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Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation MINNIE B. LEONETTE FAMILY FOUNDATION		A Employer identification number 94-3207139
Number and street (or P O box number if mail is not delivered to street address) PO BOX 33250	Room/suite	B Telephone number 775-828-1433
City or town, state or province, country, and ZIP or foreign postal code RENO, NV 89533		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, col. (c), line 16) \$ 3,343,268. (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		3.	3.		STATEMENT 1
4 Dividends and interest from securities		71,276.	71,276.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		107,766.			
b Gross sales price for all assets on line 6a		1,963,807.			
7 Capital gain net income (from Part IV, line 2)			107,766.		
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					
12 Total. Add lines 1 through 11		179,045.	179,045.		
13 Compensation of officers, directors, trustees, etc		88,500.	24,807.		63,693.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		1,016.	0.		0.
b Accounting fees STMT 4		3,255.	1,627.		1,628.
c Other professional fees					
17 Interest					
18 Taxes STMT 5		6,651.	2,158.		3,053.
19 Depreciation and depletion		53.	0.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		36,142.	29,508.		2,547.
24 Total operating and administrative expenses. Add lines 13 through 23		135,617.	58,100.		70,921.
25 Contributions, gifts, grants paid		139,184.			139,184.
26 Total expenses and disbursements. Add lines 24 and 25		274,801.	58,100.		210,105.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-95,756.			
b Net investment income (if negative, enter -0-)			120,945.		
c Adjusted net income (if negative, enter -0-)				N/A	

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	1.		
	2 Savings and temporary cash investments	103,293.	46,635.	46,635.
	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 ▶	2,317.		
	Less: allowance for doubtful accounts ▶	0.	2,590.	2,317.
	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 7	3,056,180.	3,017,409.	3,294,290.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶		385.		
Less: accumulated depreciation STMT 8 ▶		359.	79.	26.
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		3,162,143.	3,066,387.	3,343,268.
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 ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	3,162,143.	3,066,387.	
30 Total net assets or fund balances	3,162,143.	3,066,387.		
31 Total liabilities and net assets/fund balances	3,162,143.	3,066,387.		

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	3,162,143.
2 Enter amount from Part I, line 27a	2	-95,756.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,066,387.
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	3,066,387.

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 MORGAN STANLEY SEE ATTACHED STATEMENT			
b MORGAN STANLEY SEE ATTACHED STATEMENT			
c MORGAN STANLEY SEE ATTACHED STATEMENT			
d CAPITAL GAINS DIVIDENDS			
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 94,645.		88,645.	6,000.
b 988,582.		990,034.	-1,452.
c 871,882.		777,362.	94,520.
d 8,698.			8,698.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			6,000.
b			-1,452.
c			94,520.
d			8,698.
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	107,766.
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	257,399.	3,490,014.	.073753
2012	242,203.	3,583,086.	.067596
2011	171,831.	3,767,531.	.045608
2010	186,966.	3,565,976.	.052431
2009	203,997.	3,128,869.	.065198

2 Total of line 1, column (d)	2	.304586
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	.060917
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	3,400,891.
5 Multiply line 4 by line 3	5	207,172.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,209.
7 Add lines 5 and 6	7	208,381.
8 Enter qualifying distributions from Part XII, line 4	8	210,105.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,209.
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	1,209.
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	1,209.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,240.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,240.	
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	1,031.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax	11	1,031.	Refunded

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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		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. ► \$ 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.		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		X
4a 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? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► NV		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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 ► WWW.LEONETTEFOUNDATION.ORG	13	X	
14	The books are in care of ► MAUREEN "MO" KACHURAK Telephone no. ► 775-828-1433 Located at ► PO BOX 33250, RENO, NV ZIP+4 ► 89533			
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			
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	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		4b
		X

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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)?

N/A

5b

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

If "Yes" to 6b, file Form 8870

X

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
SEE STATEMENT 9		88,500.	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

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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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	3,388,921.
b	Average of monthly cash balances	1b	63,760.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,452,681.
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	3,452,681.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	51,790.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,400,891.
6	Minimum investment return. Enter 5% of line 5	6	170,045.

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	170,045.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,209.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,209.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	168,836.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	168,836.
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	168,836.

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	210,105.
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	210,105.
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	1,209.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	208,896.

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.

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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				168,836.
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				
b From 2010				
c From 2011				
d From 2012				
e From 2013	76,438.			
f Total of lines 3a through e	76,438.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 210,105.				
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				168,836.
e Remaining amount distributed out of corpus	41,269.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	117,707.			
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	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	117,707.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013	76,438.			
e Excess from 2014	41,269.			

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ARTOWN 300 EAST 2ND STREET, STE 1000/ RENO, NV 89501	NONE	NON-PROFIT	TO SUPPORT MISSOULA THEATRE FOR CHILDREN	2,500.
ASSISTANCE LEAGUE OF RENO SPARKS 1701 VASSAR STREET RENO, NV 89510	NONE	NON-PROFIT	FOR OPERATION SCHOOL BELL PROGRAM	15,000.
BOYS & GIRLS CLUB OF TRUCKEE MEADOWS 2680 E NINTH STREET RENO, NV 89512	NONE	NON-PROFIT	COMPUTER AND EQUIPMENT PURCHASE	25,000.
CARE CHEST OF SIERRA NEVADA 7910 N VIRGINIA STREET RENO, NV 89506	NONE	NON-PROFIT	FOR MEDICAL SUPPLIES FOR YOUTH AND SENIORS	5,000.
CATHOLIC CHARITIES OF NORTHERN NEVADA 500 E 4TH STREET RENO, NV 89512	NONE	NON-PROFIT	SUPPORT FOR THE ST. VINCENT'S RESOURCE NETWORK	5,000.
Total	SEE CONTINUATION SHEET(S)			139,184.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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			14	3.	
4 Dividends and interest from securities			14	71,276.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
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	107,766.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		179,045.	0.
13 Total Add line 12, columns (b), (d), and (e)				179,045.	179,045.

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

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

[illegible]

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
FOOD BANK OF NORTHERN NEVADA 994 PACKER WAY SPARKS, NV 89431	NONE	NON-PROFIT	FOR FOOD DISTRIBUTION PROGRAM	15,000.
FOSTER GRANDPARENT PROGRAM 4600 KIETZKE LANE STE 141 RENO, NV 89502	NONE	NON-PROFIT	FOR SUPPORT OF TUTORING AND MENTORING AT-RISK YOUTH	5,000.
HOUSE CALLS 655 COUNTRY DRIVE FERNLEY, NV 89408	NONE	NON-PROFIT	SUPPORT NEEDS AND SERVICES FOR NEW CLIENTS	3,000.
KNPB CHANNEL 5 PUBLIC BROADCASTING 1670 N VIRGINIA STREET RENO, NV 89503	NONE	NON-PROFIT	FOR READY TO LEARN PROGRAM	7,500.
NEVADA DIABETES ASSOCIATION 1005 TERMINAL WAY #104 RENO, NV 89502	NONE	NON-PROFIT	EXPANSION OF CAMP BUCK	5,000.
NEVADA MUSEUM OF ART 160 WEST LIBERTY STREET RENO, NV 89501	NONE	NON-PROFIT	HANDS ON PROGRAM	5,000.
NORTHERN NEVADA CHILDREN'S CANCER FOUNDATION 3550 BARRON WAY #5A RENO, NV 89511	NONE	NON-PROFIT	FAMILY ASSISTANCE FUND	5,500.
PROJECT SOLUTION 1090 BRESSON AVE RENO, NV 89502	NONE	NON-PROFIT	SUPPORT AFTERSCHOOL PROGRAMS FOR LOW INCOME KIDS	7,500.
RENO PHILHARMONIC ASSOCIATION 925 RIVERSIDE DRIVE SUITE 3 RENO, NV 89503	NONE	NON-PROFIT	TO SUPPORT CELEBRATE THE STRINGS PROGRAM	3,000.
SENIORS IN SERVICE 406 PYRAMID WAY SPARKS, NV 89431	NONE	NON-PROFIT	FOR RURAL IN HOME SUPPORT PROGRAM	3,500.
Total from continuation sheets				86,684.

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
SIERRA NEVADA MASTER WORKS CHORALE 925 RIVERSIDE DRIVE, SUITE 1 RENO, NV 89503	NONE	NON-PROFIT	SUPPORT SEASONAL PROGRAM	1,000.
SPECIAL RECREATION SERVICES INC 3660 BAKER LANE SUITE 103 RENO, NV 89509	NONE	NON-PROFIT	FOR CAMP LOTSAFUN FOR DISABLED CHILDREN	8,000.
TRU VISTA FOUNDATION 350 S CENTER ST, 6TH FLOOR RENO, NV 89501	NONE	NON-PROFIT	SUPPORT FOR JUDGES SCHOLARSHIP PROGRAM	2,500.
UNIVERSITY OF NEVADA SCHOOL OF MEDICINE MAIL STOP 0007 RENO, NV 89557	NONE	NON-PROFIT	NEW EQUIPMENT FOR SPEECH AND AUDIOLOGY DEPT	8,184.
URBAN ROOTS 3001 WEST 4TH STREET RENO, NV 89523	NONE	NON-PROFIT	SUPPORT GARDEN CLASSROOMS PROGRAM	5,000.
VSA ARTS OF NEVADA 250 COURT STREET RENO, NV 89501	NONE	NON PROFIT	ARTS FOR ALL PROGRAM	2,000.
Total from continuation sheets				

Morgan Stanley

**Corporate Tax Statement
Tax Year 2014**

LEONETTE FOUNDATION
P O BOX 33250
RENO NV 89533-3250

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632
Taxpayer ID Number: XX-XXX7139
Account Number: 107 126572 073
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)
AON PLC SHS CL-A CUSIP: G0408V102 Symbol: AON								
	140 000	10/15/13	08/29/14	\$12,222.24	\$10,216.14	\$0.00	\$2,006.10	\$0.00
	34.000	12/27/13	08/29/14	\$2,968.26	\$2,834.26	\$0.00	\$134.00	\$0.00
Security Subtotal	174.000			\$15,190.50	\$13,050.40	\$0.00	\$2,140.10	\$0.00
BLACKROCK LOW DUR BD INV INST CUSIP: 091928283 Symbol: BFMX								
	1,077.994	08/29/14	09/15/14	\$10,532.00	\$10,553.55	\$0.00	(\$21.55)	\$0.00
	434.907	08/29/14	11/05/14	\$4,235.99	\$4,257.74	\$0.00	(\$21.75)	\$0.00
Security Subtotal	1,512.901			\$14,767.99	\$14,811.29	\$0.00	(\$43.30)	\$0.00
CELGENE CORP CUSIP: 151020104 Symbol: CELG								
	88.000	07/09/14	08/29/14	\$8,350.57	\$7,672.35	\$0.00	\$678.22	\$0.00
	30.000	07/23/14	08/29/14	\$2,846.78	\$2,665.85	\$0.00	\$180.93	\$0.00
Security Subtotal	118.000			\$11,197.35	\$10,338.20	\$0.00	\$859.15	\$0.00
DANAHER CORPORATION CUSIP: 235851102 Symbol: DHR								
	97.000	01/22/14	08/29/14	\$7,411.93	\$7,525.11	\$0.00	(\$113.18)	\$0.00
	41.000	01/31/14	08/29/14	\$3,132.89	\$3,055.06	\$0.00	\$77.82	\$0.00
Security Subtotal	138.000			\$10,544.81	\$10,580.17	\$0.00	(\$35.36)	\$0.00
EBAY INC CUSIP: 278642103 Symbol: EBAY								
	200.000	01/10/14	08/29/14	\$11,074.39	\$10,333.84	\$0.00	\$740.55	\$0.00
	55.000	06/26/14	08/29/14	\$3,045.46	\$2,711.23	\$0.00	\$334.23	\$0.00
Security Subtotal	255.000			\$14,119.85	\$13,045.07	\$0.00	\$1,074.78	\$0.00

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IMPORTANT TAX INFORMATION – PLEASE RETAIN FOR YOUR RECORDS

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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

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.)
(Continued)

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)
EMC CORP MASS		CUSIP: 268648102	Symbol: EMC					
	14 000	06/17/13	01/31/14	\$341 66	\$ 348 19	\$0 00	(\$6 53)	\$0 00
ISHARES MSCI EAFE ETF		CUSIP: 464287465	Symbol: EFA					
	28 000	06/11/13	04/08/14	\$1,876 60	\$1,669 90	\$0 00	\$206 70	\$0 00
METROPOLITAN WEST TOT RET BD I		CUSIP: 592905509	Symbol: MWTIX					
	352 968	08/29/14	09/15/14	\$3,808 52	\$3,843 82	\$0 00	(\$35 30)	\$0 00
	597 976	08/29/14	11/05/14	\$6,500 00	\$6,511 96	\$0 00	(\$11 96)	\$0 00
Security Subtotal	950 944			\$10,308 52	\$10,355 78	\$0 00	(\$47 26)	\$0 00
NIELSEN HOLDINGS NV		CUSIP: N63218106	Symbol: NLSN					
	27 000	09/30/13	08/29/14	\$1,264 99	\$985 59	\$0 00	\$279 40	\$0 00
NORDSTROM INC		CUSIP: 655664100	Symbol: JWN					
	164 000	03/18/14	08/29/14	\$11,372 62	\$10,220 07	\$0 00	\$1,152 55	\$0 00
SCRIPPS NETWORKS INTERAC CL A		CUSIP: 811065101	Symbol: SNI					
	5 000	02/12/14	08/29/14	\$398 96	\$388 15	\$0 00	\$10 81	\$0 00
STANLEY BLACK & DECKER INC		CUSIP: 854502101	Symbol: SWK					
	5 000	10/21/13	08/29/14	\$457 17	\$ 386 69	\$0 00	\$70 48	\$0 00
TYCO INTERNATIONAL LTD NEW		CUSIP: H89128104	Symbol:					
	50 000	11/05/13	08/29/14	\$2,225 70	\$1,830 47	\$0 00	\$395 23	\$0 00

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IMPORTANT TAX INFORMATION – PLEASE RETAIN FOR YOUR RECORDS

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Morgan Stanley

**Corporate Tax Statement
Tax Year 2014**

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Taxpayer ID Number XX-XXX7139
Account Number 107 126572 073
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

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.)
(Continued)

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)
WYNN RESORTS LTD		CUSIP: 983134107	Symbol: WYNN					
	3 000	04/23/14	08/29/14	\$577 93	- \$635 18	\$0 00	(\$57 25)	\$0 00
Total Short Term Covered Securities				\$94,644.65	\$88,645.15	\$0.00	\$5,999.50	\$0.00

IMPORTANT TAX INFORMATION – PLEASE RETAIN FOR YOUR RECORDS

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Morgan Stanley

**Corporate Tax Statement
Tax Year 2014**

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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)
AMETEK INC NEW		CUSIP: 031100100	Symbol: AME					
	129 000	05/20/13	08/29/14	\$6,828 29	\$5,611 16	\$0 00	\$1,217 13	\$0 00
	41 000	05/21/13	08/29/14	\$2,170 23	\$1,779 53	\$0 00	\$390 70	\$0 00
	80 000	06/11/13	08/29/14	\$4,234 60	\$3,411 19	\$0 00	\$823 41	\$0 00
	80 000	08/27/13	08/29/14	\$4,234 61	\$3,510 42	\$0 00	\$724 19	\$0 00
Security Subtotal	330 000			\$17,467 73	\$14,312 30	\$0 00	\$3,155 43	\$0 00
AQR MANAGED FUTURES STRATEGY I		CUSIP: 00203H859	Symbol: AQMIX					
	332 979	12/21/12	09/15/14	\$3,433 01	\$3,199 92	\$0 00	\$233 09	\$0 00
BLACKROCK HI YIELD BD PTF INST		CUSIP: 091929638	Symbol: BHYIX					
	164 988	07/25/12	04/08/14	\$1,376 00	\$1,277 01	\$0 00	\$98 99	\$0 00
	302 998	07/25/12	09/15/14	\$2,523 97	\$2,345 20	\$0 00	\$178 77	\$0 00
Security Subtotal	467 986			\$3,899 97	\$3,622 21	\$0 00	\$277 76	\$0 00
EMC CORP MASS		CUSIP: 268648102	Symbol: EMC					
	168 000	01/18/13	01/31/14	\$4,099 92	\$4,047 74	\$0 00	\$52 18	\$0 00
	115 000	01/23/13	01/31/14	\$2,806 49	\$2,826 57	\$0 00	(\$20 08)	\$0 00
Security Subtotal	283 000			\$6,906 41	\$6,874 31	\$0 00	\$32 10	\$0 00
ISHARES MSCI EAFE ETF		CUSIP: 464287465	Symbol: EFA					
	64 000	06/11/13	09/15/14	\$4,221 01	\$3,816 92	\$0 00	\$404 09	\$0 00
MOTOROLA SOLUTIONS INC		CUSIP: 620076307	Symbol: MSI					
	187 000	06/06/13	08/29/14	\$11,087 82	\$10,529 95	\$0 00	\$557 87	\$0 00
PIMCO COMMOD REAL RET STRATP		CUSIP: 72201M842	Symbol: PCRFX					
	24,274 159	06/11/13	08/29/14	\$137,149 04	\$144,673 99	\$0 00	(\$7,524 95)	\$0 00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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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 - 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)
(Continued)

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)
PIMCO TOTAL RETURN P		CUSIP: 72201M552	Symbol: PTPX					
	40,248.561	07/25/12	08/29/14	\$442,331.68	\$460,759.90	\$0.00	(\$18,428.22)	\$0.00
PROGRESSIVE CORP OHIO		CUSIP: 743315103	Symbol: PGR					
	405.000	08/06/13	08/29/14	\$10,127.16	\$10,529.84	\$0.00	(\$402.68)	\$0.00
SCRIPPS NETWORKS INTERAC CL A		CUSIP: 811065101	Symbol: SNI					
	7.000	05/29/13	08/29/14	\$558.54	\$480.74	\$0.00	\$77.80	\$0.00
	129.000	06/06/13	08/29/14	\$10,293.11	\$8,373.39	\$0.00	\$1,919.72	\$0.00
	19.000	06/11/13	08/29/14	\$1,516.04	\$1,256.09	\$0.00	\$259.95	\$0.00
Security Subtotal	155.000			\$12,367.69	\$10,110.22	\$0.00	\$2,257.47	\$0.00
SPDR BARCLAYS CAPITAL INTERNAT		CUSIP: 78464A516	Symbol: BWX					
	131.000	07/25/12	03/18/14	\$7,808.74	\$7,728.44	\$0.00	\$80.30	\$0.00
	38.000	07/25/12	04/08/14	\$2,266.64	\$2,241.84	\$0.00	\$24.80	\$0.00
	4,522.000	07/25/12	08/29/14	\$271,006.06	\$266,778.56	\$0.00	\$4,227.50	\$0.00
Security Subtotal	4,691.000			\$281,081.44	\$276,748.84	\$0.00	\$4,332.60	\$0.00
STANLEY BLACK & DECKER INC		CUSIP: 854502101	Symbol: SWK					
	88.000	09/21/12	07/18/14	\$7,506.85	\$6,884.47	\$0.00	\$622.38	\$0.00
	8.000	10/22/12	07/18/14	\$682.44	\$559.28	\$0.00	\$123.16	\$0.00
	107.000	10/22/12	08/29/14	\$9,783.52	\$7,480.40	\$0.00	\$2,303.12	\$0.00
	10.000	01/18/13	08/29/14	\$914.35	\$767.19	\$0.00	\$147.16	\$0.00
Security Subtotal	213.000			\$18,887.16	\$15,691.34	\$0.00	\$3,195.82	\$0.00

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IMPORTANT TAX INFORMATION – PLEASE RETAIN FOR YOUR RECORDS

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 - 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.)
(Continued)

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)
T ROWE PRICE GROUP INC	CUSIP 74144T108 Symbol: TROW							
	9 000	01/18/13	08/29/14	\$729 01	\$639 58	\$0 00	\$89 43	\$0 00
TWENTY-FIRST CENTURY FOX CL A	CUSIP: 90130A101 Symbol: FOXA							
	325 000	08/23/13	08/29/14	\$11,505 94	\$10,437 70	\$0 00	\$1,068 24	\$0 00
TYCO INTERNATIONAL LTD NEW	CUSIP: H89128104 Symbol:							
	295 000	08/06/13	08/29/14	\$13,131 60	\$10,572 06	\$0 00	\$2,559 54	\$0 00
WYNN RESORTS LTD	CUSIP 983134107 Symbol: WYNN							
	37 000	07/10/12	08/29/14	\$7,127 90	\$3,454 52	\$0 00	\$3,673 38	\$0 00
	37 000	09/19/12	08/29/14	\$7,127 90	\$4,060 58	\$0 00	\$3,067 32	\$0 00
Security Subtotal	74.000			\$14,255.80	\$7,515.10	\$0.00	\$6,740.70	\$0 00
Total Long Term Covered Securities				\$988,582.47	\$990,034.18	\$0.00	(\$1,451.71)	\$0.00

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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Morgan Stanley

**Corporate Tax Statement
Tax Year 2014**

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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

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)
ACCENTURE PLC IRELAND CL A		CUSIP: G1151C101	Symbol (Box 1d): ACN					
	144 000	10/01/09	08/29/14	\$11,675.75	\$5,317.32	\$0.00	\$6,358.43	\$0.00
AUTOMATIC DATA PROCESSING INC		CUSIP: 053015103	Symbol (Box 1d): ADP					
	42 000	02/12/08	03/18/14	\$3,298.78	\$1,640.85	\$0.00	\$1,657.93	\$0.00
	112 000	02/12/08	08/29/14	\$9,348.81	\$4,375.60	\$0.00	\$4,973.21	\$0.00
	6 000	07/09/09	08/29/14	\$500.83	\$202.62	\$0.00	\$298.21	\$0.00
Security Subtotal	160.000			\$13,148.42	\$6,219.07	\$0.00	\$6,929.35	\$0.00
EMC CORP MASS		CUSIP: 268648102	Symbol (Box 1d): EMC					
	200 000	07/09/09	01/22/14	\$5,228.00	\$2,555.94	\$0.00	\$2,672.06	\$0.00
	98 000	07/09/09	01/31/14	\$2,391.62	\$1,252.41	\$0.00	\$1,139.21	\$0.00
Security Subtotal	298 000			\$7,619.62	\$3,808.35	\$0.00	\$3,811.27	\$0.00
ISHARES MSCI EAFE ETF		CUSIP: 464287465	Symbol (Box 1d): EFA					
	135 000	06/14/10	04/08/14	\$9,047.87	\$6,682.23	\$0.00	\$2,365.64	\$0.00
ISHARES RUSSELL 1000 GRW ETF		CUSIP: 464287614	Symbol (Box 1d): IWF					
	170 000	07/09/09	03/18/14	\$14,977.26	\$6,733.36	\$0.00	\$8,243.90	\$0.00
	31 000	07/09/09	09/15/14	\$2,860.08	\$1,227.85	\$0.00	\$1,632.23	\$0.00
	105 000	07/09/09	11/05/14	\$9,854.31	\$4,158.84	\$0.00	\$5,695.47	\$0.00
Security Subtotal	306.000			\$27,691.65	\$12,120.05	\$0.00	\$15,571.60	\$0.00
ISHARES RUSSELL 1000 VALUE ETF		CUSIP: 464287598	Symbol (Box 1d): IWD					
	80 000	07/09/09	03/18/14	\$7,662.51	\$3,598.72	\$0.00	\$4,063.79	\$0.00
	36 000	07/09/09	09/15/14	\$3,670.94	\$1,619.42	\$0.00	\$2,051.52	\$0.00
	35 000	07/09/09	11/05/14	\$3,586.85	\$1,574.44	\$0.00	\$2,012.41	\$0.00
Security Subtotal	151 000			\$14,920.30	\$6,792.58	\$0.00	\$8,127.72	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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Morgan Stanley

**Corporate Tax Statement
Tax Year 2014**

LEONETTE FOUNDATION
P O BOX 33250
RENO NV 89533-3250

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

Taxpayer ID Number XX-XXX7139
Account Number: 107 126572 073

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)
LAZARD EMERGING MKTS EQ I		CUSIP: 52106N889	Symbol (Box 1d): LZEMX					
	3,377 431	07/09/09	08/29/14	\$70,486.98	\$47,182.71	\$0.00	\$23,304.27	\$0.00
	132,085	08/28/09	08/29/14	\$2,756.83	\$2,143.90	\$0.00	\$612.93	\$0.00
Security Subtotal	3,509 526			\$73,243.81	\$49,326.61	\$0.00	\$23,917.20	\$0.00
MASTERCARD INC CL A		CUSIP: 57636Q104	Symbol (Box 1d): MA					
	70 000	06/01/11	02/11/14	\$5,336.82	\$1,995.66	\$0.00	\$3,341.16	\$0.00
PIMCO COMMOD REAL RET STRATP		CUSIP: 72201M842	Symbol (Box 1d): PCRPX					
	662 944	06/14/10	04/08/14	\$3,957.78	\$5,031.74	\$0.00	(\$1,073.96)	\$0.00
	1,940 016	06/14/10	08/29/14	\$10,981.07	\$14,724.72	\$0.00	(\$3,763.65)	\$0.00
	2,300 204	04/05/11	08/29/14	\$12,996.13	\$22,519.00	\$0.00	(\$9,522.87)	\$0.00
Security Subtotal	4,903 164			\$27,914.98	\$42,275.46	\$0.00	(\$14,360.48)	\$0.00
PIMCO EMERGING LOCAL BD P		CUSIP: 72201M396	Symbol (Box 1d): PELPX					
	9,872 358	06/14/10	08/29/14	\$94,875.91	\$98,214.16	\$0.00	(\$3,538.25)	\$0.00
PIMCO TOTAL RETURN P		CUSIP: 72201M552	Symbol (Box 1d): PTPPX					
	8,431 929	07/09/09	08/29/14	\$92,666.90	\$88,685.92	\$0.00	\$3,980.98	\$0.00
	1,387 001	08/28/09	08/29/14	\$15,243.14	\$14,907.31	\$0.00	\$335.83	\$0.00
	6,286 139	06/14/10	08/29/14	\$69,084.67	\$69,699.88	\$0.00	(\$615.21)	\$0.00
	2,804 040	04/05/11	08/29/14	\$30,816.40	\$30,473.85	\$0.00	\$342.45	\$0.00
	28,290 178	10/10/11	08/29/14	\$310,909.06	\$301,795.90	\$0.00	\$9,113.16	\$0.00
Security Subtotal	47,199 287			\$518,720.17	\$505,562.96	\$0.00	\$13,157.21	\$0.00
STARWOOD HTLS & RSTS WW INC		CUSIP: 85590A401	Symbol (Box 1d): HOT					
	68 000	08/24/11	01/22/14	\$5,496.82	\$2,880.77	\$0.00	\$2,616.05	\$0.00
	20 000	08/24/11	04/23/14	\$1,543.01	\$847.28	\$0.00	\$695.73	\$0.00

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IMPORTANT TAX INFORMATION - PLEASE RETAIN FOR YOUR RECORDS

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Morgan Stanley

**Corporate Tax Statement
Tax Year 2014**

LEONETTE FOUNDATION
P O BOX 33250
RENO NV 89533-3250

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632
Taxpayer ID Number: XX-XXX7139
Account Number: 107 126572 073
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

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STARWOOD HTLS & RSTS WW INC(Cont)		CUSIP: 85590A401	Symbol (Box 1d): HOT					
	49 000	08/24/11	06/13/14	\$3,859.65	\$2,075.85	\$0.00	\$1,783.80	\$0.00
	44 000	11/15/11	06/13/14	\$3,465.80	\$2,192.20	\$0.00	\$1,273.60	\$0.00
	41 000	12/15/11	06/13/14	\$3,229.50	\$1,869.06	\$0.00	\$1,360.44	\$0.00
Security Subtotal	222 000			\$17,594.78	\$9,865.16	\$0.00	\$7,729.62	\$0.00
T ROWE PRICE GROUP INC		CUSIP: 74144T108	Symbol (Box 1d): TROW					
	161 000	06/22/12	08/29/14	\$13,041.09	\$9,699.46	\$0.00	\$3,341.63	\$0.00
VANGUARD MID CAP VALUE ETF		CUSIP: 922908512	Symbol (Box 1d): VOE					
	39 000	07/09/09	04/08/14	\$3,190.90	\$1,271.29	\$0.00	\$1,919.61	\$0.00
	52 000	07/09/09	09/15/14	\$4,510.90	\$1,695.05	\$0.00	\$2,815.85	\$0.00
Security Subtotal	91 000			\$7,701.80	\$2,966.34	\$0.00	\$4,735.46	\$0.00
VANGUARD MIDCAP GROWTH ETF		CUSIP: 922908538	Symbol (Box 1d): VOT					
	29 000	08/28/09	04/08/14	\$2,630.24	\$1,252.34	\$0.00	\$1,377.90	\$0.00
	60 000	08/28/09	09/15/14	\$5,870.55	\$2,591.06	\$0.00	\$3,279.49	\$0.00
Security Subtotal	89 000			\$8,500.79	\$3,843.40	\$0.00	\$4,657.39	\$0.00
VANGUARD REIT ETF		CUSIP: 922908553	Symbol (Box 1d): VNQ					
	111 000	06/14/10	04/08/14	\$7,952.40	\$5,384.18	\$0.00	\$2,568.22	\$0.00
	16 000	06/14/10	09/15/14	\$1,177.97	\$772.40	\$0.00	\$405.57	\$0.00
	97 000	06/14/10	11/05/14	\$7,706.80	\$4,661.08	\$0.00	\$3,045.72	\$0.00
Security Subtotal	224 000			\$16,837.17	\$10,817.66	\$0.00	\$6,019.51	\$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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Morgan Stanley

**Corporate Tax Statement
Tax Year 2014**

LEONETTE FOUNDATION
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VANGUARD SM CAP GROWTH ETF	34 000	08/28/09	09/15/14	\$4,210.83	\$1,855.66	\$0.00	\$2,355.17	\$0.00
Total Long Term Noncovered Securities				\$871,881.76	\$777,362.13	\$0.00	\$94,519.63	\$0.00
Total Long Term Covered and Noncovered Securities				\$1,860,464.23	\$1,767,396.31	\$0.00	\$93,067.92	\$0.00
Total Short and Long Term, Covered and Noncovered Securities				\$1,955,108.88	\$1,856,041.46	\$0.00	\$99,067.42	\$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)	\$1,955,108.88
Total IRS Reportable Cost or Other Basis for Covered Securities (Box 1e)	\$1,078,679.33
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

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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	3.	3.	
TOTAL TO PART I, LINE 3	3.	3.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	79,974.	8,698.	71,276.	71,276.	
TO PART I, LINE 4	79,974.	8,698.	71,276.	71,276.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	1,016.	0.		0.
TO FM 990-PF, PG 1, LN 16A	1,016.	0.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOOKKEEPING SERVICE	3,255.	1,627.		1,628.
TO FORM 990-PF, PG 1, LN 16B	3,255.	1,627.		1,628.

FORM 990-PF	TAXES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	850.	850.		0.
PAYROLL TAXES	4,361.	1,308.		3,053.
FEDERAL TAX EXPENSE	1,440.	0.		0.
TO FORM 990-PF, PG 1, LN 18	6,651.	2,158.		3,053.

FORM 990-PF	OTHER EXPENSES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	28,634.	28,634.		0.
COURT REPORTING SERVICES	881.	441.		440.
PAYROLL PROCESSING FEE	1,442.	433.		1,009.
TELEPHONE	1,459.	0.		0.
OFFICE EXPENSE	2,628.	0.		0.
TRAVEL	1,098.	0.		1,098.
TO FORM 990-PF, PG 1, LN 23	36,142.	29,508.		2,547.

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
UMA INVESTMENT ACCOUNT			3,017,409.	3,294,290.
TOTAL TO FORM 990-PF, PART II, LINE 10B			3,017,409.	3,294,290.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 8

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
DELL MFP	385.	359.	26.
TOTAL TO FM 990-PF, PART II, LN 14	385.	359.	26.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MAUREEN KACHURAK 1950 DREAM SKY COURT RENO, NV 89523	PRESIDENT/DIRECTOR 20.00	51,000.	0.	0.
WILLIAM C SANFORD 147 EAST LIBERTY, SUITE 1 RENO, NV 89501	DIRECTOR 8.00	18,000.	0.	0.
ROBERT S CAPURRO 455 SUNNYSIDE DRIVE RENO, NV 89503	DIRECTOR 1.00	6,000.	0.	0.
BROOKE WICKHAM PO BOX 18146 RENO, NV 89511	DIRECTOR 1.00	1,500.	0.	0.
LISA K ANDERSON 3471 LISBON COURT SPARKS, NV 89436	DIRECTOR 1.00	6,000.	0.	0.
MARK DAVIDSON 4221 SUNNYSIDE AVENUE SEATTLE, WA 98103	DIRECTOR 1.00	6,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		88,500.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MAUREEN E. KACHURAK, PRESIDENT
PO BOX 33250
RENO, NV 89533

TELEPHONE NUMBER

775-828-1433

FORM AND CONTENT OF APPLICATIONS

ORIGINAL PLUS FIVE COPIES OF GRANT APPLICATION AND SUPPORTING DOCUMENTS PER WEBSITE.

ANY SUBMISSION DEADLINES

THIRTY DAYS BEFORE QUARTERLY MEETING IN MARCH, JUNE, SEPTEMBER & DECEMBER.

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS TO PUBLIC AND PRIVATE NON PROFIT ORGANIZATIONS THAT BENEFIT NEEDY CHILDREN AND SENIORS IN NORTHERN NEVADA (RENO, SPARKS, & LAKE TAHOE AREAS).

990-PF

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