Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation
THE ENGEL FOUNDATION, INC. Ilen
C/O CROWNE PARTNERS, INC.

A Employer identification number
20-0892371 ✓

Number and street (or P O box number if mail is not delivered to street address) — Room/suite
505 NORTH 20TH STREET — 1015

B Telephone number
(205) 328-3120

City or town, state or province, country, and ZIP or foreign postal code
BIRMINGHAM, AL 35203

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 1,452,876.

J Accounting method: [X] 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))

		(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	287,500.		N/A	
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	28,830.	28,830.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	3,737.			
b	Gross sales price for all assets on line 6a 750,380.				
7	Capital gain net income (from Part IV, line 2)		3,737.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	**Total** Add lines 1 through 11	320,067.	32,567.		
Operating and Administrative Expenses					
13	Compensation of officers, directors trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 2	1,150.	0.		0.
c	Other professional fees				
17	Interest				
18	Taxes STMT 3	402.	0.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	4,934.	0.		0.
22	Printing and publications				
23	Other expenses STMT 4	5,690.	0.		0.
24	**Total operating and administrative expenses.** Add lines 13 through 23	12,176.	0.		0.
25	Contributions, gifts, grants paid	140,031.			140,031.
26	**Total expenses and disbursements.** Add lines 24 and 25	152,207.	0.		140,031.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	167,860.			
b	**Net investment income** (if negative, enter -0-)		32,567.		
c	**Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	<11,261.>	93,174.	93,174.
	2 Savings and temporary cash investments	502,154.	106,376.	106,376.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 5	428,664.	509,586.	646,391.
	c Investments - corporate bonds STMT 6	181,721.	560,002.	556,935.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	50,000.	50,000.	50,000.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,151,278.	1,319,138.	1,452,876.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	1,151,278.	1,319,138.	
	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***	1,151,278.	1,319,138.	
	31 **Total liabilities and net assets/fund balances**	1,151,278.	1,319,138.	

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	1,151,278.
2	Enter amount from Part I, line 27a	2	167,860.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,319,138.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,319,138.

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	SHORT TERM STOCK SALES - SEE ATTACHED			
b	STATEMENT	P		
c	LONG TERM STOCK SALES - SEE ATTACHED			
d	SCHEDULE	P		
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b	506,662.		516,120.	<9,458.>
c				
d	243,718.		230,523.	13,195.
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				<9,458.>
c				
d				13,195.
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 — 3,737.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 — 3 — N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	137,913.	1,245,419.	.110736
2012	135,136.	1,183,137.	.114218
2011	48,846.	603,292.	.080966
2010	10,419.	93,097.	.111916
2009	7,259.	80,309.	.090388

2	**Total** of line 1, column (d)	2	.508224
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	.101645
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,398,899.
5	Multiply line 4 by line 3	5	142,191.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	326.
7	Add lines 5 and 6	7	142,517.
8	Enter qualifying distributions from Part XII, line 4	8	140,031.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	651.
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	651.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	651.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	0.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	7.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	658.
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 2015 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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
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		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ GA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ MARK PFLAUM Telephone no ▶ 205-328-3120

Located at ▶ 1015 FINANCIAL CENTER, BIRMINGHAM, AL ZIP+4 ▶ 35203

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly 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

			Yes	No
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	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 2014?	1c		X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No

If "Yes," list the years ▶ ______ , ______ , ______ , ______

			Yes	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.

▶ ______ , ______ , ______ , ______

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

			Yes	No
b	If "Yes," did it have excess business holdings in 2014 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 2014.)* 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 2014?	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 4945(d)(4)(A)? (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)? N/A | 5b |

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X (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? N/A | 7b |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ILENE L. ENGEL 3108 PIEDMONT ROAD SUITE 221 ATLANTA, GA 30305	PRESIDENT 0.00	0.	0.	0.
ROBERT AROTSKY 1015 FINANCIAL CENTER BIRMINGHAM, AL 35203	VICE PRESIDENT 0.00	0.	0.	0.
LISA ENGEL 1015 FINANCIAL CENTER BIRMINGHAM, AL 35203	SECRETARY 0.00	0.	0.	0.
DONALD HESS 1015 FINANCIAL CENTER BIRMINGHAM, AL 35203	TREASURER 0.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

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

Total number of others receiving over $50,000 for professional services ▶ 0

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

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

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2014)

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	1,203,945.
b	Average of monthly cash balances		1b	216,257.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	1,420,202.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	1,420,202.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	21,303.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	1,398,899.
6	**Minimum investment return** Enter 5% of line 5		6	69,945.

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	69,945.
2a	Tax on investment income for 2014 from Part VI, line 5	2a 651.		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	651.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	69,294.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	69,294.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	69,294.

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	140,031.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	140,031.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	140,031.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				69,294.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009 — 3,267.				
b From 2010 — 5,849.				
c From 2011 — 18,753.				
d From 2012 — 76,206.				
e From 2013 — 75,981.				
f Total of lines 3a through e	180,056.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 140,031.				
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				69,294.
e Remaining amount distributed out of corpus	70,737.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	250,793.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	3,267.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	247,526.			
10 Analysis of line 9:				
a Excess from 2010 — 5,849.				
b Excess from 2011 — 18,753.				
c Excess from 2012 — 76,206.				
d Excess from 2013 — 75,981.				
e Excess from 2014 — 70,737.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

NONE

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

NONE

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

Check here ▶ [X] 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.

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AMERICAN FRIENDS OF THE ISRAEL PHILHARMONIC ORCHESTRA	NONE	UNKNOWN	UNRESTRICTED	250.
AMERICAN ISREAEL EDUCATION FOUNDATION	NONE	UNKNOWN	UNRESTRICTED	10,000.
AMERICAN JEWISH COMMITTEE	NONE	UNKNOWN	UNRESTRICTED	25,144.
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE	NONE	UNKNOWN	UNRESTRICTED	500.
ANTI-DEFAMATION LEAGUE	NONE	UNKNOWN	UNRESTRICTED	2,500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	140,031.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

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
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			14	28,830.	
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			18	3,737.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		32,567.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 32,567.

(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)
	THE ENGEL FOUNDATION, INC, RECEIVES CONTRIBUTIONS AND COUPLED WITH INVESTMENT ACTIVITIES, ALLOCATES FUNDS TO CERTAIN CHARITIES THAT THE BOARD OF DIRECTORS DECIDES ARE DESERVING OF AID.

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee: [signature] Date: 15/12/15 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
NANCY F. CLEVENGER, CPA	[signature]	5/7/15		P00250014

Firm's name ▶ WARREN AVERETT, LLC — Firm's EIN ▶ 45-4084437

Firm's address ▶ 2500 ACTON ROAD BIRMINGHAM, AL 35243 — Phone no. (205)979-4100

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990 .

OMB No 1545-0047

2014

Name of the organization	Employer identification number
THE ENGEL FOUNDATION, INC. C/O CROWNE PARTNERS, INC.	20-0892371

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year ▶ $ ______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
THE ENGEL FOUNDATION, INC. C/O CROWNE PARTNERS, INC.	20-0892371

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ESTATE OF JOSEPH ENGEL C/O CROWNE PARTNERS, INC. 505 NORTH 20TH STREET BIRMINGHAM, AL 35203	$ 287,500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THE ENGEL FOUNDATION, INC. C/O CROWNE PARTNERS, INC.	20-0892371

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization

THE ENGEL FOUNDATION, INC.
C/O CROWNE PARTNERS, INC.

Employer identification number

20-0892371

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of $1,000 or less for the year (Enter this info once) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

REALIZED GAINS AND LOSSES
The Engel Foundation, Inc
HS8751
From 01-01-14 Through 12-31-14

Open Date	Close Date	Quantity	Security	Cost Basis	Amort or Accretion	Proceeds	Gain Or Loss Short Term	Long Term	Total
Short Term									
9/19/2013	1/17/2014	150	Ebay Inc	8,155 00		7,975 00	(180 00)		
1/13/2014	1/17/2014	50	Ebay Inc	2,632 00		2,658 00	26 00		
8/9/2013	1/17/2014	100	Mosaic Co	4,336 00		4,848 00	512 00		
9/5/2013	1/17/2014	100	Mosaic Co	4,215 00		4,848 00	633 00		
10/16/2013	1/17/2014	25	Mosaic Co	1,151 00		1,212 00	61 00		
1/13/2014	1/17/2014	75	Mosaic Co	3,487 00		3,636 00	149 00		
1/13/2014	1/17/2014	100	Twitter Inc	5,902 00		6,245 00	343 00		
11/12/2013	1/17/2014	100	Twitter Inc	4,338 00		6,245 00	1,907 00		
9/19/2013	1/17/2014	50	Cummins Inc	6,748 00		6,825 00	77 00		
10/16/2013	1/21/2014	25	Starbucks Corp	1,948 00		1,843 00	(105 00)		
1/13/2014	1/21/2014	75	Starbucks Corp	5,757 00		5,529 00	(228 00)		
5/20/2013	1/21/2014	100	Starbucks Corp	6,419 00		7,372 00	953 00		
1/13/2014	2/3/2014	50	Ecolab Inc	5,243 00		4,941 00	(302 00)		
10/16/2013	2/3/2014	25	National Oilwell Varco	2,027 00		1,839 00	(188 00)		
7/30/2013	2/11/2014	150	ConAgra Foods Inc	5,484 00		4,342 00	(1,142 00)		
10/16/2013	2/11/2014	25	ConAgra Foods Inc	780 00		724 00	(56 00)		
9/19/2013	2/11/2014	100	ConAgra Foods Inc	3,079 00		2,895 00	(184 00)		
2/24/2014	2/24/2014	0	Verizon Communications	16 00		16 00	-		
1/13/2014	2/27/2014	0	Vodafone Grp PLC ADR	32 00		17 00	(15 00)		
4/15/2013	3/3/2014	100	Pfizer Inc	3,076 00		3,183 00	107 00		
5/10/2013	3/3/2014	100	Pfizer Inc	2,875 00		3,183 00	308 00		
10/16/2013	3/3/2014	25	Pfizer Inc	745 00		796 00	51 00		
1/13/2014	3/3/2014	125	Pfizer Inc	3,847 00		3,978 00	131 00		
2/24/2014	3/5/2014	118	Verizon Communications	5,512 00		5,594 00	82 00		
3/6/2014	3/13/2014	100	Microsoft Corp	3,810 00		3,791 00	(19 00)		
11/11/2013	3/13/2014	200	Microsoft Corp	7,542 00		7,581 00	39 00		
1/13/2014	3/13/2014	100	Microsoft Corp	3,567 00		3,791 00	224 00		
9/19/2013	4/4/2014	150	Apache Corp	13,239 00		12,771 00	(468 00)		
1/13/2014	4/4/2014	50	Apache Corp	4,278 00		4,257 00	(21 00)		
3/10/2014	4/4/2014	100	Apache Corp	8,036 00		8,514 00	478 00		
5/20/2013	4/25/2014	200	CVS Health Corp	11,799 00		14,647 00	2,848 00		
10/16/2013	4/25/2014	25	CVS Health Corp	1,479 00		1,831 00	352 00		
3/6/2014	4/29/2014	400	Toll Brothers Inc	15,756 00		13,660 00	(2,096 00)		
3/10/2014	5/6/2014	100	Susser Hldgs Corp	6,324 00		7,882 00	1,558 00		
1/22/2014	5/6/2014	100	Susser Hldgs Corp	6,214 00		7,883 00	1,669 00		
3/10/2014	5/16/2014	200	Abbott Labratories	7,964 00		7,816 00	(148 00)		
1/13/2014	5/16/2014	50	Abbott Labratories	1,971 00		1,954 00	(17 00)		
5/20/2013	5/16/2014	400	Abbott Labratories	15,160 00		15,632 00	472 00		
10/16/2013	5/16/2014	50	Abbott Labratories	1,794 00		1,954 00	160 00		
9/19/2013	6/27/2014	5	Google Inc Cl A	2,252 00		2,924 00	672 00		
1/13/2014	6/27/2014	5	Google Inc Cl A	2,863 00		2,924 00	61 00		
3/10/2014	6/27/2014	10	Google Inc Cl A	6,070 00		5,849 00	(221 00)		
1/13/2014	6/27/2014	68	Vodafone Grp PLC ADR	4,750 00		2,252 00	(2,498 00)		
10/16/2013	6/27/2014	14	Vodafone Grp PLC ADR	901 00		453 00	(448 00)		
9/19/2013	6/27/2014	109	Vodafone Grp PLC ADR	6,740 00		3,628 00	(3,112 00)		
9/6/2013	6/27/2014	55	Vodafone Grp PLC ADR	3,298 00		1,814 00	(1,484 00)		
3/6/2014	6/27/2014	105	Vodafone Grp PLC ADR	4,344 00		3,492 00	(852 00)		
1/13/2014	8/8/2014	25	Sherwin Williams Co	4,813 00		5,176 00	363 00		
10/16/2013	8/8/2014	25	Jarden Corp	1,218 00		1,394 00	176 00		
1/13/2014	8/8/2014	50	Apple Inc	3,860 00		4,692 00	832 00		
11/11/2013	8/8/2014	75	Chubb Corp	7,091 00		6,578 00	(513 00)		
3/10/2014	8/8/2014	50	CBS Corp Cl B	3,339 00		2,918 00	(421 00)		
3/6/2014	8/8/2014	200	Delta Airlines Inc	7,038 00		7,058 00	20 00		
3/10/2014	8/8/2014	50	Walt Disney Co	4,098 00		4,296 00	198 00		
3/10/2014	8/8/2014	50	Gilead Sciences Inc	3,992 00		4,569 00	577 00		
1/13/2014	8/8/2014	50	Home Depot Inc	4,091 00		4,080 00	(11 00)		
3/6/2014	8/8/2014	50	Starwood Hotels	4,070 00		3,942 00	(128 00)		
3/10/2014	8/8/2014	50	Starwood Hotels	3,956 00		3,941 00	(15 00)		
3/10/2014	8/8/2014	50	Occidental Petroleum	4,851 00		4,933 00	82 00		
10/16/2013	8/8/2014	50	Prudential Financial Inc	2,034 00		2,162 00	128 00		
3/10/2014	8/8/2014	50	Prudential Financial Inc	4,415 00		4,324 00	(91 00)		
3/10/2014	8/8/2014	50	Schlumberger Ltd	4,640 00		5,384 00	744 00		
3/6/2014	8/8/2014	50	Thermo Fisher Scientific	6,349 00		5,980 00	(369 00)		
1/13/2014	8/8/2014	15	AMERCO	3,577 00		3,886 00	309 00		
9/19/2013	8/8/2014	100	Wells Fargo & Co	4,288 00		4,974 00	686 00		
3/6/2014	8/8/2014	200	WhiteWave Foods Cl A	6,020 00		6,378 00	358 00		
11/11/2013	8/25/2014	50	Starwood Hotels	3,729 00		4,197 00	468 00		
1/13/2014	8/25/2014	100	Starwood Hotels	7,846 00		8,394 00	548 00		
3/10/2014	8/25/2014	50	Starwood Hotels	3,956 00		4,197 00	241 00		
9/19/2013	8/25/2014	100	Freeport-McMoRan Inc	3,446 00		3,643 00	197 00		
10/22/2013	8/25/2014	50	Freeport-McMoRan Inc	1,826 00		1,821 00	(5 00)		
1/13/2014	8/25/2014	150	Freeport-McMoRan Inc	5,333 00		5,464 00	131 00		
10/16/2013	9/4/2014	25	Diageo PLC ADR	3,094 00		3,035 00	(59 00)		
11/8/2013	9/22/2014	100	CBS Corp Cl B	5,859 00		5,456 00	(403 00)		
1/13/2014	9/22/2014	100	CBS Corp Cl B	6,219 00		5,456 00	(763 00)		
3/10/2014	9/22/2014	50	CBS Corp Cl B	3,339 00		2,728 00	(611 00)		
1/13/2014	9/22/2014	50	Hess Corp	4,021 00		4,813 00	792 00		
10/16/2013	9/23/2014	25	American Express Co	1,907 00		2,209 00	302 00		
11/11/2013	9/29/2014	25	Chubb Corp	2,363 00		2,276 00	(87 00)		

1/13/2014	9/29/2014	100 Chubb Corp	9,107 00	9,104 00	(3 00)		
3/10/2014	9/29/2014	75 Chubb Corp	6,564 00	6,828 00	264 00		
3/10/2014	10/1/2014	200 Delta Airlines Inc	7,032 00	6,990 00	(42 00)		
1/13/2014	10/13/2014	150 General Electric Co	4,041 00	3,580 00	(461 00)		
3/10/2014	10/13/2014	150 General Electric Co	3,900 00	3,580 00	(320 00)		
3/6/2014	10/15/2014	100 ARM Hldgs PLC ADR	5,070 00	3,971 00	(1,099 00)		
10/16/2013	10/15/2014	25 Boeing Co	2,997 00	2,982 00	(15 00)		
1/13/2014	10/15/2014	100 Delta Airlines Inc	3,143 00	3,093 00	(50 00)		
3/10/2014	10/15/2014	150 General Electric Co	3,900 00	3,585 00	(315 00)		
6/27/2014	10/15/2014	50 GoPro Inc Cl A	1,918 00	3,476 00	1,558 00		
4/28/2014	10/15/2014	200 Goodyear Tire & Rubber	5,477 00	3,887 00	(1,590 00)		
10/16/2003	10/15/2014	30 Union Pacific Corp	2,343 00	2,957 00	614 00		
3/10/2014	10/15/2014	100 United Parcel Service Cl B	9,842 00	9,471 00	(371 00)		
10/16/2013	10/15/2014	50 Wells Fargo & Co	2,107 00	2,344 00	237 00		
12/19/2013	11/17/2014	75 Perrigo Co PLC	11,415 00	11,501 00	86 00		
8/25/2014	11/17/2014	50 Whiting Petro Corp	4,548 00	2,731 00	(1,817 00)		
8/25/2014	12/1/2014	50 Whiting Petro Corp	4,548 00	2,003 00	(2,545 00)		
3/10/2014	12/4/2014	20 California Resources Corp	169 00	140 00	(29 00)		
1/13/2014	12/4/2014	20 California Resources Corp	162 00	140 00	(22 00)		
9/23/2014	12/4/2014	50 Whiting Petro Corp	3,926 00	1,967 00	(1,959 00)		
9/30/2014	12/4/2014	100 Whiting Petro Corp	7,869 00	3,934 00	(3,935 00)		
5/12/2014	12/15/2014	50000 NEWS AMERICA INC	51,409 00	50,000 00	(1,409 00)		
		Total Short Term Gains (Losses)	516,120 00	506,662 00	(9,458 00)		
Long Term							
8/1/2012	1/13/2014	100 Northeast Utilities	3,957 00	4,234 00		277 00	
12/5/2012	1/21/2014	25 Cummins Inc	2,533 00	3,412 00		879 00	
4/25/2012	2/3/2014	25 National Oilwell Varco	1,917 00	1,839 00		(78 00)	
2/2/2012	2/3/2014	25 National Oilwell Varco	1,910 00	1,839 00		(71 00)	
8/1/2012	2/3/2014	25 National Oilwell Varco	1,850 00	1,839 00		(11 00)	
5/4/2012	2/13/2014	25 Hain Celestial Grp	1,252 00	2,112 00		860 00	
5/25/2012	2/13/2014	25 Hain Celestial Grp	1,395 00	2,112 00		717 00	
7/26/2012	2/13/2014	50 Hain Celestial Grp	2,784 00	4,223 00		1,439 00	
8/1/2012	2/13/2014	50 Hain Celestial Grp	2,767 00	4,223 00		1,456 00	
8/25/2011	2/15/2014	25000 Honeywell Intl	26,868 00	25,000 00		(1,868 00)	
7/25/1991	3/7/2014	200 AH Belo Corp	954 00	2,300 00		1,346 00	
6/27/2011	5/19/2014	25000 Google Inc	25,260 00	25,000 00		(260 00)	
4/26/2011	5/20/2014	25 Edwards Lifesciences	2,103 00	2,116 00		13 00	
5/16/2011	5/20/2014	25 Edwards Lifesciences	2,232 00	2,116 00		(116 00)	
5/25/2012	5/20/2014	25 Edwards Lifesciences	2,190 00	2,116 00		(74 00)	
7/20/2010	6/27/2014	5 Google Inc Cl A	1,198 00	2,925 00		1,727 00	
5/20/2013	8/8/2014	50 Jarden Corp	2,394 00	2,787 00		393 00	
5/25/2012	8/25/2014	25 Freeport-McMoRan Inc	817 00	911 00		94 00	
7/19/2012	8/25/2014	25 Freeport-McMoRan Inc	865 00	911 00		46 00	
8/1/2012	8/25/2014	50 Freeport-McMoRan Inc	1,689 00	1,821 00		132 00	
8/1/2012	9/4/2014	25 Diageo PLC ADR	2,704 00	3,035 00		331 00	
4/25/2012	9/4/2014	10 Diageo PLC ADR	1,014 00	1,214 00		200 00	
5/25/2012	9/4/2014	15 Diageo PLC ADR	1,417 00	1,821 00		404 00	
8/12/2011	9/4/2014	25 Diageo PLC ADR	1,910 00	3,035 00		1,125 00	
6/5/2012	9/16/2014	25000 IBM Corp	25,193 00	25,021 00		(172 00)	
5/29/2012	9/16/2014	25000 IBM Corp	25,134 00	25,021 00		(113 00)	
9/19/2013	9/22/2014	50 Hess Corp	3,999 00	4,813 00		814 00	
7/12/2013	9/22/2014	50 Hess Corp	3,559 00	4,813 00		1,254 00	
1/29/2013	9/22/2014	50 Hess Corp	3,418 00	4,813 00		1,395 00	
9/19/2013	9/23/2014	50 American Express Co	3,868 00	4,418 00		550 00	
5/25/2012	10/15/2014	25 Boeing Co	1,772 00	2,982 00		1,210 00	
9/19/2013	10/15/2014	50 General Electric Co	1,226 00	1,195 00		(31 00)	
5/20/2013	10/15/2014	50 Jarden Corp	2,394 00	2,736 00		342 00	
4/25/2012	10/15/2014	20 Union Pacific Corp	1,134 00	1,971 00		837 00	
5/25/2012	10/15/2014	5 Union Pacific Corp	281 00	493 00		212 00	
8/1/2012	10/15/2014	50 Wells Fargo & Co	1,729 00	2,344 00		615 00	
7/12/2013	11/18/2014	50000 AMGEN Inc	52,814 00	50,000 00		(2,814 00)	
9/19/2013	12/4/2014	20 California Resources Corp	161 00	140 00		(21 00)	
7/1/2013	12/4/2014	40 California Resources Corp	315 00	281 00		(34 00)	
9/19/2013	12/17/2014	150 General Electric Co	3,678 00	3,651 00		(27 00)	
10/16/2013	12/17/2014	50 General Electric Co	1,216 00	1,217 00		1 00	
9/6/2013	12/17/2014	200 General Electric Co	4,652 00	4,868 00		216 00	
		Total Long Term Gains (Losses	230,523 00	243,718 00		13,195 00	
Totals			746,643 00	750,380 00	(9,458 00)	13,195 00	3,737 00

THE ENGEL FOUNDATION, INC.
C/O CROWNE PARTNERS, INC. 20-0892371

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
ARAVA INSTITUTE HAZON ISRAEL RIDE	NONE	UNKNOWN	UNRESTRICTED	250.
ARM WITH ETHICS	NONE	UNKNOWN	UNRESTRICTED	250.
ATLANTA JEWISH COMMUNITY RELATION COUNCIL	NONE	UNKNOWN	UNRESTRICTED	365.
ATLANTA JEWISH FILM FESTIVAL	NONE	UNKNOWN	UNRESTRICTED	1,500.
ATLANTA SCHOLARS KOLLEL	NONE	UNKNOWN	UNRESTRICTED	5,000.
BIRTHRIGHT ISRAEL FUND	NONE	UNKNOWN	UNRESTRICTED	1,000.
BUILD, INC	NONE	UNKNOWN	UNRESTRICTED	500.
COLLAT JFS	NONE	UNKNOWN	UNRESTRICTED	1,000.
DOCTORS WITHOUT BORDERS	NONE	UNKNOWN	UNRESTRICTED	250.
FRIENDS OF ISRAEL DEFENSE FORCES	NONE	UNKNOWN	UNRESTRICTED	1,000.
Total from continuation sheets				101,637.

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THE ENGEL FOUNDATION, INC.
C/O CROWNE PARTNERS, INC. 20-0892371

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
GEORGIANS FOR A HEALTHY FUTURE	NONE	UNKNOWN	UNRESTRICTED	500.
GRAFMAN EDOWMENT FUND	NONE	UNKNOWN	UNRESTRICTED	1,000.
HEBREW IMMIGRANT AID SOCIETY	NONE	UNKNOWN	UNRESTRICTED	250.
INSTITITUE OF SOUTHERN JEWISH LIFE	NONE	UNKNOWN	UNRESTRICTED	3,600.
INTERNATIONAL RESCUE COMMITTEE	NONE	UNKNOWN	UNRESTRICTED	250.
ISRAEL TENNIS CENTERS FOUNDATION	NONE	UNKNOWN	UNRESTRICTED	250.
JEWISH COMMUNITY RELATIONS COUNCIL	NONE	UNKNOWN	UNRESTRICTED	437.
JEWISH EDUCATION LOAN FUND	NONE	UNKNOWN	UNRESTRICTED	1,610.
ALLIANCE THEATRE	NONE	UNKNOWN	UNRESTRICTED	365.
JEWISH FAMILY & CAREER SERVICES	NONE	UNKNOWN	UNRESTRICTED	1,072.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
JEWISH FEDERATION OF GREATER ATLANTA	NONE	UNKNOWN	UNRESTRICTED	15,000.
JEWISH KIDS GROUP	NONE	UNKNOWN	UNRESTRICTED	2,500.
JEWISH NATIONAL FUND	NONE	UNKNOWN	UNRESTRICTED	1,800.
JEWISH WOMEN'S FUND OF ATLANTA	NONE	UNKNOWN	UNRESTRICTED	26,064.
KIPP METRO ATLANTA	NONE	UNKNOWN	UNRESTRICTED	2,000.
NATIONAL CENTER FOR CIVIL AND HUMAN RIGHTS	NONE	UNKNOWN	UNRESTRICTED	3,175.
OUR HOUSE	NONE	UNKNOWN	UNRESTRICTED	1,536.
PLANNED PARENTHOOD	NONE	UNKNOWN	UNRESTRICTED	1,225.
SIMON WIESENTHAL CENTER	NONE	UNKNOWN	UNRESTRICTED	250.
TEMIMA	NONE	UNKNOWN	UNRESTRICTED	5,000.
Total from continuation sheets				

THE ENGEL FOUNDATION, INC.
C/O CROWNE PARTNERS, INC. 20-0892371

Part XV Supplementary Information

3 **Grants and Contributions Paid During the Year (Continuation)**

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
TEXAS TORAH INSTITUTE	NONE	UNKNOWN	UNRESTRICTED	300.
THE ACTORS FUND	NONE	UNKNOWN	UNRESTRICTED	1,500.
THE ATLANTA WOMEN'S FOUNDATION	NONE	UNKNOWN	UNRESTRICTED	5,000.
THE BREMAN MUSEUM	NONE	UNKNOWN	UNRESTRICTED	250.
THE CENTRAL FUND OF ISRAEL	NONE	UNKNOWN	UNRESTRICTED	500.
THE HIGH MUSEUM OF ART	NONE	UNKNOWN	UNRESTRICTED	600.
THE INSTITUTE FOR CHRISTIAN & JEWISH STUDIES	NONE	UNKNOWN	UNRESTRICTED	1,500.
THE TEMPLE	NONE	UNKNOWN	UNRESTRICTED	2,088.
THE WILLIAM BREMAN JEWISH HOME	NONE	UNKNOWN	UNRESTRICTED	1,336.
TIKVOT	NONE	UNKNOWN	UNRESTRICTED	1,040.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
UGA COLLEGE OF VETERINARY MEDICINE	NONE	UNKNOWN	UNRESTRICTED	500.
UNITED WAY OF GREATER ATLANTA	NONE	UNKNOWN	UNRESTRICTED	1,000.
VOICES FOR GEORGIA'S CHILDREN	NONE	UNKNOWN	UNRESTRICTED	250.
VOX TEEN COMMUNNICATIONS	NONE	UNKNOWN	UNRESTRICTED	250.
WOMENS FUND OF GREATER BIRMINGHAM	NONE	UNKNOWN	UNRESTRICTED	350.
WORLD JEWISH CONGRESS FOUNDATION	NONE	UNKNOWN	UNRESTRICTED	250.
ZABAN COUPLES CENTER	NONE	UNKNOWN	UNRESTRICTED	536.
VARIOUS LESS THAN $250	NONE	UNKNOWN	UNRESTRICTED	5,388.
Total from continuation sheets				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BOND INTEREST	587.	0.	587.	587.	
OTHER DIVIDENDS	19,738.	0.	19,738.	19,738.	
SSGA GOVERNMENT MONEY MARKET FUND	8,505.	0.	8,505.	8,505.	
TO PART I, LINE 4	28,830.	0.	28,830.	28,830.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	1,150.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	1,150.	0.		0.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES & LICENSES	339.	0.		0.
FOREIGN TAXES	63.	0.		0.
TO FORM 990-PF, PG 1, LN 18	402.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSE	362.	0.		0.
CONTRACT LABOR	5,328.	0.		0.
TO FORM 990-PF, PG 1, LN 23	5,690.	0.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
VARIOUS	509,586.	646,391.
TOTAL TO FORM 990-PF, PART II, LINE 10B	509,586.	646,391.

FORM 990-PF CORPORATE BONDS STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
VARIOUS	560,002.	556,935.
TOTAL TO FORM 990-PF, PART II, LINE 10C	560,002.	556,935.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VARIOUS	COST	50,000.	50,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		50,000.	50,000.