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Return of Private Foundation

2014

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
Do not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2014 or tax year beginning 03/17, 2014, and ending 12/31, 2014

Name of foundation: **OLGOONIK FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address): **3201 C STREET**

Room/suite: **700**

City or town, state or province, country, and ZIP or foreign postal code: **ANCHORAGE, AK 99503**

A Employer identification number: **46-4534280**

B Telephone number (see instructions): **(907) 562-8728**

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

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

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) **\$ 12,038**

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

SCANNED JUN 30 2015

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)	40,000.			
2	Check <input 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				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)				
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	40,000.			
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)	572.			572.
17	Interest				
18	Taxes (attach schedule) (see instructions)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH . 2	962.			962.
24	Total operating and administrative expenses. Add lines 13 through 23.	1,534.			1,534.
25	Contributions, gifts, grants paid ATCH . 7	27,000.			27,000.
26	Total expenses and disbursements. Add lines 24 and 25	28,534.			28,534.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	11,466.			
b	Net investment income (if negative, enter -0-)		0		
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		12,038.	12,038.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule),			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule),			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	0	12,038.	12,038.	
Liabilities	17	Accounts payable and accrued expenses		572.	
	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	572.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	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, . . . ▶ <input checked="" type="checkbox"/>				
	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		11,466.		
30	Total net assets or fund balances (see instructions),	0	11,466.		
31	Total liabilities and net assets/fund balances (see instructions)	0	12,038.		

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 0
2	Enter amount from Part I, line 27a	2 11,466.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 11,466.
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 11,466.

Part IV Capital Gains and Losses for Tax on Investment Income

Table with columns (a) through (k) for listing property sold, including gross sales price, depreciation, cost basis, gain/loss, FMV, and adjusted basis. Includes summary rows for net capital gain/loss and short-term capital gain/loss.

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

NOT AVAILABLE FOR INITIAL YEAR RETURNS

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.

Table for qualification under Section 4940(e) with columns (a) Base period years, (b) Adjusted qualifying distributions, (c) Net value of noncharitable-use assets, and (d) Distribution ratio. Includes summary rows for total, average distribution ratio, and net value of assets.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', and 'Credits/Payments'. Total tax due is 0.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, expenditures, and reporting requirements. Includes 'SEE ATTACHMENT 4' in row 10.

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).
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.OLGOONIK.COM
14 The books are in care of OLGOONIK CORPORATION Telephone no 907-562-8728 Located at 3201 C ST, SUITE 700 ANCHORAGE, AK ZIP+4 99503
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
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 90-221) If "Yes," enter the name of the foreign country

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

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

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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)
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
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?
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? 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)
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?
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)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 3		0	0	0

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

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

Total number of other employees paid over \$50,000.

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	
2	
3	
4	

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

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

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	
b	Average of monthly cash balances	1b	12,038.
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	12,038.
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	12,038.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	181.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,857.
6	Minimum investment return. Enter 5% of line 5	6	593.

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	593.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	
b	Income tax for 2014. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	593.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4.	5	593.
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	593.

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	28,534.
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	28,534.
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	28,534.

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				593 .
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only				
b Total for prior years 20 12 , 20 11 , 20 10				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
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 ▶ \$ 28,534 .				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2014 distributable amount				593 .
e Remaining amount distributed out of corpus	27,941 .			
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	27,941 .			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	27,941 .			
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	27,941 .			

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.

NONE

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 4

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

ATCH 5

c Any submission deadlines:

BEGINNING OF EVERY ACADEMIC SCHOOL YEAR

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

ATCH 6

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
<p>a Paid during the year</p> <p>SEE ATTACHMENT 7</p>				
Total				▶ 3a 27,000
b Approved for future payment				
Total				▶ 3b

Schedule of Contributors

2014

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

Name of the organization

OLGOONIK FOUNDATION

Employer identification number

46-4534280

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization OLGOONIK FOUNDATION	Employer identification number 46-4534280
-------------------------------------------------	----------------------------------------------

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	OLGOONIK CORPORATION ----- 3201 C STREET, SUITE 700 ----- ANCHORAGE, AK 99503 -----	\$ ----- 40,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization **OLGOONIK FOUNDATION**

Employer identification number

46-4534280

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

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

Name of organization **OLGOONIK FOUNDATION**

Employer identification number

46-4534280

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____
 Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	

OLGOONIK FOUNDATION

46-4534280

ATTACHMENT 1

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	572.	572.
TOTALS	<u>572.</u>	<u>572.</u>

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS, GRANTS, ETC. RECEIVED

<u>DESCRIPTION</u>		<u>DIRECT SUPPORT</u>
CONTRIBUTIONS RECEIVED - OLGOONIK CORPORATION 3201 C STREET #700 ANCHORAGE, AK 99503	VARIOUS DATES	<u>40,000.</u>

OLGOONIK FOUNDATION

46-4534280

ATTACHMENT 2

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
OFFICE SUPPLIES	446.	446.
BANK CHARGES	516.	516.
TOTALS	<u>962.</u>	<u>962.</u>

OLGOONIK FOUNDATION

46-4534280

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

ATTACHMENT 3

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
THERESA CLARK 3201 C STREET SUITE 700 ANCHORAGE, 99503	PRESIDENT 1.00	0	0	0
ED MORRIS 3201 C STREET SUITE 700 ANCHORAGE, 99503	VICE PRESIDENT 1.00	0	0	0
DIXIE RETHERFORD 3201 C STREET SUITE 700 ANCHORAGE, 99503	SECRETARY/TREASURER 1.00	0	0	0
	GRAND TOTALS	<u>0</u>	<u>0</u>	<u>0</u>

ATTACHMENT 4

FORM 990PF, PART VII-A - LIST OF SUBSTANTIAL CONTRIBUTORS
FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

OLGOONIK FOUNDATION
3201 C STREET, SUITE 700
ANCHORAGE, AK 99503
907-562-8728

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

APPLICATIONS MUST BE SUBMITTED TO THE OLGOONIK FOUNDATION ACCORDING TO THE APPLICATION GUIDELINES. SEE ATTACHMENT 8.

ATTACHMENT 6

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

APPLICANTS MUST BE AN OLGOONIK CORPORATION SHAREHOLDER OR DESCENDANT OF SHAREHOLDER. HE OR SHE MUST BE ENROLLING OR CURRENTLY ENROLLED IN AN ACCREDITED COLLEGE, UNIVERSITY, TRADE, OR VOCATIONAL SCHOOL AND MUST BE WORKING TOWARD A DEGREE OR CERTIFICATION THAT CAN BE USEFUL IN THE OLGOONIK FAMILY OF COMPANIES.

OLGOONIK FOUNDATION
2014 Form 990-PF, Page 11, Part XV, Line 3a

46-4534280

<u>Name</u>	<u>Address</u>	<u>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Scholarships</u>	<u>Amount</u>
Bardeaux, Elizabeth	Available upon request	None	N/A	Higher Education	1,500
Benson, Barbara	Available upon request	None	N/A	Higher Education	1,500
Brower, Trna	Available upon request	None	N/A	Higher Education	1,500
Caldwell, Charles	Available upon request	None	N/A	Higher Education	4,500
Caldwell, Edgar	Available upon request	None	N/A	Higher Education	2,500
Hopson, Heather	Available upon request	None	N/A	Higher Education	1,500
Hormann, Stephan	Available upon request	None	N/A	Higher Education	1,500
Kellie, Whitney	Available upon request	None	N/A	Higher Education	1,500
McKenzie, Taryn	Available upon request	None	N/A	Higher Education	1,500
Merculief, Britte	Available upon request	None	N/A	Higher Education	2,000
Sheets Jr, Joseph	Available upon request	None	N/A	Higher Education	3,000
Sidon, Opal	Available upon request	None	N/A	Higher Education	1,500
Thornton, Jenifer	Available upon request	None	N/A	Higher Education	1,500
Individuals who received \$1,000 or less	Available upon request	None	N/A	Higher Education	1,500
				TOTAL SCHOLARSHIPS PAID	<u>27,000</u>

Olgoonik Foundation Scholarship Application

GENERAL SCHOLARSHIP INFORMATION:

1. Applicant must be an Olgoonik Corporation shareholder or descendant of shareholder.
2. This scholarship is for students who are enrolling or currently enrolled in an accredited college, university, trade, or vocational school and are working toward a degree or certification that can be useful in the Olgoonik family of companies.
3. Scholarship retention will be evaluated at the end of each term or grading period and will be based on student performance against the requirements as described below.
4. Scholarship recipients have up to 4 years to complete a 2-year program and up to 6 years to complete the 4-year program (exceptions will be considered on a case-by-case basis.)
5. The maximum funding level during an academic year is \$6,000 with a total of \$24,000 per recipient.
6. The Olgoonik Foundation awards scholarships primarily on the basis of scholastic achievements, character, leadership abilities, and educational goals.

LEVELS OF FUNDING FOR DEGREE PROGRAMS:

Level 1: For scholarship recipients who will take 12+ credits/4+ courses or equivalent

This funding level is for scholarship recipients who are enrolled as Full Time Students taking a minimum course load of 12 credits or equivalent. A maximum funding level of \$6000 distributed equally throughout the year.

Level 2: For scholarship recipients who will take 9+ credits/3 courses or equivalent

This funding level is for scholarship recipients who are enrolled as Part Time Students taking a minimum course load of 9 credits or equivalent. A maximum funding level of \$4000 distributed equally throughout the year.

Level 3: For scholarship recipients who will take 6+ credits/2 courses or equivalent

This funding level is for scholarship recipients who are enrolled as Part Time Students taking a minimum course load of 6 credits or equivalent. A maximum funding level of \$3000 distributed equally throughout the year.

ACADEMIC REQUIREMENTS FOR ALL FUNDING LEVELS:

Each term the scholarship recipient will be required to maintain a cumulative 2.0 Grade Point Average (GPA) or equivalent in order to continue receiving scholarship funding. A Scholarship Recipient may not be on academic probation; however, Olgoonik may make a one-time only exception.

Once a scholarship is awarded, Olgoonik Foundation will make payment directly to the school, college, university, program, or learning institution.

If the scholarship recipient fails to attend school the semester, quarter or term, the recipient forfeits the scholarship for that term. If you do not notify the Olgoonik Foundation that you are not attending school, you risk no longer qualifying for future scholarships.

Olgoonik Foundation Scholarship Application

APPLICATION INSTRUCTIONS AND GUIDELINES:

1. Submit the following required documents with this application form:
 - a. Biological Family Tree or Adoptive Family Tree Form (attached)
 - b. Degree career plan (may be from academic or vocational advisor)
 - c. Class schedule
 - d. Most recent Official High School, College, University, Vocational, or Trade School transcript
 - e. Three letters of recommendation, which include contact phone numbers. Letters should reflect evidence of good interpersonal and team skills. Letters may be from the following:

• School Counselor	1 letter
• School Principal	1 letter
• Former/Present employer(s)	1-2 letters
• Recent/Present Supervisor(s)	1-2 letters
• Character Reference	1 letter

2. Submit a short essay (1-2 pages) that describes what your plans are for the future and how you plan to use your education.

3. All application and documentation materials must be received prior to processing and award consideration.

4. Scholarship documentation must be mailed, faxed (907) 562-8751 or emailed (contact Olgoonik for email address at (907) 562-8728) to:

Olgoonik Foundation
3201 C Street, Suite 700
Anchorage, AK 99503

5. Notification of scholarship award will be within one month of Olgoonik receiving the completed application.

6. This application must be completed at the beginning of every academic school year. You must adhere to the Academic Requirements to continue to receive funding.

Olgoonik Foundation Scholarship Application

Applicant Information:					
Name:		Maiden Name:			
<input type="checkbox"/> Male or <input type="checkbox"/> Female	Date of Birth:	/ /	Social Security Number:	- -	
Shareholder Eligibility: You must be a member of at least one of the eligible classes of recipients. Check at least one of the following					
<input type="checkbox"/> An original 1971 shareholder of the Olgoonik Corporation – by checking this box I authorize Olgoonik Development, LLC to verify genealogical information through the Olgoonik Corporation.					
<input type="checkbox"/> A direct lineal descendant of an original 1971 shareholder of the Olgoonik Corporation – by checking this box I understand that I must submit birth certificate(s) tracing my ancestry back to an original 1971 shareholder of the Olgoonik Corporation. I also authorize Olgoonik Foundation to verify information provided through the Olgoonik Corporation.					
Academic Eligibility: You must meet all of the following eligibility standards. Check all that apply					
<input type="checkbox"/> I have a high school diploma, or GED.					
<input type="checkbox"/> I am at least 17 years of age at the time of this application.					
<input type="checkbox"/> I am a United States Citizen <u>and</u> a United States Resident.					
<input type="checkbox"/> I have been accepted as a Post-Secondary scholarship recipient for either an undergraduate degree through an accredited U.S. college or university <u>or</u> in a vocational education program.					
Application Duration: Check one of the following					
<input type="checkbox"/> Full School Year					
<input type="checkbox"/> Semester or Quarter Only		Dates of Attendance: / / to / /			
<input type="checkbox"/> Other		Please Specify:			
		Dates of Attendance: / / to / /			

Olgoonik Foundation Scholarship Application

School Information:					
Name of School:					
Address:					
City:		State:		Zip:	
Phone Number:	- -				
Financial Aid Office Information:					
Financial Aid Officer:					
Address:					
City:		State:		Zip:	
Phone Number:	- -		Fax Number:	- -	
Email Address:					
Enrollment Status:					
<input type="checkbox"/> Freshman, or first year scholarship recipient					
<input type="checkbox"/> Sophomore, or second year scholarship recipient					
<input type="checkbox"/> Junior, or third year scholarship recipient					
<input type="checkbox"/> Senior, or fourth year scholarship recipient					
Other: _____					
I Will Attend:					
<input type="checkbox"/> Full-time		Number of Credits:			
<input type="checkbox"/> Part-time		Number of Credits:			
Terms at My School Are Called:					
Semesters: Trimesters:			Quarters Other: _____		
<input type="checkbox"/>			<input type="checkbox"/>		

I understand the terms and conditions of this scholarship application.

Signature

Printed Name

Date

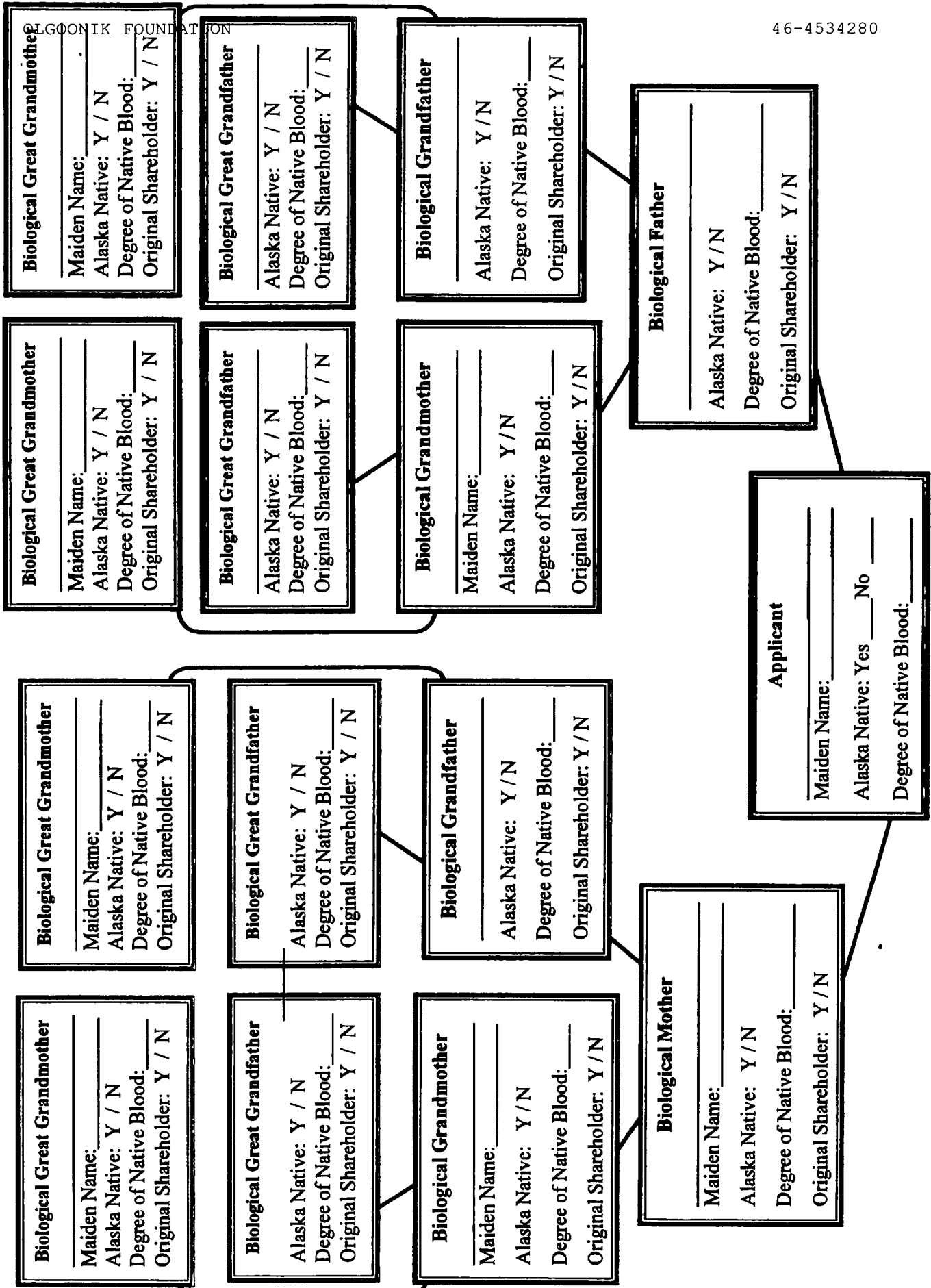
Scholarship checks will be sent directly to the above listed school address.

Olgoonik Foundation Scholarship Application

Budget Forecast

Personal Resources:			
Student Savings:			
Employment (school year):			
Parental or Relative Contribution:			
Tuition Waiver:			
Other (i.e., permanent fund div.):			
Total Personal Resources:			
Enrollment Status:			
Did you complete the FAFSA (Free Application for Federal Student Aid)? <input type="checkbox"/> Yes <input type="checkbox"/> No			
<ul style="list-style-type: none"> • You are strongly encouraged to complete the FAFSA; the results will determine if you are eligible for available financial aid. 			
List all financial aid (loans, scholarships, grants, etc.) that you are applying for:			
Name of scholarship or grant received:	Amount applied for:	Expected notification date:	Amount approved:
Total Financial Aid Approved:			
Total Amount Available			
Total Available Personal Resources (from above):			
Total Financial Approved Financial Aid (from above):			
Total Amount of Funds Available:			
Estimated School Year Expense:			
Tuition:			
Fees:			
Room and Meals:			
Books and Supplies:			
Miscellaneous:			
Total School Year Expenses:			

BIOLOGICAL FAMILY TREE



ADOPTIVE FAMILY TREE

Adoptive Great Grandmother
 Maiden Name: _____
 Alaska Native: Y / N
 Degree of Native Blood: _____
 Original Shareholder: Y / N

Adoptive Great Grandmother
 Maiden Name: _____
 Alaska Native: Y / N
 Degree of Native Blood: _____
 Original Shareholder: Y / N

Adoptive Great Grandmother
 Maiden Name: _____
 Alaska Native: Y / N
 Degree of Native Blood: _____
 Original Shareholder: Y / N

Adoptive Great Grandmother
 Maiden Name: _____
 Alaska Native: Y / N
 Degree of Native Blood: _____
 Original Shareholder: Y / N

Adoptive Great Grandfather
 Alaska Native: Y / N
 Degree of Native Blood: _____
 Original Shareholder: Y / N

Adoptive Great Grandfather
 Alaska Native: Y / N
 Degree of Native Blood: _____
 Original Shareholder: Y / N

Adoptive Great Grandfather
 Alaska Native: Y / N
 Degree of Native Blood: _____
 Original Shareholder: Y / N

Adoptive Great Grandfather
 Alaska Native: Y / N
 Degree of Native Blood: _____
 Original Shareholder: Y / N

Adoptive Grandmother
 Maiden Name: _____
 Alaska Native: Y / N
 Degree of Native Blood: _____
 Original Shareholder: Y / N

Adoptive Grandmother
 Maiden Name: _____
 Alaska Native: Y / N
 Degree of Native Blood: _____
 Original Shareholder: Y / N

Adoptive Grandmother
 Maiden Name: _____
 Alaska Native: Y / N
 Degree of Native Blood: _____
 Original Shareholder: Y / N

Adoptive Grandmother
 Maiden Name: _____
 Alaska Native: Y / N
 Degree of Native Blood: _____
 Original Shareholder: Y / N

Adoptive Father
 Alaska Native: Y / N
 Degree of Native Blood: _____
 Original Shareholder: Y / N

Adoptive Father
 Alaska Native: Y / N
 Degree of Native Blood: _____
 Original Shareholder: Y / N

Adoptive Mother
 Maiden Name: _____
 Alaska Native: Y / N
 Degree of Native Blood: _____
 Original Shareholder: Y / N

Adoptive Mother
 Maiden Name: _____
 Alaska Native: Y / N
 Degree of Native Blood: _____
 Original Shareholder: Y / N

Applicant
 Maiden Name: _____
 Alaska Native: Yes ___ No ___
 Degree of Native Blood: _____

State of Alaska
Department of Commerce, Community and Economic Development
Corporations, Business and Professional Licensing

Certificate of Amended and Restated Articles

The undersigned, as Commissioner of Commerce, Community and Economic Development of the State of Alaska, hereby certifies that a duly signed and verified filing pursuant to the provisions of Alaska Statutes has been received in this office and has been found to conform to law.

ACCORDINGLY, the undersigned, as Commissioner of Commerce, Community and Economic Development, and by virtue of the authority vested in me by law, hereby issues this certificate to

Olgoonik Foundation



IN TESTIMONY WHEREOF, I execute the certificate
and affix the Great Seal of the State of Alaska
effective March 17, 2014.

A handwritten signature in cursive script that reads "Susan K. Bell".

Susan K. Bell
Commissioner

RECEIVED

JUNE 2014 4280

MAR 17 2014

Division of Corporations, Business
and Professional Licensing

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
OLGOONIK FOUNDATION**

**ARTICLE I
NAME**

The name of this corporation is Olgoonik Foundation (the "Foundation").

**ARTICLE II
DURATION**

The Foundation's duration shall be indefinite.

**ARTICLE III
PURPOSES AND POWERS**

The Foundation is organized and shall be operated exclusively for religious, charitable, scientific, literary, and educational purposes within the meaning of section 501(c)(3) of the United States Internal Revenue Code of 1986, as amended, including without limitation, but only to the extent consistent with such purposes:

1. to discover, record, preserve, promote and enhance knowledge and public awareness of Inupiat cultural traditions of the Village of Wainwright, Alaska, namely the history, language, arts (such as dance and carving), and achievements of the people of the Village of Wainwright;
2. to provide scholarships to encourage the educational, occupational, and creative pursuits of Alaska Native children and adults who are enrolled in the Olgoonik Corporation through the Alaska Native Claims Settlement Act, as amended, and their descendants;
3. to provide burial assistance to Alaska Native people in or from the Village of Wainwright; and
4. to receive or distribute by grant, scholarship, donation, bequest, devise, gift, or other transfer of funds or property of any kind whatsoever from or to individuals, agencies, Native Corporations or other entities in furtherance of the above stated purposes.

Subject to the foregoing purposes and the restrictions set forth in these articles of incorporation, the Foundation shall have and may exercise all the rights and powers of a nonprofit corporation under the Alaska Nonprofit Corporation Act.

**ARTICLE IV
REGISTERED AGENT**

Name: Hugh Patkotak, Sr
Mailing Address: 3201 C Street, Ste. 700, Anchorage, AK 99503
Physical Address: 3201 C Street, Ste. 700, Anchorage, AK 99503

**ARTICLE V
CONSTRUCTION**

It is intended that the Foundation qualify as an organization that is exempt from federal income taxation under Internal Revenue Code section 501(c)(3), contributions to which are deductible for federal income, estate, and gift tax purposes under sections 170(c), 2055(a)(2), and 2522(a)(2) These articles of incorporation shall be construed and interpreted accordingly.

**ARTICLE VI
OFFICIALS**

Name	Address	% Owned	Titles
Hugh Patkotak, Sr		N/A	Incorporator
Dixie Retherford	3201 C St., Ste 700, Anchorage, AK 99503	N/A	Director
Cindy Ahmaogak	3201 C St., Ste. 700, Anchorage, AK 99503	N/A	Director
Mary Jane Lang	3201 C St , Ste 700, Anchorage, AK 99503	N/A	Director
Steve Segevan		N/A	Incorporator
Edgar Kagak		N/A	Incorporator

**ARTICLE VII
MEMBERS**

The board of directors may establish one or more classes of members in the bylaws. The rights of members, designation of other classes of members, and the qualifications and rights thereof, shall be established in the bylaws. Unless otherwise so provided, all voting rights and voting power of the Foundation shall be exercised by the board of directors.

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Juneau
46-4534280

MAR 17 2014

Division of Corporations, Business
and Professional Licensing

**ARTICLE VIII
RESTRICTIONS**

The assets of the Foundation are irrevocably dedicated to the purposes described above, and no part of the net earnings of the Foundation shall inure to the benefit of or be distributed to its directors, officers, or other private persons, except that the Foundation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III. No substantial part of the activities of the Foundation shall consist of carrying on propaganda or otherwise attempting to influence legislation. The Foundation shall not participate or intervene in, or publish or distribute any statements in connection with, any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any provision of these articles of incorporation to the contrary, the Foundation shall not engage in any activities which are not permitted for a corporation which is exempt from federal income tax under Internal Revenue Code section 501(c)(3) or to which contributions are deductible under section 170(c), 2055(a), or 2522(a).

**ARTICLE IX
DISSOLUTION**

Upon dissolution or final liquidation of the Foundation, the assets of the Foundation remaining after payment of or provision for the liabilities and obligations of the Foundation shall be distributed to one or more qualified charitable organizations determined by the board of directors. Any assets not so distributed shall be disposed of by the Anchorage Superior Court to such qualified charitable organizations as the court determines. For purposes of this provision, a "qualified charitable organization" means an organization that is exempt from federal income tax under Internal Revenue Code section 501(c)(3) and that is not a private foundation as defined in section 509(a)(1) or (2).

**ARTICLE X
LIABILITY OF DIRECTORS
AND UNCOMPENSATED OFFICERS**

To the fullest extent permitted under the Alaska Nonprofit Corporation Act, as amended, a director or uncompensated officer of the Foundation shall not be liable to the Foundation for monetary damages for conduct as a director or officer. No repeal or amendment of this provision shall adversely affect any right or protection of a director or officer of the Foundation existing at the time of such repeal or amendment.

**ARTICLE XI
INDEMNIFICATION**

To the fullest extent permitted under the Alaska Nonprofit Corporation Act, as amended, the Foundation shall indemnify any Director or Officer who is made a Party to a Proceeding because the individual is or was a Director or Officer against Liability incurred in the Proceeding, including without limitation advancement of Expenses. Capitalized terms used in the

preceding sentence shall have the meaning assigned to such terms in the Alaska Nonprofit Corporation Act.

**ARTICLE XII
PRIVATE FOUNDATION PROVISIONS**

Notwithstanding any provision of these articles of incorporation or Alaska law to the contrary, if at any time the Foundation is a private foundation within the meaning of Internal Revenue Code section 509, it is prohibited from engaging in any act of self-dealing (as defined in section 4941(d)), from retaining any excess business holdings (as defined in section 4943(c)) which would subject the Foundation to tax under section 4943, from making or retaining any investments which would subject the Foundation to tax under section 4944, and from making any taxable expenditures (as defined in section 4945(d)), and the Foundation shall make distributions of income and principal at such time and in such manner as not to subject the Foundation to tax under Internal Revenue Code section 4942.


**ARTICLE XIII
BYLAWS**

The power to adopt, alter, amend, or repeal bylaws is reserved to the initial board of directors until their successors are duly appointed and qualified, after which time the power to adopt, alter, amend, or repeal bylaws is vested in the board of directors.

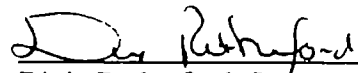
**ARTICLE XIV
AMENDMENT**

If there are no members entitled to vote, the board of directors may amend these articles of incorporation, by the affirmative vote of at least a majority all the directors then in office. If there are members entitled to vote, these articles of incorporation may be amended as provided in the Alaska Nonprofit Corporation Act.

These amended and restated articles of incorporation amend the original articles of incorporation pursuant to authority vested in the board of directors by Alaska Statutes 10.20.176(c) and 10.20.196(d), as there are currently no members to the Foundation, which amendments were unanimously approved by the board of directors during a meeting on March 12, 2014. These amended and restated articles of incorporation correctly set out the provisions of the articles of incorporation as amended. These amended and restated articles of incorporation have been adopted as required by law and supersede the original articles of incorporation and all amendments.



Theresa Clark, President



Dixie Retherford, Secretary

RECEIVED
Juneau

MAR 17 2014

**DIVISION OF CORPORATIONS, BUSINESSES
AND PROFESSIONAL LICENSING**
Page 4

Application for Extension of Time To File an Exempt Organization Return

File a separate application for each return.
Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form)
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions OLGOONIK FOUNDATION	Employer identification number (EIN) or 46-4534280
	Number, street, and room or suite no. If a P O box, see instructions 3201 C STREET, SUITE 700	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions ANCHORAGE, AK 99503	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of **OLGOONIK CORPORATION, 3201 C ST, SUITE 700 ANCHORAGE, AK 99503**

Telephone No. **907 562-8728** FAX No. **907 562-8751**

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2015, to file the exempt organization return for the organization named above. The extension is for the organization's return for
 calendar year 20__ or
 tax year beginning 03/17, 2014, and ending 12/31, 2014.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	NONE	0
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	NONE	0
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	\$	NONE	0

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions