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Form **990-PF**

**Return of Private Foundation**

OMB No 1545-0052

**2014**

Department of the Treasury  
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation  
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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf)

Open to Public Inspection

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

Name of foundation **GUSTAPHER FOUNDATION**  
**C/O ATLANTIC TRUST COMPANY, N.A.**

Number and street (or P O box number if mail is not delivered to street address) **100 FEDERAL STREET, 37TH FLOOR**  
City or town, state or province, country, and ZIP or foreign postal code **BOSTON, MA 02110**

Room/suite

A Employer identification number **58-1828387**

B Telephone number (see instructions) **617-357-9600**

C If exemption application is pending, check here

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

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) **\$ 1,806,862.**

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

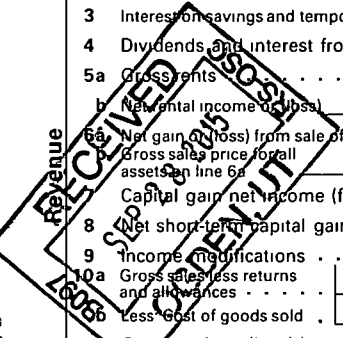
D 1 Foreign organizations, check here   
2 Foreign organizations meeting the 85% test, check here and attach computation

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

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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
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	42,453.	42,453.		STMT 1
5a	Gross rents				
b	Net rental income (loss)				
6a	Net gain (loss) from sale of assets not on line 10	36,014.			
b	Gross sales price for all assets on line 6a	299,287.			
c	Capital gain net income (from Part IV, line 2)		36,014.		
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)	14,154.	6,860.		STMT 4
12	<b>Total.</b> Add lines 1 through 11	92,621.	85,327.		
13	Compensation of officers, directors, trustees, etc.	9,477.	7,108.		2,369.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	6,128.	912.		STMT 5
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)	1.	1,601.		STMT 6
24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	15,606.	9,621.	NONE	2,369.
25	Contributions, gifts, grants paid	96,600.			96,600.
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	112,206.	9,621.	NONE	98,969.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-19,585.			
b	Net investment income (if negative, enter -0-)		75,706.		
c	Adjusted net income (if negative, enter -0-)				

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10 P

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	83,630.	80,571.	80,571.
	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 ▶			NONE
	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) . . . . . STMT 7	887,739.	948,346.	1,416,288.
	c	Investments - corporate bonds (attach schedule) . . . . . STMT 10	347,707.	273,460.	265,665.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans . . . . .			
	13	Investments - other (attach schedule) . . . . . STMT 11	167,972.	163,413.	40,368.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ ACCRUED INCOME )	549.	484.	3,970.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	1,487,597.	1,466,274.	1,806,862.	
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			NONE	
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 . . . . .	1,487,597.	1,466,274.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	1,487,597.	1,466,274.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	1,487,597.	1,466,274.		

**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	1,487,597.
2	Enter amount from Part I, line 27a . . . . .	2	-19,585.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3 . . . . .	4	1,468,012.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	1,738.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	1,466,274.

**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)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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 299,287.		263,273.	36,014.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a			36,014.		
b					
c					
d					
e					
<b>2 Capital gain net income or (net capital loss)</b>			<b>2</b>	36,014.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>			<b>3</b>		
{ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }					

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

**1 Enter the appropriate amount in each column for each year; see the instructions before making any entries**

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	100,567.	1,655,296.	0.060755
2012	101,588.	1,557,021.	0.065245
2011	98,040.	1,610,916.	0.060860
2010	95,319.	1,546,483.	0.061636
2009	91,094.	1,472,193.	0.061876
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.310372
<b>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</b>			<b>3</b> 0.062074
<b>4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5</b>			<b>4</b> 1,764,615.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 109,537.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 757.
<b>7 Add lines 5 and 6</b>			<b>7</b> 110,294.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8</b> 98,969.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	1	1,514.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	2	
3	Add lines 1 and 2 . . . . .	3	1,514.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	4	NONE
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5	1,514.
6	<b>Credits/Payments</b>		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 . . . . .	6a	2,860.
b	Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	NONE
d	Backup withholding erroneously withheld . . . . .	6d	
7	Total credits and payments Add lines 6a through 6d . . . . .	7	2,860.
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8	
9	<b>Tax due</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	1,346.
11	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> ▶ 1,346. <b>Refunded</b> ▶	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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

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

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . . Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? . . . . .	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) . . . . . STMT 14	2b	X
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? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014) . . . . .	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . .  Yes  No
  - (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . .  Yes  No
  - (3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . .  Yes  No
  - (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). . . . .  Yes  No
  - (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . .  Yes  No
- b** If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? . . . . .  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

<b>5b</b>		
<b>6b</b>		X
<b>7b</b>		

**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
HAROLD L. HENDERSON PH-301 4731 BONITA BAY BLVD, BONITA SPRINGS, FL 34134	TRUSTEE	-0-	-0-	-0-
JOANN W. HENDERSON , BONITA SPRINGS, FL 34134	TRUSTEE	-0-	-0-	-0-
DONALD P. HENDERSON , CHAGRIN FALLS, OH 440,	TRUSTEE, AS REQ'	-0-	-0-	-0-
LORI B. HENDERSON , CHAGRIN FALLS, OH 44023	COMMITTEE	-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		NONE	NONE	NONE

**Total number of other employees paid over \$50,000 . . . . .**  **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		NONE
<b>Total</b> number of others receiving over \$50,000 for professional services . . . . . ▶		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 NONE	
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	
<b>Total.</b> Add lines 1 through 3 . . . . . ▶	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	1,791,487.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	NONE
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	1,791,487.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	1,791,487.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	26,872.
<b>5</b>	<b>Net value of noncharitable-use assets</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	<b>5</b>	1,764,615.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	88,231.

**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 )

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	88,231.
<b>2a</b>	Tax on investment income for 2014 from Part VI, line 5 . . . . .	<b>2a</b>	1,514.
<b>b</b>	Income tax for 2014 (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	1,514.
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1 . . . . .	<b>3</b>	86,717.
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	86,717.
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	86,717.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 . . . . .	<b>1a</b>	98,969.
<b>b</b>	Program-related investments - total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	98,969.
<b>5</b>	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) . . . . .	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	98,969.

**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
<b>1</b> Distributable amount for 2014 from Part XI, line 7 . . . . .				86,717.
<b>2</b> Undistributed income, if any, as of the end of 2014				
<b>a</b> Enter amount for 2013 only . . . . .			NONE	
<b>b</b> Total for prior years 20 <u>12</u> , 20 <u>  </u> , 20 <u>  </u> . . . . .		NONE		
<b>3</b> Excess distributions carryover, if any, to 2014				
<b>a</b> From 2009 . . . . .	NONE			
<b>b</b> From 2010 . . . . .	NONE			
<b>c</b> From 2011 . . . . .	NONE			
<b>d</b> From 2012 . . . . .	NONE			
<b>e</b> From 2013 . . . . .	14,679.			
<b>f</b> Total of lines 3a through e . . . . .	14,679.			
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>98,969.</u>				
<b>a</b> Applied to 2013, but not more than line 2a . . . . .			NONE	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2014 distributable amount . . . . .				86,717.
<b>e</b> Remaining amount distributed out of corpus . . . . .	12,252.			
<b>5</b> Excess distributions carryover applied to 2014 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	26,931.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> 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 . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .			NONE	
<b>f</b> Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				NONE
<b>7</b> 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) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .	26,931.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2010 . . . . .	NONE			
<b>b</b> Excess from 2011 . . . . .	NONE			
<b>c</b> Excess from 2012 . . . . .	NONE			
<b>d</b> Excess from 2013 . . . . .	14,679.			
<b>e</b> Excess from 2014 . . . . .	12,252.			

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

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

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

Table with 5 columns: Tax year (a) 2014, (b) 2013, (c) 2012, (d) 2011, (e) Total. Rows include: 2a Adjusted net income, 2b 85% of line 2a, 2c Qualifying distributions from Part XII, 2d Amounts included in line 2c not used directly for active conduct of exempt activities, 2e Qualifying distributions made directly for active conduct of exempt activities, 3 Complete 3a, b, or c for the alternative test relied upon (Assets, Endowment, Support).

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

1 Information Regarding Foundation Managers:

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

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

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

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

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

c Any submission deadlines

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

**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p><b>a</b> <i>Paid during the year</i></p> <p>SEE STATEMENT 18</p>				96,600.
<b>Total</b> . . . . . ▶ <b>3a</b>				96,600.
<p><b>b</b> <i>Approved for future payment</i></p>				
<b>Total</b> . . . . . ▶ <b>3b</b>				



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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with columns Yes and No. Rows 1a(1) X, 1a(2) X, 1b(1) X, 1b(2) X, 1b(3) X, 1b(4) X, 1b(5) X, 1b(6) X, 1c X.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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 [X]

b If "Yes," complete the following schedule.

Table with 3 columns: (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.

Sign Here

Signature of officer or trustee: [Signature] Date: 09-21-15 Title: Trustee

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

Paid Preparer Use Only

Preparer information fields: Print/Type preparer's name (BETH SCHROEDER), Preparer's signature (Beth Schroeder), Date (09/10/2015), Check self-employed, PTIN (P00472418), Firm's name (BMO HARRIS BANK N.A.), Firm's EIN (36-2085229), Firm's address (11270 W PARK PLACE MILWAUKEE, WI 53224), Phone no (414-815-3900).

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC GLBL NT 0.80% DTD 12/11/2012 DU	200.	200.
AETNA INC NEW COM	255.	255.
ANADARKO PETE CORP COM	223.	223.
APACHE CORP COM	140.	140.
APPLE INC COM	723.	723.
AUTOMATIC DATA PROCESSING INC COM	566.	566.
AVALONBAY CMNTYS INC COM	227.	227.
BANK OF AMERICA CORP COM	143.	143.
BLACKROCK INC COM	293.	293.
BOEING CO COM	365.	365.
CVS HEALTH CORP COM	248.	248.
CAPITAL ONE FINL CORP COM	252.	252.
CATERPILLAR FINL SVCS MTNS FR 6.125% DTD	766.	766.
CISCO SYS INC COM	476.	476.
CITIGROUP INC COM NEW	12.	12.
COLGATE PALMOLIVE CO COM	194.	194.
COMCAST CORP CL A	298.	298.
DANAHER CORP COM	85.	85.
DISNEY WALT CO COM	172.	172.
DU PONT E I DE NEMOURS & CO NT 5.875% DT	29.	29.
DU PONT E I DE NEMOURS & CO SR NT 4.75%	1,188.	1,188.
E M C CORP MASS COM	252.	252.
EQT CORP COM	13.	13.
FIDELITY NATL INFORMATION SVCS INC COM	190.	190.
FREEMPORT-MCMORAN INC CL B	234.	234.
GENERAL ELEC CO COM	792.	792.
GENERAL ELEC CAP CORP MTN FR 4.75% DTD 0	1,188.	1,188.
GOLDMAN SACHS GROUP INC 5.125% DTD 01/12	1,438.	1,438.
HOME DEPOT INC COM	498.	498.
HONEYWELL INTL INC SR NT 3.875% DTD 02/2	291.	291.
JPMORGAN CHASE & CO COM	585.	585.
JPMORGAN CHASE & CO SR NT 4.65% DTD 05/1	581.	581.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
JPMORGAN CHASE & CO SR NT 3.45% DTD 02/2	204.	204.
JOHNSON & JOHNSON COM	428.	428.
KELLOGG CO COM	204.	204.
KINDER MORGAN INC DEL COM	146.	146.
LAZARD EMERGING MARKETS EQUITY PORT - IN	3,167.	3,167.
MACYS INC COM	69.	69.
MAINSTAY EPOCH GLOBAL EQUITY YIELD FUND	10,252.	10,252.
MARATHON OIL CORP COM	304.	304.
MCDONALDS CORP COM	105.	105.
MEDTRONIC INC COM	64.	64.
MERCK & CO INC NT 4.00% DTD 06/25/2009 D	919.	919.
MERCK & CO INC NEW COM	546.	546.
MICROSOFT CORP COM	581.	581.
NETAPP INC COM	81.	81.
OMNICOM GROUP INC COM	178.	178.
ORACLE CORP COM	319.	319.
PG&E CORP COM	201.	201.
PEPSICO INC COM	335.	335.
PEPSICO INC SR NT 3.10% DTD 01/14/2010 D	775.	775.
PRAXAIR INC COM	390.	390.
PRUDENTIAL FINL INC COM	221.	221.
REPUBLIC SVCS INC COM	88.	88.
RIDGEWORTH CLASSIC SEIX FLOATING RATE HI	4,838.	4,838.
INVESCO SHORT TERM LIQUID ASSET FUND	58.	58.
SIMON PPTY GROUP INC NEW COM	422.	422.
STRYKER CORP COM	232.	232.
TJX COS INC NEW COM	212.	212.
TARGET CORP COM	174.	174.
US BANCORP DEL COM NEW	357.	357.
UNION PAC CORP COM	271.	271.
UNITED TECHNOLOGIES CORP COM	366.	366.
UNITEDHEALTH GROUP INC COM	330.	330.
VF CORP COM	217.	217.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
VERIZON COMMUNICATIONS INC COM	448.	448.
VISA INC COM CL A	113.	113.
WALGREEN CO COM	120.	120.
WELLS FARGO & CO NEW COM	549.	549.
WILLIAMS COS INC COM	918.	918.
COVIDIEN PLC SHS	334.	334.
TOTAL	42,453.	42,453.

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ATLANTIC TRUST REAL ESTATE FUND LLC	12,392.	6,860.
LONGACRE HOLDBACK	1,736.	
FED REFUND	26.	
TOTALS	14,154.	6,860.

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	15.	15.
FEDERAL TAX PAYMENT - PRIOR YE	3,500.	
FEDERAL ESTIMATES - PRINCIPAL	1,716.	
FOREIGN TAXES ON QUALIFIED FOR	897.	897.
TOTALS	6,128.	912.

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART I - OTHER EXPENSES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN CONVERSION EXPENSE ATLANTIC TRUST REAL ESTATE FUN	1.	1. 1,600.
TOTALS	1. =====	1,601. =====

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
LAZARD EMERGING MARKETS PORTFO			
AETNA INC NEW COM	97,651.	100,160.	123,865.
ANADARKO PETE CORP COM	10,295.	7,649.	20,875.
AUTOMATIC DATA PROCESSING INC	14,426.	14,426.	18,563.
BANK OF AMERICA CORP COM	10,085.	8,810.	24,594.
CISCO SYS INC COM	7,182.	17,050.	22,398.
COLGATE PALMOLIVE	9,666.	14,729.	20,861.
COMCAST CORP CL A		11,474.	12,454.
CVS CAREMARK CORP COM	5,890.	16,806.	31,731.
DANAHER CORP COM	8,813.	8,813.	21,670.
EQT CORP COM	10,016.	10,016.	22,285.
EXPRESS SCRIPTS INC COM	3,721.	3,721.	8,176.
FIDELITY NATL INFORMATION SVCS	18,606.	18,606.	34,630.
FISERV INC COM	4,350.	4,350.	12,316.
GENERAL ELEC CO COM	8,717.	6,456.	17,388.
GOOGLE INC CL C	28,251.	28,251.	22,743.
JPMORGAN CHASE & CO COM		14,590.	18,950.
MERCK & CO INC NEW COM	13,878.	13,878.	23,468.
MACYS INC COM	8,667.	8,667.	17,605.
ORACLE CORP COM		12,825.	14,465.
PEPSICO INC COM	15,651.	12,677.	28,556.
PG&E CORP COM	5,589.	10,300.	14,279.
PRAXAIR INC COM	9,279.		
STRYKER CORP COM	11,000.	11,000.	19,434.
TARGET CORP COM	7,755.	7,755.	17,923.
UNITED TECHNOLOGIES CORP COM	10,407.		
UNITEDHEALTH GROUP INC COM	12,899.		
VF CORP COM	4,814.	9,695.	17,825.
WALGREEN CO COM	4,096.	4,814.	23,756.
	5,657.	4,096.	14,680.

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
WELLS FARGO & CO NEW COM	10,534.	10,534.	22,312.
WILLIAMS COS INC COM	10,453.	15,474.	24,268.
ALLIANCE DATA SYSTEMS CORP COM	2,767.	2,767.	14,016.
APACHE INC COM	11,765.	11,765.	9,212.
APPLE INC COM	22,227.	15,079.	35,653.
BLACKROCK INC COM	6,375.	6,375.	13,587.
GOOGLE INC CL A	11,589.	4,633.	9,021.
MEDTRONIC INC COM	9,318.	6,791.	7,581.
REPUBLIC SVCS INC COM			
OMNICOM GROUP INC COM	12,966.	15,034.	16,656.
SIMON PPTY GROUP INC NEW	8,175.	12,212.	14,933.
TJX COS INC NEW COM	4,030.	13,847.	25,100.
VISA INC COM CL A	13,658.	9,389.	22,287.
CITIGROUP INC COM NEW	9,811.	13,658.	16,720.
COVIDIEN PLC SHS	12,644.	17,557.	32,218.
FREEPORT-MCMORAN COPPER & GOLD	175,446.	180,818.	228,424.
MAINSTAY EPOCH GLOBAL EQUITY	10,094.		
MCDONALDS CORP COM	13,702.	13,702.	10,750.
MARATHON OIL CORP COM	12,600.	12,600.	23,457.
MICROSOFT CORP COM	6,535.		
NETAPP INC COM	8,026.	8,026.	6,770.
TERADATA CORP DEL COM	6,430.	6,430.	11,471.
CHECK POINT SOFTWARE TECH COM	14,017.	14,017.	17,398.
EMC CORP MASS COM	10,563.	10,563.	16,208.
JOHNSON & JOHNSON COM	11,904.		
KINDER MORGAN INC DEL COM	9,794.	6,181.	12,509.
UNION PAC CORP COM	11,105.	17,876.	22,250.
US BANCORP DEL COM NEW	10,413.		
CROWN HLDGS INC COM			

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
AVALONBAY CMNTYS CORP	6,315.	6,727.	8,823.
BOEING CO COM	9,258.	9,258.	16,248.
CAPITAL ONE FINL CORP COM	10,972.	10,972.	17,336.
CITRIX SYS INC COM	10,563.	10,563.	11,165.
DIRECTV COM	7,600.	4,658.	8,237.
DISNEY WALT CO COM	12,815.	7,227.	10,832.
DOLLAR GEN CORP NEW COM	11,284.	11,284.	17,675.
HOME DEPOT INC COM	15,818.	20,330.	27,817.
KELLOGG CO COM	8,812.		
AMAZON.COM INC COM		19,810.	19,862.
PRUDENTIAL FINL INC COM		20,091.	20,354.
VERIZON COMMUNICATIONS INC		20,484.	19,648.
TOTALS	887,739.	948,346.	1,416,288.

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
DU PONT E I DE NEMOURS & CO NT	1,116.		
CATERPILLAR FINL SVCS MTNS	27,526.		
DU PONT E I DE NEMOURS & CO SR	27,829.	27,829.	25,208.
GENERAL ELEC CAP CORP	27,178.		
HONEYWLL INTL INC SR NT	15,924.		
JPMORGAN CHASE & CO SR NT	26,717.	26,155.	25,660.
MERCK & CO INC NT	27,551.		
PEPSICO INC SR NT	26,658.	26,658.	25,020.
RIDGEWORTH CLASSIC SEIX FLOAT	110,397.	110,397.	109,521.
AT&T INC GLBL NT	24,954.	24,954.	24,991.
GOLDMAN SACHS GROUP INC	31,857.	31,857.	30,038.
PFIZER INC SR NT 5.35%	31,857.	25,610.	25,227.
TOTALS	347,707.	273,460.	265,665.

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART II - OTHER INVESTMENTS  
 =====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ATLANTIC TRUST REAL ESTATE FUN	C	163,413.	163,413.	40,368.
LONGACRE LTD 7% HOLDBACK	C	4,559.		
TOTALS		167,972.	163,413.	40,368.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES  
=====

DESCRIPTION -----	AMOUNT -----
ROUNDING	2.
BASIS ADJUSTMENT	1,736.
TOTAL	----- 1,738. =====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF  
=====

NAME: ATLANTIC TRUST COMPANY, A DIVISION  
OF INVESCO NATIONAL  
ADDRESS: 100 FEDERAL ST, 37TH FL.  
BOSTON, MA 02110  
  
TELEPHONE NUMBER: (617)357-9600

990PF, PART VII-B LINE 2b - SECTION 4942a2 EXPLANATION STATEMENT  
=====

N/A

=====

RECIPIENT NAME:

COMPASSION INTERNATIONAL

ATTN: RACHEL BENNETT

ADDRESS:

12290 VOYAGER PARKWAY

COLORADO SPRINGS, CO 80921-3668

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID ..... 7,200.

RECIPIENT NAME:

SEND INTERNATIONAL

ADDRESS:

PO BOX 513

FARMINGTON, MI 48332

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID ..... 6,150.

RECIPIENT NAME:

MISSIONS TO THE AMERICAS

ADDRESS:

2530 WASHINGTON STREET

DENVER, CO 80205-3142

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID ..... 3,600.

=====

RECIPIENT NAME:

CHRIST FOR THE CITY  
INTERNATIONAL

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID ..... 9,000.

RECIPIENT NAME:

OMS INTERNATIONAL INC  
WORLD HQ

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID ..... 5,850.

RECIPIENT NAME:

THE EVANGELICAL ALLIANCE  
MISSION

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID ..... 7,200.

RECIPIENT NAME:

CAMPUS CRUSADE FOR CHRIST

ADDRESS:

PO BOX 628222  
ORLANDO, FL 32862-8222

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID ..... 36,000.

=====

RECIPIENT NAME:

LIEBENZELL USA

ADDRESS:

PO BOX 66  
SCHOOLEY'S MT, NJ 08780

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID ..... 5,400.

RECIPIENT NAME:

AVANT MINISTRIES

ADDRESS:

10000 N. OAK TRAFFICWAY  
KANSAS, MO 64155

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

N/A

RECIPIENT NAME:

CHINA OUTREACH MINISTRIES

ADDRESS:

555 GETTYSBURG PIKE  
MECHANICSBURG, PA 17055-5205

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID ..... 9,000.

GUSTAPHER FOUNDATION

58-1828387

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

MISSION DOOR

ADDRESS:

2530 WASHINGTON STREET

DENVER, CO 80205-3142

AMOUNT OF GRANT PAID ..... 7,200.

TOTAL GRANTS PAID:

96,600.

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**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

▶ Attach to Form 1041, Form 5227, or Form 990-T.

▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10

▶ Information about Schedule D and its separate instructions is at [www.irs.gov/form1041](http://www.irs.gov/form1041)

OMB No 1545-0092

**2014**

Name of estate or trust

GUSTAPHER FOUNDATION

Employer identification number

58-1828387

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

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

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
<b>1a</b> Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b.				
<b>1b</b> Totals for all transactions reported on Form(s) 8949 with <b>Box A</b> checked . . . . .				
<b>2</b> Totals for all transactions reported on Form(s) 8949 with <b>Box B</b> checked . . . . .				
<b>3</b> Totals for all transactions reported on Form(s) 8949 with <b>Box C</b> checked . . . . .	783.	754.		29.
<b>4</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .				<b>4</b>
<b>5</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .				<b>5</b>
<b>6</b> Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2013 Capital Loss Carryover Worksheet . . . . .				<b>6</b> ( )
<b>7</b> <b>Net short-term capital gain or (loss).</b> Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back . . . . . ▶				<b>7</b> 29.

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

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
<b>8a</b> Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b.				
<b>8b</b> Totals for all transactions reported on Form(s) 8949 with <b>Box D</b> checked . . . . .				
<b>9</b> Totals for all transactions reported on Form(s) 8949 with <b>Box E</b> checked . . . . .				
<b>10</b> Totals for all transactions reported on Form(s) 8949 with <b>Box F</b> checked . . . . .	291,176.	262,519.		28,657.
<b>11</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .				<b>11</b>
<b>12</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .				<b>12</b>
<b>13</b> Capital gain distributions . . . . .				<b>13</b> 7,328.
<b>14</b> Gain from Form 4797, Part I . . . . .				<b>14</b>
<b>15</b> Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2013 Capital Loss Carryover Worksheet . . . . .				<b>15</b> ( )
<b>16</b> <b>Net long-term capital gain or (loss).</b> Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back . . . . . ▶				<b>16</b> 35,985.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2014

JSA  
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<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>17</b>	Net short-term gain or (loss)	<b>17</b>		29.
<b>18</b>	Net long-term gain or (loss):			
a	Total for year	<b>18a</b>		35,985.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh)	<b>18b</b>		33.
c	28% rate gain	<b>18c</b>		
<b>19</b>	Total net gain or (loss). Combine lines 17 and 18a.	<b>19</b>		36,014.

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

<b>Part IV Capital Loss Limitation</b>	
<b>20</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 19, column (3) or b \$3,000
<b>20</b>	( )

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

**Part V Tax Computation Using Maximum Capital Gains Rates**

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

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

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

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

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

# Sales and Other Dispositions of Capital Assets

Department of the Treasury  
Internal Revenue Service

► Information about Form 8949 and its separate instructions is at [www.irs.gov/form8949](http://www.irs.gov/form8949).  
► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return

GUSTAPHER FOUNDATION

Social security number or taxpayer identification number

58-1828387

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

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

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

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

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	41. WASHINGTON PRIME GROUP	07/01/2013	06/11/2014	783.00	754.00			29.00
<b>2 Totals</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►				783.	754			29

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

Name(s) shown on return Name and SSN or taxpayer identification no. not required if shown on other side <b>GUSTAPHER FOUNDATION</b>	Social security number or taxpayer identification number <b>58-1828387</b>
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Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

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

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

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

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

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
4.	GOOGLE INC CL A	12/16/2010	01/03/2014	4,428.00	2,338.00			2,090.00
1000.	DU PONT E I DE NEMOU 5 875% DTD 12/12/2008 D	02/16/2010	01/15/2014	1,000.00	1,116.00			-116.00
40.	UNITED TECHNOLOGIES CO	02/01/2012	02/05/2014	4,317.00	3,205.00			1,112.00
15000.	HONEYWELL INTL INC DTD 02/20/2009 DUE 02/1	03/28/2012	02/15/2014	15,000.00	15,924.00			-924.00
25000.	CATERPILLAR FINL SV 6 125% DTD 02/12/2009 D	03/27/2012	02/17/2014	25,000.00	27,526.00			-2,526.00
45.	KINDER MORGAN INC DEL	08/14/2012	02/26/2014	1,452.00	1,567.00			-115.00
170.	KINDER MORGAN INC DEL	06/06/2012	02/26/2014	5,513.00	5,831.00			-318.00
85.	KINDER MORGAN INC DEL	06/06/2012	02/26/2014	2,738.00	2,736.00			2.00
50.	KINDER MORGAN INC DEL	06/06/2012	02/26/2014	1,612.00	1,609.00			3.00
5.	KINDER MORGAN INC DEL C	06/06/2012	02/26/2014	162.00	161.00			1.00
22.	FISERV INC COM	12/18/2006	02/27/2014	1,277.00	589.00			688.00
28.	FISERV INC COM	12/18/2006	02/27/2014	1,624.00	743.00			881.00
35.	FISERV INC COM	12/18/2006	02/28/2014	2,033.00	929.00			1,104.00
32.	REPUBLIC SVCS INC COM	11/10/2010	03/13/2014	1,074.00	914.00			160.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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

Name(s) shown on return Name and SSN or taxpayer identification no. not required if shown on other side <b>GUSTAPHER FOUNDATION</b>	Social security number or taxpayer identification number <b>58-1828387</b>
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Before you check **Box D, E, or F** below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

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

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

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

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

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). <b>See the separate instructions</b>		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
242	REPUBLIC SVCS INC COM	11/10/2010	03/14/2014	8,085.00	6,698.00			1,387.00
11.	REPUBLIC SVCS INC COM	11/23/2011	03/14/2014	368.00	284.00			84.00
55.	REPUBLIC SVCS INC COM	11/23/2011	03/14/2014	1,837.00	1,421.00			416.00
55	ORACLE CORP COM	08/19/2011	04/01/2014	2,294.00	1,381.00			913.00
65	ORACLE CORP COM	01/03/2007	04/01/2014	2,714.00	1,593.00			1,121.00
22.	PG&E CORP COM	05/31/2011	04/11/2014	980.00	952.00			28.00
199.	PG&E CORP COM	09/21/2009	04/11/2014	8,859.00	8,326.00			533.00
49.	DIRECTV COM	03/07/2013	05/01/2014	4,026.00	2,403.00			1,623.00
11	DIRECTV COM	03/07/2013	05/01/2014	902.00	539.00			363.00
41.	MCDONALDS CORP COM	04/08/2011	05/22/2014	4,201.00	3,428.00			773.00
89	MCDONALDS CORP COM	01/06/2011	05/23/2014	9,108.00	6,667.00			2,441.00
25000	JPMORGAN CHASE & CO DTD 05/18/2009 DUE 06/0	03/27/2012	06/01/2014	25,000.00	26,717.00			-1,717.00
265	FREEPORT-MCMORAN INC	09/28/2011	06/19/2014	9,180.00	9,147.00			33.00
105	FREEPORT-MCMORAN INC	02/26/2013	06/19/2014	3,641.00	3,338.00			303.00
<p><b>2 Totals</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, <b>line 8b</b> (if <b>Box D</b> above is checked), <b>line 9</b> (if <b>Box E</b> above is checked), or <b>line 10</b> (if <b>Box F</b> above is checked) ▶</p>								

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

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side <b>GUSTAPHER FOUNDATION</b>	Social security number or taxpayer identification number <b>58-1828387</b>
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Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

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

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

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

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

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
5	FREEPORT-MCMORAN INC CL	02/26/2013	06/19/2014	173.00	159.00			14.00
56	APPLE INC COM	08/19/2011	07/02/2014	5,231.00	4,304.00			927.00
46	AETNA INC NEW COM	11/16/2012	07/22/2014	3,915.00	1,872.00			2,043.00
19.	AETNA INC NEW COM	11/16/2012	07/22/2014	1,621.00	773.00			848.00
198	TARGET CORP COM	04/11/2008	08/05/2014	11,492.00	10,210.00			1,282.00
4.	TARGET CORP COM	09/22/2008	08/05/2014	234.00	197.00			37.00
131	WALGREEN CO COM	06/22/2010	08/06/2014	7,939.00	3,984.00			3,955.00
59.	WALGREEN CO COM	06/22/2010	08/06/2014	3,561.00	1,673.00			1,888.00
85.	DISNEY WALT CO COM	08/08/2013	08/25/2014	7,683.00	5,588.00			2,095.00
9	APPLE INC COM	08/19/2011	09/04/2014	893.00	470.00			423.00
46.	APPLE INC COM	05/23/2011	09/04/2014	4,538.00	2,375.00			2,163.00
10	CROWN HLDGS INC COM	02/29/2012	09/04/2014	499.00	371.00			128.00
83	CROWN HLDGS INC COM	01/12/2012	09/04/2014	4,146.00	3,067.00			1,079.00
17	CROWN HLDGS INC COM	01/12/2012	09/05/2014	848.00	585.00			263.00

**2 Totals.** Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶

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

Name(s) shown on return Name and SSN or taxpayer identification no. not required if shown on other side <b>GUSTAPHER FOUNDATION</b>	Social security number or taxpayer identification number <b>58-1828387</b>
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Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

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

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

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

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

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	19. CROWN HLDGS INC COM	01/12/2012	09/11/2014	942.00	653.00			289.00
	3. CROWN HLDGS INC COM	01/12/2012	09/11/2014	149.00	103.00			46.00
	25000. GENERAL ELEC CAP CO 4 75% DTD 09/17/2004 DU	03/27/2012	09/15/2014	25,000.00	27,178.00			-2,178.00
	145. KELLOGG CO COM	09/19/2013	10/06/2014	8,825.00	8,812.00			13.00
	152. NETAPP INC COM	12/20/2011	10/06/2014	6,243.00	5,706.00			537.00
	23. NETAPP INC COM	12/20/2011	10/06/2014	945.00	829.00			116.00
	33 CROWN HLDGS INC COM	01/12/2012	10/17/2014	1,530.00	1,129.00			401.00
	22. CROWN HLDGS INC COM	01/13/2012	10/17/2014	1,021.00	746.00			275.00
	66. CROWN HLDGS INC COM	01/13/2012	10/20/2014	3,073.00	2,210.00			863.00
	4. CROWN HLDGS INC COM	06/05/2012	10/20/2014	187.00	132.00			55.00
	33 AVALONBAY CMNTYS INC C	07/11/2013	10/21/2014	4,968.00	4,631.00			337.00
	.333 CDK GLOBAL INC COM	06/18/2009	10/21/2014	9.00	4.00			5.00
	2. CDK GLOBAL INC COM	06/18/2009	10/21/2014	56.00	27.00			29.00
	19 CDK GLOBAL INC COM	04/24/2009	10/21/2014	532.00	255.00			277.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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

Name(s) shown on return Name and SSN or taxpayer identification no. not required if shown on other side Social security number or taxpayer identification number  
**GUSTAPHER FOUNDATION** 58-1828387

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

- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
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1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
77	CDK GLOBAL INC COM	10/28/2008	10/21/2014	2,141.00	988.00			1,153.00
12	CROWN HLDGS INC COM	06/05/2012	10/21/2014	567.00	396.00			171.00
31	CROWN HLDGS INC COM	06/05/2012	10/21/2014	1,473.00	1,023.00			450.00
45	UNION PAC CORP COM	09/19/2013	10/30/2014	5,164.00	3,613.00			1,551.00
25000	MERCK & CO INC NT 4 06/25/2009 DUE 06/30/20	03/27/2012	12/01/2014	25,538.00	27,551.00			-2,013.00
1	LONGACRE HOLDBACK	01/27/2012	12/10/2014	1,615.00	2,823.00			-1,208.00
<b>2 Totals</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶				291,176	262,519			28,657

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