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
Open to Public Inspection

For calendar year 2013 or tax year beginning OCT 1, 2013 , and ending SEP 30, 2014

Name of foundation: STAKY FOUNDATION

A Employer identification number: 20-5840662

Number and street (or P O box number if mail is not delivered to street address): 2 SOMMERSET CIRCLE — Room/suite:

B Telephone number: 303-771-8096

City or town, state or province, country, and ZIP or foreign postal code: GREENWOOD VILLAGE, CO 80111

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: [X] 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)* ▶$ 739157.

J Accounting method: [X] 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))

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	23902.	23902.		Statement 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2485.			
	b Gross sales price for all assets on line 6a 154181.				
	7 Capital gain net income (from Part IV, line 2)		2485.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	26387.	26387.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees Stmt 2	950.	650.		300.
	c Other professional fees Stmt 3	6759.	6759.		0.
	17 Interest				
	18 Taxes Stmt 4	1750.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses** Add lines 13 through 23	9459.	7409.		300.
	25 Contributions, gifts, grants paid	37000.			37000.
	26 **Total expenses and disbursements** Add lines 24 and 25	46459.	7409.		37300.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-20072.			
	b **Net investment income** (if negative, enter -0-)		18978.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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10-10-13 LHA **For Paperwork Reduction Act Notice, see instructions.** Form **990-PF** (2013)

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14221230 765203 staky 2013.03061 STAKY FOUNDATION STAKY__1

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	58094.	15195.	15195.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S. and state government obligations			
	b Investments - corporate stock Stmt 5	614259.	635942.	723602.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ PREPAID TAXES)	2110.	360.	360.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	674463.	651497.	739157.
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			
	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 ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	674463.	651497.	
	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	674463.	651497.	
	31 Total liabilities and net assets/fund balances	674463.	651497.	

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	674463.
2	Enter amount from Part I, line 27a	2	-20072.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	654391.
5	Decreases not included in line 2 (itemize) ▶ BASIS ADJUSTMENT	5	2894.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	651497.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	154181.		151696.	2485.

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				
b				
c				
d				
e				2485.

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	2485.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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	40450.	728160.	.055551
2011	40300.	720799.	.055910
2010	37000.	741318.	.049911
2009	36277.	712330.	.050927
2008	38213.	674884.	.056622

2	**Total** of line 1, column (d)	2	.268921
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	.053784
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	740776.
5	Multiply line 4 by line 3	5	39842.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	190.
7	Add lines 5 and 6	7	40032.
8	Enter qualifying distributions from Part XII, line 4	8	37300.

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	380.
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	380.
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	380.
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 360.		
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	360.
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	20.
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶	**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?	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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	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? N/A	4b		
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) ▶ CO			
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

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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 ▶ RICHARD STAKY Telephone no. ▶ 303-771-8096

Located at ▶ 5310 SOUTH GENEVA STREET, ENGLEWOOD, CO ZIP+4 ▶ 80111

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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)? N/A	1b		
	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 ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

		Yes	No
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 [X] 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 [X] No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes [X] No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes [X] 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 [X] No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes [X] 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 [X] No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RICHARD C STAKY 2 SOMMERSET CIRCLE GREENWOOD VILLAGE, CO 80111-6205	PRESIDENT 5.00	0.	0.	0.
LAUREL L STAKY 2 SOMMERSET CIRCLE GREENWOOD VILLAGE, CO 80111-6205	VICE PRESIDENT 5.00	0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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	752057.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	752057.
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	752057.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	11281.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	740776.
6	**Minimum investment return** Enter 5% of line 5	6	37039.

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	37039.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 380.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	380.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	36659.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	36659.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	36659.

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	37300.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	37300.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	37300.

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				36659.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008 4741.				
b From 2009 1084.				
c From 2010 1358.				
d From 2011 4849.				
e From 2012 5022.				
f Total of lines 3a through e	17054.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 37300.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				36659.
e Remaining amount distributed out of corpus	641.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	17695.			
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			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)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	4741.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	12954.			
10 Analysis of line 9:				
a Excess from 2009 1084.				
b Excess from 2010 1358.				
c Excess from 2011 4849.				
d Excess from 2012 5022.				
e Excess from 2013 641.				

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

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

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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).)

See Statement 6

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 ▶ [X] 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				
ALBION COLLEGE 611 EAST PORTER STREET ALBION, MI 49224			OPERATING	1000.
BRENT'S PLACE 11980 E 16TH AVENUE AURORA, CO 80010			OPERATING	1500.
CHALLENGE FOUNDATION 4545 S UNIVERSITY BLVD ENGLEWOOD, CO 80113-6059			OPERATING	7500.
CHERRY CREEK PRESBYTERIAN CHURCH 10000 E BELLVIEW ENGLEWOOD, CO 80111			OPERATING	2000.
COMPASSION INTERNATIONAL 12290 VOYAGER PARKWAY COLORADO SPRINGS, CO 80921-3668			OPERATING	1000.
Total See continuation sheet(s)			▶ 3a	37000.
b Approved for future payment				
None				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	23902.	
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	2485.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		26387.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 26387.

(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).

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 1/6/15 Title: ~~Partner~~ Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
GARY S KRING	[signature]			P01386127

Firm's name ▶ GARY S. KRING C.P.A. P.C. Firm's EIN ▶ 26-1635263

Firm's address ▶ 800 GRANT ST. #330 DENVER, CO 80203 Phone no. 303-861-8291

Form **990-PF** (2013)

323622 10-10-13

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	ENSCO PLC	P	06/01/11	11/14/13
b	BB AND T CORP	P	06/01/11	11/14/13
c	ZIONS BANK	P	06/01/11	12/30/13
d	PNC FINL	P	06/01/11	01/02/14
e	WISDOM EQUITY INCOME FUND	P	06/01/11	01/10/14
f	AT AND T INC	P	06/01/11	02/03/14
g	26 BEAM	P	06/01/11	02/03/14
h	53 MATTEL	P	06/01/11	02/06/14
i	24 PEPSICO	P	06/01/11	02/06/14
j	21 ANADARKO	P	06/01/11	03/18/14
k	CISCO	P	06/01/11	03/18/14
l	ESTEE LAUDER	P	06/01/11	05/09/14
m	MASTERCARD	P	06/01/11	05/09/14
n	O RIELLY	P	06/01/11	05/09/14
o	ACCENTURE	P	06/01/11	05/12/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1988.		1912.	76.
b	20296.		25358.	-5062.
c	25000.		25069.	-69.
d	19832.		25248.	-5416.
e	57547.		50372.	7175.
f	2677.		2615.	62.
g	2157.		1573.	584.
h	1921.		2381.	-460.
i	1899.		1678.	221.
j	1712.		1685.	27.
k	2526.		2210.	316.
l	1098.		794.	304.
m	1031.		630.	401.
n	1464.		657.	807.
o	1088.		889.	199.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				76.
b				-5062.
c				-69.
d				-5416.
e				7175.
f				62.
g				584.
h				-460.
i				221.
j				27.
k				316.
l				304.
m				401.
n				807.
o				199.

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

323591
05-01-13

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	WATERS CORP	P	06/01/11	05/12/14
b	ECOLAB	P	06/01/11	05/19/14
c	EMERSON ELECTRIC	P	06/01/11	05/19/14
d	DICKS SPORTING	P	06/01/11	06/24/14
e	PERRIGO	P	06/01/11	01/10/14
f	Capital Gains Dividends			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2940.		2845.	95.
b	738.		396.	342.
c	2556.		2175.	381.
d	2093.		1794.	299.
e	2174.		1415.	759.
f	1444.			1444.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				95.
b				342.
c				381.
d				299.
e				759.
f				1444.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	2485.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

323591
05-01-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CRAIG HOSPITAL FOUNDATION 3425 S CLARKSON STREET ENGLEWOOD, CO 80113-6059			OPERATING	1000.
DENVER RESCUE MISSION P.O.BOX 5206 DENVER, CO 80217			OPERATING	2000.
FOOD BANK OF THE ROCKIES 10700 E 45TH AVENUE DENVER, CO 80239			OPERATING	1500.
GIRLS INC METRO DENVER 4149 JULIAN ST DENVER, CO 80204			OPERATING	1500.
HIS LOVE FELLOWSHIP 910 KALAMATH STREET DENVER, CO 80204			OPERATING	2000.
HOME AID COLORADO 7363 S ALBION WAY SUITE A 200 CENTENNIAL, CO 80112			OPERATING	4000.
IOWA STATE FOUNDATION 215 SINCLAIR AVE AMES, IA 50014			OPERATING	3500.
JO ANNE FICKE CANCER FUND 9904 E PINEWOOD AVE ENGLEWOOD, CO 80111			OPERATING	1000.
PROVIDENCE NETWORK 801 LOGAN STREET DENVER, CO 60108			OPERATING	1500.
QUIET WATERS 9185 E KENYON AVENUE SUITE 150 DENVER, CO 80237			OPERATING	1000.
Total from continuation sheets				24000.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
STEP 13 2029 LARIMER STREET DENVER, CO 80205			OPERATING	1500.
THE DELORES PROJECT PO BOX 1406 DENVER, CO 80201-1406			OPERATING	1500.
THIRD STORY PO BOX 9575 DENVER, CO 80209			OPERATING	2000.
Total from continuation sheets				

Form 990-PF Dividends and Interest from Securities Statement 1

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
CO BIZ- BOND AMORTIZATION	-608.	0.	-608.	-608.	
CO BIZ- DIVIDENDS	14286.	0.	14286.	14286.	
CO BIZ- DIVIDENDS	1444.	1444.	0.	0.	
CO BIZ- INTEREST	10224.	0.	10224.	10224.	
To Part I, line 4	25346.	1444.	23902.	23902.	

Form 990-PF Accounting Fees Statement 2

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
TAX PREPARATION	950.	650.		300.
To Form 990-PF, Pg 1, ln 16b	950.	650.		300.

Form 990-PF Other Professional Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MANAGEMENT FEES OF PORTFOLIO	6759.	6759.		0.
To Form 990-PF, Pg 1, ln 16c	6759.	6759.		0.

Form 990-PF | Taxes | Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
EXCISE	1750.	0.		0.
To Form 990-PF, Pg 1, ln 18	1750.	0.		0.

Form 990-PF | Corporate Stock | Statement 5

Description	Book Value	Fair Market Value
MUTUAL FUNDS	635942.	723602.
Total to Form 990-PF, Part II, line 10b	635942.	723602.

Form 990-PF | Part XV - Line 1a List of Foundation Managers | Statement 6

Name of Manager

RICHARD C STAKY
LAUREL L STAKY

Fidelity INVESTMENTS

Investment Report

September 1, 2014 - September 30, 2014

02001198 Envelope 065001222

THE STAKY FOUNDATION
2 SOMMERSET CIR
GREENWOOD VLG CO 80111-1403

Your Advisor
COBIZ INVESTMENT MGMT LLC
1099 EIGHTEENTH ST, STE 3000
DENVER CO 80202
Phone: (303)291-4700

Brokerage 637-617504 THE STAKY FOUNDATION

Account Summary

Beginning value as of Sep 1	$779,741.80
Withdrawals	-26,000.00
Change in investment value	-7,944.01
Ending value as of Sep 30	**$745,797.79**
Accrued Interest (AI)	$1,896.25
Change in AI from last statement	$370.15

Income Summary

	This Period	Year to Date
Taxable		
Dividends	$1,229.52	$9,616.89
Interest	431.64	8,945.81
Total	**$1,661.16**	**$18,562.70**

Realized Gain/Loss from Sales

	This Period	Year to Date
Short-term gain	$0.00	$1,822.93
Short-term loss	0.00	-560.33
Net short	**0.00**	**1,262.60**
Long-term gain	$0.00	$9,489.54

Your Advisor is an independent organization and is not affiliated with Fidelity Investments. Brokerage services provided by Fidelity Brokerage Services LLC, Member NYSE, SIPC. 800-544-6666. Brokerage Accounts carried with National Financial Services LLC, Member NYSE, SIPC

Holdings (Symbol) as of September 30, 2014	Quantity September 30, 2014	Price per Unit September 30, 2014	Total Cost Basis	Total Value September 1, 2014	Total Value September 30, 2014	Unrealized Gain (Loss) September 30, 2014
Stocks *50% of holdings*						
ACCENTURE PLC CLS A USD0.0000225 (ACN) EAI $59.16, EY: 2.51%	29.000	$81.320	$1,840.52	$2,350.74	$2,358.28	$ 517.76
PERRIGO COMPANY PLC COM EUR0.001 (PRGO)	14.000	150.190	2,174.75	2,082.36	2,102.66	- 72.09
CHECK POINT SOFTWARE TECHNOLOGIES ORD ILS0 01 (CHKP)	31.000	69.240	1,979.61	2,201.62	2,146.44	166.83
ALPS ETF TR ALERIAN MLP ETF (AMLP)	2,710.000	19.170	40,845.59	52,330.10	51,950.70	11,105.11

Brokerage 637-617504 THE STAKY FOUNDATION

Holdings (Symbol) as of September 30, 2014	Quantity September 30, 2014	Price per Unit September 30, 2014	Total Cost Basis	Total Value September 1, 2014	Total Value September 30, 2014	Unrealized Gain (Loss) September 30, 2014
ABBOTT LABORATORIES (ABT)	71.000	41.590	2,098.75	2,999.04	2,952.89	854.14
EAI: $62.48, EY: 2.12%						
AMAZON.COM INC (AMZN)	8.000	322.440	2,807.60	2,712.32	2,579.52	- 228.08
AMPHENOL CORP CL A (APH)	33.000	99.860	1,793.28	3,399.33	3,295.38	1,502.10
EAI. $33.00, EY: 1.00%						
ANADARKO PETE CORP (APC)	27.000	101.440	2,753.32	3,042.63	2,738.88	- 14.44
EAI: $29.16, EY: 1.06%						
APPLE INC (AAPL)	126.000	100.750	8,877.75	12,915.00	12,694.50	3,816.75
EAI $236.88, EY: 1.87%						
BAXTER INTL INC (BAX)	24.000	71.770	1,463.10	1,799.52	1,722.48	259.38
EAI: $49.92, EY: 2.90%						
BLACKROCK INC (BLK)	9.000	328.320	2,246.19	2,974.77	2,954.88	708.69
EAI: $69.48, EY: 2.35%						
CIGNA CORP (CI)	29.000	90.690	2,066.71	2,743.40	2,630.01	563.30
CAPITAL ONE FINANCIAL CORP (COF)	28.000	81.620	1,668.55	2,297.68	2,285.36	616.81
EAI: $33.60, EY· 1.47%						
CHEVRON CORP NEW (CVX)	26.000	119.320	2,473.51	3,365.70	3,102.32	628.81
EAI: $111.28, EY· 3.59%						
CHURCH & DWIGHT INC (CHD)	40.000	70.160	1,898.73	2,729.60	2,806.40	907.67
EAI $49.60, EY. 1.77%						
COSTCO WHOLESALE CORP (COST)	24.000	125.320	1,953.20	2,905.92	3,007.68	1,054.48
EAI. $34.08, EY 1.13%						
DISNEY WALT CO (DIS)	41.000	89.030	2,536.27	3,685.08	3,650.23	1,113.96
EAI· $35.26, EY. 0.97%						
DISCOVER FINL SVCS (DFS)	47.000	64.390	1,931.24	2,931.39	3,026.33	1,095.09
EAI: $45.12, EY: 1.49%						
ECOLAB INC (ECL)	26.000	114.830	1,470.55	2,985.32	2,985.58	1,515.03
EAI $28 60, EY: 0.96%						
FMC CORP NEW (FMC)	29.000	57.190	1,782.77	1,918.06	1,658.51	- 124.26
EAI: $17.40, EY: 1 05%						
F5 NETWORKS INC (FFIV)	25.000	118.740	2,280.47	3,104.75	2,968.50	688.03
FIRST REPUBLIC BANK SAN FRANCISCO COM USD0.01 (FRC)	48.000	49.380	2,297.67	2,347.20	2,370.24	72.57
EAI. $26.88, EY· 1 13%						

Fidelity INVESTMENTS

Investment Report

September 1, 2014 - September 30, 2014

Brokerage 637-617504 THE STAKY FOUNDATION

Holdings (Symbol) as of September 30, 2014	Quantity September 30, 2014	Price per Unit September 30, 2014	Total Cost Basis	Total Value September 1, 2014	Total Value September 30, 2014	Unrealized Gain (Loss) September 30, 2014
FLOWSERVE CORP (FLS) EAI· $28.80, EY: 0.91%	45.000	70.520	2,428.94	3,415.05	3,173.40	744.46
GILEAD SCIENCES INC (GILD)	31.000	106.450	2,084.82	3,334.36	3,299.95	1,215.13
GRAINGER W W INC (GWW) EAI: $38.88, EY: 1.72%	9.000	251.650	1,803.34	2,215.80	2,264.85	461.51
HONEYWELL INTL INC (HON) EAI· $50.40, EY: 1.93%	28.000	93.120	1,668.07	2,666.44	2,607.36	939.29
HORMEL FOODS CORP COM (HRL) EAI· $40.80, EY 1.56%	51.000	51.390	1,431.86	2,584.68	2,620.89	1,189.03
INTUIT INC (INTU) EAI. $35.00, EY: 1.14%	35.000	87.650	2,827.75	2,911.30	3,067.75	240.00
JPMORGAN CHASE & CO (JPM) EAI· $113.60, EY 2 66%	71.000	60.240	2,896.28	4,220.95	4,277.04	1,380.76
JOHNSON & JOHNSON (JNJ) EAI: $98.00, EY. 2 63%	35.000	106.590	2,390.29	3,630.55	3,730.65	1,340.36
ESTEE LAUDER COMPANIES INC CL A (EL) EAI: $26 40, EY· 1.07%	33.000	74.720	1,747.08	2,535.39	2,465.76	718.68
LENNOX INTL INC (LII) EAI. $33.60, EY: 1 56%	28.000	76.870	2,358.39	2,345.28	2,152.36	- 206.03
LOWES COMPANIES (LOW) EAI: $52 44, EY· 1.74%	57.000	52.920	1,349.57	2,993.07	3,016.44	1,666.87
MARATHON OIL CORP ISIN #US5658491064 SEDOL #2910970 (MRO) EAI· $57 12, EY: 2.23%	68.000	37.590	2,195.60	2,834.92	2,556.12	360.52
MASTERCARD INC CL A (MA) EAI. $15.84, EY: 0.60%	36.000	73.920	1,572.85	2,729.16	2,661.12	1,088.27
NIKE INC CLASS B (NKE) EAI $46 08, EY 1.08%	48.000	89.200	2,231.60	3,770.40	4,281.60	2,050.00
NOVO-NORDISK AS ADR-EACH CNV INTO 1 CLASS B DKK1 (NVO) EAI $45 67, EY 1 74%	55.000	47.620	1,387.99	2,527.80	2,619.10	1,231.11
O REILLY AUTOMOTIVE INC NEW COM (ORLY)	19.000	150.360	1,247.84	2,963.62	2,856.84	1,609.00
OCEANEERING INTL INC (OII) EAI· $39 96, EY 1 66%	37.000	65.170	2,713.09	2,573.72	2,411.29	- 301.80

Brokerage 637-617504 THE STAKY FOUNDATION

Holdings (Symbol) as of September 30, 2014	Quantity September 30, 2014	Price per Unit September 30, 2014	Total Cost Basis	Total Value September 1, 2014	Total Value September 30, 2014	Unrealized Gain (Loss) September 30, 2014
ORACLE CORPORATION (ORCL)	66.000	38.280	2,223.38	2,740.98	2,526.48	303.10
EAI: $31.68, EY: 1.25%						
T ROWE PRICE GROUP INC (TROW)	33.000	78.400	1,998.56	2,672.83	2,587.20	588.64
EAI: $58.08, EY: 2.24%						
PRIVATEBANCORP INC SUB DEB 7.125% 10/30/2042 (PVTD)	1,000.000	25.950	25,640.00	26,210.00	25,950.00	310.00
QUALCOMM INC (QCOM)	49.000	74.770	3,087.15	3,728.90	3,663.73	576.58
EAI $82.32, EY: 2.25%						
SPDR SER TR S&P DIVID ETF (SDY)	1,107.000	74.940	60,570.94	85,183.65	82,958.58	22,387.64
SCHLUMBERGER LIMITED COM USD0.01 (SLB)	33.000	101.690	2,974.37	3,618.12	3,355.77	381.40
EAI: $52.80, EY: 1.57%						
STIFEL FINANCIAL CORP SR NT 5.375% 01/31/2022 (SFN)	1,000.000	26.000	25,326.75	25,750.00	26,000.00	673.25
SVB CAP II GTD TR PFD SECS 7.00% 10/15/2033 (SIVBO)	500.000	25.570	12,553.00	12,840.00	12,785.00	232.00
TRAVELERS COS INC COM (TRV)	29.000	93.940	1,825.64	2,746.59	2,724.26	898.62
EAI: $63.80, EY. 2 34%						
UNION PACIFIC CORP (UNP)	42.000	108.420	2,184.70	4,421.34	4,553.64	2,368.94
EAI: $84.00, EY: 1.84%						
WABTEC (WAB)	31.000	81.040	2,246.08	2,584.16	2,512.24	266.16
WELLS FARGO & CO NEW (WFC)	57.000	51.870	1,617.47	2,932.08	2,956.59	1,339.12
EAI: $79.80, EY: 2.70%						
WISDOMTREE TR SMALLCAP DIVID FD (DES)	500.000	64.940	24,846.70	34,625.00	32,470.00	7,623.30
YAHOO INC (YHOO)	62.000	40.750	2,025.71	2,387.62	2,526.50	500.79
Subtotal of Stocks			**294,695.94**		**375,620.28**	**80,924.34**

Bonds *35% of holdings*

Holdings	Quantity	Price per Unit	Total Cost Basis	Total Value September 1, 2014	Total Value September 30, 2014	Unrealized Gain (Loss)
MORGAN STANLEY D W DISC SRMTNS 3.00000% 08/30/2015 FLOATING COUPON MOODYS Baa2 S&P A- QUARTERLY CUSIP 61745EF30	25,000.000	101.774	24,877.34B 24778.51	25,497.00	25,443.50	566.16

Fidelity INVESTMENTS

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September 1, 2014 - September 30, 2014

Brokerage 637-617504 THE STAKY FOUNDATION

Holdings (Symbol) as of September 30, 2014	Quantity September 30, 2014	Price per Unit September 30, 2014	Total Cost Basis	Total Value September 1, 2014	Total Value September 30, 2014	Unrealized Gain (Loss) September 30, 2014
LONG BEACH CALIF REDEV AGY REV BDS 05.83600% 08/01/2016 FIXED COUPON S&P A- SEMIANNUALLY AI. $243.17 EAI: $1,459.00 CUSIP: 542430GD9	25,000.000	106.253	25,810.94B 26230.57	26,674.50	26,563.25	752.31
SOUTHERN CO NOTE 01.95000% 09/01/2016 FIXED COUPON MOODYS Baa1 S&P A- SEMIANNUALLY MAKE WHOLE CALL AI. $40.62 EAI: $487.50 CUSIP: 842587CH8	25,000.000	101.968	25,294.75B 2544000	25,563.75	25,492.00	197.25
INTEL CORP SR NT 1.35000% 12/15/2017 FIXED COUPON MOODYS A1 S&P A+ SEMIANNUALLY MAKE WHOLE CALL AI: $99.38 EAI: $337.50 CUSIP: 458140AL4	25,000.000	99.676	24965.75 OK 24,965.75B	24,984.75	24,919.00	-46.75
WALNUT CALIF ENERGY CTR AUTH REV REV REF 04.65000% 01/01/2018 FIXED COUPON MOODYS A2 S&P AA- SEMIANNUALLY MAKE WHOLE CALL AI: $290.62 EAI: $1,162.50 CUSIP: 93265PBQ1	25,000.000	106.448	26907.60 26,477.37B	26,352.00	26,612.00	134.63

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Holdings (Symbol) as of September 30, 2014	Quantity September 30, 2014	Price per Unit September 30, 2014	Total Cost Basis	Total Value September 1, 2014	Total Value September 30, 2014	Unrealized Gain (Loss) September 30, 2014
SUNTRUST BANKS INC BOND 02.35000% 11/01/2018 FIXED COUPON MOODYS Baa1 S&P BBB SEMIANNUALLY NEXT CALL DATE 10/01/2018 CONT CALL 10/01/2018 AI: $244.79 EAI: $587.50 CUSIP: 867914BF9	25,000.000	100.240	25,159.79*B* 25185	25,270.50	25,060.00	- 99.79
ALTERA CORP BOND 02.50000% 11/15/2018 FIXED COUPON MOODYS Baa1 S&P A- SEMIANNUALLY MAKE WHOLE CALL 25000 X AI: $236.11 EAI: $625.00 CUSIP: 021441AE0	25,000.000	100.906	25212,04 25,023.84*B*	25,295.50	25,226.50	202.66
PNC BK N A PITTSBURGH PA 2.20000% 01/28/2019 FIXED COUPON MOODYS A2 S&P A SEMIANNUALLY NEXT CALL DATE 12/28/2018 CONT CALL 12/28/2018 AI: $96.25 EAI: $550.00 CUSIP: 69353RCH9	25,000.000	100.113	25,088.47*B*	25,186.75	25,028.25	- 60.22
OHIO ST HIGHER EDL FAC COMMN REV 03.54900% 01/01/2020 FIXED COUPON MOODYS Aa2 S&P AA- SEMIANNUALLY EXTRAORDINARY CALL MAKE WHOLE CALL AI. $221.81 EAI· $887.24 CUSIP· 67756A2M3	25,000.000	106.157	26,296.27*B* 26525.32	26,702.50	26,539.25	242.98

Fidelity INVESTMENTS

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Brokerage 637-617504 THE STAKY FOUNDATION

Holdings (Symbol) as of September 30, 2014	Quantity September 30, 2014	Price per Unit September 30, 2014	Total Cost Basis	Total Value September 1, 2014	Total Value September 30, 2014	Unrealized Gain (Loss) September 30, 2014
NEW MEXICO FIN AUTH REV REVOLVING FUND 05.08200% 06/01/2022 FIXED COUPON MOODYS Aa1 S&P AAA SEMIANNUALLY NEXT CALL DATE 06/01/2020 100.00 CONT CALL 06/01/2020 AI $423.50 EAI· $1,270.50 CUSIP. 64711NLH6	25,000.000	111.434	27,161.93*B* 27324.75	28,121.75	27,858.50	696.57
Subtotal of Bonds			**256,156.45**		**258,742.25**	**2,585.80**
Mutual Funds ***12% of holdings***						
OPPENHEIMER SENIOR FLOATING RATE CL Y (OOSYX) EAI. $1,379.03, EY. 4.66%	3,579.952	8.260	30,030.00	29,856.79	29,570.40	- 459.60
T ROWE PRICE HIGH YIELD BOND (PRHYX) EAI: $3,653.68, EY. 6.12%	8,427.903	7.080	55,060.00	61,186.57	59,669.55	4,609.55
Subtotal of Mutual Funds			**85,090.00**		**89,239.95**	**4,149.95**
Core Account ***3% of holdings***						
CASH	22,195.310	1.000	not applicable	46,534.15	22,195.31	not applicable