Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

▶ **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 11-01-2013 , and ending 10-31-2014

Name of foundation
ELLIOTT FOUNDATION

A Employer identification number
35-6021398

Number and street (or P O box number if mail is not delivered to street address) 2210 EAST JACKSON BLVD | Room/suite

B Telephone number (see instructions)
(574) 862-7575

City or town, state or province, country, and ZIP or foreign postal code
ELKHART, IN 46516

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

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)* ▶$ 107,650

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

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

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				
	4	Dividends and interest from securities.	2,693	2,693	2,693	
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	5,772			
	b	Gross sales price for all assets on line 6a 50,025				
	7	Capital gain net income (from Part IV, line 2) . . .		5,772		
	8	Net short-term capital gain			227	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	150		150	
	12	**Total.** Add lines 1 through 11	8,615	8,465	3,070	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule).				
	b	Accounting fees (attach schedule).	1,810	1,810		
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	49			
	19	Depreciation (attach schedule) and depletion . . .				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	3,483	3,483		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	5,342	5,293		0
	25	Contributions, gifts, grants paid	4,750			4,750
	26	**Total expenses and disbursements.** Add lines 24 and 25	10,092	5,293		4,750
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,477			
	b	**Net investment income** (if negative, enter -0-)		3,172		
	c	**Adjusted net income** (if negative, enter -0-) . . .			3,070	

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

		Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	5,850	2,026	2,026
	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 (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)			
	b	Investments—corporate stock (attach schedule)	18,612	24,408	26,227
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	71,491	68,042	76,398
	14	Land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	15	Other assets (describe ▶ ______)			2,999
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	95,953	94,476	107,650
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 ▶ ______)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☑ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	95,953	94,476	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	95,953	94,476	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	95,953	94,476	

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	95,953
2	Enter amount from Part I, line 27a	2	-1,477
3	Other increases not included in line 2 (itemize) ▶ ______	3	
4	Add lines 1, 2, and 3	4	94,476
5	Decreases not included in line 2 (itemize) ▶ ______	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	94,476

Part IV Capital Gains and Losses for Tax on Investment Income

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

	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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	5,772
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	227

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	3,700	95,953	0 038561
2011	4,000	89,890	0 044499
2010	3,970	99,029	0 040089
2009	5,038	98,374	0 051213
2008	4,000	119,679	0 033423

2	**Total** of line 1, column (d).	2	0 207785
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 041557
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	215,734
5	Multiply line 4 by line 3.	5	8,965
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	32
7	Add lines 5 and 6.	7	8,997
8	Enter qualifying distributions from Part XII, line 4.	8	4,750

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 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	63
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	
3	Add lines 1 and 2	3	63
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	63
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	
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	63
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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 ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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? *If "Yes," attach the statement required by General Instruction T.*	5		No
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) ▶ ________			
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)*

				Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		11		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 ▶N/A				

14 The books are in care of ▶RICHARD BOND Telephone no ▶(574) 293-1165

Located at ▶2210 E JACKSON BLVD ELKHART IN ZIP+4 ▶46516

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 |

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c		
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? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*		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 ▶				

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See 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	107,431
b	Average of monthly cash balances	1b	3,938
c	Fair market value of all other assets (see instructions)	1c	107,650
d	**Total** (add lines 1a, b, and c)	1d	219,019
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	219,019
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,285
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	215,734
6	**Minimum investment return.** Enter 5% of line 5	6	10,787

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	10,787
2a	Tax on investment income for 2013 from Part VI, line 5	2a	63		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	63
3	Distributable amount before adjustments Subtract line 2c from line 1			3	10,724
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	10,724
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	10,724

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	4,750
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	4,750
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,750

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				10,724
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010. 625				
d From 2011. 4,000				
e From 2012. 3,700				
f Total of lines 3a through e.	8,325			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 4,750				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				4,750
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	5,974			5,974
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,351			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	2,351			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . . 2,351				
e Excess from 2013. . . .				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the 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))

NONE

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

NONE

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

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

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

RICHARD BOND
2210 E JACKSON BLVD
ELKHART,IN 46516

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

AN APPLICATION MUST PROVIDE A WRITTEN REQUEST INCLUDING INFORMATION ABOUT THE APPLICATION AND THE APPLICANT'S TAX EXEMPT STATUS

c Any submission deadlines

NONE

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

MUST BE A CHARITABLE ORGANIZATION

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
PREMIER ARTS 410 S MAIN ST ELKHART, IN 46514	NONE	EXEMPT	CHARITABLE	2,000
SAMARITAN CENTER 221 E CRAWFORD ST ELKHART, IN 46516	NONE	EXEMPT	CHARITABLE	2,000
WELLFIELD BOTANIC GARDENS 1000 N MAIN ST ELKHART, IN 46514	NONE	EXEMPT	CHARITABLE	250
ST JOSEPH RIVER ASSOCIATION PO BOX 1794 SOUTH BEND, IN 46634	NONE	EXEMPT	CHARITABLE	500
Total . . . . ▶ **3a**				4,750
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			3	2,693	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					5,772
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a BANK FEES RETURNED					150
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				2,693	5,922

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 8,615

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

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

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

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 or fiduciary) is based on all information of which preparer has any knowledge

******	2015-06-05	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
ANN MCCUISTION CPA		2015-06-11		P00116831
Firm's name ▶ CORNERSTONE CPA GROUP LLP			Firm's EIN ▶ 47-1854716	
Firm's address ▶ 3160 WINDSOR CT ELKHART, IN 465145556			Phone no (574) 262-8886	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ABBOTT LABORATORIES	P	2012-12-03	2013-11-05
JPMORGAN CHASE	P	2010-11-11	2013-11-05
VERIZON COMMUNICATIONS	P	2011-03-22	2013-11-05
CVS HEALTH CORP	P	2014-05-27	2014-10-29
INTL BUSINESS MACHINES CORP	P	2011-03-22	2014-05-27
ISHARES RUSSELL MIDCAP	P	2007-12-20	2014-05-27
PLUM CREEK TIMBER CO	P	2013-11-05	2014-05-27
STARBUCKS	P	2011-01-24	2014-10-29
ALTRIA GROUP	P	2011-03-22	2013-11-05
LOCKHEED MARTIN	P	2012-12-03	2013-11-05
WALGREEN CO	P	2012-12-03	2013-11-05
DEERE & CO	P	2011-03-22	2014-05-27
ISHARES GLOBAL TECH	P	2008-03-20	2014-05-27
ISHARES RUSSELL MIDCAP	P	2008-03-20	2014-10-29
PLUM CREEK TIMBER CO	P	2011-03-22	2014-05-27
TRANSOCEAN LTD	P	2012-12-03	2014-05-27
AMAZON COM	P	2009-12-15	2013-11-05
MARKET VECTORS	P	2013-03-21	2013-11-05
WALMART	P	2009-02-20	2013-11-05
DU PONT EI DE NEMOURS	P	2011-03-22	2014-05-27
ISHARES IBOXX	P	2009-07-23	2014-10-29
ISHARES RUSSELL MIDCAP	P	2008-03-20	2014-10-29
PLUM CREEK TIMBER CO	P	2010-11-11	2014-05-27
VERIZON COMMUNICATIONS	P	2011-03-22	2014-05-27
COCA COLA CO	P	2009-02-20	2013-11-05
MC DONALDS CORP	P	2009-07-23	2013-11-05
SPDR GOLD TR GOLD SHS	P	2013-01-01	2013-12-17
ENERGY TRANSFER PARTNERS	P	2014-05-27	2014-10-29
ISHARES MSCI AUSTRALIA	P	2012-12-03	2014-05-27
ISHARES US ENERGY	P	2007-10-29	2014-05-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PROCTER & GAMBLE	P	2010-11-11	2014-05-27
VERIZON COMMUNICATIONS	P	2011-03-22	2014-10-29
COMCAST CORP	P	2012-12-03	2013-11-05
NUCOR CORP	P	2012-12-03	2013-11-05
ABBOTT LABORATORIES	P	2012-12-03	2014-05-27
EOG RESOURCES	P	2014-05-27	2014-10-29
ISHARES MSCI AUSTRALIA	P	2012-12-03	2014-10-29
ISHARES US ENERGY	P	2007-10-29	2014-10-29
QUALCOMM INC	P	2009-02-20	2014-05-27
WALGREEN CO	P	2012-12-03	2014-05-27
DU PONT EI DE NEMOURS	P	2011-03-22	2013-11-05
PIMCO	P	2013-03-21	2013-11-05
ALTRIA GROUP	P	2011-03-22	2014-05-27
EXXON MOBIL	P	2013-11-05	2014-05-27
ISHARES MSCI BRAZIL	P	2009-07-23	2014-05-27
JOHNSON & JOHNSON	P	2011-09-20	2014-05-27
QUALCOMM INC	P	2010-04-08	2014-10-29
WALMART	P	2011-03-22	2014-05-27
FORD MOTOR CO	P	2009-07-23	2013-11-05
POWERSHARES ETF TRUST	P	2013-03-21	2013-11-05
AMAZON COM	P	2011-03-22	2014-10-29
EXXON MOBIL	P	2012-12-03	2014-05-27
ISHARES MSCI BRAZIL	P	2009-07-23	2014-10-29
JPMORGAN CHASE	P	2011-03-22	2014-05-27
SIEMENS AKTIENGESELLSCHAFT	P	2012-12-03	2014-05-27
WALMART	P	2010-11-11	2014-05-27
FREEPORT MCMORAN	P	2012-12-03	2013-11-05
PROCTER & GAMBLE	P	2010-11-11	2013-11-05
APPLE INC	P	2012-12-03	2014-05-27
FORD MOTOR CO	P	2009-07-23	2014-05-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ISHARES MSCI EAFE ETF	P	2012-12-03	2014-05-27
JPMORGAN CHASE	P	2010-11-11	2014-05-27
SILVER WHEATON CORP	P	2011-03-22	2014-05-27
WELLS FARGO	P	2014-05-27	2014-10-29
GENERAL MILLS	P	2011-09-20	2013-11-05
QUALCOMM INC	P	2009-02-20	2013-11-05
BLACKROCK	P	2014-05-27	2014-10-29
FORD MOTOR CO	P	2010-11-11	2014-10-29
ISHARES MSCI NEW ZEALAND	P	2012-12-03	2014-05-27
JPMORGAN CHASE	P	2011-06-29	2014-10-29
SOUTHERN COPPER CORP	P	2013-11-05	2014-05-27
WISDOMTREE TRUST INDIA	P	2009-07-23	2014-05-27
GLOBAL X SUPERDIVIDEND	P	2012-12-03	2013-11-05
STARBUCKS	P	2011-01-24	2013-11-05
BP	P	2014-05-27	2014-10-29
FREEPORT MCMORAN	P	2012-12-03	2014-10-29
ISHARES MSCI PAC	P	2012-12-03	2014-05-27
LOCKHEED MARTIN	P	2012-12-03	2014-05-27
SOUTHERN COPPER CORP	P	2011-03-22	2014-05-27
HOME DEPOT	P	2012-12-03	2013-11-05
SIEMENS AKTIENGESELLSCHAFT	P	2012-12-03	2013-11-05
CATERPILLAR	P	2010-10-11	2014-05-27
GENERAL MILLS	P	2011-09-20	2014-05-27
ISHARES RUSSELL 2000 GRWTH	P	2007-12-20	2014-05-27
MATERIALS SEL SECT SPDR FD	P	2009-07-23	2014-05-27
SPDR DJ WILSHIRE INTL REAL EST	P	2012-12-03	2014-05-27
ISHARES IBOXX	P	2009-07-23	2013-11-05
SPDR BARCAP	P	2012-12-03	2013-11-05
COCA COLA CO	P	2011-03-22	2014-05-27
GOOGLE	P	2013-11-05	2014-05-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ISHARES RUSSELL 2000 GRWTH	P	2007-12-20	2014-10-29
MATERIALS SEL SECT SPDR FD	P	2009-07-23	2014-10-29
SPDR GOLD TR GOLD SHS	P	2012-12-03	2014-05-27
ISHARES JP MORGAN EM BOND FD	P	2011-03-22	2013-11-05
TRANSOCEAN LTD	P	2012-12-03	2013-11-05
COCA COLA CO	P	2009-02-20	2014-05-27
GOOGLE	P	2013-11-05	2014-10-29
ISHARES RUSSELL 2000 VALUE FD	P	2007-12-20	2014-05-27
MC DONALDS CORP	P	2011-03-22	2014-05-27
SPDR GOLD TR GOLD SHS	P	2014-01-01	2014-12-11
ISHARES S&P US PFD	P	2013-03-21	2013-11-05
VANGUARD INTERMEDIATE TERM	P	2013-03-21	2013-11-05
COCA COLA CO	P	2010-11-11	2014-05-27
HOME DEPOT	P	2012-12-03	2014-05-27
ISHARES RUSSELL 2000 VALUE FD	P	2007-02-20	2014-10-29
MC DONALDS CORP	P	2009-07-23	2014-05-27
SPDR S&P CHINA ETF	P	2009-07-23	2014-05-27
JOHNSON & JOHNSON	P	2011-09-20	2013-11-05
VANGUARD SHORT-TERM CORPORATE	P	2013-03-21	2013-11-05
COMCAST CORP	P	2012-12-03	2014-05-27
HONEYWELL INTERNATIONAL	P	2014-05-27	2014-10-29
ISHARES RUSSELL MIDCAP	P	2008-03-20	2014-05-27
NUCOR CORP	P	2012-12-03	2014-05-27
SPDR S&P EMERGING	P	2012-12-03	2014-05-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
73		62	11
208		160	48
101		73	28
85		77	8
555		475	80
519		337	182
44		46	-2
76		33	43
75		51	24
271		184	87
299		171	128
638		629	9
609		385	224
177		98	79
131		129	2
517		556	-39
359		130	229
1,710		1,842	-132
154		101	53
205		162	43
92		81	11
141		84	57
438		385	53
99		73	26
39		22	17
97		56	41
4			4
64		56	8
80		75	5
483		404	79

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
80		64	16
50		37	13
190		148	42
158		122	36
158		124	34
92		104	-12
75		75	
97		90	7
161		77	84
705		343	362
240		216	24
1,061		1,048	13
652		408	244
101		93	8
96		114	-18
201		129	72
76		43	33
302		208	94
219		90	129
1,723		1,852	-129
293		164	129
608		526	82
81		114	-33
110		91	19
532		400	132
226		162	64
74		78	-4
81		64	17
621		589	32
97		51	46

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
277		221	56
166		120	46
167		336	-169
52		50	2
101		72	29
138		69	69
330		305	25
14		17	-3
254		208	46
59		40	19
151		139	12
886		750	136
4,962		4,576	386
403		165	238
43		51	-8
29		39	-10
150		139	11
649		368	281
514		659	-145
152		130	22
124		100	24
209		161	48
651		475	176
263		164	99
536		314	222
264		248	16
742		652	90
952		940	12
162		127	35
557		510	47

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
134		82	52
94		57	37
123		166	-43
1,976		1,886	90
48		46	2
284		151	133
556		512	44
397		186	211
307		223	84
17			17
3,530		3,763	-233
3,513		3,681	-168
162		125	37
80		65	15
195		77	118
307		168	139
73		68	5
185		129	56
4,959		4,984	-25
626		445	181
94		92	2
559		335	224
104		81	23
242		225	17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			11
			48
			28
			8
			80
			182
			-2
			43
			24
			87
			128
			9
			224
			79
			2
			-39
			229
			-132
			53
			43
			11
			57
			53
			26
			17
			41
			4
			8
			5
			79

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			16
			13
			42
			36
			34
			-12
			7
			84
			362
			24
			13
			244
			8
			-18
			72
			33
			94
			129
			-129
			129
			82
			-33
			19
			132
			64
			-4
			17
			32
			46

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			56
			46
			-169
			2
			29
			69
			25
			-3
			46
			19
			12
			136
			386
			238
			-8
			-10
			11
			281
			-145
			22
			24
			48
			176
			99
			222
			16
			90
			12
			35
			47

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			52
			37
			-43
			90
			2
			133
			44
			211
			84
			17
			-233
			-168
			37
			15
			118
			139
			5
			56
			-25
			181
			2
			224
			23
			17

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
NORMAN M GWALTNEY 525 E 57TH ST INDIANAPOLIS,IN 46220	DIRECTOR 5 00	0	0	0
C JULIE ELLIOTT 525 E 57TH ST INDIANAPOLIS,IN 46220	VICE PRESIDE 5 00	0	0	0
RICHARD E BOND 2210 E JACKSON BLVD ELKHART,IN 46516	SECRETARY 10 00	0	0	0
MARY N ELLIOTT 1656 BROOKSTONE CT ELKHART,IN 46514	DIRECTOR 5 00	0	0	0
ELIZABETH BOND 2210 E JACKSON BLVD ELKHART,IN 46516	PRESIDENT 5 00	0	0	0
ELLIOTT E BOND 123 KENYAN AVE ELKHART,IN 46516	DIRECTOR 5 00	0	0	0
KATHRYN E MUSGRAVE 825 OLD AUST RD SAN ANTONIO,TX 78209	DIRECTOR 5 00	0	0	0

TY 2013 Accounting Fees Schedule

Name: ELLIOTT FOUNDATION

EIN: 35-6021398

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	1,810	1,810		

TY 2013 Compensation Explanation

Name: ELLIOTT FOUNDATION

EIN: 35-6021398

Person Name	Explanation
NORMAN M GWALTNEY	
C JULIE ELLIOTT	
RICHARD E BOND	
MARY N ELLIOTT	
ELIZABETH BOND	
ELLIOTT E BOND	
KATHRYN E MUSGRAVE	

TY 2013 Investments Corporate Stock Schedule

Name: ELLIOTT FOUNDATION

EIN: 35-6021398

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABORATORIES	398	523
ALTRIA GROUP		
AMAZON	937	916
APPLE INC	452	756
BLACKROCK INC	914	1,023
BOEING CO	1,069	999
BP PLC	458	391
BRISTOL MYERS SQUIBB CO	538	640
COCA COLA COMPANY		
CATERPILLAR INC	328	406
CHEVRON CORP	616	600
COMCAST		
CVS HEALTH CORP	463	515
DEERE CO		
DU PONT E I DE NEMOURS	355	484
EATON CORP	520	479
EMERSON ELECTRIC	536	512
ENERGY TRANS	511	584
ENERGY TRANSFER PARTNERS	447	515
EOG RESOURCES	417	380
EXXON MOBIL		
FACEBOOK	1,065	1,275
FORD MOTOR CO	388	409
FREEPORT-MCMORAN INC	1,047	826
GENEARL ELECTRIC	1,036	1,007
GENERAL MILLS		
GOOGLE INC	567	568
HALLIBURTON CO	512	441
HOME DEPOT	391	585
HONEYWELL INTERNATIONAL	924	961

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INTL BUSINESS MACHINES CORP		
JOHNSON AND JOHNSON	278	431
JP MORGAN	689	1,028
KRAFT FOODS GROUP	523	507
LOCKHEED MARTIN CORP		
MCDONALDS CORP		
MERCK	509	521
NIKE INC	1,069	1,302
NUCOR CORPORATION	365	487
PEPSICO INC	519	577
PLUM CREEK TIMBER		
PROCTOR & GAMBLE	376	524
QUALCOMM	255	393
SCHLUMBERGER LTD	511	493
SIEMENS AKTIENGESELLSCHAFT		
SILVER WHEATON CORP	1,643	834
SOUTHERN COPPER CORP		
STARBUCKS CORP WASHINGTON	209	453
TRANSOCEAN LTD		
UNION PACIFIC CORP	197	233
VERIZON COMMUNICATIONS	330	452
WAL MART STORES		
WALGREEN CO		
WALT DISNEY CO	1,088	1,188
WELLS FARGO & CO	958	1,009

TY 2013 Investments - Other Schedule

Name: ELLIOTT FOUNDATION

EIN: 35-6021398

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
GLOBAL X SUPERDIVIDEND ETF	AT COST		
ISHARES GLOBAL TECH ETF	AT COST	2,375	3,532
ISHARES IBOXX H/Y BOR BD ETF	AT COST	2,767	3,053
ISHARES JP MORGAN EM BOND ETF	AT COST		
ISHARES MSCI AUSTRALIA ETF	AT COST	2,354	2,314
ISHARES MSCI BRAZIL CAPPED ETF	AT COST	2,659	2,162
ISHARES MSCI EAFE ETF	AT COST	2,145	2,302
ISHARES MSCI NEW ZEALAND CP ETF	AT COST	2,179	2,347
ISHARES MSCI PAC EX-JPN ETF	AT COST	4,028	4,082
ISHARES RUSSELL 2000 GRWTH ETF	AT COST	2,607	4,267
ISHARES RUSSELL 2000 VALUE ETF	AT COST	2,669	4,003
ISHARES RUSSELL MIDCAP GROWTH	AT COST	2,560	4,178
ISHARES RUSSELL MIDCAP VALUE	AT COST	2,835	4,200
ISHARES S&P US PFD STK IDX FD	AT COST		
ISHARES US ENERGY ETF	AT COST	2,539	2,977
MARKET VECTORS LATAM AGGR BOND	AT COST		
MATERIALS SEL SECT SPDR FD	AT COST	2,407	3,243
PIMCO O-5 YEAR H/Y CORP BOND	AT COST	3,149	3,130
POWERSHARES ETF TRUST FINL	AT COST	2,166	2,124
POWERSHARES PREFERRED PORT	AT COST	1,919	2,132
SPDR BARCAP SHRT TERM HI YIELD	AT COST	3,128	3,085
SPDR DJ WILSHIRE INTL REAL EST	AT COST	3,200	3,307
SPDR GOLD TR GOLD SHS	AT COST	5,876	4,619
SPDR S&P CHINA ETF	AT COST	2,453	2,706
SPDR S&P EMERGING ASIA PACIF	AT COST	2,357	2,678
VANGUARD INTERMEDIATE TERM BND	AT COST		
VANGUARD SHORT-TERM CORPORATE	AT COST	5,306	5,288
WISDMTREE DREYFS AUS & NEW ZEA	AT COST	2,299	2,046
WISDOM TREE TRUST INDIA	AT COST	2,065	2,623

TY 2013 Other Assets Schedule

Name: ELLIOTT FOUNDATION

EIN: 35-6021398

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
UNSETTLED PURCHASES/SALES			2,999

TY 2013 Other Expenses Schedule

Name: ELLIOTT FOUNDATION

EIN: 35-6021398

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INVESTMENT FEES	426	426		
REINVESTED	3,057	3,057		

TY 2013 Other Income Schedule

Name: ELLIOTT FOUNDATION

EIN: 35-6021398

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
BANK FEES RETURNED	150		150

TY 2013 Taxes Schedule

Name: ELLIOTT FOUNDATION

EIN: 35-6021398

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX	49			