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: DUN FOUNDATION

A Employer identification number: 20-4463281

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 346 | Room/suite:

B Telephone number: 540-687-6057

City or town, state or province, country, and ZIP or foreign postal code: MIDDLEBURG, VA 20118

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: ☒ 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)* ▶$ 4,297,649.

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

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(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			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	164,374.	164,374.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	19,600.			
b Gross sales price for all assets on line 6a 528,279.				
7 Capital gain net income (from Part IV, line 2)		19,600.		
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	183,974.	183,974.		
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	16,337.	0.		16,337.
c Other professional fees				
17 Interest				
18 Taxes STMT 3	1,685.	485.		1,200.
19 Depreciation and depletion				
20 Occupancy	9,000.	0.		9,000.
21 Travel, conferences, and meetings	1,213.	0.		1,213.
22 Printing and publications				
23 Other expenses STMT 4	1,088.	0.		1,088.
24 **Total operating and administrative expenses** Add lines 13 through 23	29,323.	485.		28,838.
25 Contributions, gifts, grants paid	214,819.			214,819.
26 **Total expenses and disbursements.** Add lines 24 and 25	244,142.	485.		243,657.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-60,168.			
b **Net investment income** (if negative, enter -0-)		183,489.		
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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	5,451.	8,895.	8,895.
	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 6	3,658,035.	3,516,119.	4,288,754.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	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)	3,663,486.	3,525,014.	4,297,649.
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 ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	3,663,486.	3,525,014.	
	30 **Total net assets or fund balances**	3,663,486.	3,525,014.	
	31 **Total liabilities and net assets/fund balances**	3,663,486.	3,525,014.	

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	3,663,486.
2	Enter amount from Part I, line 27a	2	-60,168.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,603,318.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	78,304.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,525,014.

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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 ATTACHEMENT	P	VARIOUS	06/30/14
b	CAPITAL GAINS DIVIDENDS			
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	522,793.		508,679.	14,114.
b	5,486.			5,486.
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				14,114.
b				5,486.
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	19,600.
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	241,647.	4,069,256.	.059384
2012	211,505.	4,034,021.	.052430
2011	158,330.	3,896,765.	.040631
2010	180,386.	3,951,054.	.045655
2009	174,364.	3,730,390.	.046741

2 **Total** of line 1, column (d)	2	.244841
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	.048968
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	4,267,244.
5 Multiply line 4 by line 3	5	208,958.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,835.
7 Add lines 5 and 6	7	210,793.
8 Enter qualifying distributions from Part XII, line 4	8	243,657.

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 ▶ [X] and enter 1% of Part I, line 27b		1	1,835.
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	1,835.
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	1,835.
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	27.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	1,862.
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) ▶ VA			
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 ▶ OFFICERS Telephone no. ▶ 540-687-6057
Located at ▶ 107 REED STREET, MIDDLEBURG, VA ZIP+4 ▶ 20118

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			
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 ▶ ____, ____, ____, ____				
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			
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
P. DOUGLAS FOUT 107 REED STREET MIDDLEBURG, VA 20118	PRESIDENT/TREASURER 1.00	0.	0.	0.
NINA FOUT 107 REED STREET MIDDLEBURG, VA 20118	SECRETARY 1.00	0.	0.	0.
VIRGINIA FOUT 107 REED STREET MIDDLEBURG, VA 20118	VICE PRESIDENT 1.00	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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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	4,324,474.
b	Average of monthly cash balances		1b	7,753.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	4,332,227.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	4,332,227.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	64,983.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	4,267,244.
6	**Minimum investment return** Enter 5% of line 5		6	213,362.

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	213,362.
2a	Tax on investment income for 2014 from Part VI, line 5	2a 1,835.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	1,835.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	211,527.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	211,527.
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	211,527.

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	243,657.
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	243,657.
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	1,835.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	241,822.

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					211,527.
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	138,579.				
b From 2010	81,292.				
c From 2011					
d From 2012	13,706.				
e From 2013	40,530.				
f Total of lines 3a through e		274,107.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 243,657.					
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					211,527.
e Remaining amount distributed out of corpus		32,130.			
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		306,237.			
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		138,579.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a		167,658.			
10 Analysis of line 9:					
a Excess from 2010	81,292.				
b Excess from 2011					
c Excess from 2012	13,706.				
d Excess from 2013	40,530.				
e Excess from 2014	32,130.				

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 ▶ ☐ 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:

P. DOUGLAS FOUT, 540-687-6057
P.O. BOX 346, MIDDLEBURG, VA 20118

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*				
SEE ATTACHED SCHEDULE				214,819.
Total			▶ **3a**	214,819.
b *Approved for future payment*				
NONE				
Total			▶ **3b**	0.

Form **990-PF** (2014)

423611
11-24-14

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(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					164,374.
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					19,600.
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.		0.	183,974.

13 Total. Add line 12, columns (b), (d), and (e) 13 183,974.

(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).
4	CONTRIBUTIONS ARE MADE TO PUBLIC CHARITIES FOR CHARITABLE PURPOSES IN ACCORDANCE DUN FOUNDATION EXEMPT PURPOSE
8	CONTRIBUTIONS ARE MADE TO PUBLIC CHARITIES FOR CHARITABLE PURPOSES IN ACCORDANCE DUN FOUNDATION EXEMPT PURPOSE

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: 5/12/15 Title: President / Treasurer

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
CHARLES W. BALLOU, CPA	Charles W Ballou	5/7/2015		P00000016

Firm's name ▶ CHARLES W. BALLOU, PLLC, CPA — Firm's EIN ▶ 54-2055917

Firm's address ▶ 2112 WAKEFIELD COURT ALEXANDRIA, VA 22307 — Phone no. (703) 848-9280

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
BARCLAYS CAPITAL INC. ACCT: 835-67944	148,628.	5,314.	143,314.	143,314.	
BARCLAYS CAPITAL INC. ACCT: R8C-207804	21,232.	172.	21,060.	21,060.	
TO PART I, LINE 4	169,860.	5,486.	164,374.	164,374.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOOKEEPING	12,337.	0.		12,337.
TAX PREPARATION	4,000.	0.		4,000.
TO FORM 990-PF, PG 1, LN 16B	16,337.	0.		16,337.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INTERNAL REVENUE SERVICE	1,200.	0.		1,200.
BARCLAYS CAPITAL INC - FOREIGN TAXES	485.	485.		0.
TO FORM 990-PF, PG 1, LN 18	1,685.	485.		1,200.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
VA CORPORATON COMMISSION	25.	0.		25.
OFFICE EXPENSES	1,063.	0.		1,063.
TO FORM 990-PF, PG 1, LN 23	1,088.	0.		1,088.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 5

DESCRIPTION	AMOUNT
ADJUSTMENT OF BOOK VALUE OF INVESTMENTS	78,304.
TOTAL TO FORM 990-PF, PART III, LINE 5	78,304.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
VARIOUS U.S. AND INTERNATIONAL BONDS	3,516,119.	4,288,754.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,516,119.	4,288,754.

[redacted]

Recipient's Name and Address:

DUN FOUNDATION
GROWTH & INCOME STRATEGY

Account Number: R8C-207804

Recipient's Identification Number **-***3281

2014 TAX and YEAR-END STATEMENT
As of 03/09/2015

IMPORTANT MESSAGE: Certain types of securities (e.g., mutual funds, REMICs, REITs) are more likely to receive adjustments to dividend payments that will reduce your dividend income and the purchase price of your securities. The final information needed typically becomes available between January and March. Additionally, for the 2014 tax year, many adjustments are being made to properly reflect amortization and accretion on bonds. In an effort to reduce the need to refile your taxes, Pershing will not accelerate the 1099 mailing for accounts holding these types of assets. Tax statement mailings will occur in a four-phased approach: January 31, February 17, February 28 and March 16. As a result of this phased mailing, you and members of your household may receive 1099 tax statements at different times based on the types of securities held in each account For additional information, please visit mytaxhandbook.com.

2014 Form 1099-B Proceeds From Broker and Barter Exchange Transactions OMB No. 1545-0715
(For individuals, report details on Form 8949)

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

Disposition Transaction	Disposition Method	Quantity (Box 1a)	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Adjustments D=Market Discount O=Option Premium W=Wash Sale Loss	Realized Gain or (Loss)
Short-Term Transactions for Which Basis Is Reported to the IRS - Report on Form 8949, Part I, with Box A checked.								
Covered (Box 3)								
Description (Box 1a): FIFTH STR SR FLOATIN G RATE CORP COM					**CUSIP:** 31679F101			
SELL	FIRST IN FIRST OUT	400	04/24/2014	12/03/2014	4,324 06	5,783 92[13]		(1,459 86)
Short-Term Covered Total					4,324.06	5,783.92		(1,459.86)
Long-Term Transactions for Which Basis Is Reported to the IRS - Report on Form 8949, Part II, with Box D checked.								
Covered (Box 3)								
Description (Box 1a): FIFTH STR SR FLOATIN G RATE CORP COM					**CUSIP:** 31679F101			
SELL	FIRST IN FIRST OUT	3,020	07/12/2013	12/02/2014	32,810 66	42,529.75[13]		(9,719 09)
SELL	FIRST IN FIRST OUT	2,480	07/12/2013	12/03/2014	26,809 20	34,925 10[13]		(8,115.90)
SECURITY TOTAL					59,619.86	77,454 85		(17,834.99)
Long-Term Covered Total					59,619 86	77,454 85		(17,834.99)
Covered Total					63,943 92	83,238.77		(19,294 85)

Seq.# (R8C 35665)

TEFRA-ROLL

[redacted]

Recipient's Name and Address:

DUN FOUNDATION
GROWTH & INCOME STRATEGY

Account Number: RBC-207804

Recipient's Identification Number **-***3281

2014 TAX and YEAR-END STATEMENT
As of 03/09/2015

2014 Form 1099-B Proceeds From Broker and Barter Exchange Transactions OMB No. 1545-0715 *(Continued)*

(For individuals, report details on Form 8949)

Disposition Transaction	Disposition Method	Quantity (Box 1a)	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Adjustments D=Market Discount O=Option Premium W=Wash Sale Loss	Realized Gain or (Loss)
Long-Term Transactions for Which Basis Is Not Reported to the IRS - Report on Form 8949, Part II, with Box E checked.								
Noncovered (Box 5)								
Description (Box 1a): CA INC SENIOR NOTES 6 125% 12/01/14 B/E DTD 06/01/06					**CUSIP:** 12673PAB1			
REDEMPTION	FIRST IN FIRST OUT	20,000	03/10/2010	12/01/2014	20,000 00	22,200 00		(2,200 00)
Original Cost Basis 22,200 00								
Long-Term Noncovered Total					20,000.00	22,200.00		(2,200.00)
Noncovered Total					20,000 00	22,200.00		(2,200.00)
Total					83,943.92	105,438.77		(21,494.85)

13 The cost basis of this security has been provided to us by the delivering firm or transferring agent and Pershing makes no representation as to the accuracy of this information.

IRS Form 1099-B - Proceeds from Broker and Barter Exchange Transactions:

The amounts in this section of your Tax Information Statement reflect proceeds from securities transactions such as sales, redemptions, tender offers, return of principal distributions, covered options, the option premium portion of reverse convertibles and bond maturities ... m and long-term transactions are segregated in your 1099-B form in a format comparable to IRS Form 8949, for dispositions of covered and noncovered securities Since your financial organization subscribes to our premium Tax and Year-End Statement, the date of a...tion, cost or other basis, type of gain or loss (short-term or long-term), whether any loss is disallowed due to a wash sale and market discount for both covered and noncovered securities transactions will be displayed when available Please note that such detail for noncovered transactions is not reported to the IRS

Type of Gain or Loss (Box 2). The section headings within the 1099-B indicate the type of gain or loss for the transactions, short-term or long-term

Covered (Box 3) or Noncovered (Box 5) Security. The section headings within the 1099-B indicate whether your security transaction is or is not a covered security under the IRS cost basis reporting program

Description and Quantity (Box 1a). Shows a brief description of the item or service for which the proceeds are being reported, as well as the number of shares included in the sale or exchange for the lot reported If fractional shares are part of the disposition, those shares will be displayed to three decimal places

CUSIP. Broker transactions may show the Committee on Uniform Security Identification Procedures (CUSIP) number of the item reported

Disposition Transaction. This column will denote the type of transaction, for example, SELL

Disposition Method. The method used to select which lot will be disposed, for example, first-in first-out (FIFO) Please refer to the Client Service Information Section in your brokerage account statement for your account's existing tax-lot disposition method

Date Acquired (Box 1b). This box represents the date you acquired the security or, for short sales, the date you opened the short sale You may see the word "VARIOUS" displayed in this column if the disposition transaction includes multiple lots with various acquisition dates

Date Sold or Disposed (Box 1c). Shows the trade date of the sale or exchange For short sales, the date shown is the date you closed the short sale

Proceeds (Box 1d). Gross proceeds from transactions involving stocks, bonds and other debt obligations are reported in Box 1d These amounts do not reflect net profits and are net of transaction costs (for instance, commissions and option premiums) Report the gross proceeds from each transaction separately on IRS Form 8949 (Sales and Other Dispositions of Capital Assets) and IRS Form 1040, Schedule D (Capital Gains and Losses) See the Instructions for Form 8949 for exceptions to reporting each transaction on a separate row This box does not include proceeds from regulated futures or foreign currency forward contracts

007587 X58B1D01 041631

23
P O BOX 5242
NEW YORK, NY 10150-5242

Account No: 83567944
Account Name. DUN FOUNDATION
Taxpayer Identification Number: **-***3281
Account Executive No. 292
CORRECTED 03/11/2015

BARCLAYS

RECIPIENT'S Name, Street Address, City, State, and Zip Code
DUN FOUNDATION
GROWTH INCOME STRATEGY
P O BOX 346
MIDDLEBURG, VA 20118 0346

Copy B for recipient ☐ 2nd TIN Notice

Payer's Federal Identification Number: 06-1031656
Payer's Name, Street, City, State, Zip Code:
BARCLAYS CAPITAL INC
200 PARK AVENUE
NEW YORK, NY 10166
Telephone Number: 877 802 4501

2014 GROSS PROCEEDS

1099-B Proceeds from Broker and Barter Exchange Transactions **OMB No. 1545-0715**

Short Term Gains/Losses - Report on Form 8949, Part I with Box A checked

Box 2: Type of Gain or Loss - Short Term
Box 3: Basis Reported to the IRS
Box 5: Box not Checked (Covered Security)

The 1099-B data referenced by a Box Number is reported to the IRS The additional information not referenced by a Box Number is not reported to the IRS, but may be helpful to complete your return

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
ONE GAS INC COM CUSIP 68235P108	200.00000	08/19/2013	02/24/2014	$6,639.88	$5,081 89		$0 00	$1,557 99	
***HOME LOAN SERVICING SOLUTIONS LTD CUSIP G6648D109	1090 00000	02/21/2014	10/22/2014	$21,125 04	$22,022 03		$0 00	($896.99)	
Totals (8949, Part I with Box A checked)				**$27,764.92**	**$27,103.92**		**$0.00**	**$661.00**	

THIS IS YOUR FORM 1099 (COPY B FOR RECIPIENT) - PLEASE RETAIN FOR TAX PREPARATION PURPOSES
The above is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if the income is taxable and the IRS determines that it has not been reported.

003580 9CB22401 036691

"23"
P O BOX 5242
NEW YORK, NY 10150-5242

Account No: 83567944
Account Name DUN FOUNDATION
Taxpayer Identification Number: **-***3281
Account Executive No: 292
CORRECTED 03/11/2015

BARCLAYS

2014 GROSS PROCEEDS

1099-B Proceeds from Broker and Barter Exchange Transactions, continued

OMB NO. 1545-0715

Long Term Gains/Losses - Report on Form 8949, Part II with Box D checked

Box 2: Type of Gain or Loss - Long Term
Box 3: Basis Reported to the IRS
Box 5: Box not Checked (Covered Security)

The 1099-B data referenced by a Box Number is reported to the IRS The additional information not referenced by a Box Number is not reported to the IRS, but may be helpful to complete your return.

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code (Box 1f)	Adjustments (Box 1g)	Gain/Loss Amount	Additional Information
APOLLO INVESTMENT CORPORATIO COMMON STOCK CUSIP. 03761U106	7200 00000	10/22/2012	02/21/2014	$64.655.85	$57,209 76		$0.00	$7,446.09	
ARES CAPITAL CORPORATION CUSIP. 04010L103	2428 00000	09/05/2012	02/21/2014	$44.747 50	$42,147 65		$0.00	$2.599 85	
BLACKSTONE GSO STRATEGIC CREDIT FUND CUSIP. 09257R101	2000 00000	11/07/2012	05/20/2014	$35.019 22	$39,482 32		$0.00	($4,463.10)	CORR
***DANONE SPONSORED ADR CUSIP. 23636T100	1562.00000	11/14/2012	02/21/2014	$21,840 60	$19.368 80		$0 00	$2.471.80	
	4338 00000	11/15/2012	02/21/2014	$60.655.89	$53.564.76		$0.00	$7,091.13	
Subtotals	**5900.00000**			**$82,496.49**	**$72,933.56**		**$0.00**	**$9,562.93**	
FEDEX CORP CUSIP 31428X106	58 00000	06/20/2011	07/09/2014	$8.763 60	$5.085 65		$0 00	$3,677.95	
SUPERIOR ENERGY SERVICES INC CUSIP· 868157108	3400 00000	01/18/2013	10/07/2014	$104,640.50	$80.951.96		$0 00	$23,688 54	
Totals (8949, Part II with Box D checked)				**$340,323.16**	**$297,810.90**		**$0.00**	**$42,512.26**	

THIS IS YOUR FORM 1099 (COPY B FOR RECIPIENT) - PLEASE RETAIN FOR TAX PREPARATION PURPOSES
The above is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if the income is taxable and the IRS determines that it has not been reported.

23 P O BOX 5242 NEW YORK, NY 10150-5242	Account No: 83567944 Account Name: DUN FOUNDATION Taxpayer Identification Number: **-***3281 Account Executive No.: 292 CORRECTED: 03/11/2015	**BARCLAYS**

2014 GROSS PROCEEDS

1099-B Proceeds from Broker and Barter Exchange Transactions, continued **OMB NO: 1545-0715**

Long Term Gains/Losses - Report on Form 8949, Part II with Box E checked

Box 2: Type of Gain or Loss - Long Term
Box 3: Basis Not Reported to the IRS
Box 5: Box Checked (Noncovered Security)

The 1099-B data referenced by a Box Number is reported to the IRS The additional information not referenced by a Box Number is not reported to the IRS, but may be helpful to complete your return

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis	Code	Adjustments	Gain/Loss Amount	Additional Information
MARKET VECTORS ETF TR EMERGING MKTS LOCAL CUSIP· 57060U522	2000 00000	07/15/2011	10/27/2014	$45,761.18	$53,324 87		$0.00	($7,563.69)	CORR
QWEST CORP NT CUSIP. 74913GAG0	25000 00000		10/01/2014	$25,000.00	~~$0.00~~ 25000 -		$0 00	$0.00	Redemption
Totals (8949, Part II with Box E checked)				**$70,761.18**	~~$53,324.87~~ 78 32487		**$0.00**	**($7,563.69)**	

THIS IS YOUR FORM 1099 (COPY B FOR RECIPIENT) - PLEASE RETAIN FOR TAX PREPARATION PURPOSES
The above is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if the income is taxable and the IRS determines that it has not been reported.

003580 9CB22401 036692

02/16/15
Accrual Basis

Dun Foundation
Profit & Loss Detail
January through December 2014

Dun Foundation
Profit & Loss Detail
January through December 2014

	Type	Date	Name	Memo	Amount
Ordinary Income/Expense					
Expense					
Bookkeeping					
	Check	01/08/2014	Mary Deppa Bookkeeping LLC	12/25-1/8/14	451 50
	Check	01/20/2014	Mary Deppa Bookkeeping LLC	1/9-22/14	462 00
	Check	02/04/2014	Mary Deppa Bookkeeping LLC	1/23-2/5/14	476 00
	Check	02/14/2014	Mary Deppa Bookkeeping LLC	2/6-19/2014	476 00
	Check	03/03/2014	Mary Deppa Bookkeeping LLC	2/20-3/5/14	476 00
	Check	03/17/2014	Mary Deppa Bookkeeping LLC	3/6-19/14	476 00
	Check	03/31/2014	Mary Deppa Bookkeeping LLC	3/20-4/2/14	476 00
	Check	04/14/2014	Mary Deppa Bookkeeping LLC	4/3-16/2014	476 00
	Check	04/28/2014	Mary Deppa Bookkeeping LLC	4/17-30/2014	476 00
	Check	05/12/2014	Mary Deppa Bookkeeping LLC	5/1-14/14	476 00
	Check	05/27/2014	Mary Deppa Bookkeeping LLC	5/15-28/14	476 00
	Check	06/09/2014	Mary Deppa Bookkeeping LLC	5/29-6/11/14	476 00
	Check	06/25/2014	Mary Deppa Bookkeeping LLC	6/12-25/14	476 00
	Check	07/09/2014	Mary Deppa Bookkeeping LLC	6/26-7/9/14	476 00
	Check	07/23/2014	Mary Deppa Bookkeeping LLC	7/10-23/14	476 00
	Check	08/04/2014	Mary Deppa Bookkeeping LLC	7/24-8/6/14	476 00
	Check	08/18/2014	Mary Deppa Bookkeeping LLC	8/7-20/14	476 00
	Check	09/02/2014	Mary Deppa Bookkeeping LLC	8/21-9/2/14	476 00
	Check	09/15/2014	Mary Deppa Bookkeeping LLC	9/3-17/14	476 00
	Check	09/30/2014	Mary Deppa Bookkeeping LLC	9/18-10/1/14	476 00
	Check	10/14/2014	Mary Deppa Bookkeeping LLC	10/2-15/14	476 00
	Check	10/27/2014	Mary Deppa Bookkeeping LLC	10/16-29/14	476 00
	Check	11/10/2014	Mary Deppa Bookkeeping LLC	10/30-11/12/14	476 00
	Check	11/24/2014	Mary Deppa Bookkeeping LLC	11/13-26/14	476 00
	Check	12/08/2014	Mary Deppa Bookkeeping LLC	11/27-12/10/14	476 00
	Check	12/22/2014	Mary Deppa Bookkeeping LLC	12/11-24/2014	476 00
Total Bookkeeping					12,337 50
Contributions					
Nina L Fout donations					
	Check	01/15/2014	National Sporting Library and Museum	at the request of Nina L Fout	2,500 00
	Check	01/28/2014	Paws for Life	Nina L Fout	0 00
	Check	01/28/2014	Mid-Atlantic Horse Rescue, Inc.	at the request of Nina Fout	2,500 00
	Check	02/25/2014	Upperville Colt & Horse Show	Nina L Fout	5,000 00
	Check	03/17/2014	Middleburg Community Center	at the request of Nina L Fout	500 00
	Check	03/25/2014	Blue Ridge Wildlife Center	at the request of Nina L Fout	2,500 00
	Check	03/25/2014	Great Meadow Foundation	Fleming Farm/at the request of Nina L Fout	10,000 00
	Check	04/29/2014	Eagle Valley Land Trust	the Fout Family	1 000 00
	Check	04/29/2014	Eagle River Watershed Council	the Fout Family	1,000 00
	Check	07/31/2014	Blue Ridge Wildlife Center	at the request of Nina L Fout	10,000 00
	Check	09/12/2014	The Seeing Eye Dog	at the request of Nina L Fout	500 00
	Check	10/30/2014	Citizens for Fauquier County	at the request of Nina L Fout	500 00

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	Type	Date	Name	Memo	Amount
	Check	10/30/2014	Environmental Defense Fund	at the request of Nina L Fout	250 00
	Check	10/30/2014	Piedmont Environmental Council	at the request of Nina L Fout	1,000 00
	Check	10/30/2014	The American Chestnut Foundation	at the request of Nina L Fout	1,000 00
	Check	10/30/2014	Carolina Horse Park Foundation	at the request of Nina L Fout	500 00
	Check	10/30/2014	Equine Land Conservation Resource	at the request of Nina L Fout	500 00
	Check	10/30/2014	The Nature Conservancy	Nina L Fout	1,000 00
	Check	10/30/2014	Sierra Club	Nina L Fout	250 00
	Check	10/30/2014	Friends of the Rappahannock	at the request of Nina L Fout	250 00
	Check	10/30/2014	Chesapeak Bay Foundation	at the request of Nina L Fout	100 00
	Check	11/06/2014	Virginia Outdoors Foundation	at the request of Nina L Fout	500 00
	Check	11/18/2014	Trout Unlimited	at the request of Nina L Fout	2,500 00
	Check	11/18/2014	FSEEE	at the request of Nina L Fout	500 00
	Check	11/18/2014	Windy Hill Foundation	Nina L Fout/The Plains	5,000 00
	Check	11/18/2014	Waterkeeper Alliance	at the request of Nina L Fout	250 00
	Check	11/18/2014	Sprout Therapeutic Riding Center	at the request of Nina L Fout	1,000 00
	Check	11/18/2014	Middleburg Humane Foundation	at the request of Nina L Fout	500 00
	Check	11/18/2014	National Audubon Society	at the request of Nina L Fout	250 00
	Check	11/18/2014	Mosby Heritage Area Association	at the request of Nina L Fout	500 00
	Check	11/19/2014	Virginia Council Trout Unlimited	at the request of Nina L Fout	500 00
	Check	11/20/2014	Morven Park	at the request of Nina L Fout	5,000 00
	Check	12/09/2014	Morven Park	at the request of Nina L Fout	5,000 00
	Check	12/31/2014	Paws for Life	Nina L Fout	1,000 00
	Check	12/31/2014	Middleburg Humane Foundation	at the request of Nina L Fout	500 00
	Check	12/31/2014	Angels Among Us	at the request of Nina L Fout	250 00
	Check	12/31/2014	Nonatum Vet Clinic	at the request of Nina L Fout	250 00
	Check	12/31/2014	Buchanan Hall	at the request of Nina L Fout	300 00
	Check	12/31/2014	Goose Creek Association	Nina L Fout	300 00
Total Nina L Fout donations					64,950 00
Paul Douglas Fout Donations					
	Check	02/14/2014	Rocky Mountain Elk Foundation	at the request of Paul D Fout	10 000 00
	Check	02/14/2014	Ducks Unlimited	Paul D Fout #02176187	10 000 00
	Check	02/27/2014	Pheasants Forever	at the request of Paul D Fout	2 500 00
	Check	03/04/2014	Bull Run Mountain Conservancy	Paul D Fout	0 00
	Check	03/11/2014	Bull Run Mountain Conservancy	Paul D Fout	263 91
	Check	03/11/2014	National Sporting Library and Museum	at the request of Doug and Beth Fout	250 00
	Check	03/11/2014	Middleburg Community Center	at the request of Paul D Fout	500 00
	Check	03/13/2014	Elton John Aids Foundation	Oscars Party pledge - at the request of Doug Fout	1,000 00
	Check	04/25/2014	Bull Run Mountain Conservancy	at the request of Paul D Fout	5,000 00
	Check	04/29/2014	Eagle Valley Land Trust	the Fout Family	1,000 00
	Check	04/29/2014	Eagle River Watershed Council	the Fout Family	1,000 00
	Check	05/07/2014	Virginia Tech Foundation, Inc	at the request of Paul D Fout	15,000 00
	Check	05/08/2014	Boys and Girls Club of Lancaster	from Doug and Beth Fout	1,000 00
	Check	05/14/2014	Aiken Steeplechase Association	at the request of Paul "Doug" Fout	5,000 00
	Check	07/31/2014	Glenwood Park Trust	Paul D Fout	3,500 00

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	Type	Date	Name	Memo	Amount
	Check	09/15/2014	The Downstream Project	at the request of Paul "Doug" Fout	2,000 00
	Check	09/23/2014	Hobart and William Smith Colleges	at the request of Mr and Mrs Paul Fout	2 000 00
	Check	09/24/2014	BRVF	at the request of Paul "Doug" Fout	450 00
	Check	10/09/2014	Heron Society	at the request of Paul Fout	150 00
	Check	10/15/2014	Ducks Unlimited	Paul D Fout #02178187	1,600 00
	Check	11/03/2014	Ducks Unlimited	Paul D Fout #02178187	1,735 00
	Check	11/06/2014	Sewanee	at the request of Paul and Beth Fout	2,000 00
	Check	11/11/2014	Bull Run Mountain Conservancy	at the request of Paul D Fout	2,500 00
	Check	12/31/2014	The Downstream Project	at the request of Paul "Doug" Fout	1,000 00
	Check	12/31/2014	A Place to Be Music Therapy	at the request of Paul D Fout	250 00
	Check	12/31/2014	Middleburg Volunteer Fire Department	at the request of Paul D Fout	250 00
Total Paul Douglas Fout Donations					69,948 91
Virginia W Fout donations					
	Check	01/01/2014	Dumb Friends League	at the request of Virginia W Fout	100 00
	Check	01/01/2014	Anti-Defamation League	Virginia W Fout - balance of pledge	3,000 00
	Check	01/01/2014	Oldfields School	4th of 5 payments (2011-2015)	2,500 00
	Check	01/01/2014	LACMA	Virginia W Fout	600 00
	Check	01/01/2014	Danny & Ron's Rescue	Virginia W Fout	1,500 00
	Check	01/01/2014	Buffalo Therapeutic Riding Center	Virginia W Fout	1,500 00
	Check	01/01/2014	National Audubon Society	at the request of Virginia W Fout	250 00
	Check	01/01/2014	Beverly Hills Fire Chief's Fund	Virginia W Fout	500 00
	Check	01/01/2014	Horses in the Hood	Virginia W Fout	4,000 00
	Check	01/01/2014	School on Wheels	Virginia Fout	250 00
	Check	01/01/2014	The Elephant Sanctuary	at the request of Virginia W Fout	1,000 00
	Check	01/01/2014	Bark Avenue Foundation	at the request of Virginia W Fout	100 00
	Check	01/02/2014	SPCALA	Virginia Fout	250 00
	Check	01/02/2014	The Marine Mammal Center	at the request of Virginia W Fout	500 00
	Check	01/02/2014	National Show Hunter Hall of Fame	Virginia W Fout	250 00
	Check	01/13/2014	Elton John Aids Foundation	Virginia W Fout	30,000 00
	Check	01/13/2014	Keepers of the Wild	at the request of Virginia W Fout	200 00
	Check	01/13/2014	Equestrian Aid Foundation	Virginia W Fout	1,000 00
	Check	01/13/2014	Best Friends Animal Society	Virginia W Fout	200 00
	Check	01/13/2014	Memorial Sloan-Kettering Cancer Center	Virginia W Fout	250 00
	Check	01/17/2014	Petersen Automotive Museum	Virginia W Fout	70 00
	Check	01/24/2014	The Trust for Public Land	Virginia W Fout	500 00
	Check	01/24/2014	USET	Virginia W Fout	100 00
	Check	01/24/2014	Los Angeles Conservancy	Virginia W Fout	500 00
	Check	01/28/2014	Lifesavers Wild Horse Rescue Ranch	at the request of Virginia W Fout	100 00
	Check	01/28/2014	National Wildlife Federation	at the request of Virginia W Fout	50 00
	Check	01/28/2014	Wounded Warrior Project	at the request of Virginia W Fout	25 00
	Check	02/24/2014	City of Hope	at the request of Virginia W Fout	100 00
	Check	02/24/2014	Greenpeace	at the request of Virginia W Fout	100 00
	Check	02/25/2014	Upperville Colt & Horse Show	Virginia W Fout	5,000 00
	Check	03/13/2014	TBMF	at the request of Virginia Fout	2,500 00

02/18/15
Accrual Basis

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	Type	Date	Name	Memo	Amount
	Check	03/17/2014	Equine Land Conservation Resource	at the request of Virginia W Fout	250 00
	Check	03/27/2014	Animal Place	at the request of Virginia W Fout	100 00
	Check	03/27/2014	Paws for Purple Hearts	at the request of Virginia W Fout	100 00
	Check	03/27/2014	National Audubon Society	at the request of Virginia W Fout	375 00
	Check	03/27/2014	Middleburg Community Center	at the request of Virginia W Fout	250 00
	Check	04/02/2014	TACO	at the request of Virginia W Fout	500 00
	Check	04/16/2014	Best Friends Animal Society	at the request of Virginia W Fout	250 00
	Check	04/16/2014	American Heart Association	Virginia 2010	200 00
	Check	04/16/2014	SPCA International	at the request of Virginia W Fout	100 00
	Check	04/23/2014	Wounded Warrior Project	at the request of Virginia W Fout	100 00
	Check	04/23/2014	Castleton Ranch	at the request of Virginia W Fout	500 00
	Check	04/29/2014	Eagle Valley Land Trust	the Fout Family	1,000 00
	Check	04/29/2014	Eagle River Watershed Council	the Fout Family	1 000 00
	Check	05/13/2014	The Life Group LA	at the request of Virginia W Fout	500 00
	Check	05/14/2014	Foothill Lacrosse Booster Club	at the request of Michael and Virginia Whetstone	1,000 00
	Check	05/19/2014	Castleton Ranch	at the request of Virginia W Fout	500 00
	Check	06/10/2014	Go Philanthropic Charitable Fund	Hugh Berberich Memorial Music Education Fund	1,000 00
	Check	06/18/2014	Warrenton Pony Show	at the request of Virginia W Fout	500 00
	Check	06/18/2014	The Hill School	at the request of Virginia W Fout	1 000 00
	Check	06/27/2014	Oldfields School	annual fund	1,000 00
	Check	07/16/2014	Middleburg Classic	at the request of Virginia W Fout	300 00
	Check	07/24/2014	Menlo Charity Horse Show, Inc	at the request of Virginia W Fout	1,500 00
	Check	07/24/2014	Thrive Animal Rescue	at the request of Virginia W Fout	1,500 00
	Check	08/01/2014	National Sporting Library and Museum	at the request of Virginia W Fout and Michael Whet	100 00
	Check	08/04/2014	Zimmer Children's Museum	at the request of Virginia W Fout	200 00
	Check	08/05/2014	Heifer International	at the request of Virginia W Fout	500 00
	Check	08/12/2014	CPHA Foundation	at the request of Virginia W Fout	0 00
	Check	08/12/2014	Peninsula Committee Children's Hospital	at the request of Virginia W Fout	2,000 00
	Check	09/10/2014	The ALS Association	at the request of Virginia W Fout	100 00
	Check	10/07/2014	Hollywood Schoolhouse	at the request of Virginia W Fout	1,500 00
Total Virginia W Fout donations					74 920 00
Total Contributions					209,818 91
Corporate Taxes					
Federal taxes					
	Check	05/15/2014	United States Treasury	2013 990PF	1,200 00
Total Federal taxes					1,200 00
Total Corporate Taxes					1,200 00
Office expense					
	Check	01/17/2014	State Corporation Commission	2014 Registration Fee	25 00
Total Office expense					25 00