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Form 990-PF

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 instructions is at www.irs.gov/form990pf.

2014

Open to Public
Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation TIM AND TRACY FARRELL FOUNDATION		A Employer identification number 45-4113483
Number and street (or P O box number if mail is not delivered to street address) 8521 KILLARNEY PLACE		Room/suite
City or town, state or province, country, and ZIP or foreign postal code WICHITA, KS 672061809		
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 364,077		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> <input type="checkbox"/>

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 ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	12,842	12,842		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	18,329			
	b Gross sales price for all assets on line 6a 279,946				
	7 Capital gain net income (from Part IV, line 2)		18,329		
	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	31,171	31,171		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	206	206		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,588	3,588		0
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	3,794	3,794		0
	25 Contributions, gifts, grants paid	68,336			68,336
	26 Total expenses and disbursements. Add lines 24 and 25	72,130	3,794		68,336
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-40,959			
	b Net investment income (if negative, enter -0-)		27,377		
	c Adjusted net income (if negative, enter -0-)				

Part III 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	39,737	16,049	16,049
2	Savings and temporary cash investments	2,860	7,508	7,508
3	Accounts receivable ► 246			
	Less allowance for doubtful accounts ►	814	246	246
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)			
c	Investments—corporate bonds (attach schedule)	231,613	148,363	147,286
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	138,239	200,138	192,988
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)	413,263	372,304	364,077
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				
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
27	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
28	Capital stock, trust principal, or current funds	0	0	
29	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
30	Retained earnings, accumulated income, endowment, or other funds	413,263	372,304	
31	Total net assets or fund balances (see instructions)	413,263	372,304	
	Total liabilities and net assets/fund balances (see instructions)	413,263	372,304	

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	413,263
2	Enter amount from Part I, line 27a	2	-40,959
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	372,304
5	Decreases not included in line 2 (itemize) ►	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	372,304

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 Additional Data Table			
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	See Additional Data Table			
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) FMV as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
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 18,329
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

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 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	51,453	18,150	2 834876
2012	53,284	470,054	0 113357
2011	0	20,521	0 000000
2010			
2009			
2 Total of line 1, column (d).			2 2 948233
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 982744
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.			4 384,370
5 Multiply line 4 by line 3.			5 377,737
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 274
7 Add lines 5 and 6.			7 378,011
8 Enter qualifying distributions from Part XII, line 4.			8 68,336

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	548
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> 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	0
3	Add lines 1 and 2.	3	548
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	548
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	
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	0
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	4
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	552
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b	No
<i>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.</i>			
1c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
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	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> KS		
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? <i>If "No," attach explanation.</i>	8b	Yes
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)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ► N/A

14 The books are in care of ► TRACY L FARRELL Telephone no ► (316) 636-1973
 Located at ► 8521 KILLARNEY PLACE WICHITA KS ZIP +4 ► 67206

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ► 15 and enter the amount of tax-exempt interest received or accrued during the year

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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►

16	Yes	No
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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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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	No
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 ► 20____, 20____, 20____, 20____			
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 ► 20____, 20____, 20____, 20____			
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	No
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	No

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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? 	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>		5b
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? <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>		6b No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)

2. 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
TIMOTHY J FARRELL 8521 KILLARNEY PLACE WICHITA, KS 672061809	PRESIDENT 0 50	0	0	
TRACY L FARRELL 8521 KILLARNEY PLACE WICHITA, KS 672061809	SECRETARY 0 25	0	0	
TRACY L FARRELL 8521 KILLARNEY PLACE WICHITA, KS 672061809	TREASURER 0 25	0	0	

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

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		

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 <hr/>	
2 <hr/>	
3 <hr/>	
4 <hr/>	

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 _____ _____	
2 _____ _____	

All other program-related investments See instructions

3 _____

Total. Add lines 1 through 3

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	367,143
b	Average of monthly cash balances.	1b	23,080
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	390,223
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	390,223
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	5,853
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	384,370
6	Minimum investment return. Enter 5% of line 5.	6	19,219

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	19,219
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	548
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	548
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	18,671
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	18,671
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	18,671

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	68,336
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	68,336
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	68,336

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				18,671
2 Undistributed income, if any, as of the end of 2014			0	
a Enter amount for 2013 only.				
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.	28,825			
e From 2013.	50,839			
f Total of lines 3a through e.	79,664			
4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ _____ 68,336			0	
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				18,671
e Remaining amount distributed out of corpus	49,665			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:	129,329			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	129,329			
10 Analysis of line 9				
a Excess from 2010.				
b Excess from 2011.				
c Excess from 2012.	28,825			
d Excess from 2013.	50,839			
e Excess from 2014.	49,665			

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

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 organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
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 organization 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))

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

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 email 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	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	68,336
b Approved for future payment				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.				14	12,842
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				14	18,329
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory.					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e).			0		31,171
13 Total. Add line 12, columns (b), (d), and (e).				13	31,171

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

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)	No
(2) Other assets.	1a(2)	No
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization.	1b(1)	No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)	No
(3) Rental of facilities, equipment, or other assets.	1b(3)	No
(4) Reimbursement arrangements.	1b(4)	No
(5) Loans or loan guarantees.	1b(5)	No
(6) Performance of services or membership or fundraising solicitations.	1b(6)	No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c	No

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.

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

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.

* * * * *

2015-05-08

* * * * *

Signature of officer or trustee

Date

Title

May the IRS discuss this return with the preparer shown below (see instr.)? Yes No

Paid Preparer Use Only	Print/Type preparer's name EDWARD P DUNN JR	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00170342
	Firm's name ► KOCH SIEDHOFF HAND AND DUNN LLP			Firm's EIN ► 48-0922808	
	Firm's address ► 3580 W 13TH ST WICHITA, KS 672034591				
				Phone no (316) 943-0286	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
AI STOCK FUND 99 33 SHS	P	2014-05-13	2014-06-05
AI STOCK FUND 352 635 SHS	P	2014-05-13	2014-10-08
AI STOCK FUND 2126 216 SHS	P	2014-05-13	2014-11-20
CAMBIAR SMALL CAP 25 32 SHS	P	2014-05-13	2014-06-05
CAMBIAR SMALL CAP 76 108 SHS	P	2014-05-13	2014-10-08
FEDERATED STRATEGIC VALUE 16 764 SHS	P	2013-12-05	2014-05-13
GOLDMAN SACHS MID CAP 15 625 SHS	P	2014-05-13	2014-06-05
GOLDMAN SACHS MID CAP 54 077 SHS	P	2014-05-13	2014-10-08
GOLDMAN SACHS MID CAP 217 923 SHS	P	2013-05-30	2014-05-13
MFS INTNL DIV 58 964 SHS	P	2014-05-13	2014-06-05

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,480		1,452	28
5,085		5,156	-71
31,744		31,085	659
594		582	12
1,666		1,749	-83
104		96	8
745		727	18
2,560		2,516	44
2,495		2,378	117
1,013		999	14

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			28
			-71
			659
			12
			-83
			8
			18
			44
			117
			14

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
MFS INTNL DIV 180 471 SHS	P	2014-05-13	2014-10-08
T ROWE PRICE GROWTH 19 813 SHS	P	2014-05-13	2014-06-05
T ROWE PRICE GROWTH 61 786 SHS	P	2014-05-13	2014-10-08
VANGUARD 500 #1340 25 175 SHS	P	2014-05-13	2014-06-05
VANGUARD 500 #1340 43 763 SHS	P	2014-05-13	2014-10-08
AI INT'L MULTI 76 376 SHS	P	2012-11-01	2014-06-05
AI INT'L MULTI 234 217 SHS	P	2012-11-01	2014-10-08
FEDERTED STRATEGIC VAL #662 3213 149 SHS	P	2012-12-31	2014-05-13
GOLDMAN SACHS #527 - 1270 289 SHS	P	2012-11-01	2014-06-05
GOLDMAN SACHS SATELLITE - 132 907 SHS	P	2012-11-01	2014-06-05

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,911		3,057	-146
1,056		1,016	40
3,376		3,170	206
3,735		3,647	88
6,571		6,340	231
999		852	147
2,827		2,614	213
19,954		16,419	3,535
9,235		9,349	-114
1,143		1,086	57

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-146
			40
			206
			88
			231
			147
			213
			3,535
			-114
			57

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
GOLDMAN SACHS SATELLITE - 64 662 SHS	P	2012-11-01	2014-10-08
GOLDMAN SACHS US EQUITY - 5141 742 SHS	P	2012-12-31	2014-05-13
MFS INTNL NEW DISC 561 119 SHS	P	2012-11-01	2014-05-13
KOHLS CORP NT 5000 SHS	P	2013-05-10	2014-05-08
BLOCK FINL NT 10000 SHS	P	2013-01-02	2014-05-06
CARDINAL HEALTH 5000 SHS	P	2013-04-16	2014-05-08
EXELON GENERATION 5000 SHS	P	2012-12-18	2014-05-08
FEDERAL NATL MTG 10000 SHS	P	2013-02-28	2014-05-06
GENERAL ELECTRIC 10000 SHS	P	2012-12-20	2014-05-08
GTE CORP DEB 10000 SHS	P	2012-12-24	2014-03-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
527		528	-1
58,873		52,363	6,510
16,766		13,523	3,243
5,770		5,936	-166
10,192		10,620	-428
4,985		5,002	-17
5,697		5,902	-205
9,908		10,198	-290
5,673		5,909	-236
11,969		12,543	-574

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-1
			6,510
			3,243
			-166
			-428
			-17
			-205
			-290
			-236
			-574

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
HEALTH CAR REIT 5000 SHS	P	2012-12-11	2014-05-08
MORGAN STANLEY NT 10000 SHS	P	2012-12-19	2014-05-07
PETROBRAS INTL 5000 SHS	P	2012-12-10	2014-05-08
WESTERN UN CO NT 10000 SHS	P	2012-12-10	2014-05-07
WHIRLPOOL CORP DEB 10000 SHS	P	2012-12-19	2014-05-06
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,476		5,612	-136
10,637		10,901	-264
5,160		5,303	-143
11,033		11,037	-4
11,445		11,950	-505
6,542			6,542

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-136
			-264
			-143
			-4
			-505
			6,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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				
BOWER RESEARCH CENTER 2844 E PIKES PEAK AVE COLORADO SPRINGS, CO 80909	NONE	TAX EXEMPT	UNRESTRICTED	100
CATHOLIC CARE CENTER 6700 E 45TH ST N BEL AIRE, KS 67226	NONE	TAX EXEMPT	UNRESTRICTED	250
CHILD ADVOCACY CENTER 130 S MARKET ST 5052 WICHITA, KS 67202	NONE	TAX EXEMPT	UNRESTRICTED	2,000
DOCS FOR HOPE PO BOX 135 NEW HAMPTON, IA 50659	NONE	TAX EXEMPT	UNRESTRICTED	500
EASTMINSTER CHURCH 1958 N WEBB RD WICHITA, KS 67206	NONE	TAX EXEMPT	UNRESTRICTEDUNRESTRICTED	9,700
EPISCOPAL SOCIAL SERVICES 1010 N MAIN WICHITA, KS 67203	NONE	TAX EXEMPT	UNRESTRICTED	100
FRIENDS OF THE ORPHEUM 200 N BROADWAY WICHITA, KS 67202	NONE	TAX EXEMPT	UNRESTRICTED	1,000
KIDZCOPE INC 9415 E HARRY STE 501 WICHITA, KS 67207	NONE	TAX EXEMPT	UNRESTRICTED	11,720
MIDDLETON AREA FEDERATION OF WOMENS CLUBS 160 N BREIEL BLVD MIDDLETON, OH 45042	NONE	TAX EXEMPT	UNRESTRICTED	200
MIRACLE PLACE 940 N TEMPLE AVE INDIANOPLIS, IN 46201	NONE	TAX EXEMPT	UNRESTRICTED	100
PROMEDICA DEFIANCE REGIONAL HOSPITAL FOUNDATION 1200 RALSTON AVENUE DEFIANCE, OH 43512	NONE	TAX EXEMPT	UNRESTRICTED	3,000
VICTORY IN THE VALLEY 3755 E DOUGLAS WICHITA, KS 67218	NONE	TAX EXEMPT	UNRESTRICTED	3,000
WICHITA CHILDREN'S HOME 810 N HOLYOKE ST WICHITA, KS 67208	NONE	TAX EXEMPT	UNRESTRICTED	14,066
WICHITA COLLEGIATE SCHOOL 9115 E 13TH ST N WICHITA, KS 67206	NONE	TAX EXEMPT	UNRESTRICTED	5,000
WICHITA STATE UNIVERSITY 1845 FAIRMOUNT ST TOPEKA, KS 67260	NONE	TAX EXEMPT	UNRESTRICTED	7,500
Total				68,336
► 3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
YMCA 402 N MARKET WICHITA, KS 67202	NONE	TAX EXEMPT	UNRESTRICTED	5,000
YOUNG LIFE 6505 E CENTRAL AVE 318 WICHITA, KS 672061924	NONE	TAX EXEMPT	UNRESTRICTED	5,100
Total.			► 3a	68,336

TY 2014 Investments Corporate Bonds Schedule

Name: TIM AND TRACY FARRELL FOUNDATION

EIN: 45-4113483

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BEAR STEARNS COS INC SR NT - 10,000 SHS	11,678	11,199
COMPUTER SCIENCES CORP SR NT - 10,000 SHS	11,382	11,178
EXELON GENERATION CO LLC SR NT -5,000 SHS	5,749	5,556
FPL GROUP CAP TR I PFD - 250 SHS	6,342	6,350
FED HOME LN BKS CONS BDS - 10,000 SHS	9,975	9,679
GTE CORP DEB - 10,000 SHS	0	0
GENERAL ELEC CAP CORP - 5,000 SHS	5,752	5,550
HEALTH CARE REIT INC SR NT - 5,000 SHS	5,507	5,372
HEWLETT PACKARD CO GBL NT - 10,000 SHS	10,670	11,037
HUMANA INC SR NT - 10,000 SHS	11,596	11,406
JANUS CAP GRP INC CR SENS - 10,000 SHS	11,211	11,064
MORGAN STANLEY NT - 10,000 SHS	0	0
NASDAQ OMX GROUP INC CR SEN - 10,000 SHS	10,906	11,884
PETROBAS INTL FIN CO GTD - 5,000 SHS	5,223	4,907
WESTERN UN CO NT - 10,000 SHS	0	0
WHIRLPOOL CORP DEB - 10,000 SHS	0	0
BLOCK FINL CORP GTD NT - 10,000 SHS	0	0
CARDINAL HEALTH INC SR NT - 5,000 SHS	5,002	4,968
HOSPIRA INC NT - 10,000 SHS	11,134	10,782
JEFFRIES GROUP INC NEW SR NT - 10,000 SHS	10,502	10,546

Name of Bond	End of Year Book Value	End of Year Fair Market Value
KOHLS CORP NT - 5,000 SHS	5,747	5,561
TEVA PHARMACEUTICAL FIN CO 3.65% 10,000	9,987	10,247

TY 2014 Investments - Other Schedule

Name: TIM AND TRACY FARRELL FOUNDATION**EIN:** 45-4113483

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AI INTERNATIONAL ALPHA STRATEGIES - 1,286.878 SHS	AT COST	0	0
FEDERATED STRATEGIC VALUE DIV FUND #662 - 3,229.913 SHS	AT COST	0	0
GOLDMAN SACHS SATELLITE - 2,121.598 SHS	AT COST	17,348	16,697
GOLDMAN SACHS US EQUITY DIV & PREM FUND - 5,359.665 SHS	AT COST	0	0
MFS INTL NEW DISC - 561.119 SHS	AT COST	0	0
GOLDMAN SACHS HIGH YEILD FD #527 - 4,053.109 SHS	AT COST	29,345	27,358
FEDERAL NATL MTG ASSN - 10,000 SHS	AT COST	0	0
CAMBIAR SMALL CAP FUND #1364, 690.359	AT COST	15,527	13,821
AMERICAN INDEPENDENCE INTN'L ALPHA #2329, 1,889.704	AT COST	22,546	20,749
GOLDMAN SACHS MID CAP #864, 334.466	AT COST	15,260	13,907
JPMORGAN VALUE ADVANTAGE FUND	AT COST	32,394	31,732
MFS INTL DIVERSIFICATION 1,349.88	AT COST	22,867	21,207
T ROWE PRICE GROWTH STOCK #40, 295.449	AT COST	15,144	15,349
VANGUARD 500 INDEX FUND #540, 169.403	AT COST	29,707	32,168

TY 2014 Other Expenses Schedule

Name: TIM AND TRACY FARRELL FOUNDATION

EIN: 45-4113483

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT EXPENSES	3,383	3,383		0
OFFICE EXPENSE	205	205		0

TY 2014 Taxes Schedule

Name: TIM AND TRACY FARRELL FOUNDATION**EIN:** 45-4113483

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	59	59		0
FEDERAL TAXES DUE	147	147		0