



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

2014

Department of the Treasury
Internal Revenue Service

▶ **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.

Open to Public Inspection

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

Gray Family Foundation
P.O. Box 1187
Bethany, OK 73008

A Employer identification number
26-3076075

B Telephone number (see instructions)
(405) 376-9393

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:

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

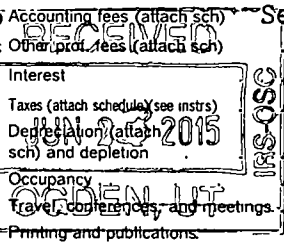
H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
▶ \$ 205,848.

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

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 ▶ <input checked="" type="checkbox"/> if the foundn is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2.	2.	2.	
	4 Dividends and interest from securities	840.	840.	840.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	9,720.			
	b Gross sales price for all assets on line 6a	170,211.			
	7 Capital gain net income (from Part IV, line 2)		10,395.		
	8 Net short-term capital gain			11,481.	
	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)					
	See Statement 1	27,416.	27,416.	27,416.	
12 Total. Add lines 1 through 11		37,978.	38,653.	39,739.	
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)	See St 2	1,000.	1,000.	1,000.
	c Other prof. fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule) (see instrs)				
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
	See Statement 3	92.	92.	92.	
24 Total operating and administrative expenses. Add lines 13 through 23		1,092.	1,092.	1,092.	
25 Contributions, gifts, grants paid	Part XV.	26,100.			26,100.
26 Total expenses and disbursements. Add lines 24 and 25.		27,192.	1,092.	1,092.	26,100.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		10,786.			
b Net Investment Income (if negative, enter -0-)			37,561.		
c Adjusted net income (if negative, enter -0-)				38,647.	

SCANNED JUN 25 2015



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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	343.	390.	390.
	2 Savings and temporary cash investments	31,066.	21,761.	21,761.
	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)	86,787.	106,831.	68,751.
	c Investments – corporate bonds (attach schedule)			
	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 ▶ See Statement 4)			114,946.	
16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	118,196.	128,982.	205,848.	
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)	0.	0.	
FUNDS ASSETS OR RESOURCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	118,196.	128,982.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds.				
30 Total net assets or fund balances (see instructions)	118,196.	128,982.		
31 Total liabilities and net assets/fund balances (see instructions)	118,196.	128,982.		

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	118,196.
2 Enter amount from Part I, line 27a	2	10,786.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	128,982.
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	128,982.

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)
1 a See Statement 5				
b				
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				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))	
(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		
a				
b				
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	10,395.	
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	11,481.	

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	10,602.	97,934.	0.108257	
2012	3,654.	59,733.	0.061172	
2011	3,786.	32,740.	0.115638	
2010	3,836.	49,588.	0.077357	
2009	1.	5,740.	0.000174	
2 Total of line 1, column (d)		2	0.362598	
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	0.072520	
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5		4	115,272.	
5 Multiply line 4 by line 3		5	8,360.	
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	376.	
7 Add lines 5 and 6		7	8,736.	
8 Enter qualifying distributions from Part XII, line 4		8	26,100.	

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)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Total credits and payments'. Total amount due is 0, with 124 refunded.

Part VII Statements Regarding Activities

Table with 10 rows for activity statements. Questions include 'During the tax year, did the foundation attempt to influence any national, state, or local legislation?', 'Did it spend more than \$100 during the year for political purposes?', and 'Has the foundation engaged in any activities that have not previously been reported to the IRS?'. Responses are marked with 'X' or 'N/A'.

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)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A Yes No

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

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

Yes No

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

6b X

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

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

Yes No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
Albert Gray 720 S. Sara Road Mustang, OK 73064	Trustee 1.00	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 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 (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		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 (see instructions)

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

	Amount
1 N/A ----- -----	
2 ----- -----	
All other program-related investments. See instructions 3 ----- -----	
Total. Add lines 1 through 3	

0.

BAA

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	1 a	91,015.
b Average of monthly cash balances	1 b	26,012.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	117,027.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	117,027.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	1,755.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	115,272.
6 Minimum investment return. Enter 5% of line 5	6	5,764.

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	5,764.
2a Tax on investment income for 2014 from Part VI, line 5	2 a	376.
b Income tax for 2014 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	376.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	5,388.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	5,388.
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	5,388.

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	1 a	26,100.
b Program-related investments – total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	26,100.
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	376.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	25,724.

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				5,388.
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 __		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010	1,398.			
c From 2011	2,577.			
d From 2012	4,000.			
e From 2013	6,401.			
f Total of lines 3a through e	14,376.			
4 Qualifying distributions for 2014 from Part XII, line 4: \$ 26,100.				
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				5,388.
e Remaining amount distributed out of corpus	20,712.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	35,088.			
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 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)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions).	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	35,088.			
10 Analysis of line 9:				
a Excess from 2010	1,398.			
b Excess from 2011	2,577.			
c Excess from 2012	4,000.			
d Excess from 2013	6,401.			
e Excess from 2014	20,712.			

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)

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

Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				

3 Complete 3a, b, or c for the alternative test relied upon:

a 'Assets' alternative test – enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c 'Support' alternative test – enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

See Statement 6

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

See Statement for Line 2a

c Any submission deadlines:

See Statement for Line 2a

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

See Statement for Line 2a

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
<i>a Paid during the year</i>				
The Children's Center, Inc. 6800 NW 39th Expressway Bethany, OK 73008			Capital Campaign	23,100.
Bethany Public Schools Foundation 6721 N.W. 42nd Bethany, OK 73008			Operating Expenses	1,000.
NRA Foundation-Western OK Friends of NRA 11250 Waples Mill Rd. Fairfax, VA 22030			Operating Expenses	1,000.
Habitat for Humanity Anchorage 1057 W. Fireweed Ln., Ste. 103 Anchorage, AK 99503			Operating Expenses	1,000.
Total				▶ 3 a 26,100.
<i>b Approved for future payment</i>				
Total				▶ 3 b

5/24/15

03:32PM

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
See Statement 1	\$ 27,416.		
Total	<u>\$ 27,416.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
General Accounting	\$ 500.	\$ 500.	\$ 500.	
Tax Return Preparation	500.	500.	500.	
Total	<u>\$ 1,000.</u>	<u>\$ 1,000.</u>	<u>\$ 1,000.</u>	<u>\$ 0.</u>

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Po Box Rental.....	\$ 92.	\$ 92.	\$ 92.	
Total	<u>\$ 92.</u>	<u>\$ 92.</u>	<u>\$ 92.</u>	<u>\$ 0.</u>

Statement 4
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
Non-producing acreage		\$ 2,604.
Producing Oil and Gas.....		112,342.
Total	<u>\$ 0.</u>	<u>\$ 114,946.</u>

Client 6075

Gray Family Foundation

26-3076075

5/24/15

03:32PM

Statement 5
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	250 Abbott Labs	Purchased	Various	2/28/2014
2	50 BancFirst Corp	Purchased	Various	5/30/2014
3	400 Blackberry Limited Company	Purchased	Various	7/02/2014
4	150 Century Link Inc	Purchased	Various	5/30/2014
5	350 Emerald Oil Inc	Purchased	7/07/2014	7/10/2014
6	400 Emerald Oil Inc	Purchased	7/07/2014	7/22/2014
7	400 Fuelcell Energy Inc	Purchased	Various	7/02/2014
8	150 Global X Funds	Purchased	Various	8/01/2014
9	.25 Halyard Health Inc	Purchased	7/22/2014	11/07/2014
10	100 Hewlett Packard	Purchased	8/21/2014	8/21/2014
11	50 Kimberly Clark	Purchased	7/22/2014	12/23/2014
12	100 Lululemon Athlettca	Purchased	6/12/2014	7/07/2014
13	100 Lululemon Athlettca	Purchased	8/07/2014	9/15/2014
14	125 Lumber Liquidators	Purchased	Various	8/07/2014
15	100 Microsoft Corp	Purchased	11/20/2013	5/15/2014
16	100 Microsoft Corp	Purchased	1/23/2014	7/10/2014
17	300 JC Penney Co	Purchased	2/27/2014	3/11/2014
18	1000 Petroquest Energy Inc	Purchased	Various	8/29/2014
19	100 Powershares Software Portfolio	Purchased	10/29/2013	7/22/2014
20	50 Proctor and Gamble	Purchased	8/05/2014	10/09/2014
21	50 Sandisk Corp	Purchased	7/17/2014	11/18/2014
22	250 Sandridge Energy	Purchased	Various	1/14/2014
23	250 Sandridge Energy	Purchased	7/16/2013	1/22/2014
24	200 Sandridge Energy	Purchased	12/02/2013	2/27/2014
25	300 Sandridge Energy	Purchased	12/02/2013	5/09/2014
26	500 USEC Inc	Purchased	3/11/2014	4/02/2014
27	50 Walgreen Co.	Purchased	8/06/2014	9/05/2014
28	100 Garmin Ltd	Purchased	7/10/2014	8/27/2014
29	200 Flextronics Intl	Purchased	8/06/2014	8/29/2014
30	350 Global X Funds	Purchased	3/27/2013	8/01/2014
31	250 Quicksilver Resources	Purchased	10/25/2012	8/15/2014
32	1000 Quicksilver Resources	Purchased	Various	9/24/2014
33	250 El Paso Pipeline Partners	Purchased	10/29/2013	8/11/2014
34	250 El Paso Pipeline Partners	Purchased	3/05/2014	8/28/2014
35	200 Energy Tranfer Parters	Purchased	8/27/2014	10/08/2014
36	150 Kinder Morgan Energy Partners	Purchased	9/16/2013	7/10/2014
37	100 Kinder Morgan Energy Partners	Purchased	9/16/2013	8/01/2014
38	25 Magellan Midstream Partners	Purchased	11/12/2013	4/11/2014
39	25 Magellan Midstream Partners	Purchased	11/12/2013	7/02/2014
40	Wash Sale			

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	9,935.		9,057.	878.			\$	878.
2	2,940.		2,786.	154.				154.
3	4,290.		3,245.	1,045.				1,045.
4	5,643.		4,888.	755.				755.
5	2,454.		2,615.	-161.				-161.
6	3,106.		2,989.	117.				117.
7	934.		1,523.	-589.				-589.
8	2,525.		2,367.	158.				158.
9	9.		9.	0.				0.
10	3,706.		3,607.	99.				99.
11	5,891.		5,260.	631.				631.

Client 6075

Gray Family Foundation

26-3076075

5/24/15

03:32PM

Statement 5 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
12	4,105.		3,731.	374.				\$ 374.
13	4,373.		3,949.	424.				424.
14	6,857.		6,886.	-29.				-29.
15	3,966.		3,727.	239.				239.
16	4,162.		3,588.	574.				574.
17	2,738.		2,233.	505.				505.
18	6,643.		6,639.	4.				4.
19	3,669.		3,408.	261.				261.
20	4,178.		3,963.	215.				215.
21	5,006.		4,799.	207.				207.
22	1,485.		1,272.	213.				213.
23	1,555.		1,223.	332.				332.
24	1,260.		1,118.	142.				142.
25	1,985.		1,677.	308.				308.
26	2,010.		1,745.	265.				265.
27	3,199.		3,029.	170.				170.
28	5,474.		5,782.	-308.				-308.
29	2,206.		2,112.	94.				94.
30	5,891.		5,400.	491.				491.
31	278.		953.	-675.				-675.
32	883.		2,460.	-1,577.				-1,577.
33	10,068.		7,771.	2,297.				2,297.
34	10,219.		8,585.	1,634.				1,634.
35	12,792.		11,445.	1,347.				1,347.
36	12,170.		10,918.	1,252.				1,252.
37	7,676.		7,655.	21.				21.
38	1,818.		3,016.	-1,198.				-1,198.
39	2,112.		3,061.	-949.				-949.
40								675.
								Total \$ <u>10,395.</u>

Statement 6
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program: Gray Family Foundation
Name: Albert Gray
Care Of: P.O. Box 1187
Street Address: Bethany, OK 73008
City, State, Zip Code: (405) 376-9393
Telephone:
E-Mail Address:
Form and Content: Letter outlining purpose of request and amount requested
Submission Deadlines: None
Restrictions on Awards: None

Gray Family Foundation
 Schedule of Other Income
 Year Ended 2014

26-3076075

Part 1 - Line 11 - Other Income

	Gross	Deductions	Suspended Losses from PYs	Per Books	Per Columns (b) and (c)
Oil and Gas Royalty Income	19,888	-	-	19,888	19,888
Lease Bonus	8,500	-	-	8,500	8,500
Chieftan Settlement Fund	189	-	-	189	189
El Paso Pipeline Partners	(380)	-	(132)	(512)	(512)
Energy Transfer Partners LP	(33)	(6)	-	(39)	(39)
Magellan Midstream Partners	(31)	-	(12)	(43)	(43)
Kinder Morgan Energy. Partners	(121)	(6)	(440)	(567)	(567)
Linn Energy LLC	1,379	(1,065)	(314)	-	-
Total Other Income	29,391	(1,077)	(898)	27,416	27,416

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ **File a separate application for each return.**
 ▶ **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions Gray Family Foundation	Employer identification number (EIN) or 26-3076075
	Number, street, and room or suite no. If a P.O. box, see instructions. P.O. Box 1187	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Bethany, OK 73008	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

• The books are in the care of ▶ Albert Gray

Telephone No. ▶ (405) 376-9393 Fax No. ▶ _____

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 2015, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ calendar year 2014 or

▶ tax year beginning _____, 20____, and ending _____, 20_____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	500
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	500

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.