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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

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation: ATLAS FOUNDRY FOUNDATION, INC.

A Employer identification number: 35-6041739

Number and street (or P O box number if mail is not delivered to street address): 601 N. HENDERSON AVE.

Room/suite

B Telephone number (see instructions): (765) 662-2525

City or town, state or province, country, and ZIP or foreign postal code: MARION, IN 46952-3348

C If exemption application is pending, check here ▶ ☐

G Check all that apply. ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 785,915.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)	61,500.			
2	Check ▶ ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	4,086.	4,086.		ATCH 1
4	Dividends and interest from securities	32,796.	32,796.		ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	58,571.			
b	Gross sales price for all assets on line 6a 462,413.				
7	Capital gain net income (from Part IV, line 2)		59,777.		
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) ATCH 3	-5,075.			
12	**Total.** Add lines 1 through 11	151,878.	96,659.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) ATCH 4	2,236.	1,118.		1,118.
c	Other professional fees (attach schedule) [5]	150.	150.		
17	Interest				
18	Taxes (attach schedule) (see instructions) [6]	1,784.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 7	1,248.	1.		10.
24	**Total operating and administrative expenses.** Add lines 13 through 23	5,418.	1,269.		1,128.
25	Contributions, gifts, grants paid	487,875.			487,875.
26	**Total expenses and disbursements** Add lines 24 and 25	493,293.	1,269.	0	489,003.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-341,415.			
b	**Net investment income** (if negative, enter -0-)		95,390.		
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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	80,566.	69,493.	69,493.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 8	405,236.	344,801.	589,716.
	c Investments - corporate bonds (attach schedule)	57,460.		
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 9	324,918.	112,471.	126,706.
	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)	868,180.	526,765.	785,915.
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 (attach schedule)			
	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 and complete lines 27 through 31. ▶ [X]			
	27 Capital stock, trust principal, or current funds	868,180.	526,765.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	868,180.	526,765.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	868,180.	526,765.	

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	868,180.
2	Enter amount from Part I, line 27a	2	-341,415.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	526,765.
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	526,765.

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
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	59,777.
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	50,857.	1,055,932.	0.048163
2012	39,975.	895,953.	0.044617
2011	79,719.	796,641.	0.100069
2010	59,232.	767,514.	0.077174
2009	36,620.	688,858.	0.053160

2	**Total** of line 1, column (d)	2	0.323183
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.064637
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,133,635.
5	Multiply line 4 by line 3	5	73,275.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	954.
7	Add lines 5 and 6	7	74,229.
8	Enter qualifying distributions from Part XII, line 4	8	489,003.

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	954.
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	954.
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	954.
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a: 1,292.		
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	1,292.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	338.
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 338. **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 ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
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?	4b	X	
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) ▶ IN,			
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

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 ▶ WILLIAM GARTLAND Telephone no ▶ 765-662-2525

Located at ▶ 601 N. HENDERSON AVE. MARION, IN ZIP+4 ▶ 46952-3348

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

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

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1) If "Yes," enter the name of the foreign country ▶			

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

	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		
	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 [X] 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 [X] No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] No		
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions)	[ ] Yes [X] 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 [X] No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
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 [X] 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 [X] No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 10		0	0	0

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

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

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

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

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

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

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 . . . ▶	

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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	1,106,687.
b	Average of monthly cash balances	1b	44,211.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,150,898.
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	1,150,898.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	17,263.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,133,635.
6	**Minimum investment return.** Enter 5% of line 5	6	56,682.

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	56,682.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	954.		
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	954.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	55,728.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	55,728.
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	55,728.

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	489,003.
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	489,003.
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	954.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	488,049.

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

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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				55,728.
2	Undistributed income, if any, as of the end of 2014				
a	Enter amount for 2013 only				
b	Total for prior years 20 12 ,20 11 ,20 10				
3	Excess distributions carryover, if any, to 2014				
a	From 2009 — 2,753.				
b	From 2010 — 21,692.				
c	From 2011 — 40,319.				
d	From 2012				
e	From 2013				
f	Total of lines 3a through e	64,764.			
4	Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 489,003.				
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				55,728.
e	Remaining amount distributed out of corpus	433,275.			
5	Excess distributions carryover applied to 2014 (*If an amount appears in column (d), the same amount must be shown in column (a).*)				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	498,039.			
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)	2,753.			
9	**Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	495,286.			
10	Analysis of line 9				
a	Excess from 2010 — 21,692.				
b	Excess from 2011 — 40,319.				
c	Excess from 2012				
d	Excess from 2013				
e	Excess from 2014 — 433,275.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a 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
2a 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))

N/A

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 ▶ [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*				
ATCH 11				
Total . . . . . . ▶ **3a**				487,875.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	4,086.	
4 Dividends and interest from securities			14	32,796.	
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	58,571.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 12		-5,075.			
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-5,075.		95,453.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 90,378.

(See worksheet in line 13 instructions to verify calculations)

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

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

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		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 ☒ No

b If "Yes," complete the following schedule

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

Sign Here

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

[signature] 5-15-2015 Director

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MARVIN D BROWN	[signature] CPA	4/23/15		P00151124
Firm's name ▶ BKD, LLP			Firm's EIN ▶ 44-0160260	
Firm's address ▶ 201 N. ILLINOIS STREET INDIANAPOLIS, IN 46204			Phone no 317.383.4000	

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

Schedule of Contributors

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

OMB No 1545-0047

2014

Name of the organization
ATLAS FOUNDRY FOUNDATION, INC.

Employer identification number
35-6041739

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 foundation

Check 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 ATLAS FOUNDRY FOUNDATION, INC.

Employer identification number 35-6041739

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	ATLAS FOUNDRY COMPANY INC FACTORY & HENDERSON MARION, IN 46953	$ 60,000.	Person [X] 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 ATLAS FOUNDRY FOUNDATION, INC.

Employer identification number 35-6041739

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
----		$	

Name of organization ATLAS FOUNDRY FOUNDATION, INC.

Employer identification number 35-6041739

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MERRILL LYNCH		4,079.	4,079.
FROM K-1 INVESTMENTS		7.	7.
	TOTAL	4,086.	4,086.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MERRILL LYNCH		32,796.	32,796.
	TOTAL	32,796.	32,796.

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
ORDINARY INCOME FROM K-1S		-5,075.
	TOTALS	-5,075.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEES	2,236.	1,118.		1,118.
TOTALS	2,236.	1,118.		1,118.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MERRILL LYNCH - EMA FEE	150.	150.
TOTALS	150.	150.

ATTACHMENT 6

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
FEDERAL TAX PAYMENTS	1,784.
TOTALS	1,784.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
NONDEDUCTIBLE EXPENSES	9.		
INDIANA SECRETARY OF STATE	10.		10.
MISCELLANEOUS EXPENSES	1,229.	1.	
TOTALS	1,248.	1.	10.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
MERRILL LYNCH (SEE ATTACHED)	405,236.	344,801.	589,716.
TOTALS	405,236.	344,801.	589,716.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
MERRILL LYNCH (SEE ATTACHED)	324,918.	112,471.	126,706.
TOTALS	324,918.	112,471.	126,706.

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JAMES GARTLAND JR 601 N. HENDERSON AVE. MARION, IN 46952-3348	DIRECTOR 1.00	0	0	0
GREG GARTLAND 601 N. HENDERSON AVE. MARION, IN 46952-3348	DIRECTOR 1.00	0	0	0
	GRAND TOTALS	0	0	0

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

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
YMCA 123 SUTTER WAY MARION, IN 46952-4401	NONE PC	GENERAL	5,000.
GRANT COUNTY ECONOMIC GROWTH 301 S. ADAMS ST. MARION, IN 46952	NONE PC	GENERAL	2,700.
FAMILY SERVICES 101 S WASHINGTON ST #200 MARION, IN 46952-3868	NONE PC	GENERAL	3,500.
HOSTESS HOUSE 723 WEST 4TH STREET MARION, IN 46952-3901	NONE PC	GENERAL	43,000.
ST. PAUL 1009 KEM ROAD MARION, IN 46952	NONE PC	GENERAL	10,600.
FOUNDRY EDUCATIONAL FOUNDATION 1695 N. PENNY LANE SCHAUMBURG, IL 60173	NONE PC	GENERAL	1,500

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MARION PARKS P O BOX 716 MARION, IN 46952	NONE PC	GENERAL	3,000
INDEPENDENT COLLEGES OF INDIANA 30 SOUTH MERIDIAN STREET SUITE 800 INDIANAPOLIS, IN 46204	NONE SO I	GENERAL	500
UNIVERSITY OF NOTRE DAME 112 NORTH NOTRE DAME AVENUE SOUTH BEND, IN 46556	NONE PC	GENERAL	500
ST. JOSEPH COLLEGE PO BOX 870 RENSSELAER, IN 47978	NONE PC	GENERAL	500.
MEALS ON WHEELS 624 SOUTH ADAMS STREET MARION, IN 46953-2041	NONE PC	GENERAL	100
UNITED WAY 205 SOUTH WASHINGTON STREET MARION, IN 46952	NONE PC	GENERAL	10,000.

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PAL CLUB 555 E NORTON STREET MARION, IN 46952	NONE PC	GENERAL	500.
MARION PHILHARMONIC 428 S. WASHINGTON STREET, STE 201 MARION, IN 46953	NONE PC	GENERAL	1,000.
LIONS CLUB 10152 SOUTH 100 EAST FAIRMONT, IN 46928-9329	NONE PC	GENERAL	350
MARION ROTARY CLUB DISTRICT 6560 MARION, IN 46952	NONE PC	GENERAL	250.
NORTHERN GOSPEL SINGING CONVENTION 2172 WEST CHAPEL PIKE MARION, IN 46952	NONE PC	GENERAL	50.
DRUG AND ALCOHOL RESOURCE TEAM (DART) 505 WEST THIRD STREET MARION, IN 46952	NONE PC	GENERAL	100

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JUSTICE MIDDLE SCHOOL 720 N MILLER AVE MARION, IN 46952	NONE PC	GENERAL	200
TAYLOR FILM FESTIVAL 236 W READE AVE UPLAND, IN 46989	NONE PC	GENERAL	100.
GILEAD MINISTRIES PO BOX 134 JONESBORO, IN 46938	NONE PC	GENERAL	50.
PROJECT LEADERHIP 118 W 25TH ST MARION, IN 46953	NONE PC	GENERAL	250
LOUISVILLE COMMUNITY FOUNDATION 325 WEST MAIN STREET NO 1110 LOUISVILLE, KY 40202	NONE PC	GENERAL	225.
CROSSING NATIONAL INC 2930 S NAPPANEE ELKHART, IN 46517	NONE PC	GENERAL	2,000

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

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JUNIOR ACHIEVEMENT USA ONE EDUCATION WAY COLORADO SPRINGS, CO 80906	NONE PC	GENERAL	300.
NAACP FREEDOM FUND 4805 MOUNT HOPE DRIVE BALTIMORE, MD 21215	NONE PC	GENERAL	200.
FIRST LIGHT CHILD ADVOCACY 904B WEST THIRD STREET MARION, IN 46952	NONE PC	GENERAL	1,000.
CANCER SERVICES OF GRANT COUNTY 305 S NORTON AVE MARION, IN 46952	NONE PC	GENERAL	100.
BALL STATE UNIVERSITY 2000 W. UNIVERSITY AVE. MUNCIE, IN 47306	NONE PC	GENERAL	300
COMMUNITY FOUNDATION OF GRANT COUNTY 505 WEST THIRD MARION, IN 46952	NONE PC	GENERAL	400,000.
		TOTAL CONTRIBUTIONS PAID	487,875.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 12

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
ORDINARY INCOME FROM INVESTMENTS	523000	-5,075.			
TOTALS		-5,075.			

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2014

Name of estate or trust: ATLAS FOUNDRY FOUNDATION, INC.

Employer identification number: 35-6041739

Note: *Form 5227 filers need to complete only Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b .				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked	39,788.	42,042.		-2,254.
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked				

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	
6 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2013 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back . . . . ▶	7	-2,254.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b .				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked	256,350.	235,753.		20,597.
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked	159,850.	124,840.		35,010.
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked				

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.	12	
13 Capital gain distributions.	13	6,424.
14 Gain from Form 4797, Part I.	14	
15 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2013 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back . . . . ▶	16	62,031.

Part III Summary of Parts I and II

Caution: *Read the instructions before completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			-2,254.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			62,031.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	18b			
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			59,777.

Note: *If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 18a and 19, column (2), are net gains, go to Part V, and* **do not** *complete Part IV If line 19, column (3), is a net loss, complete Part IV and the* **Capital Loss Carryover Worksheet,** *as necessary*

Part IV Capital Loss Limitation

20	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of a The loss on line 19, column (3) **or** b $3,000	20	( )

Note: *If the loss on line 19, column (3), is more than $3,000,* **or** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* **Capital Loss Carryover Worksheet** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the* **Schedule D Tax Worksheet** *in the instructions if*

- *Either line 18b, col (2) or line 18c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col (2) or line 18c, col (2) is more than zero

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			21			
22	Enter the **smaller** of line 18a or 19 in column (2) but not less than zero	22					
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23					
24	Add lines 22 and 23	24					
25	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	25					
26	Subtract line 25 from line 24. If zero or less, enter -0-			26			
27	Subtract line 26 from line 21. If zero or less, enter -0-			27			
28	Enter the **smaller** of the amount on line 21 or $2,500			28			
29	Enter the **smaller** of the amount on line 27 or line 28			29			
30	Subtract line 29 from line 28 If zero or less, enter -0- This amount is taxed at 0% ▶					30	
31	Enter the **smaller** of line 21 or line 26			31			
32	Subtract line 30 from line 26			32			
33	Enter the **smaller** of line 21 or $12,150			33			
34	Add lines 27 and 30			34			
35	Subtract line 34 from line 33 If zero or less, enter -0-			35			
36	Enter the **smaller** of line 32 or line 35			36			
37	Multiply line 36 by 15% ▶					37	
38	Enter the amount from line 31			38			
39	Add lines 30 and 36			39			
40	Subtract line 39 from line 38 If zero or less, enter -0-			40			
41	Multiply line 40 by 20% ▶					41	
42	Figure the tax on the amount on line 27 Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			42			
43	Add lines 37, 41, and 42			43			
44	Figure the tax on the amount on line 21 Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			44			
45	**Tax on all taxable income.** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶					45	

Form **8949** Department of the Treasury Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949*.

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
ATLAS FOUNDRY FOUNDATION, INC.	35-6041739

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later)

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

[X] **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

[ ] **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

[ ] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions: (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
MERRILL LYNCH ACCT 4E	VAR	12/31/2014	39,788.	42,042.			-2,254.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked)▶			39,788.	42,042.			-2,254.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side	Social security number or taxpayer identification number
ATLAS FOUNDRY FOUNDATION, INC.	35-6041739

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later)

Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

- [X] **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- [ ] **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- [ ] **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
MERRILL LYNCH ACCT 4E7	VAR	12/31/2014	256,350.	235,753.			20,597.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			256,350.	235,753.			20,597.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side	Social security number or taxpayer identification number
ATLAS FOUNDRY FOUNDATION, INC.	35-6041739

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later)

Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions)

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

- [ ] (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- [X] (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- [ ] (F) Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
MERRILL LYNCH ACCT 4E76	VAR	VAR	110,275.	80,687.			29,588.
ENTERPRISE PRODUCTS	VAR	12/31/2014	49,575.	44,153.			5,422.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			159,850.	124,840.			35,010.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

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)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					6,424.	
		MERRILL LYNCH ACCT 4E76					VAR	12/31/2014
39,788.		42,042.					-2,254.	
		MERRILL LYNCH ACCT 4E76					VAR	12/31/2014
256,350.		235,753.					20,597.	
		MERRILL LYNCH ACCT 4E76					VAR	VAR
110,275.		80,687.					29,588.	
		ENTERPRISE PRODUCTS					VAR	12/31/2014
49,575.		44,153.					5,422.	
TOTAL GAIN(LOSS)							59,777.	

ATLAS FOUNDRY FOUNDATION INC

2014 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your return.

The 2014 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes securities when the purchase date of the security occurred within the following timeline: Equities acquired on or after January 1, 2011, Mutual Funds acquired on or after January 1, 2012, and Option Transactions and certain debt securities acquired on or after January 1, 2014. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available) but the adjusted basis will not be transmitted to the IRS.

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and noncovered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

1099-B 2014 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1a Description of Property	1b. Date of Acquisition	1c. Date of Sale or Exchange	1d Amount	1e Cost Basis	1f. IRS Code	1g Adjustments	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 2								
COVERED TRANSACTIONS-1099-B Line 3, Cost basis reported to IRS (Code A)								
ARCELORMITTAL SA, LUXEMBOURG	*CUSIP Number*	*03938L104*						
1175.0000 Sale	11/15/13	05/06/14	18,669 04	20,253 04		0.00	(1,584.00)	
BAXTER INTERNTL INC	*CUSIP Number*	*071813109*						
269 0000 Sale	05/06/14	12/31/14	19,636 62	20,281 14		0 00	(644 52)	
FORD MOTOR CO	*CUSIP Number*	*345370860*						
1 0000 Sale	06/04/13	05/06/14	15 27	13 68		0 00	1 59	
8.0000 Sale	06/04/13	05/06/14	122 20	127 99	W	5 79 (W)	0 00	
2.0000 Sale	09/04/13	05/06/14	30.55	32.80	W	2.25 (W)	0.00	
6.0000 Sale	09/04/13	05/06/14	91 65	98 41		0 00	(6.76)	
1.0000 Sale	12/03/13	05/06/14	15 27	16 51		0 00	(1 24)	
8 0000 Sale	12/03/13	05/06/14	122 21	136 68		0.00	(14 47)	
11 0000 Sale	03/04/14	05/06/14	168 05	168 52		0.00	(0.47)	
.6588 Sale	03/04/14	05/27/14	9 53	10 15		0 00	(0.62)	
8494 Sale	06/03/14	10/15/14	10 35	14 06		0 00	(3 71)	
Security Subtotal			***585.08***	***618.80***		***8.04***	***(25.68)***	

ATLAS FOUNDRY FOUNDATION INC

2014 ANNUAL STATEMENT SUMMARY

1099-B 2014 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1a Description of Property	1b Date of Acquisition	1c. Date of Sale or Exchange	1d Amount	1e Cost Basis	1f IRS Code	1g Adjustments	Gain or (Loss)	Remarks
TRANSOCEAN LTD	*CUSIP Number*	*H8817H100*						
1 0000 Sale	09/19/14	10/14/14	23 95	43 99		0 00	(20 04)	
1803 Sale	09/22/14	10/15/14	4 59	6 36		0 00	(1 77)	
Security Subtotal			***28.54***	***50.35***		***0.00***	***(21.81)***	
INVESCO 1340 S&P POWERPICKS PORT 2013-3 QUARTERLY (CASH	*CUSIP Number*	*46133P628*						
8.0000 Prin Liqdtn	11/26/13	10/16/14	89 26	84.54		0 00	4.72	
10 0000 Prin Liqdtn	12/30/13	10/16/14	111 58	108 97		0 00	2.61	
1.0000 Prin Liqdtn	05/28/14	10/16/14	11 15	10 97		0 00	0.18	
9 0000 Prin Liqdtn	05/28/14	10/16/14	100 43	100 43		0 00	0.00	
3783 Redemption	05/28/14	10/17/14	4 22	4 22		0 00	0 00	
Security Subtotal			***316.64***	***309.13***		***0.00***	***7.51***	
INVESCO UNIT 1374 DIVID	*CUSIP Number*	*46133X100*						
1 0000 Sale	12/29/14	12/31/14	10 79	10 17		0 00	0.62	
9 0000 Sale	12/29/14	12/31/14	97 19	98.09		0 00	(0 90)	
12 0000 Sale	12/30/14	12/31/14	129 59	131 20		0 00	(1 61)	
10 0000 Sale	06/26/14	12/31/14	107 97	102 93		0 00	5.04	
1 0000 Sale	09/26/14	12/31/14	10 79	10 29		0 00	0 50	
10 0000 Sale	09/26/14	12/31/14	107 98	102 58		0 00	5 40	
8.0000 Sale	10/28/14	12/31/14	86 38	80 36		0 00	6.02	
Security Subtotal			***550.69***	***535.62***		***0.00***	***15.07***	
LORD ABBT BD DB FD CL A	*CUSIP Number*	*544004104*						
1850 Sale	12/31/14	12/31/14	1 47	1 46		0 00	0.01	
Covered Short Term Capital Gains and Losses Subtotal			**39,788.08**	**42,049.54**		**8.04**	**(2,253.42)**	
NET SHORT TERM CAPITAL GAINS AND LOSSES			**39,788.08**	**42,049.54**		**8.04**	**(2,253.42)**	

LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 2

COVERED TRANSACTIONS-1099-B Line 3, Cost basis reported to IRS (Code D)

1a Description of Property	1b Date of Acquisition	1c. Date of Sale or Exchange	1d Amount	1e Cost Basis	1f IRS Code	1g Adjustments	Gain or (Loss)	Remarks
ALTRIA GROUP INC	*CUSIP Number*	*02209S103*						
871 0000 Sale	01/27/11	12/31/14	42,661.35	21,214 02		0 00	21,447.33	

Merrill Lynch
Bank of America Corporation

Account No.	Taxpayer No.	Page
655-04E76	35-6041739	9 of 19

ATLAS FOUNDRY FOUNDATION INC

2014 ANNUAL STATEMENT SUMMARY

1099-B 2014 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1a Description of Property	1b. Date of Acquisition	1c Date of Sale or Exchange	1d Amount	1e Cost Basis	1f IRS Code	1g Adjustments	Gain or (Loss)	Remarks
FORD MOTOR CO	CUSIP Number	345370860						
7.0000 Sale	09/05/12	05/06/14	106.92	66 13		0.00	40.79	
6 0000 Sale	12/04/12	05/06/14	91 65	68.40		0 00	23.25	
11.0000 Sale	03/04/13	05/06/14	168 03	137 96		0.00	30 07	
8.0000 Sale	07/02/13	10/14/14	78.63	138 21		0.00 (Y)	(59.58)	
2 0000 Sale	10/02/13	10/14/14	19 66	35 35		0 00 (Y)	(15 69)	
Security Subtotal			***464.89***	***446.05***		***0.00***	***18.84***	
PHILIP MORRIS INTL INC	CUSIP Number	718172109						
48.0000 Sale	04/26/11	12/31/14	3,869 47	3,292 91		0 00	576 56	
INVESCO 1340 S&P POWERPICKS PORT 2013-3 QUARTERLY (CASH	CUSIP Number	46133P628						
3364.0000 Prin Liqdtn	07/31/13	10/16/14	37,533.99	33,990 53		0 00	3,543 46	
INVESCO UNIT 1374 DIVID SUSTAINABILITY PORT 2013 4 (QUARTERLY CASH)	CUSIP Number	46133X100						
2021.0000 Sale	11/01/13	12/31/14	21,822.14	19,961 22		0 00	1,860 92	
LORD ABBT BD DB FD CL A	CUSIP Number	544004104						
1.0000 Sale	02/29/12	12/31/14	7.93	8 32	W	0.39 (W)	0.00	
35.0000 Sale	02/29/12	12/31/14	277 55	290.87	W	13 32 (W)	0 00	
133.0000 Sale	02/29/12	12/31/14	1,054.65	1,105.27	W	50.62 (W)	0.00	
675.0000 Sale	02/29/12	12/31/14	5,352 56	5,609 44	W	256 88 (W)	0 00	
72.0000 Sale	02/29/12	12/31/14	570 94	598 35	W	27.41 (W)	0.00	
18000 0000 Sale	02/29/12	12/31/14	142,734.90	149,584 97		0 00	(6,850.07)	
Security Subtotal			***149,998.53***	***157,197.22***		***348.62***	***(6,850.07)***	
Covered Long Term Capital Gains and Losses Subtotal			**256,350.37**	**236,101.95**		**348.62**	**20,597.04**	

NONCOVERED TRANSACTIONS-1099-B Line 5, Cost basis not reported to IRS (Code E)

1a Description of Property	1b. Date of Acquisition	1c Date of Sale or Exchange	1d Amount	1e Cost Basis	1f IRS Code	1g Adjustments	Gain or (Loss)	Remarks
ALTRIA GROUP INC	CUSIP Number	02209S103						
135.0000 Sale	02/11/92	12/31/14	6,612 26	800 69		0 00	5,811.57	
AEGON N.V (AEG)	CUSIP Number	007924608						
2033 0000 Sale	10/22/12	12/31/14	56,641 01	57,293 56		0 00	(652 55)	

ATLAS FOUNDRY FOUNDATION INC

2014 ANNUAL STATEMENT SUMMARY

1099-B 2014 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1a Description of Property	1b. Date of Acquisition	1c Date of Sale or Exchange	1d. Amount	1e Cost Basis	1f IRS Code	1g Adjustments	Gain or (Loss)	Remarks
COLGATE PALMOLIVE	*CUSIP Number*	*194162103*						
215 0000 Sale	02/11/92	12/31/14	14,824 48	1,252 38		0 00	13,572 10	
FORD MOTOR CO	*CUSIP Number*	*345370860*						
1375 0000 Sale	10/13/10	05/06/14	21,003 52	19,279 77		0 00	1,723.75	
PHILIP MORRIS INTL INC	*CUSIP Number*	*718172109*						
135 0000 Sale	02/11/92	12/31/14	10,882 86	1,824 53		0 00	9,058 33	
TRANSOCEAN LTD	*CUSIP Number*	*H8817H100*						
13.0000 Sale	08/04/93	10/14/14	311 35	236 56		0.00	74 79	
Noncovered Long Term Capital Gains and Losses Subtotal			**110,275.48**	**80,687.49**		**0.00**	**29,587.99**	
NET LONG TERM CAPITAL GAINS AND LOSSES			**366,625.85**	**316,789.44**		**348.62**	**50,185.03**	

OTHER TRANSACTIONS-1099-B Line 5, Cost basis not reported to IRS (Code X)

1a Description of Property	1b. Date of Acquisition	1c Date of Sale or Exchange	1d. Amount	1e Cost Basis	1f IRS Code	1g Adjustments	Gain or (Loss)	Remarks
ENTERPRISE PRDTS PRTN LP	*CUSIP Number*	*293792107*						
1330.0000 Sale	04/26/11	12/31/14	48,660 77	29,575 21		0 00	N/C	
25 0000 Sale	10/26/11	12/31/14	914.68	575 18		0 00	N/C	
Security Subtotal			***49,575.45***	***30,150.39***		***0.00***		
Other Transactions Subtotal			**49,575.45**	**30,150.39**		**0.00**		
SALES PROCEEDS AND NET GAINS AND LOSSES			**455,989.38**				**47,931.61**	
COVERED SHORT TERM GAINS/LOSSES							**(2,253.42)**	
COVERED LONG TERM GAINS/LOSSES							**20,597.04**	
NONCOVERED LONG TERM GAINS/LOSSES							**29,587.99**	
OTHER TRANSACTIONS							**N/C**	

(W) This transaction has been identified as a "Wash Sale" based on IRS regulations The Adjustments column reflects the deferred loss amount The cost basis of the related transaction(s) has been adjusted by the deferred loss amount from either the cost basis on purchases or proceeds from short sales. Please refer to the instructions for Form 8949 for how to report the deferred loss amount and applicable adjustment code.

Atlas Foundry Foundation Inc
Balance Sheet Attachment
12/31/14

Equities

Quantity	Security Description	Date Acquired	Cost Basis	Fiscal Year Value 12/31/14
1106	ALTRIA GROUP INC	4/26/2011	29,587 70	54,492 62
30	ALTRIA GROUP INC	10/11/2012	999 29	1,478 10
31	ALTRIA GROUP INC	1/11/2013	1,018 26	1,527 37
1	ALTRIA GROUP INC	4/11/2013	35 19	49 27
28	ALTRIA GROUP INC	4/11/2013	998 50	1,379 56
28	ALTRIA GROUP INC	7/11/2013	1,033 76	1,379 56
32	ALTRIA GROUP INC	10/11/2013	1,135 81	1,576 64
1	ALTRIA GROUP INC	1/13/2014	36 03	49 27
31	ALTRIA GROUP INC	1/13/2014	1,153.33	1,527 37
31	ALTRIA GROUP INC	4/11/2014	1,177.04	1,527 37
1	ALTRIA GROUP INC	7/11/2014	40 04	49 27
27	ALTRIA GROUP INC	7/11/2014	1,175 47	1,330 29
28	ALTRIA GROUP INC	10/13/2014	1,300 63	1,379 56
	4007 FRACATIONAL SHARE	10/13/2014	18 26	19 74
700	APPLE INC	11/16/2012	53,452 37	77,266 00
150	BERKSHIRE HATHAWAY INC	10/20/1994	3,285 00	22,522 50
200	BERKSHIRE HATHAWAY INC	2/23/2010	16,137 64	30,030 00
50	BERKSHIRE HATHAWAY INC	2/23/2010	4,033 57	7,507 50
250	BOEING COMPANY	5/9/2007	23,788 43	32,495 00
1	BOEING COMPANY	9/10/2012	72 27	129 98
1	BOEING COMPANY	12/10/2012	73 40	129 98
1	BOEING COMPANY	12/10/2012	74 62	129 98
1	BOEING COMPANY	3/11/2013	81 01	129 98
1	BOEING COMPANY	6/10/2013	102 44	129 98
1	BOEING COMPANY	9/9/2013	106 60	129 98
1	BOEING COMPANY	12/9/2013	95 63	129 98
1	BOEING COMPANY	3/10/2014	133 77	129 98
1	BOEING COMPANY	3/10/2014	126 50	129 98
1	BOEING COMPANY	6/9/2014	138 25	129 98
1	BOEING COMPANY	9/8/2014	130 68	129 98
1	BOEING COMPANY	9/8/2014	126 04	129 98
1	BOEING COMPANY	12/8/2014	132 00	129 98
	6245 FRACTIONAL SHARE	12/8/2014	81 39	81 17
715	CSX CORP	5/6/2014	20,339 64	25,904 45
76	COCA COLA COM	4/26/2011	2,566 06	3,208 72
800	COCA COLA COM	4/26/2011	27,017 40	33,776 00
5	COCA COLA COM	10/2/2012	193 00	211 10
1	COCA COLA COM	12/18/2012	38 37	42 22
5	COCA COLA COM	12/18/2012	187 48	211 10
6	COCA COLA COM	4/2/2013	243 04	253 32
1	COCA COLA COM	7/2/2013	38 15	42 22
6	COCA COLA COM	7/2/2013	242 86	253 32
6	COCA COLA COM	10/2/2013	226.20	253 32
1	COCA COLA COM	12/17/2013	38.29	42 22
6	COCA COLA COM	12/17/2013	234.88	253 32
7	COCA COLA COM	4/2/2014	269 33	295 54
1	COCA COLA COM	7/2/2014	40 54	42 22
6	COCA COLA COM	7/2/2014	253 96	253 32
6	COCA COLA COM	10/2/2014	255 69	253 32
7	COCA COLA COM	12/16/2014	281 55	295 54
	8636 FRACTIONAL SHARE	12/16/2014	36 57	36 46
4	COLGATE PALMOLIVE	8/16/2012	210 75	276 76
4	COLGATE PALMOLIVE	11/16/2012	207 75	276 76
2	COLGATE PALMOLIVE	2/19/2013	105 79	138 38
4	COLGATE PALMOLIVE	2/19/2013	220 59	276 76
4	COLGATE PALMOLIVE	5/16/2013	249 24	276 76
1	COLGATE PALMOLIVE	8/16/2013	65 18	69 19
4	COLGATE PALMOLIVE	8/16/2013	237.35	276 76
4	COLGATE PALMOLIVE	11/18/2013	263 20	276 76
1	COLGATE PALMOLIVE	2/18/2014	62 40	69 19
4	COLGATE PALMOLIVE	2/18/2014	251 44	276 76
4	COLGATE PALMOLIVE	5/16/2014	265 24	276 76
1	COLGATE PALMOLIVE	8/18/2014	65 20	69 19
4	COLGATE PALMOLIVE	8/18/2014	257 40	276 76
4	COLGATE PALMOLIVE	11/17/2014	269.92	276 76
	9461 FRACTIONAL SHARE	11/17/2014	62.51	65 46
230	EXXON MOBIL CORP COM	5/10/2010	15,218 15	21,263 50

1 EXXON MOBIL CORP COM	9/11/2012	89 79	92 45
1 EXXON MOBIL CORP COM	12/11/2012	88 50	92 45
1 EXXON MOBIL CORP COM	3/12/2013	89 15	92 45
1 EXXON MOBIL CORP COM	3/12/2013	89 48	92 45
1 EXXON MOBIL CORP COM	6/11/2013	90 07	92 45
1 EXXON MOBIL CORP COM	6/11/2013	90.51	92 45
1 EXXON MOBIL CORP COM	9/11/2013	88.10	92 45
1 EXXON MOBIL CORP COM	12/11/2013	90 05	92 45
1 EXXON MOBIL CORP COM	12/11/2013	95 36	92 45
1 EXXON MOBIL CORP COM	3/11/2013	95 37	92 45
1 EXXON MOBIL CORP COM	6/11/2013	95.96	92 45
1 EXXON MOBIL CORP COM	6/11/2013	101.70	92 45
1 EXXON MOBIL CORP COM	9/11/2013	99 25	92 45
1 EXXON MOBIL CORP COM	9/11/2013	96 37	92 45
1 EXXON MOBIL CORP COM	12/11/2014	91 24	92 45
1 EXXON MOBIL CORP COM	12/11/2014	89.27	92 45
1647 FRACTIONAL SHARE	12/11/2014	14 70	15 23
425 HOSPITALITY PPTYS TRUST REIT	10/28/2005	15,605 49	13,175 00
8 HOSPITALITY PPTYS TRUST REIT	8/23/2012	189 31	248 00
9 HOSPITALITY PPTYS TRUST REIT	11/23/2012	197 78	279 00
1 HOSPITALITY PPTYS TRUST REIT	2/25/2013	25.54	31 00
7 HOSPITALITY PPTYS TRUST REIT	2/25/2013	188 37	217 00
6 HOSPITALITY PPTYS TRUST REIT	5/28/2013	187 22	186 00
1 HOSPITALITY PPTYS TRUST REIT	8/26/2013	30 47	31 00
7 HOSPITALITY PPTYS TRUST REIT	8/26/2013	195 77	217 00
8 HOSPITALITY PPTYS TRUST REIT	11/25/2013	222 88	248 00
1 HOSPITALITY PPTYS TRUST REIT	2/24/2014	27.13	31 00
8 HOSPITALITY PPTYS TRUST REIT	2/24/2014	211 20	248 00
8 HOSPITALITY PPTYS TRUST REIT	5/22/2014	230 56	248 00
8 HOSPITALITY PPTYS TRUST REIT	8/25/2014	234 40	248 00
1 HOSPITALITY PPTYS TRUST REIT	11/24/2014	29.76	31 00
7 HOSPITALITY PPTYS TRUST REIT	11/24/2014	213 20	217 00
4053 FACTIONAL SHARE	11/24/2014	12 36	12 56
145 JOHNSON AND JOHNSON COM	7/21/1993	3,047 91	15,162 65
180 JOHNSON AND JOHNSON COM	6/17/1996	4,387.50	18,822 60
2 JOHNSON AND JOHNSON COM	9/12/2012	136.75	209 14
1 JOHNSON AND JOHNSON COM	12/12/2012	68 67	104 57
2 JOHNSON AND JOHNSON COM	12/12/2012	142 55	209 14
1 JOHNSON AND JOHNSON COM	3/13/2013	73 37	104 57
2 JOHNSON AND JOHNSON COM	3/13/2013	156 71	209 14
2 JOHNSON AND JOHNSON COM	6/12/2013	170 63	209 14
1 JOHNSON AND JOHNSON COM	9/11/2013	83 84	104 57
2 JOHNSON AND JOHNSON COM	9/11/2013	177 35	209 14
2 JOHNSON AND JOHNSON COM	12/11/2013	188 62	209 14
1 JOHNSON AND JOHNSON COM	3/12/2014	91.91	104 57
2 JOHNSON AND JOHNSON COM	3/12/2014	185 77	209 14
2 JOHNSON AND JOHNSON COM	6/11/2014	207 79	209 14
2 JOHNSON AND JOHNSON COM	9/10/2014	208 25	209 14
1 JOHNSON AND JOHNSON COM	12/10/2014	103 17	104 57
2 JOHNSON AND JOHNSON COM	12/10/2014	215 31	209 14
0426 FRACTIONAL SHARE	12/10/2014	4 59	4 45
5500 MEDMIRA INC	2/3/2005	4,173 06	237 05
200 MEDMIRA INC	2/3/2005	149 93	8 62
220 MCDONALDS CORP COM	2/11/1992	4,796 00	20,614 00
220 MCDONALDS CORP COM	7/5/1994	3,245 00	20,614 00
3 MCDONALDS CORP COM	9/19/2012	279 74	281 10
1 MCDONALDS CORP COM	12/18/2012	91 00	93 70
3 MCDONALDS CORP COM	12/18/2012	270 07	281 10
3 MCDONALDS CORP COM	3/18/2013	297.07	281 10
1 MCDONALDS CORP COM	3/18/2013	98.17	93 70
3 MCDONALDS CORP COM	6/18/2013	297 06	281 10
3 MCDONALDS CORP COM	9/18/2013	293 08	281 10
1 MCDONALDS CORP COM	12/17/2013	96 05	93 70
3 MCDONALDS CORP COM	12/17/2013	285 89	281 10
1 MCDONALDS CORP COM	3/18/2014	96.50	93 70
3 MCDONALDS CORP COM	3/18/2014	293 62	281 10
1 MCDONALDS CORP COM	6/17/2014	100 05	93 70
3 MCDONALDS CORP COM	6/17/2014	303 70	281 10
4 MCDONALDS CORP COM	9/17/2014	374.07	374 80
4 MCDONALDS CORP COM	12/16/2014	353 08	374 80
6957 FRACTIONAL SHARE	12/16/2014	62 73	65 19
5 PHILIP MORRIS INTL INC	10/12/2012	459.93	407 25
5 PHILIP MORRIS INTL INC	1/14/2013	447.96	407 25

5 PHILIP MORRIS INTL INC	4/15/2013	480.73	407 25
1 PHILIP MORRIS INTL INC	7/15/2013	90.75	81 45
5 PHILIP MORRIS INTL INC	7/15/2013	447.34	407 25
6 PHILIP MORRIS INTL INC	10/14/2013	509 31	488 70
1 PHILIP MORRIS INTL INC	1/13/2014	85 60	81 45
6 PHILIP MORRIS INTL INC	1/13/2014	494.67	488 70
1 PHILIP MORRIS INTL INC	4/14/2014	83 17	81 45
6 PHILIP MORRIS INTL INC	4/14/2014	504 28	488 70
6 PHILIP MORRIS INTL INC	7/14/2014	516 44	488 70
1 PHILIP MORRIS INTL INC	10/13/2014	85 38	81 45
7 PHILIP MORRIS INTL INC	10/13/2014	591 65	570 15
1597 FRACTIONAL SHARE	10/13/2014	13 50	13 01
240 PEPSICO INC	6/20/1994	3,455 09	22,694 40
1 PEPSICO INC	10/1/2012	70 82	94 56
1 PEPSICO INC	1/3/2013	70 54	94 56
1 PEPSICO INC	1/3/2013	69.29	94 56
1 PEPSICO INC	4/2/2013	72 36	94 56
1 PEPSICO INC	4/2/2013	79 41	94 56
1 PEPSICO INC	7/1/2013	81 36	94 56
1 PEPSICO INC	7/1/2013	82 40	94 56
1 PEPSICO INC	10/1/2013	79 42	94 56
1 PEPSICO INC	1/3/2014	80 16	94 56
1 PEPSICO INC	1/3/2014	82 59	94 56
1 PEPSICO INC	4/1/2014	82 81	94 56
1 PEPSICO INC	4/1/2014	83 06	94 56
1 PEPSICO INC	7/1/2014	87 72	94 56
1 PEPSICO INC	7/1/2014	89 05	94 56
1 PEPSICO INC	10/1/2014	92 63	94 56
8745 FRACTIONAL SHARE	10/1/2014	80 72	82 69
415 PROCTOR & GAMBLE CO	2/11/1992	5,442 15	37,802 35
3 PROCTOR & GAMBLE CO	11/16/2012	199 16	273 27
3 PROCTOR & GAMBLE CO	2/19/2013	229 73	273 27
3 PROCTOR & GAMBLE CO	5/16/2013	241 35	273 27
3 PROCTOR & GAMBLE CO	8/16/2013	240 76	273 27
3 PROCTOR & GAMBLE CO	11/18/2013	254 25	273 27
1 PROCTOR & GAMBLE CO	2/19/2014	72 96	91 09
3 PROCTOR & GAMBLE CO	2/19/2014	233 11	273 27
3 PROCTOR & GAMBLE CO	5/16/2014	241 92	273 27
1 PROCTOR & GAMBLE CO	8/18/2014	80 11	91 09
3 PROCTOR & GAMBLE CO	8/18/2014	246 01	273 27
3 PROCTOR & GAMBLE CO	11/18/2014	263 60	273 27
4264 FRACTIONAL SHARE	11/18/2014	36 32	38 84
200 SCHLUMBERGER LTD	8/4/1993	2,879 85	85 41
1 SCHLUMBERGER LTD	1/15/2013	73 04	85 41
1 SCHLUMBERGER LTD	4/16/2013	72 67	85 41
1 SCHLUMBERGER LTD	7/16/2013	75 62	85 41
1 SCHLUMBERGER LTD	1/14/2014	87 47	85 41
1 SCHLUMBERGER LTD	4/15/2014	91 81	85 41
1 SCHLUMBERGER LTD	7/15/2014	107 24	85 41
1 SCHLUMBERGER LTD	10/14/2014	94 99	85 41
0801 FRACTIONAL SHARE	10/16/2014	7 28	6 84
146 SPECTRA ENERGY CORP	8/4/1993	1,458 60	5,299 80
23 SPECTRA ENERGY CORP	8/6/1993	224 68	834 90
1 SPECTRA ENERGY CORP	9/11/2012	28 78	36 30
1 SPECTRA ENERGY CORP	12/11/2012	28 14	36 30
1 SPECTRA ENERGY CORP	12/11/2012	27 00	36 30
1 SPECTRA ENERGY CORP	3/12/2013	28 02	36 30
1 SPECTRA ENERGY CORP	3/12/2013	29 37	36 30
1 SPECTRA ENERGY CORP	6/11/2013	30 11	36 30
1 SPECTRA ENERGY CORP	6/11/2013	30 54	36 30
1 SPECTRA ENERGY CORP	9/10/2013	33 18	36 30
1 SPECTRA ENERGY CORP	12/10/2013	33 14	36 30
1 SPECTRA ENERGY CORP	12/10/2013	34 02	36 30
1 SPECTRA ENERGY CORP	3/11/2014	36 86	36 30
1 SPECTRA ENERGY CORP	6/11/2014	36.19	36 30
1 SPECTRA ENERGY CORP	6/11/2014	41 10	36 30
1 SPECTRA ENERGY CORP	9/10/2014	41 41	36 30
1 SPECTRA ENERGY CORP	12/10/2014	40 72	36 30
1 SPECTRA ENERGY CORP	12/10/2014	36 04	36 30
7851 FRACTIONAL SHARE	12/10/2014	28 30	28 50
371 BUCKEYE PARTNERS LP	1/27/2011	25,329 61	28,069 86
7 BUCKEYE PARTNERS LP	9/4/2012	345 84	529 62
1 BUCKEYE PARTNERS LP	12/3/2012	49 61	75 66

7 BUCKEYE PARTNERS LP	12/3/2012	352 68	529 62
7 BUCKEYE PARTNERS LP	3/1/2013	391 83	529 62
1 BUCKEYE PARTNERS LP	6/3/2013	55 14	75 66
6 BUCKEYE PARTNERS LP	6/3/2013	396 78	453 96
6 BUCKEYE PARTNERS LP	8/21/2013	416 51	453 96
6 BUCKEYE PARTNERS LP	11/20/2013	402 99	453 96
6 BUCKEYE PARTNERS LP	2/26/2014	434 99	453 96
1 BUCKEYE PARTNERS LP	5/20/2014	70 47	75 66
5 BUCKEYE PARTNERS LP	5/20/2014	392 36	378 30
6 BUCKEYE PARTNERS LP	8/26/2014	467 78	453 96
6 BUCKEYE PARTNERS LP	11/26/2014	484 37	453 96
7547 FRACTIONAL SHARE	11/26/2014	59 19	57 10
1135 ENTERPRISE PRDTS PRTN LP	10/26/2011	25,773 48	40,996 20
30 ENTERPRISE PRDTS PRTN LP	8/10/2012	760.22	1,083 60
32 ENTERPRISE PRDTS PRTN LP	11/9/2012	804 57	1,155 84
2 ENTERPRISE PRDTS PRTN LP	2/8/2013	50 82	72 24
30 ENTERPRISE PRDTS PRTN LP	2/8/2013	792 49	1,083 60
30 ENTERPRISE PRDTS PRTN LP	5/8/2013	862 00	1,083 60
30 ENTERPRISE PRDTS PRTN LP	8/8/2013	885 36	1,083 60
2 ENTERPRISE PRDTS PRTN LP	11/8/2013	53 74	72 24
30 ENTERPRISE PRDTS PRTN LP	11/8/2013	897 72	1,083 60
30 ENTERPRISE PRDTS PRTN LP	2/10/2014	929 79	1,083 60
2 ENTERPRISE PRDTS PRTN LP	5/8/2014	66 60	72 24
26 ENTERPRISE PRDTS PRTN LP	5/8/2014	907 38	939 12
2 ENTERPRISE PRDTS PRTN LP	8/8/2014	70.37	72 24
26 ENTERPRISE PRDTS PRTN LP	8/8/2014	915 61	939 12
28 ENTERPRISE PRDTS PRTN LP	11/10/2014	981 26	1,011 36
9420 FRACTIONAL SHARE	11/11/2014	33 04	34 03
Total Equities		344,801 25	589,716 08

Mutual Funds

15,978 LORD ABBETT BOND DEBENTURE	2/29/2012	112,470 64	126,705 54
1270 FRACTIONAL SHARE	12/19/2014	0.016	0 016
Total Mutual Funds/Closed End Funds		112,470 66	126,705 56
Lord Abbott		457,271 91	716,421 64