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

2014

Department of the Treasury
Internal Revenue Service

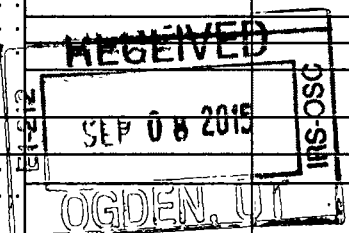
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Open to Public Inspection

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

Name of foundation JOY FAMILY FOUNDATION, INC.		A Employer identification number 84-1361004
Number and street (or P O box number if mail is not delivered to street address) 627 W. SMUGGLER STREET	Room/suite	B Telephone number (see instructions)
City or town, state or province, country, and ZIP or foreign postal code ASPEN CO 81611		C If exemption application is pending, check here. ▶ <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here ▶ <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) ▶ \$ 8,026,065.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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).)				
REVENUE				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Ck ▶ <input checked="" type="checkbox"/> If the foundn is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	171,746.	171,746.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-386,562.	L-6a Stmt		
b Gross sales price for all assets on line 6a	549,759.			
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain			10,945.	
9 Income modifications			-10,945.	
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total Add lines 1 through 11.	-214,816.	171,746.	0.	
ADMINISTRATIVE AND EXPENSES				
13 Compensation of officers, directors, trustees, etc	48,000.			24,000.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch)	2,850.			
c Other prof fees (attach sch)	77,173.	76,186.		
17 Interest				
18 Taxes (attach schedule)(see instrs) See Line 18 Stmt	19,310.	15,638.		1,836.
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	19,755.			19,755.
22 Printing and publications				
23 Other expenses (attach schedule) See Line 23 Stmt	6,400.	2,402.		
24 Total operating and administrative expenses. Add lines 13 through 23	173,488.	94,226.		45,591.
25 Contributions, gifts, grants paid	514,300.			514,300.
26 Total expenses and disbursements. Add lines 24 and 25	687,788.	94,226.		559,891.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-902,604.			
b Net investment income (if negative, enter -0-)		77,520.		
c Adjusted net income (if negative, enter -0-)			0.	



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	198,055.	204,849.	204,849.
	2 Savings and temporary cash investments	163,754.	58,199.	58,199.
	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 sch)			
	Less: allowance for doubtful accounts	12,975.	0.	0.
	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) L-10b. Stmt	3,668,453.	2,867,888.	7,753,797.
	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 L-15 Stmt)	10,917.	9,220.	9,220.	
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	4,054,154.	3,140,156.	8,026,065.	
LIABILITIES	17 Accounts payable and accrued expenses	79,752.	68,358.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	79,752.	68,358.	
FUNDS ASSETS	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	X		
	24 Unrestricted	3,974,402.	3,071,798.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see instructions)	3,974,402.	3,071,798.		
31 Total liabilities and net assets/fund balances (see instructions)	4,054,154.	3,140,156.		

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	3,974,402.
2 Enter amount from Part I, line 27a	2	-902,604.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	3,071,798.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	3,071,798.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a PERSHING ADVISORS (SEE ATTACHED)	P	01/02/14	12/31/14
b PERSHING ADVISORS (SEE ATTACHED)	P	12/31/12	12/31/14
c FIBERFORGE CORP (FORMALLY HYPERCAR)	P	09/03/98	03/13/14
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 80,172.		69,227.	10,945.
b 469,587.		217,088.	252,499.
c 0.		650,006.	-650,006.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			10,945.
b			252,499.
c			-650,006.
d			
e			

2 Capital gain net income or (net capital loss).	[If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	-386,562.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	[]	3	10,945.

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 (column (b) divided by column (c))
2013	458,465.	7,539,586.	0.060808
2012	444,532.	6,574,272.	0.067617
2011	437,234.	6,172,123.	0.070840
2010	562,258.	5,941,118.	0.094638
2009	10,500.	7,044,739.	0.001490
2 Total of line 1, column (d)			2 0.295393
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.059079
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 7,965,221.
5 Multiply line 4 by line 3			5 470,577.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 775.
7 Add lines 5 and 6			7 471,352.
8 Enter qualifying distributions from Part XII, line 4			8 559,891.

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)

1 a 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 instrs)		
b 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	1	775.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3 Add lines 1 and 2	3	775.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	775.
6 Credits/Payments:		
a 2014 estimated tax pmts and 2013 overpayment credited to 2014	6 a	3,383.
b Exempt foreign organizations - tax withheld at source	6 b	
c Tax paid with application for extension of time to file (Form 8868)	6 c	0.
d Backup withholding erroneously withheld	6 d	
7 Total credits and payments. Add lines 6a through 6d	7	3,383.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,608.
11 Enter the amount of line 10 to be. Credited to 2015 estimated tax	11	2,608.
		Refunded

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ CRM MANAGEMENT Telephone no. ▶ (212) 485-5455 Located at ▶ 205 HUDSON ST STE 1002 NEW YORK NY ZIP + 4 ▶ 10013			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If 'Yes,' enter the name of the foreign country ▶	16		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
1 a	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 checked="" type="checkbox"/> Yes <input 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1 b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1 c	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 ▶ 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)	2 b	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. ▶ 20 __ , 20 __ , 20 __ , 20 __ .		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input 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.)	3 b	X
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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

5 a 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)?

5 b

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).

6 a 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?

6 b

If 'Yes' to 6b, file Form 8870.

7 a 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?

7 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
WILLIAM N. JOY 627 W. SMUGGLER ST ASPEN CO 81611	PRESIDENT 1.00	0.	0.	0.
HAYDEN N. JOY 627 W. SMUGGLER ST ASPEN CO 81611	JR DIRECTOR 0.00	0.	0.	0.
MADISON C. JOY 627 W. SMUGGLER ST ASPEN CO 81611	JR DIRECTOR 0.00	0.	0.	0.
SHANNON O'LEARY-JOY 627 W SMUGGLER ST ASPEN CO 81611	EXECUTIVE DIRECTOR 40.00	48,000.	0.	0.

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

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

Total number of other employees paid over \$50,000 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 ----- -----		
----- -----		
----- -----		
----- -----		
----- -----		
Total 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 WILDAID-SEE ATTACHED DISCUSSION ----- -----	
2 ROCKEFELLER PHILANTHROPY ADVISORS-SEE DISCUSSION ATTACHED FOR FOUNDATIONS OVERALL 2014 CHARITABLE ACTIVITIES ----- -----	76,790.
3 MISSION BLUE SYLVIA EARLE ALLIANCE-SEE ATTACHED DISCUSSION ----- -----	200,000.
4 OTHERS SEE PART XV-FORM 990-PF ----- -----	228,375.
	54,726.

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 ▶	

BAA

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	1 a	7,764,021.
b Average of monthly cash balances	1 b	312,429.
c Fair market value of all other assets (see instructions)	1 c	10,069.
d Total (add lines 1a, b, and c)	1 d	8,086,519.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	8,086,519.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	121,298.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,965,221.
6 Minimum investment return. Enter 5% of line 5	6	398,261.

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	398,261.
2 a Tax on investment income for 2014 from Part VI, line 5	2 a	775.
b Income tax for 2014. (This does not include the tax from Part VI.)	2 b	
c Add lines 2a and 2b	2 c	775.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	397,486.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	397,486.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	397,486.

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	1 a	559,891.
b Program-related investments — total from Part IX-B.	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	559,891.
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	775.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	559,116.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				397,486.
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			0.	
b Total for prior years. 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2014:				
a From 2009	0.			
b From 2010	0.			
c From 2011	0.			
d From 2012	0.			
e From 2013	316,709.			
f Total of lines 3a through e	316,709.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 559,891.				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2014 distributable amount				80,777.
e Remaining amount distributed out of corpus	479,114.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	316,709.			316,709.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	479,114.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed Income for 2013. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required — see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	479,114.			
10 Analysis of line 9:				
a Excess from 2010	0.			
b Excess from 2011	0.			
c Excess from 2012	0.			
d Excess from 2013	0.			
e Excess from 2014	479,114.			

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

WILLIAM N. JOY

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

N/A

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

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

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

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
a Paid during the year				
CAMBODIAN CHILDRENS FUND 2461 SANTA MONICA BLVD, STE 833 SANTA MONICA CA 90404		501 (C) 3	HUMAN HEALTH AND WELFARE	10,000.
ROCKEFELLER PHILANTHROPY ADVISORS 6 WEST 48TH ST., 10TH FL NEW YORK NY 10036		501 (C) 3	THE OCEANS 5 INITIATIVE	200,000.
THE SAPLING FOUNDATION 250 HUDSON ST #1002 NEW YORK NY 10013		501 (C) 3	THE MISSION BLUE VOYAGE- TED PRIZE	17,000.
J/P HRO 6022 WILSHIRE BLVD LOS ANGELES CA 90036		501 (C) 3	POVERTY HAITI	25,000.
INTERLOCHEN CENTER FOR THE ARTS 4000 HIGHWAY M-137 INTERLOCHEN MI 49643		501 (C) 3	EDUCATIONAL OPPORTUNITIES FOR ARTISTS	6,000.
WILDAID 744 MONTGOMERY ST, STE 300 SAN FRANCISCO CA 94111		501 (C) 3	SUPPORT OF ENDANGERED SPECIES	70,000.
SYLVIA EARLE ALLIANCE 2470 MARINER SQUARE LOOP ALAMEDA CA 94501		501 (C) 3	CARE FOR THE OCEAN	175,000.
THE ASPEN INSTITUTE ONE DUPONT CR NW, STE 700 WASHINGTON DC 20036		501 (C) 3	SOCIETY OF FELLOWS FUND	2,500.
MUSIC HEALS INTERNATIONAL P.O. BOX 2593 MILL VALLEY CA 94942		501 (C) 3	GIFT OF MUSIC TO HAITIAN COMMUNITIES	5,800.
HALEY RUE SCHOLARSHIP FUND C/O MT RAINIER LUTHERAN H.S. TACOMA WA 98447		501 (C) 3	SCHOLARSHIP FUND	3,000.
Total				3 a 514,300.
b Approved for future payment				
Total				3 b

Portfolio Valuation
Joy Family Foundation
December 31, 2014

UNITS	SECURITY	PRICE	MARKET VALUE	UNIT COST	TOTAL COST	GAIN/LOSS ASSETS	% OF ASSETS	ANNUAL INCOME	% YIELD
CASH AND EQUIVALENTS- usd									
	Cash And Cash Equivalents		55,277		55,277		0.7	0	0.0
	Dividends Accrued		9,220		9,220		0.1	0	0.0
			64,497		64,497	0	0.9	0	0.0
COMMON STOCKS- usd									
4	Berkshire Hathaway Inc Cl A	226,000.00	904,000	58,933.33	235,733	668,267	12.2	0	0.0
10,705	Nestle SA-Spons ADR	73.42	785,920	23.33	249,782	536,139	10.6	21,702	2.8
7,000	Mastercard Inc Cl A	86.16	603,120	21.22	148,519	454,601	8.1	4,480	0.7
6,750	Philip Morris International Inc	81.45	549,788	26.44	178,499	371,288	7.4	27,000	4.9
10,000	Wells Fargo	54.82	548,200	23.59	235,862	312,338	7.4	14,000	2.6
5,675	Compagnie Financiere Richemont SA	89.83	509,777	17.61	99,927	409,850	6.9	5,732	1.1
7,500	Heineken Holding NV	62.84	471,285	23.25	174,354	296,932	6.4	7,725	1.6
8,750	SABMiller PLC	52.41	458,559	17.69	154,750	303,809	6.2	8,925	1.9
3,975	Pernod Ricard	111.64	443,767	64.89	257,956	185,811	6.0	6,161	1.4
3,650	Anheuser-Busch InBev ADR	112.32	409,968	55.29	201,824	208,144	5.5	9,759	2.4
9,555	Unilever NV ADR	39.04	373,027	28.40	271,404	101,624	5.0	12,240	3.3
4,750	Altria Group Inc	49.27	234,033	10.04	47,701	186,332	3.2	9,880	4.2
2,550	Brown-Forman Corp Cl A	87.76	223,788	13.12	33,460	190,328	3.0	3,213	1.4
4,025	British American Tobacco PLC	54.57	219,661	28.13	113,242	106,418	3.0	9,580	4.4
6,900	Diageo PLC	28.82	198,878	11.09	76,538	122,340	2.7	5,589	2.8
3,250	Comcast Corp Special Cl A	57.57	187,086	9.06	29,436	157,650	2.5	2,925	1.6
1,450	Martin Marietta Materials	110.32	159,964	28.86	41,842	118,122	2.2	2,320	1.5
850	Scripps Networks Interactive Cl A	75.27	63,980	15.42	13,105	50,875	0.9	680	1.1
			7,344,800		2,563,935	4,780,866	99.1	151,910	2.1
	TOTAL		7,409,298		2,628,432	4,780,866	100.0	151,910	2.1
	TOTAL ASSETS		7,409,298		2,628,432	4,780,866	100.0	151,910	2.1

In compliance with SEC regulations, we advise clients to compare this report with their custodian statement.

GARDNER RUSSO & GARDNER LLC

Joy Family Foundation
 # 84-1361004

2014
 Form 990-PF Part II, Line 10(b)

Realized Gains and Losses
Joy Family Foundation
From 01-01-14 Through 12-31-14

OPEN DATE	CLOSE DATE	QUANTITY	SECURITY	COST BASIS		PROCEEDS		GAIN/LOSS	
				SHORT TERM	LONG TERM	SHORT TERM	LONG TERM	SHORT TERM	LONG TERM
08-02-13	02-03-14	175	Nestle SA-Spons ADR	12,142.74		12,639.62		496.88	
08-14-13	02-03-14	75	Nestle SA-Spons ADR	5,049.35		5,416.98		367.63	
01-15-13	02-03-14	22	Nestle SA-Spons ADR		1,472.04		1,588.98		116.94
01-15-13	02-04-14	103	Nestle SA-Spons ADR		6,891.81		7,376.83		485.02
10-09-12	02-04-14	150	Nestle SA-Spons ADR		9,799.02		10,742.96		943.94
08-16-12	02-04-14	20	Nestle SA-Spons ADR		1,240.47		1,432.39		191.92
01-05-01	06-18-14	450	Brown-Forman Corp Cl A		6,616.02		42,083.38		35,467.36
09-11-12	06-18-14	25	Anheuser-Busch InBev ADR		2,127.82		2,806.76		678.94
11-02-12	06-18-14	75	Anheuser-Busch InBev ADR		6,270.05		8,420.28		2,150.23
10-17-08	06-18-14	75	Comcast Corp Special Cl A		1,122.97		3,906.81		2,783.84
05-21-09	06-18-14	200	Altria Group Inc		3,335.22		8,389.41		5,054.19
08-16-12	06-18-14	5	Nestle SA-Spons ADR		310.12		385.79		75.67
08-10-12	06-18-14	70	Nestle SA-Spons ADR		4,332.41		5,401.08		1,068.67
10-08-12	06-18-14	25	Philip Morris International Inc		2,335.08		2,232.63		(102.45)
07-16-13	06-18-14	25	Philip Morris International Inc			2,254.50	2,232.63	(21.87)	
01-15-13	06-18-14	250	Philip Morris International Inc						
05-08-14	06-18-14	100	Unilever NV ADR	2,254.50			22,326.30	111.48	69.98
07-30-12	06-18-14	425	Wells Fargo	4,261.75			22,016.30		7,503.48
12-17-12	06-18-14	75	Wells Fargo		2,558.31		3,885.23		1,326.92
10-16-12	06-18-14	50	Wells Fargo		1,696.95		2,590.15		893.20
12-13-12	06-18-14	25	Wells Fargo		834.06		1,295.08		461.02
12-29-09	06-19-14	150	British American Tobacco PLC		4,849.49		9,165.62		4,316.13
11-14-03	06-19-14	100	Heineken Holding NV		2,697.95		6,618.70		3,920.75
07-09-08	06-19-14	150	SABMiller PLC		3,292.89		8,703.18		5,410.29
06-28-13	06-19-14	125	SABMiller PLC		6,067.97		7,252.65		1,184.68
07-25-13	06-19-14	275	SABMiller PLC		13,314.79		15,955.83		2,641.04
02-20-14	06-19-14	100	SABMiller PLC		4,679.01		5,802.12		1,123.11
01-15-13	10-09-14	50	Philip Morris International Inc		4,451.27		4,264.56		(186.71)
03-14-07	10-09-14	118	Philip Morris International Inc		5,217.55		10,064.36		4,846.81
06-11-10	10-09-14	90	Philip Morris International Inc		3,979.54		7,676.21		3,696.67
06-11-10	10-09-14	2	Philip Morris International Inc		88.43		170.58		82.15

We provide you this report as a source of regularly updated information throughout the year. However, please rely on your custodian's 1099 for purposes of tax reporting, since this report's information may not match the 1099.

Joy Family Foundation
#84-1361004

2014
Form 990-BF Part IV

Realized Gains and Losses
Joy Family Foundation
From 01-01-14 Through 12-31-14

OPEN DATE	CLOSE DATE	QUANTITY	SECURITY	COST BASIS		PROCEEDS		GAIN/LOSS	
				SHORT TERM	LONG TERM	SHORT TERM	LONG TERM	SHORT TERM	LONG TERM
05-02-01	10-27-14	750	Berkshire Hathaway Inc Cl B	34,166.67		104,601.84		70,435.17	
02-20-14	10-27-14	190	Berkshire Hathaway Inc Cl B	21,456.68		26,499.13		5,042.45	
10-17-08	10-27-14	175	Comcast Corp Special Cl A	2,620.26		9,479.54		6,859.28	
11-02-10	10-27-14	240	Mastercard Inc Cl A	5,910.38		17,858.70		11,948.32	
04-23-01	10-27-14	250	Altria Group Inc	2,804.20		11,942.73		9,138.53	
05-02-01	10-27-14	333	Altria Group Inc	3,958.09		15,907.72		11,949.63	
05-21-09	10-27-14	367	Altria Group Inc	6,120.13		17,531.94		11,411.81	
03-14-07	10-27-14	90	Philip Morris International Inc	3,979.48		7,948.48		3,969.00	
12-31-08	10-27-14	175	Philip Morris International Inc	7,660.00		15,455.38		7,795.38	
05-08-09	10-27-14	300	Philip Morris International Inc	12,290.13		26,494.93		14,204.80	
12-13-12	10-27-14	425	Wells Fargo	14,179.02		21,768.78		7,589.76	
11-14-03	10-28-14	143	Heineken Holding NV	3,844.57		9,133.90		5,289.33	
01-03-01	10-28-14	108	Heineken Holding NV	2,875.96		6,890.49		4,014.53	
07-09-08	10-28-14	200	SABMiller PLC	4,390.52		11,028.54		6,638.02	
TOTAL SHORT-TERM GAINS								10,967.27	
TOTAL SHORT-TERM LOSSES								(21.87)	
SUBTOTAL SHORT-TERM				69,226.79		80,172.19		10,945.40	
TOTAL LONG-TERM GAINS					217,088.02	469,586.54		252,787.67	
TOTAL LONG-TERM LOSSES								(289.16)	
SUBTOTAL LONG-TERM					217,088.02	469,586.54		252,498.52	
GRAND TOTAL				69,226.79	217,088.02	80,172.19	469,586.54	10,945.40	252,498.52

Realized gains marked with an "X" require additional historic tax cost information.

We provide you this report as a source of regularly updated information throughout the year. However, please rely on your custodian's 1099 for purposes of tax reporting, since this report's information may not match the 1099.

Joy Family Foundation
#84-1361004

2014
Form 990-PF Part IV

WildAid--\$76,790(Includes prorated Foundation expenses)

WildAid, in cooperation with partners, is working to protect Marine Reserve areas in the developing world. This grant directly invests in activities that strengthen the capacity of the marine areas and to detect and intercept illegal fishing vessels and ensure compliance of key Park regulations. An estimated 1/3 of open-ocean shark species are currently threatened with extinction, with certain populations experiencing a 99% population decline. Research shows that the massive depletion of sharks has cascading effects throughout our oceans. WildAid works with global media and governments to educate and stop demand.

Mission Blue - Sea Alliance -\$228,375 (Includes prorated Foundation expenses)

The essential vision for Mission Blue™ is stated clearly in Dr. Sylvia Earle's TED Wish. Mission Blue is a global call to action with a goal to raise public awareness for the ocean, start conversations, and inspire people to help protect this vital natural resource. Mission Blue is an initiative aimed at empowering and mobilizing an international community of stakeholders to take urgent action to reverse the ocean's current state of peril. The collective actions of people and organizations responding to Mission Blue seek to increase marine protected areas – 20% by 2020; change global policy; reduce ocean pollution; ignite public support; educate youth; rally support for undersea exploration, research and technology; and build new paradigms around the value of sea life, and the ocean's essential role as Earth's life support system. Sylvia Earle Alliance (SEA) is responsible for developing the Mission Blue initiative, with its partners, into a global movement.

Others Itemized in Part XV

JP/HRO

Supports residents in the marginalized, high-density Port-au-Prince neighborhood of Delmas 32 and surrounding areas affected by the earthquake transition to resilient, sustainable and prosperous communities. Programs consist of Camp and Relocation Management, Engineering and Construction, Medical and Community Development and through knowledgeable design and implementation; families are able to effectively manage environmental, financial and technical resources for long-term development.

Cambodian Children's Fund

Accepting responsibility for a child's comprehensive care might appear to be a single mission, but it isn't. CCF offers education, health care, nutrition and safe shelter. These elements stand as four interdependent walls, joined together with dedication and compassion. In order to develop and heal, the connection with family and community is essential. Allowing the parents the opportunity to lift themselves from poverty - while ensuring that the child's siblings have access to education and helping rebuild a sense of community - not only provides for the greater good but also alleviates the adult-like burdens of the child. The majority of children in CCF care were former garbage pickers and primary caretakers of their siblings, living and working on Phnom Penh's former municipal garbage dump. Every outreach project developed flows from the realization and acceptance that CCF's children have links and roots that need nurturing if they themselves are to fully prosper and grow.

Joy Family Foundation
#84-1361004
Form 990-PF-Part IX-A

Music Heals International

MHI is designed to teach and inspire children who were relocated by the 2010 earthquake. It uses music as a force for education, creativity and healing. It's a unique vision for a cross-cultural collaboration and artistic process for youth from Haiti and the United States. MHI works with J/P HRO and Little Kids Rock to provide free music instruction, teacher training and musical instruments to children relocated by the 2010 earthquake and surrounding area schools.

Sapling Foundation - TED

Is a foundation whose goals are to foster the spread of great ideas. It aims to provide a platform for the world's smartest thinkers, greatest visionaries and most-inspiring teachers, so that millions of people can gain a better understanding of the biggest issues faced by the world, and a desire to help create solutions and a better future.

The Aspen Institute

The Institute is dedicated to fostering enlightened leadership, the appreciation of timeless ideas and values, and open-minded dialogue on contemporary issues. The institute and its international partners promote the pursuit of common ground and deeper understanding in a nonpartisan and non-ideological setting through regular seminars, policy programs, conferences and leadership developments initiatives.

Interlochen Center for the Arts

Is an outstanding educational facility where students study music, theatre, visual arts, film, creative writing and dance, guided by a world class faculty and guest artists. Thousands of artist and arts patrons visit from all over the world to experience cultural opportunities and be inspired.

Haley Rue Scholarship Fund

A scholarship fund created for students attending Mount Rainier Lutheran High School allowing them an opportunity to attend college.

Joy Family Foundation

#84-1361004

Form 990-PF-Part IX-A

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FOREIGN TAXES	15,638.	15,638.		
PAYROLL TAXES	3,672.			1,836.
Total	<u>19,310.</u>	<u>15,638.</u>		<u>1,836.</u>

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
BANK CHARGES	6.			
TELEPHONE	3,657.			
BOOKS, SUBSCRIPTIONS AND REFERENCE OPERATIONS	295.			
	40.			
ADR & CUSTODIAL FEES	2,402.	2,402.		
RECONCILING ADJUSTMENT				
Total	<u>6,400.</u>	<u>2,402.</u>		

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
JOHN P. TALIA, CPA	TAX PREP/ACCTNG	2,850.			
Total		<u>2,850.</u>			

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GARDNER RUSSO & GARDNER	MANAGEMENT FEES	76,186.	76,186.		
PAYCHEX	PAYROLL SERVICES	987.			
Total		<u>77,173.</u>	<u>76,186.</u>		

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
BRANDYWINE FUND	65,661.	85,078.
CLIPPER FUND	238,292.	323,919.

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Continued

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
GARDNER, RUSSO & GARDNER #512789 (SEE ATTACHED)	2,563,935.	7,344,800.
HYPERCAR	0.	0.
Total	<u>2,867,888.</u>	<u>7,753,797.</u>

Form 990-PF, Page 2, Part II, Line 15
Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year	
		Book Value	Fair Market Value
ACCRUED DIVIDENDS	10,917.	9,220.	9,220.
Total	<u>10,917.</u>	<u>9,220.</u>	<u>9,220.</u>

Supporting Statement of:

Form 990-PF, p12/Line 4 Column (d)

Description	Amount
CLIPPER FUNDS	1,352.
PERSHING ADVISOR SOLUTIONS	170,394.
Total	171,746.

JOHN P. TALIA
CERTIFIED PUBLIC ACCOUNTANT

*** * INVOICE * ***

August 24, 2015

Stanley Falkow & Lucy Tompkins
25 Navajo Place
Portola Valley, CA 94028

Preparation of FSA disclosure forms for farm subsidy	275.00
Expenses: Telephone/Fax, Postage/Envelopes	10.00

Total Amount Due:

\$285.00

Please Make Check Payable To John P. Talia, CPA
Tax I.D. #81-0518014

email: bitterrootrivercpa@me.com
P.O. Box 388 • Hamilton • Montana • 59840 • 406-363-4661 • (Fax) 406-363-6964
Los Gatos • California • 408-656-6664

CERT MAIL # 7012 2920 0000 5466 8259

If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Name of exempt organization or other filer, see instructions. JOY FAMILY FOUNDATION, INC. Employer identification number (EIN) or Social security number (SSN) 84-1361004. 627 W. SMUGGLER STREET ASPEN CO 81611

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Table with 4 columns: Application Is For, Return Code, Application Is For, Return Code. Rows include Form 990 or Form 990-EZ, Form 990-BL, Form 4720 (Individual), Form 990-PF, Form 990-T (section 401(a) or 408(a) trust), Form 990-T (trust other than above).

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

The books are in the care of CRM MANAGEMENT. Telephone No (212) 485-5455. Fax No. If the organization does not have an office or place of business in the United States, check this box. If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN).

I request an additional 3-month extension of time until Nov 16, 2015. For calendar year 2014, or other tax year beginning 2014, and ending 2014. If the tax year entered in line 5 is for less than 12 months, check reason. State in detail why you need the extension: STILL WAITING FOR INFORMATION FROM THIRD PARTIES WITHOUT WHICH A COMPLETE AND ACCURATE RETURN COULD NOT BE FILED BY THE INITIAL EXTENDED DUE DATE.

Table with 3 columns: Description, Amount, Code. Row 8a: tentative tax, less any nonrefundable credits \$775. Row 8b: refundable credits and estimated tax payments made \$3,583. Row 8c: Balance due \$0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form. Signature: [Signature] Title: CPA Date: 8/3/15

NO RESPONSE RECEIVED AT TIME OF FILING

FF20502 12/31/13

Internal Revenue Service Ogden, Utah 84201-0045. Barcode: 9590 8403 0210 5146 6479 44. Form 3811, April 2015 PSN 7530-02-000-9053

COMPLETE THIS SECTION ON DELIVERY. A. Signature [X] B. Received by (Printed Name) C. Date of Delivery [AUG 13 2015] D. Is delivery address different from item 1? [X] Yes

U.S. Postal Service CERTIFIED MAIL RECEIPT. (Domestic Mail Only; No Insurance Coverage Provided). For delivery information visit our website at www.usps.com. OGDEN, UT 84201. AUG 3 2015. Total Postage & Fees \$6.75. Sent to IRS JFF '14 8868 #2. Street, Apt. No. or PO Box No. 8600 W 84201-0045. Form 3800, August 2006