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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 10-01-2013 , and ending 09-30-2014

Name of foundation NATHAN B& FLORENCE R BURT FOUNDATION		A Employer identification number 84-0972203	
Number and street (or P O box number if mail is not delivered to street address) C/O HARRY L ARKIN 1660 LINCOLN ST NO 2830		Room/suite	B Telephone number (see instructions) (303) 863-8400
City or town, state or province, country, and ZIP or foreign postal code DENVER, CO 80264		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 3,813,698		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	16,848	16,848		
	4 Dividends and interest from securities.	73,366	73,366		
	5a Gross rents	36,173	36,173		
	b Net rental income or (loss) 36,173				
	6a Net gain or (loss) from sale of assets not on line 10	122,664			
	b Gross sales price for all assets on line 6a 145,244				
	7 Capital gain net income (from Part IV, line 2) . . .		122,664		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	249,051	249,051		
	13 Compensation of officers, directors, trustees, etc	27,600	12,420		15,180
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,740	783		957
	c Other professional fees (attach schedule)	26,779	26,779		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,143	1,228		1,501
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	7,402	3,312		4,090
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	66,664	44,522		21,728
	25 Contributions, gifts, grants paid	216,850			216,850
	26 Total expenses and disbursements. Add lines 24 and 25	283,514	44,522		238,578
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-34,463			
	b Net investment income (if negative, enter -0-)		204,529		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,324,669	1,290,755	1,290,755
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	100,000 	100,000	103,225
	b	Investments—corporate stock (attach schedule)	889,737 	873,035	1,795,898
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ 67,500 Less accumulated depreciation (attach schedule) ▶ _____ 25,174	42,326 	42,326	67,500
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	550,819 	567,590	556,320
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,907,551	2,873,706	3,813,698
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)	 470 	1,088	
	23	Total liabilities (add lines 17 through 22)	470	1,088	
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	2,200,225	2,200,225	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	42,326	42,326	
	29	Retained earnings, accumulated income, endowment, or other funds	664,530	630,067	
	30	Total net assets or fund balances (see page 17 of the instructions)	2,907,081	2,872,618	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,907,551	2,873,706	

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	2,907,081
2	Enter amount from Part I, line 27a	2	-34,463
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	2,872,618
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	2,872,618

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)
1 a	1,000 SH UNIT CORPORATION	P	1992-08-21	2013-10-18
b	1,000 SH BEAM	P	1993-06-08	2014-05-01
c	200 SH HILLSHIRE BRANDS CO	P	2003-08-13	2014-09-03
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 49,144		1,812	47,332
b 83,500		15,684	67,816
c 12,600		5,084	7,516
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			47,332
b			67,816
c			7,516
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	122,664
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of 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	189,699	4,239,783	0 044743
2011	177,908	4,124,595	0 043133
2010	193,167	4,132,448	0 046744
2009	180,881	3,991,197	0 045320
2008	184,928	3,839,202	0 048168

2	Total of line 1, column (d).	2	0 228108
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 045622
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	4,380,139
5	Multiply line 4 by line 3.	5	199,831
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,045
7	Add lines 5 and 6.	7	201,876
8	Enter qualifying distributions from Part XII, line 4.	8	238,578

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 page 18 of the instructions)			
1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	2,045
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			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2.		3	2,045
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	2,045
6 Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	
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	0
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	40
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	2,085
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			
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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		1b	No
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	No
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?		2	No
If "Yes," attach a detailed description of the activities.			
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	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?.		4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5	No
If "Yes," attach the statement required by General Instruction T.			
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	Yes
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	Yes
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	Yes
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	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10	No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶WWW BURTFOUNDATION ORG				
14	The books are in care of ▶HARRY L ARKIN Telephone no ▶(303) 863-8400 Located at ▶1660 LINCOLN STSUITE 2830 DENVER CO ZIP +4 ▶80264			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

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

Yes

No

(2)

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

Yes

No

(3)

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

Yes

No

(4)

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

Yes

No

(5)

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

Yes

No

b

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

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

Yes

No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

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

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

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

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

0

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

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

Total number of others receiving over \$50,000 for professional services.	0
--	---

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	
2	
3	
4	

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	0
2	
All other program-related investments See page 24 of the instructions	
3	

Total. Add lines 1 through 3 **▶**

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,483,796
b	Average of monthly cash balances.	1b	1,443,046
c	Fair market value of all other assets (see instructions).	1c	520,000
d	Total (add lines 1a, b, and c).	1d	4,446,842
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	4,446,842
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	66,703
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,380,139
6	Minimum investment return. Enter 5% of line 5.	6	219,007

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	219,007
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	2,045
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,045
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	216,962
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	216,962
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	216,962

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	238,578
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	238,578
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	2,045
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	236,533
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				216,962
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			76,235	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 238,578				
a Applied to 2012, but not more than line 2a			76,235	
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.				162,343
e Remaining amount distributed out of corpus	0			
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	0			
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 instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				54,619
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

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

HARRY L ARKIN
1660 LINCOLN ST SUITE 2830
DENVER, CO 80264
(303) 836-8400

b

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

APPLICATIONS MUST BE SUBMITTED IN A PRESCRIBED FORMAT DETERMINED BY THE FOUNDATION. PLEASE VISIT WWW.BURTFOUNDATION.ORG TO DOWNLOAD MOST RECENT GRANT MATERIALS AND APPLICATION FORM.

c

Any submission deadlines

THE FOUNDATION ACCEPTS GRANT APPLICATIONS AND APPROVES GRANTS TWICE A YEAR. PLEASE VISIT WWW.BURTFOU

d

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

NONE

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	216,850
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Form 990PF Part VIII Line 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
HARRY L ARKIN	PRESIDENT 10 00	27,600	0	0
1660 LINCOLN STREET SUITE 2830 DENVER, CO 80264				
MARGARET FOMER PHD	DIRECTOR 1 00	0	0	0
1660 LINCOLN STREET SUITE 2830 DENVER, CO 80264				
NATALIE MEYER	SECRETARY 1 00	0	0	0
1660 LINCOLN STREET SUITE 2830 DENVER, CO 80264				
GREGORY W DICKSON	TREASURER 1 00	0	0	0
1660 LINCOLN STREET SUITE 2830 DENVER, CO 80264				
JOHN C BAKER	VICE PRESIDENT 1 00	0	0	0
1660 LINCOLN STREET SUITE 2830 DENVER, CO 80264				
BRUCE JAFEK MD	DIRECTOR 1 00	0	0	0
1660 LINCOLN STREET SUITE 2830 DENVER, CO 80264				
HARRISON F HAYES MD	DIRECTOR 1 00	0	0	0
1660 LINCOLN STREET SUITE 2830 DENVER, CO 80264				
ROSIE	DIRECTOR 1 00	0	0	0
1660 LINCOLN STREET SUITE 2830 DENVER, CO 80264				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
A PRECIOUS CHILD 557 BURBANK ST UNIT E BROOMFIELD,CO 80020	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
ADOPT COLORADO KIDS 541 E GARDEN DR UNIT N WINDSOR,CO 80550	NONE	PUBLIC	GENERAL ASSISTANCE	3,000
ALL POINTS TRANSIT INC PO BOX 1416 MONTROSE,CO 81402	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
ADAMS CAMP 6767 S SPRUCE ST SUITE 102 CENTENNIAL,CO 80112	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
ALTERNATIVES TO VIOLENCE 313 E 4TH STREET LOVELAND,CO 80537	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
ASSISTANCE LEAGUE OF COLO SPRINGS 318 EAST CIMARRON STREET COLORADO SPRINGS,CO 80903	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
AUGUSTANA ARTS INC 5000 E ALAMEDA AVENUE DENVER,CO 80246	NONE	PUBLIC	GENERAL ASSISTANCE	2,400
BAYAUD ENTERPRISES 333 W BAYAUD AVENUE DENVER,CO 80223	NONE	PUBLIC	GENERAL ASSISTANCE	2,300
BENNIE E GOODWIN AFTER SCHOOL ACADEMIC PROGRAM 12400 HOFFMAN BLVD AURORA,CO 80011	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
BLACK CANYON BOYS AND GIRLS CLUB PO BOX 1907 MONTROSE,CO 81402	NONE	PUBLIC	GENERAL ASSISTANCE	2,000
BROADWAY ASSISTANCE CENTER 606 WEST 6TH AVENUE DENVER,CO 80204	NONE	PUBLIC	GENERAL ASSISTANCE	2,000
CAL-WOOD EDUCATION CENTER PO BOX 347 JAMESTOWN,CO 80455	NONE	PUBLIC	GENERAL ASSISTANCE	2,000
CARING MINISTRIES OF MORGAN COUNTY 420 E RAILROAD AVENUE FORT MORGAN,CO 80701	NONE	PUBLIC	GENERAL ASSISTANCE	2,000
CASA OF ADAMS COUNTY 1100 JUDICIAL DRIVE BRIGHTON,CO 80601	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
CASA OF THE PIKES PEAK REGION 701 SOUTH CASCADE AVENUE COLORADO SPRINGS,CO 80903	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
Total 3a				216,850

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CENTER FOR ENRICHED COMMUNICATIONS 2708 PATTERSON ROAD GRAND JUNCTION,CO 81506	NONE	PUBLIC	GENERAL ASSISTANCE	1,250
CENTER FOR FAMILY OUTREACH 1100 POUDRE RIVER DRIVE FORT COLLINS,CO 80524	NONE	PUBLIC	GENERAL ASSISTANCE	2,000
CENTER FOR PEOPLE WITH DISABILITIES 10351 GRANT STREET UNIT I THORNTON,CO 80229	NONE	PUBLIC	GENERAL ASSISTANCE	2,000
CENTRO DE LA FAMILIA 122 EAST LAS ANIMAS STREET COLORADO SPRINGS,CO 80903	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
COAL CREEK MEALS ON WHEELS 1255 CENTAUR VILLAGE DRIVE LAFAYETTE,CO 80026	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
COLORADO CENTER FOR THE BLIND 2233 W SHEPPERD AVE LITTLETON,CO 80120	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
COLORADO FRIENDSHIP 1067 HOVER ROAD 116 LONGMONT,CO 80120	NONE	PUBLIC	GENERAL ASSISTANCE	1,250
COLORADO FUTURTEK INC PO BOX 7159 DENVER,CO 80207	NONE	PUBLIC	GENERAL ASSISTANCE	1,500
COLORADO CHAPTER NATIONAL HEMOPHELIA FOUNDATION 2465 SHERIDAN BLVD EDGEWATER,CO 80214	NONE	PUBLIC	GENERAL ASSISTANCE	1,500
COLORADO STATE SCIENCE FAIR PO BOX 1465 FORT COLLINS,CO 80522	NONE	PUBLIC	GENERAL ASSISTANCE	1,000
COLORADO SYMPHONY 999 18TH ST 2055 DENVER,CO 80202	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
COMMUNITY MINISTRY 1755 SOUTH ZUNI STREET DENVER,CO 80223	NONE	PUBLIC	GENERAL ASSISTANCE	1,500
CONNECTIONS FOR INDEPENDENT LIVING 1331 8TH AVENUE GREELEY,CO 80631	NONE	PUBLIC	GENERAL ASSISTANCE	1,200
CROWLEY FOUNDATION 2065 UINTA STREET DENVER,CO 80238	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
DENTAL AID 4155 DARLEY AVE SUITE C BOULDER,CO 80305	NONE	PUBLIC	GENERAL ASSISTANCE	1,500
Total  3a				216,850

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
DENVER INNER CITY PARISH 1212 MARIPOSA STREET DENVER, CO 80204	NONE	PUBLIC	GENERAL ASSISTANCE	1,500
DENVER KIDS INC 1330 FOX ST DENVER, CO 80204	NONE	PUBLIC	GENERAL ASSISTANCE	5,000
DENVER SANTA CLAUS SHOP PO BOX 102104 DENVER, CO 80250	NONE	PUBLIC	GENERAL ASSISTANCEGENERAL ASSISTANCE	1,000
DENVER SCHOLARSHIP FOUNDATION 303 E 17TH AVENUE SUITE 200 DENVER, CO 80203	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
DENVER WORKS INC 2828 N SPEER DENVER, CO 80211	NONE	PUBLIC	GENERAL ASSISTANCE	2,000
DOMINICAN SISTERS HOME HEALTH AGENCY 2501 GAYLORD STREET DENVER, CO 80205	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
EAST HIGH ANGEL FOUNDATION PO BOX 201404 DENVER, CO 80220	NONE	PUBLIC	GENERAL ASSISTANCE	2,000
EDUCATION FOUNDATION NATL GUARD ASSOC 1660 LINCOLN STREET DENVER, CO 80264	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
ELDERHAUS ADULT DAY PROGRAMS 605 SOUTH SHIELDS STREET FORT COLLINS, CO 80521	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
FAMILIES FIRST 2163 S YOSEMITE STREET DENVER, CO 80231	NONE	PUBLIC	GENERAL ASSISTANCE	2,000
FAMILIES OF HOMICIDE VICTIMS & MISSING PERSONS 1866 SO NEWTON ST DENVER, CO 80219	NONE	PUBLIC	GENERAL ASSISTANCE	3,000
FAMILY ADVOCACY CARE EDUCATION SUPPORT (FACES) 3801 E FLORIDA DENVER, CO 80210	NONE	PUBLIC	GENERAL ASSISTANCE	1,000
FAMILY STAR 1331 E 33RD AVENUE DENVER, CO 80205	NONE	PUBLIC	GENERAL ASSISTANCE	1,000
FLORENCE CRITTENTON SERVICES OF COLORADO 55 SOUTH ZUNI STREET DENVER, CO 80223	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
FOCUS POINTS FAMILY RESOURCE CENTER 2501 E 48TH AVENUE DENVER, CO 80216	NONE	PUBLIC	GENERAL ASSISTANCE	5,000
Total  3a				216,850

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
FORT COLLINS SENIOR CENTER PO BOX 1217 FORT COLLINS,CO 80522	NONE	PUBLIC	GENERAL ASSISTANCE	1,250
FOUR CORNERS SCHOOL OF OUTDOOR EDUCATION PO BOX 1029 MONTICELLO,UT 84535	NONE	PUBLIC	GENERAL ASSISTANCE	1,000
GATEWAY BATTERED WOMANS SHELTER PO BOX 914 AURORA,CO 80040	NONE	PUBLIC	GENERAL ASSISTANCE	1,000
GROWING HOME 3989 W 72ND AVE WESTMINSTER,CO 80030	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
HANDS OF THE CARPENTER 1455 AMMONS ST SUITE 201 LAKEWOOD,CO 80214	NONE	PUBLIC	GENERAL ASSISTANCE	1,250
HIGH VALLEY COMMUNITY CENTER 1210 GRANDE AVE DEL NORTE,CO 81132	NONE	PUBLIC	GENERAL ASSISTANCE	1,000
HIGHER GROUND YOUTH CHALLENGE PO BOX 12145 DENVER,CO 80212	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
I HAVE A DREAM FOUNDATION 1836 GRANT STREET DENVER,CO 80203	NONE	PUBLIC	GENERAL ASSISTANCE	2,000
IMPACT ON EDUCATION 728 FRONT STREET SUITE A LOUISVELLE,CO 80027	NONE	PUBLIC	GENERAL ASSISTANCE	1,500
INNER CITY HEALTH CENTER 3800 YORK STREET DENVER,CO 80205	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
LONGMONT MEALS ON WHEELS 910 LONGS PEAK AVE LONGMONT,CO 80501	NONE	PUBLIC	GENERAL ASSISTANCE	2,250
LUTHERAN SOCIAL SERVICES OF COLORADO 363 SOUTH HARLAN ST SUITE 200 DENVER,CO 80226	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
MAKE-A-WISH COLORADO 7951 E MAPLEWOOD AVENUE SUITE 126 GREENWOOD VILLAGE,CO 80111	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
MESA YOUTH SERVICES 1169 COLORADO AVENUE GRAND JUNCTION,CO 81501	NONE	PUBLIC	GENERAL ASSISTANCE	2,200
METRO CARE RING PO BOX 300459 DENVER,CO 80203	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
Total  3a				216,850

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MOUNT EVANS HOSPICE INC 3081 BERGEN PEAK DRIVE EVERGREEN,CO 80439	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
OPEN DOOR MINISTRIES 1530 MARION ST DENVER,CO 80218	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
PARTNERS IN HOUSING 455 GOLD PASS HEIGHTS COLORADO SPRINGS,CO 80906	NONE	PUBLIC	GENERAL ASSISTANCE	2,000
PATHWAYS HOSPICE 305 CARPENTER ROAD FORT COLLINS,CO 80525	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
PEAK EDUCATION 730 N NEVADA AVENUE COLORADO SPRINGS,CO 80903	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
PHILLIPS COUNTY FAMILY EDUCATION SERVICES PO BOX 365 HOLYOKE,CO 80734	NONE	PUBLIC	GENERAL ASSISTANCE	2,000
PUEBLO CHILD ADVOCACY CENTER 301 W 13TH STREET PUEBLO,CO 81003	NONE	PUBLIC	GENERAL ASSISTANCE	1,000
PROVIDENCE NETWORK 801 LOGAN STREET DENVER,CO 80203	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
RED RIBBON PROJECT PO BOX 6058 AVON,CO 81620	NONE	PUBLIC	GENERAL ASSISTANCE	1,000
REACH OUT AND READ COLORADO 4380 S SYRACUSE ST SUITE 520 DENVER,CO 80237	NONE	PUBLIC	GENERAL ASSISTANCE	1,000
READING PARTNERS COLORADO 6300 EAST YALE AVENUE DENVER,CO 80210	NONE	PUBLIC	GENERAL ASSISTANCE	1,000
RESTORATION OUTREACH PROGRAMS PO BOX 632 AURORA,CO 80040	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
ROCKY MOUNTAIN BUTTERFLY CONSORTIUM 6252 W 104TH AVENUE WESTMINSTER,CO 80020	NONE	PUBLIC	GENERAL ASSISTANCE	2,000
ROCKY MOUNTAIN CHILDREN'S RESOURCES 191 UNIVERSITY BLVD BOX 294 DENVER,CO 80206	NONE	PUBLIC	GENERAL ASSISTANCE	1,800
ROCKY MOUNTAIN PARENTS AS TEACHERS 3800 S PIERCE STREET DENVER,CO 80235	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
Total  3a				216,850

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SAFE HOUSE DENVER 1649 DOWNING STREET DENVER,CO 80218	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
SAMARITAN COUNSELING CENTER PO BOX 122 EDWARDS,CO 81632	NONE	PUBLIC	GENERAL ASSISTANCE	1,000
SAVE OUR YOUTH 3443 W 23RD AVENUE DENVER,CO 80211	NONE	PUBLIC	GENERAL ASSISTANCE	1,750
SENIOR SERVICES SOLUTIONS PLUS 321 NORTH COTTONWOOD AVENUE CANON CITY,CO 81212	NONE	PUBLIC	GENERAL ASSISTANCE	1,500
SENIOR HUB INC 2360 WEST 90TH AVENUE FEDERAL HEIGHTS,CO 80260	NONE	PUBLIC	GENERAL ASSISTANCE	2,000
SENIOR SUPPORT SERVICES 846 EAST 18TH AVENUE DENVER,CO 80218	NONE	PUBLIC	GENERAL ASSISTANCE	1,000
SHILOH HOUSE INC 6588 W OTTAWA AVENUE LITTLETON,CO 80128	NONE	PUBLIC	GENERAL ASSISTANCE	1,000
SHINING STARS FOUNDATION 1660 LINCOLN STREET DENVER,CO 80264	NONE	PUBLIC	GENERAL ASSISTANCE	2,400
SPECIAL KIDSSPECIAL FAMILIES 424 W PIKES PEAK COLORADO SPRINGS,CO 80905	NONE	PUBLIC	GENERAL ASSISTANCE	1,000
ST VINCENT HOSPITAL 822 W 4TH STREET LEADVILLE,CO 80461	NONE	PUBLIC	GENERAL ASSISTANCE	2,200
SUMMER SCHOLARS 3401 QUEBEC ST DENVER,CO 80207	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
THE ADOPTION EXCHANGE 14232 E EVANS AVENUE AURORA,CO 80014	NONE	PUBLIC	GENERAL ASSISTANCE	3,600
THE CONFLICT CENTER 4140 TEJON STREET DENVER,CO 80211	NONE	PUBLIC	GENERAL ASSISTANCE	2,000
THE DELORES PROJECT PO BOX 1406 DENVER,CO 80201	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
THE LIMB PRESERVATION FOUNDATION 6401 BROADWAY DENVER,CO 80221	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
Total  3a				216,850

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE ROSE ANDOM CENTER 201 W COLFAX AVE 8TH FLOOR DENVER,CO 80202	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
THE PRODUCTION COMPANY PO BOX 305 WIGGINS,CO 80654	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
THERE WITH CARE 2825 WILDERNESS PLACE SUITE 100 BOULDER,CO 80301	NONE	PUBLIC	GENERAL ASSISTANCE	1,000
THIRD WAY CENTER PO BOX 61385 DENVER,CO 80206	NONE	PUBLIC	GENERAL ASSISTANCE	2,000
TRI-LAKES CARES PO BOX 1301 MONUMENT,CO 80132	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
URBAN PEAK 730 21ST STREET DENVER,CO 80205	NONE	PUBLIC	GENERAL ASSISTANCE	1,250
VIA MOBILITY SERVICES 2855 NORTH 63RD STREET BOULDER,CO 80301	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
VICTIM OFFENDER RECONCILIATION PROGRAM OF DENVER 430 W 9TH AVENUE DENVER,CO 80204	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
VOICES FOR CHILDREN 2305 CANYON STREET 101 BOULDER,CO 80302	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
WASHINGTON STREET COMMUNITY CENTER 809 SOUTH WASHINGTON STREET DENVER,CO 80209	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
WESTERN COLORADO COUNCIL BOY SCOUTS OF AMERICA 839 GRAND AVENUE GRAND JUNCTION,CO 80501	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
WESTERN SLOPE CENTER FOR CHILDREN 259 GRAND AVENUE GRAND JUNCTION,CO 80152	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
WHIZ KIDS TUTORING 5500 E YALE AVE DENVER,CO 80222	NONE	PUBLIC	GENERAL ASSISTANCE	1,500
YESS INSTITUTE 1212 MARIPOSA STREET DENVER,CO 80204	NONE	PUBLIC	GENERAL ASSISTANCE	2,500
Total  3a				216,850

TY 2013 Accounting Fees Schedule

Name: NATHAN B& FLORENCE R BURT FOUNDATION

EIN: 84-0972203

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	1,740	783		957

TY 2013 Investments Corporate
Stock Schedule

Name: NATHAN B& FLORENCE R BURT FOUNDATION
EIN: 84-0972203

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BOEING CO	48,658	127,380
ELI LILLY & CO	12,463	64,850
VERIZON COMMUNICATIONS	131,188	203,460
CHEVRONTEXACO CORP	33,412	183,753
HCP, INC.	10,871	30,974
CONAGRA	19,204	26,432
FORTUNE BRANDS, INC.	4,361	41,110
MOTOROLA SOLUTIONS	10,293	10,821
XCEL ENERGY	10,958	14,136
INTEL CORP	83,294	139,280
ALLIANT ENERGY	4,592	44,217
GLAXO WELCOME PLC	56,129	45,970
CONOCOPHILLIPS	73,179	61,216
BP PLC SPONS ADR	40,469	43,950
MCDONALDS	23,053	94,810
DEAN FOODS CO	15,974	13,250
ALLSTATE CORP	55,175	61,370
JP MORGAN CHASE & CO	41,883	60,240
CENTURYLINK	57,288	47,596
ACCO BRANDS (UNIT CORP)	7,248	234,600
MEDTRONIC INC	25,423	30,975
BERKSHIRE HATHAWAY	36,693	69,070
FRONTIER COMMUNICATIONS	8,118	6,354
BRISTOL MYERS SQUIB	16,878	25,590
MERCK & CO NEW	17,988	29,640
HILLSHIRE BRANDS	0	0
WHITEWAVE FOODS CORP	17,740	44,940
PHILLIPS 66	4,625	32,524
ZOETIS, INC.	5,878	7,390
BEAM, INC	0	0

TY 2013 Investments Government Obligations Schedule

Name: NATHAN B& FLORENCE R BURT FOUNDATION

EIN: 84-0972203

**US Government Securities - End of
Year Book Value:**

100,000

**US Government Securities - End of
Year Fair Market Value:**

103,225

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2013 Investments - Land Schedule

Name: NATHAN B& FLORENCE R BURT FOUNDATION

EIN: 84-0972203

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND - 3100 SO BROADWAY, ENGLEWOOD, CO	42,326	0	42,326	42,326
BUILDING - 3100 SO BROADWAY, ENGLEWOOD, CO	25,174	0	25,174	25,174

TY 2013 Investments - Other Schedule**Name:** NATHAN B& FLORENCE R BURT FOUNDATION**EIN:** 84-0972203

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
WESTERN ASSET ADJ RATE INC. C1	AT COST	158,196	130,999
WESTERN ASSET GLBL STRAT INC A	AT COST	316,003	319,187
KINDER MORGAN ENERGY PARTNERS	AT COST	80,537	93,280
WESTERN ASSET GOV MM FD	AT COST	12,854	12,854

TY 2013 Other Expenses Schedule**Name:** NATHAN B& FLORENCE R BURT FOUNDATION**EIN:** 84-0972203

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	1,170	761		409
TELEPHONE	665	266		399
MEETINGS	4,124	1,649		2,475
OFFICE SUPPLIES	421	169		252
BANK CHARGES	167	125		42
WEBSITE	855	342		513

TY 2013 Other Liabilities Schedule

Name: NATHAN B& FLORENCE R BURT FOUNDATION

EIN: 84-0972203

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL TAXES PAYABLE	470	1,088

TY 2013 Other Professional Fees Schedule**Name:** NATHAN B& FLORENCE R BURT FOUNDATION**EIN:** 84-0972203

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
H L ARKIN-INVESTMENT FEES	26,779	26,779		0
RUSSELL FUNDS-INVESTMENT FEES	0	0		0

TY 2013 Taxes Schedule**Name:** NATHAN B& FLORENCE R BURT FOUNDATION**EIN:** 84-0972203

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	2,729	1,228		1,501
FEDERAL EXCISE TAX, NET	414	0		0