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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 separate instructions is at www.irs.gov/form990pf

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning NOV 1, 2013, and ending OCT 31, 2014

Name of foundation
THE ANDREW ALLEN CHARITABLE FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
C/O THOMAS N. LONG, P.C. P.O. BOX 87

City or town, state or province, country, and ZIP or foreign postal code
CHEYENNE, WY 82003

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16)
\$ 24,288,686.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

A Employer identification number
23-7862257

B Telephone number
307-635-0710

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

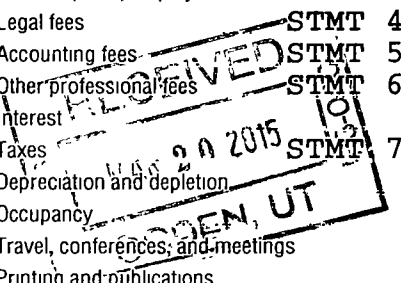
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|--|------------------------------------|---------------------------|-------------------------|---|
| 1 Contributions, gifts, grants, etc., received | | | | N/A | |
| 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B | | | | | |
| 3 Interest on savings and temporary cash investments | | 3,675. | 3,675. | | STATEMENT 1 |
| 4 Dividends and interest from securities | | 582,157. | 582,157. | | STATEMENT 2 |
| 5a Gross rents | | | | | |
| b Net rental income or (loss) | | | | | |
| 6a Net gain or (loss) from sale of assets not on line 10 | | 1,224,552. | | | |
| b Gross sales price for all assets on line 6a | | 7,618,623. | | | |
| 7 Capital gain net income (from Part IV, line 2) | | | 1,224,552. | | |
| 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 | | 22,642. | 22,642. | | STATEMENT 3 |
| 12 Total. Add lines 1 through 11 | | 1,833,026. | 1,833,026. | | |
| 13 Compensation of officers, directors, trustees, etc | | 263,463. | 263,463. | | 0. |
| 14 Other employee salaries and wages | | | | | |
| 15 Pension plans, employee benefits | | | | | |
| 16a Legal fees | | 9,375. | 9,375. | | 0. |
| b Accounting fees | | 8,370. | 8,370. | | 0. |
| c Other professional fees | | 208,010. | 208,010. | | 0. |
| 17 Interest | | | | | |
| 18 Taxes | | 34,523. | 7,414. | | 0. |
| 19 Depreciation and depletion | | | | | |
| 20 Occupancy | | | | | |
| 21 Travel, conferences, and meetings | | | | | |
| 22 Printing and publications | | | | | |
| 23 Other expenses | | 4,737. | 4,737. | | 0. |
| 24 Total operating and administrative expenses. Add lines 13 through 23 | | 528,478. | 501,369. | | 0. |
| 25 Contributions, gifts, grants paid | | 1,073,415. | | | 1,073,415. |
| 26 Total expenses and disbursements. Add lines 24 and 25 | | 1,601,893. | 501,369. | | 1,073,415. |
| 27 Subtract line 26 from line 12: | | | | | |
| a Excess of revenue over expenses and disbursements | | 231,133. | | | |
| b Net investment income (if negative, enter -0-) | | | 1,331,657. | | |
| c Adjusted net income (if negative, enter -0-) | | | | N/A | |

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| Part II Balance Sheets | | Beginning of year | End of year | |
|-----------------------------|---|-------------------|----------------|----------------|
| | | | (a) Book Value | (b) Book Value |
| Assets | 1 Cash - non-interest-bearing | 1,259,821. | 884,696. | 884,696. |
| | 2 Savings and temporary cash investments | | | |
| | 3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶ | | | |
| | 4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶ | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons | | | |
| | 7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶ | | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10a Investments - U.S. and state government obligations | | | |
| | b Investments - corporate stock | | | |
| | c Investments - corporate bonds | | | |
| | 11 Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶ | | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other STMT 9 | 18,319,563. | 18,925,821. | 23,403,990. |
| Liabilities | 14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶ | | | |
| | 15 Other assets (describe ▶) | | | |
| | 16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1) | 19,579,384. | 19,810,517. | 24,288,686. |
| | 17 Accounts payable and accrued expenses | | | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | | | |
| Net Assets or Fund Balances | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable | | | |
| | 22 Other liabilities (describe ▶) | | | |
| | 23 Total liabilities (add lines 17 through 22) | 0. | 0. | |
| | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/> | | | |
| | 24 Unrestricted | | | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/> | | | |
| | 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 | 19,579,384. | 19,810,517. | |
| | 30 Total net assets or fund balances | 19,579,384. | 19,810,517. | |
| | 31 Total liabilities and net assets/fund balances | 19,579,384. | 19,810,517. | |

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 | 19,579,384. |
| 2 Enter amount from Part I, line 27a | 2 | 231,133. |
| 3 Other increases not included in line 2 (itemize) ▶ | 3 | 0. |
| 4 Add lines 1, 2, and 3 | 4 | 19,810,517. |
| 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 | 19,810,517. |

Part IV Capital Gains and Losses for Tax on Investment Income

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

| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|-----------------------|--|---|--|
| a | | | |
| b | | | |
| c | | | |
| d | | | |
| e 7,618,623. | | 6,394,071. | 1,224,552. |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
|---|--------------------------------------|---|---|
| (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 | |
| a | | | |
| b | | | |
| c | | | |
| d | | | |
| e | | | 1,224,552. |

| | | | | |
|---|--|---|-----|------------|
| 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 | 1,224,552. |
| 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 |

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 | 1,016,066. | 22,025,186. | .046132 |
| 2011 | 1,064,411. | 20,439,706. | .052076 |
| 2010 | 1,018,890. | 21,590,697. | .047191 |
| 2009 | 891,562. | 20,415,117. | .043672 |
| 2008 | 1,319,499. | 17,883,694. | .073782 |

| | | |
|---|---|-------------|
| 2 Total of line 1, column (d) | 2 | .262853 |
| 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 | .052571 |
| 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 | 4 | 23,913,891. |
| 5 Multiply line 4 by line 3 | 5 | 1,257,177. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 13,317. |
| 7 Add lines 5 and 6 | 7 | 1,270,494. |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 1,073,415. |

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions) | | 1 | 26,633. |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b | | 2 | 0. |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). | | 3 | 26,633. |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | 4 | 0. |
| 3 Add lines 1 and 2 | | 5 | 26,633. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | 6a | 25,000. |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | | 6b | |
| 6 Credits/Payments: | | 6c | |
| a 2013 estimated tax payments and 2012 overpayment credited to 2013 | | 6d | |
| b Exempt foreign organizations - tax withheld at source | | 7 | 25,000. |
| c Tax paid with application for extension of time to file (Form 8868) | | 8 | 71. |
| d Backup withholding erroneously withheld | | 9 | 1,704. |
| 7 Total credits and payments. Add lines 6a through 6d | | 10 | |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached | | 11 | |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | | | |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | | | |
| 11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/> | | | |

Part VII-A Statements Regarding Activities

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

N/A

Part VII-A Statements Regarding Activities (continued)

| | | | | |
|----|---|----|-----|---------|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | X |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A | 13 | X | |
| 14 | The books are in care of ► THOMAS N. LONG Telephone no. ► 307-635-0710 Located at ► P.O. BOX 87 CHEYENNE, WY ZIP+4 ► 82003 | | | |
| 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 | | | |
| 16 | At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ► | 16 | Yes | No X |

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

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

| | | Yes | No |
|-----|--|-----|----|
| 1a | During the year did the foundation (either directly or indirectly): | | |
| (1) | Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (2) | Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (3) | Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (4) | Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b | If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A | 1b | |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? | 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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

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 |
|----------------------|---|---|---|---------------------------------------|
| THOMAS N. LONG | CO-TRUSTEE | | | |
| P.O. BOX 87 | | | | |
| CHEYENNE, WY 82001 | 0.00 | 87,821. | 0. | 0. |
| WILLIAM VER BRUGGE | CO-TRUSTEE | | | |
| 3800 CAPITAL AVENUE | | | | |
| CHEYENNE, WY 82001 | 0.00 | 87,821. | 0. | 0. |
| CAROL KIRSHNER | CO-TRUSTEE | | | |
| 4616 CHALMERS DRIVE | | | | |
| NASHVILLE, TN 37215 | 0.00 | 87,821. | 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 |
|---|---------------------|------------------|
| NONE | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |

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

0

Part IX-A Summary of Direct Charitable Activities

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

| | Expenses |
|-------|----------|
| 1 N/A | |
| | 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 | |
| | 0. |
| 2 | |
| | |
| All other program-related investments. See instructions. | |
| 3 | |
| | |
| Total. Add lines 1 through 3 | 0. |

Form 990-PF (2013)

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 | 23,159,465. |
| b | Average of monthly cash balances | 1b | 1,118,597. |
| c | Fair market value of all other assets | 1c | |
| d | Total (add lines 1a, b, and c) | 1d | 24,278,062. |
| 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 | 24,278,062. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 364,171. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 23,913,891. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 1,195,695. |

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 | 1,195,695. |
| 2a | Tax on investment income for 2013 from Part VI, line 5 | 2a | 26,633. |
| b | Income tax for 2013. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 26,633. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 1,169,062. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 0. |
| 5 | Add lines 3 and 4 | 5 | 1,169,062. |
| 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 | 1,169,062. |

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 | 1,073,415. |
| 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 | 1,073,415. |
| 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 | 1,073,415. |

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 | | | | 1,169,062. |
| 2 Undistributed income, if any, as of the end of 2013 | | | | |
| a Enter amount for 2012 only | | | 1,073,415. | |
| b Total for prior years: | | 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: ▶ \$ 1,073,415. | | | | |
| a Applied to 2012, but not more than line 2a | | | 1,073,415. | |
| 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 | | | | 0. |
| 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 instr. | | | 0. | |
| f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 | | | | 1,169,062. |
| 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 | 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 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)

Part XV Supplementary Information (continued)

| 3 Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|---|---|--------------------------------|----------------------------------|------------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a Paid during the year | | | | |
| SEE ATTACHED LIST | | | | 1,073,415. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| Total | | | ▶ 3a | 1,073,415. |
| b Approved for future payment | | | | |
| NONE | | | | |
| | | | | |
| | | | | |
| | | | | |
| Total | | | ▶ 3b | 0. |

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

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

(2) Other assets

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

| | Yes | No |
|-------|-----|----|
| 1a(1) | | X |
| 1a(2) | | X |
| 1b(1) | | X |
| 1b(2) | | X |
| 1b(3) | | X |
| 1b(4) | | X |
| 1b(5) | | X |
| 1b(6) | | X |
| 1c | | X |

[illegible]

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

3/9/15
Date

► trustee
Title

May the IRS discuss this return with the preparer shown below (see instr. 3)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

JOSEPH J. PAIZ

Preparer's signature _____

Joseph H. ...

Date

2/3/15

Check ☐
self-employed

| |
|------|
| PTIN |
|------|

P00010538

Firm's name ► **MC GEE, HEARNE & PAIZ, LLP**

Firm's EIN ► 83-0331229

Firm's address ► P. O. BOX 1088
CHEYENNE, WY 82003

Phone no. 307-634-2151

Form **990-PF** (2013)

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 | JP MORGAN - 1009 | P | | |
| b | JP MORGAN - 5000 | P | | |
| c | KKR FINANCIAL HOLDINGS K-1 | P | | |
| d | KKR FINANCIAL HOLDINGS K-1 | P | | |
| e | ENTERPRISE PRODUCTS PTRS K-1 | P | | |
| f | WELLS FARGO - 1585 | P | | |
| g | WELLS FARGO - 1585 | P | | |
| h | WELLS FARGO - 1594 | P | | |
| i | WELLS FARGO - 1594 | P | | |
| j | WELLS FARGO - 1612 | P | | |
| k | WELLS FARGO - 1612 | P | | |
| l | WELLS FARGO - 1621 | P | | |
| m | WELLS FARGO - 1621 | P | | |
| n | JP MORGAN - 1009 | P | | |
| o | JP MORGAN - 1009 | P | | |

| (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 | 13,634. | | 13,634. |
| b | 3,507. | | 3,507. |
| c | 141. | | 141. |
| d | 1,646. | | 1,646. |
| e | 18. | | 18. |
| f | 13,370. | 21,013. | -7,643. |
| g | 309,449. | 234,079. | 75,370. |
| h | 926,020. | 942,053. | -16,033. |
| i | 2,596,147. | 1,933,109. | 663,038. |
| j | 983,859. | 931,152. | 52,707. |
| k | 1,062,132. | 753,737. | 308,395. |
| l | 70,851. | 39,125. | 31,726. |
| m | 499,837. | 407,722. | 92,115. |
| n | 159,081. | 160,188. | -1,107. |
| o | 558,107. | 545,606. | 12,501. |

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

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 13,634. |
| b | | | 3,507. |
| c | | | 141. |
| d | | | 1,646. |
| e | | | 18. |
| f | | | -7,643. |
| g | | | 75,370. |
| h | | | -16,033. |
| i | | | 663,038. |
| j | | | 52,707. |
| k | | | 308,395. |
| l | | | 31,726. |
| m | | | 92,115. |
| n | | | -1,107. |
| o | | | 12,501. |

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

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 | JP MORGAN - 5000 | P | | |
| b | JP MORGAN - 5000 | P | | |
| c | JP MORGAN - 8002 | P | | |
| d | JP MORGAN - 8002 | P | | |
| e | JP MORGAN - 4004 | P | | |
| f | JP MORGAN - 4004 | P | | |
| g | | | | |
| h | | | | |
| i | | | | |
| j | | | | |
| k | | | | |
| l | | | | |
| m | | | | |
| n | | | | |
| o | | | | |

| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|-----------------------|--|---|--|
| a | 17,577. | 17,216. | 361. |
| b | 99,196. | 99,858. | -662. |
| c | 19,045. | 19,113. | -68. |
| d | 178,913. | 178,819. | 94. |
| e | 94,535. | 100,412. | -5,877. |
| f | 11,558. | 10,869. | 689. |
| g | | | |
| h | | | |
| i | | | |
| j | | | |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

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

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 361. |
| b | | | -662. |
| c | | | -68. |
| d | | | 94. |
| e | | | -5,877. |
| f | | | 689. |
| g | | | |
| h | | | |
| i | | | |
| j | | | |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

1,224,552.

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

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 |
|------------------------------------|-----------------------------|---------------------------------|-------------------------------|
| FROM KKR FINANCIAL HOLDINGS K-1 | 3,675. | 3,675. | |
| TOTAL TO PART I, LINE 3 | 3,675. | 3,675. | |

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 |
|------------------------------------|-----------------|-------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| FROM KKR FINANCIAL HOLDINGS K-1 | 839. | 0. | 839. | 839. | |
| JP MORGAN | 166,332. | 0. | 166,332. | 166,332. | |
| VANGUARD | 8,303. | 0. | 8,303. | 8,303. | |
| WELLS FARGO | 406,683. | 0. | 406,683. | 406,683. | |
| TO PART I, LINE 4 | 582,157. | 0. | 582,157. | 582,157. | |

FORM 990-PF OTHER INCOME STATEMENT 3

| DESCRIPTION | (A) REVENUE PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME |
|--|-----------------------------|-----------------------------------|-------------------------------|
| FROM KKR FINANCIAL HOLDINGS K-1 | 1,299. | 1,299. | |
| JP MORGAN | -5,542. | -5,542. | |
| WELLS FARGO | 28,903. | 28,903. | |
| FROM ENTERPRISE PRODUCTS PARTNERS K-1 | -2,018. | -2,018. | |
| TOTAL TO FORM 990-PF, PART I, LINE 11 | 22,642. | 22,642. | |

| FORM 990-PF | LEGAL FEES | | | STATEMENT 4 |
|----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| LEGAL FEES | 9,375. | 9,375. | | 0. |
| TO FM 990-PF, PG 1, LN 16A | 9,375. | 9,375. | | 0. |

| FORM 990-PF | ACCOUNTING FEES | | | STATEMENT 5 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| ACCOUNTING FEES | 8,370. | 8,370. | | 0. |
| TO FORM 990-PF, PG 1, LN 16B | 8,370. | 8,370. | | 0. |

| FORM 990-PF | OTHER PROFESSIONAL FEES | | | STATEMENT 6 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| INVESTMENT FEES | 208,010. | 208,010. | | 0. |
| TO FORM 990-PF, PG 1, LN 16C | 208,010. | 208,010. | | 0. |

| FORM 990-PF | TAXES | | | STATEMENT 7 |
|--|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| FOREIGN TAXES PAID | 7,412. | 7,412. | | 0. |
| FEDERAL INCOME TAX PAID | 27,109. | 0. | | 0. |
| FOREIGN TAXES FROM KKR FINANCIAL HOLDINGS K-1 | 2. | 2. | | 0. |
| TO FORM 990-PF, PG 1, LN 18 | 34,523. | 7,414. | | 0. |

| FORM 990-PF | OTHER EXPENSES | | | STATEMENT | 8 |
|--|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES | |
| FROM ENTERPRISE PRODUCTS PARTNERS K-1 | 1. | 1. | | 0. | |
| FROM KKR FINANCIAL HOLDINGS K-1 | 4,736. | 4,736. | | 0. | |
| TO FORM 990-PF, PG 1, LN 23 | 4,737. | 4,737. | | 0. | |

| FORM 990-PF | OTHER INVESTMENTS | | STATEMENT | 9 |
|--|---------------------|-------------|----------------------|---|
| DESCRIPTION | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE | |
| WELLS FARGO | COST | 14,731,844. | 18,855,883. | |
| VANGUARD | COST | 258,449. | 460,256. | |
| JP MORGAN | COST | 3,935,528. | 4,087,851. | |
| TOTAL TO FORM 990-PF, PART II, LINE 13 | | 18,925,821. | 23,403,990. | |

Charitable Donation Ledger - TNL

| Tax Year Ending 10/31/14 | | Description of Transaction | | | | C | | Debit (-) | | Credit (+) | | Balance |
|--------------------------|----------|--|--|--|--|---|--|--------------|--|--------------|--|--------------|
| Number | Date | | | | | | | | | | | |
| | 11/1/13 | Balance to Donate to Charities by 10/31/14 | | | | | | | | \$357,805.00 | | \$357,805.00 |
| 2821 | 11/1/13 | Teton County Library Foundation | | | | | | \$1,500.00 | | | | \$356,305.00 |
| 2822 | 11/1/13 | Northwest Organization for Animal Help | | | | | | \$2,000.00 | | | | \$354,305.00 |
| 2823 | 11/1/13 | Legal Aid of Wyoming, Inc. | | | | | | \$1,000.00 | | | | \$353,305.00 |
| 2824 | 11/1/13 | Soroptimist Int'l of Evanston, Wyoming | | | | | | \$500.00 | | | | \$352,805.00 |
| 2826 | 11/18/13 | University of Wyoming Foundation | | | | | | \$110,000.00 | | | | \$242,805.00 |
| 2827 | 12/18/13 | Boys & Girls Club of Cheyenne | | | | | | \$1,000.00 | | | | \$241,805.00 |
| 2829 | 12/23/13 | Boys & Girls Club of Evanston | | | | | | \$10,000.00 | | | | \$231,805.00 |
| 2834 | 1/15/14 | Community Foundation of Jackson Hole | | | | | | \$1,500.00 | | | | \$230,305.00 |
| 2835 | 1/15/14 | NAFFAA | | | | | | \$1,000.00 | | | | \$229,305.00 |
| 2836 | 1/15/14 | Teton County Access to Justice | | | | | | \$2,750.00 | | | | \$226,555.00 |
| 2837 | 1/15/14 | Wyoming Outdoor Council | | | | | | \$1,000.00 | | | | \$225,555.00 |
| 2838 | 1/15/14 | Frontier Lions Club | | | | | | \$300.00 | | | | \$225,255.00 |
| 2839 | 1/15/14 | CFD Volunteer Crisis Fund | | | | | | \$1,000.00 | | | | \$224,255.00 |
| 2840 | 1/15/14 | Boys & Girls Club of Cheyenne | | | | | | \$25,000.00 | | | | \$199,255.00 |
| 2842 | 1/28/14 | Jackson Hole Community Radio | | | | | | \$1,000.00 | | | | \$198,255.00 |
| 2843 | 1/28/14 | Community Wireless of Park City | | | | | | \$1,000.00 | | | | \$197,255.00 |
| 2846 | 2/13/14 | Cheyenne Frontier Days | | | | | | \$11,900.00 | | | | \$185,355.00 |
| 2847 | 2/13/14 | Wyoming Community Foundation | | | | | | \$1,000.00 | | | | \$184,355.00 |
| 2848 | 2/13/14 | Grand Teton Music Festival | | | | | | \$15,000.00 | | | | \$169,355.00 |

| Number | Date | Description of Transaction | C | Debit (-) | Credit (+) | Balance |
|--------|---------|--|---|-------------|------------|--------------|
| 2849 | 2/13/14 | Cheyenne Animal Shelter Services | | \$1,500.00 | | \$167,855.00 |
| 2850 | 2/13/14 | Cheyenne American Legion Post 6 Baseball | | \$1,250.00 | | \$166,605.00 |
| 2852 | 3/4/14 | Cheyenne Animal Shelter Services | | \$1,500.00 | | \$165,105.00 |
| 2853 | 3/19/14 | American Heart Association | | \$500.00 | | \$164,605.00 |
| 2854 | 3/19/14 | Cheyenne Rotary Club Foundation | | \$400.00 | | \$164,205.00 |
| 2877 | 4/7/14 | Mountain Vista Retirement Residence | | \$5,000.00 | | \$159,205.00 |
| 2878 | 4/7/14 | Cheyenne Rotary Club Foundation | | \$350.00 | | \$158,855.00 |
| 2879 | 4/7/14 | HOPE Alliance | | \$500.00 | | \$158,355.00 |
| 2880 | 4/7/14 | CRMC Foundation (Denim 'n Diamonds) | | \$5,000.00 | | \$153,355.00 |
| 2881 | 4/7/14 | CASA of Laramie County | | \$1,070.00 | | \$152,285.00 |
| 2882 | 4/11/14 | Cheyenne LEADS | | \$600.00 | | \$151,685.00 |
| 2885 | 4/28/14 | Wyoming Stock Growers Land Trust | | \$1,000.00 | | \$150,685.00 |
| 2886 | 5/5/14 | Scottish Rite Foundation of Wyoming | | \$15,000.00 | | \$135,685.00 |
| 2887 | 5/14/14 | Boys & Girls Club of Cheyenne | | \$2,500.00 | | \$133,185.00 |
| 2888 | 5/14/14 | Greater Cheyenne Foundation (Partners in Prosperity) | | \$2,000.00 | | \$131,185.00 |
| 2889 | 5/14/14 | Greater Cheyenne Foundation (Boo-ification fundraiser) | | \$1,200.00 | | \$129,985.00 |
| 2890 | 5/14/14 | The Foundation at Rolling Hills | | \$2,500.00 | | \$127,485.00 |
| 2891 | 5/14/14 | Teton Youth and Family Services | | \$500.00 | | \$126,985.00 |
| 2894 | 6/6/14 | CRMC Foundation (Golf Tournament) | | \$400.00 | | \$126,585.00 |
| 2895 | 6/6/14 | Laramie County Library Foundation | | \$1,250.00 | | \$125,335.00 |
| 2896 | 6/6/14 | Soroptimist of Jackson Hole (Bras for a Cause) | | \$3,000.00 | | \$122,335.00 |

| Number | Date | Description of Transaction | C | Debit (-) | Credit (+) | Balance |
|--------|----------|--|---|-------------|------------|--------------|
| 2929 | 6/29/14 | Park City Ambassadors (placed stop payment on check 10.22.14 \$32 fee - MMP) | | \$0.00 | | \$122,335.00 |
| 2931 | 7/16/14 | Teton County Library Foundation | | \$2,500.00 | | \$119,835.00 |
| 2932 | 7/16/14 | Jackson Hole Conservation Alliance | | \$500.00 | | \$119,335.00 |
| 2933 | 7/16/14 | Recovery Wyoming | | \$100.00 | | \$119,235.00 |
| 2934 | 7/16/14 | Free Congress Foundation | | \$15,000.00 | | \$104,235.00 |
| 2935 | 7/16/14 | Foundation of the Federal Bar Association | | \$500.00 | | \$103,735.00 |
| 2936 | 7/16/14 | Wyoming Down Syndrome Association | | \$1,000.00 | | \$102,735.00 |
| 2938 | 7/22/14 | Community Foundation of Jackson Hole (Old Bill's Fun Run-KHOL 89.1FM) | | \$1,500.00 | | \$101,235.00 |
| 2939 | 7/22/14 | Grace for 2 Brothers | | \$100.00 | | \$101,135.00 |
| 2941 | 8/21/14 | Meals on Wheels of Cheyenne | | \$1,700.00 | | \$99,435.00 |
| 2942 | 8/21/14 | Arts Cheyenne | | \$5,000.00 | | \$94,435.00 |
| 2943 | 8/21/14 | Community Wireless of Park City | | \$2,100.00 | | \$92,335.00 |
| 2944 | 8/21/14 | Wyoming State Bar Foundation | | \$1,000.00 | | \$91,335.00 |
| 2946 | 9/8/14 | Hydro-Early High School Speech and Debate | | \$2,000.00 | | \$89,335.00 |
| 2947 | 9/9/14 | Harvard Magazine | | \$100.00 | | \$89,235.00 |
| 2948 | 9/9/14 | Free the Girls | | \$1,500.00 | | \$87,735.00 |
| 2949 | 9/9/14 | Asian Chamber of Commerce | | \$800.00 | | \$86,935.00 |
| 2951 | 9/24/14 | Northern Colorado Youth Hockey | | \$3,000.00 | | \$83,935.00 |
| 2952 | 9/24/14 | Foundation of the Federal Bar Association | | \$1,500.00 | | \$82,435.00 |
| 2953 | 10/10/14 | Void | | \$0.00 | | \$82,435.00 |
| 2954 | 10/10/14 | Boys & Girls Club of Cheyenne | | \$5,000.00 | | \$77,435.00 |

| Number | Date | Description of Transaction | C Debit (-) | Credit (+) | Balance |
|--------|----------|--|-------------|------------|-------------|
| 2955 | 10/10/14 | PVH and MCR Foundation | \$500.00 | | \$76,935.00 |
| 2956 | 10/10/14 | Cheyenne Symphony Orchestra | \$1,000.00 | | \$75,935.00 |
| 2957 | 10/10/14 | Wyoming Lawyers Assistance Program | \$10,000.00 | | \$65,935.00 |
| 2972 | 10/27/14 | Tanner Seabaum Foundation | \$1,000.00 | | \$64,935.00 |
| 2973 | 10/27/14 | Wyoming Youth Baseball Foundation | \$1,000.00 | | \$63,935.00 |
| 2974 | 10/27/14 | Cheyenne Masonic Temple Endowment Fund | \$1,000.00 | | \$62,935.00 |
| 2975 | 10/27/14 | Wyoming State Bar Foundation (Learning Center) | \$2,500.00 | | \$60,435.00 |
| 2976 | 10/27/14 | Teton County Library Foundation | \$2,100.00 | | \$58,335.00 |
| 2977 | 10/27/14 | Navy Ball Fund | \$350.00 | | \$57,985.00 |
| 2978 | 10/29/14 | ACTEC Foundation | \$1,000.00 | | \$56,985.00 |
| 2979 | 10/29/14 | CASA of Laramie County | \$600.00 | | \$56,385.00 |
| 2980 | 10/29/14 | Louisa Swain Foundation | \$3,500.00 | | \$52,885.00 |
| 2981 | 10/29/14 | Denver Urban Scholars | \$1,500.00 | | \$51,385.00 |
| 2982 | 10/29/14 | University of Wyoming Foundation | \$51,385.00 | | \$0.00 |

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|---|---------|-------------------|---------------------|
| The Andrew Allen Charitable Foundation | | | |
| EIN: 23-7862257 | | | |
| Form 990-PF, Part II, Line 13 Attachment | | | |
| | | | |
| Vanguard | | Book Value | Market Value |
| 500 INDEX FUND ADM | | 258,448.71 | 460,256.25 |
| | | | |
| JP 9009 | | Book Value | Market Value |
| JPMORGAN CHASE & CO | At Cost | 21,981.83 | 21,737.20 |
| | | | |
| JP 1009 | | Book Value | Market Value |
| ANHEUSER BUSH | At Cost | 16,484.34 | 27,079.12 |
| AUTOLIV INC | At Cost | 16,712.06 | 16,880.16 |
| GENERAL MOTORS | At Cost | 10,241.23 | 13,910.20 |
| INTERPUBLIC GROUP COMPANIES INC | At Cost | 21,980.51 | 23,985.43 |
| JOHNSON & JOHNSON | At Cost | 19,345.34 | 20,478.20 |
| KIMBERLY-CLARK CORP | At Cost | 16,314.35 | 17,140.50 |
| LAS VEGAS SANDS CORP | At Cost | 16,321.51 | 13,261.38 |
| MEAD JOHNSON NUTRITION COMPANY | At Cost | 14,424.50 | 21,748.89 |
| PROCTOR & GAMBLE CO | At Cost | 19,189.60 | 20,508.45 |
| QUALCOMM INC | At Cost | 18,333.43 | 18,214.32 |
| VISA INC CLASS A SHARES | At Cost | 14,917.74 | 17,382.96 |
| ABERDEEN ASIA-PAC XJ-INST | At Cost | 41,944.15 | 48,519.56 |
| ABERDEEN ASIA PAS SMALL INC | At Cost | 79,011.24 | 80,036.49 |
| T ROWE PRICE NEW ASIA | At Cost | 66,174.00 | 76,037.91 |
| DELAWARE EMERGING MARKETS | At Cost | 127,281.93 | 159,730.56 |
| JPM CHINA REGION | At Cost | 22,473.51 | 27,423.62 |
| JPM EMG MKT | At Cost | 141,317.60 | 160,287.97 |
| LAZARD EMERG MKT | At Cost | 191,157.00 | 201,125.47 |
| VIRTUS EMERGING MKTS | At Cost | 114,949.00 | 129,439.10 |
| VIRTUS OPPORTUNITIES | At Cost | 197,473.00 | 204,779.69 |
| HSBC FDS | At Cost | 105,293.26 | 108,529.66 |
| FRANKLIN TEMPLTON EMERGING MKTS | At Cost | 102,614.93 | 105,178.58 |
| ASHMORE FDS | At Cost | 87,281.07 | 84,759.60 |
| PIMCO EMERGIN LOCAL BOND | At Cost | 85,559.00 | 83,722.97 |

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| The Andrew Allen Charitable Foundation | | | |
| EIN: 23-7862257 | | | |
| Form 990-PF, Part II, Line 13 Attachment | | | |
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| JP 5000 | | Book Value | Market Value |
| NATIXIS LOOMIS SAY GROWTH | At Cost | 20,074.00 | 20,600.66 |
| ADVISORS INNER CIRCLE | At Cost | 14,715.00 | 12,068.52 |
| MANNING & NAPIER INFL | At Cost | 20,383.08 | 20,297.77 |
| RS GLOBAL NATURAL RESOURCE | At Cost | 13,126.39 | 11,218.56 |
| EATON VANCE GLOBAL MACRO | At Cost | 17,528.45 | 17,072.50 |
| JOHN HANCOCK | At Cost | 34,070.00 | 33,598.87 |
| TORTOISE MLP & PIPELINE | At Cost | 12,799.81 | 18,044.71 |
| NUVEEN GLBAL INTRASTRUCT | At Cost | 16,129.26 | 18,159.31 |
| PIMCO COMMODITY | At Cost | 69,465.28 | 61,186.84 |
| EATON VANCE FLOATING RATE | At Cost | 34,403.51 | 33,719.44 |
| JPM INFLATION MGD | At Cost | 48,365.88 | 47,054.90 |
| TEMPLETON GLOBAL BOND | At Cost | 41,704.60 | 43,365.62 |
| | | | |
| JP 8002 | | Book Value | Market Value |
| SPRINT NEXTEL CORP | At Cost | 18,400.00 | 21,270.00 |
| VULCAN MATERIALS | At Cost | 2,195.00 | 2,170.00 |
| WPX ENERGY INC | At Cost | 7,507.50 | 7,280.00 |
| AIRCASTLE LTD | At Cost | 4,250.00 | 4,280.00 |
| JARDEN CORP | At Cost | 21,135.00 | 20,858.20 |
| CONSTELLATION BRANDS | At Cost | 19,358.75 | 18,997.50 |
| RRI ENERGY INC | At Cost | 5,512.50 | 5,062.50 |
| SERVICE CORP | At Cost | 22,500.00 | 21,800.00 |
| SMITHFIELD FOODS INC | At Cost | 9,140.00 | 8,930.00 |
| LIMITED BRANDS INC | At Cost | 22,425.00 | 22,300.00 |
| CHESAPEAKE ENERGY CORP | At Cost | 21,200.00 | 21,700.00 |
| AES CORP | At Cost | 17,025.00 | 17,100.00 |
| WINDSTEAM CORP | At Cost | 16,781.25 | 16,762.50 |
| CABLEVISION SYSTEM CORP | At Cost | 10,525.00 | 11,125.00 |
| MERRIL LYNCH & CO | At Cost | 16,377.00 | 17,395.50 |
| COMMERCIAL METALS CO | At Cost | 2,185.00 | 2,218.52 |
| FRONTIER COMMUNICATIONS | At Cost | 16,031.25 | 17,032.50 |

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| The Andrew Allen Charitable Foundation | | | |
| EIN: 23-7862257 | | | |
| Form 990-PF, Part II, Line 13 Attachment | | | |
| GENERAL MOTORS CO | At Cost | 2,045.00 | 2,063.66 |
| CSC HOLDINGS INC | At Cost | 11,600.00 | 11,725.00 |
| LEVEL 3 FINANCING INC | At Cost | 1,082.50 | 1,070.00 |
| HERTZ CORP | At Cost | 5,398.95 | 5,225.00 |
| FELCOR LODGING LP | At Cost | 8,502.50 | 8,344.00 |
| LENNAR CORP | At Cost | 10,025.00 | 10,200.00 |
| LEVEL 3 FINANCING INC | At Cost | 8,727.50 | 8,595.20 |
| DISH DBS CORP | At Cost | 11,550.00 | 11,625.00 |
| STARZ LLC FIN CORP | At Cost | 10,431.25 | 10,350.00 |
| ZAYO GROUP LLC | At Cost | 7,877.50 | 7,472.50 |
| NEWFIELD EXPLORATION CO | At Cost | 21,100.00 | 20,750.00 |
| FLEXTRONICS INTL LTD | At Cost | 5,015.00 | 5,118.75 |
| LEAR CORP | At Cost | 8,980.00 | 8,440.00 |
| CB STEEL DYNAMICS INC | At Cost | 10,917.50 | 10,525.00 |
| CONSOL ENERGY INC | At Cost | 10,700.00 | 10,575.00 |
| US STEEL CORP | At Cost | 2,075.00 | 2,241.06 |
| AIRCASLTD LTD | At Cost | 4,365.00 | 4,500.00 |
| CF INDUSTRIES INC | At Cost | 12,182.50 | 12,055.60 |
| SEAGATE HDD CAYMAN | At Cost | 10,872.50 | 10,630.00 |
| CIT GROUP INC | At Cost | 10,750.00 | 10,723.00 |
| OMNICARE INC | At Cost | 11,101.25 | 10,650.00 |
| DONNELLEY (RR) & SONS | At Cost | 7,760.00 | 8,896.00 |
| ICAHN ENTERPRISES | At Cost | 6,315.28 | 6,317.22 |
| HOLOGIC INC | At Cost | 8,755.00 | 8,434.96 |
| RANGE RESOURCES CORP | At Cost | 9,720.00 | 9,560.07 |
| SPRINT NEXTEL CORP | At Cost | 2,182.50 | 2,120.00 |
| WYNN LAS VEGAS LLC CORP | At Cost | 10,975.00 | 10,750.00 |
| NRG ENERGY IN | At Cost | 15,075.00 | 16,237.50 |
| ALLIANT TECHSYSTEMS INC | At Cost | 6,517.50 | 6,457.62 |
| BE AEROSPACE INC | At Cost | 10,975.00 | 10,825.00 |
| LIFEPOINT HOSPITALS INC | At Cost | 6,510.00 | 6,375.00 |

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| The Andrew Allen Charitable Foundation | | | |
| EIN: 23-7862257 | | | |
| Form 990-PF, Part II, Line 13 Attachment | | | |
| ENERGY TRANSFER EQUITY | At Cost | 22,550.00 | 23,175.00 |
| INTELSAT JACKSON HLDG | At Cost | 10,775.00 | 10,675.00 |
| DAVITA INC | At Cost | 8,515.00 | 8,430.00 |
| METROPCS WIRELESS INC | At Cost | 2,070.00 | 2,112.50 |
| PRECISION DRILLING CORP | At Cost | 10,840.00 | 10,325.00 |
| CONVANTA HOLDING CORP | At Cost | 5,420.00 | 5,350.70 |
| INTL LEASE FINANCE CORP | At Cost | 16,687.50 | 18,150.00 |
| CONCHO RESOURCES INC | At Cost | 11,125.00 | 10,787.50 |
| CROWN AMER/CAP CORP III | At Cost | 10,987.50 | 10,575.00 |
| KEY ENERGY SERVICES INC | At Cost | 10,270.00 | 9,006.60 |
| CATAMARAN CORP | At Cost | 3,037.50 | 2,985.00 |
| GRAPHIC PACKAGING INTL | At Cost | 4,987.50 | 5,037.50 |
| AMERIGAS PART FIN CORP | At Cost | 11,302.50 | 11,605.00 |
| AMKOR TECHNOLOGIES INC | At Cost | 7,052.50 | 7,140.00 |
| DISH DBS CORP | At Cost | 5,425.00 | 5,575.00 |
| AMC NETWORKS INC | At Cost | 11,495.00 | 10,900.00 |
| RENGENCY ENERGY PARTNERS | At Cost | 4,310.00 | 4,220.00 |
| IRON MOUNTAIN INC | At Cost | 7,752.50 | 7,297.50 |
| MARKWEST ENERGY PART FIN | At Cost | 5,387.50 | 5,337.50 |
| PEABODY ENERGY CORP | At Cost | 7,126.08 | 10,396.45 |
| MGM RESORTS INTL | At Cost | 20,795.00 | 21,860.00 |
| SESI LLC | At Cost | 5,657.50 | 5,437.50 |
| CCO HLDGS LLC/CAP CORP | At Cost | 22,047.50 | 22,323.00 |
| LAMAR MEDIA CORP | At Cost | 11,042.50 | 10,545.00 |
| TOLL BROS FINANCE CORP | At Cost | 10,375.00 | 10,790.50 |
| ARCELORMITTAL | At Cost | 26,331.24 | 27,781.25 |
| CENTURYLINK INC | At Cost | 13,167.50 | 13,773.76 |
| US STEEL CORP | At Cost | 4,405.00 | 4,362.92 |
| MERITAGE HOMES CORP | At Cost | 2,205.00 | 2,170.00 |
| TMOBILE USA INC | At Cost | 13,601.25 | 13,780.00 |
| CONSTELLATION BRANDS | At Cost | 3,225.00 | 3,352.50 |

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| The Andrew Allen Charitable Foundation | | | |
| EIN: 23-7862257 | | | |
| Form 990-PF, Part II, Line 13 Attachment | | | |
| GOODYEAR TIRE & RUBBER | At Cost | 5,468.75 | 5,480.50 |
| AMERIGAS PART FIN CORP | At Cost | 5,466.25 | 5,350.00 |
| SALLY HOLDINGS/SALLY CORP | At Cost | 7,425.00 | 7,472.50 |
| CHOICE HOTELS INC | At Cost | 3,277.50 | 3,224.64 |
| CHESAPEAKE MIDSTREAM | At Cost | 3,930.00 | 4,380.00 |
| CIT GROUP INC | At Cost | 9,848.00 | 10,537.50 |
| CONTINENTAL RESOURCES | At Cost | 11,247.50 | 11,632.50 |
| COVANTA HOLDING CORP | At Cost | 10,281.25 | 10,673.00 |
| QEP RESOURCES INC | At Cost | 19,893.75 | 19,700.00 |
| AMERICAN AXLE & MFG INC | At Cost | 5,357.50 | 5,400.00 |
| CELANESE US HOLDINGS LLC | At Cost | 7,110.00 | 7,070.00 |
| CLEAR CHANNEL WORLDWIDE | At Cost | 5,312.50 | 5,218.75 |
| JARDEN CORP | At Cost | 1,072.50 | 1,050.00 |
| ROYAL CARIBBEAN CRUISES | At Cost | 8,467.50 | 8,360.00 |
| CINEMARK USA INC | At Cost | 9,400.00 | 10,050.00 |
| PVH CORP | At Cost | 4,998.75 | 4,971.00 |
| ROYAL BK SCOTLAND GRP | At Cost | 21,054.08 | 21,825.00 |
| CROWN CASTLE INTL CORP | At Cost | 6,937.50 | 7,183.75 |
| CLEARWATER PAPER CORP | At Cost | 5,857.50 | 5,895.00 |
| TMOBILE USA INC | At Cost | 2,140.00 | 2,121.24 |
| CST BRANDS INC | At Cost | 4,920.00 | 4,962.50 |
| ACCESS MIDSTREAM PARTNER | At Cost | 4,900.00 | 5,250.00 |
| COMMERCIAL METALS CO | At Cost | 7,708.75 | 7,646.88 |
| ADT CORP | At Cost | 4,362.50 | 4,551.85 |
| UNITED RENTALS NORTH AM | At Cost | 11,857.50 | 11,838.75 |
| GENERAL MOTORS CO | At Cost | 5,350.00 | 5,379.85 |
| GMAC | At Cost | 23,207.50 | 25,477.00 |
| HARTFORD FINL SVCS | At Cost | 16,087.50 | 17,386.50 |
| AMERICAN INTL GROUP | At Cost | 1,067.50 | 1,368.87 |

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| The Andrew Allen Charitable Foundation | | | |
| EIN: 23-7862257 | | | |
| Form 990-PF, Part II, Line 13 Attachment | | | |
| JP 4004 | | Book Value | Market Value |
| ABB LTD | At Cost | 12,719.32 | 11,957.30 |
| ASTRAZENECA PLC | At Cost | 9,538.15 | 13,493.90 |
| BAE SYSTEMS PLC | At Cost | 14,886.90 | 14,978.70 |
| BAYER A G | At Cost | 19,840.66 | 23,434.95 |
| BHP LTD | At Cost | 12,052.50 | 10,699.20 |
| BNP PARIBAS | At Cost | 24,336.61 | 19,215.00 |
| BOC HONG KONG HOLDINGS LTD | At Cost | 11,215.03 | 11,637.50 |
| BRITISH AMERICAN TOBACCO PLC | At Cost | 33,331.65 | 36,339.20 |
| CNOOC LTD | At Cost | 20,786.10 | 16,418.85 |
| DEUTSCHE TELEKOM AG | At Cost | 33,219.38 | 32,806.20 |
| DEUTSCHE POST AG | At Cost | 19,396.02 | 18,691.20 |
| GDF SUEZ | At Cost | 30,522.47 | 28,721.20 |
| GLAZOSMITHKLINE PLC | At Cost | 34,585.39 | 30,933.20 |
| HSBC HOLDINGS | At Cost | 33,157.63 | 30,867.10 |
| IMPERIAL TOBACCO | At Cost | 31,622.19 | 37,461.60 |
| JAPAN TOBACCO | At Cost | 19,131.28 | 20,441.25 |
| KIRIN HOLDINGS COMPANY | At Cost | 25,840.43 | 23,496.55 |
| LUKOIL OAO SPONS ADR | At Cost | 12,810.00 | 9,810.00 |
| MTN GROUP | At Cost | 23,558.67 | 26,009.10 |
| MUENCHENER RUECKVERSICHERUNGS | At Cost | 23,612.79 | 23,445.90 |
| NESTLE S A | At Cost | 33,466.30 | 35,565.05 |
| NIPPON TEL & TEL CORP | At Cost | 33,400.46 | 39,664.80 |
| NOVARTIS A G | At Cost | 38,036.46 | 46,345.00 |
| ORKLA A S A | At Cost | 26,345.93 | 24,858.40 |
| RECKITT BENCKISER GROUP | At Cost | 23,999.80 | 28,140.00 |
| REXAM PLC-SPONSORED ADR | At Cost | 12,494.37 | 9,692.94 |
| ROCHE HOLDINGS LTD | At Cost | 23,864.68 | 26,503.20 |
| ROYAL DUTCH SHELL | At Cost | 18,860.32 | 20,534.25 |
| SANOFI | At Cost | 23,779.50 | 21,732.80 |
| SIEMENS | At Cost | 30,623.18 | 28,185.00 |
| SINGAPORE TELECOMMUNICATIONS | At Cost | 23,636.91 | 23,041.20 |
| SMITHS GROUP | At Cost | 15,670.09 | 13,141.20 |
| SSE PLC | At Cost | 34,561.34 | 35,511.40 |
| STATIOL ASA | At Cost | 20,881.67 | 20,196.00 |
| TELEKOMUNIKASI IND | At Cost | 9,508.83 | 10,657.25 |
| TOTAL SA | At Cost | 33,073.58 | 33,837.85 |
| UNILEVER NV | At Cost | 36,033.23 | 36,406.20 |
| UNITED OVERSEAS BANK | At Cost | 22,948.87 | 25,047.00 |
| US DOLLAR | At Cost | 19,951.85 | 19,951.85 |
| VODAFONE GROUP | At Cost | 28,444.96 | 14,583.58 |
| ZURICH INSURANCE | At Cost | 28,324.74 | 33,264.00 |

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| The Andrew Allen Charitable Foundation | | | |
| EIN: 23-7862257 | | | |
| Form 990-PF, Part II, Line 13 Attachment | | | |
| WF 1585 | | Book Value | Market Value |
| AMERICAN INTL GROUP INC | At Cost | 34,381.68 | 53,570.00 |
| BP PLC SPONS | At Cost | 49,310.06 | 43,460.00 |
| ENTERPRISE PRODUCTS PARTNERS | At Cost | 26,269.38 | 44,280.00 |
| FLUOR CORP | At Cost | 52,137.49 | 66,340.00 |
| INTERNATIONAL BUSINESS MACHINE CORP | At Cost | 26,261.00 | 32,880.00 |
| ISHARES US CONSUMER SERVICES | At Cost | 29,577.65 | 63,810.00 |
| ISHARES US TELECOMMUNICATIONS | At Cost | 26,587.71 | 27,423.00 |
| ISHARES GLOBAL FINANCIALS | At Cost | 79,117.98 | 57,440.00 |
| ISHARES GLOBAL TELECOM | At Cost | 26,053.06 | 25,532.00 |
| ISHARES US TECHNOLOGY | At Cost | 87,033.29 | 203,260.00 |
| ISHARES NORTH AMERICAN TECH | At Cost | 49,106.75 | 98,860.00 |
| ISHARES GLOBAL TECH | At Cost | 52,982.92 | 83,646.00 |
| ISHARES MSCI JAPAN | At Cost | 99,966.49 | 84,420.00 |
| ISHARES SELECT DIVIDEND | At Cost | 216,679.03 | 312,600.00 |
| KKR & CO LP | At Cost | 5,791.05 | 5,497.80 |
| LLOYDS BANKING GROUP | At Cost | 38,359.60 | 5,043.00 |
| POWERSHARES DYNAMIC BUILDING & CONSTRUCTION | At Cost | 49,190.51 | 56,082.00 |
| PROCTOR & GAMBLE | At Cost | 30,446.47 | 43,635.00 |
| REALTY INCOME CORP | At Cost | 21,301.42 | 46,030.00 |
| SPIDER S&P INTLENERGY | At Cost | 24,834.21 | 23,780.00 |
| TEVA PHARMACEUTICAL | At Cost | 37,233.44 | 33,882.00 |
| THORNBURG MORTGAGE IN | At Cost | 87,787.62 | |
| VANGUARD HEALTH CARE | At Cost | 49,610.94 | 111,357.00 |
| VANGUARD INDUSTRIALS | At Cost | 54,039.34 | 94,851.00 |
| BANGUARD INFORMATION | At Cost | 49,889.65 | 101,990.00 |
| VANGUARD MATERIALS | At Cost | 51,549.70 | 75,880.00 |
| WEATHERFORD INTERNATIONAL | At Cost | 17,694.96 | 16,420.00 |
| CALL AMERICAN INTL GROUP | At Cost | (7,708.05) | (8,600.00) |
| CALL BP | At Cost | (1,264.74) | (40.00) |
| CALL ENTERPRISE PROD | At Cost | (722.36) | (1,080.00) |
| CALL FLUOR CORP | At Cost | (8,755.58) | (126.00) |
| CALL INTL BUSINESS MACH | At Cost | (1,207.91) | (12.00) |
| CALL ISHARES DOW JONES | At Cost | (692.43) | (1,750.00) |
| CALL ISHARES DOW JONES | At Cost | (1,017.96) | (2,500.00) |
| CALL PROCTOR & GAMBLE | At Cost | (1,167.65) | (1,700.00) |
| CALL TEVA PHARMACEUTIVAL | At Cost | (1,167.29) | (8,160.00) |
| CALL WEATHERFORD | At Cost | (845.56) | (200.00) |
| AMERICAN HIGH INCOME TRUST | At Cost | 250,469.85 | 217,550.13 |
| ALLIANZGI NFJ DIVID INT & PREM | At Cost | 143,393.69 | 102,660.00 |
| GABELLI DIVIDEND & INCOME TRUST | At Cost | 18,663.93 | 21,200.00 |
| GABELLI GLOBAL SMALL | At Cost | 1,190.00 | 1,036.00 |

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| The Andrew Allen Charitable Foundation | | | |
| EIN: 23-7862257 | | | |
| Form 990-PF, Part II, Line 13 Attachment | | | |
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| WF 1594 | | Book Value | Market Value |
| ABBOTT LABORATORIES | At Cost | 185,941.48 | 245,498.88 |
| ACCENTURE PLC IRELAND | At Cost | 149,318.45 | 149,260.80 |
| ALLERGAN INC | At Cost | 113,548.87 | 215,147.92 |
| AMERICAN EXPRESS COMPANY | At Cost | 194,935.97 | 238,187.60 |
| AMERISOURCEBERGEN CORP | At Cost | 95,636.50 | 184,827.24 |
| BIOGEN IDEN INC | At Cost | 197,553.49 | 308,557.88 |
| COLGATE-PALMOLIVE CO | At Cost | 144,602.68 | 213,012.80 |
| COSTCO WHSL CORP | At Cost | 117,877.69 | 158,843.67 |
| FACEBOOK INC | At Cost | 82,175.09 | 85,338.62 |
| GENERAL ELECTRIC COMPANY | At Cost | 190,117.69 | 217,216.96 |
| GILEAD SCIENCES INC | At Cost | 212,544.87 | 366,464.00 |
| GOOGLE INC | At Cost | 172,994.17 | 226,012.26 |
| GRAINGER WW INC | At Cost | 141,470.72 | 136,233.60 |
| LAUDER ESTEE COS | At Cost | 218,406.59 | 241,628.52 |
| MCKESSON CORP | At Cost | 270,108.32 | 319,760.52 |
| MONDELEZ INTL | At Cost | 204,908.95 | 271,219.92 |
| MONSANTO CO | At Cost | 215,109.25 | 283,918.72 |
| NIKE INC | At Cost | 85,003.86 | 112,214.79 |
| OCCIDENTAL PETE CORP | At Cost | 113,096.46 | 111,607.15 |
| PEPSICO INCORPORATED | At Cost | 282,200.24 | 333,613.73 |
| PRICELINE GROUP | At Cost | 174,558.55 | 191,787.39 |
| PROCTOR & GAMBLE CO | At Cost | 186,603.04 | 227,425.62 |
| QUALCOMM INC | At Cost | 91,332.13 | 116,665.86 |
| RALPH LAUREN CORP | At Cost | 146,266.07 | 139,784.32 |
| SCHLUMBERGER LTD | At Cost | 228,546.95 | 212,809.62 |
| STARBUCKS CORP | At Cost | 163,375.25 | 219,728.48 |
| STATE STR CORP | At Cost | 141,727.64 | 148,203.44 |
| THERMO FISHER SCIENTFIC | At Cost | 241,792.48 | 237,373.83 |
| TJX COS INC | At Cost | 77,338.73 | 97,512.80 |
| UNION PACIFIC CORP | At Cost | 131,795.89 | 163,262.90 |
| UNITED PARCEL SERVICE | At Cost | 191,899.91 | 236,257.32 |
| VISA INC | At Cost | 142,224.76 | 269,677.31 |
| WALGREEN COMPANY | At Cost | 199,639.29 | 188,806.80 |
| WELLS FARGO COMPANY | At Cost | 81,945.83 | 128,371.62 |

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| WF 1612 | | Book Value | Market Value |
| AGL RESOURCES INC | At Cost | 33,705.13 | 41,834.16 |
| ALEXANDRIA REAL ESTATE | At Cost | 26,290.29 | 32,785.00 |
| ALLIANT ENERGY CORP | At Cost | 73,309.15 | 84,878.61 |
| ALLSTATE CORP | At Cost | 40,979.90 | 73,085.95 |
| ALTERA CORP | At Cost | 29,427.57 | 31,482.92 |
| ANADARKO PETROLEUM CORP | At Cost | 19,444.81 | 29,920.28 |
| ANALOG DEVICES INC | At Cost | 34,163.44 | 37,066.14 |
| ANSYS INC | At Cost | 11,096.99 | 11,469.76 |
| ARTHUR J GALLAGHER & CO | At Cost | 44,923.34 | 45,601.20 |
| AVALONBAY COMMUNITIES | At Cost | 29,854.95 | 35,687.36 |
| BABCOCK & WILCOX CO | At Cost | 52,227.34 | 47,847.80 |
| CA INC | At Cost | 38,231.20 | 37,778.00 |
| CANADIAN PACIFIC RAILWAY | At Cost | 38,033.75 | 57,735.04 |
| CASEYS GENL STORES INC | At Cost | 65,428.51 | 77,858.37 |
| CHECK POINT SOFTWARE | At Cost | 19,379.55 | 29,922.75 |
| CIT GROUP INC | At Cost | 44,999.11 | 49,125.72 |
| CROWN HOLDINGS INC | At Cost | 63,397.68 | 67,868.88 |
| DISCOVER FINANCIAL | At Cost | 22,510.54 | 41,775.90 |
| DR PEPPER SNAPPLE GROUP | At Cost | 32,402.08 | 48,405.75 |
| ENSCO PLC | At Cost | 24,564.11 | 18,184.32 |
| EQUITY LIFESTYLE PROP | At Cost | 27,643.13 | 37,708.80 |
| FIFTH THIRD BANCORP | At Cost | 21,807.05 | 32,783.60 |
| FIRST REPUBLIC BANK | At Cost | 17,948.73 | 21,237.81 |
| FMC CORP | At Cost | 25,418.54 | 25,578.10 |
| FRANKS INTERNATIONAL NC | At Cost | 9,135.34 | 7,150.45 |
| GENL DYNAMICS CORP | At Cost | 17,396.08 | 35,638.80 |
| GOLDCORP INC | At Cost | 35,286.19 | 20,939.70 |
| HEARTLAND PAYMENT SYS | At Cost | 25,175.68 | 30,680.10 |
| HERSHEY COMPANY | At Cost | 41,100.67 | 43,159.50 |
| HOME PROPERTIES | At Cost | 40,452.37 | 42,058.74 |

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| HOST HOTELS & RESORTS | At Cost | 14,844.32 | 17,039.61 |
| INFORMTICA CORP | At Cost | 43,481.84 | 44,860.28 |
| JM SMUCKER CO | At Cost | 47,017.29 | 50,024.00 |
| JACOBS ENGINEERING GROUP | At Cost | 22,116.62 | 22,965.80 |
| KANSAS CITY SOUTHERN | At Cost | 33,689.39 | 48,379.26 |
| KBR INC | At Cost | 21,114.40 | 12,497.40 |
| KIRBY CORP | At Cost | 34,140.73 | 57,722.76 |
| LABORATORY CORP OF AMER HLDS | At Cost | 48,187.28 | 60,218.79 |
| M&T BANK CORP | At Cost | 42,263.27 | 45,695.32 |
| MACYS INC | At Cost | 13,508.61 | 20,005.72 |
| MADDEN STEVEN LTD | At Cost | 28,311.31 | 26,992.35 |
| MARSH AND MC LENNAN | At Cost | 57,311.96 | 76,389.85 |
| MC CORMICK & CO INC | At Cost | 44,817.26 | 48,372.48 |
| MCKESSION CORP | At Cost | 12,754.49 | 29,697.86 |
| MICROCHIP TECHNOLOGY IN | At Cost | 24,423.41 | 26,210.88 |
| MOLSON COORS BREWING CO | At Cost | 25,628.29 | 39,570.16 |
| MOTOROLA SOLUTIONS INC | At Cost | 28,259.70 | 28,831.50 |
| MSC INDUSTRIAL DIRECT | At Cost | 34,522.23 | 32,792.85 |
| NOBLE ENERGY INC | At Cost | 18,079.39 | 24,089.34 |
| NORDSTROM IN | At Cost | 5,252.68 | 6,752.73 |
| NORTHERN TRUST CORP | At Cost | 29,140.05 | 31,028.40 |
| OCEANEERING INTL INC | At Cost | 32,529.03 | 31,832.31 |
| OMICOM GROUP | At Cost | 47,916.29 | 50,589.44 |
| PATTERSON COMPANIES INC | At Cost | 32,768.28 | 35,522.64 |
| PLAINS GP HOLDINGS LP | At Cost | 54,927.23 | 66,078.72 |
| PLUM CREEK TIMBER CO | At Cost | 49,078.77 | 50,237.25 |
| POTLATCH HLDGS INC | At Cost | 35,972.38 | 44,121.97 |
| PPL CORPORATION | At Cost | 82,751.48 | 99,721.50 |
| PUBLIC STORAGE INC | At Cost | 31,986.28 | 49,587.46 |
| PVH CORP | At Cost | 29,025.06 | 28,130.10 |
| RALPH LAUREN CORP | At Cost | 53,860.39 | 52,748.80 |

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| RAYMOND JAMES FINANCIAL | At Cost | 31,829.23 | 39,852.30 |
| REDWOOD TRUST INC | At Cost | 26,243.89 | 29,124.50 |
| RENAISSANCE RE HOLDING | At Cost | 29,725.46 | 34,512.22 |
| REPUBLIC SVCS INC | At Cost | 81,083.17 | 94,502.40 |
| ROCKWELL COLLINS | At Cost | 22,231.85 | 35,847.90 |
| ROGERS COMMUNCTNS | At Cost | 65,804.47 | 56,587.95 |
| SM ENERGY CO | At Cost | 21,565.34 | 16,045.50 |
| STATE STR CORP | At Cost | 10,306.78 | 18,336.78 |
| STRYKER CORP | At Cost | 34,789.23 | 54,268.60 |
| SNYOPSYS CORP | At Cost | 25,963.04 | 29,669.52 |
| SYSCO CORPORATION | At Cost | 49,560.82 | 55,883.00 |
| T ROW PRICE GROUP | At Cost | 48,876.45 | 50,239.08 |
| TAUBMAN CENTERS | At Cost | 14,335.28 | 18,860.40 |
| TECH DATA CORP | At Cost | 14,439.27 | 15,586.92 |
| TERADATA CORP | At Cost | 19,295.65 | 19,044.00 |
| TEVA PHARMACEUTICAL | At Cost | 21,516.77 | 31,510.26 |
| THERMO FISHER SCIENTIFIC | At Cost | 19,351.34 | 45,617.16 |
| TIDEWATER INC | At Cost | 33,033.05 | 27,246.93 |
| TORCHMARK CORP | At Cost | 46,718.04 | 60,427.36 |
| TOTAL SYSTEMS SVC | At Cost | 28,338.40 | 30,444.79 |
| TWO HARBORS INVT CORP | At Cost | 17,962.91 | 15,184.87 |
| TYCO INTERNATIONAL | At Cost | 41,351.03 | 51,387.21 |
| VARIAN MEDICAL SYSTEMS | At Cost | 20,711.57 | 25,151.88 |
| WASHINGTON FED INC | At Cost | 21,275.44 | 25,344.63 |
| WATER CORP | At Cost | 10,704.78 | 10,969.20 |
| WEATHERFORD INTERNATIONAL | At Cost | 17,308.22 | 16,633.46 |
| WAYERHAUSER CO | At Cost | 37,665.92 | 47,810.32 |
| WHITING PETROLEUM CORP | At Cost | 15,520.53 | 20,882.84 |
| ZIMMER HOLDINGS INC | At Cost | 23,219.43 | 41,603.76 |
| ZIONS BANCORP | At Cost | 54,559.44 | 52,377.76 |
| ZOETIS INC | At Cost | 35,203.41 | 43,625.84 |

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| WF 1621 | | Book Value | Market Value |
| ABBOTT LABORATORIES | At Cost | 26,690.60 | 47,861.82 |
| ADT CORP | At Cost | 58,091.36 | 50,641.92 |
| ALLSTATE CORP | At Cost | 63,269.32 | 167,183.30 |
| APACHE CORP COMMON | At Cost | 120,722.29 | 115,954.40 |
| AT&T INC | At Cost | 95,318.51 | 114,588.76 |
| BAJER HUGHES INC | At Cost | 120,909.91 | 135,524.64 |
| BANK NEW YORK MELLON | At Cost | 76,906.55 | 119,954.56 |
| BAXTER INTERNATIONAL INC | At Cost | 111,158.56 | 107,173.92 |
| BLACKROCK IN | At Cost | 62,590.30 | 127,575.14 |
| BOEING CO | At Cost | 48,776.59 | 119,913.60 |
| BP PLC SPONS | At Cost | 111,827.85 | 116,559.72 |
| CAPITAL ONE FINANCIAL | At Cost | 56,644.81 | 67,954.17 |
| CARNIVAL CORP | At Cost | 114,929.23 | 135,586.55 |
| CHEVRON CORP | At Cost | 91,907.07 | 144,059.95 |
| CISCO SYSTEMS INC | At Cost | 86,944.91 | 130,449.57 |
| CONAGRA FOODS INC | At Cost | 59,748.54 | 61,417.80 |
| DOW CHEMICAL CO | At Cost | 71,985.80 | 119,350.40 |
| EMC CORP MASS | At Cost | 86,574.31 | 103,054.51 |
| ENSCO PLC | At Cost | 72,509.88 | 74,929.14 |
| EXXON MOBIL CORP | At Cost | 106,493.49 | 147,192.62 |
| FREEPORT MCMORAN INC | At Cost | 114,748.34 | 97,413.00 |
| GENERAL ELECTRIC COMPANY | At Cost | 67,618.87 | 135,604.75 |
| GOLDMAN SACHS GROUP INC | At Cost | 102,061.89 | 185,050.26 |
| HEWLETT-PACKARD COMPANY | At Cost | 80,941.52 | 120,305.64 |
| INTEL CORP | At Cost | 117,636.08 | 194,061.06 |
| INVESCO LTD | At Cost | 63,842.71 | 124,202.43 |
| ITUA UNIBANCO HLDG | At Cost | 74,181.75 | 92,161.44 |
| JOHNSON & JOHNSON | At Cost | 95,040.26 | 159,514.40 |
| JOHNSON CONTROLS IN | At Cost | 49,283.82 | 86,940.00 |
| JPMORGAN CHASE & CO | At Cost | 128,742.65 | 175,331.52 |

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| MEDTRONIC INC | At Cost | 72,402.23 | 147,293.76 |
| MERCK & CO INC | At Cost | 73,507.05 | 121,500.18 |
| METLIFE IN | At Cost | 107,518.82 | 177,636.00 |
| MICROSOFT CORP | At Cost | 55,846.46 | 110,708.10 |
| MURPHY OIL CORP | At Cost | 96,604.25 | 77,629.06 |
| NATIONAL OILWELL VARCO | At Cost | 62,932.42 | 62,034.56 |
| NORTHROP GRUMMAN CORP | At Cost | 52,398.11 | 88,294.40 |
| OCCIDENTAL PETE GROUP | At Cost | 66,161.07 | 67,853.59 |
| OMNICOM GROUP | At Cost | 65,289.34 | 70,638.38 |
| PARTNERRE LTD | At Cost | 112,254.38 | 142,761.46 |
| PEPSICO INCORP | At Cost | 62,834.42 | 92,996.39 |
| PETSMART INC | At Cost | 124,739.97 | 129,434.15 |
| PFIZER INCORP | At Cost | 96,777.73 | 149,630.20 |
| PHILIP MORRIS INTERNATIONAL | At Cost | 38,519.03 | 69,872.85 |
| PNC FINANCIAL SERVICES | At Cost | 43,831.36 | 70,321.46 |
| PRUDENTIAL FINANCIAL IN | At Cost | 110,868.18 | 177,257.08 |
| SCHLUMBERGER LTD | At Cost | 57,343.99 | 130,329.86 |
| SIEMENS AG | At Cost | 109,633.16 | 129,651.00 |
| TARGET CORP | At Cost | 71,763.30 | 88,526.24 |
| UNITEDHEALTH GROUP | At Cost | 79,267.82 | 122,277.87 |
| VERIZON COMMUNICATIONS | At Cost | 96,188.41 | 96,932.25 |
| WELLS FARGO CO | At Cost | 119,204.36 | 182,735.78 |
| 3M CO | At Cost | 36,306.56 | 75,039.76 |
| | | | |
| Total | | 18,667,372.29 | 22,943,733.75 |