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Form 990-PF

Department of the Treasury  
Internal Revenue Service

## Return of Private Foundation

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

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2014

Open to Public  
Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation ALLEN E & MARIE A NICKLESS MEMORIAL FOUNDATION		A Employer identification number 23-7011258
Number and street (or P O box number if mail is not delivered to street address) 3023 DAVENPORT AVENUE		Room/suite
City or town, state or province, country, and ZIP or foreign postal code SAGINAW, MI 48602		
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 6,071,756	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/> <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	9,900	9,900		
	4 Dividends and interest from securities.	133,067	133,067		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	224,039			
	b Gross sales price for all assets on line 6a 704,107				
	7 Capital gain net income (from Part IV, line 2)		224,039		
	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) (attach schedule)				
	11 Other income (attach schedule)	840	840		
	12 Total. Add lines 1 through 11	367,846	367,846		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	4,200	1,050	1,050	3,150
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	3,448	3,448	3,448	
	b Accounting fees (attach schedule)	9,539	9,539	9,539	
	c Other professional fees (attach schedule)	31,742	11,746	11,746	19,996
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,982	3,982	3,982	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,534	1,534	1,534	
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	54,445	31,299	31,299	23,146
	25 Contributions, gifts, grants paid	269,900			269,900
	26 Total expenses and disbursements. Add lines 24 and 25	324,345	31,299	31,299	293,046
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	43,501			
	b Net investment income (if negative, enter -0-)		336,547		
	c Adjusted net income (if negative, enter -0-)				

	Part III Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing . . . . .		22,751	34,323	34,323
	2 Savings and temporary cash investments . . . . .		342,820	289,618	289,618
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable . . . . .				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	7 Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use . . . . .				
	9 Prepaid expenses and deferred charges . . . . .				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule) . . . . .	3,321,575	3,797,144	4,904,984	
	c Investments—corporate bonds (attach schedule) . . . . .	1,264,135	873,697	842,831	
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans . . . . .				
	13 Investments—other (attach schedule) . . . . .				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	15 Other assets (describe ►) . . . . .				
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		4,951,281	4,994,782	6,071,756
Liabilities	17 Accounts payable and accrued expenses . . . . .				
	18 Grants payable . . . . .				
	19 Deferred revenue . . . . .				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule) . . . . .				
	22 Other liabilities (describe ►) . . . . .				
	23 Total liabilities (add lines 17 through 22) . . . . .			0	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ►</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24 Unrestricted . . . . .				
	25 Temporarily restricted . . . . .				
	26 Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here ►</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>				
	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		4,951,281	4,994,782	
	30 Total net assets or fund balances (see instructions) . . . . .		4,951,281	4,994,782	
	31 Total liabilities and net assets/fund balances (see instructions) . . . . .		4,951,281	4,994,782	

## 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	4,951,281
2	Enter amount from Part I, line 27a . . . . .	2	43,501
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3 . . . . .	4	4,994,782
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,994,782

**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)
<b>1a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>	
<b>a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>		
<b>a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b> 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 }		<b>2</b>	224,039
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	{ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		<b>3</b>	2,869

**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 instructions before making any entries

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2013	262,044	5,605,130	0 046751
2012	220,459	5,117,852	0 043076
2011	264,066	5,016,673	0 052638
2010	206,938	4,777,941	0 043311
2009	165,873	4,173,467	0 039745
<b>2</b> Total of line 1, column (d).			<b>2</b> 0 225521
<b>3</b> 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			<b>3</b> 0 045104
<b>4</b> Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.			<b>4</b> 6,017,826
<b>5</b> Multiply line 4 by line 3.			<b>5</b> 271,428
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).			<b>6</b> 3,365
<b>7</b> Add lines 5 and 6.			<b>7</b> 274,793
<b>8</b> Enter qualifying distributions from Part XII, line 4.			<b>8</b> 293,046

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input checked="" type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ <b>(attach copy of letter if necessary—see instructions)</b>		1	3,365
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	2	
3	Add lines 1 and 2. . . . .	3	3,365
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	4	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5	3,365
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,700
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	2,700
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	665
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	
11	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <input checked="" type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

		<b>Yes</b>	<b>No</b>
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	1a	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . .	1b	No
<i>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.</i>			
1c	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a	No
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MI		
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? <i>If "No," attach explanation.</i>	8b	Yes
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

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

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

Website address ► N/A

14 The books are in care of ► DAVID A BEYERLEIN Telephone no ► (989) 793-9830  
 Located at ► 3023 DAVENPORT AVE SAGINAW MI ZIP +4 ► 48602

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here . . . . . ► 15 and enter the amount of tax-exempt interest received or accrued during the year . . . . . ►

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 Yes No  
 See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). 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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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 <b>any</b> 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)? . . . . . ► 1b			
c	Organizations relying on a current notice regarding disaster assistance check here. . . . . ►			
2	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	No	
a	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 ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions) . . . . .	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . ► Yes ✓ No			
b	If "Yes," did it have excess business holdings in 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) . . . . .	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4a	No	
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014? . . . . .	4b	No	

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

5a	During the year did the foundation pay or incur any amount to  (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . . (3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). . . . . (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? . . . . . Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/>	5b	
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? . . . . . <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i> <input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . <i>If "Yes" to 6b, file Form 8870.</i>		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .		

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation <b>(If not paid, enter -0-)</b>	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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

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

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

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

**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 5,729,902
b	Average of monthly cash balances. . . . .	1b 379,566
c	Fair market value of all other assets (see instructions). . . . .	1c 0
d	<b>Total</b> (add lines 1a, b, and c). . . . .	1d 6,109,468
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2
3	Subtract line 2 from line 1d. . . . .	3 6,109,468
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4 91,642
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5 6,017,826
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	6 300,891

**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. . . . .	1 300,891
2a	Tax on investment income for 2014 from Part VI, line 5. . . . .	2a 3,365
b	Income tax for 2014 (This does not include the tax from Part VI ). . . . .	2b
c	Add lines 2a and 2b. . . . .	2c 3,365
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3 297,526
4	Recoveries of amounts treated as qualifying distributions. . . . .	4
5	Add lines 3 and 4. . . . .	5 297,526
6	Deduction from distributable amount (see instructions). . . . .	6
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7 297,526

**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 293,046
b	Program-related investments—total from Part IX-B. . . . .	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required). . . . .	3a
b	Cash distribution test (attach the required schedule). . . . .	3b
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 293,046
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	5 3,365
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	6 289,681
<b>Note:</b> 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
<b>1</b> Distributable amount for 2014 from Part XI, line 7				297,526
<b>2</b> Undistributed income, if any, as of the end of 2014				
<b>a</b> Enter amount for 2013 only. . . . .			235,459	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2014				
<b>a</b> From 2009. . . . .				
<b>b</b> From 2010. . . . .				
<b>c</b> From 2011. . . . .				
<b>d</b> From 2012. . . . .				
<b>e</b> From 2013. . . . .				
<b>f Total</b> of lines 3a through e. . . . .				
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4 ► \$ _____ 293,046			235,459	
<b>a</b> Applied to 2013, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2014 distributable amount. . . . .			57,587	
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015. . . . .			239,939	
<b>7</b> 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). . . . .				
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . . . .				
<b>9</b> <b>Excess distributions carryover to 2015.</b> Subtract lines 7 and 8 from line 6a . . . . .				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2010. . . . .				
<b>b</b> Excess from 2011. . . . .				
<b>c</b> Excess from 2012. . . . .				
<b>d</b> Excess from 2013. . . . .				
<b>e</b> Excess from 2014. . . . .				

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i).			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

**Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)****1 Information Regarding Foundation Managers:**

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

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

**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

BJ HUMPHREYS  
5090 STATE ST  
BUILDING A SUITE 1  
SAGINAW, MI 48603  
(989) 792-2552

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

LETTER FORM

c Any submission deadlines

ONGOING

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

PENDING BOARD APPROVAL

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b> See Additional Data Table				
<b>Total</b> . . . . .			► 3a	269,900
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Line	Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
			(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue							
a							
b							
c							
d							
e							
f							
<b>g</b> Fees and contracts from government agencies							
<b>2</b> Membership dues and assessments. . . . .							
<b>3</b> Interest on savings and temporary cash investments . . . . .							
<b>4</b> Dividends and interest from securities. . . . .					14	9,900	
<b>5</b> Net rental income or (loss) from real estate					14	133,067	
a Debt-financed property. . . . .							
b Not debt-financed property. . . . .							
<b>6</b> Net rental income or (loss) from personal property. . . . .							
<b>7</b> Other investment income. . . . .							
<b>8</b> Gain or (loss) from sales of assets other than inventory . . . . .					18	224,039	
<b>9</b> Net income or (loss) from special events							
<b>10</b> Gross profit or (loss) from sales of inventory. . . . .							
<b>11</b> Other revenue a MISCELLANEOUS					18	840	
b							
c							
d							
e							
<b>12</b> Subtotal Add columns (b), (d), and (e). . . . .						367,846	
<b>13</b> <b>Total.</b> Add line 12, columns (b), (d), and (e). . . . .					13		367,846
(See worksheet in line 13 instructions to verify calculations.)							

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

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

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

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

**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

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.

\* \* \* \* \*

2015-04-23

\* \* \* \* \*

**Signature of officer or trustee**

Date

### Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name DAVID A BEYERLEIN	Preparer's Signature	Date 2015-04-23	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00019544
	Firm's name ► YEO & YEO PC			Firm's EIN ►	38-2706146
	Firm's address ► PO BOX 3275 SAGINAW, MI 48605			Phone no (989) 793-9830	

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
AMERICAN FUNDS MONEY MARKET FUNDS	P	2009-07-14	2014-11-24
BAC MARKET LINK STEP UP	P	2010-08-25	2014-08-22
GMAC LLC	P	2005-02-08	2014-03-14
GMAC LLC	P	2007-08-20	2014-03-14
INTERMEDIATE BOND FUND	P	2013-12-23	2014-11-24
VODAFONE GROUP PLC NEW	P	1999-06-30	2014-02-28

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
20,022		20,029	-7
92,628		50,000	42,628
20,000		18,974	1,026
92,500		74,341	18,159
299,993		297,124	2,869
19,589		19,600	-11

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(j) F M V as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col (i) over col (j), if any	
			-7
			42,628
			1,026
			18,159
			2,869
			-11

**Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation**

<b>(a) Name and address</b>	<b>(b) Title, and average hours per week devoted to position</b>	<b>(c) Compensation (If not paid, enter -0-)</b>	<b>(d) Contributions to employee benefit plans and deferred compensation</b>	<b>(e) Expense account, other allowances</b>
DARCY NICKLESS  366 FRANK ROAD FRANKENMUTH, MI 48734	V PRESIDENT 1 00	800	0	0
CHARLES NICKLESS  655 WILLOW LANE FRANKENMUTH, MI 48734	PRESIDENT 1 00	1,000	0	0
DAVID A BEYERLEIN  4388 BROOKSTONE SAGINAW, MI 48603	TREASURER 1 00	0	0	0
B J HUMPHREYS  5090 STATE ST BLDG A SUITE 1 SAGINAW, MI 48603	SECRETARY 1 00	800	0	0
JOHN HUMPHREYS  5090 STATE ST BLDG A SUITE 1 SAGINAW, MI 48603	TRUSTEE 1 00	800	0	0
JOHN KUNITZER  4328 LAKECRESS DR E SAGINAW, MI 48603	TRUSTEE 1 00	800	0	0

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
BIG BROTHERS BIG SISTERS 2200 N SAGINAW RD MIDLAND, MI 48640	NONE	NON-PROFIT	MENTORING YOUTH PROGRAMS	10,000
BLESSED TRINITY 958 E TUSCOLD ST FRANKENMUTH, MI 48734	NONE	CHURCH	FELLOWSHIP	2,000
BRONNER PERFORMING ARTS CENTER 525 E GENESSEE STREET FRANKENMUTH, MI 48734	NONE	SCHOOL	PROVIDE ART FACILITY FOR PERFORMING	10,000
CAMP FISH TALES 2177 E ERICKSON RD PINCONNING, MI 48650	NONE	NON-PROFIT	PROVIDE CAMPING FOR SPECIAL CHALLENG	2,000
CARROLTON SCHOOLS 3211 CARLA DR SAGINAW, MI 48604	NONE	SCHOOL	EDUCATE CHILDREN	4,500
CARROLTON SCHOOLS - TEEN CENTER 3211 CARLA DR SAGINAW, MI 48604	NONE	SCHOOL	ADVANCE STUDENT ACADEMIC LEARNING	5,000
CHILD ABUSE AND NEGLECT COUNCIL 1311 N MICHIGAN SAGINAW, MI 48602	NONE	NON-PROFIT	CAPITAL CAMPAIGN	20,000
CHILDREN'S CHRISTMAS STORE 1537 S WASHINGTON AVE SAGINAW, MI 48601	NONE	NON-PROFIT	DIST OF GIFTS TO LOW INCOME FAMILIES	500
CITY OF SAGINAW SCHOOL DISTRICT 3100 WEBBER ST SAGINAW, MI 48601	NONE	SCHOOL	SUPPORT BAND AT SAGINAW HIGH	5,000
CMU - COLLEGE OF MEDICINE 524 BELLOWS MT PLEASANT, MI 48858	NONE	UNIVERSITY	CONSTRUCTION OF MEDICAL SCHOOL	18,000
DELTA COLLEGE 1963 DELTA RD SAGINAW, MI 48710	NONE	UNIVERSITY	SCHOLARSHIP OPPORTUNITIES FOR EDUCAT	12,000
EAST SIDE SOUP KITCHEN 940 E GENESSEE SAGINAW, MI 48601	NONE	PUBLIC CHARI	FEED INDIGENT PEOPLE	6,000
FIRST WARD COMMUNITY CENTER 1410 N TWELFTH ST SAGINAW, MI 48601	NONE	NON-PROFIT	AFTER SCHOOL AND SUMMER YOUTH PROGRA	10,000
FOOD BANK OF EASTERN MICHIGAN 2312 LAPEER RD FLINT, MI 48503	NONE	NON-PROFIT	PROVIDE GROCERIES TO SENIORS IN NEED	10,000
FRANKENMUTH CITY BEAUTIFI 240 W GENESSEE FRANKENMUTH, MI 48734	NONE	NON-PROFIT	IMPROVE CITY APPEARANCE	2,500
<b>Total . . . . .</b>			<b>► 3a</b>	<b>269,900</b>

## Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
FRANKENMUTH COMMUNITY FOU PO BOX 83 FRANKENMUTH, MI 48734	NONE	NON-PROFIT	PUBLIC ENTERTAINMENT, BEAUTIFICATION	2,500
FRANKENMUTH SCHOOL DISTRI 941 EAST GENESEE STREET FRANKENMUTH, MI 48734	NONE	SCHOOL	SCHOLARSHIP FUND AND EDUCATION	7,000
HIDDEN HARVEST 940 E GENESEE SAGINAW, MI 48607	NONE	NON-PROFIT	ALLEViate HUNGER AND END FOOD WASTE	5,000
MAJOR CHORDS FOR MINORS 103 S MASON ST SAGINAW, MI 48602	NONE	NON-PROFIT	PROMOTION OF YOUTH MUSIC	7,500
MICHIGAN ASSOCIATION OF UNITED WAYS 330 MARSHALL ST STE 211 LANSING, MI 48912	NONE	NON-PROFIT	SUPPORT OF AMERICORPS VETERAN	4,000
MICHIGAN SPECIAL OLYMPICS PO BOX 474 ALMA, MI 48801	NONE	NON-PROFIT	SPORTS OPPORTUNITIES FOR HANDICAP	4,000
OLD TOWN SOUP KITCHEN 600 GRATIOT SAGINAW, MI 48602	NONE	PUBLIC CHARI	FEED INDIGENT PEOPLE	4,000
PARISHIONERS ON PATROL 2316 WEBBER ST SAGINAW, MI 48601	NONE	NON-PROFIT	FEED INDIGENT PEOPLE	3,500
PIT & BALCONY 805 N HAMILTON ST SAGINAW, MI 48602	NONE	NON-PROFIT	ENTERTAIN AND EDUCATE IN LITERATURE	2,500
READ ASSOCIATION 100 S JEFFERSON STE 40 SAGINAW, MI 48607	NONE	NON-PROFIT	PROMOTE CHILDHOOD READING	2,900
RESCUE MISSION OF SAGINAW PO BOX 548 SAGINAW, MI 48606	NONE	CHARITY	FEED INDIGENT PEOPLE	15,000
ROCK THE ISLAND PO BOX 3275 SAGINAW, MI 48605	NONE	NON-PROFIT	PROMOTE CHRISTIAN MUSIC CONCERT	4,000
SAGINAW ART MUSEUM 1126 N MICHIGAN AVE SAGINAW, MI 48602	NONE	NON-PROFIT	EDUCATE AND ENTERTAIN COMMUNITY	15,000
SAGINAW COMMUNITY FOUNDAT 100 S JEFFERSON SAGINAW, MI 48607	NONE	NON-PROFIT	FOR HIGH SCHOOL COUNSELING	5,000
SAGINAW COMMUNITY FOUNDATION 100 S JEFFERSON SAGINAW, MI 48607	NONE	NON-PROFIT	PROVIDE SCHOLARSHIP OPPORTUNITIES	5,000
<b>Total . . . . .</b>			<b>► 3a</b>	<b>269,900</b>

## Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
SAGINAW FUTURE 515 N WASHINGTON AVE 3RD FLOOR SAGINAW, MI 48607	NONE	NON-PROFIT	ECONOMIC DEVELOPMENT	1,000
SAGINAW RIVERSIDE FILM FESTIVAL PO BOX 20072 SAGINAW, MI 48602	NONE	NON-PROFIT	ENTERTAIN IN MUSIC	500
SVRC INDUSTRIES 919 VETERANS MEMORIAL PKW SAGINAW, MI 48601	NONE	NON-PROFIT	ADVANCEMENT FOR INDIV W/ DISABILITY	5,000
SVSU FOUNDATION 7400 BAY ROAD UNIVERSITY CENTER, MI 48710	NONE	SCHOOL	PROMOTE DEVELOPMENT OF UNIVERSITY	17,000
ST JOHNS EVANGELICAL LUT 1200 E GENESSEE FRANKENMUTH, MI 48734	NONE	CHURCH	FELLOWSHIP	8,000
ST LORENZ CHURCH 140 CHURCHGROVE RD FRANKENMUTH, MI 48734	NONE	CHURCH	FELLOWSHIP	2,000
ST LORENZ SCHOOL 140 CHURCHGROVE RD FRANKENMUTH, MI 48734	NONE	SCHOOL	EDUCATE CHILDREN	2,000
TEMPLE THEATRE FOUNDATION 201 N WASHINGTON AVE SAGINAW, MI 48607	NONE	NON-PROFIT	CAPITAL CAMPAIGN	10,000
UNDERGROUND RAILROAD 1230 S WASHINGTON AVE SAGINAW, MI 48601	NONE	NON-PROFIT	ASSIST VICTIMS OF DOMESTIC VIOLENCE	1,000
UNITED WAY OF SAGINAW COUNTY 100 S JEFFERSON AV 3RD FL SAGINAW, MI 48607	NONE	NON-PROFIT	PROMOTE VOLUNTEERISM AND CHARITY	2,500
URBAN YOUTH TENNIS FOUNDATION PO BOX 1994 SAGINAW, MI 48605	NONE	NON-PROFIT	PROMOTE YOUTH ATHLETICS	2,000
WICKSON JAMES E LIBRARY 359 S FRANKLIN FRANKENMUTH, MI 48734	NONE	PUBLIC LIBRA	PUBLIC EDUCATION	6,000
WOMEN OF COLORS INC PO BOX 5525 SAGINAW, MI 48603	NONE	NON-PROFIT	MENTORING YOUTH PROGRAMS	6,000
YWCA 723 WASHINGTON AVE BAY CITY, MI 48708	NONE	NON-PROFIT	EMPOWERING WOMEN AND PROMOTING PEACE	2,500
<b>Total . . . . .</b>			<b>► 3a</b>	<b>269,900</b>

## TY 2014 Accounting Fees Schedule

**Name:** ALLEN E & MARIE A NICKLESS

MEMORIAL FOUNDATION

**EIN:** 23-7011258

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	9,539	9,539	9,539	

## TY 2014 Investments Corporate Bonds Schedule

**Name:** ALLEN E & MARIE A NICKLESS  
MEMORIAL FOUNDATION  
**EIN:** 23-7011258

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BARCLAY BANK 7.1% PLC	50,730	51,620
CAPITAL WORLD BOND FUND CLASS A	400,000	408,513
FANNIE MAE 8.25%	25,476	3,870
FRANKLIN TEMPELTON LTD. DURATION INC	10,050	8,166
FREDDIE MAC VAR%	24,810	3,950
GMAC LLC SENIOR NOTES 7.375%		
HANCOCK PREFERRED INCOME FUND	15,252	12,246
HANCOCK PREFERRED INCOME FUND II	20,000	16,272
ING GROUP NV	30,134	29,613
INTERMEDIATE BOND FUND OF AMERICA	119,621	120,333
JPM CHASE CAPITAL		
METLIFE INC. 6.5%	25,695	25,800
MORGAN STANLEY CAP VIII	74,813	83,138
ROYAL BANK OF SCOTLAND 6.40%	26,614	24,660
ROYAL BANK OF SCOTLAND 7.25%	24,841	25,480
WELLS FARGO & CO	25,661	29,170

**TY 2014 Investments Corporate  
Stock Schedule**

**Name:** ALLEN E & MARIE A NICKLESS

MEMORIAL FOUNDATION

**EIN:** 23-7011258

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
ALTRIA GROUP	10,435	19,708
AMBAC FINANCIAL GROUP INC SHS	14,998	13,353
AMCAP FUND	138,000	196,533
AMERICAN INTERNATIONAL	21,235	840
AMERICAN MUTUAL FUND INC CLASS A	200,000	401,514
AUTOMATED DATA PROC	3,407	41,685
BAC MARKET LINK STEP UP		
BAC VARIABLE COUPON NOTES	50,000	49,850
BANK OF AMERICA N.A.	50,000	49,400
BAXTER INTERNATIONAL INC	9,605	21,987
BROADRIDGE FINANCIAL	365	5,773
CAPITAL INCOME BUILDER FUND	378,048	374,616
CAPITAL WORLD GROWTH & INCOME FUND	346,000	368,783
CDK GLOBAL INC		6,766
CISCO	7,614	13,908
COMCAST	12,682	34,806
CONOCOPHILLIPS	46,208	55,248
CST BRANDS INS SHS	429	2,399
DANAHER CORP	11,576	34,284
E I DUPONT	6,295	14,788
ELI LILLY & CO.	11,676	13,798
EMC CORP	6,738	14,870
EUROPACIFIC GROWTH FUND	120,437	174,835
EXXON	26,935	51,217
FUNDAMENTAL INVESTORS FUND	446,000	524,222
GENERAL ELECTRIC	4,222	18,321
GENERAL MOTORS		105
GROWTH FUND OF AMERICA	278,000	356,005
INCOME FUND OF AMERICA	205,000	229,756
INTEL CORP.	10,328	40,826

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ISHARES	200,657	197,200
JOHNSON & JOHNSON	22,627	62,742
JP MORGAN	19,140	31,290
KRAFT FOODS	1,634	5,765
LOWE'S	9,846	20,640
MARATHON OIL	5,189	8,487
MARATHON PETROLEUM	3,510	13,539
MARKET VECTORS	313,857	308,850
MERCK & CO	38,387	56,790
MICROSOFT	12,022	74,320
MONDELEZ INTERNATIONAL	3,266	10,026
MOTOR LIQ CO		193
NEW ECONOMY FUND	139,000	191,438
NEW PERSPECTIVE FUND	165,000	181,556
NEW WORLD FUND	73,000	68,166
NEWS CORP. LTD. CLASS A	79	188
NEWS CORP. LTD. CLASS B	1,265	1,885
NRG ENERGY INC	3,671	2,560
PEPSICO INC.	9,960	18,912
PHILIP MORRIS INTL INC	7,253	32,580
PHILLIPS 66		28,680
PROCTOR & GAMBLE	27,490	45,545
SMALL CAP WORLD FUND	148,624	161,909
STRYKER CORP	28,018	56,598
TWENTY-FIRST CENTURY FOX INC CL A	640	1,920
TWENTY-FIRST CENTURY FOX INC CL B	9,739	18,445
VALERO ENERGY	5,246	24,750
VERIZON	11,066	10,759
VODAFONE GRP. PLC.	19,589	16,299
WASHINGTON MUTUAL INVESTORS FUND	101,000	122,475

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
WT01 21 AMERICAN INTERNATIONAL	136	197
WT07 16GENERAL MOTORS CO		50
WT07 19GENERAL MOTORS CO		34

## TY 2014 Legal Fees Schedule

**Name:** ALLEN E & MARIE A NICKLESS

MEMORIAL FOUNDATION

**EIN:** 23-7011258

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	3,448	3,448	3,448	

## TY 2014 Other Expenses Schedule

**Name:** ALLEN E & MARIE A NICKLESS

MEMORIAL FOUNDATION

**EIN:** 23-7011258

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INSURANCE	1,368	1,368	1,368	
INVESTMENT EXPENSES	166	166	166	

## TY 2014 Other Income Schedule

**Name:** ALLEN E & MARIE A NICKLESS

MEMORIAL FOUNDATION

**EIN:** 23-7011258

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS	840	840	

## TY 2014 Other Professional Fees Schedule

**Name:** ALLEN E & MARIE A NICKLESS

MEMORIAL FOUNDATION

**EIN:** 23-7011258

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE FEES	31,742	11,746	11,746	19,996

## TY 2014 Taxes Schedule

**Name:** ALLEN E & MARIE A NICKLESS

MEMORIAL FOUNDATION

**EIN:** 23-7011258

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	3,982	3,982	3,982	
FOREIGN TAXES				