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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.

For calendar year 2014 or tax year beginning _____, and ending _____

Name of foundation

THE REED FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)

40 STRATFORD PLACE NE

A Employer identification number

26-1477372

B Telephone number

(404) 572-3393

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name changeH Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year **J Accounting method: Cash Accrual**
(from Part II, col. (c), line 16) **Other (specify) _____**
► \$ 2,992,759. (Part I, column (d) must be on cash basis.)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received	845,969.			
Revenue	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	Interest on savings and temporary cash investments	30.	30.		STATEMENT 1
	4 Dividends and interest from securities	133,053.	131,683.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	68,408.		RECEIVED	
	b Gross sales price for all assets on line 6a	971,474.			
	7 Capital gain net income (from Part IV, line 2)		68,408.	101	
	8 Net short-term capital gain			WST 27/2015	
	9 Income modifications				
	Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	<80,648.00	26,977.		STATEMENT 3
	12 Total. Add lines 1 through 11	966,812.	227,098.	0.	
	13 Compensation of officers, directors, trustees, etc	1,200.	0.	0.	0.
Operating and Administrative Expenses	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 4 3,450.	0.	0.	0.
	c Other professional fees	STMT 5 246.	246.	0.	0.
	17 Interest	12,934.	12,934.	0.	0.
	18 Taxes	STMT 6 1,190.	1,190.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 7 445.	385.	0.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23	19,465.	14,755.	0.	0.
	25 Contributions, gifts, grants paid	85,000.			85,000.
	26 Total expenses and disbursements. Add lines 24 and 25	104,465.	14,755.	0.	85,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	862,347.			
	b Net investment income (if negative, enter -0)		212,343.		
	c Adjusted net income (if negative, enter -0)			0.	

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
			<625,881. > <848,150. > <848,150. >		
Assets	1 Cash - non-interest-bearing				
	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				
	7 Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations	STMT 9			
	b Investments - corporate stock		2,684,992.	3,769,608.	3,840,909.
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		2,059,111.	2,921,458.	2,992,759.
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►)				
Net Assets or Fund Balances	23 Total liabilities (add lines 17 through 22)		0.	0.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
Net Assets or Fund Balances	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 ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		2,059,111.	2,921,458.	STATEMENT 8
	30 Total net assets or fund balances		2,059,111.	2,921,458.	
Net Assets or Fund Balances	31 Total liabilities and net assets/fund balances		2,059,111.	2,921,458.	

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	2,059,111.
2 Enter amount from Part I, line 27a	2	862,347.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	2,921,458.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,921,458.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a FIDELITY - SEE ATTACHED			P	VARIOUS	12/31/14
b FIDELITY - SEE ATTACHED			P	VARIOUS	12/31/14
c KINDER MORGAN ENERGY PARTNERS			P	VARIOUS	12/31/14
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 106,418.		99,489.		6,929.	
b 846,435.		803,577.		42,858.	
c 18,621.				18,621.	
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a				6,929.	
b				42,858.	
c				18,621.	
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	68,408.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }		3	6,929.	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	67,232.	1,708,977.	.039340
2012	47,125.	1,385,722.	.034008
2011	27,542.	995,963.	.027654
2010	22,629.	662,021.	.034182
2009	22,040.	460,652.	.047845

2 Total of line 1, column (d)	2	.183029
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	.036606
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	2,350,031.
5 Multiply line 4 by line 3	5	86,025.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,123.
7 Add lines 5 and 6	7	88,148.
8 Enter qualifying distributions from Part XII, line 4	8	85,000.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)	
1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.
1	4,247.
1b	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)
2	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).
3	4,247.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)
4	0.
3	Add lines 1 and 2
5	4,247.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)
6	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-
6a	Credits/Payments: 2,280.
6b	a 2014 estimated tax payments and 2013 overpayment credited to 2014
6c	b Exempt foreign organizations - tax withheld at source
6d	c Tax paid with application for extension of time to file (Form 8868)
7	d Backup withholding erroneously withheld
7	Total credits and payments. Add lines 6a through 6d 2,280.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 1,967.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax ► Refunded ► 11

Part VII-A Statements Regarding Activities

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?	Yes	No
1a		X	
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <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>		X
1c	Did the foundation file Form 1120-POL for this year?		X
1d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.		
1e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?		X
4b	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
5	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?		X
6	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>		X
7	Enter the states to which the foundation reports or with which it is registered (see instructions) ► GA		
8a	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>		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)? <i>If "Yes," complete Part XIV</i>		X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11		
12		
13	X	
14	GLEN REED	Telephone no. 404-572-3393
15	40 STRATFORD PLACE NE, ATLANTA, GA	ZIP+4 30342-3956
16	15	N/A
		Yes No
		X

Website address ► **N/A**

14 The books are in care of ► **GLEN REED** Telephone no. ► **404-572-3393**
Located at ► **40 STRATFORD PLACE NE, ATLANTA, GA** ZIP+4 ► **30342-3956**

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

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 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 ► **16** ► **X**

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	<input type="checkbox"/> Yes	X No
If "Yes," list the years ► _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	X 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	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

N/A



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?

N/A

 Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

 Yes No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

 Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GLEN REED 40 STRATFORD PLACE NE ATLANTA, GA 30342-3956	PRESIDENT 0.00	0.	0.	0.
EDITH REED 40 STRATFORD PLACE NE ATLANTA, GA 30342-3956	VICE PRESIDENT/TREASURER 0.00	0.	0.	0.
ALEC B. REED 40 STRATFORD PLACE NE ATLANTA, GA 30342-3956	SECRETARY 0.00	0.	0.	0.
ADAM C. REED 40 STRATFORD PLACE NE ATLANTA, GA 30342-3956	EXECUTIVE DIRECTOR 1.20	1,200.	0.	0.

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

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

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



0

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

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

Total number of others receiving over \$50,000 for professional services ►

0

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

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

Expenses

1	N/A	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1	N/A	
2		
3		
Total. Add lines 1 through 3		0.

Form 990-PF (2014)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	3,012,376.
b Average of monthly cash balances	1b	<626,558.>
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	2,385,818.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	2,385,818.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	35,787.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,350,031.
6 Minimum investment return. Enter 5% of line 5	6	117,502.

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	117,502.
2a Tax on investment income for 2014 from Part VI, line 5	2a	4,247.
b Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	4,247.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	113,255.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	113,255.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	113,255.

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	85,000.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	85,000.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	85,000.

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				113,255.
2 Undistributed income, if any, as of the end of 2014			81,926.	
a Enter amount for 2013 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 85,000.			81,926.	
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount	0.			3,074.
e Remaining amount distributed out of corpus	0.			0.
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				110,181.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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)				
<i>a Paid during the year</i>				
HEIFER PROJECT P.O. BOX 8058 LITTLE ROCK, AR 72203			GIVING FAMILIES A HAND-UP, NOT JUST A HANDOUT, WE EMPOWER THEM TO TURN HUNGER AND POVERTY INTO HOPE	1,000.
MEDSHARE INTERNATIONAL 3240 CLIFTON SPRINGS ROAD DECATUR, GA 30034			MEDSHARE IS A NONPROFIT ORGANIZATION DEDICATED TO IMPROVING THE ENVIRONMENT AND	66,000.
MS CENTER OF ATLANTA 3200 DOWNTOWN CIR NW, STE 550 ATLANTA, GA 30327			THE MULTIPLE SCLEROSIS CENTER OF ATLANTA IS A NOT-FOR-PROFIT 501(C)(3) ORGANIZATION PROVIDING	1,000.
CATHOLIC MEDICAL MISSION BOARD 10 WEST 17TH STREET NEW YORK, NY 10011-5765			CATHOLIC MEDICAL MISSION BOARD PROVIDES MEDICINES AND MEDICAL SUPPLIES, FREE OF CHARGE, TO PARTNER	5,000.
GLOBAL SOAP PROJECT 3917 EAST LONE MOUNTAIN ROAD NORTH LAS VEGAS, NV 89081			THE MISSION OF THE GLOBAL SOAP PROJECT IS TO IMPROVE GLOBAL HEALTH. TO DO THAT, WE RECEIVE	2,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 85,000.
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
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					30.
4 Dividends and interest from securities					
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					26,977.
8 Gain or (loss) from sales of assets other than inventory					68,408.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a <u>BOOK GAIN LOSS BASIS</u>					
b <u>ADJUSTMENT</u>					<107,625.>
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		0.	120,843.
13 Total. Add line 12, columns (b), (d), and (e)					120,843.

Part 1: XYZ Corp. Profitability Analysis (See Worksheet in line 15 instructions to verify calculations.)

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).
3	INTEREST FROM CASH INVESTMENTS HELD FOR CHARITABLE PURPOSES
4	DIVIDENDS ON SECURITIES HELD FOR CHARITABLE PURPOSES
8	CAPITAL GAINS FROM STOCK HELD FOR CHARITABLE PURPOSES
11	BOOK GAIN/LOSS ADJ ON STOCK HELD FOR CHARITABLE PURPOSE

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

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

OMB No 1545-0047

2014

Name of the organization

THE REED FOUNDATION

Employer identification number

26-1477372

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

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

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

► \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization

THE REED FOUNDATION

Employer identification number

26-1477372

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	<u>GLEN REED</u> <u>40 STRATFORD PLACE NE</u> <u>ATLANTA, GA 30342</u>	\$ <u>303,800.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
2	<u>GLEN REED</u> <u>40 STRATFORD PLACE NE</u> <u>ATLANTA, GA 30342</u>	\$ <u>102,461.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
3	<u>GLEN REED</u> <u>40 STRATFORD PLACE NE</u> <u>ATLANTA, GA 30342</u>	\$ <u>255,434.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
4	<u>GLEN REED</u> <u>40 STRATFORD PLACE NE</u> <u>ATLANTA, GA 30342</u>	\$ <u>184,274.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

THE REED FOUNDATION26-1477372**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	<u>APPLE OPTIONS</u>	\$ 303,800.	<u>10/21/14</u>
2	<u>1240 VANGUARD SHARES</u>	\$ 102,461.	<u>12/30/14</u>
3	<u>EATON VANCE SHARES</u>	\$ 255,434.	<u>12/10/14</u>
4	<u>RYDEX SHARES</u>	\$ 184,274.	<u>06/24/14</u>
		\$	
		\$	

Name of organization

Employer identification number

THE REED FOUNDATION

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

(a) No. from Part I				(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
				(e) Transfer of gift		
				Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
(a) No. from Part I				(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
				(e) Transfer of gift		
				Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
(a) No. from Part I				(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
				(e) Transfer of gift		
				Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

THE REED FOUNDATION

26-1477372

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - HEIFER PROJECT

GIVING FAMILIES A HAND-UP, NOT JUST A HANDOUT, WE EMPOWER THEM TO TURN HUNGER AND POVERTY INTO HOPE AND PROSPERITY, BUT OUR APPROACH IS MORE THAN THAT. BY BRINGING COMMUNITIES TOGETHER AND LINKING THEM WITH MARKETS IN THEIR AREA, WE HELP BRING SUSTAINABLE AGRICULTURE AND COMMERCE TO AREAS WITH A LONG HISTORY OF POVERTY

NAME OF RECIPIENT - MEDSHARE INTERNATIONAL

MEDSHARE IS A NONPROFIT ORGANIZATION DEDICATED TO IMPROVING THE ENVIRONMENT AND HEALTHCARE THROUGH THE EFFICIENT RECOVERY AND REDISTRIBUTION OF SURPLUS MEDICAL SUPPLIES AND EQUIPMENT TO UNDERSERVED HEALTHCARE

NAME OF RECIPIENT - MS CENTER OF ATLANTA

THE MULTIPLE SCLEROSIS CENTER OF ATLANTA IS A NOT-FOR-PROFIT 501(C)(3) ORGANIZATION PROVIDING COMPREHENSIVE HEALTH CARE SERVICES FOR PEOPLE LIVING WITH MULTIPLE SCLEROSIS.

NAME OF RECIPIENT - CATHOLIC MEDICAL MISSION BOARD

CATHOLIC MEDICAL MISSION BOARD PROVIDES MEDICINES AND MEDICAL SUPPLIES, FREE OF CHARGE, TO PARTNER ORGANIZATIONS OVERSEAS. OUR PARTNERS THEN DISTRIBUTE THESE MEDICINES TO THOSE WHO LIVE IN SUBSTANDARD CONDITIONS AND HAVE LITTLE OR NO HOPE OF RECEIVING EVEN BASIC MEDICAL CARE.

NAME OF RECIPIENT - GLOBAL SOAP PROJECT

THE MISSION OF THE GLOBAL SOAP PROJECT IS TO IMPROVE GLOBAL HEALTH. TO DO THAT, WE RECEIVE PARTIALLY-USED AND DISCARDED SOAP FROM HOTELS,

Part XV Supplementary Information**3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution**

RECYCLE IT INTO MILLIONS OF NEW BARS, AND DISTRIBUTE THE NEW SOAP
THROUGH GLOBAL HEALTH PROGRAMS TO PEOPLE WHO LACK ACCESS TO IT AROUND
THE WORLD.

NAME OF RECIPIENT - CARE

OUR MISSION IS TO SERVE INDIVIDUALS AND FAMILIES IN THE POOREST
COMMUNITIES IN THE WORLD. WE FACILITATE LASTING CHANGE BY:
STRENGTHENING CAPACITY FOR SELF-HELP, PROVIDING ECONOMIC OPPORTUNITY,
DELIVERING RELIEF IN EMERGENCIES, INFLUENCING POLICY DECISIONS AT ALL
LEVELS, AND ADDRESSING DISCRIMINATION IN ALL ITS FORMS.

NAME OF RECIPIENT - ACTION MINISTRIES

OUR MISSION IS TO MOBILIZE METRO ATLANTA COMMUNITIES TO ADDRESS THE
CHALLENGES OF POVERTY BY FOCUSING ON HUNGER RELIEF, HOUSING AND
EDUCATION. BY MEETING IMMEDIATE NEEDS AND PROVIDING TOP-NOTCH
EDUCATIONAL OPPORTUNITIES, OUR PROGRAMS ARE DESIGNED TO LEAD PEOPLE OUT
OF POVERTY.



2014 Informational Tax Reporting Statement

THE REED FOUNDATION
Account No. 267-177733 Customer Service 800-544-6686
Recipient ID No. **-***7372 Payer's Fed ID Number. 04-3523567

Note: This information is not reported to the IRS. It may assist you in tax return preparation.

2014 Proceeds from Broker and Barter Exchange Transactions*

Short-term transactions

(IRS Form 1099-B box numbers are shown below in **bold** type)

Action	Quantity	1b Date Acquired	1c Date Sold or Disposed	1d Proceeds	1e Cost or Other Basis (a)	1f Code, If Any (c) 1g Adjustments	Gain/Loss (-)	4 Federal Income Tax Withheld	14 State Income Tax Withheld	16 State Tax Withheld
ANALY CAPITAL MANAGEMENT INC COM, NY, 035710409										
Sale	1,037 000	06/20/14	07/14/14	11,561 31	12,037 15				-475 84	
Sale	68 000	12/23/13	08/21/14	1,477 14	1,441 83					35 31
GUGGENHEIM STRATEGIC OPPORTUNITIES FD COM, GOF, 40167F101										
Sale	100 000	10/11/13	02/27/14	1,931 27	1,733 75					197 52
Sale	195 000	10/11/13	02/27/14	3,765 98	3,381 35					384 63
Sale	178 000	10/11/13	05/01/14	3,685 46	3,086 57					598 89
Subtotals				9,382.71	8,201.67					
KINDER MORGAN ENERGY PARTNERS L P, 494550106										
Merger	18 000	02/11/14	12/03/14	1,826 18	1,456 95(f)					369 23
Merger	48 000	02/27/14	12/03/14	4,869 83	3,588 27(f)					1,281 56
Subtotals				6,696.01	5,045.22					
KINDER MORGAN INC DELAWARE COM USD001, KMI, 49456B101										
Cash In Lieu	0.000	12/03/14	12/03/14	27 91	0.00					27 91
PERMANENT PORTFOLIO, PRPFX, 714199106										
Sale	279 608	12/30/13	06/23/14	12,646 67	13,163 75					-517 08
RYDEX ETF TRUST GUGGENHEIM S&P 500 EQUAL, RSP, 78355W106										
Sale	130 000	12/02/13	07/28/14	9,954 27	9,061 14					893 13
Sale	214 000	12/02/13	07/28/14	16,386 26	14,900 82					1,485 44

*Our records indicate that you are an exempt recipient for 1099 reporting purposes. This statement provided is based on IRS information reporting requirements for individuals as of the preparation date and is NOT furnished to the IRS. You may be subject to different income tax reporting requirements. Please contact your tax advisor if you have any questions.



2014 Informational Tax Reporting Statement

THE REED FOUNDATION

Account No 267-177733 Customer Service 800-544-6666
Recipient ID No ***7372 Payer's Fed ID Number 04-3523567

ANADA: THIS IS THE 2400 IN CANADA. "KODAK SAFETY FILM" IS THE 2400 IN CANADA.

2014 Proceeds from Broker and Barter Exchange Transactions*

Short-term transactions

IRS Form 1099-B box numbers are shown below in bold type)

1a Description of property, Stock or Other Symbol CUSIP						
Action	Quantity	1b Date Acquired	1c Date Sold or Disposed	1d Proceeds	1e Cost or Other Basis (a)	1f Code, If Any (c) 1g Adjustments
RYDEX ETF TRUST GUGGENHEIM S&P 500 EQUAL, RSP, 78355W106						
Sale	500 000	01/15/14	07/28/14	38,285.66	35,637.90	2,647.76
Subtotals				64,626.19	59,599.86	
TOTALS				106,417.94	99,489.48	
						0.00
						7,921.38
						-992.92
						0.00
						0.00

Our records indicate that you are an exempt recipient for 1089 reporting purposes. This statement provided is based on IRS information reporting requirements for individuals as of the preparation date and is NOT furnished to the IRS. You may be subject to different income tax reporting requirements. Please contact your tax advisor if you have any questions.





2014 Information Tax Reporting Statement

THE REED FOUNDATION

Account No Z67-177733 Customer Service 800-544-6666

Recipient ID No ***7372 Payer's Fed ID Number 04-3523567

Note: This information is not reported to the IRS. It may assist you in tax return preparation.

2014 Proceeds from Broker and Barter Exchange Transactions*

Long-term transactions

(IRS Form 1099-B box numbers are shown below in **bold** type)

1a Description of property, Stock or Other Symbol, CUSIP

Action	Quantity	1b Date Acquired	1c Date Sold or Disposed	1d Proceeds	1e Cost or Other Basis (a)	1f Code, If Any (c) 1g Adjustments	Gain/Loss (-)	4 Federal Income Tax Withheld	4 Federal Income Tax State Withheld	14 State Tax Withheld
ABERDEEN ASIA PACIFIC INCOME FD INC, FAX, 003009107										
Sale	544 000	10/01/12	05/01/14		3,386.53		4,243.00			-856.47
AMERICAN CAP AGY CORP COM, AGNC, 02503X105										
Sale	151 000	08/13/12	05/20/14		3,581.24		5,097.06			-1,515.82
ANALY CAPITAL MANAGEMENT INC COM, NY, 035710409										
Sale	26 000	08/17/10	07/14/14		289.87		448.65			-158.78
Sale	1,700 000	08/17/10	07/14/14		18,952.95		29,284.71			-10,331.76
Sale	2,000 000	10/06/11	07/14/14		22,297.59		31,959.95			-9,662.36
Sale	2,898 000	08/06/12	07/14/14		32,309.21		49,795.59			-17,486.38
Sale	403 000	11/09/12	07/14/14		4,492.96		5,972.35			-1,479.39
Sale	102 000	11/16/12	07/14/14		1,137.18		1,507.34			-370.16
Sale	140 000	12/18/12	07/14/14		1,560.83		2,000.53			-439.70
Subtotals				81,040.59			120,969.12			
CAPSTEAD MTG CORP COM NO PAR, CMO, 14067E506										
Sale	399.000	08/06/12	02/27/14		5,084.77		5,598.86			-504.09
HEALTH CARE REIT INC, HCN, 42217K106										
Sale	98.000	08/06/12	04/16/14		6,142.39		5,845.56			296.83
KINDER MORGAN ENERGYPARTNERS L P, 494550106										
Sale	72 000	08/06/12	07/07/14		5,911.03		5,750.11			160.92
Merger	533 000	08/06/12	12/03/14		54,075.35		42,566.82 (f)			11,508.53
Subtotals				59,986.38			48,316.93			

*Our records indicate that you are an exempt recipient for 1099 reporting purposes. This statement provided is based on IRS information reporting requirements for individuals as of the preparation date and is NOT furnished to the IRS. You may be subject to different income tax reporting requirements. Please contact your tax advisor if you have any questions.



2014 Information Tax Reporting Statement

THE REED FOUNDATION

Account No. 267-17733 Customer Service 800-544-6666
Recipient ID No. ***7372 Payer's Fed ID Number. 04-3523567

Note: This information is not reported to the IRS. It may assist you in tax return preparation.

2014 Proceeds from Broker and Barter Exchange Transactions*

Long-term transactions

(IRS Form 1099-B box numbers are shown below in bold type)

1a Description of property, Stock or Other Symbol, CUSIP

Action	Quantity	1b Date Acquired	1c Date Sold or Disposed	1d Proceeds	1e Cost or Other Basis (a)	1f Code, If Any (c) 1g Adjustments	Gain/Loss (-)	4 Federal Income Tax Withheld	14 State Tax Withheld
MARKET VECTORS ETF TRUST PFD SECS EX FIN, PFXF, 57061R791									
Sale	100,000	12/31/12	04/14/14	2,023.54	2,044.24		-20.70		
Sale	47,000	12/31/12	04/14/14	951.07	961.48		-10.41		
Subtotals				2,974.61	3,005.72				
NEW AMER HIGH INCOME FUND INC COM NEW, HYB, 641876800									
Sale	469,000	12/03/12	02/27/14	4,683.88	4,941.19		-257.31		
Subtotals				117,506.45	117,802.29				
PERMANENT PORTFOLIO, PRPFX, 714199106									
Sale	897,000	various	04/16/14	39,665.34	39,788.85		-123.51		
Sale	1,179,194	various	06/23/14	53,334.95	52,306.33		1,028.62		
Sale	541,790	various	06/23/14	24,505.16	25,507.11		-1,001.95		
Subtotals				117,506.45	117,802.29				
PIMCO INCOME OPPORTUNITY FD COM, PKO, 72202B100									
Sale	134,000	09/07/12	02/05/14	3,876.12	3,910.91		-34.79		
PIMCO STRATEGIC GLOBAL GOVT FD INC, RCS, 72200X104									
Sale	11,000	08/06/12	02/05/14	112.85	131.91		-19.06		
Sale	100,000	08/06/12	02/05/14	1,026.32	1,199.19		-172.87		
Sale	200,000	08/06/12	02/05/14	2,046.01	2,398.38		-352.37		
Sale	205,000	08/06/12	02/27/14	2,181.41	2,458.34		-276.93		
Sale	225,000	08/06/12	06/20/14	2,379.24	2,698.18		-318.94		
Subtotals				7,745.83	8,886.00				

*Our records indicate that you are an exempt recipient for 1099 reporting purposes. This statement provided is based on IRS information reporting requirements for individuals as of the preparation date and is NOT furnished to the IRS. You may be subject to different income tax reporting requirements. Please contact your tax advisor if you have any questions.





2014 Informational Tax Reporting Statement

THE REED FOUNDATION

Account No 267-377733 Customer Service 800-544-6666
Recipient ID No ***7372 Payer's Fed ID Number 04-3523567

Note: This information is not reported to the IRS. It may assist you in tax return preparation.

2014 Proceeds from Broker and Barter Exchange Transactions*

Long-term transactions

(IRS Form 1099-B box numbers are shown below in **bold** type)

1a Description of property, Stock or Other Symbol, CUSIP

Action	Quantity	1b Date Acquired	1c Date Sold or Disposed	1d Proceeds	1e Cost or Other Basis (a)	1f Code, If Any (c) 1g Adjustments	1i Gain/Loss (-)	4 Federal Income Tax Withheld	14 State Income Tax Withheld	16 State Tax Withheld
PIONEER HIGH INCOME TR, PHT, 72369H106										
Sale	193 000	12/03/12	02/05/14	3,379.33	3,191.98				187.35	
Sale	120 000	12/03/12	06/20/14	2,183.20	1,984.65				198.55	
Subtotals				5,562.53	5,176.63					
POWERSHARES EXCHANGEGETRADED FD TR FINLP, PGF, 73935X229										
Sale	141 000	12/31/12	03/26/14	2,488.34	2,577.76				-89.42	
Sale	71 000	12/31/12	08/21/14	1,281.39	1,298.02				-16.63	
Subtotals				3,769.73	3,876.78					
POWERSHARES EXCHANGEGETRADED FD TR II CEF, PCEF, 73936Q843										
Sale	123 000	09/07/12	05/01/14	3,076.82	3,091.27				-14.45	
REALTY INCOME CORP (MARYLAND), O, 756109104										
Sale	182 000	08/06/12	02/27/14	8,052.70	7,387.49				665.21	
Sale	91 000	08/06/12	10/22/14	4,068.76	3,665.03				403.73	
Subtotals				12,121.46	11,052.52					
RYDEX ETF TRUST GUGGENHEIM S&P 500 EQUAL, RSP, 78355W106										
Sale	76 000	02/14/13	07/28/14	5,818.19	4,398.80				1,419.39	
Sale	10 000	02/14/13	07/28/14	765.55	586.65				178.90	
Sale	514 000	03/11/13	07/28/14	39,349.35	30,338.05				9,011.30	
Sale	1,798 000	03/11/13	07/28/14	137,675.21	106,124.14				31,551.07	
Sale	1,700 000	04/09/13	07/28/14	130,171.22	100,850.25				29,320.97	
Sale	1,700,000	04/30/13	07/28/14	130,171.22	102,789.95				27,381.27	
Subtotals				443,950.74	345,087.84					

*Our records indicate that you are an exempt recipient for 1099 reporting purposes. This statement provided is based on IRS information reporting requirements for individuals as of the preparation date and is NOT furnished to the IRS. You may be subject to different income tax reporting requirements. Please contact your tax advisor if you have any questions.



2014 Informational Tax Reporting Statement

THE REED FOUNDATION

Account No. 267-177733 Customer Service. 800-544-6666
Recipient ID No. ***7372 Payer's Fed ID Number 043523567

Note: This information is not reported to the IRS. It may assist you in tax return preparation.

2014 Proceeds from Broker and Barter Exchange Transactions*

Long-term transactions

(IRS Form 1099-B box numbers are shown below in **bold** type)

1a Description of property, Stock or Other Symbol, CUSIP						
Action	Quantity	1b Date Acquired	1c Date Sold or Disposed	1d Proceeds	1e Cost or Other Basis (a)	1f Code, If Any (c) 1g Adjustments
SPDR GOLD TR GOLD SHS, GLD, 78463V107						
Sale	196,000	09/16/10	11/03/14	22,029.26	24,198.44	-2,169.18
Sale	200,000	02/01/12	11/03/14	22,478.83	33,708.38	-11,229.55
Sale	200,000	09/25/12	11/03/14	22,478.83	34,179.60	-11,700.77
Subtotals				66,986.92	92,086.42	
TCW STRATEGIC INCOME FUND INC, TSI, 872340104						
Sale	468,000	08/13/12	06/20/14	2,594.07	2,583.77	10.30
TEMPLETON GLOBAL INCOME FD INC DELAWARE, GIM, 880198106						
Sale	100,000	09/15/11	05/01/14	786.23	1,056.72	-270.49
Sale	176,000	09/15/11	05/01/14	1,399.16	1,859.83	-460.67
Subtotals				2,185.39	2,916.55	
TORTOISE ENERGY INFRASTRUCTURE CORP, TYG, 89147L100						
Sale	23,000	08/13/12	05/01/14	1,102.13	939.70	162.43
Sale	100,000	08/13/12	05/01/14	4,784.94	4,085.65	699.29
Subtotals				5,887.07	5,025.35	
WESTERN ASSET EMERGING MKTS DEBT FD INC, ESD, 95766A101						
Sale	185,000	12/28/07	05/01/14	3,291.00	3,287.33	3.67
Sale	55,000	12/28/07	08/21/14	981.38	977.32	14.06
Subtotals				4,282.38	4,264.66	

*Our records indicate that you are an exempt recipient for 1099 reporting purposes. This statement provided is based on IRS information reporting requirements for individuals as of the preparation date and is NOT furnished to the IRS. You may be subject to different income tax reporting requirements. Please contact your tax advisor if you have any questions.





2014 Information Tax Reporting Statement

THE REED FOUNDATION

Account No	Z67-177733	Customer Service	800-544-6666
Recipient ID No	***-***7372	Payer's Fed ID Number	04-3523567

Note: This information is not reported to the IRS. It may assist you in tax return preparation.

2014 Proceeds from Broker and Barter Exchange Transactions*

Long-term transactions

11a Description of property Stock or Other Symbol C1S1B

(IRS Form 1099-B box numbers are shown below in bold type)

In addition to this Informational Tax Reporting Statement, please see the 1099 Tax Reporting Statement that we have issued for your account. Only the 1099 Statement includes your official IRS Form 1099-B for the lots that cost basis information is required to be reported to the IRS.

(a) Cost or other basis provided may include adjustments including, but not limited to, dividend reinvestment, return of capital/principal, wash sale disallowed, amortization, accretion, acquisition premium, bond premium, market discount, market premium, and option premium

(c) $D = \text{Market Discount}$, $W = \text{Wash Sale}$

(f) Gain/Loss information for this transaction is provided based on information available from the company or other sources regarding the aggregate cash and fair market value of shares and other property received on the date of the merger. Consult your tax advisor for information on how to report this transaction on your return.

See the supplemental gain/loss sections of this statement for options, foreign currency transactions, and closed short positions opened prior to 2011. Also refer to the gain/loss sections to see details of amortization, accretion, and similar adjustments to cost basis that are not provided for short-term instruments, unit investment trusts, or securities of foreign issuers.

***Our records indicate that you are an exempt recipient for 1099 reporting purposes. This statement provided is based on IRS information reporting requirements for individuals as of the preparation date and is NOT furnished to the IRS. You may be subject to different income tax reporting requirements. Please contact your tax advisor if you have any questions.**



2014 SALES WORKSHEET 1
USE FOR FEDERAL AND STATE TAX RETURNS UNLESS YOU RESIDE IN A NON-CONFORMING STATE

PARTNER NAME: THE REED FOUNDATION US

PARTNER ACCOUNT NUMBER: 226 0033881926

223-3333333-323
XX-XXXX7372/CORPORATION

INSTRUCTIONS: This Worksheet is provided to calculate your gain or loss from the disposition of units. First enter your Sales Proceeds (net of brokerage commissions) in column 4. Then enter your Purchase Amount (including brokerage commission) in Column 5. Adjustments to Basis are provided in Column 6. Column 7 represents partner level adjustments to your tax basis in the Partnership. For example, these adjustments would include additions to basis for distributions in excess of basis for which you have recognized income. Total Gain/Loss is the sum of Sales Proceeds in Column 4 less the total of amounts in Columns 5 and 6, plus (positive adjustment) or minus (negative adjustment) the amount in Column 7. Enter this amount in Column 8. To calculate your Capital Gain or Loss in Column 9 from your Total Gain in Column 8, subtract the Ordinary Gain in Column 8. Depending on how long this investment was held, different tax rates will apply. Unless you have advised the Partnership to use a different method, this Sales Worksheet reflects unit dispositions on a "first in, first out basis" so that you are considered to sell units in the order in which they were acquired by you. This approach has been applied solely for administrative convenience and is not consistent with IRS Revenue Ruling 84-53, which provides that a partner has one unified basis in its total partnership interest, and would generally yield a different result than that presented. Each partner must make his or her own determination of the amount of basis to be associated with units that are sold. Also, if you disposed your units in the Partnership, any unused passive losses are allowed in full in the year of disposition.

IRC SECTION 751 STATEMENT

The Taxpayer has reported ordinary income upon disposition of units in Kinder Morgan Energy Partners, LP, as provided by the General Partner. The amount was determined in accordance with Internal Revenue Code Section 751 and the detailed information is available in the offices of the General Partner upon request.

If you are a tax-exempt entity, please note that a portion of your liabilities may be allocable to you and these liabilities may be treated as acquisition indebtedness for purposes of determining the amount of gain on sale that is subject to tax as unrelated business income. Please contact your tax advisor or Tax Package Support if more information is required.

Please note that some information included on this Sales Schedule is to be reported on an individual's Form 8949. Basis information related to the sale is not reported to the IRS by the Partnership. Certain states require that nonresidents apportion the gain/loss from the sale of a partnership interest to their state. Listed below are the current year apportionment factors for states identified as imposing such requirements. The reporting requirements for each state may vary, and there could be additional states with similar requirements; therefore, it is important to consult with your tax advisor in completing any applicable state tax returns. Additional information will be provided in the Partnership's Form 8949 instructions.

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)
UNITS DISPOSED	ACQUISITION DATE	DISPOSITION DATE	SALES PROCEEDS	PURCHASE AMOUNT	ADJUSTMENTS TO TAX BASIS	PARTNER LEVEL ADJUSTMENTS TO BASIS	TOTAL GAIN/LOSS (-)	ORDINARY GAIN/LOSS (-)	CAPITAL GAIN/LOSS (-)	ALTERNATIVE MINIMUM TAX ADJUSTMENT
72.0000	08-06-2012	07-07-2014				-1,957			1,343	97
533.0000	08-06-2012	11-26-2014				-16,295			15,273	964
18.0000	02-11-2014	11-26-2014				-100			86	19
48.0000	02-27-2014	11-26-2014				-269			229	51
PARTNER TOTALS						-18,621			-16,931	1,131

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
KINDER MORGAN ENERGY PARTNERS	30.	30.	0.
TOTAL TO PART I, LINE 3	30.	30.	0.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
EXEMPT-INTEREST DIVIDENDS	1,370.	0.	1,370.	0.	0.
FIDELITY 7733	131,654.	0.	131,654.	131,654.	0.
KINDER MORGAN ENERGY PARTNERS	29.	0.	29.	29.	0.
TO PART I, LINE 4	133,053.	0.	133,053.	131,683.	0.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
KINDER MORGAN ENERGY PARTNERS	<504.>	<504.>	0.
PAYMENTS IN LIEU	6,555.	6,555.	0.
CAPITAL GAIN DISTRIBUTIONS	20,964.	20,964.	0.
KINDER MORGAN ENERGY PARTNERS	44.	44.	0.
KINDER MORGAN ENERGY PARTNERS	<82.>	<82.>	0.
BOOK GAIN LOSS BASIS ADJUSTMENT	<107,625.>	0.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	<80,648.>	26,977.	0.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,450.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	3,450.	0.	0.	0.
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FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKERAGE FEES	246.	246.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	246.	246.	0.	0.
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FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	1,190.	1,190.	0.	0.
TO FORM 990-PF, PG 1, LN 18	1,190.	1,190.	0.	0.
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FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INTANGIBLE DRILLING COST	308.	308.	0.	0.
INTANGIBLE DRILLING COST M&D	75.	75.	0.	0.
NONDEDUCTIBLE EXPENSES	2.	2.	0.	0.
SECRETARY OF STATE REGISTRATION	60.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	445.	385.	0.	0.
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FORM 990-PF	OTHER FUNDS	STATEMENT 8
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DESCRIPTION	(A) BEGINNING OF YEAR	(B) END OF YEAR
RE OR ACCUMULATED INCOME	2,059,111.	2,921,458.
TOTAL TO FORM 990-PF, PART II, LINE 29	2,059,111.	2,921,458.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIDELITY	3,769,608.	3,840,909.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,769,608.	3,840,909.