACY CTR OF COLLIER		1036 6TH AVENUE NORTH					
NAPLES FL 34102	NONE	501(c)(3)				SUPPORT - NO RESTRICTIONS ON USE	1,000
COMMUNITY COOPERATIVE MINISTRIES		POST OFFICE BOX 2143					
FORT MYERS FL 33902	NONE	501(c)(3)				SUPPORT - NO RESTRICTIONS ON USE	5,000
CORNERSTONE MINISTRIES		POST OFFICE BOX 2487					
FORT MYERS FL 33902	NONE	501(c)(3)				SUPPORT - NO RESTRICTIONS ON USE	2,500
CUMBERLAND COLLEGE		6191 COLLEGE STATION DR					
WILLIAMSBURG KY 40769	NONE	501(c)(3)				SUPPORT - NO RESTRICTIONS ON USE	5,000
DISABLED VETERANS INSURANCE CAREERS		ATTN: GARY V. TRIPPE					
FORT MYERS FL 33919	NONE	501(c)(3)				SUPPORT - NO RESTRICTIONS ON USE	10,000
DUNBAR COMMUNITY SCHOOL		1857 HIGH STREET					
FORT MYERS FL 33916	NONE	501(c)(3)				SUPPORT - NO RESTRICTIONS ON USE	1,000
EBENEZER CHRISTIAN ACADEMY OF FT MY		8681 GLADIOLUS DR, STE 20					
FORT MYERS FL 33908	NONE	501(c)(3)				SUPPORT - NO RESTRICTIONS	1,000
EDISON FESTIVAL OF LIGHT		2254 EDWARDS DR					
FORT MYERS FL 33901	NONE	501(c)(3)				SUPPORT - NO RESTRICTIONS ON USE	4,000
FIRST BAPTIST CHURCH OF FORT MYERS		POST OFFICE BOX 780					
FORT MYERS FL 33902	NONE	501(c)(3)				SUPPORT - NO RESTRICTIONS ON USE	23,500
FLORIDA PHILANTHROPIC NETWORK		199 EAST WELBOURNE AVE,					
WINTER PARK FL 32789	NONE	501(c)(3)				SUPPORT - NO RESTRICTIONS ON USE	1,000
FOREST GROVE CEMENTERY ASSOCIATION		ROUTE 2 BOX 102					
ALACHUA FL 32615	NONE	501(c)(3)				SUPPORT - NO RESTRICTIONS ON USE	1,000
GEORGIA SOUTHERN UNIVERSITY FDN		POST OFFICE BOX 8053					
STATESBORO GA 30460	NONE	501(c)(3)				SUPPORT - NO RESTRICTIONS ON USE	7,500
GEORGIA TECH FOUNDATION INC		225 NORTH AVENUE NORTH W					
ATLANTA GA 30332	NONE	501(c)(3)				SUPPORT - NO RESTRICTIONS ON USE	10,000

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**Statement 20 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
Address							
GOODWILL INDUSTRIES OF SW FL INC	N FORT MYERS FL 33903	NONE	4940 BAYLINE DR	501(C) (3)	SUPPORT - NO RESTRICTIONS ON USE	8,750	
HODGES UNIVERSITY	NAPLES FL 34119	NONE	2655 NORTHBROOKE DR	501(C) (3)	SUPPORT - NO RESTRICTIONS ON USE	5,000	
INTERNATIONAL FOUNDATION, THE	WAYNE NJ 07470	NONE	1700 ROUTE 23 N	501(C) (3)	SUPPORT - NO RESTRICTIONS ON USE	5,000	
JUNIOR ACHIEVEMENT OF SW FL	BONITA SPRINGS FL 34134	NONE	24311 WALDEN CENTER DR	501(C) (3)	SUPPORT - NO RESTRICTIONS ON USE	2,500	
LEE MEMORIAL HEALTH SYSTEM FDN	FORT MYERS FL 33902	NONE	POST OFFICE BOX 2218	501(C) (3)	SUPPORT - NO RESTRICTIONS ON USE	20,000	
NAACP - LEE COUNTY BRANCH #5110	FORT MYERS FL 33902	NONE	POST OFFICE BOX 2425	501(C) (3)	SUPPORT - NO RESTRICTIONS ON USE	1,000	
OUR MOTHER'S HOME OF SW FL	FORT MYERS FL 33912	NONE	7437 CARRIER RD	501(C) (3)	SUPPORT - NO RESTRICTIONS ON USE	1,000	
P A C E CENTER FOR GIRLS INC	FORT MYERS FL 33916	NONE	3760 SCHOOLHOUSE RD W	501(C) (3)	SUPPORT - NO RESTRICTIONS ON USE	7,500	
PINE MANOR IMPROVEMENT ASSN	FORT MYERS FL 33901	NONE	2126 ALICIA ST	501(C) (3)	SUPPORT - NO RESTRICTIONS ON USE	2,500	
PIONEER CLUB OF LEE COUNTY INC	FORT MYERS FL 33901	NONE	2233 SECOND STREET	501(C) (3)	SUPPORT - NO RESTRICTIONS ON USE	2,000	
PRIDE & PATRIOTISM OF LEE CNTY INC	CAPE CORAL FL 33915	NONE	POST OFFICE BOX 150702	501(C) (3)	SUPPORT - NO RESTRICTIONS ON USE	1,000	
PROJECT DENTAL CARE INC	FORT MYERS FL 33908	NONE	C/O DR BILL TRUAX	501(C) (3)	SUPPORT - NO RESTRICTIONS ON USE	3,752	
SOUTHWEST FL COMMUNITY FDN	FORT MYERS FL 33919	NONE	8260 COLLEGE PKWY STE 101	501(C) (3)	SUPPORT - NO RESTRICTIONS ON USE	10,000	
SOUTHWEST FL COUNCIL	FORT MYERS FL 33907	NONE	1815 BOY SCOUT DR	501(C) (3)	SUPPORT - NO RESTRICTIONS ON USE	20,000	
UNITED WAY OF LEE COUNTY	FORT MYERS FL 33906	NONE	POST OFFICE BOX 061039	501(C) (3)	SUPPORT - NO RESTRICTIONS ON USE	20,000	
VILLAGE VIEW CHRISTIAN ACADEMY SCH	SUMMERFIELD FL 34491	NONE	8585 SOUTH EAST 147TH PL	501(C) (3)	SUPPORT - NO RESTRICTIONS ON USE	350	
VISION AWARENESS	FORT MYERS FL 33907	NONE	13300-56 S CLEVELAND AVE	501(C) (3)	SUPPORT - NO RESTRICTIONS ON USE	5,000	

Statement 20 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
Address							
Total							235,352

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Taxable Interest on Investments

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
KEY BANK	\$ 59		14		
Total	\$ 59				

Taxable Dividends from Securities

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
BANK OF AMERICA	\$ 19		14		
FIFTH THIRD BANK	1,918		14		
KEYBANK NA	45,052		14		
KEYBANK NA - INTEREST	18,949		14		
KEYBANK NA - OTHER EXPENSE	18,762		14		
MORGAN STANLEY - INTEREST	3,546		14		
MORGAN STANLEY	66,194		14		
MORGAN STANLEY - OTHER EXPENS	-7,934		14		
MANNING & NAPIER - INTEREST	6,842		14		
MANNING & NAPIER	26,493		14		
MANNING & NAPIER - OTHER EXP	-12,597		14		
IBERIA	1,964		14		
Total	\$ 169,208				

Other Investment Income

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>
SALES TAX COMMISSIONS	\$ 45		16	
Total	\$ 45			