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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, 2014, and ending

, 20

Name of foundation JP'S PEACE, LOVE & HAPPINESS FOUNDATION		A Employer identification number 27-4449810
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (800) 839-1754
FOUNDATION SOURCE 501 SILVERSIDE RD City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19809-1377		
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		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 ☐
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, col (c), line 16) ▶ \$ 9,788,537.		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)
1 Contributions, gifts, grants, etc., received (attach schedule)		1,055,100.			
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		3,587.	3,587.		
4 Dividends and interest from securities		339,591.	339,591.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		701,901.			
b Gross sales price for all assets on line 6a		7,946,713.			
7 Capital gain net income (from Part IV, line 2)			1,851,765.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total Add lines 1 through 11		2,100,179.	2,194,943.		
13 Compensation of officers, directors, trustees, etc.		42,275.			42,275.
14 Other employee salaries and wages					
15 Pension plans, employee benefits		7,406.			7,406.
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)					
c Other professional fees (attach schedule) [1]		10,479.	9,841.		638.
17 Interest					
18 Taxes (attach schedule) (see instructions) [2]		19,833.	137.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy		2,878.			2,878.
21 Travel, conferences, and meetings		11,233.			11,233.
22 Printing and publications		1,150.			1,150.
23 Other expenses (attach schedule) ATCH. 3		53,677.	92.		53,585.
24 Total operating and administrative expenses Add lines 13 through 23		148,931.	10,070.		119,165.
25 Contributions, gifts, grants paid		2,211,146.			2,211,146.
26 Total expenses and disbursements Add lines 24 and 25		2,360,077.	10,070.		2,330,311.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-259,898.			
b Net investment income (if negative, enter -0-)			2,184,873.		
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	3,005,351.	2,036,160.	2,036,160.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 4	7,211,770.	5,676,739.	5,548,719.
	c	Investments - corporate bonds (attach schedule) ATCH 5		2,243,634.	2,203,658.
	Liabilities	11	Investments - land, buildings, and equipment basis		
		Less accumulated depreciation (attach schedule) ▶			
12		Investments - mortgage loans			
13		Investments - other (attach schedule)			
14		Land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule) ▶			
15		Other assets (describe ▶)			
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	10,217,121.	9,956,533.	9,788,537.
17		Accounts payable and accrued expenses			
18		Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons	689.		
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	689.	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ ☒ check here and complete lines 27 through 31.				
	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	10,216,431.	9,956,533.	
	30	Total net assets or fund balances (see instructions)	10,216,431.	9,956,533.	
	31	Total liabilities and net assets/fund balances (see instructions)	10,217,120.	9,956,533.	

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	10,216,431.
2	Enter amount from Part I, line 27a	2	-259,898.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	9,956,533.
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	9,956,533.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
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					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
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	1,851,765.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	3,494,655.	11,284,870.	0.309676
2012	2,620,805.	417,604.	6.275814
2011	1,322,767.	407,283.	3.247783
2010			
2009			
2 Total of line 1, column (d)			2 9.833273
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 3.277758
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 10,212,508.
5 Multiply line 4 by line 3			5 33,474,130.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 21,849.
7 Add lines 5 and 6			7 33,495,979.
8 Enter qualifying distributions from Part XII, line 4 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.			8 2,330,311.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	43,697.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	43,697.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	43,697.
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	14,800.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	14,800.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	28,897.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of FOUNDATION SOURCE Telephone no 800-839-1754 Located at 501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE ZIP+4 19809-1377			
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			
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? 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	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☒ Yes ☐ No		
(6)	Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐	1b	X
c	Organizations relying on a current notice regarding disaster assistance check here ☐		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? ☐	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No If "Yes," list the years 		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) ☐	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014) ☐	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)? ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

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? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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
ATCH 6		42,275.	4,172.	.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. ☐

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

Part IX-A Summary of Direct Charitable Activities

Part IX-B Summary of Program-Related Investments (see instructions)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	8,235,269.
b	Average of monthly cash balances	1b	2,132,759.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	10,368,028.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	10,368,028.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	155,520.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,212,508.
6	Minimum investment return. Enter 5% of line 5	6	510,625.

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	510,625.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	43,697.
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	43,697.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	466,928.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	466,928.
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	466,928.

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	2,330,311.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,330,311.
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,330,311.

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				466,928.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only				
b Total for prior years 20 <u>12</u> , 20 <u>11</u> , 20 <u>10</u>				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011 1,302,576.				
d From 2012 2,599,939.				
e From 2013 2,935,407.				
f Total of lines 3a through e	6,837,922.			
4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ <u>2,330,311.</u>				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2014 distributable amount				466,928.
e Remaining amount distributed out of corpus	1,863,383.			
5 Excess distributions carryover applied to 2014 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below: .	8,701,305.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	8,701,305.			
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011 1,302,576.				
c Excess from 2012 2,599,939.				
d Excess from 2013 2,935,407.				
e Excess from 2014 1,863,383.				

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

ATTACHMENT 7

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

N/A

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

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ATCH 8				
Total			3a	2,211,146.
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

OMB No 1545-0047

2014▶ **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**Name of the organization**

JP'S PEACE, LOVE & HAPPINESS FOUNDATION

Employer identification number

27-4449810

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 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).

Name of organization **JP'S PEACE, LOVE & HAPPINESS FOUNDATION**Employer identification number
27-4449810**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	DEJORIA, JOHN PAUL PO BOX 160787 AUSTIN, TX 78716	\$ 1,050,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	THE MEDRANO FAMILY FOUNDATION 4809 WESTWAY PARK BLVD HOUSTON, TX 77041	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization JP'S PEACE, LOVE & HAPPINESS FOUNDATION

Employer identification number

27-4449810

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
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----

Name of organization JP'S PEACE, LOVE & HAPPINESS FOUNDATION

Employer identification number

27-4449810

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 information once. See instructions) ► \$ _____
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
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

ATTACHMENT 1

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT MANAGEMENT SERVICES	9,841.	9,841.	
WEBSITE DEVELOPMENT	638.		638.
TOTALS	<u>10,479.</u>	<u>9,841.</u>	<u>638.</u>

ATTACHMENT 2FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
990-PF ESTIMATED TAX FOR 2014	14,800.	
990-PF EXTENSION FOR 2013	4,896.	
FOREIGN TAX PAID	137.	137.
TOTALS	<u>19,833.</u>	<u>137.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	47,350.		47,350.
BANK CHARGES	92.	92.	
CELL PHONE	772.		772.
EQUIPMENT/FURNITURE PURCHASE	2,827.		2,827.
OFFICE SUPPLIES	539.		539.
PAYROLL PROCESSING FEES	1,531.		1,531.
POSTAGE/DELIVERY SERVICE	341.		341.
STATE OR LOCAL FILING FEES	25.		25.
WEBSITE HOSTING/SUPPORT	200.		200.
TOTALS	<u>53,677.</u>	<u>92.</u>	<u>53,585.</u>

ATTACHMENT 4FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ABERDEEN ASSET MANAGEMENT PLC	41,382.	38,782.
AETNA INC.	26,342.	28,070.
AIR LEASE CORP	22,070.	20,414.
AIRGAS INC	22,983.	24,188.
ANSYS INC.	22,910.	23,944.
ANTHEM INC	16,513.	18,348.
APPLE INC.	19,963.	22,959.
BANK NEW YORK MELLON CORP	21,587.	23,815.
BOEING CO	32,041.	33,015.
CARMAX INC	27,382.	35,487.
CBRE GROUP INC	11,254.	12,193.
CERNER CORPORATION	12,768.	15,195.
CHARLES SCHWAB CORP	44,923.	48,636.
CHECK POINT SOFTWARE TECH	16,351.	18,935.
CHOICE HOTELS INTERNATIONAL	24,252.	27,786.
CHUBB CORP	25,253.	28,247.
CISCO SYSTEMS INC	22,840.	25,761.
COLFAX CORPORATION	30,170.	22,639.
COLGATE-PALMOLIVE COMPANY	13,701.	14,046.
CONCHO RESOURCES INC	36,739.	27,032.
COOPER COMPANIES INC	14,633.	15,399.
CORE LABRATORIES	12,790.	9,988.
COSTAR GROUP, INC.	24,780.	30,299.
DICK'S SPORTING GDS	18,759.	20,654.
DISCOVERY COMMUNICATIONS CL A	13,573.	11,437.
DISCOVERY COMMUNICATIONS, INC	79,981.	74,015.
DOVER CORP	36,079.	32,704.
ECOLAB INC	21,196.	19,963.
EDWARDS LIFESCIENCES	14,141.	19,617.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 4 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EINBECKER BRAUHAUS	145,832.	145,058.
EVEREST RE GROUP LTD	33,975.	36,104.
FACTSET RESH SYST INC.	38,941.	44,618.
FASTENAL COMPANY	26,061.	26,253.
FLEETCOR TECHNOLOGIES INC	27,395.	30,039.
FOSSIL INC COM	22,381.	24,474.
FRANKLIN RES INC	36,431.	36,212.
GOLDMAN SACHS HIGH YIELD FLOAT	300,178.	292,164.
GOLDMAN SACHS HIGH YIELD FUND	106,488.	97,320.
GOLDMAN SACHS MLP ENERGY INFR	749,999.	696,651.
GOLDMAN SACHS STRAT INC-INSTIT	500,000.	484,726.
GOLDMAN SACHS TACTICAL TILT	125,000.	126,017.
GOOGLE INC CL A	4,691.	4,245.
GOOGLE INC CL C	4,619.	4,211.
GS LOCAL EMERGING MKTS DEBT FD	125,000.	95,263.
HELMERICH PAYNE	16,316.	10,248.
HYATT HOTELS CORP.	52,180.	52,082.
IDEXX CORP	36,072.	40,626.
ILLUMINA INC COM	43,335.	46,883.
INTERCONTINENTAL HOTELS GROUP	9,168.	9,612.
ISHARE MSCI SPAIN IN	102,108.	84,151.
ITC HOLDINGS CORP	40,572.	45,807.
LVMH MOET HENN UNSP	19,330.	18,598.
MANCHESTER UNITED PLC	17,012.	15,932.
MASTERCARD INC	32,522.	36,963.
METTLER-TOLEDO INTL	26,756.	31,153.
MORNINGSTAR, INC.	12,361.	11,454.
MSC INDUSTRIAL DRCT	18,340.	18,038.
NASDAQ OMX GROUP	20,933.	24,603.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 4 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NIELSEN HOLDINGS N.V.	21,671.	19,994.
OAKMARK INTERNATIONAL FUND	415,833.	361,973.
ORACLE CORP	70,888.	77,708.
PALL CP	20,193.	24,796.
PARKER HANNIFIN CP	32,881.	37,009.
PERRIGO CO PLC	13,804.	15,880.
PRECISION CASTPARTS	22,145.	21,920.
PRICELINE.COM INCORPORATED	29,272.	26,225.
RYANAIR HOLDINGS PLC-ADR	13,570.	17,889.
SABRE CORPORATION	28,987.	31,540.
SBA COMMUNICATIONS	13,490.	14,177.
SOLARCITY CORPORATION	15,205.	11,445.
SPDR S&P BANK ETF	121,281.	127,490.
SS&C TECHNOLOGIES INC	5,100.	5,089.
STARWOOD HOTELS & RESORTS	9,689.	9,566.
STATE STREET CORPORATION	24,683.	28,260.
T. ROWE PRICE ASSOCIATES	22,340.	23,526.
TESLA MOTORS INC	41,681.	38,032.
TIME WARNER INC.	8,593.	9,567.
UNILEVER N V N Y	19,775.	18,349.
VANGUARD FTSE DEVELOPED MARKET	490,206.	439,408.
VANGUARD S&P 500 ETF	475,165.	508,680.
VANGUARD SM-CAP ETF	207,150.	209,988.
VERISK ANALYTICS, INC	26,819.	28,118.
VERIZON COMMUNICATIONS	26,468.	25,168.
VISA INC	31,711.	39,068.
WALT DISNEY HOLDINGS CO.	21,350.	23,453.
WATERS CORP	8,972.	9,130.
WYNN RESORTS	16,465.	12,198.
TOTALS	<u>5,676,739.</u>	<u>5,548,719.</u>

FORM 990PF, PART II - CORPORATE BONDSATTACHMENT 5

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BARCLAYS BANK PLC IDX A ZRO LK	84,999.	77,529.
BARCLAYS BANK PLC MTN - 00.00%	75,000.	77,618.
BOA - 1.700% - 08/25/2017	49,948.	50,012.
CITIGROUP INC - 1.550% - 08/14	49,930.	49,859.
CNA FINL CORP - 6.50% - 08/15/	55,975.	54,082.
CREDIT SUISSE AG LINKED TO MSC	84,000.	77,305.
CREDIT SUISSE NEW YORK BRANCH	84,999.	87,473.
CRH AMER INC NT 6.000% 09/30/2	55,140.	53,816.
DEUTSCHE BK AG SR IDX ZRO LKD	84,999.	86,589.
DEUTSCHE BK AG SR IDX ZRO LKD	84,000.	76,490.
DOW CHEMICAL CO THE NOTE - 4.	53,629.	53,457.
EASTMAN CHEMICAL CO - 3.000% -	51,526.	50,948.
EBAY INC SR GLBL NT - 2.20% -	49,408.	49,492.
FISERV INC NOTE - 03.125% - 10	51,440.	50,861.
HASBRO - 3.150% - 05/15/2021	50,456.	49,916.
HEWLETT PACKARD CO NT - 00.00%	50,337.	49,145.
INGERSOLL-RAND - 6.875% - 08/1	59,439.	58,043.
JP MORGAN CHASE BANK NA - 0.00	84,999.	87,277.
JP MORGAN CHASE BANK NA - 0.00	84,000.	77,104.
JPMORGAN CHASE & CO SR NT - 4.	54,065.	53,721.
JUNIPER NETWORKS - 4.600% - 03	53,351.	52,231.
KOHL'S CORP NT - 6.250% - 12/15	56,866.	55,652.
KROGER CO - 2.950% - 11/01/202	49,984.	49,590.
LEGG MASON INC SR GLBL NT - 2.	49,890.	50,242.
MARRIOTT INTL - 5.810% - 11/10	53,110.	52,054.
MS GLBL - 2.375% - 07/23/2019	49,772.	49,816.
NETAPP INC NT - 03.3750% - 06/	49,842.	50,130.
ROPER INDS INC - 2.050% - 10/0	49,663.	49,587.
ROYAL BANK OF CANADA LINKED TO	79,000.	72,143.

ATTACHMENT 5 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
THOMSON REUTERS CORPBOND - 00.	50,040.	49,741.
TYCO ELECTRONICS - 2.350% - 08	49,974.	49,954.
UBS AG SR IDX ZRO LKD - 0.000%	84,999.	86,878.
VERIZON COMMUNICATIONS INC - 1	49,975.	49,769.
WELLS FARGO & CO SR IDX ZRO LK	84,000.	77,317.
WELLS FARGO & CO SR IDX ZRO LK	85,000.	87,968.
WHIRLPOOL CORP - 1.350% - 03/0	49,879.	49,849.
TOTALS	<u>2,243,634.</u>	<u>2,203,658.</u>

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
7,946,713.		PUBLICLY-TRADED SECURITIES 6,094,948.					1,851,765.	
TOTAL GAIN (LOSS)							<u>1,851,765.</u>	

JP'S PEACE, LOVE & HAPPINESS FOUNDATION

27-4449810

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 6

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS
ELOISE DEJORIA FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	VP 1.00		
JOHN PAUL DEJORIA FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	PRES / DIR 1.00		
CONSTANCE DYKHUIZEN FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	TREAS / EXECUTIVE DIR / SEC 25.00	42,275.	4,172.
GRAND TOTALS		42,275.	4,172.

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

JOHN PAUL DEJORIA
ELOISE DEJORIA

FORM 990PF - PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
100 CLUB OF CENTRAL TEXAS 3200 STECK AVE STE 240 AUSTIN, TX 78757	N/A PC		PLH CHARITY DIVISION	10,000
AMERICAN YOUTHWORKS 1901 E BEN WHITE BLVD AUSTIN, TX 78741	N/A PC		GENERAL & UNRESTRICTED	12,500.
AUSTIN COMMUNITY FOUNDATION FOR THE CAPITAL AREA 4315 GUADALUPE ST STE 300 AUSTIN, TX 78751	N/A PC		CHARITABLE EVENT	2,000
AUSTIN FILM FESTIVAL INC 1801 SALINA ST AUSTIN, TX 78702	N/A PC		GENERAL & UNRESTRICTED	10,000.
AUSTIN FILM SOCIETY 1901 E 51ST ST AUSTIN, TX 78723	N/A PC		WILD-BORN FILM	5,000.
AUSTIN FILM SOCIETY 1901 E 51ST ST AUSTIN, TX 78723	N/A PC		CHARITABLE EVENT	6,000.

FORM 990-BE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT A (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AUSTIN FILM SOCIETY 1901 E 51ST ST AUSTIN, TX 78723	N/A PC		CHARITABLE EVENT	10,000
AUSTIN RECOVERY INC PO BOX 28610 AUSTIN, TX 78755	N/A PC		GENERAL & UNRESTRICTED	5,000
AUSTIN RECOVERY INC PO BOX 28610 AUSTIN, TX 78755	N/A PC		CHARITABLE EVENT	5,000.
AUSTIN THEATRE ALLIANCE PO BOX 1566 AUSTIN, TX 78767	N/A PC		THE PARAMOUNT THEATRE	10,000
AUSTIN TRINITY SCHOOL 3901 BEE CAVES RD W LAKE HILLS, TX 78746	N/A PC		GENERAL & UNRESTRICTED	5,000
AUSTIN WALDORF SCHOOL 8700 S VIEW RD AUSTIN, TX 78737	N/A PC		GIVING TREE PROGRAM	2,000

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AUSTIN YOUTH & COMMUNITY FARM INC DBA URBAN ROOTS 2921 E 17TH ST, BLDG D, STE 4 AUSTIN, TX 78702	N/A PC	GENERAL & UNRESTRICTED	10,000.
AUSTIN YOUTH & COMMUNITY FARM INC DBA URBAN ROOTS 2921 E 17TH ST, BLDG D, STE AUSTIN, TX 78702	N/A PC	CHARITABLE EVENT	6,000
AVENUES PREGNANCY CLINIC 1911 W GLENOAKS BLVD STE A GLENDAL, CA 91201	N/A PC	FIRSTGIVING FUND	538
BEREA COLLEGE PO BOX 2206 BEREA, KY 40404	N/A PC	GROW APPALACHIA PROGRAM	1,050,000.
BRENT SHAPIRO FOUNDATION FOR DRUG AWARENESS 10250 CONSTELLATION BLVD , 18TH FLO LOS ANGELES, CA 90067	N/A PC	CHARITABLE EVENT	10,000
CENTER FOR EARLY EDUCATION 563 N ALFRED ST W HOLLYWOOD, CA 90048	N/A PC	GENERAL & UNRESTRICTED	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHAMPIONS OF LIFE INC 7870 W 183RD ST OVERLAND PARK, KS 66085	N/A PC	GENERAL & UNRESTRICTED	10,000
CHILDREN'S HOSPITAL OF LOS ANGELES 4650 W SUNSET BLVD LOS ANGELES, CA 90027	N/A PC	GENERAL & UNRESTRICTED	500
CHILDREN'S HOSPITAL OF LOS ANGELES 4650 W SUNSET BLVD LOS ANGELES, CA 90027	N/A PC	AREA OF GREATEST NEED	500
CMC FOUNDATION OF CENTRAL TEXAS 4900 MUELLER BLVD AUSTIN, TX 78723	N/A PC	GENERAL & UNRESTRICTED	150
CMC FOUNDATION OF CENTRAL TEXAS 4900 MUELLER BLVD AUSTIN, TX 78723	N/A PC	WOMEN'S TRUST PARTNERSHIP PROGRAM	1,000
CONNECTHER 12301 ZELLER LN AUSTIN, TX 78753	N/A PC	TRAIN 40 WOMEN ENTREPRENEURS IN SOMALILAND'	2,500

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CONNECTHER 12301 ZELLER LN AUSTIN, TX 78753	N/A PC		CHARITABLE EVENT	25,000
CREATIVE COALITION 360 PARK AVE S, 11TH FL NEW YORK, NY 10010	N/A PC		GENERAL & UNRESTRICTED	10,000
CREATIVE COALITION 360 PARK AVE S, 11TH FL NEW YORK, NY 10010	N/A PC		CHARITABLE EVENT	1,800
DALLAS FOUNDATION A TX NONPROFIT CORPORATION 3963 MAPLE AVE STE 390 DALLAS, TX 75219	N/A PC		DKR FUND	15,000
DALLAS FOUNDATION A TX NONPROFIT CORPORATION 3963 MAPLE AVE STE 390 DALLAS, TX 75219	N/A PC		CHARITABLE EVENT	10,000
ENANES EDUCATION FOUNDATION 601 CAMP CRAFT RD W LAKE HILLS, TX 78746	N/A PC		GENERAL & UNRESTRICTED	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>		<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ECORISE YOUTH INNOVATIONS 2921 E 17TH ST, STE 4 AUSTIN, TX 78702	N/A PC		GENERAL & UNRESTRICTED	1,500
FAITH IN PRACTICE 7500 BEECHNUT ST STE 208 HOUSTON, TX 77074	N/A PC		GENERAL & UNRESTRICTED	1,000
FELIDAE CONSERVATION FUND 110 TIBURON BLVD STE 3 MILL VALLEY, CA 94941	N/A PC		GHOST CATS OF THE SANTA MONICA MOUNTAINS	2,500.
FRIENDLY HAND FOUNDATION 347 S NORMANDIE AVE LOS ANGELES, CA 90020	N/A PC		GENERAL & UNRESTRICTED	500.
FRIENDS OF ATWATER ELEMENTARY 3271 SILVER LAKE BLVD LOS ANGELES, CA 90039	N/A PC		GARDEN! PROGRAM	5,175
GET OFF THE ROPES 5125 FM 535 CEDAR CREEK, TX 78612	N/A PC		GENERAL & UNRESTRICTED	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GREEN DOT PUBLIC SCHOOLS 1149 S HILL ST STE 600 LOS ANGELES, CA 90015	N/A PC		GENERAL & UNRESTRICTED	5,000
HIRE OUR HEROES 202 CHURCH ST SE STE 526 LEESBURG, VA 20175	N/A PC		GENERAL & UNRESTRICTED	7,500
HONOR FLIGHT AUSTIN 815-A BRAZOS ST BOX 498 AUSTIN, TX 78701	N/A PC		GENERAL & UNRESTRICTED	10,000.
HUMANE SOCIETY OF VENTURA COUNTY PO BOX 297 OJAI, CA 93024	N/A PC		GENERAL & UNRESTRICTED	500
IDAHO 2 FLY INC 601 W BANNOCK ST BOISE, ID 83702	N/A PC		GENERAL & UNRESTRICTED	10,000
JOHN MARSHALL HIGH ALUMNI ASSOCIATION PO BOX 39847 LOS ANGELES, CA 90039	N/A PC		DILL SCHOLARSHIP FUND	1,000

EDRM 990PE - PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT B (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
KICK DRUGS OUT OF AMERICA FOUNDATION 3800 N SHEPHERD DR STE 3800-B HOUSTON, TX 77018	N/A PC	GENERAL & UNRESTRICTED	5,000
LIFEWORKS 3700 S 1ST ST AUSTIN, TX 78704	N/A PC	GENERAL & UNRESTRICTED	4,000.
LOS ANGELES POVERTY DEPARTMENT PO BOX 26190 LOS ANGELES, CA 90026	N/A PC	GENERAL & UNRESTRICTED	10,000.
MAKE-A-WISH FOUNDATION OF AMERICA 4742 N 24TH ST STE 400 PHOENIX, AZ 85016	N/A PC	GENERAL & UNRESTRICTED	250
MENDING KIDS INTERNATIONAL 2307 W OLIVE AVE B BURBANK, CA 91506	N/A PC	GENERAL & UNRESTRICTED	10,500
MERCY & SHARING 1101 VILLAGE RD, STE LL4D CARBONDALE, CO 81623	N/A PC	GENERAL & UNRESTRICTED	10,000

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>		<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
MEXIC-ARTE 419 CONGRESS AVE AUSTIN, TX 78701	N/A PC		CHARITABLE EVENT	5,000
MOBILE LOAVES & FISHES INC 903 S CAPITAL OF TEXAS HWY AUSTIN, TX 78746	N/A PC		GENERAL & UNRESTRICTED	250.
MOBILE LOAVES & FISHES INC 903 S CAPITAL OF TEXAS HWY AUSTIN, TX 78746	N/A PC		TO BUILD 10 PEACE, LOVE & HAPPINESS HOMES	100,000.
MOBILE LOAVES & FISHES INC 903 S CAPITAL OF TEXAS HWY AUSTIN, TX 78746	N/A PC		COMMUNITY FIRST' CAPITAL CAMPAIGN	250,000
MULTICULTURAL REFUGEE COALITION PO BOX 41566 AUSTIN, TX 78704	N/A PC		CHARITABLE EVENT	70.
NAMI 3803 FAIRFAX DR STE 100 ARLINGTON, VA 22203	N/A PC		CHARITABLE EVENT	500

FORM 990PF - PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
NAMI TEXAS PANHANDLE INC 1528 S LIPSCOMB ST AMARILLO, TX 79102	N/A PC		GENERAL & UNRESTRICTED	500.
NOBILITY PROJECT 2600 N CUERNAVACA DR AUSTIN, TX 78733	N/A PC		GENERAL & UNRESTRICTED	5,060.
NOBILITY PROJECT 2600 N CUERNAVACA DR AUSTIN, TX 78733	N/A PC		CHARITABLE EVENT	15,000
PALMER DRUG ABUSE PROGRAM OF AUSTIN INC 8500 SHOAL CREEK BLVD BLDG 1 STE 2 AUSTIN, TX 78757	N/A PC		GENERAL & UNRESTRICTED	10,000
PANCREATIC CANCER ACTION NETWORK INC 1500 ROSECRANS AVE STE 200 MANHATTAN BCH, CA 90266	N/A PC		GENERAL & UNRESTRICTED	1,000
PARA LOS NINOS 500 LUCAS AVE LOS ANGELES, CA 90017	N/A PC		GENERAL & UNRESTRICTED	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PUBLIC COMMUNICATORS INC 2900 WELTON ST STE 300 DENVER, CO 80205	N/A PC		FREE SPEECH TV PROGRAM	2,000
RAINFOREST FLOW 7336 SANTA MONICA BLVD, STE 664 LOS ANGELES, CA 90046	N/A PC		GENERAL & UNRESTRICTED	20,000.
RAINFOREST PARTNERSHIP PO BOX 49268 AUSTIN, TX 78765	N/A PC		SPONSORSHIP OF THE FILM FEST AWARDS AND GENERAL & UNRESTRICTED	10,000.
REFUGEE SERVICES OF NORTH TEXAS 12035 SHILOH RD STE 320 DALLAS, TX 75228	N/A PC		GENERAL & UNRESTRICTED	283.
RONALD MCDONALD HOUSE CHARITIES OF AUSTIN & CTR TX 1315 BARBARA JORDAN BLVD AUSTIN, TX 78723	N/A PC		GENERAL & UNRESTRICTED	10,000.
RONALD MCDONALD HOUSE CHARITIES OF AUSTIN & CTR TX 1315 BARBARA JORDAN BLVD AUSTIN, TX 78723	N/A PC		CHARITABLE EVENT	400

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT B (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
SHARE OUR STRENGTH INC 1030 15TH ST NW STE 1100W WASHINGTON, DC 20005	N/A PC		GENERAL & UNRESTRICTED	5,000
SHERIFFS MEMORIAL AND BENEVOLENT SOCIETY OF TRAVIS PO BOX 252 DEL VALLE, TX 78617	N/A PC		CHARITABLE EVENT	5,000
ST STEPHENS EPISCOPAL SCHOOL 6500 ST STEPHENS DR AUSTIN, TX 78746	N/A PC		ANNUAL GIVING	30,000.
ST STEPHENS EPISCOPAL SCHOOL 6500 ST STEPHENS DR AUSTIN, TX 78746	N/A PC		SPRING SWING FUND	10,000.
SUSTAINABLE FOOD CENTER INC 2921 E 17TH ST BLDG C AUSTIN, TX 78702	N/A PC		GENERAL & UNRESTRICTED	1,500
SUSTAINABLE FOOD CENTER INC 2921 E 17TH ST BLDG C AUSTIN, TX 78702	N/A PC		CAPITAL CAMPAIGN	1,500.

FORM 990PF - PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT B (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
T J MARTELL FOUNDATION 550 MADISON AVE 19TH FL NEW YORK, NY 10022	N/A PC	GENERAL & UNRESTRICTED	20,000
TEEN & FAMILY SERVICES 9337 KATY FWY STE B PMB 314 HOUSTON, TX 77024	N/A PC	GENERAL & UNRESTRICTED	1,000.
TEEN AND FAMILY SERVICES AUSTIN 3801 N CAPITAL OF TX HWY STE E-240 AUSTIN, TX 78746	N/A PC	CHARITABLE EVENT	350
TEEN CANCER AMERICA INC 1001 WESTWOOD BLVD NO 300 LOS ANGELES, CA 90024	N/A PC	GENERAL & UNRESTRICTED	45,000.
TEXAS TRIBUNE INC 823 CONGRESS AVE STE 1400 AUSTIN, TX 78701	N/A PC	GENERAL & UNRESTRICTED	5,000
THE AMERICAN IRELAND FUND 211 CONGRESS ST 10TH FL BOSTON, MA 02110	N/A PC	CINEMAGIC PROGRAM	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE CHRYSALIS CENTER 522 S MAIN ST LOS ANGELES, CA 90013	N/A PC	GENERAL & UNRESTRICTED	50,000.
THE MICHAEL C SANDLER AND PETER KENNER CANCER FDN 7301 N STATE HWY 161 IRVING, TX 75039	N/A PC	GENERAL & UNRESTRICTED	10,000.
THE SALVATION ARMY P.O BOX 1000 AUSTIN, TX 78767	N/A PC	OPERATION FACELIFT FUND	10,000
TRAVIS COUNTY DOMESTIC VIOLENCE AND SEXUAL ASSAULT PO BOX 19454 AUSTIN, TX 78760	N/A PC	CHARITABLE EVENT	15,000.
TRAVIS COUNTY SHERIFF CITIZENS ACADEMY ALUMNI ASSN PO BOX 10317 AUSTIN, TX 78766	N/A PC	GENERAL & UNRESTRICTED	5,000
TRAVIS COUNTY SHERIFF CITIZENS ACADEMY ALUMNI ASSN PO BOX 10317 AUSTIN, TX 78766	N/A PC	CHARITABLE EVENT	2,500.

FORM 990DE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
US NAVY MEMORIAL FOUNDATION 701 PENNSYLVANIA AVE NW STE 123 WASHINGTON, DC 20004	N/A	PC	CAPITAL CAMPAIGN	100,000.
VISTA DEL MAR CHILD AND FAMILY SERVICES 3200 MOTOR AVE LOS ANGELES, CA 90034	N/A	PC	GARDEN' PROGRAM	77,000
WATERKEEPER ALLIANCE INC 17 BATTERY PL STE 1329 NEW YORK, NY 10004	N/A	PC	GENERAL & UNRESTRICTED	25,000.
WOODS HUMANE SOCIETY INC 875 OKLAHOMA AVE SN LUIS OBISP, CA 93405	N/A	PC	GENERAL & UNRESTRICTED	1,000
WWP INC PO BOX 758517 TOPEKA, KS 66675	N/A	PC	GENERAL & UNRESTRICTED	250.
YOUTHLAUNCH INC 2921 E 17TH ST AUSTIN, TX 78702	N/A	PC	CHARITABLE EVENT	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

YOUTHLAUNCH INC
2921 E 17TH ST
AUSTIN, TX 78702

N/A
PC

CHARITABLE EVENT

70.

TOTAL CONTRIBUTIONS PAID

2,211,146

Part XV (Form 990-PF) - Distributions of Property Value at Fair Market Value at Date of Distribution

Method for Determining Value of Donated Items: *Purchase Price*

Description of Property	Date of Distribution	Grant Recipient	Fair Market Value of Property	Book Value of Property	Value of Cash Portion of Grant	Total Amount of Grant
Chair Pouches	1/2/2014	Refugee Services of North Texas	\$ 7	\$ 7	-	\$ 7
Gift Cards	1/2/2014	Refugee Services of North Texas	\$ 150	\$ 150	-	\$ 150
Ladies Socks	1/2/2014	Refugee Services of North Texas	\$ 15	\$ 15	-	\$ 15
Bags	1/2/2014	Refugee Services of North Texas	\$ 6	\$ 6	-	\$ 6
Soap	1/2/2014	Refugee Services of North Texas	\$ 7	\$ 7	-	\$ 7
Blender	1/2/2014	Refugee Services of North Texas	\$ 38	\$ 38	-	\$ 38
Microwave	1/2/2014	Refugee Services of North Texas	\$ 60	\$ 60	-	\$ 60
Total			\$ 283	\$ 283		