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Form 990-PF

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

OMB No 1545-0052

2013

Department of the Treasury Internal Revenue Service

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Open to Public Inspection

For calendar year 2013 or tax year beginning 12/01/13, and ending 11/30/14

Name of foundation: THE BAILEY MILLER FOUNDATION, INC. Employer identification number: 20-3943053. Telephone number: 954-797-7974. City: FORT LAUDERDALE, FL 33335. Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Contributions, Interest, Dividends, Net rental income, Net gain/loss, Capital gain, Other income, Operating expenses, and Total expenses.

37 SCANNED Revenue OCT 23 2015

RECEIVED OCT 20 2015

SCANNED Operating Expenses FEB 22 2016

990-PF (2013) 92413

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash – non-interest-bearing	-9,061	13,475	13,475
	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 (att. schedule) ▶			
		Less: allowance for doubtful accounts ▶	0		
	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) SEE STMT 5	722,527	678,997	710,748
	c	Investments – corporate bonds (attach schedule) SEE STMT 6	3,894	3,894	1
	11	Investments – land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach sch) ▶				
12	Investments – mortgage loans				
13	Investments – other (attach schedule)				
14	Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach sch) ▶				
15	Other assets (describe ▶ )				
16	<b>Total assets</b> (to be completed by all filers – see the instructions. Also, see page 1, item 1)	717,360	696,366	724,224	
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	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>				
	24	Unrestricted	717,360	696,366	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>				
	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	<b>Total net assets or fund balances</b> (see instructions)	717,360	696,366	
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	717,360	696,366		

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	717,360
2	Enter amount from Part I, line 27a	2	-20,994
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	696,366
5	Decreases not included in line 2 (itemize) ▶	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) – Part II, column (b), line 30	6	696,366

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
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 449,713		453,992	-4,279
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			-4,279
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	-4,279
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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	40,150	662,645	0.060591
2011	54,175	820,053	0.066063
2010	59,944	820,907	0.073022
2009	106,355	863,746	0.123132
2008	120,473	938,738	0.128335

2 Total of line 1, column (d)	2	0.451143
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	0.090229
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	631,030
5 Multiply line 4 by line 3	5	56,937
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	287
7 Add lines 5 and 6	7	57,224
8 Enter qualifying distributions from Part XII, line 4 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.	8	33,555

**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)		
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	1	575
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	575
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	575
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 <input checked="" type="checkbox"/> if Form 2220 is attached	8	13
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed	9	588
10	<b>Overpayment.</b> 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: <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input checked="" type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

2

**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 ▶ GLEN M. MILLER P.O. BOX 21745 Located at ▶ FORT LAUDERDALE FL ZIP+4 ▶ 33335	Telephone no ▶ 954-797-7974		
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		▶ <input type="checkbox"/>
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 ▶ <input type="checkbox"/>	1b	X
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? N/A	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? If "Yes," list the years ▶ 20 , 20 , 20 , 20 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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. ▶ 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? <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)? (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)?  Yes  No 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?  Yes  No 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 (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 STATEMENT 7				

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

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

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

0

**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 N/A	
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 instructions. 3	

Total. Add lines 1 through 3 ▶

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	575,523
<b>b</b>	Average of monthly cash balances	<b>1b</b>	65,117
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	640,640
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	640,640
<b>4</b>	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	<b>4</b>	9,610
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	631,030
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	31,552

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	31,552
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	575
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	575
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	30,977
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	30,977
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	30,977

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26	<b>1a</b>	33,555
<b>b</b>	Program-related investments – total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	33,555
<b>5</b>	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)	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	33,555

**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				30,977
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	53,990			
c From 2010	19,414			
d From 2011	14,107			
e From 2012	7,664			
f Total of lines 3a through e	95,175			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 33,555				
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				30,977
e Remaining amount distributed out of corpus	2,578			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	97,753			
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	97,753			
10 Analysis of line 9:				
a Excess from 2009	53,990			
b Excess from 2010	19,414			
c Excess from 2011	14,107			
d Excess from 2012	7,664			
e Excess from 2013	2,578			

**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 foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

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

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year – see instructions.)

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2).)  
N/A
- 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.  
N/A
- 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:  
N/A
- b** The form in which applications should be submitted and information and materials they should include  
N/A
- c** Any submission deadlines:  
N/A
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:  
N/A

**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 STATEMENT 8				33,555
<b>Total</b>			▶ 3a	33,555
b Approved for future payment N/A				
<b>Total</b>			▶ 3b	





**Realized Gain/Loss Report**

From 12/01/2013 To 11/30/2014 - Without Outside Holdings, Including Zero Gain/Loss, Including Non Reportable Transactions and Excluding Foreign Currency Contract(s)

**WESTERN INTERNATIONAL SECURITIES**

FA: YANES/SILEO/URY  
For All Security Types, Sorted by Security, Convert to USD Value

Account: Bailey Miller Foundation/611-89327 1/1 Tax Status: Taxable

Quantity	Description	Maturity Date	Acq Date	Unit Cost	Cost	Liq Date	Liq Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
<b>LONG TRANSACTIONS</b>										
<b>Common Stock</b>										
320	FIRST TR EXCHANGE TRADED FD II Security: FXZ		10/23/2014 C	31.3566	10,034.13	10/31/2014	31.4485	10,063.53	29.40	
2,769.675	**DOUBLELINE FDS TR Security: DLTNX		05/01/2012 C	11.1899	30,992.66	01/03/2014	10.8000	29,912.49		(1,080.17)
36.503	**DOUBLELINE FDS TR Security: DLTNX		06/01/2012 C	11.1900	408.47	01/03/2014	10.7999	394.23		(14.24)
2,934.563	**DOUBLELINE FDS TR Security: DLTNX		06/20/2012 C	11.2099	32,896.45	01/03/2014	10.7999	31,693.28		(1,203.17)
273.224	**DOUBLELINE FDS TR Security: DLTNX		06/20/2012 C	11.2099	3,062.84	02/10/2014	10.9800	3,000.00		(62.84)
271.25	**DOUBLELINE FDS TR Security: DLTNX		06/20/2012 C	11.2099	3,040.71	02/28/2014	10.9600	2,972.90		(67.81)
53.013	**DOUBLELINE FDS TR Security: DLTNX		07/02/2012 C	11.1800	592.69	02/28/2014	10.9599	581.02		(11.67)
51.377	**DOUBLELINE FDS TR Security: DLTNX		08/01/2012 C	11.2600	578.51	02/28/2014	10.9599	563.09		(15.42)

Please see important disclosures on Last Page

## Realized Gain/Loss Report

From 12/01/2013 To 11/30/2014 - Without Outside Holdings, Including Zero Gain/Loss, Including Non Reportable Transactions and Excluding Foreign Currency Contract(s)

Account: Bailey Miller Foundation/611-89327 1/1 Tax Status: Taxable

Quantity	Description	Maturity Date	Acq Date	Unit Cost	Cost	Liq Date	Liq Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
<b>LONG TRANSACTIONS</b>										
<i>Mutual Fund</i>										
52.625	**DOUBLELINE FDS TR Security: DLTNX		09/04/2012	C 11 3299	596.24	02/28/2014	10 9600	576.77		(19.47)
48.48	**DOUBLELINE FDS TR Security: DLTNX		10/01/2012	C 11 3900	552.19	02/28/2014	10 9599	531.34		(20.85)
48.219	**DOUBLELINE FDS TR Security: DLTNX		11/02/2012	C 11 3600	547.77	02/28/2014	10 9599	528.48		(19.29)
387.445	**DOUBLELINE FDS TR Security: DLTNX		11/08/2012	C 11 3900	4,413.00	02/28/2014	10 9600	4,246.40		(166.60)
2,904.917	**DOUBLELINE FDS TR Security: DLTNX		11/08/2012	C 11 3899	33,087.00	05/01/2014	10 9500	31,808.85		(1,278.15)
60.644	**DOUBLELINE FDS TR Security: DLTNX		12/03/2012	C 11 3500	688.31	05/01/2014	10 9499	664.05		(24.26)
68.192	**DOUBLELINE FDS TR Security: DLTNX		01/02/2013	C 11 3299	772.81	05/01/2014	10 9499	746.70		(25.91)
			<b>Subtotals of Security: DLTNX</b>		<b>112,229.45</b>			<b>108,219.60</b>	<b>0.00</b>	<b>(4,009.85)</b>
3,605.313	**GOLDMAN SACHS STRATEGIC Security: GSZAX		07/09/2013	C 10 5400	38,000.00	06/02/2014	10 6399	38,360.53	360.53	
1,093.935	**GOLDMAN SACHS STRATEGIC Security: GSZAX		09/12/2013	C 10 4700	11,453.50	06/02/2014	10 6400	11,639.47	185.97	
			<b>Subtotals of Security: GSZAX</b>		<b>49,453.50</b>			<b>50,000.00</b>	<b>546.50</b>	<b>0.00</b>
8,695.652	**LORD ABBETT SHORT DURATION Security: LALDX		05/01/2012	C 4 6000	40,000.00	01/03/2014	4 5500	39,565.22		(434.78)
8,714.597	**LORD ABBETT SHORT DURATION Security: LALDX		05/14/2012	C 4 5899	40,000.00	01/03/2014	4 5500	39,651.42		(348.58)
43.722	**LORD ABBETT SHORT DURATION Security: LALDX		06/01/2012	C 4 5700	199.81	01/03/2014	4 5501	198.94		(0.87)
10,018.556	**LORD ABBETT SHORT DURATION Security: LALDX		06/20/2012	C 4 5800	45,884.99	01/03/2014	4 5499	45,584.42		(300.57)
2,192.982	**LORD ABBETT SHORT DURATION Security: LALDX		06/20/2012	C 4 5800	10,043.86	06/02/2014	4 5600	10,000.00		(43.86)
2,417.283	**LORD ABBETT SHORT DURATION Security: LALDX		06/20/2012	C 4 5799	11,071.15	07/21/2014	4 5399	10,974.46		(95.50)
74.248	**LORD ABBETT SHORT DURATION Security: LALDX		07/02/2012	C 4 5900	340.80	07/21/2014	4 5400	337.09		(3.71)
104.007	**LORD ABBETT SHORT DURATION Security: LALDX		08/01/2012	C 4 6099	479.47	07/21/2014	4 5399	472.19		(7.28)
106.281	**LORD ABBETT SHORT DURATION Security: LALDX		09/04/2012	C 4 6200	491.02	07/21/2014	4 5400	482.52		(8.50)
103.81	**LORD ABBETT SHORT DURATION Security: LALDX		10/01/2012	C 4 6400	481.68	07/21/2014	4 5400	471.30		(10.38)

Please see important disclosures on Last Page.

**Realized Gain/Loss Report**

From 12/01/2013 To 11/30/2014 - Without Outside Holdings, Including Zero Gain/Loss, Including Non Reportable Transactions and Excluding Foreign Currency Contract(s)

Account: Bailey Miller Foundation/611-89327 1/1 Tax Status: Taxable

Quantity	Description	Maturity Date	Acq Date	Unit Cost	Cost	Liq Date	Liq Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
<b>LONG TRANSACTIONS</b>										
<i>Mutual Fund</i>										
104.039	**LORD ABBETT SHORT DURATION Security: LALDX		11/01/2012 C	4.6499	483.78	07/21/2014	4.5400	472.34		(11.44)
2,586.94	**LORD ABBETT SHORT DURATION Security: LALDX		11/08/2012 C	4.6499	12,075.77	07/21/2014	4.5399	11,790.10		(285.67)
			<b>Subtotals of Security: LALDX</b>		<b>161,552.33</b>			<b>160,000.00</b>	<b>0.00</b>	<b>(1,551.14)</b>
689.581	**LORD ABBETT HIGH YIELD FUND Security: LHYAX		03/14/2012 C	7.7699	5,358.04	01/03/2014	7.8099	5,385.62		27.58
168.294	**LORD ABBETT HIGH YIELD FUND Security: LHYAX		03/30/2012 C	7.7500	1,304.28	01/03/2014	7.8100	1,314.38		10.10
			<b>Subtotals of Security: LHYAX</b>		<b>6,662.32</b>			<b>6,700.00</b>	<b>0.00</b>	<b>37.68</b>
253.293	**BLACKROCK GLOBAL ALLOCATION Security: MDLOX		10/04/2012 C	19.7399	5,000.00	05/07/2014	21.4699	5,438.20		438.20
1.374	**BLACKROCK GLOBAL ALLOCATION Security: MDLOX		12/20/2012 C	19.7181	27.09	05/07/2014	21.4701	29.50		2.41
1,515.245	**BLACKROCK GLOBAL ALLOCATION Security: MDLOX		01/15/2013 C	20.1199	30,486.72	05/07/2014	21.4699	32,532.30		2,045.58
224.318	**BLACKROCK GLOBAL ALLOCATION Security: MDLOX		01/15/2013 C	20.1200	4,513.28	05/30/2014	21.8100	4,892.38		379.10
12.82	**BLACKROCK GLOBAL ALLOCATION Security: MDLOX		07/19/2013 C	21.1996	271.78	05/30/2014	21.8096	279.60	7.82	

Please see important disclosures on Last Page.

# Realized Gain/Loss Report

09-29-15 03:24 PM

From 12/01/2013 To 11/30/2014 - Without Outside Holdings, Including Zero Gain/Loss, Including Non Reportable Transactions and Excluding Foreign Currency Contract(s)

Account: Bailey Miller Foundation/611-89327 1/1 Tax Status: Taxable

Quantity	Description	Maturity Date	Acq Date	Unit Cost	Cost	Liq Date	Liq Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
<b>LONG TRANSACTIONS</b>										
<i>Mutual Fund</i>										
1,551.155	**BLACKROCK GLOBAL ALLOCATION Security: MDLOX		01/06/2014	C 21.2100	32,900.00	05/30/2014	21.8099	33,830.69	930.69	
<b>Subtotals of Security: MDLOX</b>					<b>73,198.87</b>			<b>77,002.67</b>	<b>938.51</b>	<b>2,865.29</b>
3,132.986	**PIMCO TOTAL RETURN FUND-CL A Security: PTTAX		11/08/2012	C 11.6200	36,405.30	01/03/2014	10.6999	33,522.95		(2,882.35)
24.059	**PIMCO TOTAL RETURN FUND-CL A Security: PTTAX		12/03/2012	C 11.6197	279.56	01/03/2014	10.6999	257.43		(22.13)
139.659	**PIMCO TOTAL RETURN FUND-CL A Security: PTTAX		12/13/2012	C 11.3600	1,586.53	01/03/2014	10.6999	1,494.35		(92.18)
102.51	**PIMCO TOTAL RETURN FUND-CL A Security: PTTAX		12/13/2012	C 11.3599	1,164.51	01/03/2014	10.7000	1,096.86		(67.65)
106.638	**PIMCO TOTAL RETURN FUND-CL A Security: PTTAX		12/28/2012	C 11.2399	1,198.61	01/03/2014	10.7000	1,141.03		(57.58)
20.064	**PIMCO TOTAL RETURN FUND-CL A Security: PTTAX		01/02/2013	C 11.2400	225.52	01/03/2014	10.6997	214.68		(10.84)
<b>Subtotals of Security: PTTAX</b>					<b>40,860.03</b>			<b>37,727.30</b>	<b>0.00</b>	<b>(3,132.73)</b>
					<b>453,990.63</b>			<b>441,713.10</b>		<b>12,277.53</b>
					<b>453,990.63</b>			<b>449,713.10</b>		<b>4,277.53</b>

## Wash Sale Details

Account: Bailey Miller Foundation/611-89327 1/1 Tax Status: Taxable

Quantity	Description	Acq Date	Adj Acq Date	Cost (excl. Wash Sale)	Liq Cost	Liq Date	Proceeds	Disallowed Loss	Short Term Gain/Loss	Long Term Gain/Loss
<b>LONG TRANSACTIONS</b>										
<i>Mutual Fund</i>										
2,417.283	**LORD ABBETT SHORT DURATION Security: LALDX	06/20/2012	06/20/2012	11,071.15	11,071.15	07/21/2014	10,974.46	1.19		(95.50)
<b>Total Wash Sales for LALDX</b>				<b>11,071.15</b>	<b>11,071.15</b>		<b>10,974.46</b>	<b>1.19</b>		<b>(95.50)</b>

Please see important disclosures on Last Page.

THE BAILEY MI THE BAILEY MILLER FOUNDATION, INC  
**Federal Statements**

20-3943053  
 FYE: 11/30/2014

**Statement 1 - Form 990-PF, Part I, Line 16a - Legal Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL FEES	\$ 57	\$	\$	\$
TOTAL	\$ 57	\$ 0	\$ 0	\$ 0

**Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING	\$ 3,635	\$	\$	\$
TOTAL	\$ 3,635	\$ 0	\$ 0	\$ 0

**Statement 3 - Form 990-PF, Part I, Line 18 - Taxes**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAX - 990-PF - 11/30/13	\$ 660	\$	\$	\$
TOTAL	\$ 660	\$ 0	\$ 0	\$ 0

**Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
ANNUAL ACCOUNT FEE	6,471			
MISCELLANEOUS PENALTY	42			
MEMBERSHIP FEE	175			
TOTAL	\$ 6,688	\$ 0	\$ 0	\$ 0

THE BAILEY MI THE BAILEY MILLER FOUNDATION, INC  
**Federal Statements**

20-3943053  
 FYE: 11/30/2014

**Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
BLACKROCK GLOBAL ALLOCATION FD INC	\$ 40,299		MARKET	
DOUBLELINE FDS TR TOTAL RETURN FD	112,229		MARKET	
DELAWARE GROUP LIMITED TERM DIV INC		38,426	MARKET	38,981
GABELLI EQUITY SERIES FUNDS SM CAP	36,753	31,116	MARKET	30,697
LORD ABBOTT HIGH YIELD FD CL A	22,110	32,010	MARKET	41,041
LAUDUS TR GRWTH US LRG CAP	188,172	27,000	MARKET	26,139
LORD ABBOTT SHORT DURATION	45,204	65,304	MARKET	84,514
MANAGERS AMG FDS YACKMAN FOCUSED			MARKET	
PIMCO TOTAL RETURN FD CL A			MARKET	
OPPENHEIMER SENIOR FLTG RATE FD CL A	40,860		MARKET	
PIMCO TOTAL RETURN FUND ADMIN SER	38,400	57,320	MARKET	57,416
NORTHERN LTS FD TR - SANDLEWOOD OPP	75,500	63,058	MARKET	61,959
GOLDMAN SACHS STRATEGIC FD CL A	23,000	38,884	MARKET	41,184
GOLDMAN SACHS TR MLP ENERGY	100,000	100,000	MARKET	102,800
GRIFFIN CAPITAL ESSENTIAL ASSET REIT		20,073	MARKET	20,054
NORTHERN LIGHTS FD TRUST		37,700	MARKET	39,300
GOLDMAN SACHS TR II MULTI MNGR		36,700	MARKET	30,522
ADVISORS INNER CIRCLE FD II KOPERNIK		25,440	MARKET	24,912
LORD ABBOTT BOND INDENTURE		15,466	MARKET	16,424
FIRST TR EXCH TRAD FD II CONSUMER		15,797	MARKET	16,605
FIRST TR EXCH TRAD FD II HEALTH		15,328	MARKET	16,622
FIRST TR EXCH TRAD FD II TECH		15,489	MARKET	16,103
FIRST TR EXCH TRAD FD II FINL		15,515	MARKET	16,133
FIRST TR EXCH TRAD FD II INDL DURABL		15,736	MARKET	16,213
FIRST TR EXCH TRAD FD II UTILS		12,635	MARKET	13,129
FIRST TR DORSEY WRIGHT INT FOCUS				
TOTAL	\$ 722,527	\$ 678,997		\$ 710,748

THE BAILEY MI THE BAILEY MILLER FOUNDATION, INC  
 20-3943053  
 FYE: 11/30/2014

Federal Statements

**Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
LEHMAN BROS HLDGS INC	\$ 3,894	\$ 3,894	MARKET	\$ 1
TOTAL	\$ 3,894	\$ 3,894		\$ 1

**Statement 7 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.**

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
GLEN M. MILLER P.O. BOX 21745 FORT LAUDERDALE FL 33335	PRESIDENT	2.00	0	0	0
CHRISTINA MILLER 3734 NW 85TH TERRACE COOPER CITY FL 33024	VICE PRESIDE	0.00	0	0	0
LISA MILLER 13 PELICAN ISLE FORT LAUDERDALE FL 33301	VICE PRESIDE	0.00	0	0	0
LAURA MILLER 146 LENA AVE FREEPORT NY 11520	VICE PRESIEN	10.00	0	0	0
NICHOLAS MILLER 13 JUPITER AVENUE SOMERDALE NJ 08083	VICE PRESIDE	0.00	0	0	0

THE BAILEY MI THE BAILEY MILLER FOUNDATION, INC  
**Federal Statements**

20-3943053  
 FYE: 11/30/2014

**Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

Name	Address	Relationship	Status	Address	Purpose	Amount
JOE DIMAGGIO CHILDRENS HOLLYWOOD FL 33021		N/A		3711 GARFIELD STREET N/A	PEDIATRIC CARE	2,500
GIFT OF LIFE INT'L INC FRESH MEADOW NY 11365		N/A		P.O. BOX 650436 N/A	GENERAL PURPOSE SICK/NEEDY CHILDREN	5,000
JOHNS HOPKINS MEDICINE BALTIMORE MD 21201		N/A		100 N. CHARLES ST 234 N/A	CANCER RESEARCH	1,000
CROSS INTERNATIONAL BOCA RATON FL 33427		N/A		2700 N MILITARY TRAIL 240 N/A	OUTREACH TO CATHOLIC CHILDREN	2,500
ST ANTHONY'S CATHOLIC SCHOOL FORT LAUDERDALE FL 33301		N/A		820 NORTHEAST 3RD STREET N/A	EDUCATION FOUNDATION	1,500
BE KIND TO ANIMALS RESCUE HOLLYWOOD FL 33020		N/A		2855 FUNSTON STREET N/A	FOOD AND VETERINARY CARE	
FLOWER HILL BIBLE WAY CHURCH MONTEGO BAY, ST JAMES FL		N/A		FLOWER HILL DISTRICT N/A	OUTREACH	
HEAVENLY ANGELS ANIMAL RESCUE WEST BAYLON NY 11704		N/A		97-14 LIBERTY AVENUE N/A	FOOD AND VETERINARY CARE	
SARAMA ANIMAL RESCUE, INC WEST BABYLON NY 11704		N/A		725 11TH STREET N/A	FOOD AND VETERINARY CARE	6,000
DREAM FOUNDATION SANTA BARBARA CA 93101		N/A		1528 CHAPALA STREET #304 N/A	FOOD AND VETERINARY CARE	
FREEDOM WATERS FORT LAUDERDALE FL 33316		N/A		1500 CORDOVA ROAD #200 N/A	MEDICAL CARE	
GRACE PLACE FOR CHILDREN & FAMILIES NAPLES FL 34116		N/A		P.O. BOX 990531 N/A	THERAPEUTIC BOATING THERAPY	500
WOUNDED WARRIOR PROJECT TOPEKA KS 66675		N/A		P.O. BOX 758517 N/A	EDUCATION OF CHILDREN AND FAMILIES	2,500
BOYS & GIRLS CLUBS OF AMERICA ATLANTA GA 30309		N/A		1275 PEACHTREE ST NW N/A	SUPPORT WOUNDED VETERANS	100
NATIONAL MS SOCIETY-PAE PHILADELPHIA PA 19103		N/A		30 S 17TH STREET, STE 800 N/A	SUPPORT UNDER PRIVILEGED KIDS	5,000
LAUDERDALE VETERINARY SPECIALIST FORT LAUDERDALE FL 33309		N/A		3217 NW 10TH TERRACE N/A	SUPPORT THE FIGHT AGAINST MS	400
VCA ROCK CREEK ANIMAL HOSPITAL COOPER CITY FL 33024		N/A		9399 SHERIDAN STREET N/A	VET SERVICES FOR STRAY DOGS/CATS	5,448
					VET SERVICES FOR STRAY DOGS/CATS	1,107

THE BAILEY MI THE BAILEY MILLER FOUNDATION, INC  
**Federal Statements**

20-3943053

FYE: 11/30/2014

**Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the**  
**Year (continued)**

Name	Address	Relationship	Status	Purpose	Amount
TOTAL					33,555

**Taxable Interest on Investments**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
WESTERN SECURITIES CORPORATIO	\$ 7		14		
TOTAL	\$ 7				

**Taxable Dividends from Securities**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
WESTERN INTERNATIONALA SECURITI	\$ 21,784		14		
GRIFFIN CAPITAL CORPORATION	6,939		14		
TOTAL	\$ 28,723				