



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form 990-PF

## Return of Private Foundation

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

- Do not enter social security numbers on this form as it may be made public.
- Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2014

Open to Public  
Inspection

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

Name of foundation THE SOLSTICE FOUNDATION INC		A Employer identification number 58-2117440
Number and street (or P O box number if mail is not delivered to street address) 6300 POWERS FERRY ROAD STE 600 BOX NO 354		Room/suite
City or town, state or province, country, and ZIP or foreign postal code ATLANTA, GA 30339		
<b>G</b> 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		<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 2,762,693		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I</b> 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)
<b>Revenue</b>	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	8,245	8,245		
	4 Dividends and interest from securities.	62,177	62,177		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	179,442			
	b Gross sales price for all assets on line 6a 675,685				
	7 Capital gain net income (from Part IV, line 2)		179,442		
	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)	12,810	12,810		
	<b>12 Total.</b> Add lines 1 through 11	262,674	262,674		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	5,350	5,350		0
	c Other professional fees (attach schedule)	16,907	16,907		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,311	2,311		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	819	0		0
	<b>24 Total operating and administrative expenses.</b>				
	Add lines 13 through 23	25,387	24,568		0
	<b>25 Contributions, gifts, grants paid.</b>	212,460			212,460
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	237,847	24,568		212,460
	<b>27 Subtract line 26 from line 12</b>				
	<b>a Excess of revenue over expenses and disbursements</b>	24,827			
	<b>b Net investment income</b> (if negative, enter -0-)		238,106		
	<b>c Adjusted net income</b> (if negative, enter -0-)				

	Part III Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing . . . . .				
	2 Savings and temporary cash investments . . . . .		74,583	128,667	128,667
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable . . . . .				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	7 Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use . . . . .				
	9 Prepaid expenses and deferred charges . . . . .				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule) . . . . .		2,224,974	2,195,717	2,634,026
	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)		2,299,557	2,324,384	2,762,693
Liabilities	17 Accounts payable and accrued expenses . . . . .				
	18 Grants payable . . . . .				
	19 Deferred revenue . . . . .				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule) . . . . .				
	22 Other liabilities (describe ► _____)				
	23 Total liabilities (add lines 17 through 22) . . . . .		0	0	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ► <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24 Unrestricted . . . . .				
	25 Temporarily restricted . . . . .				
	26 Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/></b> <b>and complete lines 27 through 31.</b>				
	27 Capital stock, trust principal, or current funds . . . . .		0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund		0	0	
	29 Retained earnings, accumulated income, endowment, or other funds		2,299,557	2,324,384	
	30 Total net assets or fund balances (see instructions) . . . . .		2,299,557	2,324,384	
	31 Total liabilities and net assets/fund balances (see instructions) . . . . .		2,299,557	2,324,384	

**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	2,299,557
2	Enter amount from Part I, line 27a . . . . .	2	24,827
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3 . . . . .	4	2,324,384
5	Decreases not included in line 2 (itemize) ►	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,324,384

**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</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>	
<b>a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>		
<b>a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b> Capital gain net income or (net capital loss)	$\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right.$		<b>2</b>	179,442
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	$\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 8, column (c) (see instructions)} \\ \text{If (loss), enter -0- in Part I, line 8} \end{array} \right.$		<b>3</b>	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes  No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

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

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2013	218,219	2,825,248	0 077239
2012	178,615	2,692,051	0 066349
2011	214,359	2,619,562	0 081830
2010	138,700	2,514,678	0 055156
2009	82,650	2,142,708	0 038573
<b>2</b> Total of line 1, column (d).			<b>2</b> 0 319147
<b>3</b> 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>3</b> 0 063829
<b>4</b> Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.			<b>4</b> 2,897,964
<b>5</b> Multiply line 4 by line 3.			<b>5</b> 184,974
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).			<b>6</b> 2,381
<b>7</b> Add lines 5 and 6.			<b>7</b> 187,355
<b>8</b> Enter qualifying distributions from Part XII, line 4.			<b>8</b> 212,460

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input checked="" type="checkbox"/> and enter "N/A" on line 1		
b	Date of ruling or determination letter _____ <b>(attach copy of letter if necessary—see instructions)</b>	1	2,381
c	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		
2	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)	2	0
3	Add lines 1 and 2. . . . .	3	2,381
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	4	0
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5	2,381
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,099
b	Exempt foreign organizations—tax withheld at source . . . . .	6b	
c	Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	
d	Backup withholding erroneously withheld . . . . .	6d	
7	Total credits and payments Add lines 6a through 6d. . . . .	7	2,099
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	282
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	
11	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <input checked="" type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	<b>Yes</b>	<b>No</b>
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . .	<b>Yes</b>	<b>No</b>
1c	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		
2	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>Yes</b>	<b>No</b>
3	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation <input checked="" type="checkbox"/> \$ _____ 0 <b>(2)</b> On foundation managers <input checked="" type="checkbox"/> \$ _____ 0		
4a	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____ 0		
4b	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .		
5	<i>If "Yes," attach a detailed description of the activities.</i>		
6	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		
7	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		
8a	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		
8b	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .		
9	<i>If "Yes," attach the statement required by General Instruction T.</i>		
10	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	<b>Yes</b>	
11	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	<b>Yes</b>	
12	Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> GA		
13	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>		
14	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		
15	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). . . . .	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . .	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	

14 The books are in care of ► HANCOCK ASKEW CO LLP Telephone no ► (770) 246-0793  
Located at ► 275 SCIENTIFIC DRIVE SUITE 2500 NORCROSS GA ZIP +4 ► 30092

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

16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►	16	Yes	No
----	--	----	-----	----

**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? . . . . .	<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)? . . . . .			1b
c	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? . . . . .		No	1c
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 ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions) . . . . .			2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<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
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? . . . . .		No	4b

**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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? . . . . .		5b	
	Organizations relying on a current notice regarding disaster assistance check here. . . . .	<input checked="" type="checkbox"/>		
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? . . . . .	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .			
	<i>If "Yes" to 6b, file Form 8870.</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .			

**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 <b>(If not paid, enter -0-)</b>	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DAVID S LINDENBAUM 6300 POWERS FERRY RD STE 600 BOX 354 ATLANTA, GA 30339	DIRECTOR 1 00	0	0	0
CAROL S LINDENBAUM 6300 POWERS FERRY RD STE 600 BOX 354 ATLANTA, GA 30339	DIRECTOR 1 00	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				
<b>Total number of other employees paid over \$50,000.</b>				0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

## Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	

All other program-related investments See instructions

**3** \_\_\_\_\_  
\_\_\_\_\_  
**Total.** Add lines 1 through 3 ►

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	2,821,505
b	Average of monthly cash balances. . . . .	1b	120,590
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	<b>Total</b> (add lines 1a, b, and c). . . . .	1d	2,942,095
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	0
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	2,942,095
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	44,131
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,897,964
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	6	144,898

**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	144,898
2a	Tax on investment income for 2014 from Part VI, line 5. . . . .	2a	2,381
b	Income tax for 2014 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	2,381
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	142,517
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	142,517
6	Deduction from distributable amount (see instructions). . . . .	6	0
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	142,517

**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	212,460
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	212,460
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	2,381
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	6	210,079
	<b>Note:</b> 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				142,517
<b>2</b> Undistributed income, if any, as of the end of 2014			0	
<b>a</b> Enter amount for 2013 only. . . . .				
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2014				
<b>a</b> From 2009. . . . .				
<b>b</b> From 2010. . . . .	121,925			
<b>c</b> From 2011. . . . .	86,109			
<b>d</b> From 2012. . . . .	52,276			
<b>e</b> From 2013. . . . .	81,079			
<b>f Total</b> of lines 3a through e. . . . .	341,389			
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4 ► \$ 212,460				
<b>a</b> Applied to 2013, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2014 distributable amount. . . . .				142,517
<b>e</b> Remaining amount distributed out of corpus	69,943			
<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).)	0			0
<b>6</b> Enter the net total of each column as indicated below:	411,332			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
<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. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015. . . . .				0
<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). . . . .	0			
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . . . .	0			
<b>9</b> Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .	411,332			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2010. . . . .	121,925			
<b>b</b> Excess from 2011. . . . .	86,109			
<b>c</b> Excess from 2012. . . . .	52,276			
<b>d</b> Excess from 2013. . . . .	81,079			
<b>e</b> Excess from 2014. . . . .	69,943			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling.			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i).			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

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

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

DAVID S LINDENBAUM

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

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

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

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

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b> See Additional Data Table				
<b>Total</b> . . . . .			► 3a	212,460
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions )	
		(a) Business code	(b) Amount		(c) Exclusion code
<b>1</b> Program service revenue					
a					
b					
c					
d					
e					
f					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments.					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities.				14	8,245
<b>5</b> Net rental income or (loss) from real estate				14	62,177
a Debt-financed property.					
b Not debt-financed property.					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income.				14	12,810
<b>8</b> Gain or (loss) from sales of assets other than inventory				18	179,442
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory.					
<b>11</b> Other revenue a					
b					
c					
d					
e					
<b>12</b> Subtotal Add columns (b), (d), and (e).			0		262,674
<b>13</b> <b>Total.</b> Add line 12, columns (b), (d), and (e).				13	262,674

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

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

	Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a Transfers from the reporting foundation to a noncharitable exempt organization of		
(1) Cash. . . . .	1a(1)	No
(2) Other assets. . . . .	1a(2)	No
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization. . . . .	1b(1)	No
(2) Purchases of assets from a noncharitable exempt organization. . . . .	1b(2)	No
(3) Rental of facilities, equipment, or other assets. . . . .	1b(3)	No
(4) Reimbursement arrangements. . . . .	1b(4)	No
(5) Loans or loan guarantees. . . . .	1b(5)	No
(6) Performance of services or membership or fundraising solicitations. . . . .	1b(6)	No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	1c	No

**d** If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . . . .  Yes  No

**b** If "Yes," complete the following schedule

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

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

\* \* \* \* \*

2015-04-28

\* \* \* \* \*

**Signature of officer or trustee**

Date

### Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name ANNA J DAVIS	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00662840
	Firm's name ► HANCOCK ASKEW & CO LLP			Firm's EIN ► 58-0662558	
	Firm's address ► 275 SCIENTIFIC DRIVE STE 2500 NORCROSS, GA 30092			Phone no (770) 246-0793	

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
57SH ST JUDE MED INC		2012-09-25	2014-01-14
53SH ST JUDE MED INC		2012-09-25	2014-01-14
25SH VF CORP		2011-06-27	2014-01-14
21SH ST JUDE MED INC		2012-09-25	2014-01-15
3SH ST JUDE MED INC		2012-09-25	2014-01-15
11SH VF CORP		2011-06-27	2014-01-15
20SH VF CORP		2011-06-24	2014-01-15
26SH VF CORP		2011-06-24	2014-01-16
178 22SH MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD		2013-09-04	2014-04-02
2801 99SH MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD		2012-06-08	2014-04-02

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,776		2,448	1,328
3,511		2,263	1,248
1,516		659	857
1,387		897	490
198		128	70
666		290	376
1,211		523	688
1,544		680	864
1,690		1,586	104
26,563		22,500	4,063

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,328
			1,248
			857
			490
			70
			376
			688
			864
			104
			4,063

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
184 35SH MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD		2012-01-24	2014-04-02
3535 35SH MFO DFA INV DIMENSIONS GROUP INC		2013-05-29	2014-04-02
7SH CHEVRON CORP COM		2008-11-20	2014-04-02
39SH CHEVRON CORP COM		2007-01-12	2014-04-02
80SH EXXON MOBIL CORP COM		2003-12-31	2014-04-02
19SH APPLE INC COM		2006-07-28	2014-06-06
90SH CITRIX SYS INC		2010-07-22	2014-06-06
0 75SH NOW INC COM		2014-06-02	2014-06-17
34SH NOW INC COM		2014-06-02	2014-06-17
64SH PETSMART INC		2013-11-21	2014-06-17

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,748		1,464	284
70,000		71,343	-1,343
832		502	330
4,637		2,704	1,933
7,811		3,274	4,537
12,338		1,229	11,109
5,564		4,188	1,376
25		14	11
1,117		618	499
3,776		4,777	-1,001

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			284
			-1,343
			330
			1,933
			4,537
			11,109
			1,376
			11
			499
			-1,001

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
17SH PETSMART INC		2013-11-22	2014-06-17
64SH PETSMART INC		2013-11-20	2014-06-17
70SH US BANCORP		2008-05-01	2014-07-18
10SH US BANCORP		2011-02-17	2014-07-18
28SH US BANCORP		2010-12-20	2014-07-18
202SH US BANCORP		2010-12-17	2014-07-18
10SH US BANCORP		2010-11-08	2014-07-18
40SH US BANCORP		2011-09-01	2014-07-18
30SH EMC CORP COM		2012-12-10	2014-08-01
75SH EMC CORP COM		2010-11-18	2014-08-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,003		1,268	-265
3,776		4,738	-962
2,948		2,447	501
421		284	137
1,179		735	444
8,506		5,283	3,223
421		251	170
1,684		918	766
870		751	119
2,176		1,623	553

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-265
			-962
			501
			137
			444
			3,223
			170
			766
			119
			553

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
108SH EMC CORP COM		2010-05-03	2014-08-01
89SH UNITED TECHNOLOGIES CORP COM		2005-06-13	2014-08-01
0 33SH PARAGON OFFSHORE COMMON STOCK		2014-08-04	2014-08-19
111SH VF CORP		2011-06-24	2014-09-02
92SH PARAGON OFFSHORE COMMON STOCK		2014-08-04	2014-09-05
185SH INTEL CORP COM		2012-05-08	2014-10-01
74SH AMERICAN EXPRESS CO., COMMON STOCK		2010-04-26	2014-10-06
54SH CISCO SYSTEMS INC COMMON STOCK		2013-09-24	2014-10-23
145SH CISCO SYSTEMS INC COMMON STOCK		2013-03-15	2014-10-23
96SH CISCO SYSTEMS INC COMMON STOCK		2013-01-16	2014-10-23

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,133		2,094	1,039
9,385		2,611	6,774
3		5	-2
7,132		2,905	4,227
794		1,260	-466
6,373		5,049	1,324
6,473		3,513	2,960
1,274		1,326	-52
3,421		3,169	252
2,265		2,025	240

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,039
			6,774
			-2
			4,227
			-466
			1,324
			2,960
			-52
			252
			240

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
54SH INTERNATIONAL BUSINESS MACHS CORP COM		2008-06-19	2014-10-23
20SH COCA COLA CO COM		2012-08-13	2014-10-30
105SH COCA COLA CO COM		2011-08-29	2014-10-30
72SH COCA COLA CO COM		2012-08-13	2014-10-30
186SH EMERSON ELECTRIC CO COM		2012-12-19	2014-10-30
59SH NOBLE CORP		2012-10-18	2014-10-30
66SH NOBLE CORP		2012-10-18	2014-10-30
152SH NOBLE CORP		2012-10-17	2014-10-30
88SH QUALCOMM INC		2011-07-15	2014-10-30
186SH CISCO SYSTEMS INC COMMON STOCK		2013-01-16	2014-11-11

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
8,757		6,763	1,994
826		699	127
4,335		3,648	687
2,972		2,502	470
11,720		9,666	2,054
1,196		956	240
1,338		2,411	-1,073
3,082		5,443	-2,361
6,774		4,829	1,945
4,672		3,924	748

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,994
			127
			687
			470
			2,054
			240
			-1,073
			-2,361
			1,945
			748

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
34 92SH MFB NORTHERN HIGH YIELD FIXED INC		2013-12-20	2014-11-21
334 79SH MFB NORTHERN HIGH YIELD FIXED INC		2013-12-20	2014-11-21
2677 38SH MFB NORTHERN HIGH YIELD FIXED INC		2013-09-04	2014-11-21
684 25SH MFB NORTHERN HIGH YIELD FIXED INC		2013-09-09	2014-11-21
181 20SH MFO DFA INV'T DIMENSIONS GROUP INC		2013-05-29	2014-11-24
819 80SH MFO DFA INV'T DIMENSIONS GROUP INC		2012-06-08	2014-11-24
2120 89SH MFO PIMCO FDS PAC INV'T HIGH YIELD		2013-09-04	2014-11-24
764 73SH MFO PIMCO FDS PAC INV'T HIGH YIELD		2013-09-09	2014-11-24
202SH ALTERA CORP COM		2014-06-06	2014-11-21
64SH THE HOME DEPOT		2012-01-24	2014-11-21

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
257		261	-4
2,467		2,504	-37
19,732		20,000	-268
5,043		5,105	-62
3,620		3,657	-37
16,380		14,232	2,148
20,212		20,000	212
7,288		7,196	92
7,300		6,861	439
6,289		2,873	3,416

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-4
			-37
			-268
			-62
			-37
			2,148
			212
			92
			439
			3,416

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
27SH PRECISION CASTPARTS CORP		2014-08-01	2014-11-21
174SH CVS CAREMARK CORP		2012-05-02	2014-11-21
15 01SH MFB NORTHERN MULTI-MANAGER MID CAP FD		2011-11-04	2014-12-17
61 11SH MFB NORTHERN MULTI-MANAGER MID CAP FD		2010-12-16	2014-12-17
585 16SH MFB NORTHERN MULTI-MANAGER MID CAP FD		2011-09-01	2014-12-17
1730 06SH MFB NORTHERN MULTI-MANAGER MID CAP FD		2010-05-20	2014-12-17
7892 42SH MFB NORTHERN MULTI-MANAGER MID CAP FD		2009-03-04	2014-12-17
1892 02SH MFO PIMCO FDS PAC INVT HIGH YIELD		2013-09-09	2014-12-22
7494 23SH MFO PIMCO FDS PAC INVT HIGH YIELD		2012-01-24	2014-12-22
2461 71SH MFO PIMCO FDS PAC INVT HIGH YIELD		2012-06-08	2014-12-22

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,395		6,227	168
15,575		7,834	7,741
215		174	41
876		706	170
8,391		6,454	1,937
24,809		16,384	8,425
113,177		43,803	69,374
17,350		17,804	-454
68,722		68,572	150
22,574		22,500	74

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			168
			7,741
			41
			170
			1,937
			8,425
			69,374
			-454
			150
			74

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
244 46SH MFO PIMCO FDS PAC INVT HIGH YIELD		2014-12-10	2014-12-22
0 05SH MFO PIMCO FDS PAC INVT HIGH YIELD		2013-12-12	2014-12-22
136SH EXELON CORP COM		2013-04-25	2014-12-19
103SH MONSANTO CO NEW COM		2013-06-21	2014-12-19
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,242		2,229	13
			0
5,079		5,085	-6
12,522		10,599	1,923
30,351			30,351

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			13
			0
			-6
			1,923
			30,351

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
BOCA GRANDE HEALTH CLINIC FOUNDATIO 280 PARK AVE BOCA GRANDE, FL 33921	501 (C) (3)	EXEMPT	NOT SPECIFIED	5,000
CHILDREN'S HEALTHCARE OF ATLANTA 1405 CLIFTON RD NE ATLANTA, GA 30322	501 (C) (3)	EXEMPT	NOT SPECIFIED	10,000
DOCTORS WITHOUT BORDERS 333 7TH AVENUE NEW YORK, NY 10001	501 (C) (3)	EXEMPT	NOT SPECIFIED	30,000
ISLAND SCHOOL ANNUAL FUND 135 1ST ST W BOCA GRANDE, FL 33921	501 (C) (3)	EXEMPT	NOT SPECIFIED	10,000
JUNIOR ACHIEVEMENT 460 ABERNATHY RD ATLANTA, GA 30328	501 (C) (3)	EXEMPT	NOT SPECIFIED	20,000
PREDISAN USA 1625 COOLEDGE RD TUCKER, GA 30084	501 (C) (3)	EXEMPT	NOT SPECIFIED	22,000
PROJECT WALK ATLANTA 1755 GRASSLAND PKWY ALPHARETTA, GA 30004	501 (C) (3)	EXEMPT	NOT SPECIFIED	7,500
SHEPHERD CENTER 2020 PEACHTREE RD NW ATLANTA, GA 30309	501 (C) (3)	EXEMPT	NOT SPECIFIED	30,000
SPECIAL OLYMPICS 4000 DEKALB TECHNOLOGY PA ATLANTA, GA 30340	501 (C) (3)	EXEMPT	NOT SPECIFIED	10,000
THE GEORGIA CONSERVANCY 817 WEST PEACHTREE STREET NW200 ATLANTA, GA 30308	501 (C) (3)	EXEMPT	NOT SPECIFIED	20,000
ENGLEWOOD AREA CANCER FOUNDATION PO BOX 318 ENGLEWOOD, FL 34295	501 (C) (3)	EXEMPT	NOT SPECIFIED	5,000
KIDS NEEDS OF GREATER ENGLEWOOD PO BOX 944 ENGLEWOOD, FL 34295	501 (C) (3)	EXEMPT	NOT SPECIFIED	5,000
GICIA PO BOX 446 BOCA GRANDE, FL 33921	501 (C) (3)	EXEMPT	NOT SPECIFIED	2,500
MAASAY YAHDAV - THE WORKS OF HIS HA 696 ANDERSON WALK MARIETTA, GA 30062	501 (C) (3)	EXEMPT	NOT SPECIFIED	1,000
BRENT'S PLACE 11980 EAST 16TH AVENUE AURORA, CO 80010	501 (C) (3)	EXEMPT	NOT SPECIFIED	2,500
<b>Total . . . . .</b>			<b>► 3a</b>	<b>212,460</b>

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
ST ANDREWS EPISCOPAL CHURCH 380 GILCHRIST AVE BOCA GRANDE, FL 33921	501 (C) (3)	EXEMPT	NOT SPECIFIED	5,000
CAMP BLUE SKIES FOUNDATION 1101 QUEENS ROAD WEST CHARLOTTE, NC 28207	501 (C) (3)	EXEMPT	NOT SPECIFIED	6,000
CITY OF REFUGE 1300 JOSEPH E BOONE BLVD ATLANTA, GA 30314	501 (C) (3)	EXEMPT	NOT SPECIFIED	12,000
THE GATHERING PLACE 1535 HIGH STREET DENVER, CO 80218	501 (C) (3)	EXEMPT	NOT SPECIFIED	6,460
ALZHEIMER'S ASSOCIATION 41 PERIMETER CENTER EAST SUITE 550 ATLANTA, GA 30346	501 (C) (3)	EXEMPT	NOT SPECIFIED	2,500
<b>Total</b>			► 3a	212,460

## TY 2014 Accounting Fees Schedule

**Name:** THE SOLSTICE FOUNDATION INC

**EIN:** 58-2117440

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,350	5,350		0

**TY 2014 Investments Corporate  
Stock Schedule**

**Name:** THE SOLSTICE FOUNDATION INC

**EIN:** 58-2117440

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
ALTERA CORP COM	11,004	11,969
AMERICAN EXPRESS COMPANY	6,804	14,514
AMERICAN WTR WKS CO INC	5,480	8,528
AMGEN INC	8,160	19,433
APACHE CORP COMMON STOCK	12,816	9,839
APPLE COMPUTER INC	15,466	36,315
CHEVRON CORP COM	12,033	11,442
CITRIX SYSTEMS	0	0
COCA COLA	6,039	7,431
COSTCO WHSL CORP	5,746	12,474
CVS CAREMARK CORP	4,390	9,438
DANAHER CORPORATION	9,326	27,941
DICKS SPORTING GOODS INC.	15,883	17,427
DISNEY WALT CO COM	5,520	17,802
EATON CORP	14,137	16,922
EMC CORP COM	7,902	12,253
EMERSON ELECTRIC CO	0	0
EXPRESS SCRIPTS INC	13,717	21,760
EXXON MOBIL CORP	8,251	16,548
FRANKLIN RES INC. COMMON STOCK	7,365	11,074
GENERAL ELECTRIC	11,866	17,083
GOOGLE INC. CL A	7,738	10,083
GOOGLE INC. COM CL C	9,206	14,739
HOME DEPOT	8,034	18,790
INTEL CORP	5,731	7,621
INTERCONTINENTAL EXCHANGE INC	7,951	13,596
INTERNATIONAL BUSINESS MACHS CORP	0	0
JP MORGAN CHASE	21,394	29,600
MCDONALDS CORP	13,280	14,524
MFB NORTHERN MID CAP INDEX FD (NOMIX)	145,000	144,752

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MFB NORTHERN HIGH YIELD FIXED INC (NHFIX)	113,022	111,132
MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX (NGREX)	76,340	95,290
MFB NORTHERN INTL EQ (NOINX)	488,764	565,938
MFB NORTHERN MULTI MNG MID CAP FD	0	0
MFB NORTHERN MULTI MNG SMALL CAP FD (NMMSX)	88,913	119,627
MFB NORTHERN MULTI MNG GLOBAL LISTEDINFRASTRUCTURE FD (NMFIX)	38,815	37,214
MFC FLEXSHARES TR MORNINGSTAR GLOBAL	138,257	127,226
MFO BLACKROCK FDS HIGH YIELD BD PORTFOLIO INSTL CL (BHYIX)	110,000	110,000
MFO DFA INVT DIMENSIONS GROUP INC (DFCEX)	270,768	295,100
MFO HARRIS ASSOC INVT TR OAKMARK (OAKEX)	46,753	54,184
MFO PIMCO FDS PAC INVT HIGH YIELD (PHIYX)	0	0
NATIONAL OILWELL VARCO COMM	7,306	10,944
NIKE INC.	4,467	13,461
NORFOLK SOUTHERN	7,490	12,167
NUCOR CORP	12,785	13,342
ORACLE CORP	9,804	16,189
PFIZER INC	18,874	24,110
PRECISION CASTPARTS CORP	9,331	13,489
PROCTER & GAMBLE	7,967	11,751
QUALCOMM INC.	10,379	15,163
SALESFORCE COM INC COM STK	9,417	9,608
SCHLUMBERGER LTD	16,746	16,570
SPDR S&P 500	75,694	109,943
ST JUDE MEDICAL INC.	0	0
STARBUCKS CORP	11,100	18,872
TERADATA CORP DEL COM STK	8,855	8,780
TWENTY-FIRST CENTY FOX INC	9,701	11,560
UNITED TECHNOLOGIES CORP	0	0
US BANCORP	0	0
VERIZON	6,673	8,420

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VF CORP	3,736	10,711
WELLS FARGO & CO	13,614	28,123
ZIMMER HLDGS INC COM	9,004	10,208
NOBLE CORPORATION	0	0
AMERICAN TOWER CORP	10,693	14,333
BAXTER INTL INC COMMON STOCK	14,107	15,244
CISCO SYSTEMS INC.	5,443	7,176
CITIGROUP INC COM	21,909	23,700
C R BARD	11,428	17,495
EXELON CORP COM	6,506	6,452
GILEAD SCIENCES INC	6,425	11,405
MERCK & CO. INC	15,371	20,160
METLIFE INC.	11,852	16,768
MFB NORTH FDS SHORT BD FD (BSBAX)	55,000	54,942
MONDELEZ INTL INC	12,169	13,331
MONSANTO CO NEW COM	0	0
PETSMART INC.	0	0

## TY 2014 Other Expenses Schedule

**Name:** THE SOLSTICE FOUNDATION INC

**EIN:** 58-2117440

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER	819	0		0

## TY 2014 Other Income Schedule

**Name:** THE SOLSTICE FOUNDATION INC**EIN:** 58-2117440

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISC INCOME	5,417	5,417	5,417
OTHER INCOME	7,393	7,393	7,393

## TY 2014 Other Professional Fees Schedule

**Name:** THE SOLSTICE FOUNDATION INC**EIN:** 58-2117440

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	16,907	16,907		0

## TY 2014 Taxes Schedule

**Name:** THE SOLSTICE FOUNDATION INC**EIN:** 58-2117440

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	2,311	2,311		0