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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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 separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation: THE HARDEN FAMILY FOUNDATION

A Employer identification number: 86-6291360

Number and street (or P O box number if mail is not delivered to street address): 7501 THOMPSON PEAK PARKWAY #419 — Room/suite:

B Telephone number: (480)998-8245

City or town, state or province, country, and ZIP or foreign postal code: SCOTTSDALE, AZ 85255-4537

C If exemption application is pending, check here ▶ ☐

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

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

H Check type of organization: ☐ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☒ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 495,646.

J Accounting method: ☒ Cash ☐ Accrual ☐ 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 ▶ ☐

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).)

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	24,120.	24,120.		STATEMENT 1
	5a Gross rents	2.	2.		STATEMENT 2
	b Net rental income or (loss) 2.				
	6a Net gain or (loss) from sale of assets not on line 10	23,968.			
	b Gross sales price for all assets on line 6a 256,822.				
	7 Capital gain net income (from Part IV, line 2)		23,968.		
	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)				
	11 Other income	10,483.	10,483.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	58,573.	58,573.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	950.	0.		950.
	c Other professional fees STMT 5	4,950.	4,950.		0.
	17 Interest	77.	77.		0.
	18 Taxes STMT 6	778.	307.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	21,189.	618.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	27,944.	5,952.		950.
	25 Contributions, gifts, grants paid	24,000.			24,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	51,944.	5,952.		24,950.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	6,629.			
	b **Net investment income** (if negative, enter -0-)		52,621.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments			
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 8	313,454.	354,980.	495,646.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other	34,897.		
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	348,351.	354,980.	495,646.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	348,351.	354,980.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	348,351.	354,980.	
	31 **Total liabilities and net assets/fund balances**	348,351.	354,980.	

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	348,351.
2 Enter amount from Part I, line 27a	2	6,629.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	354,980.
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	354,980.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	256,822.		232,854.	23,968.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				23,968.

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	23,968.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	24,660.	511,484.	.048213
2012	20,215.	464,502.	.043520
2011	15,825.	439,341.	.036020
2010	23,844.	398,152.	.059887
2009	20,767.	346,148.	.059995

2	Total of line 1, column (d)	2	.247635
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	.049527
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	540,706.
5	Multiply line 4 by line 3	5	26,780.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	526.
7	Add lines 5 and 6	7	27,306.
8	Enter qualifying distributions from Part XII, line 4	8	24,950.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	1,052.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	1,052.
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	1,052.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	11.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	1,063.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	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.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ AZ			
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? If "No," attach explanation*	8b	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)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

		Line	Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ (480)998-8245

Located at ▶ 7501 THOMPSON PEAK PARKWAY #419, SCOTTSDALE, AZ ZIP+4 ▶ 85255-4537

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

		Line	Yes	No
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?	16		X
	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 ▶			

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.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		1c		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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	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. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b** X

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? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
JEROME HARDEN 7501 THOMPSON PEAK PARKWAY #419 SCOTTSDALE, AZ 85255-4537	DIRECTOR 1.00	0.	0.	0.
LINDA HARDEN 7501 THOMPSON PEAK PARKWAY #419 SCOTTSDALE, AZ 85255-4537	DIRECTOR 1.00	0.	0.	0.
ELIZABETH SOLCUM 200 42ND ST DES MOINES, IA 50312	DIRECTOR 3.00	0.	0.	0.
THEODORE HARDEN PO BOX 11626 TEMPE, AZ 85284	DIRECTOR 2.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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 ▶ 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. 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	▶	0

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	0.
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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	495,646.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	53,294.
d	**Total** (add lines 1a, b, and c)	1d	548,940.
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	548,940.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	8,234.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	540,706.
6	**Minimum investment return.** Enter 5% of line 5	6	27,035.

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	27,035.
2a	Tax on investment income for 2014 from Part VI, line 5 — 2a: 1,052.		
b	Income tax for 2014. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	1,052.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	25,983.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	25,983.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	25,983.

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	24,950.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	24,950.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	24,950.

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				25,983.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009 3,526.				
b From 2010 4,088.				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	7,614.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 24,950.				
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				24,950.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	1,033.			1,033.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	6,581.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	2,493.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	4,088.			
10 Analysis of line 9:				
a Excess from 2010 4,088.				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
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).)

SEE STATEMENT 9

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

NONE

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

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

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

THEODORE HARDEN, 480-998-8245
PO BOX 11626, TEMPE, AZ 85284

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

PRE-PRINTED APPLICATION SUPPLIED UPON REQUEST

c Any submission deadlines:

NO

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

NO

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				
CENTRAL IOWA SHELTER 1420 MULBERRY ST DES MOINES, IA 50309	NONE	501(C)(3) PUBLIC CHARITY		2,000.
CHILDREN'S CANCER PROGRAM 1221 CENTER ST, STE 12 DES MOINES, IA 50309	NONE	501(C)(3) PUBLIC CHARITY		4,000.
DMARC FOOD PANTRY 3816 36TH ST DES MOINES, IA 50310	NONE	501(C)(3) PUBLIC CHARITY		2,000.
FOUNDATION FOR CHILDREN AND FAMILIES OF IOWA 1111 UNIVERSITY AVE DES MOINES, IA 50314	NONE	501(C)(3) PUBLIC CHARITY		3,000.
HOSPICE OF THE VALLEY 1510 E FLOWER ST PHOENIX, AZ 85014	NONE	501(C)(3) PUBLIC CHARITY		2,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	24,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	24,120.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					2.
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	23,968.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a ORDINARY INCOME FROM					
b PASSTHROUGH ENTITIES			14	10,541.	
c SECT 1231 LOSS FROM					
d PTRSHP ACTIVITY			18	<68.>	
e ROYALTIES			15	10.	
12 Subtotal. Add columns (b), (d), and (e)		0.		58,571.	2.

13 Total. Add line 12, columns (b), (d), and (e) 13 58,573.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such 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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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
N/A		

Sign Here

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

Jerome L Harden — 5/8/15 — MANAGER

Signature of officer or trustee — Date — Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CONSTANCE WALSH CPA	CONSTANCE WALSH C	05/04/15		P01318653

Firm's name ▶ HAMMOND TRAVERS & TUTTLE PC — Firm's EIN ▶ 86-0267201

Firm's address ▶ 6263 N SCOTTSDALE RD STE 250 SCOTTSDALE, AZ 85250-5426 — Phone no. 480-998-2755

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED MSSB ACCT #260-114570-789	P	VARIOUS	06/30/14
b	SEE ATTACHED MSSB ACCT #260-114570-789	P	VARIOUS	06/30/14
c	SEE ATTACHED MSSB ACCT #260-106601-789	P	VARIOUS	06/30/14
d	ONEOK PARTNERS, L.P.	P	VARIOUS	06/30/14
e	ENTERPRISE PRODUCTS PARTNERS LP	P	VARIOUS	06/30/14
f	ENERGY TRANSFER PARTNERS, L.P.	P	VARIOUS	06/30/14
g	KINDER MORGAN ENERGY PARTNERS, L.P.	P	VARIOUS	06/30/14
h	PLAINS ALL AMERICAN PIPELINE, L.P.	P	VARIOUS	06/30/14
i	LINN ENERGY, LLC	P	VARIOUS	06/30/14
j	ENERGY TRANSER EQUITY LP	P	VARIOUS	06/30/14
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

	(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	44,515.		49,127.	<4,612.>
b	126,365.		100,249.	26,116.
c	83,000.		83,478.	<478.>
d	<400.>			<400.>
e	302.			302.
f	484.			484.
g	1,138.			1,138.
h	<94.>			<94.>
i	1,123.			1,123.
j	<196.>			<196.>
k	585.			585.
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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	
a				<4,612.>
b				26,116.
c				<478.>
d				<400.>
e				302.
f				484.
g				1,138.
h				<94.>
i				1,123.
j				<196.>
k				585.
l				
m				
n				
o				

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	23,968.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

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05-01-14

Morgan Stanley

Corporate Tax Statement
Tax Year 2014

HARDEN FAMILY FOUNDATION
LINDA HARDEN JEROME HARDEN
(MILLER HOWARD)
PO BOX 11626
TEMPE AZ 85284-0028

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number 26-4310632

Taxpayer ID Number XX-XXX1360
Account Number 260 114570 789

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS — OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Short Term - Covered Securities (Consider Box 3 (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ARES CAPITAL CORP	CUSIP: 04010L103		Symbol: ARCC					
	253 000	06/27/14	12/18/14	$3,926 47	$4,451 79	$0.00	($525 32)	$0 00
DARDEN RESTAURANTS	CUSIP: 237194105		Symbol: DRI					
	26 000	02/27/14	11/25/14	$1,444 95	$1,293 37	$0 00	$151 58	$0 00
	69.000	02/27/14	12/17/14	$3,925.77	$3,432.41	$0.00	$493.36	$0.00
Security Subtotal	**95.000**			**$5,370.72**	**$4,725.78**	**$0.00**	**$644.94**	**$0.00**
EATON CORP PLC SHS	CUSIP: G29183103		Symbol: ETN					
	95.000	07/07/14	12/18/14	$6,349 27	$7,361 99	$0 00	($1,012.72)	$0 00
ISHARES SELECT DIVIDEND ETF	CUSIP: 464287168		Symbol: DVY					
	90 000	12/11/13	01/13/14	$6,374 58	$6,270 30	$0 00	$104.28	$0 00
KINDER MORGAN INCORP	CUSIP: 49456B101		Symbol: KMI					
	0 771	12/03/14	12/03/14	$32 08	$32.02	$0 00	$0 06	$0 00
MATTEL INC	CUSIP: 577081102		Symbol: MAT					
	94.000	03/20/14	10/16/14	$2,783 52	$3,569.80	$0 00	($786 28)	$0 00
	32.000	03/26/14	10/16/14	$947 58	$1,237 80	$0 00	($290 22)	$0 00
	59.000	03/26/14	10/17/14	$1,709.11	$2,282.19	$0.00	($573 08)	$0.00
Security Subtotal	**185.000**			**$5,440.21**	**$7,089.79**	**$0.00**	**($1,649.58)**	**$0.00**
POTASH CP OF SASKATCHEWAN INC	CUSIP: 73755L107		Symbol: POT					
	99 000	11/04/13	08/14/14	$3,428 11	$3,203 23	$0.00	$224 88	$0 00
	55 000	11/04/13	09/02/14	$1,922.95	$1,779 57	$0 00	$143 38	$0 00

CONTINUED ON NEXT PAGE

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

087000 MS13OA01 601046

Morgan Stanley

Corporate Tax Statement
Tax Year 2014

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Short Term - Covered Securities (Continued) (Consider Box 3 (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
POTASH CP OF SASKATCHEWAN INC(Cont)	CUSIP: 73755L107	Symbol: POT						
	55 000	11/04/13	09/05/14	$1,892.17	$1,779 57	$0 00	$112 60	$0.00
	12 000	11/04/13	09/12/14	$407 81	$388 27	$0 00	$19 54	$0 00
	43 000	01/22/14	09/12/14	$1,461 33	$1,430 89	$0 00	$30 44	$0 00
	2.000	01/22/14	10/07/14	$66 47	$66.55	$0.00	($0 08)	$0 00
	58.000	01/22/14	10/14/14	$1,874.02	$1,930.03	$0.00	($56.01)	$0.00
Security Subtotal	**324.000**			**$11,052.86**	**$10,578.11**	**$0.00**	**$474.75**	**$0.00**
VERIZON COMMUNICATIONS	CUSIP: 92343V104	Symbol: VZ						
	0 160	02/21/14	02/21/14	$7 58	$7 70	$0 00	($0 12)	$0 00
	84.000	02/21/14	12/18/14	$3,939.75	$4,041.66	$0.00	($101.91)	$0.00
Security Subtotal	**84 160**			**$3,947.33**	**$4,049.36**	**$0.00**	**($102.03)**	**$0.00**
VODAFONE GROUP PLC	CUSIP: 92857W308	Symbol: VOD						
	0 545	03/08/13	02/21/14	$22 77	$27 64	$0.00	($4 87)	$0 00
Total Short Term Covered Securities				**$42,516.29**	**$44,586.78**	**$0.00**	**($2,070.49)**	**$0.00**

Morgan Stanley

Corporate Tax Statement
Tax Year 2014

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Short Term - Noncovered Securities # (Consider Box 5 (Noncovered Security) as being checked and Box 3 (Basis Reported to IRS) as not being checked for this section These transactions should be reported on Form 8949 Part I with box B checked)

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
LINN ENERGY LLC UTS REP LTD LI		CUSIP: 536020100		Symbol: LINE				
	135 000	01/22/14	12/09/14	$1,998 94	$4,540 62	$0 00	($2,541 68)	$0 00
Total Short Term Noncovered Securities				**$1,998.94**	**$4,540.62**	**$0.00**	**($2,541.68)**	**$0.00**
Total Short Term Covered and Noncovered Securities				**$44,515.23**	**$49,127.40**	**$0.00**	**($4,612.17)**	**$0.00**

Morgan Stanley

Corporate Tax Statement
Tax Year 2014

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Long Term - Covered Securities (Consider Box 3 (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f))	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ARES CAPITAL CORP	**CUSIP:** 04010L103	**Symbol:** ARCC						
	145 000	08/20/13	12/18/14	$2,250 35	$2,534 37	$0.00	($284 02)	$0 00
	50.000	08/21/13	12/18/14	$775.98	$873.75	$0.00	($97.77)	$0.00
Security Subtotal	**195.000**			**$3,026.33**	**$3,408.12**	**$0.00**	**($381.79)**	**$0.00**
CISCO SYS INC	**CUSIP:** 17275R102	**Symbol:** CSCO						
	13 000	05/16/13	11/24/14	$351 97	$310 52	$0 00	$41 45	$0 00
ENSCO PLC CLASS A	**CUSIP:** G3157S106	**Symbol:** ESV						
	58.000	11/08/13	12/18/14	$1,716 16	$3,542 11	$0 00	($1,825 95)	$0 00
	44.000	11/11/13	12/18/14	$1,301.91	$2,727.19	$0.00	($1,425.28)	$0.00
Security Subtotal	**102.000**			**$3,018.07**	**$6,269.30**	**$0.00**	**($3,251.23)**	**$0.00**
INTEL CORP	**CUSIP:** 458140100	**Symbol:** INTC						
	70.000	04/18/13	12/09/14	$2,575 12	$1,559 53	$0 00	$1,015 59	$0 00
VODAFONE GROUP PLC	**CUSIP:** 92857W308	**Symbol:** VOD						
	120 000	03/08/13	12/18/14	$4,221 39	$6,058 75	$0 00	($1,837 36)	$0 00
Total Long Term Covered Securities				**$13,192.88**	**$17,606.22**	**$0.00**	**($4,413.34)**	**$0.00**

Corporate Tax Statement
Tax Year 2014

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS — OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Long Term - Noncovered Securities # (Consider Box 5 (Noncovered Security) as being checked and Box 3 (Basis Reported to IRS) as not being checked for this section These transactions should be reported on Form 8949 Part II with box E checked.)

DESCRIPTION (Box 8)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
AMERICAN WATER WORKS CO	CUSIP: 030420103		Symbol (Box 1d): AWK					
	19 000	09/15/10	11/24/14	$994.53	$431 65	$0 00	$562 88	$0 00
AT&T INC	CUSIP: 00206R102		Symbol (Box 1d): T					
	30 000	05/15/09	11/24/14	$1,040.15	$750 84	$0 00	$289 31	$0 00
CA INCORPORATED	CUSIP: 12673P105		Symbol (Box 1d): CA					
	118 000	05/23/12	01/15/14	$4,024 48	$2,970 74	$0 00	$1,053 74	$0.00
	117.000	05/24/12	01/15/14	$3,990.38	$2,944.23	$0.00	$1,046.15	$0.00
Security Subtotal	**235.000**			**$8,014.86**	**$5,914.97**	**$0.00**	**$2,099.89**	**$0.00**
CME GROUP INC	CUSIP: 12572Q105		Symbol (Box 1d): CME					
	30 000	02/08/12	11/24/14	$2,498 79	$1,707.94	$0 00	$790 85	$0.00
ENERGY TRANSFER PARTNERS L P	CUSIP: 29273R109		Symbol (Box 1d): ETP					
	30 000	05/15/09	11/24/14	$2,009.22	$1,170 98	$0 00	$838 24	$0.00
ENTERPRISE PROD PRTNRS L P.	CUSIP: 293792107		Symbol (Box 1d): EPD					
	40 000	09/15/10	03/26/14	$2,745.96	$1,526 32	$0 00	$1,219 64	$0.00
	43.000	09/15/10	11/24/14	$1,688.04	$820.40	$0.00	$867.64	$0.00
Security Subtotal	**83.000**			**$4,434.00**	**$2,346.72**	**$0.00**	**$2,087.28**	**$0.00**
GENERAL ELECTRIC CO	CUSIP: 369604103		Symbol (Box 1d): GE					
	70 000	11/29/11	01/16/14	$1,900.08	$1,046 02	$0 00	$854 06	$0 00
	40 000	11/29/11	01/22/14	$1,043.58	$597 72	$0 00	$445 86	$0 00
	40.000	11/29/11	01/22/14	$1,043.50	$597.72	$0.00	$445.78	$0.00
Security Subtotal	**150.000**			**$3,987.16**	**$2,241.46**	**$0.00**	**$1,745.70**	**$0.00**

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Corporate Tax Statement
Tax Year 2014

HARDEN FAMILY FOUNDATION
LINDA HARDEN JEROME HARDEN
(MILLER HOWARD)
PO BOX 11626
TEMPE AZ 85284-0028

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number 26-4310632

Taxpayer ID Number: XX-XXX1360
Account Number. 260 114570 789

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Long Term - Noncovered Securities # (Consider Box 5 (Noncovered Security) as being checked and Box 3 (Basis Reported to IRS) as not being checked for this section These transactions should be reported on Form 8949 Part II with box E checked)**(Continued)**

DESCRIPTION (Box 8)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
GLAXOSMITHKLINE PLC ADS	CUSIP: 37733W105		Symbol (Box 1d): GSK					
	20.000	07/25/07	11/24/14	$925 61	$1,051 71	$0 00	($126 10)	$0.00
	8.000	08/17/10	11/24/14	$370.25	$306.08	$0.00	$64.17	$0.00
Security Subtotal	**28.000**			**$1,295.86**	**$1,357.79**	**$0.00**	**($61.93)**	**$0 00**
INTEL CORP	CUSIP: 458140100		Symbol (Box 1d): INTC					
	24 000	10/07/09	01/22/14	$607.93	$474 48	$0 00	$133 45	$0 00
	40 000	10/07/09	01/22/14	$1,013 91	$790 79	$0 00	$223 12	$0 00
	38 000	04/14/10	01/22/14	$962 55	$890 29	$0 00	$72 26	$0 00
	48 000	09/15/10	01/22/14	$1,215 86	$896.34	$0.00	$319 52	$0 00
	60 000	09/15/10	10/02/14	$2,013 46	$1,120 42	$0 00	$893 04	$0 00
	33.000	09/15/10	10/20/14	$1,042 51	$616 23	$0 00	$426.28	$0 00
	23 000	09/15/10	12/09/14	$846 11	$429 50	$0 00	$416 61	$0 00
	117.000	02/22/12	12/09/14	$4,304.13	$3,189.54	$0.00	$1,114.59	$0.00
Security Subtotal	**383.000**			**$12,006.46**	**$8,407.59**	**$0.00**	**$3,598.87**	**$0.00**
INTERNATIONAL PAPER CO	CUSIP: 460146103		Symbol (Box 1d): IP					
	39.000	06/09/11	04/04/14	$1,789 24	$1,150 84	$0 00	$638 40	$0 00
	17 000	06/09/11	07/16/14	$847 64	$494 55	$0 00	$353 09	$0 00
	61.000	02/22/12	07/16/14	$3,041.54	$1,994.46	$0.00	$1,047.08	$0.00
Security Subtotal	**117.000**			**$5,678.42**	**$3,639.85**	**$0.00**	**$2,038.57**	**$0.00**
JOHNSON & JOHNSON	CUSIP: 478160104		Symbol (Box 1d): JNJ					
	13 000	05/15/09	11/24/14	$1,390 22	$712.01	$0 00	$678.21	$0 00

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Morgan Stanley

Corporate Tax Statement
Tax Year 2014

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Long Term - Noncovered Securities # (Consider Box 5 (Noncovered Security) as being checked and Box 3 (Basis Reported to IRS) as not being checked for this section These transactions should be reported on Form 8949 Part II with box E checked)**(Continued)**

DESCRIPTION (Box 8)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
KINDER MORGAN ENERGY PTRS LP	**CUSIP:** 494550106		**Symbol (Box 1d):**					
	0 000	05/15/09	12/03/14	$2,732 71	$1,258 50	$0 00	$1,474 21	$0 00
	30 000	05/15/09	12/03/14	$323.10	$148 80	$0 00	$174 30	$0 00
	0 000	09/15/10	12/03/14	$5,738 68	$3,895.71	$0 00	$1,842 97	$0 00
	63 000	09/15/10	12/03/14	$678.51	$460 61	$0 00	$217 90	$0.00
	0 000	02/22/12	12/03/14	$5,101 04	$4,481 55	$0 00	$619 49	$0 00
	56.000	02/22/12	12/03/14	$603.12	$529.87	$0.00	$73.25	$0.00
Security Subtotal	**149.000**			**$15,177.16**	**$10,775.04**	**$0 00**	**$4,402.12**	**$0 00**
LINN ENERGY LLC UTS REP LTD LI	**CUSIP:** 536020100		**Symbol (Box 1d):** LINE					
	15 000	01/02/13	11/24/14	$344.56	$549 32	$0 00	($204 76)	$0 00
	65.000	01/02/13	12/09/14	$962.45	$2,380.40	$0.00	($1,417.95)	$0.00
Security Subtotal	**80.000**			**$1,307.01**	**$2,929.72**	**$0.00**	**($1,622.71)**	**$0 00**
MERCK & CO INC NEW COM	**CUSIP:** 58933Y105		**Symbol (Box 1d):** MRK					
	14 000	09/15/10	02/27/14	$787.24	$511 13	$0 00	$276 11	$0 00
	8.000	09/15/10	04/04/14	$449 97	$292 07	$0 00	$157 90	$0 00
	53.000	02/22/12	04/04/14	$2,981.05	$2,012.46	$0.00	$968.59	$0.00
Security Subtotal	**75.000**			**$4,218.26**	**$2,815.66**	**$0.00**	**$1,402.60**	**$0.00**
MICROCHIP TECHNOLOGY INC	**CUSIP:** 595017104		**Symbol (Box 1d):** MCHP					
	17 000	05/15/09	11/24/14	$746 70	$230 42	$0 00	$516 28	$0 00
NATL GRID TRANSCO PLC ADS	**CUSIP:** 636274300		**Symbol (Box 1d):** NGG					
	61 000	09/22/10	03/20/14	$4,118.19	$2,634 56	$0 00	$1,483 63	$0 00
	4 000	11/30/10	03/20/14	$270.05	$180 98	$0 00	$89.07	$0 00
	1 000	11/30/10	04/01/14	$69 04	$45 24	$0.00	$23 80	$0 00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

087000 MS13OA01 601050

Morgan Stanley

Corporate Tax Statement
Tax Year 2014

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LINDA HARDEN JEROME HARDEN
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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Long Term - Noncovered Securities # (Consider Box 5 (Noncovered Security) as being checked and Box 3 (Basis Reported to IRS) as not being checked for this section These transactions should be reported on Form 8949 Part II with box E checked) **(Continued)**

DESCRIPTION (Box 8)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
NATL GRID TRANSCO PLC ADS(Cont)	**CUSIP:** 636274300		**Symbol (Box 1d):** NGG					
	52 000	11/30/10	06/27/14	$3,829 13	$2,352 69	$0 00	$1,476 44	$0 00
	3 000	02/22/12	06/27/14	$220 91	$151 50	$0.00	$69.41	$0.00
	51.000	02/22/12	07/07/14	$3,804.63	$2,575.57	$0.00	$1,229.06	$0.00
Security Subtotal	**172.000**			**$12,311.95**	**$7,940.54**	**$0.00**	**$4,371.41**	**$0.00**
NISOURCE INC	**CUSIP:** 65473P105		**Symbol (Box 1d):** NI					
	65 000	09/15/10	02/27/14	$2,269 90	$1,099 69	$0 00	$1,170 21	$0 00
	28 000	07/25/11	02/27/14	$977 81	$589 74	$0.00	$388 07	$0 00
	103.000	07/25/11	04/04/14	$3,636.27	$2,169.41	$0.00	$1,466.86	$0 00
Security Subtotal	**196.000**			**$6,883.98**	**$3,858.84**	**$0.00**	**$3,025.14**	**$0.00**
ONEOK PARTNERS LP	**CUSIP:** 68268N103		**Symbol (Box 1d):** OKS					
	19.000	05/15/09	11/24/14	$933 32	$442 32	$0 00	$491 00	$0 00
	52.000	02/22/12	12/18/14	$2,176.77	$3,117.76	$0.00	($940.99)	$0.00
Security Subtotal	**71.000**			**$3,110.09**	**$3,560.08**	**$0.00**	**($449.99)**	**$0.00**
PFIZER INC	**CUSIP:** 717081103		**Symbol (Box 1d).** PFE					
	35.000	12/18/09	11/24/14	$1,055.33	$642 60	$0 00	$412 73	$0 00
PLAINS ALL AMERICAN PIPLIN L P	**CUSIP:** 726503105		**Symbol (Box 1d):** PAA					
	20.000	10/06/09	11/24/14	$1,068.41	$477 77	$0 00	$590 64	$0 00
	9.000	09/15/10	11/24/14	$480.79	$276.38	$0.00	$204.41	$0.00
Security Subtotal	**29.000**			**$1,549.20**	**$754.15**	**$0.00**	**$795.05**	**$0.00**
SEADRILL LTD	**CUSIP:** G7945E105		**Symbol (Box 1d):** SDRL					
	129 000	11/04/10	08/14/14	$4,685 00	$4,278 23	$0.00	$406 77	$0 00
	25 000	11/04/10	10/15/14	$569.25	$829 11	$0 00	($259.86)	$0 00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

Corporate Tax Statement
Tax Year 2014

HARDEN FAMILY FOUNDATION
LINDA HARDEN JEROME HARDEN
(MILLER HOWARD)
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TEMPE AZ 85284-0028

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) — OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Long Term - Noncovered Securities # (Consider Box 5 (Noncovered Security) as being checked and Box 3 (Basis Reported to IRS) as not being checked for this section These transactions should be reported on Form 8949 Part II with box E checked)**(Continued)**

DESCRIPTION (Box 8)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
SEADRILL LTD (Cont)	CUSIP: G7945E105		Symbol (Box 1d): SDRL					
	38 000	06/08/11	10/15/14	$865 26	$1,296 47	$0 00	($431 21)	$0 00
	95.000	02/22/12	10/15/14	$2,163.15	$3,774.01	$0.00	($1,610.86)	$0.00
Security Subtotal	**287.000**			**$8,282.66**	**$10,177.82**	**$0.00**	**($1,895.16)**	**$0.00**
SPECTRA ENERGY CORP COM	CUSIP: 847560109		Symbol (Box 1d): SE					
	15 000	05/15/09	11/24/14	$586 67	$227 55	$0 00	$359.12	$0 00
TOTAL S A SPON ADR	CUSIP: 89151E109		Symbol (Box 1d): TOT					
	55 000	06/20/12	07/02/14	$3,972 74	$2,458 70	$0 00	$1,514 04	$0 00
	12 000	06/20/12	07/07/14	$852 78	$536 44	$0 00	$316 34	$0 00
	43.000	06/21/12	07/07/14	$3,055.79	$1,870.80	$0.00	$1,184.99	$0.00
Security Subtotal	**110.000**			**$7,881.31**	**$4,865.94**	**$0.00**	**$3,015.37**	**$0.00**
VERITIV CORP	CUSIP: 923454102		Symbol (Box 1d): VRTV					
	0 491	02/22/12	07/01/14	$17 08	$9 43	$0 00	$7 65	$0 00
	1.000	02/22/12	07/11/14	$37 26	$19.20	$0.00	$18.06	$0.00
Security Subtotal	**1.491**			**$54.34**	**$28.63**	**$0.00**	**$25.71**	**$0.00**
VODAFONE GP PLC ADS NEW	CUSIP: 92857W209		Symbol (Box 1d).					
	17 000	01/06/11	01/22/14	$667 07	$467 73	$0 00	$199 34	$0 00
VODAFONE GROUP PLC	CUSIP: 92857W308		Symbol (Box 1d): VOD					
	50.000	01/06/11	04/01/14	$1,827 45	$2,547 53	$0 00	($720.08)	$0.00
	4.000	01/06/11	12/18/14	$140.71	$203.80	$0.00	($63.09)	$0.00
Security Subtotal	**54.000**			**$1,968.16**	**$2,751.33**	**$0.00**	**($783.17)**	**$0.00**

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

087000 MS13OA01 601051

Morgan Stanley

Corporate Tax Statement
Tax Year 2014

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS *(continued)* OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Long Term - Noncovered Securities # *(Consider Box 5 (Noncovered Security) as being checked and Box 3 (Basis Reported to IRS) as not being checked* for this section These transactions should be reported on Form 8949 Part II with box E checked)**(Continued)**

DESCRIPTION (Box 8)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
WILLIAMS CO INC	CUSIP: 969457100		Symbol (Box 1d): WMB					
	27 000	03/10/11	02/27/14	$1,115 11	$653 14	$0 00	$461 97	$0 00
	53.000	03/10/11	11/24/14	$2,907.14	$1,282.09	$0.00	$1,625.05	$0.00
Security Subtotal	80.000			$4,022.25	$1,935.23	$0.00	$2,087.02	$0.00
Total Long Term Noncovered Securities				**$113,171.81**	**$82,643.08**	**$0.00**	**$30,528.73**	**$0.00**
Total Long Term Covered and Noncovered Securities				**$126,364.69**	**$100,249.30**	**$0.00**	**$26,115.39**	**$0.00**
Total Short and Long Term, Covered and Noncovered Securities				**$170,879.92**	**$149,376.70**	**$0.00**	**$21,503.22**	**$0.00**

Form 1099-B Total Reportable Amounts - Does not include cost basis or adjustment amounts for noncovered securities

Total IRS Reportable Proceeds (Box 1d)	$170,879.92			
Total IRS Reportable Cost or Other Basis for Covered Securities (Box 1e)		$62,193.00		
Total IRS Reportable Adjustments (Box 1g)			$0.00	
Total Fed Tax Withheld (Box 4)				$0.00

\# Noncovered securities are not subject to the IRS cost basis reporting regulations, therefore their date of acquisition, cost basis, short or long term designation and any adjustments resulting from a wash sale or market discount will not be reported to the IRS. The cost basis is provided for informational purposes only and may not reflect required adjustments under the applicable tax regulations. Please consult your tax advisor regarding any adjustments to your original cost basis.

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

Corporate Tax Statement
Tax Year 2014

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LINDA H HARDEN TTEES
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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Short Term - Covered Securities (Consider Box 3 (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
FRANKLIN STRATEGIC INC C	CUSIP: 354713836		Symbol: FSGCX					
	93 722	12/09/13	01/13/14	$984 71	$989 39	$4 68 W	($4 68)	$0 00
	5,519 979	12/09/13	01/13/14	$58,015 29	$58,291 24	$0 00	($275 95)	$0 00
	1,139.601	12/09/13	02/24/14	$12,000.00	$12,034.18	$0.00	($34.18)	$0.00
Security Subtotal	**6,753.302**			**$71,000.00**	**$71,314.81**	**$4.68**	**($314.81)**	**$0.00**
TEMPLETON GLOBAL BOND FD C	CUSIP: 880208301		Symbol: TEGBX					
	925 926	01/13/14	02/24/14	$12,000 00	$12,166 66	$0 00	($166 66)	$0 00
Total Short Term Covered Securities				**$83,000.00**	**$83,481.47**	**$4.68**	**($481.47)**	**$0.00**
					83,477		476.79	

Form 1099-B Total Reportable Amounts - Does not include cost basis or adjustment amounts for noncovered securities

Total IRS Reportable Proceeds (Box 1d)	**$83,000.00**			
Total IRS Reportable Cost or Other Basis for Covered Securities (Box 1e)		**$83,481.47**		
Total IRS Reportable Adjustments (Box 1g)			**$4.68**	
Total Fed Tax Withheld (Box 4)				**$0.00**

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

086999 MS13OA01 601039

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
FREE STORE FOOD BANK 112 E LIBERTY STREET CINCINNATI, OH 45202	NONE	501(C)(3) PUBLIC CHARITY		1,000.
PHOENIX RESCUE MISSION 1801 S 35TH AVE PHOENIX, AZ 850096706	NONE	501(C)(3) PUBLIC CHARITY		2,000.
SALVATION ARMY 2727 E VAN BUREN ST PHOENIX, AZ 85008	NONE	501(C)(3) PUBLIC CHARITY		2,000.
TEMPE COMMUNITY ACTION AGENCY 2150 E ORANGE ST TEMPE, AZ 85281	NONE	501(C)(3) PUBLIC CHARITY		1,000.
ST MARY'S FOOD BANK 2831 N 31ST AVE PHOENIX, AZ 85009	NONE	501(C)(3) PUBLIC CHARITY		2,000.
YAVAPAI COUNTY FOOD BANK 8866 E LONG MESA DR PRESCOTT VALLEY, AZ 86314	NONE	501(C)(3) PUBLIC CHARITY		3,000.
Total from continuation sheets				11,000.

423631
05-01-14

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
VARIOUS	24,705.	585.	24,120.	24,120.	
TO PART I, LINE 4	24,705.	585.	24,120.	24,120.	

FORM 990-PF RENTAL INCOME STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
FROM PASSTHROUGH ENTITIES	1	2.
TOTAL TO FORM 990-PF, PART I, LINE 5A		2.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY INCOME FROM PASSTHROUGH ENTITIES	10,541.	10,541.	
SECT 1231 LOSS FROM PTRSHP ACTIVITY	<68.>	<68.>	
ROYALTIES	10.	10.	
TOTAL TO FORM 990-PF, PART I, LINE 11	10,483.	10,483.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	950.	0.		950.
TO FORM 990-PF, PG 1, LN 16B	950.	0.		950.

FORM 990-PF | OTHER PROFESSIONAL FEES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	4,950.	4,950.		0.
TO FORM 990-PF, PG 1, LN 16C	4,950.	4,950.		0.

FORM 990-PF | TAXES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	307.	307.		0.
EXCISE FEDERAL TAX	471.	0.		0.
EXCISE STATE TAX	0.	0.		0.
TO FORM 990-PF, PG 1, LN 18	778.	307.		0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INTANGIBLE DRILLING COSTS	618.	618.		0.
NONDEDUCTIBLE EXPENSES	7.	0.		0.
NONDEDUCTIBLE PARTNERSHIP ADJUSTMENTS	20,564.	0.		0.
TO FORM 990-PF, PG 1, LN 23	21,189.	618.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY SMITH BARNEY	354,980.	495,646.
TOTAL TO FORM 990-PF, PART II, LINE 10B	354,980.	495,646.

FORM 990-PF PART XV - LINE 1A STATEMENT 9
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

JEROME HARDEN
LINDA HARDEN