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 , 2014, and ending ,

Name of foundation: GENESIS TWELVE FOUNDATION

A Employer identification number: 23-7885998

Number and street (or P O box number if mail is not delivered to street address): 2200 GEORGETOWN DRIVE — Room/suite: 401

B Telephone number (see instructions): (724) 934-5600

City or town, state or province, country, and ZIP or foreign postal code: SEWICKLEY PA 15143

C If exemption application is pending, check here ► [ ]

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

D 1 Foreign organizations, check here ► [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ► [ ]

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ► [ ]

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 0.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis)

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 Ck ► [X] if the foundn is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	954.	954.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	15,904.	L-6a Stmt		
	b Gross sales price for all assets on line 6a 115,777.				
	7 Capital gain net income (from Part IV, line 2)		15,904.		
	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)				
	12 **Total.** Add lines 1 through 11	16,858.	16,858.		
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)	735.			
	c Other prof fees (attach sch)				
	17 Interest	3.	3.		
	18 Taxes (attach schedule)(see instrs) EXCISE TAX ON INVESTMENT INCOME	364.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	1,102.	3.		
	25 Contributions, gifts, grants paid	117,684.			
	26 **Total expenses and disbursements.** Add lines 24 and 25	118,786.	3.		
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-101,928.			
	b **Net investment income** (if negative, enter -0-)		16,855.		
	c **Adjusted net income** (if negative, enter -0-)				

MAY 2 3 2015

SCANNED JUN 0 4 2015

POSTMARK DATE MAY 1 5 2015

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
ASSETS			
1 Cash — non-interest-bearing	2,588.	0.	0.
2 Savings and temporary cash investments			
3 Accounts receivable ►			
Less: allowance for doubtful accounts ►			
4 Pledges receivable ►			
Less: allowance for doubtful accounts ►			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7 Other notes and loans receivable (attach sch) ►			
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)	25,922.	0.	0.
c Investments — corporate bonds (attach schedule)	73,418.	0.	0.
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)	101,928.	0.	0.
LIABILITIES			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, & other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ►)			
23 **Total liabilities** (add lines 17 through 22)			
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	772,563.	0.	
28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	-670,635.	0.	
30 **Total net assets or fund balances** (see instructions)	101,928.	0.	
31 **Total liabilities and net assets/fund balances** (see instructions)	101,928.	0.	

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	101,928.
2	Enter amount from Part I, line 27a	2	-101,928.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	0.
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	0.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE SCHEDULE ATTACHED	P	Various	Various
b	CAPITAL GAIN DIVIDEND	P	Various	Various
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	115,191.		99,873.	15,318.
b	586.		0.	586.
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a	0.	0.	0.	15,318.
b	0.	0.	0.	586.
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	15,904.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0.

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 (column (b) divided by column (c))
2013	91,236.	164,304.	0.555288
2012	109,657.	217,568.	0.504013
2011	139,476.	333,239.	0.418546
2010	109,825.	430,437.	0.255148
2009	94,872.	430,260.	0.220499

2	**Total** of line 1, column (d)	2	1.953494
3	Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.390699
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	80,951.
5	Multiply line 4 by line 3	5	31,627.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	169.
7	Add lines 5 and 6	7	31,796.
8	Enter qualifying distributions from Part XII, line 4	8	117,684.

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)

1 a	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 instrs)		
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	169.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	169.
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	169.
6	Credits/Payments:		
a	2014 estimated tax pmts and 2013 overpayment credited to 2014 — 6 a		
b	Exempt foreign organizations — tax withheld at source — 6 b		
c	Tax paid with application for extension of time to file (Form 8868) — 6 c		
d	Backup withholding erroneously withheld — 6 d		
7	Total credits and payments. Add lines 6a through 6d	7	
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►	9	169.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►	10	0.
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ► **Refunded** ►	11	

Part VII-A Statements Regarding Activities

			Yes	No
1 a	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?	1 a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1 b		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?	1 c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ► $ ______ **(2)** On foundation managers ► $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities.*	2		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
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4 a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4 b		
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, column (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► PA			
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*	8 b	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 ► AUFMAN ASSOCIATES, INC. Telephone no. ► (724) 934-5600

Located at ► 2200 GEORGETOWN DRIVE SEWICKLEY PA ZIP + 4 ► 15143

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

and enter the amount of tax-exempt interest received or accrued during the year ► | 15 |

			Yes	No
16	At any time during calendar year 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

				Yes	No
	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.				
1 a	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)?		1 b		
	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?		1 c		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 ► 20__ , 20__ , 20__ , 20__ .				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement — see instructions.)		2 b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__ .				
3 a	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.)*		3 b		
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a		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?		4 b		X

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

5 a 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)?		**5 b**	
Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).			
6 a 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?		**6 b**	X
If 'Yes' to 6b, file Form 8870.			
7 a 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?		**7 b**	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
EDWARD J. AUFMAN 2200 GEORGETOWN DRIVE, STE 401 SEWICKLEY PA 15143	MANAGER 0.00	0.	0.	0.

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 ► None

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

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	69,435.
b	Average of monthly cash balances	1b	12,749.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	82,184.
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	82,184.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	1,233.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	80,951.
6	**Minimum investment return.** Enter 5% of line 5	6	4,048.

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	4,048.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	169.		
b	Income tax for 2014. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	169.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	3,879.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	3,879.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	3,879.

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	117,684.
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	117,684.
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	169.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	117,515.

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				3,879.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years: 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2014				
a From 2009 . . . . . . 73,615.				
b From 2010 . . . . . . 88,653.				
c From 2011 . . . . . . 123,862.				
d From 2012 . . . . . . 99,465.				
e From 2013 . . . . . . 83,749.				
f **Total** of lines 3a through e	469,344.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► $ 117,684.				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2014 distributable amount				3,879.
e Remaining amount distributed out of corpus	113,805.			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	583,149.			
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				
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 instructions			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)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	73,615.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	509,534.			
10 Analysis of line 9:				
a Excess from 2010 . . 88,653.				
b Excess from 2011 . . 123,862.				
c Excess from 2012 . . 99,465.				
d Excess from 2013 . . 83,749.				
e Excess from 2014 . . 113,805.				

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))

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
FIRST PRESBYTERIAN CHURCH 140 EAST ORANGE STREET LANCASTER PA 17602		CHURCH	YOUTH PROGRAMS	117,684.
Total . . . . ► **3a**				117,684.
b *Approved for future payment*				
Total . . . . ► **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	954.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	15,904.	
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)				16,858.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 16,858.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		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

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

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee | Date 5/13/15 | Title MANAGER

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
G. Donald Hess, CPA	G. Donald Hess	05/04/15		P01252278

Firm's name ► G. Donald Hess, CPA — Firm's EIN ► 45-2037628

Firm's address ► 2137 Embassy Dr Ste 113, Lancaster PA 17603 — Phone no (717) 393-1915

Miscellaneous Statement

FORM 990-PF, Part 1, Line 16b	(a)	
TAX PREPARATION	735.	
Total	735.	

Miscellaneous Statement

FORM 990-PF, Part 1, Line 18	(a)	(b)
EXCISE TAX ON INVESTMENT INCOME	364.	
Total	364.	

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS. **Date Prepared: February 6, 2015**

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Detail Information of Dividends and Distributions (continued)

Description	CUSIP Number	Paid in 2014	Paid/Adjusted in 2015 for 2014	Amount
Nondividend Distributions (Return of Capital)				
PIMCO TOTAL RETURN FUND	693390700	$ 0.00	$ 57.13	$ 57.13
Total Nondividend Distributions (Box 3)		**$ 0.00**	**$ 57.13**	**$ 57.13**

REALIZED GAIN OR (LOSS)

The information in the following sections include all your realized gain or (loss) transactions during the tax year. They may be helpful for, but not limited to, Schedule D. Please consult with your tax advisor or financial advisor regarding specific questions.

Short-Term Realized Gain or (Loss)

This section is for covered securities and corresponds to transactions reported on your 1099B as **"cost basis is reported to the IRS."** Report on Form 8949, Part I, with Box A checked.

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
ARTISAN MID CAP FUND INV	04314H303	5.21	11/21/13	03/21/14	$ 260.07	$ 238.65	$ 0.00	$ 21.42
Security Subtotal					**$ 260.07**	**$ 238.65**	**$ 0.00**	**$ 21.42**
FIRST EAGLE OVERSEAS FUND CL A	32008F101	1.26	12/17/13	10/02/14	$ 29.23	$ 28.37	$ 0.00	$ 0.86
FIRST EAGLE OVERSEAS FUND CL A	32008F101	4.48	12/17/13	10/02/14	$ 104.03	$ 100.93	$ 0.00	$ 3.10
Security Subtotal					**$ 133.26**	**$ 129.30**	**$ 0.00**	**$ 3.96**
FMI LARGE CAP FUND	302933205	1.22	12/20/13	10/02/14	$ 26.81	$ 25.03	$ 0.00	$ 1.78
FMI LARGE CAP FUND	302933205	9.36	12/20/13	10/02/14	$ 204.82	$ 191.14	$ 0.00	$ 13.68
Security Subtotal					**$ 231.63**	**$ 216.17**	**$ 0.00**	**$ 15.46**

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

charles SCHWAB

Brokerage Trust Account of
W W ADAMS & S C ADAMS & N K AD
GENESIS TWELVE FOUNDATION
U/A DTD 05/15/1997

Account Number
3616-7404

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.

Date Prepared: February 6, 2015

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Short-Term Realized Gain or (Loss) (continued)

This section is for covered securities and corresponds to transactions reported on your 1099B as **"cost basis is reported to the IRS."** Report on Form 8949, Part I, with Box A checked.

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
FPA CAPITAL FUND	302539101	8.13	12/18/13	10/02/14 $	349.94 $	357.91 $	0.00 $	(7.97)
FPA CAPITAL FUND	302539101	4.00	07/01/14	10/02/14 $	172.13 $	193.28 $	0.00 $	(21.15)
Security Subtotal				**$**	**522.07 $**	**551.19 $**	**0.00 $**	**(29.12)**
LONGLEAF PARTNERS FUND	543069108	6.49	11/07/13	10/02/14 $	221.58 $	208.81 $	0.00 $	12.77
Security Subtotal				**$**	**221.58 $**	**208.81 $**	**0.00 $**	**12.77**
OAKMARK INTL FD CLASS I	413838202	0.13	12/19/13	03/21/14 $	3.58 $	3.56 $	0.00 $	0.02
Security Subtotal				**$**	**3.58 $**	**3.56 $**	**0.00 $**	**0.02**
PIMCO TOTAL RETURN FUND INSTL CL	693390700	2.58	12/11/13	11/25/14 $	28.45 $	27.76 $	0.00 $	0.69
PIMCO TOTAL RETURN FUND INSTL CL	693390700	13.54	12/11/13	11/25/14 $	148.95 $	145.26 $	0.00 $	3.69
Security Subtotal				**$**	**177.40 $**	**173.02 $**	**0.00 $**	**4.38**
SELECTED AMERICAN SHARESCLASS S	816221105	0.20	12/19/13	10/02/14 $	9.69 $	10.11 $	0.00 $	(0.42)
SELECTED AMERICAN SHARESCLASS S	816221105	3.47	12/19/13	10/02/14 $	163.36 $	170.17 $	0.00 $	(6.81)
SELECTED AMERICAN SHARESCLASS S	816221105	0.06	07/01/14	10/02/14 $	2.82 $	2.97 $	0.00 $	(0.15)
SELECTED AMERICAN SHARESCLASS S	816221105	7.99	07/01/14	10/02/14 $	376.02 $	393.07 $	0.00 $	(17.05)
Security Subtotal				**$**	**551.89 $**	**576.32 $**	**0.00 $**	**(24.43)**
TCW SELECT EQUITIES FUND N CLASS	87234N732	0.10	12/30/13	03/21/14 $	2 65 $	2.60 $	0.00 $	0.05

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

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Short-Term Realized Gain or (Loss) (continued)

This section is for covered securities and corresponds to transactions reported on your 1099B as **"cost basis is reported to the IRS."** Report on Form 8949, Part I, with Box A checked.

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold		Total Proceeds		(-)Cost Basis		(+)Wash Sale Loss Disallowed		(=)Realized Gain or (Loss)
TCW SELECT EQUITIES FUND N CLASS	87234N732	5.10	12/30/13	03/21/14	$	124.09	$	121.44	$	0.00	$	2.65
Security Subtotal					**$**	**126.74**	**$**	**124.04**	**$**	**0.00**	**$**	**2.70**
WESTPORT SELECT CAP FUND CLASS R	961323201	30.69	12/31/13	10/02/14	$	665.82	$	664.29	$	0.00	$	1.53
Security Subtotal					**$**	**665.82**	**$**	**664.29**	**$**	**0.00**	**$**	**1.53**
Total Short-Term *(Cost basis is reported to the IRS)*					**$**	**2,894.04**	**$**	**2,885.35**	**$**	**0.00**	**$**	**8.69**
Total Short-Term					**$**	**2,894.04**	**$**	**2,885.35**	**$**	**0.00**	**$**	**8.69**

Long-Term Realized Gain or (Loss)

This section is for covered securities and corresponds to transactions reported on your 1099B as **"cost basis is reported to the IRS."** Report on Form 8949, Part II, with Box D checked.

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold		Total Proceeds		(-)Cost Basis		(+)Wash Sale Loss Disallowed		(=)Realized Gain or (Loss)
ARTISAN MID CAP FUND INV	04314H303	5.75	12/19/12	03/21/14	$	286.87	$	216.86	$	0.00	$	70.01
Security Subtotal					**$**	**286.87**	**$**	**216.86**	**$**	**0.00**	**$**	**70.01**
FIRST EAGLE OVERSEAS FUND CL A	32008F101	1.22	12/13/12	10/02/14	$	28.32	$	26.43	$	0.00	$	1.89

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

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Long-Term Realized Gain or (Loss) (continued)

This section is for covered securities and corresponds to transactions reported on your 1099B as **"cost basis is reported to the IRS."** Report on Form 8949, Part II, with Box D checked.

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
FIRST EAGLE OVERSEAS FUND CL A	32008F101	9.38	12/13/12	10/02/14	$ 217.83	$ 203.28	$ 0.00	$ 14.55
Security Subtotal					**$ 246.15**	**$ 229.71**	**$ 0.00**	**$ 16.44**
FMI LARGE CAP FUND	302933205	2.15	10/31/12	10/02/14	$ 47.17	$ 36.23	$ 0.00	$ 10.94
FMI LARGE CAP FUND	302933205	2.96	10/31/12	10/02/14	$ 64.82	$ 49.80	$ 0.00	$ 15.02
FMI LARGE CAP FUND	302933205	0.19	12/28/12	10/02/14	$ 4.31	$ 3.32	$ 0.00	$ 0.99
Security Subtotal					**$ 116.30**	**$ 89.35**	**$ 0.00**	**$ 26.95**
FPA CAPITAL FUND	302539101	3.04	01/02/13	10/02/14	$ 130.85	$ 129.68	$ 0.00	$ 1.17
FPA CAPITAL FUND	302539101	10.63	01/02/13	10/02/14	$ 457.09	$ 452.96	$ 0.00	$ 4.13
FPA CAPITAL FUND	302539101	11.48	07/01/13	10/02/14	$ 493.90	$ 488.83	$ 0.00	$ 5.07
Security Subtotal					**$ 1,081.84**	**$ 1,071.47**	**$ 0.00**	**$ 10.37**
LONGLEAF PARTNERS FUND	543069108	2.15	11/08/12	10/02/14	$ 73.51	$ 55.51	$ 0.00	$ 18.00
LONGLEAF PARTNERS FUND	543069108	27.82	11/08/12	10/02/14	$ 949.61	$ 717.11	$ 0.00	$ 232.50
Security Subtotal					**$ 1,023.12**	**$ 772.62**	**$ 0.00**	**$ 250.50**
PIMCO TOTAL RETURN FUND INSTL CL	693390700	23.72	12/12/12	11/25/14	$ 261.00	$ 269.00	$ 0.00	$ (8.00)
PIMCO TOTAL RETURN FUND INSTL CL	693390700	32.32	12/12/12	11/25/14	$ 355.59	$ 366.47	$ 0.00	$ (10.88)
Security Subtotal					**$ 616.59**	**$ 635.47**	**$ 0.00**	**$ (18.88)**
SELECTED AMERICAN SHARESCLASS S	816221105	0.23	12/18/12	10/02/14	$ 11.15	$ 10.03	$ 0.00	$ 1.12

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

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Long-Term Realized Gain or (Loss) (continued)

This section is for covered securities and corresponds to transactions reported on your 1099B as **"cost basis is reported to the IRS."** Report on Form 8949, Part II, with Box D checked.

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
SELECTED AMERICAN SHARESCLASS S	816221105	8.31	12/18/12	10/02/14	$ 391.08	$ 351.11	$ 0.00	$ 39.97
SELECTED AMERICAN SHARESCLASS S	816221105	0.41	07/01/13	10/02/14	$ 19.29	$ 18.56	$ 0.00	$ 0.73
SELECTED AMERICAN SHARESCLASS S	816221105	9.28	07/01/13	10/02/14	$ 436.95	$ 420.13	$ 0.00	$ 16.82
Security Subtotal					**$ 858.47**	**$ 799.83**	**$ 0.00**	**$ 58.64**
TCW SELECT EQUITIES FUND N CLASS	87234N732	4.48	12/28/12	03/21/14	$ 109.14	$ 84.60	$ 0.00	$ 24.54
Security Subtotal					**$ 109.14**	**$ 84.60**	**$ 0.00**	**$ 24.54**
WESTPORT SELECT CAP FUND CLASS R	961323201	63.19	12/28/12	10/02/14	$ 1,370.59	$ 1,160.16	$ 0.00	$ 210.43
Security Subtotal					**$ 1,370.59**	**$ 1,160.16**	**$ 0.00**	**$ 210.43**
Total Long-Term *(Cost basis is reported to the IRS)*					**$ 5,709.07**	**$ 5,060.07**	**$ 0.00**	**$ 649.00**

Long-Term Realized Gain or (Loss)

This section is for noncovered securities and corresponds to transactions reported on your 1099B as **"cost basis is available but not reported to the IRS."** Report on Form 8949, Part II, with Box E checked.

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
ARTISAN MID CAP FUND INV	04314H303	42.69	11/18/02	03/21/14	$ 2,127.54	$ 857.76[a]	$ 0.00	$ 1,269.78

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.

Date Prepared: February 6, 2015

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Long-Term Realized Gain or (Loss) (continued)

This section is for noncovered securities and corresponds to transactions reported on your 1099B as **"cost basis is available but not reported to the IRS."** Report on Form 8949, Part II, with Box E checked.

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold		Total Proceeds		(-)Cost Basis		(+)Wash Sale Loss Disallowed		(=)Realized Gain or (Loss)
ARTISAN MID CAP FUND INV	04314H303	14.38	12/17/08	03/21/14	$	716.65	$	244.20[a]	$	0.00	$	472.45
Security Subtotal					**$**	**2,844.19**	**$**	**1,101.96**	**$**	**0.00**	**$**	**1,742.23**
FIRST EAGLE OVERSEAS FUND CL A	32008F101	124.50	11/11/03	10/02/14	$	2,889.83	$	2,178.89[a]	$	0.00	$	710.94
Security Subtotal					**$**	**2,889.83**	**$**	**2,178.89**	**$**	**0.00**	**$**	**710.94**
FMI LARGE CAP FUND	302933205	162.29	10/17/08	10/02/14	$	3,549.29	$	1,841.99[a]	$	0.00	$	1,707.30
FMI LARGE CAP FUND	302933205	6.08	12/30/08	10/02/14	$	133.01	$	66.05[a]	$	0.00	$	66.96
Security Subtotal					**$**	**3,682.30**	**$**	**1,908.04**	**$**	**0.00**	**$**	**1,774.26**
FPA CAPITAL FUND	302539101	5.90	12/15/08	10/02/14	$	254.09	$	124.32[a]	$	0.00	$	129.77
FPA CAPITAL FUND	302539101	60.95	12/15/08	10/02/14	$	2,620.96	$	1,282.44[a]	$	0.00	$	1,338.52
FPA CAPITAL FUND	302539101	0.38	07/01/09	10/02/14	$	16.34	$	9.87[a]	$	0.00	$	6.47
FPA CAPITAL FUND	302539101	9.28	10/30/09	10/02/14	$	399.04	$	285.64[a]	$	0.00	$	113.40
Security Subtotal					**$**	**3,290.43**	**$**	**1,702.27**	**$**	**0.00**	**$**	**1,588.16**
FPA NEW INCOME	302544101	1,940.40	06/26/03	03/21/14	$	20,000.00	$	21,678.81[a]	$	0.00	$	(1,678.81)
FPA NEW INCOME	302544101	731.38	06/26/03	11/25/14	$	7,459.49	$	8,171.23[a]	$	0.00	$	(711.74)
FPA NEW INCOME	302544101	39.76	07/01/03	11/25/14	$	405.54	$	438.58[a]	$	0.00	$	(33.04)
FPA NEW INCOME	302544101	29.74	12/16/04	11/25/14	$	303.32	$	332.20[a]	$	0.00	$	(28.88)
FPA NEW INCOME	302544101	45.28	04/01/05	11/25/14	$	461.91	$	502.71[a]	$	0.00	$	(40.80)

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS. **Date Prepared: February 6, 2015**

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Long-Term Realized Gain or (Loss) (continued)

This section is for noncovered securities and corresponds to transactions reported on your 1099B as **"cost basis is available but not reported to the IRS."** Report on Form 8949, Part II, with Box E checked.

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
FPA NEW INCOME	302544101	61.76	07/01/05	11/25/14 $	629.96 $	675.72[a] $	0.00 $	(45.76)
FPA NEW INCOME	302544101	62.55	10/03/05	11/25/14 $	638.04 $	683.13[a] $	0.00 $	(45.09)
FPA NEW INCOME	302544101	95.74	12/16/05	11/25/14 $	976.52 $	1,035.95[a] $	0.00 $	(59.43)
FPA NEW INCOME	302544101	43.18	04/03/06	11/25/14 $	440.41 $	468.08[a] $	0.00 $	(27.67)
FPA NEW INCOME	302544101	87.16	07/03/06	11/25/14 $	888.96 $	943.07[a] $	0.00 $	(54.11)
FPA NEW INCOME	302544101	82.76	10/02/06	11/25/14 $	844.16 $	897.21[a] $	0.00 $	(53.05)
FPA NEW INCOME	302544101	55.90	12/18/06	11/25/14 $	570.18 $	606.01[a] $	0.00 $	(35.83)
FPA NEW INCOME	302544101	66.55	04/02/07	11/25/14 $	678.81 $	723.46[a] $	0.00 $	(44.65)
FPA NEW INCOME	302544101	72.86	07/02/07	11/25/14 $	743.18 $	788.42[a] $	0.00 $	(45.24)
FPA NEW INCOME	302544101	68.03	10/01/07	11/25/14 $	693.90 $	741.58[a] $	0.00 $	(47.68)
FPA NEW INCOME	302544101	73.93	12/17/07	11/25/14 $	754.12 $	808.15[a] $	0.00 $	(54.03)
FPA NEW INCOME	302544101	58.35	04/01/08	11/25/14 $	595.20 $	643.11[a] $	0.00 $	(47.91)
FPA NEW INCOME	302544101	59.37	07/01/08	11/25/14 $	605.54 $	649.53[a] $	0.00 $	(43.99)
FPA NEW INCOME	302544101	59.85	10/01/08	11/25/14 $	610.51 $	656.06[a] $	0.00 $	(45.55)
FPA NEW INCOME	302544101	68.89	12/15/08	11/25/14 $	702.65 $	753.00[a] $	0.00 $	(50.35)
FPA NEW INCOME	302544101	44.35	04/01/09	11/25/14 $	452.35 $	487.43[a] $	0.00 $	(35.08)
FPA NEW INCOME	302544101	50.35	07/01/09	11/25/14 $	513.54 $	552.35[a] $	0.00 $	(38.81)
FPA NEW INCOME	302544101	50.58	10/01/09	11/25/14 $	515.87 $	556.89[a] $	0.00 $	(41.02)
FPA NEW INCOME	302544101	54.02	12/14/09	11/25/14 $	550.99 $	592.63 $	0.00 $	(41.64)

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Long-Term Realized Gain or (Loss) (continued)

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Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
FPA NEW INCOME	302544101	51.67	04/01/10	11/25/14	$ 526.99	$ 566.30	$ 0.00	$ (39.31)
FPA NEW INCOME	302544101	52.09	07/01/10	11/25/14	$ 531.31	$ 570.95	$ 0.00	$ (39.64)
FPA NEW INCOME	302544101	61.38	10/01/10	11/25/14	$ 626.11	$ 671.58	$ 0.00	$ (45.47)
FPA NEW INCOME	302544101	77.51	12/13/10	11/25/14	$ 790.56	$ 839.46	$ 0.00	$ (48.90)
Security Subtotal					**$ 43,510.12**	**$ 47,033.60**	**$ 0.00**	**$ (3,523.48)**
HARBOR INTERNATIONAL FUND INST CL	411511306	5.25	12/27/01	03/21/14	$ 363.14	$ 154.05[a]	$ 0.00	$ 209.09
HARBOR INTERNATIONAL FUND INST CL	411511306	17.35	12/27/01	03/21/14	$ 1,199.97	$ 509.02[a]	$ 0.00	$ 690.95
HARBOR INTERNATIONAL FUND INST CL	411511306	57.98	05/14/02	03/21/14	$ 4,009.02	$ 1,872.50[a]	$ 0.00	$ 2,136.52
HARBOR INTERNATIONAL FUND INST CL	411511306	1.96	12/30/02	03/21/14	$ 136.14	$ 52.56[a]	$ 0.00	$ 83.58
HARBOR INTERNATIONAL FUND INST CL	411511306	15.34	12/30/02	03/21/14	$ 1,061.00	$ 409.55[a]	$ 0.00	$ 651.45
HARBOR INTERNATIONAL FUND INST CL	411511306	22.64	12/30/02	03/21/14	$ 1,565.66	$ 604.38[a]	$ 0.00	$ 961.28
Security Subtotal					**$ 8,334.93**	**$ 3,602.06**	**$ 0.00**	**$ 4,732.87**
LONGLEAF PARTNERS FUND	543069108	126.19	06/08/00	10/02/14	$ 4,306.41	$ 2,655.71[a]	$ 0.00	$ 1,650.70
LONGLEAF PARTNERS FUND	543069108	45.12	11/06/08	10/02/14	$ 1,539.98	$ 722.48[a]	$ 0.00	$ 817.50
LONGLEAF PARTNERS FUND	543069108	2.17	12/30/08	10/02/14	$ 74.36	$ 33.56[a]	$ 0.00	$ 40.80
LONGLEAF PARTNERS FUND	543069108	8.50	11/08/11	10/02/14	$ 290.34	$ 232.10	$ 0.00	$ 58.24
Security Subtotal					**$ 6,211.09**	**$ 3,643.85**	**$ 0.00**	**$ 2,567.24**

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Long-Term Realized Gain or (Loss) (continued)

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Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
OAKMARK INTL FD CLASS I	413838202	12.13	12/18/08	03/21/14 $	312.62 $	131.07[a] $	0.00 $	181.55
Security Subtotal				$	**312.62 $**	**131.07 $**	**0.00 $**	**181.55**
PIMCO TOTAL RETURN FUND INSTL CL	693390700	1,828.67	03/25/08	11/25/14 $	20,114.97 $	19,870.98[a] $	0.00 $	243.99
PIMCO TOTAL RETURN FUND INSTL CL	693390700	0.00	05/30/08	11/25/14 $	0.02 $	0.02[a] $	0.00 $	0.00
PIMCO TOTAL RETURN FUND INSTL CL	693390700	11.30	05/30/08	11/25/14 $	124.39 $	121.52[a] $	0.00 $	2.87
PIMCO TOTAL RETURN FUND INSTL CL	693390700	11.11	06/30/08	11/25/14 $	122.23 $	117.86[a] $	0.00 $	4.37
PIMCO TOTAL RETURN FUND INSTL CL	693390700	11.03	07/31/08	11/25/14 $	121.43 $	116.75[a] $	0.00 $	4.68
PIMCO TOTAL RETURN FUND INSTL CL	693390700	11.31	08/29/08	11/25/14 $	124.42 $	120.31[a] $	0.00 $	4.11
PIMCO TOTAL RETURN FUND INSTL CL	693390700	10.52	09/30/08	11/25/14 $	115.72 $	107.91[a] $	0.00 $	7.81
PIMCO TOTAL RETURN FUND INSTL CL	693390700	12.43	10/31/08	11/25/14 $	136.83 $	125.84[a] $	0.00 $	10.99
PIMCO TOTAL RETURN FUND INSTL CL	693390700	10.98	11/28/08	11/25/14 $	120.87 $	112.92[a] $	0.00 $	7.95
PIMCO TOTAL RETURN FUND INSTL CL	693390700	48.05	12/10/08	11/25/14 $	528.62 $	474.65[a] $	0.00 $	53.97
PIMCO TOTAL RETURN FUND INSTL CL	693390700	84.36	12/10/08	11/25/14 $	928.04 $	833.27[a] $	0.00 $	94.77
PIMCO TOTAL RETURN FUND INSTL CL	693390700	13.43	12/31/08	11/25/14 $	147.76 $	135.90[a] $	0.00 $	11.86
PIMCO TOTAL RETURN FUND INSTL CL	693390700	14.40	01/30/09	11/25/14 $	158.48 $	145.90[a] $	0.00 $	12.58

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Brokerage Trust Account of
W W ADAMS & S C ADAMS & N K AD
GENESIS TWELVE FOUNDATION
U/A DTD 05/15/1997

Account Number
3616-7404

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Long-Term Realized Gain or (Loss) (continued)

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Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
PIMCO TOTAL RETURN FUND INSTL CL	693390700	15.40	02/27/09	11/25/14 $	169.46 $	153.84[a] $	0.00 $	15.62
PIMCO TOTAL RETURN FUND INSTL CL	693390700	14.86	03/31/09	11/25/14 $	163.51 $	150.24[a] $	0.00 $	13.27
PIMCO TOTAL RETURN FUND INSTL CL	693390700	14.75	04/30/09	11/25/14 $	162.28 $	150.44[a] $	0.00 $	11.84
PIMCO TOTAL RETURN FUND INSTL CL	693390700	14.39	05/29/09	11/25/14 $	158.32 $	149.78[a] $	0.00 $	8.54
PIMCO TOTAL RETURN FUND INSTL CL	693390700	14.33	06/30/09	11/25/14 $	157.71 $	149.49[a] $	0.00 $	8.22
PIMCO TOTAL RETURN FUND INSTL CL	693390700	14.87	07/31/09	11/25/14 $	163.60 $	157.76[a] $	0.00 $	5.84
PIMCO TOTAL RETURN FUND INSTL CL	693390700	14.40	08/31/09	11/25/14 $	158.43 $	154.92[a] $	0.00 $	3.51
PIMCO TOTAL RETURN FUND INSTL CL	693390700	9.61	12/31/09	11/25/14 $	105.71 $	103.57 $	0.00 $	2.14
PIMCO TOTAL RETURN FUND INSTL CL	693390700	48.35	12/08/10	11/25/14 $	531.93 $	521.13 $	0.00 $	10.80
PIMCO TOTAL RETURN FUND INSTL CL	693390700	105.76	12/08/10	11/25/14 $	1,163.34 $	1,139.74 $	0.00 $	23.60
PIMCO TOTAL RETURN FUND INSTL CL	693390700	10.40	12/31/10	11/25/14 $	114.44 $	112.64 $	0.00 $	1.80
PIMCO TOTAL RETURN FUND INSTL CL	693390700	8.62	01/31/11	11/25/14 $	94.87 $	93.37 $	0.00 $	1.50
PIMCO TOTAL RETURN FUND INSTL CL	693390700	8.93	02/28/11	11/25/14 $	98.32 $	97.03 $	0.00 $	1.29
PIMCO TOTAL RETURN FUND INSTL CL	693390700	9.30	03/31/11	11/25/14 $	102.32 $	101.00 $	0.00 $	1.32
Security Subtotal				**$**	**26,088.02 $**	**25,518.78 $**	**0.00 $**	**569.24**

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charles SCHWAB

Brokerage Trust Account of
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GENESIS TWELVE FOUNDATION
U/A DTD 05/15/1997

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Long-Term Realized Gain or (Loss) (continued)

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Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
SELECTED AMERICAN SHARESCLASS S	816221105	63.60	11/26/02	10/02/14 $	2,992.61 $	1,645.00[a] $	0.00 $	1,347.61
SELECTED AMERICAN SHARESCLASS S	816221105	0.28	12/01/08	10/02/14 $	13.17 $	7.19[a] $	0.00 $	5.98
SELECTED AMERICAN SHARESCLASS S	816221105	13.20	12/01/08	10/02/14 $	621.17 $	338.78[a] $	0.00 $	282.39
Security Subtotal				**$**	**3,626.95 $**	**1,990.97 $**	**0.00 $**	**1,635.98**
TCW SELECT EQUITIES FUND N CLASS	87234N732	148.27	12/19/08	03/21/14 $	3,607.51 $	1,460.50[a] $	0.00 $	2,147.01
Security Subtotal				**$**	**3,607.51 $**	**1,460.50 $**	**0.00 $**	**2,147.01**
WESTPORT SELECT CAP FUND CLASS R	961323201	100.95	11/18/02	10/02/14 $	2,189.76 $	1,655.20[a] $	0.00 $	534.56
Security Subtotal				**$**	**2,189.76 $**	**1,655.20 $**	**0.00 $**	**534.56**
Total Long-Term *(Cost basis is available but not reported to the IRS)*				**$**	**106,587.75 $**	**91,927.19 $**	**0.00 $**	**14,660.56**
Total Long-Term				**$**	**112,296.82 $**	**96,987.26 $**	**0.00 $**	**15,309.56**

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Brokerage Trust Account of
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TAX YEAR 2014
YEAR-END SUMMARY

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Realized Gain or (Loss) Summary

Total Realized Gain or (Loss)

Description	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
Total Short-Term Realized Gain or (Loss) *(Cost basis is reported to the IRS. Report on Form 8949, Part I, with Box A checked.)*	$ 2,894.04	$ 2,885.35	$ 0.00	$ 8.69
Total Short-Term Realized Gain or (Loss)	$ 2,894.04	$ 2,885.35	$ 0.00	$ 8.69
Total Long-Term Realized Gain or (Loss) *(Cost basis is reported to the IRS. Report on Form 8949, Part II, with Box D checked.)*	$ 5,709.07	$ 5,060.07	$ 0.00	$ 649.00
Total Long-Term Realized Gain or (Loss) *(Cost basis is available but not reported to the IRS. Report on Form 8949, Part II, with Box E checked.)*	$ 106,587.75	$ 91,927.19	$ 0.00	$ 14,660.56
Total Long-Term Realized Gain or (Loss)	$ 112,296.82	$ 96,987.26	$ 0.00	$ 15,309.56
TOTAL REALIZED GAIN OR (LOSS)	$ 115,190.86	$ 99,872.61	$ 0.00	$ 15,318.25