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Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.**2014**

Open to Public Inspection

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

Name of foundation AEC TRUST		A Employer identification number 36-6725987
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (800) 839-1754
FOUNDATION SOURCE 501 SILVERSIDE RD 123		
City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19809-1377		
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		C If exemption application is pending, check here ☐ D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 32,785,954.		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	982.	982.		
	4 Dividends and interest from securities	556,059.	556,059.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,069,989.			
	b Gross sales price for all assets on line 6a	5,067,554.			
	7 Capital gain net income (from Part IV, line 2)		1,069,989.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	1,627,030.	1,627,030.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.		78,400.		64,886.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [1]	22,633.	320.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) [2]	38.	23.		15.
	24 Total operating and administrative expenses. Add lines 13 through 23.	165,957.	78,743.		64,901.
	25 Contributions, gifts, grants paid	1,589,200.			1,589,200.
26 Total expenses and disbursements. Add lines 24 and 25	1,755,157.	78,743.		1,654,101.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-128,127.				
b Net investment income (if negative, enter -0-)		1,548,287.			
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				
	2	Savings and temporary cash investments		995,299.	938,059.	938,059.
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶		1,072,435.		
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule) [3]		716,348.	727,999.	771,907.
	b	Investments - corporate stock (attach schedule) ATCH 4		16,339,282.	17,502,146.	26,253,153.
	c	Investments - corporate bonds (attach schedule) ATCH 5		2,885,875.	2,712,908.	2,787,433.
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) ATCH 6		1,000,000.	1,000,000.	2,035,402.	
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)		23,009,239.	22,881,112.	32,785,954.	
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.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds . .		23,009,239.	22,881,112.	
	30	Total net assets or fund balances (see instructions)		23,009,239.	22,881,112.	
	31	Total liabilities and net assets/fund balances (see instructions)		23,009,239.	22,881,112.	

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	23,009,239.
2	Enter amount from Part I, line 27a	2	-128,127.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	22,881,112.
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	22,881,112.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$			2	1,069,989.	
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.

(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	1,578,802.	29,285,653.	0.053910
2012	1,358,437.	29,454,901.	0.046119
2011	1,285,675.	28,786,233.	0.044663
2010	1,289,396.	27,356,099.	0.047134
2009	1,323,714.	24,742,092.	0.053500
2 Total of line 1, column (d)			2 0.245326
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 0.049065
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 31,763,429.
5 Multiply line 4 by line 3			5 1,558,473.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 15,483.
7 Add lines 5 and 6			7 1,573,956.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 1,654,101.

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)		1	15,483.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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	15,483.
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	15,483.
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	25,692.	
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	25,692.	
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	10,209.	
11 Enter the amount of line 10 to be Credited to 2015 estimated tax ☒ 10,209. Refunded ☐	11		

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of FOUNDATION SOURCE Telephone no 800-839-1754 Located at 501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE ZIP+4 19809-1377			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country 	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No If "Yes," list the years 		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **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 **ATCH 7**

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? ☐ **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 8		143,286.	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. ☐

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-R 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 ▶	

Form 990-PF (2014)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	28,677,746.
b	Average of monthly cash balances	1b	1,390,899.
c	Fair market value of all other assets (see instructions)	1c	2,178,491.
d	Total (add lines 1a, b, and c)	1d	32,247,136.
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	32,247,136.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	483,707.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	31,763,429.
6	Minimum investment return. Enter 5% of line 5	6	1,588,171.

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	1,588,171.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	15,483.
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	15,483.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,572,688.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,572,688.
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	1,572,688.

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	1,654,101.
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	1,654,101.
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	15,483.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,638,618.

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				1,572,688.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			1,178,155.	
b Total for prior years 20 <u>12</u> , 20 <u>11</u> , 20 <u>10</u>				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e				
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>1,654,101.</u>				
a Applied to 2013, but not more than line 2a			1,178,155.	
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				475,946.
e Remaining amount distributed out of corpus				
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				
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				1,096,742.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	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)

NOT APPLICABLE

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

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

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

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

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

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

N/A

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

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

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

ATCH 9

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

SEE LINE 2A

c Any submission deadlines

SEE LINE 2A

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

SEE LINE 2A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year ATCH 10				
Total			▶ 3a	1,589,200.
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | | | |
|---|--|-------|----|
| 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? | | Yes | No |
| 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. | | |

[illegible]

- 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 of officer or trustee W. W. Mangel Date 7-15-2015 Title Vice President

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
JEFFREY D HASKELL	JEFFREY D HASKELL	07/09/2015		P01345770
Firm's name	▶ FOUNDATION SOURCE		Firm's EIN	▶ 510398347
Firm's address	▶ ONE HOLLOW LN, STE 212 LAKE SUCCESS, NY 11042		Phone no	8008391754

ATTACHMENT 1FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOCKS</u>	<u>NET INVESTMENT INCOME</u>
990-PF ESTIMATED TAX FOR 2014	18,000.	
990-T INCOME TAX FOR 2013	3,353.	
FOREIGN TAX PAID	320.	320.
STATE INCOME TAX 2013	960.	
TOTALS	<u>22,633.</u>	<u>320.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOCKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK CHARGES	23.	23.	
STATE OR LOCAL FILING FEES	15.		15.
TOTALS	38.	23.	15.

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FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

<u>DESCRIPTION</u>	<u>ATTACHMENT 3</u>	
	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FNMA - 5.375% - 06/12/2017	116,180.	110,595.
US TIPS - 1.250% - 07/15/2020	223,560.	228,818.
US TIPS - 2.375% - 01/15/2017	388,259.	432,494.
US OBLIGATIONS TOTAL	<u>727,999.</u>	<u>771,907.</u>

ATTACHMENT 4FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
AETNA INC.	185,431.	459,251.
ALLIANCE DATA SYSTEM CORP	61,786.	301,211.
AMAZON COM	432,380.	433,559.
ANADARKO PETROLEUM CORP	324,027.	403,838.
APACHE CORPORATION	265,753.	203,678.
APPLE INC.	380,767.	778,400.
AUTOMATIC DATA PROCESSING INC.	240,755.	535,652.
AVALONBAY CMNTYS INC	147,997.	193,781.
BANK OF AMERICA CORP	244,520.	490,454.
BLACKROCK INC	134,487.	297,132.
BOEING CO	204,930.	359,395.
CAPITAL ONE FINANCIAL CORP	242,297.	382,207.
CHECK POINT SOFTWARE TECHNOLOG	146,548.	254,331.
CISCO SYSTEMS INC	286,143.	457,500.
CITIGROUP INC	224,548.	347,278.
CITRIX SYSTEMS INC	230,372.	243,716.
COLGATE-PALMOLIVE COMPANY	253,385.	275,030.
COMCAST CORP CL A	368,670.	691,479.
COVIDIEN LTD	382,841.	700,618.
CVS CAREMARK CORP.	186,069.	471,919.
DANAHER CORP	222,803.	494,118.
DIRECTV GROUP	100,277.	177,302.
DOLLAR GENERAL CORP	245,554.	383,194.
EMC CORP-MASS	304,702.	379,185.
EPOCH GLOBAL EQUITY SHAREHOLDE	415,640.	423,889.
EQT CORPORATION	89,382.	179,106.
EXPRESS SCRIPTS HOLDING CO.	405,783.	752,886.
FIDELITY NATIONAL INFORMATION	114,034.	271,316.
FISERV INC	122,865.	381,819.

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

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GENERAL ELECTRIC CO	264,243.	493,018.
GOOGLE INC CL A	101,689.	196,344.
GOOGLE INC CL C	320,937.	413,750.
HARBOR FDS INTL FD	1,000,001.	897,353.
HOME DEPOT INC.	443,286.	606,202.
JOHNSON & JOHNSON	228,220.	350,310.
JP MORGAN CHASE & CO	329,667.	520,666.
LAZARD EMERGING MARKETS EQUITY	1,729,595.	1,668,836.
MACY'S INC	281,438.	317,573.
MARATHON OIL CORP COM	299,460.	234,948.
MEDTRONIC INC	147,800.	164,977.
MERCK & CO INC.	197,128.	381,572.
MICROSOFT CORPORATION	280,610.	514,898.
OMNICOM GROUP	330,712.	366,433.
ORACLE CORP	327,355.	624,858.
PEPSICO INC	228,697.	314,601.
PRAXAIR INC.	268,504.	428,196.
PRUDENTIAL FINCL INC	444,009.	450,039.
SIMON PTY GROUP INC	261,080.	319,421.
STRYKER CORPORATION	210,730.	399,016.
TERADATA CORPORATION	177,506.	149,167.
TJX COMPANIES INC	318,570.	550,423.
UNION PACIFIC	157,291.	270,425.
UNITED TECHNOLOGIES CORP	153,845.	394,450.
UNITEDHEALTH GROUP INC.	147,836.	517,581.
US BANCORP	390,477.	485,460.
V F CORP	108,172.	322,669.
VERIZON COMMUNICATIONS	448,077.	429,674.
VISA INC	218,107.	489,265.

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

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
WALT DISNEY HOLDINGS CO.	158,416.	237,830.
WELLS FARGO & CO.	231,787.	486,966.
WILLIAMS COS	332,155.	532,988.
TOTALS	<u>17,502,146.</u>	<u>26,253,153.</u>

ATTACHMENT 5FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
AT&T INC GBL NT - 3.000% - 02	93,732.	98,118.
BLACKROCK INC - 5.000% - 12/10	269,489.	254,381.
CATERPILLAR INC NT - 5.700% -	191,261.	199,578.
CISCO SYSTEMS - 4.950% - 02/15	115,138.	111,762.
COSTCO WHSL CORP - 1.70% - 12/	97,223.	98,196.
DU PONT E I DE NEMOURS - 6.000	118,789.	113,884.
GE CAP CORP - 4.625% - 01/07/2	248,843.	278,648.
GOLDMAN SACHS GRP INC - 5.125%	258,982.	265,339.
IBM - 7.625% - 10/15/2018	217,163.	241,126.
INTEL CORP NOTE - 3.300% - 10/	128,865.	131,079.
JPMORGAN CHASE & CO - 3.450% -	130,774.	128,300.
MERRILL LYNCH & CO NOTES - 5.0	279,874.	295,338.
ORACLE CORP - 5.250% - 01/15/2	193,380.	209,582.
PEPSICO INC BOND - 03.000% - 0	265,988.	257,558.
THE COCA-COLA COMPANY 3.15% 11	103,407.	104,544.
TOTALS	<u>2,712,908.</u>	<u>2,787,433.</u>

ATTACHMENT 6FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
KING STREET CAPITAL	1,000,000.	2,035,402.
TOTALS	<u>1,000,000.</u>	<u>2,035,402.</u>

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,067,554.		PUBLICLY-TRADED SECURITIES 3,997,565.					1,069,989.	
TOTAL GAIN(LOSS)							<u>1,069,989.</u>	

ATTACHMENT 7FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: WAGMORE FOUNDATION INC
GRANTEE'S ADDRESS: 5015 NW 24TH DR
CITY, STATE & ZIP: GAINSVILLE, FL 32605
GRANT DATE: 12/27/2012
GRANT AMOUNT: 2,942,103.
GRANT PURPOSE: CAPITAL ENDOWMENT GRANT
AMOUNT EXPENDED: 448,974.
ANY DIVERSION? NO
DATES OF REPORTS: 6/21/13 AND 5/27/14
VERIFICATION DATE:
RESULTS OF VERIFICATION:
NONE NECESSARY

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

ATTACHMENT 8

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>
DAVID H COFRIN FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	ADVISORY BOARD MEMBER 1.00	
EDITH DEE COFRIN FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	ADVISORY BOARD CHAIR 1.00	
MARY ANN H COFRIN FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	ADVISORY BOARD MEMBER 1.00	
MARY ANN P COFRIN FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	ADVISORY BOARD MEMBER 1.00	
PAIGE COFRIN FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	ADVISORY BOARD MEMBER 1.00	

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36-6725987

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

ATTACHMENT 8 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>
ATLANTIC TRUST COMPANY NA FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	TRUSTEE 1.00	143,286.
GRAND TOTALS		<u>143,286.</u>

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ATTACHMENT 9

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

FSREQUESTS.COM/AEC

36-6725987

AEC TRUST

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

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
36 COMMUTING SOLUTIONS 287 CENTURY CIR STE 103 LOUISVILLE, CO 80027	N/A PC		BOULDER BUS THEN BIKE SHELTER PROJECT	10,000
ACADEME OF THE OAKS INC 146 NEW ST DECATUR, GA 30030	N/A PC		WOODWORKING PROGRAM	5,000
AID ATLANTA INC 1605 PEACHTREE ST NE ATLANTA, GA 30309	N/A PC		OPERATING SUPPORT FOR DIRECT SERVICES TO PLWA/H	10,000
ALACHUA COUNTY HISTORIC TRUST MATHESON MUSEUM INC 513 E UNIVERSITY AVE GAINESVILLE, FL 32601	N/A PC		ART AND CULTURAL PROGRAMS/MUSEUM EXPANSION	50,000
AMHERST CINEMA ARTS CENTER INC 28 AMITY ST AMHERST, MA 01002	N/A PC		SEE-HEAR-FEEL-FILM PROGRAM	25,000
ATLANTA CENTER FOR SELF SUFFICIENCY INC 75 PEACHTREE PL NW ATLANTA, GA 30309	N/A PC		CAREERWORKS PROGRAM	5,000

ATTACHMENT 10

36-6725987

AEC TRUST

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

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ATLANTA COMMUNITY TOOLBANK INC 410 ENGLEWOOD AVE ATLANTA, GA 30315	N/A PC	RETOOLING THE FUTURE CAPITAL CAMPAIGN	25,000
ATLANTA SHAKESPEARE COMPANY 499 PEACHTREE ST NE ATLANTA, GA 30308	N/A PC	CORE CURRICULUM EDUCATION PORTFOLIO	5,000
ATLANTA-FULTON COUNTY ZOO INC 800 CHEROKEE AVE SE ATLANTA, GA 30315	N/A PC	ZOO ATLANTA'S AMPHIBIAN AND REPTILE COMPLEX	25,000
ATTENTION INC 1443 SPRUCE ST BOULDER, CO 80302	N/A PC	GENERAL OPERATING PROJECT	3,000
BENJAMIN FRANKLIN ACADEMY INC 1585 CLIFTON RD NE ATLANTA, GA 30329	N/A PC	BEN FRANKLIN ACADEMY 2014-2015 DRAMA PROGRAM	10,000
BOULDER COUNTY AIDS PROJECT 2118 14TH ST BOULDER, CO 80302	N/A PC	HIV CARE SERVICES PROJECT	5,000

AEC TRUST

36-6725987

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

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BOULDER COUNTY RSVP BOARD INC PO BOX 3675 BOULDER, CO 80307	N/A PC	FINANCIAL CAPABILITY PROGRAM	3,000.
BOULDER EMERGENCY SQUAD BOULDER COLORADO PO BOX 18887 BOULDER, CO 80308	N/A PC	EMERGENCY RESCUES PROJECT	5,000
BOULDER OUTREACH FOR HOMELESS OVERFLOW PO BOX 1393 BOULDER, CO 80306	N/A PC	EMERGENCY WARMING CENTERS/WOMEN'S SHELTER PILOT EXTENSION	5,000
BOULDER VALLEY WOMENS HEALTH CENTER INC 2855 VALMONT RD BOULDER, CO 80301	N/A PC	SUBSIDIZED FAMILY PLANNING SERVICES	4,000
BREAKTHRU HOUSE INC 1895 EASTFIELD ST DECATUR, GA 30032	N/A PC	BREAKTHRU HOUSE PROJECT	5,000
CAL-WOOD EDUCATION CENTER PO BOX 347 JAMESTOWN, CO 80455	N/A PC	BRIDGE PROGRAM (BUILDING RELATIONSHIPS WITH INNER-CITY AND DIVERSE GROUPS AND THE ENVIRONMENT)	12,000

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FORM 990-E, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CENTER FOR PUPPETRY ARTS INC 1404 SPRING ST NW ATLANTA, GA 30309	N/A PC		TECHNOLOGY UPGRADE PROJECT	15,000
COLORADO FIREFIGHTER CALENDAR INC 6400 S FIDDLERS GREEN CIR, STE 1 GREENWOOD VILLAGE, CO 80111	N/A PC		BURN PREVENTION AND FIRE SAFETY OUTREACH AND EDUCATION PROGRAM	5,000
COLORADO FRIENDSHIP 1067 S HOVER ST STE E-116 LONGMONT, CO 80501	N/A PC		INCREDIBLES PROJECT	10,000
COLORADO MUSIC FESTIVAL 200 E BASELINE RD BOULDER, CO 80026	N/A PC		HEARSTRINGS PROJECT	5,000
COMMON SCHOOL INC PO BOX 2248 AMHERST, MA 01004	N/A PC		CAMPAIGN FOR THE COMMON SCHOOL PROJECT	100,000
CONSERVATION TRUST FOR FLORIDA INC 1731 NW 6TH ST STE F GAINESVILLE, FL 32609	N/A PC		GREENWAYS PROGRAM	10,000

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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CROSSROADS COMMUNITY MINISTRIES INC 420 COURTLAND ST NE ATLANTA, GA 30308	N/A PC		CLYDE'S KITCHEN RENOVATION PROJECT	10,000
CUTCHINS PROGRAMS FOR CHILDREN AND FAMILIES INC 78 POMEROY TER NORTHAMPTON, MA 01060	N/A PC		CUTCHINS ACT NOW' PROJECT	33,000
DADS GARAGE INC PO BOX 5867 ATLANTA, GA 31107	N/A PC		DAD'S GARAGE THEATRE CAPITAL FUNDING CAMPAIGN	50,000.
DEVELOPMENTAL DISABILITIES CENTER 1400 DIXON AVE LAFAYETTE, CO 80026	N/A PC		COMMUNITY CALENDAR ACTIVITIES PROGRAM	10,000
DRESS FOR SUCCESS ATLANTA INC 763 TRABERT AVE NW STE B ATLANTA, GA 30318	N/A PC		DRESS FOR SUCCESS ATLANTA - CAREER CENTER AND ONGOING SUPPORT PROGRAM	5,000
ENCHANTED CIRCLE INC 4 OPEN SQ WAY STE 206 HOLYOKE, MA 01040	N/A PC		AMHERST ARTS INTEGRATION INITIATIVE	12,000

AEC TRUST

36-6725987

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

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FAMILY DIVERSITY PROJECTS INC PO BOX 1246 AMHERST, MA 01004	N/A PC	ARTS-BASED BULLYING PREVENTION EDUCATIONAL INITIATIVE	25,000
FAMILY LEARNING CENTER INC 3164 34TH ST BOULDER, CO 80301	N/A PC	IGNITE YOUR POTENTIAL PRE-COLLEGIATE YOUTH DEVELOPMENT PROGRAM	10,000
FEMINIST WOMENS HEALTH CENTER INC 1924 CLIFF VALLEY WAY NE ATLANTA, GA 30329	N/A PC	LIFTING LATINA VOICES INITIATIVE (LLVI)	5,000
FOOTHILLS UNITED WAY INC 1285 CIMARRON DR STE 101 LAFAYETTE, CO 80026	N/A PC	LONG-TERM FLOOD RECOVERY FUND	20,000
FOUR MILE PROTECTION DISTRICT 87 FOUR MILE CANYON DR BOULDER, CO 80302	N/A PC	FIRE PROTECTION AND EMERGENCY SERVICES PROJECT	9,000
FOUR MILE PROTECTION DISTRICT 87 FOUR MILE CANYON DR BOULDER, CO 80302	N/A PC	POORMAN FIRE STATION FOUNDATION AND EXCAVATION PROJECT	50,000

AEC TRUST

36-6725987

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

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FRIENDS OF THE CRISIS CENTER INC PO BOX 357284 GAINESVILLE, FL 32635	N/A PC	CRISIS CENTER VOLUNTEER, PROGRAM AND OUTREACH SUPPORT	25,000
GREENHOUSE SCHOLARS 1681 9TH ST STE 200 BOULDER, CO 80302	N/A PC	WHOLE PERSON PROGRAM	5,000
GROWING GARDENS OF BOULDER COUNTY INC PO BOX 1066 BOULDER, CO 80306	N/A PC	FRESH FOOD FAMILIES AND FITNESS PROJECT	5,000
HIGHER GROUND YOUTH CHALLENGE PO BOX 101106 DENVER, CO 80250	N/A PC	SUMMER EXPERIENTIAL EDUCATION AND YEAR ROUND MENTORING PROGRAM	10,000.
IMPACT ON EDUCATION 721 FRONT ST APT A LOUISVILLE, CO 80027	N/A PC	SUMMER SHUFFLE PROJECT	10,000.
JERUSALEM HOUSE INC 17 EXECUTIVE PARK DR NE STE 2 ATLANTA, GA 30329	N/A PC	FAMILY PROGRAM	5,000

AEC TRUST

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
KESTREL LAND TRUST 233 N PLEASANT ST 30 AMHERST, MA 01002	N/A PC		MOUNT HOLYOKE RANGE TO QUABBIN- WILDLIFE CORRIDOR	20,000
LEGACY OF LEARNING 5440 CONESTOGA CT BOULDER, CO 80301	N/A PC		EMPOWERING YOUTH OF PROMISE THROUGH EDUCATION PROGRAMS	8,000.
MIDTOWN ASSISTANCE CENTER INC 30 PORTER PL NE ATLANTA, GA 30308	N/A PC		HOMELESS PREVENTION PROGRAM	10,000
NATIONAL CENTER FOR CIVIL AND HUMAN RIGHTS INC 250 WILLIAMS ST NW ATLANTA, GA 30303	N/A PC		THE CONSTRUCTION OF THE NATIONAL CENTER FOR CIVIL AND HUMAN RIGHTS AND FOR EXHIBIT ACQUISITION, CONSTRUCTION, DESIGN, CONSERVATION, DOCUMENTATION AND DIGITIZATION	250,000
PARLANDO INCORPORATED 2590 WALNUT ST BOULDER, CO 80302	N/A PC		COMMUNITY MUSIC OUTREACH AND EDUCATION PROJECT	5,000
PARTNERS HEALTHCARE SYSTEM INC 30 LOCUST ST NORTHAMPTON, MA 01060	N/A PC		BUILDING OUR FUTURE PROJECT	50,000

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36-6725987

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

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PROJECT YES 200 E S BOULDER RD LAFAYETTE, CO 80026	N/A PC	AFTER SCHOOL SCHOLARSHIP PROGRAM FOR UNDERPRIVILEGED KIDS	12,000
READER TO READER INC 38 WOODSIDE AVE AMHERST, MA 01002	N/A PC	DISCOVERBOOKS PROJECT	32,200
SAFEHOUSE PROGRESSIVE ALLIANCE FOR NONVIOLENCE INC 835 N ST BOULDER, CO 80304	N/A PC	CRISIS INTERVENTION SERVICES FOR LOW INCOME DOMESTIC VIOLENCE VICTIMS	10,000
STONELEIGH-BURNHAM SCHOOL 574 BERNARDSTON RD GREENFIELD, MA 01301	N/A PC	STUDENT CENTER COMPLEX PROJECT	25,000.
SUGAR LOAF FIRE PROTECTION DISTRICT 1360 SUGAR LOAF RD BOULDER, CO 80302	N/A PC	FIRE STATION GARAGE ADDITION	25,000
SURVIVAL CENTERS INC PO BOX 9629 NORTH AMHERST, MA 01059	N/A PC	THE AMHERST SURVIVAL CENTER'S (ASC) PATIENT EDUCATION AND NAVIGATION SERVICES	15,000

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AEC TRUST

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

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SYNCHRONICITY PERFORMANCE GROUP P O BOX 6012 ATLANTA, GA 31107	N/A PC	SYNCHRONICITY THEATRE'S TRANSITION CAMPAIGN FOR A NEW PERFORMANCE HOME	25,000
THE HUMANE SOCIETY OF BOULDER VALLEY INC 2323 55TH ST BOULDER, CO 80301	N/A PC	BEHAVIOR MODIFICATION (BMOD) OF SHELTER DOGS AND CATS PROGRAM	5,000
THEATRICAL OUTREIT INC 84 LUCKIE ST NW ATLANTA, GA 30303	N/A PC	CAPITAL CAMPAIGN TO SECURE THE BALZER THEATER AT HERREN'S PROJECT	34,000
UNIVERSITY OF FLORIDA FOUNDATION INC PO BOX 14425 GAINESVILLE, FL 32604	N/A PC	CURATOR OF PHOTOGRAPHY FUND	167,000
UNIVERSITY OF FLORIDA FOUNDATION INC PO BOX 14425 GAINESVILLE, FL 32604	N/A PC	DAVID A COFRIN ASIAN ART MANUSCRIPT SERIES PROJECT	65,000
UNIVERSITY OF FLORIDA FOUNDATION INC PO BOX 14425 GAINESVILLE, FL 32604	N/A PC	MONET AND AMERICAN IMPRESSIONISM- THE SAMUEL P HARN MEMORIAL EXHIBITION	150,000

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36-6725987

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

ATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
VOX TEEN COMMUNICATIONS INC 229 PEACHTREE ST NE STE 725 ATLANTA, GA 30303	N/A PC	VOX AFTER-SCHOOL PROGRAM FOR TEENS	10,000
W I N G S FOUNDATION INC 7550 W YALE AVE STE B201 DENVER, CO 80227	N/A PC	SERVICES FOR SURVIVORS PROJECT	5,000
WOMEN MOVING ON INC PO BOX 171 DECATUR, GA 30031	N/A PC	GENERAL OPERATING SUPPORT PROJECT	5,000
WONDERROOT INC 982 MEMORIAL DR SE ATLANTA, GA 30316	N/A PC	GENERAL OPERATING SUPPORT PROJECT	5,000
TOTAL CONTRIBUTIONS PAID			<u>1,589,200</u>