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: VERSACARE, INC.

A Employer identification number: 33-0052434

Number and street (or P O box number if mail is not delivered to street address): 4097 TRAIL CREEK ROAD, STE. B

Room/suite:

B Telephone number: 951-343-5800

City or town, state or province, country, and ZIP or foreign postal code: RIVERSIDE, CA 92505

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 34,357,569.

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

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

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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 ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	37,119.	37,119.		STATEMENT 1
	4	Dividends and interest from securities	326,559.	326,559.		STATEMENT 2
	5a	Gross rents	1,429,171.	1,429,171.		STATEMENT 3
	b	Net rental income or (loss) 1,429,171.				
	6a	Net gain or (loss) from sale of assets not on line 10	924,324.			
	b	Gross sales price for all assets on line 6a 4,745,743.				
	7	Capital gain net income (from Part IV, line 2)		924,324.		
	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	120,473.	120,473.		STATEMENT 4
	12	**Total.** Add lines 1 through 11	2,837,646.	2,837,646.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	25,000.	8,250.		16,750.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 5	69,004.	22,771.		46,233.
	b	Accounting fees STMT 6	23,715.	7,826.		15,889.
	c	Other professional fees STMT 7	99,497.	32,835.		66,662.
	17	Interest				
	18	Taxes STMT 8	54,249.	17,902.		36,347.
	19	Depreciation and depletion	2,248.	0.		
	20	Occupancy	18,000.	5,940.		12,060.
	21	Travel, conferences, and meetings	31,740.	10,474.		21,266.
	22	Printing and publications				
	23	Other expenses STMT 9	168,208.	55,509.		112,699.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	491,661.	161,507.		327,906.
	25	Contributions, gifts, grants paid	1,422,000.			1,422,000.
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,913,661.	161,507.		1,749,906.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	923,985.			
	b	**Net investment income** (if negative, enter -0-)		2,676,139.		
	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.**

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		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	3,552,840.	2,765,814.	2,765,814.
	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 STMT 10	400,055.	400,041.	400,808.
	b	Investments - corporate stock STMT 11	7,491,988.	9,547,702.	12,130,817.
	c	Investments - corporate bonds STMT 12	1,267,209.	849,018.	848,298.
	11	Investments - land, buildings, and equipment: basis ▶ 7,281,721. Less accumulated depreciation STMT 13▶ 7,023,588.	258,133.	258,133.	14,729,000.
	12	Investments - mortgage loans			
	13	Investments - other STMT 14	3,099,131.	3,182,757.	3,273,817.
	14	Land, buildings, and equipment: basis ▶ 146,884. Less accumulated depreciation STMT 15▶ 141,571.	7,561.	5,313.	5,313.
	15	Other assets (describe ▶ STATEMENT 16)	68,214.	66,352.	203,702.
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	16,145,131.	17,075,130.	34,357,569.
Liabilities	17	Accounts payable and accrued expenses	16,664.	16,998.	
	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 ▶ EXCISE TAX PAYABLE)	0.	5,680.	
	23	**Total liabilities** (add lines 17 through 22)	16,664.	22,678.	
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			
	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	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	16,128,467.	17,052,452.	
	30	**Total net assets or fund balances**	16,128,467.	17,052,452.	
	31	**Total liabilities and net assets/fund balances**	16,145,131.	17,075,130.	

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	16,128,467.
2	Enter amount from Part I, line 27a	2	923,985.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	17,052,452.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	17,052,452.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED SCHEDULE #2	P		09/30/14
b	SEE ATTACHED SCHEDULE #2	P		09/30/14
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	1,329,696.		1,226,723.	102,973.
b	3,416,047.		2,594,696.	821,351.
c				
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				102,973.
b				821,351.
c				
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 } 2 924,324.

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	1,567,311.	27,433,634.	.057131
2011	1,535,022.	29,406,358.	.052200
2010	1,436,659.	27,433,583.	.052369
2009	1,401,246.	25,455,457.	.055047
2008	1,330,061.	24,116,179.	.055152

2	Total of line 1, column (d)	2	.271899
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	.054380
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	33,527,451.
5	Multiply line 4 by line 3	5	1,823,223.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	26,761.
7	Add lines 5 and 6	7	1,849,984.
8	Enter qualifying distributions from Part XII, line 4	8	1,749,906.

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	53,523.
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	53,523.
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	53,523.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	48,200.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	19,180.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	67,380.
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	13,857.
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 13,857. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *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.*	1b		X
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) ▶ CA, 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*	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 ▶ WWW.VERSACARE.ORG

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶951-343-5800

Located at ▶4097 TRAIL CREEK ROAD, STE. B, RIVERSIDE, CA ZIP+4 ▶92505

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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ▶ ______ , ______ , ______ , ______			
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)*

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

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

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

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

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

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

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

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

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

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

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b | |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 17		25,000.	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

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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
CAPITAL ADVISORS INC - 2200 S. UTICA PLACE, STE. 150, TULSA, OK 74110	INVESTMENT FEES	107,788.
REC MANAGEMENT & CONSULTING LLC 201 LEASON COVE DRIVE, LUSBY, MD 20657	MANAGEMENT FEES	60,510.

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 MANAGES ONE SENIOR CITIZEN HOUSING UNIT, LOCATED IN CORONA, CALIFORNIA UNDER HUD AUTHORITY. THE HOUSING UNIT HAS A TOTAL OF 75 UNITS.	0.
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.

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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	16,016,446.
b	Average of monthly cash balances	1b	3,083,559.
c	Fair market value of all other assets	1c	14,938,016.
d	**Total** (add lines 1a, b, and c)	1d	34,038,021.
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	34,038,021.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	510,570.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	33,527,451.
6	**Minimum investment return** Enter 5% of line 5	6	1,676,373.

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	1,676,373.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 53,523.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	53,523.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,622,850.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,622,850.
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	1,622,850.

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	1,749,906.
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	1,749,906.
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	1,749,906.

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					1,622,850.
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					
b From 2009					
c From 2010	59,681.				
d From 2011	14,979.				
e From 2012	241,483.				
f **Total** of lines 3a through e		316,143.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $	1,749,906.				
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					1,622,850.
e Remaining amount distributed out of corpus		127,056.			
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		443,199.			
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		0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		443,199.			
10 Analysis of line 9:					
a Excess from 2009					
b Excess from 2010	59,681.				
c Excess from 2011	14,979.				
d Excess from 2012	241,483.				
e Excess from 2013	127,056.				

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).)

NONE

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

NONE

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

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

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

SEE STATEMENT 18

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				
SEE ATTACHMENT #1 FOR DETAIL OF GRANTS AND CONTRIBUTIONS PAID	NONE	OTHER PUBLIC CHARITY	VARIOUS	1,422,000.
Total			▶ 3a	1,422,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2013)

323611
10-10-13

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	37,119.	
4 Dividends and interest from securities			14	326,559.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	1,429,171.	
6 Net rental income or (loss) from personal property					
7 Other investment income			14	120,473.	
8 Gain or (loss) from sales of assets other than inventory			18	924,324.	
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.		2,837,646.	0.

13 **Total**. Add line 12, columns (b), (d), and (e) 13 2,837,646.

(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 | Date 7/6/15 | Title CHAIRMAN

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
LINDA S. DEVLIN	Linda Devlin	06/10/15		P00074170

Firm's name ▶ AHERN ADCOCK DEVLIN LLP | Firm's EIN ▶ 33-0919055

Firm's address ▶ 2155 CHICAGO AVENUE, SUITE 100
RIVERSIDE, CA 92507 | Phone no. (951) 683-0672

Form **990-PF** (2013)

323622
10-10-13

VERSACARE, INC.	EIN 33-0052434	FYE 09-30-14 ATTACHMENT # 1
ORGANIZATION	**AMOUNT OF GRANT**	**PURPOSE OF GRANT**
Advent Source (Help I'm a Parent - project)	20,000.00	Translation in Spanish and contextualization of printed modules and video script and the video production at the Adventist Media Center
Advent Source (End It Now - project)	40,000.00	Proposing a year-long End It Now campaign including: 1) Summit on Abuse and 2) Create and mail an End It Now book/DVD package to every pastor in NAD
Adventist Forum	30,000.00	To develop an internship program that partners with Adventist collegiate journalism programs to give the best and the brightest communication
Adventist Health International	150,000.00	Implementing healthcare projects in Guyana and Venezuela and assist with the outbreak of EBOLA in Liberia
ASAP Ministries, Inc.	10,000.00	For assisting the needs of refugee children and youth from Burma (Myanmar) both in the Mae Ra Moo Refugee Camp in Thailand and in Albany, New York. And to transform children's hopeless existence into purposeful, productive citizens of this earth
Adventist Risk Management, Inc.	14,000.00	To raise awareness and advocate for an end to the abuse of children around the world.
Alumni Awards Foundation	50,000.00	Working with the Renaissance Network to strengthen the educational experience of Adventist education to students.
Andrews University Center for Reading, Learning and Assessment	30,000.00	To provide assessment and intervention services for reading challenged individuals within the Andrews University population and local community.
Baraka - Adventist Health International	40,000.00	To bring surgical residency training to hospitals in Chad and Abougoudam.
Big Lake Youth Camp	10,000.00	An overnight camp of children ages 7 to 15 years who have experienced a death in their immediate family in the recent past.
Christian Record Services for the Blind	25,000.00	Blinded military veterans as they reintegrate into civilian society and regain physical and mental health. Funding would be used to purchase, produce, and distribute MegaVoice digital audio units
Corona Regional Medical Center Hospice Auxiliary	8,000.00	For Hospice Adolescent Grief counseling and for the hospital Chaplaincy program.

Extreme Mobility Camps, Inc.	10,000.00	Camps for blind/visually impaired young people and freeing some from drug abuse/alcoholism,
Faith for Today Christian Cultural Center	15,000.00	health/education/evangelism. Services have provided classes, seminars, workshops, and personal service in public schools, with civic organizations, and faith groups, both SDA and non-SDA
Flaiz Adventist College % General Conference of SDA	25,000.00	Clean and Green Health Evangelism in Rural India". Is an evangelistic initiative of the Theology students and faculty
Florida Hospital Foundation	35,000.00	Complete a computer lab at the Kalala Learning Village in Addis Ababa, Ethiopia.
Florida Hospital Foundation	25,000.00	Remodel and equip clinical space at Haiti Adventist Hospital (HAH) to provide outpatient orthopedic services in Port-au-Prince, Haiti.
Good News TV	25,000.00	For broadcast equipment for Prescott and Flagstaff communities in both English and Spanish within 6-9 months.
Health Institute for Preventive Care	30,000.00	To establishing a Comprehensive Family Support Center Addiction and Counseling, Parenting Classes, literature evangelism, Computer skills and a job-readiness program
Hope Channel	50,000.00	To adopt a healthy lifestyle and reduce their risk for chronic diseases such as obesity, diabetes, heart disease, and cancer.
Illinois Conference of SDA - Office of Education	15,000.00	To add an Orton-Gillingham phonics program to of the 10 schools in the Illinois Conference to help with reading disabilities and struggling readers become more successful.
Inland Temporary Homes	20,000.00	Provided temporary housing, case management and a variety of mental health services aimed at integrating homeless families into mainstream society
ICC (International Children's Care)	109,000.00	purchase for housing the children in Nicaragua Village for $100,000.00. Second grant for $9,000.00 for a building to house refrigerated foods that are purchase and donated on a weekly basis.
Journey Film	5,000.00	Assist with production and shipping to World Health Conference of Adventist 2 documentary film

LSU - Center for Conflict Resolution	175,000.00	Training for SDA organizations; 2) Violence Prevention in Schools through implementation of the Olweus Bullying Prevention Program and training within the SDA Church through initial pilot programs.
LSU - HMS Richards Library	5,000.00	Cataloging and archiving work. Storage and rebinding to protect fragile materials and scanning to digitally preserve sermons, broadcast transcripts,
LSU/Madaba Plains Project	25,000.00	MADABA PLAINS – UMAYRI General archaeological excavation expenses and special equipment to retrieve, preserve.
LSU - Center for Research on Adventist School of Education	10,000.00	To help propel Adventist education advocacy to the next level by multiplying the number of advocates and equipping them with information, for coordination, travel, materials, and telecommunications.
LSU - School of Business	10,000.00	The new School of Business Building Project
LSU - School of Business/Mr. and Mrs. C. Hanson	25,000.00	Retirement designation to La Sierra University for work with the School of Business
Leoni Meadows Christian Camp and Retreat Center	10,000.00	A summer camp program designed specifically for developmentally disabled campers ages 10-75
Lifeskills Learning Institute, Inc.	5,000.00	A working model of Practicum/Internship training of Graduate Students in mental health.
Miracle Meadows School	35,000.00	Treat Reactive Attachment Disorder youth. To remodel the boy's dorm, remodel existing rooms (break resistant windows, alarm/security systems, etc.; increase bathrooms; remodel a service room area for back-up night staff; remove walls, water pipes, and rearrange the laundry rooms.
North American Division, Office of Education	50,000.00	The REACH initiative, which promotes inclusive practices within our schools. To develop varying resources assisting teachers in meeting the needs of students with learning challenges.

VERSACARE, INC.	EIN 33-0052434	FYE 09-30-14 ATTACHMENT	# 1
One Mustard Seed, Inc.	10,000	A new branch of ministry, "outreach/events" of work. Create a unique, interactive, type of approach to kids, families, and people of all ages using a large screen, audience participation, and special effects.	
Pacific Union Conference - Office of Education	30000	A 3- day "train the trainer" program, and implementing a new science series for SDA elementary schools.	
Penn Valley SDA Church	10000	To reach out to more caregivers as the population of dementia diseases escalates and for direct marketing.	
Restore a Child	25,000.00	Provide basic necessities for sick, poor, orphaned, and displaced children. Provides, as needed, shelter, food, water, health and medical care, and education.	
Rocky Mountain Adventist Healthcare Foundation	21,000	Develop some extensive networks and programs, including a mother-child health program.	
SonBridge Community Center	25,000.00	Construction of a Education Center in the Walla Walla area. The projected outcome is a dignified education complex offering programs as health and wellness education	
The Hope of Survivors	10,000.00	Documentary DVD, Call It Anything But Love! for victim support and education during seminars; production of a Spanish-subtitled version and a new DVD for youth and reprinting of the organization\'s stationery and creating victim resource kits.	
The Unforgettables Foundation	10,000.00	Help approximately 275 families yearly in the Inland Empire with burial monies for children's funeral. Also have a 24/7 hotline to answer questions for families in crisis.	
United Global Outreach, Inc.	10,000.00	Purchase equipment for the commercial kitchen equipment that will serve hundreds of residents at community meals and holiday events. Volunteers would prepare healthy meals for the schoolchildren	
Water for Life International	25,000.00	Providing safe water to the villages in Guatamala. And drill approximately 40 wells providing safe water to over 20,000 people	

VERSACARE, INC.	EIN 33-0052434	FYE 09-30-14 ATTACHMENT # 1
Women\'s Healing and Empowerment Network	**25,000.00**	**To provide education and awareness on domestic violence and sexual abuse through conferences, forums, and other educational platforms**
Yangon Adventist Seminary	**20,000.00**	**Purchase a 2008 Mitsubishi 25 passenger bus The bus will be used to transport YAS students to and from school and for special field trips**
Your Story Hour	***10,000.00***	**Programs designed to educate children and young people, examples in successful living from the Bible, history, and *from the lives of extraordinary people, offer free Bible* lessons through the mail and online.**
Youth and Family Life Education Institute	**40,000.00**	**#1. Educate and advocate for abused women and children. #2. Treatment facility for recovering mothers and Their children. We plan to provide a new playground with appropriate equipment.**
Total Grants Paid	$1,422,000	

EIN 33-0052434

Attachment #2

Versacare Inc

Realized Gain/Loss Report

September 30, 2014

Units	Security Description	Cost	Proceeds	Purchase Date	Sale Date	Short Term Gain/Loss	Long Term Gain/Loss
90,000	Lismed 4.250% Due 09/30/15 4.250% 09/30/15	90,010	90,000	05/27/10	09/30/14		(10)
260	Leggett & Platt	8,528	9,104	05/07/13	09/24/14		576
600	Leggett & Platt	19,478	21,009	04/01/14	09/24/14	1,531	
720	Leggett & Platt	23,311	25,210	04/01/13	09/24/14		1,899
700	Leggett & Platt	21,897	24,510	03/14/14	09/24/14	2,613	
260	Leggett & Platt	7,599	9,104	09/03/13	09/24/14		1,505
500	Leggett & Platt	13,309	17,507	12/31/12	09/24/14		4,199
2,620	Covidien Plc	138,388	240,516	11/27/12	09/19/14		102,128
1,935	Occidental Petroleum	148,068	189,495	11/12/12	09/19/14		41,427
200,000	AT&T Inc Note Call 5.100% 5.100% 09/15/14	200,000	200,000	06/01/09	09/15/14		0
200	Darden Restaurants	10,611	9,519	05/07/13	08/27/14		(1,093)
430	Darden Restaurants	22,420	20,466	04/01/13	08/27/14		(1,955)
260	Darden Restaurants	13,208	12,375	06/05/14	08/27/14	(833)	
600	Darden Restaurants	29,566	28,557	04/11/14	08/27/14	(1,009)	
300	Darden Restaurants	14,775	14,278	03/14/14	08/27/14	(497)	
370	Darden Restaurants	16,875	17,610	02/14/13	08/27/14		735
240	Darden Restaurants	10,796	11,423	07/10/14	08/27/14	627	
595	Apple	28,292	59,766	06/27/11	08/19/14		31,473
1,095	Apple	33,009	109,989	01/08/10	08/19/14		76,980
1,575	Gilead Sciences Inc	105,737	157,064	04/11/14	08/19/14	51,326	
1,015 330	Contemporary Healthcare LLC	1,015	1,015	04/10/10	08/06/14		
110,000	Seminole Ok Utilities 1 600% 08/01/14	110,000	110,000	11/20/12	08/01/14		0
630	Fedex Corp	41,610	94,002	09/22/11	07/30/14		52,392
202	Now Inc Com	5,566	6,681	12/27/11	07/30/14		1,115
55	Now Inc Com	1,496	1,819	02/07/13	07/30/14		323

Capital Advisors, Inc.

EIN: 33-0052434

Attachment #2.

Versacare Inc

Realized Gain/Loss Report

September 30, 2014

Units	Security Description	Cost	Proceeds	Purchase Date	Sale Date	Short Term Gain/Loss	Long Term Gain/Loss
595	Now Inc Com	16,818	19,679	04/18/13	07/30/14		2,861
200	Hollyfrontier Corp	9,958	8,765	03/14/14	07/21/14	(1,193)	
1,100	Hollyfrontier Corp	53,155	48,209	01/14/14	07/21/14	(4,946)	
300	Hollyfrontier Corp	14,447	13,148	04/01/14	07/21/14	(1,299)	
420	Hollyfrontier Corp	20,197	18,407	06/05/14	07/21/14	(1,790)	
480	Hollyfrontier Corp	20,705	21,037	07/10/14	07/21/14	331	
7,240	Apollo Education Group	128,226	228,414	04/10/13	06/26/14		100,188
1,930	Facebook	53,315	129,929	04/10/13	06/26/14		76,614
200	ConocoPhillips	14,267	16,763	04/11/14	06/18/14	2,496	
200	ConocoPhillips	14,065	16,763	04/01/14	06/18/14	2,698	
200	ConocoPhillips	13,285	16,763	03/14/14	06/18/14	3,477	
630	ConocoPhillips	39,706	52,803	09/16/13	06/18/14	13,097	
160	ConocoPhillips	10,223	13,410	05/07/13	06/18/14		3,187
300	ConocoPhillips	17,238	25,144	04/09/12	06/18/14		7,906
220	Waste Management	9,105	9,717	04/11/14	06/18/14	612	
250	Waste Management	10,315	11,042	05/07/13	06/18/14		727
760	Waste Management	30,608	33,568	04/01/13	06/18/14		2,960
470	Waste Management	16,429	20,759	04/09/12	06/18/14		4,330
0 500	Now Inc Com	14	17	12/27/11	06/02/14		3
100,000	Suntrust Bank 4.000 Due 4.000% 05/28/14	100,000	100,000	05/12/09	05/28/14		
205	Apple	88,233	124,209	03/13/13	05/19/14		35,976
50	Apple	16,643	30,295	06/27/11	05/19/14		13,652
327	Mallinckrodt Plc	13,258	26,647	11/27/12	05/19/14		13,389
1,540	Eog Resources	77,319	155,381	08/01/12	05/09/14		78,061
210	Amer Electric Pwr	10,666	11,320	05/07/13	04/29/14	654	
870	Amer Electric Pwr	40,023	46,897	04/01/13	04/29/14		6,874
340	Amer Electric Pwr	15,624	18,328	06/04/13	04/29/14	2,703	

EIN: 33-0052434

Attachment #2.

Versacare Inc

Realized Gain/Loss Report

September 30, 2014

Units	Security Description	Cost	Proceeds	Purchase Date	Sale Date	Short Term Gain/Loss	Long Term Gain/Loss
390	Amer Electric Pwr	16,453	21,023	12/31/12	04/29/14		4,570
490	Firstmerit Corporation	8,485	9,400	05/07/13	04/29/14	915	
1,300	Firstmerit Corporation	21,963	24,938	04/15/13	04/29/14		2,976
930	Firstmerit Corporation	14,980	17,840	04/15/13	04/29/14		2,860
590	Qualcomm	20,787	45,755	05/25/10	04/25/14		24,969
3,460	Potash Corp	142,039	122,599	05/09/12	03/26/14		(19,440)
4,620	Potash Corp	171,268	163,701	07/29/13	03/26/14	(7,566)	
170	National Grid Plc	10,775	11,828	05/07/13	03/05/14	1,052	
530	National Grid Plc	31,754	36,874	04/01/13	03/05/14	5,121	
320	National Grid Plc	16,151	22,264	04/09/12	03/05/14		6,113
3,620	Transocean Ltd	198,431	157,357	08/30/11	02/26/14		(41,074)
260	Agl Resources	11,365	12,093	05/07/13	02/19/14	728	
630	Agl Resources	26,861	29,302	04/01/13	02/19/14	2,441	
500	Agl Resources	19,791	23,255	12/14/12	02/19/14		3,464
350	Pfizer	10,061	10,738	04/01/13	02/06/14	676	
1,030	Pfizer	22,821	31,599	04/09/12	02/06/14		8,778
262 500	Leidos Hldgs Inc Com	10,811	11,860	05/07/13	01/27/14	1,049	
320	Leidos Hldgs Inc Com	12,350	14,458	04/01/13	01/27/14	2,108	
497.500	Leidos Hldgs Inc Com	16,202	22,477	01/24/13	01/27/14		6,275
149 857	Science Applicatns Intl Cp	4,928	5,569	05/07/13	01/27/14	641	
0 286	Science Applicatns Intl Cp	8	11	01/24/13	01/27/14		3
284	Science Applicatns Intl Cp	7,511	10,554	01/24/13	01/27/14		3,043
182	Science Applicatns Intl Cp	5,513	6,763	09/25/13	01/27/14	1,250	
0 857	Science Applicatns Intl Cp	0	32	09/25/13	01/27/14	32	
200	Total ADR	10,180	11,938	04/01/13	01/14/14	1,758	
240	Total ADR	12,133	14,326	05/07/13	01/14/14	2,192	
460	Total ADR	23,025	27,457	04/09/12	01/14/14		4,432
11,630	Cisco Systems	241,434	256,103	03/27/13	01/06/14	14,669	

EIN. 33-0052434

Attachment #2

Versacare Inc

Realized Gain/Loss Report

September 30, 2014

Units	Security Description	Cost	Proceeds	Purchase Date	Sale Date	Short Term Gain/Loss	Long Term Gain/Loss
575.250	Contemporary Healthcare LLC	575	575	04/10/10	12/18/13		
125,000	Bmw Bank 2 700% Due 2.700% 12/11/13	125,000	125,000	12/03/09	12/11/13		
4.740	E M C Corp	117.965	113,868	12/31/12	12/05/13	(4,098)	
5,860	E M C Corp	136.719	140,773	06/01/12	12/05/13		4,055
570	Total ADR	29.012	34,017	04/01/13	11/15/13	5,005	
4,396.810	Contemporary Healthcare LLC	4.397	4,397	04/10/10	11/13/13		
540	Pfizer	15,616	16,852	05/07/13	11/04/13	1,236	
1,180	Pfizer	33,920	36,825	04/01/13	11/04/13	2,905	
700	Eog Resources	70,290	127,453	08/01/12	10/17/13		57,162
2,170	National Oilwell Varco	147.879	175,834	12/27/11	10/17/13		27,955
180	Yum Brands	11,655	11,915	01/08/13	10/10/13	260	
2,080	Yum Brands	70,900	137,686	06/17/09	10/10/13		66,786
0.143	Science Applicatns Intl Cp	5	5	05/07/13	10/03/13		
	Total Gains					131,717	886,147
	Total Losses					(23,231)	(71,765)
	Grand Total	3,821,419	4,745,743			102,973	821,351
	S/T	1,226,723	1,329,696				
	L/T	2,594,696	3,416,047				

Capital Advisors, Inc.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	37,119.	37,119.	
TOTAL TO PART I, LINE 3	37,119.	37,119.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	326,559.	0.	326,559.	326,559.	
TO PART I, LINE 4	326,559.	0.	326,559.	326,559.	

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
2600 SOUTH MAIN STREET, CORONA, CA	1	1,427,875.
MANAGEMENT FEE INCOME	2	1,296.
TOTAL TO FORM 990-PF, PART I, LINE 5A		1,429,171.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
CONTEMPORARY HEALTH CARE - K-1	120,473.	120,473.	
TOTAL TO FORM 990-PF, PART I, LINE 11	120,473.	120,473.	

FORM 990-PF LEGAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	69,004.	22,771.		46,233.
TO FM 990-PF, PG 1, LN 16A	69,004.	22,771.		46,233.

FORM 990-PF ACCOUNTING FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	23,715.	7,826.		15,889.
TO FORM 990-PF, PG 1, LN 16B	23,715.	7,826.		15,889.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	24,814.	8,189.		16,624.
MANAGEMENT & EXEC DIRECTOR FEES	60,659.	20,018.		40,642.
OTHER PROFESSIONAL FEES	3,299.	1,089.		2,210.
CONSULTING FEES - TECH	10,725.	3,539.		7,186.
TO FORM 990-PF, PG 1, LN 16C	99,497.	32,835.		66,662.

FORM 990-PF TAXES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES & LICENSE	209.	69.		140.
EXCISE TAX	54,040.	17,833.		36,207.
TO FORM 990-PF, PG 1, LN 18	54,249.	17,902.		36,347.

FORM 990-PF OTHER EXPENSES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONTRACT LABOR	29,475.	9,727.		19,748.
GIFTS & PROMOTION	4,807.	1,586.		3,221.
INSURANCE	4,014.	1,325.		2,689.
DUES AND SUBSCRIPTION	380.	125.		255.
POSTAGE	1,625.	536.		1,089.
TECHNOLOGY	6,825.	2,252.		4,573.
CLEANING SERVICE	1,275.	421.		854.
REPAIRS AND MAINTENANCE	751.	248.		503.
INVESTMENT EXPENSE	107,788.	35,570.		72,218.
TELEPHONE	4,811.	1,588.		3,223.
BANK CHARGES	464.	153.		311.
UTILITIES	430.	142.		288.
SUPPLIES	3,587.	1,184.		2,403.
BOARD MEETINGS & MEALS	1,976.	652.		1,324.
TO FORM 990-PF, PG 1, LN 23	168,208.	55,509.		112,699.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 10

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US OBLIGATIONS	X		400,041.	400,808.
TOTAL U.S. GOVERNMENT OBLIGATIONS			400,041.	400,808.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			400,041.	400,808.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	9,547,702.	12,130,817.
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,547,702.	12,130,817.

FORM 990-PF CORPORATE BONDS STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	849,018.	848,298.
TOTAL TO FORM 990-PF, PART II, LINE 10C	849,018.	848,298.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 13

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND IMPROVEMENTS	662,997.	662,997.	0.
BUILDINGS	6,360,591.	6,360,591.	0.
LAND	258,133.	0.	258,133.
TOTAL TO FM 990-PF, PART II, LN 11	7,281,721.	7,023,588.	258,133.

FORM 990-PF OTHER INVESTMENTS STATEMENT 14

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	COST	3,182,757.	3,273,817.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,182,757.	3,273,817.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 15

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
START UP COST	93,432.	93,432.	0.
ORGANIZATIONAL COST	18,609.	18,609.	0.
FILE CABINETS	1,641.	1,641.	0.
CONFERENCE TABLE	530.	530.	0.
CHAIRS	1,905.	1,905.	0.
2 CHAIRS	951.	951.	0.
XEROX COPIER	14,279.	14,279.	0.
DELL COMPUTER	2,672.	2,672.	0.
PROJECTOR	1,029.	1,029.	0.
CABINETS (5) & DESKS (2)	3,500.	2,336.	1,164.
GLASS FOR 2 DESKS	836.	536.	300.
COMPUTER	1,007.	905.	102.
CONFERENCE PHONE	491.	280.	211.
DELL COMPUTER	1,129.	471.	658.
DELL COMPUTER	1,129.	527.	602.
DELL COMPUTER	1,128.	527.	601.
LAPTOP	1,408.	611.	797.
IPAD	593.	198.	395.
FRONT-DOOR LOCK	615.	132.	483.
TOTAL TO FM 990-PF, PART II, LN 14	146,884.	141,571.	5,313.

FORM 990-PF OTHER ASSETS STATEMENT 16

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PAINTINGS	62,650.	62,650.	200,000.
INTEREST RECEIVABLE	5,564.	3,702.	3,702.
TO FORM 990-PF, PART II, LINE 15	68,214.	66,352.	203,702.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 17

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DEBRA BRILL 4097 TRAIL CREEK ROAD, STE B RIVERSIDE, CA 92505	DIRECTOR 2.00	2,500.	0.	0.
ELLEN H BRODERSEN, CPA 4097 TRAIL CREEK ROAD, STE B RIVERSIDE, CA 92505	TREASURER 4.20	2,500.	0.	0.
GEORGE W. BROWN 4097 TRAIL CREEK ROAD, STE B RIVERSIDE, CA 92505	DIRECTOR 2.30	2,500.	0.	0.
ROBERT E. COY, J.D. 4097 TRAIL CREEK ROAD, STE B RIVERSIDE, CA 92505	PRESIDENT/VICE CHAIRMAN 20.00	2,500.	0.	0.
CHARLES C. SANDEFUR 4097 TRAIL CREEK ROAD, STE B RIVERSIDE, CA 92505	CHAIRMAN 2.00	2,500.	0.	0.
RON M. WISBEY 4097 TRAIL CREEK ROAD, STE B RIVERSIDE, CA 92505	VICE PRESIDENT 12.30	2,500.	0.	0.
MYRNA COSTA 4097 TRAIL CREEK ROAD, STE B RIVERSIDE, CA 92505	DIRECTOR 2.00	2,500.	0.	0.
RICHARD W.S.PERSHING 4097 TRAIL CREEK ROAD, STE B RIVERSIDE, CA 92505	DIRECTOR 2.00	2,500.	0.	0.
ROSCOE J. HOWARD, III 4097 TRAIL CREEK ROAD, STE B RIVERSIDE, CA 92505	DIRECTOR 2.40	2,500.	0.	0.
TOM MACOMBER 4097 TRAIL CREEK ROAD, STE B RIVERSIDE, CA 92505	SECRETARY 2.00	2,500.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		25,000.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 18
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THE VERSAFUND
4097 TRAIL CREEK ROAD, SUITE B
RIVERSIDE, CA 92505

TELEPHONE NUMBER

951-343-5800

FORM AND CONTENT OF APPLICATIONS

CALL OR WRITE FOR APPLICATION FORM.

ANY SUBMISSION DEADLINES

APPLICATION AND ACCOMPANYING MATERIALS DUE DECEMBER 31ST. GRANTS ANNOUNCED BY MARCH 15TH.

RESTRICTIONS AND LIMITATIONS ON AWARDS

FUNDING WILL BE CONSIDERED FOR INNOVATIVE MINISTRY IDEAS, ESPECIALLY IN THE AREAS OF CHRISTIAN EDUCATION, YOUTH MINISTRY AND HEALTHCARE.

Depreciation and Amortization Detail FORM 990-PF PAGE 1 990-PF

Asset Number	Description of property							
	Date placed in service	Method/ IRC sec.	Life or rate	Line No.	Cost or other basis	Basis reduction	Accumulated depreciation/amortization	Current year deduction
6	START UP COST							
	102792		.000	16	93,432.		93,432.	0.
7	ORGANIZATIONAL COST							
	102792		.000	16	18,609.		18,609.	0.
8	FILE CABINETS							
	070193	200DB	7.00	17	1,641.		1,641.	0.
9	CONFERENCE TABLE							
	100187	SL	5.00	16	530.		530.	0.
12	CHAIRS							
	070190	SL	10.00	16	1,905.		1,905.	0.
17	2 CHAIRS							
	100190	SL	15.00	16	951.		951.	0.
19	XEROX COPIER							
	101508	SL	5.00	16	14,279.		14,279.	0.
20	DELL COMPUTER							
	101508	SL	5.00	16	2,672.		2,672.	0.
21	PROJECTOR							
	090209	SL	5.00	16	1,029.		841.	188.
22	CABINETS (5) & DESKS (2)							
	020210	SL	7.00	16	3,500.		1,833.	503.
23	GLASS FOR 2 DESKS							
	032310	SL	7.00	16	836.		417.	119.
24	COMPUTER							
	032510	SL	5.00	16	1,007.		704.	201.
26	CONFERENCE PHONE							
	020110	SL	7.00	16	491.		210.	70.
27	DELL COMPUTER							
	083112	SL	5.00	16	1,129.		245.	226.
28	DELL COMPUTER							
	053112	SL	5.00	16	1,129.		301.	226.
29	DELL COMPUTER							
	053112	SL	5.00	16	1,128.		301.	226.
30	LAPTOP							
	073012	SL	5.00	16	1,408.		329.	282.
31	IPAD							
	020113	SL	5.00	16	593.		79.	119.
32	FRONT-DOOR LOCK							
	040513	SL	7.00	16	615.		44.	88.
	* TOTAL 990-PF PG 1 DEPR							
					146,884.	0.	139,323.	2,248.

316261
05-01-13

- Current year section 179 (D) - Asset disposed

[redacted]

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

Application for Extension of Time To File an Exempt Organization Return

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

OMB No. 1545-1709

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

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

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

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

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

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

Enter filer's identifying number

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions VERSACARE, INC.	Employer identification number (EIN) or 33-0052434
	Number, street, and room or suite no. If a P.O. box, see instructions 4097 TRAIL CREEK ROAD, STE. B	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions RIVERSIDE, CA 92505	

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

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

- The books are in the care of ▶ THE FOUNDATION 4097 TRAIL CREEK ROAD, STE. B - RIVERSIDE, CA 92505
  Telephone No ▶ 951-343-5800 Fax No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ ☐ If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until MAY 15, 2015 , to file the exempt organization return for the organization named above The extension is for the organization's return for
▶ ☐ calendar year ______ or
▶ ☒ tax year beginning OCT 1, 2013 , and ending SEP 30, 2014

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

3a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 67,380.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 48,200.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	$ 19,180.

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

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.**
323841
12-31-13

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

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

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

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

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions: VERSACARE, INC.

Employer identification number (EIN) or: 33-0052434

Number, street, and room or suite no If a P O box, see instructions.: 4097 TRAIL CREEK ROAD, STE. B

Social security number (SSN)

City, town or post office, state, and ZIP code For a foreign address, see instructions: RIVERSIDE, CA 92505

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

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

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

- The books are in the care of ▶ THE FOUNDATION
4097 TRAIL CREEK ROAD, STE. B - RIVERSIDE, CA 92505

Telephone No ▶ 951-343-5800 Fax No ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ ☐

If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ ☐ If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for

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

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

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

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO COMPILE THE NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$ 67,380.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 67,380.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

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

Signature ▶ Title ▶ CPA Date ▶ MAY 11 2015