Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation: TIF FOUNDATION FUND	A Employer identification number: 35-2275342
Number and street (or P O box number if mail is not delivered to street address): PO BOX 250 — Room/suite:	B Telephone number: 404-370-6147
City or town, state or province, country, and ZIP or foreign postal code: DECATUR, GA 30030	C If exemption application is pending, check here ▶ ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	D 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 6,785,337. — J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

	Line	(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	0.		N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	154,116.	154,116.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	410,180.			
	b Gross sales price for all assets on line 6a 2,428,580.				
	7 Capital gain net income (from Part IV, line 2)		410,180.		
	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)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	564,296.	564,296.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 2	356.	356.		0.
	b Accounting fees STMT 3	7,035.	7,035.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	8,231.	1,731.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	39,362.	39,362.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	54,984.	48,484.		0.
	25 Contributions, gifts, grants paid	313,000.			313,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	367,984.	48,484.		313,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	196,312.			
	b **Net investment income** (if negative, enter -0-)		515,812.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	2,284.	2,668.	2,668.
	2 Savings and temporary cash investments	81,969.	135,113.	135,113.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 6	5,930,334.	6,076,387.	6,647,556.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ DIVIDEND RECEIVABLE)	3,269.	0.	0.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	6,017,856.	6,214,168.	6,785,337.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	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 ▶ [X] **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	6,017,856.	6,214,168.	
	30 **Total net assets or fund balances**	6,017,856.	6,214,168.	
	31 **Total liabilities and net assets/fund balances**	6,017,856.	6,214,168.	

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	6,017,856.
2	Enter amount from Part I, line 27a	2	196,312.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	6,214,168.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,214,168.

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	HARRIS - SEE ATTACHMENT	P		
b	HARRIS - SEE ATTACHMENT	P		
c	HARRIS - SEE ATTACHMENT	P		
d	CAPITAL GAINS DIVIDENDS			
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	647,315.		607,239.	40,076.
b	1,147,420.		913,349.	234,071.
c	578,143.		497,812.	80,331.
d	55,702.			55,702.
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				40,076.
b				234,071.
c				80,331.
d				55,702.
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 — 410,180.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 — 3 — N/A

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	284,549.	6,368,197.	.044683
2012	87,783.	5,820,606.	.015081
2011	43,012.	1,802,600.	.023861
2010	1,815.	887,302.	.002046
2009	0.	41,092.	.000000

2	**Total** of line 1, column (d)	2	.085671
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	.017134
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	6,757,309.
5	Multiply line 4 by line 3	5	115,780.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,158.
7	Add lines 5 and 6	7	120,938.
8	Enter qualifying distributions from Part XII, line 4	8	313,000.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b		1	5,158.
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	0.
3	Add lines 1 and 2		3	5,158.
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	5,158.
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a 5,039.		
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	5,039.
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	119.
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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
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*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ ROBERT MICHAEL F. IVERSON Telephone no.▶404-370-6147

Located at ▶P. O. BOX 250, DECATUR, GA ZIP+4 ▶30030

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

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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)? N/A	1b		
	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.) N/A	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.)* N/A	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)*

		Yes	No
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)? N/A	5b		
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.

(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
ROBERT MICHAEL F. IVERSON P. O. BOX 250 DECATUR, GA 30030	DIRECTOR 1.00	0.	0.	0.
WENDY M. AUSTIN-KEEVIL 20 CHARLESTON ROAD HINSDALE, IL 60521	DIRECTOR 1.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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	6,807,297.
b	Average of monthly cash balances	1b	52,915.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,860,212.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	6,860,212.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	102,903.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,757,309.
6	**Minimum investment return.** Enter 5% of line 5	6	337,865.

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	337,865.
2a	Tax on investment income for 2014 from Part VI, line 5 — 2a: 5,158.		
b	Income tax for 2014. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	5,158.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	332,707.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	332,707.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	332,707.

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	313,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	313,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	5,158.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	307,842.

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				332,707.
2 Undistributed income, if any, as of the end of 2014.				
a Enter amount for 2013 only			312,908.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 313,000.				
a Applied to 2013, but not more than line 2a			312,908.	
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				92.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				332,615.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AMERICAN CANCER SOCIETY 250 WILLIAMS STREET ATLANTA, GA 30303	NONE	501(C)(3)	OPERATING FUNDS	19,000.
AMERICAN SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS 424 E. 92ND ST. NEW YORK, NY 10128-6804	NONE	501(C)(3)	OPERATING FUNDS	7,000.
ARBOR MONTESSORI 2998 LAVISTA ROAD DECATUR, GA 30033	NONE	501(C)(3)	OPERATING FUNDS	14,000.
ATLANTA CENTER FOR SELF SUFFICIENCY 75 PEACHTREE PLACE NW ATLANTA, GA 30309	NONE	501(C)(3)	OPERATING FUNDS	4,000.
BLAZEMAN FOUNDATION FOR ALS 18 MAPLE AVENUE BARRINGTON, RI 02806	NONE	501(C)(3)	OPERATING FUNDS	6,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	313,000.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2014)

423611
11-24-14

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	154,116.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	410,180.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		564,296.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 564,296.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	NOT APPLICABLE

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

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

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

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Signature of officer or trustee: [signature] Date: 5/11/15 Title: PRESIDENT

May the IRS discuss this return with the preparer shown below (see instr)? [X] Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
L. ROBERT PASQUESI	J. Robert Pasquesi	05/08/15		P00008831

Firm's name ▶ PASQUESI SHEPPARD LLC Firm's EIN ▶ 36-4049282

Firm's address ▶ 585 BANK LANE
LAKE FOREST, IL 60045 Phone no. 847 234-5000

2014 Tax Information Statement

Payer's Name and Address:
BMO HARRIS BANK N.A.
111 WEST MONROE STREET 10C
CHICAGO, IL 60603

Account Number: [redacted]49
Recipient's Tax ID Nu[redacted]
Payer's Federal ID Nu[redacted]
Payer's State ID Numb[redacted]
State: GA
Questions? (312)461-5154

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
TIF FOUNDATION FUND
C/O MICHAEL F. IVERSON
P. O. BOX 250
DECATUR, GA 30030

2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is proceeds less commissions and option premiums.
Covered (Box 5 is not checked)

Description of property (Box 1a)

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Form 8949 Checkbox	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code if any (Box 1f)	Adjustments (Box 1g)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
200.0	CELGENE CORPORATION COMMON STOCK									
151020104	04/17/2014	Various	A	28,445.32	24,219.04		0.00	4,226.26	0.00	0.00
225.0	CIGNA CORPORATION COMMON STOCK									
125509109	01/16/2014	04/23/2013	A	20,009.37	14,790.19		0.00	5,219.18	0.00	0.00
37.839	COLUMBIA ACORN FUND-Z									
197199409	11/24/2014	Various	A	1,409.88	1,348.69		0.00	61.19	0.00	0.00
200.0	DOVER CORPORATION COMMON STOCK									
260003108	03/24/2014	01/16/2014	A	16,150.21	16,062.46		0.00	87.75	0.00	0.00
8743.169	FEDERATED ULTRA SHORT FD-INS									
31428Q747	11/24/2014	08/21/2014	A	80,000.00	80,262.29		0.00	-262.29	0.00	0.00
450.0	FRANKLIN RESOURCES INC COMMON STOCK									
354613101	02/20/2014	06/28/2013	A	23,696.36	20,442.24		0.00	3,254.12	0.00	0.00
200.0	HUMANA INC COMMON STOCK									
444859102	10/16/2014	07/17/2014	A	25,610.07	26,539.67		0.00	-929.60	0.00	0.00
100.0	KNOWLES CORPORATION									
49926D109	03/24/2014	01/16/2014	A	3,135.41	3,166.38		0.00	-30.97	0.00	0.00

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2014 Tax Information Statement

Payer's Name and Address:
BMO HARRIS BANK N.A.
111 WEST MONROE STREET 10C
CHICAGO, IL 60603

Account Number: [redacted]
Recipient's Tax ID Number: [redacted]
Payer's Federal ID Number: 36-2085229
Payer's State ID Number:
State: GA
Questions? (312)461-5154

☐ *Corrected* ☐ *2nd TIN notice*

Recipient's Name and Address:
TIF FOUNDATION FUND
C/O MICHAEL F. IVERSON
P. O. BOX 250
DECATUR, GA 30030

2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is proceeds less commissions and option premiums.
Covered (Box 5 is not checked)

Description of property *(Box 1a)*

Cusip Number	Date Sold or Disposed *(Box 1c)*	Date Acquired *(Box 1b)*	Form 8949 Checkbox	Proceeds *(Box 1d)*	Cost or Other Basis *(Box 1e)*	Code if any *(Box 1f)*	Adjustments *(Box 1g)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 16)*
Short Term Sales Reported on 1099-B										
800.0	AGCO CORPORATION COMMON STOCK									
001084102	02/20/2014	09/25/2013	A	41,775.43	49,231.04		0.00	-7,455.61	0.00	0.00
325.0	ALLERGAN INC COMMON STOCK									
018490102	05/15/2014	04/17/2014	A	51,377.15	43,346.97		0.00	8,030.18	0.00	0.00
725.0	BABCOCK & WILCOX									
05615F102	03/24/2014	05/21/2013	A	23,771.22	21,850.63		0.00	1,920.59	0.00	0.00
400.0	BAKER HUGHES INC COMMON STOCK									
057224107	11/20/2014	06/19/2014	A	25,693.59	29,035.64		0.00	-3,342.05	0.00	0.00
250.0	BERKSHIRE HATHAWAY INC-CL B									
084670702	03/24/2014	09/25/2013	A	31,039.94	28,953.40		0.00	2,086.54	0.00	0.00
175.0	BOEING COMPANY COMMON STOCK									
097023105	09/18/2014	09/25/2013	A	22,464.61	20,821.87		0.00	1,642.74	0.00	0.00
900.0	CANADIAN NATURAL RESOURCES LTD COMMON STOCK									
136385101	09/18/2014	04/17/2014	A	37,122.74	36,737.64		0.00	385.10	0.00	0.00
125.0	CATERPILLAR INC COMMON STOCK									
149123101	12/18/2014	07/17/2014	A	11,394.67	13,718.04		0.00	-2,323.37	0.00	0.00

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2014 Tax Information Statement

Payer's Name and Address:
BMO HARRIS BANK N.A.
111 WEST MONROE STREET 10C
CHICAGO, IL 60603

Account Number: [redacted]4249
Recipient's Tax ID [redacted]42
Payer's Federal ID [redacted]29
Payer's State ID Number:
State: GA
Questions? (312)461-5154
☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
TIF FOUNDATION FUND
C/O MICHAEL F. IVERSON
P. O. BOX 250
DECATUR, GA 30030

2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is proceeds less commissions and option premiums.
Covered (Box 5 is not checked)

Description of property (Box 1a)

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Form 8949 Checkbox	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code If any (Box 1f)	Adjustments (Box 1g)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
425.0	TE CONNECTIVITY LIMITED									
H84989104	01/16/2014	06/28/2013	A	23,701.16	19,482.60		0.00	4,218.56	0.00	0.00
50.0	UNUMPROVIDENT CORPORATION COMMON STOCK									
91529Y106	04/17/2014	05/21/2013	A	1,696.27	1,401.53		0.00	294.74	0.00	0.00
775.0	XL GROUP PUBLIC LIMITED COMPANY									
G98290102	05/15/2014	06/28/2013	A	24,679.95	23,719.18		0.00	960.77	0.00	0.00
Total Short Term Sales Reported on 1099-B				**647,314.70**	**607,238.73**		**0.00**	**40,075.95**	**0.00**	**0.00**

Report on Form 8949, Part I, with Box A checked

Long Term Sales Reported on 1099-B

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Form 8949 Checkbox	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code If any (Box 1f)	Adjustments (Box 1g)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
175.0	ALLIANCE DATA SYSTEMS CORP COMMON STOCK									
018581108	04/17/2014	Various	D	43,662.45	24,306.18		0.00	19,356.27	0.00	0.00
75.0	ALLIANCE DATA SYSTEMS CORP COMMON STOCK									
018581108	08/21/2014	10/26/2012	D	20,157.64	10,652.92		0.00	9,504.72	0.00	0.00
275.0	AMERICAN EXPRESS COMPANY CAPITAL STOCK									
025816109	08/21/2014	08/16/2013	D	24,490.27	20,609.71		0.00	3,880.56	0.00	0.00
125.0	BOEING COMPANY COMMON STOCK									
097023105	10/16/2014	09/25/2013	D	15,051.17	14,872.76		0.00	178.41	0.00	0.00

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2014 Tax Information Statement

Payer's Name and Address:
BMO HARRIS BANK N.A.
111 WEST MONROE STREET 10C
CHICAGO, IL 60603

Account Number: [redacted]249
Recipient's Tax ID N[redacted]2
Payer's Federal ID N[redacted]
Payer's State ID Number:
State: GA
Questions? (312)461-5154
☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
TIF FOUNDATION FUND
C/O MICHAEL F. IVERSON
P. O. BOX 250
DECATUR, GA 30030

2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

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Covered (Box 5 is not checked)

Description of.property *(Box 1a)*

Cusip Number	Date Sold or Disposed *(Box 1c)*	Date Acquired *(Box 1b)*	Form 8949 Checkbox	Proceeds *(Box 1d)*	Cost or Other Basis *(Box 1e)*	Code if any *(Box 1f)*	Adjustments *(Box 1g)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 16)*
250.0	MASTERCARD INC-A									
57636Q104	04/17/2014	12/19/2013	A	18,568.54	20,146.74		0.00	-1,578.20	0.00	0.00
200.0	MCKESSON HBOC INC COMMON STOCK									
58155Q103	07/17/2014	08/16/2013	A	37,909.10	24,479.48		0.00	13,429.62	0.00	0.00
200.0	OSHKOSH TRUCK CORPORATION COMMON STOCK CLASS B									
688239201	03/24/2014	08/16/2013	A	11,512.05	9,219.16		0.00	2,292.89	0.00	0.00
225.0	PETSMART INC COMMON STOCK									
716768106	07/17/2014	11/21/2013	A	15,552.11	16,718.24		0.00	-1,166.13	0.00	0.00
325.0	QUALCOMM INC COMMON STOCK									
747525103	11/20/2014	12/19/2013	A	22,782.23	23,608.00		0.00	-825.77	0.00	0.00
150.0	ROCK TENN COMPANY CL A COMMON STOCK									
772739207	01/16/2014	07/31/2013	A	15,105.85	17,244.09		0.00	-2,138.24	0.00	0.00
325.0	SKYWORKS SOLUTIONS INC COMMON STOCK									
83088M102	11/20/2014	07/17/2014	A	20,980.14	15,158.94		0.00	5,821.20	0.00	0.00
300.0	SOUTHWEST AIRLINES COMPANY COMMON STOCK									
844741108	11/20/2014	11/21/2013	A	11,731.33	5,534.58		0.00	6,196.75	0.00	0.00

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2014 Tax Information Statement

Payer's Name and Address:
BMO HARRIS BANK N.A.
111 WEST MONROE STREET 10C
CHICAGO, IL 60603

Account Number: [redacted]
Recipient's Tax ID Number: [redacted]
Payer's Federal ID Number: [redacted]
Payer's State ID Number: [redacted]
State: GA
Questions? (312)461-5154

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
TIF FOUNDATION FUND
C/O MICHAEL F. IVERSON
P. O. BOX 250
DECATUR, GA 30030

2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

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Covered (Box 5 is not checked)

Description of property *(Box 1a)*

Cusip Number	Date Sold or Disposed *(Box 1c)*	Date Acquired *(Box 1b)*	Form 8949 Checkbox	Proceeds *(Box 1d)*	Cost or Other Basis *(Box 1e)*	Code if any *(Box 1f)*	Adjustments *(Box 1g)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 16)*
587.027	DODGE&COX STOCK FUND COMMON STOCK									
256219106	05/19/2014	03/18/2013	D	100,569.47	79,225.16		0.00	21,344.31	0.00	0.00
150.0	EXXON MOBIL CORPCOMMON STOCK									
30231G102	11/20/2014	02/28/2012	D	14,315.46	13,055.98		0.00	1,259.48	0.00	0.00
25770.0	FRANKLIN FLOAT RATE DLY A-AD									
353612781	08/21/2014	Various	D	235,537.80	235,115.63		0.00	422.17	0.00	0.00
300.0	FRANKLIN RESOURCES INC COMMON STOCK									
354613101	02/20/2014	12/20/2012	D	15,797.58	12,910.10		0.00	2,887.48	0.00	0.00
1050.0	HALLIBURTON COMPANY COMMON STOCK									
406216101	12/22/2014	Various	D	41,521.66	55,729.46		0.00	-14,207.80	0.00	0.00
250.0	KROGER COMPANY COMMON STOCK									
501044101	11/20/2014	Various	D	14,650.78	6,197.74		0.00	8,453.04	0.00	0.00
175.0	MCKESSON HBOC INC COMMON STOCK									
58155Q103	06/19/2014	02/28/2012	D	32,268.71	14,453.23		0.00	17,815.48	0.00	0.00
36.0	MCKESSON HBOC INC COMMON STOCK									
58155Q103	07/17/2014	02/28/2012	D	6,823.64	2,973.24		0.00	3,850.40	0.00	0.00

2014 Tax Information Statement

Payer's Name and Address:
BMO HARRIS BANK N.A.
111 WEST MONROE STREET 10C
CHICAGO, IL 60603

Account Number: [redacted]4249
Recipient's Tax ID N[redacted]42
Payer's Federal ID N[redacted]9
Payer's State ID Nu[redacted]
State: GA
Questions? (312)461-5154
☐ **Corrected** ☐ **2nd TIN notice**

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C/O MICHAEL F. IVERSON
P. O. BOX 250
DECATUR, GA 30030

2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

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Covered (Box 5 is not checked)

Description of property *(Box 1a)*

Cusip Number	Date Sold or Disposed *(Box 1c)*	Date Acquired *(Box 1b)*	Form 8949 Checkbox	Proceeds *(Box 1d)*	Cost or Other Basis *(Box 1e)*	Code if any *(Box 1f)*	Adjustments *(Box 1g)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 16)*
200.0	CELGENE CORPORATION COMMON STOCK									
151020104	10/16/2014	06/28/2013	D	17,164.92	11,814.06		0.00	5,350.86	0.00	0.00
125.0	CF INDUSTRIES HOLDINGS INC									
125269100	08/21/2014	Various	D	32,428.45	23,829.52		0.00	8,598.93	0.00	0.00
400.0	CHEVRON TEXACO INC COMMON STOCK									
166764100	06/19/2014	Various	D	52,314.92	43,900.17		0.00	8,414.75	0.00	0.00
1825.0	CISCO SYSTEMS INC COMMON STOCK									
17275R102	01/16/2014	10/26/2012	D	41,498.31	31,610.10		0.00	9,888.21	0.00	0.00
450.0	CITIGROUP INC									
172967424	05/15/2014	01/23/2013	D	20,772.44	18,781.38		0.00	1,991.06	0.00	0.00
1225.0	COCA COLA ENTERPRISES INC									
19122T109	12/18/2014	Various	D	53,601.87	37,526.70		0.00	16,075.17	0.00	0.00
33.982	COLUMBIA ACORN FUND-Z									
197199409	11/24/2014	Various	D	1,266.17	1,022.74		0.00	243.43	0.00	0.00
250.0	COMCAST CORP-CL A									
20030N101	09/18/2014	Various	D	14,274.46	6,132.56		0.00	8,141.90	0.00	0.00

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2014 Tax Information Statement

Payer's Name and Address:
BMO HARRIS BANK N.A.
111 WEST MONROE STREET 10C
CHICAGO, IL 60603

Account Number: [redacted]
Recipient's Tax ID [redacted]
Payer's Federal ID [redacted]
Payer's State ID Number:
State: GA
Questions? (312)461-5154

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
TIF FOUNDATION FUND
C/O MICHAEL F. IVERSON
P. O. BOX 250
DECATUR, GA 30030

2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is proceeds less commissions and option premiums.
Covered (Box 5 is not checked)

Description of property (Box 1a)

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Form 8949 Checkbox	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code if any (Box 1f)	Adjustments (Box 1g)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
825.0	TYSON FOODS INC CLASS A COMMON STOCK									
902494103	06/19/2014	Various	D	29,542.18	19,909.65		0.00	9,632.53	0.00	0.00
25.0	UNION PACIFIC CORPORATION COMMON STOCK									
907818108	01/16/2014	12/20/2012	D	4,195.08	3,145.62		0.00	1,049.46	0.00	0.00
275.0	UNUMPROVIDENT CORPORATION COMMON STOCK									
91529Y106	03/24/2014	03/22/2013	D	9,789.15	7,534.01		0.00	2,255.14	0.00	0.00
275.0	UNUMPROVIDENT CORPORATION COMMON STOCK									
91529Y106	04/17/2014	03/22/2013	D	9,329.51	7,534.01		0.00	1,795.50	0.00	0.00
425.0	UNUMPROVIDENT CORPORATION COMMON STOCK									
91529Y106	12/18/2014	05/21/2013	D	14,403.95	11,913.00		0.00	2,490.95	0.00	0.00
160.0	WAL-MART STORES INC COMMON STOCK									
931142103	03/24/2014	02/28/2012	D	12,273.33	9,407.99		0.00	2,865.34	0.00	0.00
175.0	WAL-MART STORES INC COMMON STOCK									
931142103	09/18/2014	02/28/2012	D	13,289.11	10,289.98		0.00	2,999.13	0.00	0.00
Total Long Term Sales Reported on 1099-B				**1,147,420.45**	**913,348.64**		**0.00**	**234,071.81**	**0.00**	**0.00**

Report on Form 8949, Part II, with Box D checked

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2014 Tax Information Statement

Payer's Name and Address:
BMO HARRIS BANK N.A.
111 WEST MONROE STREET 10C
CHICAGO, IL 60603

Account Number: [redacted]4249
Recipient's Tax ID [redacted]42
Payer's Federal ID [redacted]29
Payer's State ID Number:
State: GA
Questions? (312)461-5154

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
TIF FOUNDATION FUND
C/O MICHAEL F. IVERSON
P. O. BOX 250
DECATUR, GA 30030

2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is proceeds less commissions and option premiums.
Covered (Box 5 is not checked)

Description of property (Box 1a)

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Form 8949 Checkbox	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code if any (Box 1f)	Adjustments (Box 1g)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
225.0	MYLAN LABORATORIES INC COMMON STOCK									
628530107	03/24/2014	01/23/2013	D	11,134.54	6,344.33		0.00	4,790.21	0.00	0.00
300.0	MYLAN LABORATORIES INC COMMON STOCK									
628530107	04/17/2014	01/23/2013	D	13,894.25	8,459.10		0.00	5,435.15	0.00	0.00
250.0	OSHKOSH TRUCK CORPORATION COMMON STOCK CLASS B									
688239201	08/21/2014	08/16/2013	D	12,352.98	11,523.95		0.00	829.03	0.00	0.00
275.0	P P G INDUSTRIES INC COMMON STOCK									
693506107	10/16/2014	Various	D	48,698.95	28,202.35		0.00	20,496.60	0.00	0.00
525.0	PACKAGING CORP AMER COMMON STOCK									
695156109	07/17/2014	04/23/2013	D	35,115.21	24,225.81		0.00	10,889.40	0.00	0.00
5600.0	PYXIS LONG/SHORT EQUITY-Z									
430070409	11/24/2014	05/17/2012	D	70,000.00	62,608.00		0.00	7,392.00	0.00	0.00
250.0	TIME WARNER CABLE INC									
88732J207	02/20/2014	05/31/2012	D	35,650.60	18,749.45		0.00	16,901.15	0.00	0.00
509.0	TJX COMPANIES INC NEW COMMON STOCK									
872540109	05/15/2014	02/28/2012	D	29,583.44	18,782.05		0.00	10,801.39	0.00	0.00

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Account Number: [redacted]
Recipient's Tax ID Number: [redacted]
Payer's Federal ID Number: [redacted]
Payer's State ID Number:
State: GA
Questions? (312)461-5154
☐ Corrected ☐ 2nd TIN notice

Payer's Name and Address:
BMO HARRIS BANK N.A.
111 WEST MONROE STREET 10C
CHICAGO, IL 60603

Recipient's Name and Address:
TIF FOUNDATION FUND
C/O MICHAEL F. IVERSON
P. O. BOX 250
DECATUR, GA 30030

Reported to the IRS is proceeds less commissions and option premiums.
For noncovered securities (Box 5 is checked) shown on this statement, cost basis information is not being reported to the IRS.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property *(Box 1a)*

CUSIP Number	Date Sold or Disposed *(Box 1c)*	Date Acquired *(Box 1b)*	Form 8949 Checkbox	Proceeds *(Box 1d)*	Cost or Other Basis *(Box 1e)*	Code if any *(Box 1f)*	Adjustments *(Box 1g)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 16)*
759.437	ROWE T PRICE INTL FDS INC EMERGING MKTS STK FD									
77956H864	04/07/2014	Various	E	24,552.60	12,878.13		0.00	11,674.47	0.00	0.00
500.0	S & P 500 DEPOSITARY RECEIPT TR UNIT SER 1									
78462F103	11/24/2014	10/27/2008	E	103,557.76	43,193.75		0.00	60,364.01	0.00	0.00
577.0	VOYA MM INTL SM CAP-I									
92914A760	11/24/2014	Various	E	26,870.89	12,488.91		0.00	14,381.98	0.00	0.00
15.0	WAL-MART STORES INC COMMON STOCK									
931142103	03/24/2014	10/25/2010	E	1,150.62	816.52		0.00	334.10	0.00	0.00
Total Long Term Sales Reported on 1099-B				**578,143.40**	**497,812.13**		**0.00**	**80,331.27**	**0.00**	**0.00**

Report on Form 8949, Part II, with Box E checked

2014 Tax Information Statement

Payer's Name and Address:
BMO HARRIS BANK N.A.
111 WEST MONROE STREET 10C
CHICAGO, IL 60603

Account Number: [redacted]4249
Recipient's Tax ID [redacted]42
Payer's Federal ID [redacted]29
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Recipient's Name and Address:
TIF FOUNDATION FUND
C/O MICHAEL F. IVERSON
P. O. BOX 250
DECATUR, GA 30030

2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is proceeds less commissions and option premiums.
For noncovered securities (Box 5 is checked) shown on this statement, cost basis information is not being reported to the IRS.
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Description of property *(Box 1a)*

CUSIP Number	Date Sold or Disposed *(Box 1c)*	Date Acquired *(Box 1b)*	Form 8949 Checkbox	Proceeds *(Box 1d)*	Cost or Other Basis *(Box 1e)*	Code if any *(Box 1f)*	Adjustments *(Box 1g)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 16)*
Long Term Sales Reported on 1099-B										
113.0	CATERPILLAR INC COMMON STOCK									
149123101	12/18/2014	Various	E	10,300.78	3,763.46		0.00	6,537.32	0.00	0.00
169.0	COCA COLA ENTERPRISES INC									
19122T109	12/18/2014	Various	E	7,394.87	3,439.42		0.00	3,955.45	0.00	0.00
455.827	COLUMBIA ACORN FUND-Z									
197199409	11/24/2014	Various	E	16,984.11	8,244.41		0.00	8,739.70	0.00	0.00
100000.0	DOMINION RESOURCES 5.150% 7/15/15									
25746UAW9	12/09/2014	03/01/2012	E	102,923.38	113,198.87		0.00	-10,275.49	0.00	0.00
100000.0	JPMORGAN CHASE 4.650% 6/01/14									
46625HHN3	06/01/2014	02/29/2012	E	100,000.00	107,590.00		0.00	-7,590.00	0.00	0.00
100000.0	MERCK & CO INC 4.000% 6/30/15									
589331AP2	12/01/2014	03/19/2012	E	102,153.00	109,969.00		0.00	-7,816.00	0.00	0.00
7609.194	PIMCO FUNDS TOTAL RETURN FUND INSTL CLASS									
693390700	04/17/2014	12/22/2009	E	82,255.39	82,229.66		0.00	25.73	0.00	0.00

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
BOYS TOWN 14100 CRAWFORD STREET BOYS TOWN, NE 68010	NONE	501(C)(3)	OPERATING FUNDS	7,000.
CHARITY NAVIGATOR 139 HARRISON RD, SUITE 101 GLEN ROCK, NJ 07452	NONE	501(C)(3)	OPERATING FUNDS	2,000.
CHILDRENS FOUNDATION PO BOX 1443 LOVELAND, CO 80539	NONE	501(C)(3)	OPERATING FUNDS	11,000.
CHILDRENS MEMORIAL FOUNDATION 2300 CHILDREN'S MEMORIAL PLAZA, BOX 4 CHICAGO, IL 60614	NONE	501(C)(3)	OPERATING FUNDS	15,000.
COLONIAL WILLIAMSBURG FOUNDATION P.O. BOX 1776 WILLIAMSBURG, VA 23187-1776	NONE	501(C)(3)	OPERATING FUNDS	36,000.
CURE ALZHEIMER'S FUND 34 WASHINGTON ST, SUITE 200 WELLESLEY HILLS, MA 02481	NONE	501(C)(3)	OPERATING FUNDS	9,000.
DIRECT RELIEF 27 S. LA PATERA LANE SANTA BARBARA, CA 93117	NONE	501(C)(3)	OPERATING FUNDS	12,000.
FURMAN UNIVERSITY 3300 POINSETT HIGHWAY GREENVILLE, SC 29613	NONE	SCHOOL	OPERATING FUNDS	11,000.
HEIFER INTERNATIONAL 1 WORLD AVENUE LITTLE ROCK, AR 72202	NONE	501(C)(3)	OPERATING FUNDS	10,000.
HINSDALE HUMANE SOCIETY 22 N. ELM STREET HINSDALE, IL 60521	NONE	501(C)(3)	OPERATING FUNDS	8,000.
Total from continuation sheets				263,000.

423631
05-01-14

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
LITTLE CREEK FARM CONSERVANCY PO BOX 33862 DECATUR, GA 30033	NONE	501(C)(3)	OPERATING FUNDS	5,000.
MOUNT VERNON LADIES ASSOCIATION P.O. BOX 110 MOUNT VERNON, VA 22121	NONE	501(C)(3)	OPERATING FUNDS	10,000.
OPERATION SUPPORT OUR TROOPS 1807 S. WASHINGTON ST. NAPERVILLE, IL 60565	NONE	501(C)(3)	OPERATING FUNDS	4,000.
PAWS OF CHICAGO 1997 N. CLYBOURN AVE CHICAGO, IL 60614	NONE	501(C)(3)	OPERATING FUNDS	6,000.
RONALD MCDONALD HOUSE CHARITIES ONE KROC DRIVE OAK BROOK, IL 60523	NONE	501(C)(3)	OPERATING FUNDS	10,000.
SALVATION ARMY 615 SLATERS LANE, PO BOX 269 ALEXANDRIA, VA 22313	NONE	501(C)(3)	OPERATING FUNDS	15,000.
SHRINERS 2900 ROCKY POINT DR. TAMPA, FL 33607	NONE	501(C)(3)	OPERATING FUNDS	10,000.
ST. JUDE CHILDRENS RESEARCH HOSPITAL 262 DANNY THOMAS PLACE MEMPHIS, TN 38105	NONE	501(C)(3)	OPERATING FUNDS	10,000.
THE ANTI-CRUELTY SOCIETY 157 W. GRAND AVENUE CHICAGO, IL 60654	NONE	501(C)(3)	OPERATING FUNDS	6,000.
THE CONSERVATION FUND 1655 N. FORT MYER DR, SUITE 1300 ARLINGTON, VA 22209	NONE	501(C)(3)	OPERATING FUNDS	12,000.
Total from continuation sheets				

423631
05-01-14

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE HUMANE SOCIETY OF THE UNITED STATES 2100 L ST., NW WASHINGTON, DC 20037	NONE	501(C)(3)	OPERATING FUNDS	8,000.
UNITED METHODIST CHILDRENS HOME 500 S. COLUMBIA DRIVE DECATUR, GA 30030	NONE	501(C)(3)	OPERATING FUNDS	3,000.
USO PO BOX 96322 WASHINGTON, DC 20090	NONE	501(C)(3)	OPERATING FUNDS	15,000.
WILLIAMS COLLEGE 880 MAIN STREET WILLIAMSTOWN, MA 01267	NONE	SCHOOL	OPERATING FUNDS	11,000.
NEW AMERICAN PATHWAYS 2300 HENDERSON MILL RD, NE, SUITE 200 ATLANTA, GA 30345	NONE	501(C)(3)	OPERATING FUNDS	11,000.
HINSDALE HOSPITAL FOUNDATION 120 NORTH OAK STREET HINSDALE, IL 60521	NONE	501(C)(3)	OPERATING FUNDS	6,000.
Total from continuation sheets				

423631
05-01-14

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
HARRIS INVESTMENT ACCOUNT	52,826.	0.	52,826.	52,826.	
HARRIS INVESTMENT ACCOUNT	159,613.	55,702.	103,911.	103,911.	
HARRIS INVESTMENT ACCOUNT-BOND PREMIUM	<2,621.>	0.	<2,621.>	<2,621.>	
TO PART I, LINE 4	209,818.	55,702.	154,116.	154,116.	

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	356.	356.		0.
TO FM 990-PF, PG 1, LN 16A	356.	356.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	7,035.	7,035.		0.
TO FORM 990-PF, PG 1, LN 16B	7,035.	7,035.		0.

FORM 990-PF	TAXES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	1,731.	1,731.		0.
EXCISE TAX ON INVESTMENT INCOME	6,500.	0.		0.
TO FORM 990-PF, PG 1, LN 18	8,231.	1,731.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BUSINESS REGISTRATION FEES	25.	25.		0.
INVESTMENT FEES	39,337.	39,337.		0.
TO FORM 990-PF, PG 1, LN 23	39,362.	39,362.		0.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 6
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS-SEE ATTACHED SCHEDULE	COST	6,076,387.	6,647,556.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,076,387.	6,647,556.

TIF FOUNDATION FUND
35-2275342
990-PF, PART II, LINE 13 ATTACHMENT

INVESTMENT	FAIR MARKET VALUE
AMAZON.COM INC 12/05/2014 2.600% 12/05/2019	$ 101,016
APACHE CORPORATION DTD 01/26/2007 5.625% 01/15/2017	108,054
AT&T INC 11/27/2013 2.375% 11/27/2018	100,775
GENERAL ELECTRIC CO. DTD 12/06/2007 5.250% 12/06/2017	110,931
INTEL CORP DTD 12/11/2012 1.350% 12/15/2017	99,854
JP MORGAN CHASE & CO DTD 02/25/2005 4.750% 03/01/2015	100,572
PHILIP MORRIS INTL INC DTD 05/16/2008 5.650% 05/16/2018	56,332
STRYKER CORP DTD 09/16/2011 2.000% 09/30/2016	101,684
TD AMERITRADE HOLDING CO 11/25/2009 5.600% 12/01/2019	114,792
TOYOTA MOTOR CREDIT CORP MEDIUM TERM NOTE DTD 09/15/2011 2.000% 09/15/2016	101,813
TOYOTA MOTOR CREDIT CORP MEDIUM TERM NOTE DTD 10/05/2012 1.250% 10/05/2017	74,777

TRAVELERS COS INC 06/02/2009 5.900% 06/02/2019	57,844
BHP BILLITON FINANCE DTD 03/29/2007 5.400% 03/29/2017	54,445
BP CAPITAL MARKETS PLC DTD 11/01/2011 2.248% 11/01/2016	101,930
DIAGEO CAPITAL PLC MEDIUM TERM NOTE DTD 05/02/2003 4.850% 05/15/2018	54,496
RIO TINTO FIN USA LTD DTD 05/20/2011 2.500% 05/20/2016	101,885
52,307.03 SHARES FRANKLIN FLOATING RATE DAILY ACCESS FUND	466,056
4,450 SHARES AES CORP	61,277
400 SHARES AETNA INC	35,532
1,350 SHARES AMDOCS LTD ORD	62,984
375 SHARES AMERICAN ELEC PWR INC	22,770
475 SHARES AMERIPRISE FINANCIAL INC.	62,819
1,400 SHARES APPLE INC	154,532
1,375 SHARES ARCHER DANIELS MIDLAND CO	71,500
450 SHARES BED BATH & BEYOND INC	34,277
325 CAPITAL ONE FINANCIAL CORP	26,829
50 SHARES CHIPTOTLE MEXICAN GRILL INC	34,226
375 SHARES CINTAS CORP	29,415
1,425 SHARES CISCO SYSTEMS INC	39,636

1,225 SHARES COMCAST CORP - CL A	71,062
725 SHARES CVS CAREMARK CORP	69,825
1,050 SHARES DISCOVER FINANCIAL SERVICES	68,765
450 SHARES DR PEPPER SNAPPLE GROUP INC	32,256
200 SHARES EDWARDS LIFESCIENCES CORP	25,476
500 SHARES EOG RES INC	46,035
375 SHARES EVEREST RE GROUP LIMITED	63,863
1,225 SHARES EXELON CORP	45,423
483 SHARES EXXON MOBIL CORPORATION	44,653
1,625 SHARES FIFTH THIRD BANCORP	33,109
375 SHARES FOOT LOCKER INC	21,068
325 SHARES GENERAL DYNAMICS CORP	44,727
600 SHARES GILEAD SCIENCES INC	56,556
400 SHARES HCA HOLDINGS INC	29,356
900 SHARES HEWLETT PACKARD CO	36,117
300 SHARES HOME DEPOT INC	31,491
275 SHARES HUNTINGTON INGALLS INDUSTRIES	30,927
1,075 SHARES JOHNSON & JOHNSON	112,413
1,050 SHARES KROGER CO	67,421
1,265 SHARES MACY'S INC	83,174
225 SHARES MAGNA INTERNATIONAL INC CL A	24,455

375 SHARES MARATHON PETROLEUM CORP	33,848
575 SHARES MEDTRONIC INC	41,515
550 SHARES MERCK & CO INC NEW	31,235
850 SHARES MICROSOFT CORP	39,483
975 SHARES MYLAN INC	54,961
750 SHARES NETAPP INC	31,088
142 SHARES NORFOLK SOUTHERN CORP	15,565
556 SHARES NORTHROP GRUMMAN CORP	81,949
200 SHARES O'REILLY AUTOMOTIVE INC	38,524
1,868 SHARES ORACLE CORPORATION	84,004
85 SHARES PEPSICO INC	8,038
480 SHARES SCHLUMBERGER LTD	40,997
250 SHARES SKYWORKS SOLUTIONS INC	18,178
1,775 SHARES SOUTHWEST AIRLINES CO	75,118
263 SHARES STAPLES INC	4,766
687 SHARES TRAVELERS COMPANIES INC	72,719
800 SHARES TYSON FOODS INC CLASS A	32,072
725 UGI CORP NEW	27535.5
500 SHARES UNION PAC CORP	59,565
525 SHARES VERIZON COMMUNICATIONS	24,560
265 SHARES WAL MART STORES INC	22,758

1,921 SHARES WELLS FARGO & CO	105,309
1,450 SHARES XEROX CORP	20,097
1,789.196 SHARES DODGE & COX STOCK FUND	323,737
1,832.675 SHARES HARBOR CAPITAL APPRECIATION FUND #12	107,248
72 SHARES ISHARES CORE S&P 500	14,895
114 SHARES ISHARES S&P MIDCAP 400 GROWTH	18,202
57 SHARES ISHARES S&P MIDCAP 400 VALUE	7,286
700 SHARES ISHARES S&P 100	63,658
175 SHARES SPDR S&P 500 ETF TRUST	35,970
2951.589 SHARES T ROWE PRICE SMALL CAP STOCK FD #65	130,814
1,650 SHARES ABERDEEN EMERGING MARKETS	22,259
925 SHARES DELPHI AUTOMOTIVE PLC	67,266
17,169.522 SHARES LAZARD EMERGING MARKETS EQUITY INST	295,144
650 SHARES LYONDELLBASELL INDUSTRIES NV	51,604
8,528.827 SHARES TWEEDY BROWNE GLOBAL VALUE FUND	222,091
11,718.750 SHARES WILLIAM BLAIR INTERNATIONAL SMALL CAP GROWTH FUND	148,828
17,404.582 SHARES PYXIS LONG/SHORT EQUITY FUND	209,899

32,997.806 SHARES PIMCO COMMODITY REALRETURN STRATEGY FUND	147,830
16,886.831 SHARES FEDERATED ULTRASHORT BOND FUND	154,177
7,650 SHARES VANGUARD SHORT-TERM INVESTMENT GRADE FUND	81,549
TOTAL	6,647,556