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 November 01 **, 2014, and ending** October 31 **, 2015**

Name of foundation
The Lester & Bernice Smith Foundation

A Employer identification number
91-1156087

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P.O.Box 3010

B Telephone number (see instructions)
425-455-0923

City or town, state or province, country, and ZIP or foreign postal code
Bellevue, WA 98009

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)* ▶ $ 4,667,652

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) (see instructions))*

		Line	Description	(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 (attach schedule)				
	2		Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3		Interest on savings and temporary cash investments	164	164		
	4		Dividends and interest from securities	108,010	108,010		
	5a		Gross rents				
	b		Net rental income or (loss)				
	6a		Net gain or (loss) from sale of assets not on line 10	314,325			
	b		Gross sales price for all assets on line 6a 2,807,116				
	7		Capital gain net income (from Part IV, line 2)		314,325		
	8		Net short-term capital gain				
	9		Income modifications				
	10a		Gross sales less returns and allowances				
	b		Less Cost of goods sold				
	c		Gross profit or (loss) (attach schedule)				
	11		Other income (attach schedule)				
	12		**Total.** Add lines 1 through 11	422,499	422,499		
Operating and Administrative Expenses	13		Compensation of officers, directors, trustees, etc				
	14		Other employee salaries and wages				
	15		Pension plans, employee benefits				
	16a		Legal fees (attach schedule)				
	b		Accounting fees (attach schedule) (STMT I)	250			250
	c		Other professional fees (attach schedule) (STMT II)	23,225	23,225		
	17		Interest				
	18		Taxes (attach schedule) (see instructions) (STMT III)	4,724	374		
	19		Depreciation (attach schedule) and depletion				
	20		Occupancy				
	21		Travel, conferences, and meetings				
	22		Printing and publications				
	23		Other expenses (attach schedule) (STMT IV)	6,280			6,209
	24		**Total operating and administrative expenses.** Add lines 13 through 23	34,479	23,599		6,459
	25		Contributions, gifts, grants paid	295,491			295,491
	26		**Total expenses and disbursements.** Add lines 24 and 25	329,970	23,599		301,950
	27		Subtract line 26 from line 12:				
	a		**Excess of revenue over expenses and disbursements**	92,529			
	b		**Net investment income** (if negative, enter -0-)		398,900		
	c		**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	632,911	663,299	663,299
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) (STMT V)	1,232,905	2,695,615	3,030,865
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) (STMT VI)	2,340,875	940,306	973,488
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	4,206,691	4,299,220	4,667,652
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)			
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	4,287,181	4,206,691	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	(80,490)	92,529	
	30	**Total net assets or fund balances** (see instructions)	4,206,691	4,299,220	
	31	**Total liabilities and net assets/fund balances** (see instructions)	4,206,691	4,299,220	

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	4,206,691
2	Enter amount from Part I, line 27a	2	92,529
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,299,220
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,299,220

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	*PLEASE SEE ATTACHMENT FOR DETAILS *			
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	*Please see attachment for details *			
c				
d				
e				

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	* PLEASE SEE ATTACHMENT FOR DETAILS *			
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	314,325
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	(8,152)

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	321,477	5,186,544	6.2
2012	277,256	4,929,860	5.6
2011	252,243	4,666,306	5.4
2010	310,832	4,731,172	6.6
2009	224,234	4,374,300	5.1

2	**Total** of line 1, column (d)	2	28.9
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	5.8
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	4,869,212
5	Multiply line 4 by line 3	5	282,414
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,989
7	Add lines 5 and 6	7	286,403
8	Enter qualifying distributions from Part XII, line 4	8	301,950

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	3,989
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	3,989
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	3,989
6	Credits/Payments.		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a: 5,807		
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	5,807
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	-0-
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	-0-
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,818
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 1,818 **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. ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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?	4b	N/A	
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) ▶ Washington			
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

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 ▶

14 The books are in care of ▶ Alexander M. Smith Telephone no ▶ 425-455-0923
Located at ▶ 700 112th Avenue NE, #302, Bellevue, WA ZIP+4 ▶ 98004

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

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

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Bernice R. Smith POB 3010, Bellevue, WA 98009	Director (Part-time)	-0-	-0-	-0-
Alexahder M. Smith POB 3010, Bellevue, WA 98009	Director (Part-time)	-0-	-0-	-0-

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

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

Total number of other employees paid over $50,000 ▶

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
* NONE *		
Total number of others receiving over $50,000 for professional services ▶		

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 The only activity of the Foundation is to make charitable contributions to other qualifying exempt organizations.	6,209
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 *NONE *	
2 * NONE *	
All other program-related investments See instructions	
3 * NONE *	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,195,694
b	Average of monthly cash balances	1b	747,668
c	Fair market value of all other assets (see instructions)	1c	-0-
d	**Total** (add lines 1a, b, and c)	1d	4,943,362
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	4,943,362
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	74,150
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,869,212
6	**Minimum investment return.** Enter 5% of line 5	6	243,461

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	243,461
2a	Tax on investment income for 2014 from Part VI, line 5 — 2a: 3,989		
b	Income tax for 2014 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	3,989
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	239,472
4	Recoveries of amounts treated as qualifying distributions	4	-0-
5	Add lines 3 and 4	5	239,472
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	239,472

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	301,950
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	-0-
3	Amounts set aside for specific charitable projects that satisfy the.		
a	Suitability test (prior IRS approval required)	3a	-0-
b	Cash distribution test (attach the required schedule)	3b	-0-
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	301,950
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 (see instructions)	5	3,989
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	297,961

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				239,472
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			-0-	
b Total for prior years: 20___,20___,20___		-0-		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013 28,399				
f **Total** of lines 3a through e	28,399			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 301,950				
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				239,472
e Remaining amount distributed out of corpus	62,478			
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	90,877			
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 instructions			-0-	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				-0-
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)	-0-			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	-0-			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	90,877			
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013 28,399				
e Excess from 2014 62,478				

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

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

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
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a	N/A				
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).)

N/A

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

N/A

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

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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*				
* PLEASE SEE ATTACHMENT FOR DETAILS *				
Total ▶ 3a				295,491
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 (See instructions)
	(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			14	164	
4 Dividends and interest from securities			14	108,010	
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	314,325	
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)				422,499	

13 **Total.** Add line 12, columns (b), (d), and (e) **13** 422,499

(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) (See instructions)
	N/A

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

Alexander M. Smith 1/22/16 Foundation Manager

Signature of officer or trustee Alexander M. Smith Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

THE LESTER AND BERNICE SMITH FOUNDATION
ID 91-1156087

Statements attached to and made part of Form 990PF 2014 (Return of Private Foundation)

Statement I: Part 1, Line 16b Accounting fees

- Accounting Tax Service		***$250***

Statement II: Part 1, Line 16c Other professional fees

- Robert E Baird - Management fee	$13,605	
- Stifel, Nicolaus & Co - Mngmnt fee	9,620	***23,225***

Statement III: Part 1, Line 18 Taxes

- 2014 Estimated tax payment	$4,350	
- Foreign Tax payment	374	***4,724***

Statement IV: Part 1, Line 23 Other Expenses

- Washington Federal - bank fees	$36	
- State Treasurer Annual Report	10	
- State Secretary registration renewal	25	
- Charities events - expenses	6,209	***6,280***

Statement V: Part II, Line 10b Investments - Corporate Stock

	End of year Value	
	Book	***FMV***
- Abbvie Inc	$120,538	$125,055
- American Express	74,901	69,231
- Applied Materials	199,200	167,700
- Bank America Corp	74,865	72,574
- BHP Billiton Ltd	17,963	11,972
- Boeing	51,551	148,070
- BP Plc adr	40,728	35,700
- Chevron Texaco	63,566	113,600
- Citigroup	75,094	70,982
- Clorox Co Del Discretion	14,264	24,388
- ConocoPhillips	96,942	119,771
- Costco Wholesale	28,031	118,590
- Customers Bancorp	50,645	50,189
- Diana Shipping	88,713	82,711

(Continued on Page 2)

THE LESTER AND BERNICE SMITH FOUNDATION (ID 91-1156087)
(Cont.) Statements attached to and made part of Form 990PF 2014

(Cont) Statement V: Part II, Line 10b Investments - Corporate Stock

	End of year Value	
	Book	***FMV***
- Facebook	$75,051	$94,832
- General Electric	51,025	59,286
- General Mills	36,260	87,165
- Halliburton Company	51,754	48,436
- Hancock Holding	50,850	50,348
- HCP Inc Com	49,501	47,095
- Intel Corp	21,352	33,860
- Intrepid Potash Inc	187,398	79,998
- Johnson & Johnson	166,834	207,111
- JP Morgan & Chase	51,105	50,420
- Kellogg	34,440	70,520
- Kimberly Clark	38,972	71,826
- Kinder Morgan Inc	148,888	101,195
- Kraft Heinz Co	19,067	38,985
- Mattel Inc	144,339	141,949
- Microsoft	48,539	105,280
- Mosaic Co	48,120	37,906
- Northern Tr Corp	50,398	51,227
- Omeros Corp	139,864	94,915
- Proctor & Gamble	23,858	26,733
- Qualcomm Inc	99,870	89,130
- Sanofi	22,958	22,804
- Telefonica Brasil SA	30,770	16,731
- Verizon Communications	55,764	82,040
- Wells Fargo	30,872	81,210
- Weyerhaeuser Co	20,765	29,330
	$2,695,615	***$3,030,865***

Statement VI: Part II, Line 13 Investments - Other -

	End of year Value	
	Book	***FMV***
- Franklin Income Advisor	$104,275	$107,980
- Oakmark Equity & Income Fund	218,645	251,662
- Powershares ETF	104,334	109,363
- S&P 500 ETF	104,415	103,965
- S&P Oil & Gas Equip & Svc Trust	22,855	16,311
- S&P Oil & Gas Expl & Prod Trust	50,869	36,338
- Royce Premier Fund	100,000	84,548
- Vanguard/ Wellesley Income Fund	234,913	263,321
	$940,306	***$973,488***

THE LESTER AND BERNICE SMITH FOUNDATION (EIN # 91-1156087)

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

(ATTACHMENT TO FORM **990-PF 2014 / PART IV 1**)

PROPERTY	P / D	DATE ACQRD	DATE SOLD	GROSS SALES PRICE	COST OF SALE	GAIN OR LOSS	L/S	SHORT-TERM CAP GAIN/LOSS
SOLD:								
Encana, 3120 sh	P	1/17/12 - 3/28/13	11/14/2014	54,817	58,126	(3,309)	L	
Schnitzer, 1674 sh	P	7/26/2013	11/18/2014	40,853	42,721	(1,868)	L	
Digial Realty, 463 sh	P	11/01/2013	01/13/2015	32,270	22,203	10,067	L	
Halyard Health, 75 sh	P	11/03/2014	01/26/2015	3,462	0	3,462	S	3,462
Wa RE Invstmnt Tr, 1954 sh	P	8/14/12 - 1/10/14	01/27/2015	58,395	50,169	8,226	L	
TEVA Pharmaceutical, 538 sh	P	1/10/2014	03/13/2015	32,259	22,467	9,792	L	
Peabody Energy, 2810 sh	P	8/21/12 - 7/03/13	03/24/2015	18,320	41,272	(22,952)	L	
Kraft Foods, 500 sh	P	7/21/03 - 3/05/13	03/25/2015	41,950	24,619	17,331	L	
Chesapeake Utilities, 110 sh	P	7/21/2003	04/15/2015	5,543	1,782	3,761	L	
Consolidated Edison, 155 sh	P	5/02/2008	04/15/2015	9,419	6,629	2,790	L	
Duke Energy, 255 sh	P	4/3/2006	04/15/2015	19,885	14,267	5,618	L	
First Energy, 731 sh	P	11/07/13 -1/23/14	05/06/2015	25,159	26,885	(1,725)	L	
Permanent Portfolio, 13239 units	P	3/14/11 - 8/28/14	06/09/2015	521,878	604,858	(82,980)	L&S	(19,074)
South 32, 145 sh	P	5/29/2015	06/09/2015	1,148	0	1,148	S	1,148
Terraform Power, 2542 sh	P	1/15/15-5/7/15	06/09/2015	95,044	91,868	3,176	S	3,176
Consolidated Edison, 845 sh	P	5/02/2008	06/09/2015	48,958	36,141	12,818	L	
Duke Energy, 661 sh	P	4/03/06	06/09/2015	47,895	36,982	10,914	L	
First Eagle Global, 10155 units	P	3/14/11 - 6/28/13	06/09/2015	548,903	491,764	57,138	L	
IVA Worldwide, 22773 units	P	12/08/09 - 1/04/12	06/09/2015	405,360	371,740	33,620	L	
Spectra Energy, 1000 sh	P	1/08/2007	06/09/2015	33,869	0	33,869	L	
Washington Federal, 2500 sh	P & D	7/30/1999 - 12/22/03	06/09/2015	57,274	46,068	11,206	L	
Chesapeake Utilities, 1015 sh	P	7/21/2003	06/12/2015	55,743	16,439	39,304	L	
Oakmark Equity Fund, 7935 units	P	12/08/09 - 6/28/13	06/15/2015	259,078	214,679	44,399	L	
Kraft Foods, 500 sh	P	7/21/03 - 3/05/13	07/06/2015	8,250	0	8,250	L	
Abbvie, 824 sh	P	9/12/13 - 4/15/15	08/07/2015	55,991	42,818	13,173	L&S	2,026
Cree Inc, 1687 sh	P	5/23/14 - 5/06/15	08/26/2015	43,186	64,817	(21,630)	L&S	(10,765)
United Continental, 1800 sh	P	8/20/2015	09/17/2015	111,332	102,060	9,272	S	9,272
EMC Corp, 5625 sh	P	5/12/14 - 6/09/15	10/08/2015	153,524	147,808	5,716	L&S	2,604
Tranocean Ltd, 1073 sh	P	4/25/2014	10/15/2015	17,350	46,382	(29,032)	L	

(Continued on Page 2)

THE LESTER AND BERNICE SMITH FOUNDATION (EIN # 91-1156087)

(Cont) CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

(ATTACHMENT TO FORM **990-PF 2014 / PART IV 1**)

PROPERTY	P / D	DATE ACQRD	DATE SOLD	GROSS SALES PRICE	COST OF SALE	GAIN OR LOSS	L/S	SHORT-TERM CAP GAIN/LOSS
Capital Gain Distributions:								
First Eagle Global Fund	N/A	N/A	N/A	N/A	N/A	22,352	L	
IVA World Fund	N/A	N/A	N/A	N/A	N/A	15,181	L	
Oakmark Equity Fund	N/A	N/A	N/A	N/A	N/A	43,038	L	
Permanent Portfolio	N/A	N/A	N/A	N/A	N/A	38,393	L	
Royce Premier Fund	N/A	N/A	N/A	N/A	N/A	9,386	L	
Vanguard Wellesley	N/A	N/A	N/A	N/A	N/A	4,420	L	
				$2,807,116		$314,325		($8,152)

THE LESTER AND BERNICE SMITH FOUNDATION (EIN # 91-1156087)
CONTRIBUTIONS PAID DURING THE FISCAL YEAR **11/01/14 - 10/31/15**
(ATTACHMENT TO FORM 990-PF **2014** / PART XV 3a)

RECIPIENTS' NAME & ADDRESS	***RELATIONS***	***STATUS***	***PURPOSE***	***AMOUNT***
American Cancer Society (**Great West Division**) 1313 Broadway, #100, Tacoma, WA 98402	n/a	501 C 3	General Operation	$100
BECU Foundation 12770 Gateway Drive, Tulwila, Wa 98168	n/a	501 C 3	General Operation	7,500
Bellevue Rotary Foundation PO Box 523, Bellevue, WA 98009	n/a	501 C 3	General Operation	11,200
Bellevue Schools Foundation 12241 Main Street, Bldg 5, Bellevue, WA 98005	n/a	501 C 3	General Operation	5,000
Ben Towne Foundation 4538 47th Avenue NE, Seattle, WA 98105	n/a	501 C 3	General Operation	5,000
Boys & Girls Clubs of Bellevue 209 100th Avenue NE, Bellevue, WA 98004	n/a	501 C 3	General Operation	5,000
Boys & Girls Clubs of Snohomish County 9502 19th Avenue SE, #F, Everett, WA 98208	n/a	501 C 3	General Operation	1,000
Candidate Verification 3211 Evergreen Point Rd, Medina, WA 98039	n/a	501 C 3	General Operation	1,000
Center for Children & Youth Justice 615 2nd Avenue, #275, Seattle, WA 98104	n/a	501 C 3	General Operation	20,000
Center for Community Service 1301 5th Avenue, #1500, Seattle, WA 98101	n/a	501 C 3	General Operation	2,500
Credit Union for Kids 18000 International Blvd, #350, Seatac, WA 98188	n/a	501 C 3	General Operation	2,000
Eastside Heritage Center PO Box 40535, Bellevue, WA 98015	n/a	501 C 3	General Operation	1,000
Fred Hutchinson Cancer Research Center 1100 Fairview Ave N , Seattle, WA 98109	n/a	501 C 3	General Operation	10,028
Friends of Waterfront Seattle 603 Stewart St, #819, Seattle, WA 98101	n/a	501 C 3	General Operation	13,000
Hawaii State Junior Golf Association 4330 Kukui Grove St, Lihue, HI 96766	n/a	501 C 3	General Operation	12,850
Image Housing 10604 NE 38th Pl, #215, Kirkland, WA 98033	n/a	501 C 3	General Operation	2,500
iQ for Kids 1313 Main Street, Vancouver, WA 98660	n/a	501 C 3	General Operation	1,000
Island Hospital Foundation 1211 24th Street, Anacortes, WA 98221	n/a	501 C 3	General Operation	58
Islandwood 4450 Blakely Ave NE, Bainbridge Island, WA 98110	n/a	501 C 3	General Operation	1,000
KEXP 113 Dexter Ave N , Seattle, WA 98109	n/a	501 C 3	General Operation	4,802
KidsQuest Children's Museum 4091 Factoria Mall SE, Bellevue, WA 98006	n/a	501 C 3	General Operation	5,000
King County Sexual Assault Resource Center PO Box 300, Renton, WA 98057	n/a	501 C 3	General Operation	5,000
March of Dimes 1220 SW Morrison, #510, Portland, OR 97205	n/a	501 C 3	March for Babies	2,500
Mary Bridge Children's Foundation PO Box 5296, Tacoma, WA 98415	n/a	501 C 3	General Operation	8,100
Medina PTA PO Box 247, Medina, WA 98039	n/a	501 C 3	General Operation	1,000

(Continued on Page 2)

THE LESTER AND BERNICE SMITH FOUNDATION (EIN # 91-1156087)

(CONT) CONTRIBUTIONS PAID DURING THE FISCAL YEAR **11/01/14 - 10/31/15**

(CONTINUED: ATTACHMENT TO FORM 990-PF 2013 / PART XV 3a)

RECIPIENTS' NAME & ADDRESS	***RELATIONS***	***STATUS***	***PURPOSE***	***AMOUNT***
Narrows Cooperative Nursery School 3912 Grandview Dr W, University Place, WA 98466	n/a	501 C 3	General Operation	3,000
Northwest Avalanche Center 15600 NE 8th Street, #B1-711, Bellevue, WA 98008	n/a	501 C 3	General Operation	1,000
Northwest EcoBuilding Guild 120 State Avenue NE, #303, Olympia, WA 98501	n/a	501 C 3	General Operation	2,500
Northwest Harvest 1601 5th Avenue, #1120, Seattle, WA 98101	n/a	501 C 3	General Operation	5,000
OSL/ Operation Sack Lunch 210 Alaska Way S, Seattle, WA 98104	n/a	501 C 3	General Operation	1,000
Overlake Medical Center Foundation 1035 116th Avenue NE, Bellevue, WA 98004	n/a	501 C 3	General Operation	9,550
Pacific Northwest Cultural Exchange Council 10129 Main Street, #201, Bellevue, WA 98004	n/a	501 C 3	General Operation	2,000
Puget Sound Blood Center 921 Terry Avenue, Seattle, WA 98104	n/a	501 C 3	General Operation	4,000
Renton Community Foundation PO Box 820, Renton, WA 98057	n/a	501 C 3	School Fund	12,750
San Juan Island Museum of Art 540 Spring Street, Friday Harbor, WA 98250	n/a	501 C 3	General Operation	20,000
Seafair Foundation 2200 6th Avenue, #400, Seattle, WA 98121	n/a	501 C 3	General Operation	5,000
Seattle Children's Hospital Foundation PO Box 5371, M/S S-200, Seattle, WA 98145	n/a	501 C 3	General Operation	10,000
Shakespeare Company PO bOx 19595, Seattle, WA 98109	n/a	501 C 3	General Operation	100
Sight Life 1200 6th Avenue, #300, Seattle, WA 98101	n/a	501 C 3	General Operation	2,500
Swedish Medical Center Foundation 747 Broadway, Seattle, WA 98122	n/a	501 C 3	General Operation	10,000
The Cuyamungue Institute 20-A Feather Catcher Rd, Santa Fe, NM 87506	n/a	501 C 3	General Operation	20,000
The Healing Center 6409-1/2 Roosevelt Way NE, Seattle, WA 98115	n/a	501 C 3	General Operation	5,000
The Leukemia & Lymphoma Society 123 NW 36th Street, Ste 100, Seattle, WA 98107	n/a	501 C 3	General Operation	2,000
The Overlake School 20301 NE 108th Street, Redmond, WA 98053	n/a	501 C 3	General Operation	1,000
The Progeria Research Foundation PO Box 3453, Peabody, MA 01961	n/a	501 C 3	General Operation	1,000
The Rivkin Center 747 Broadway, Seattle, WA 98101	n/a	501 C 3	Medical Reserch	10,000
VetBikes,Org 2501 53rd Way SE, Olympia, WA 98501	n/a	501 C 3	General Operation	5,000
World Vision PO Box 70102, Tacoma, WA 98481	n/a	501 C 3	General Operation	25,000
Year Up Puget Sound 2607 2nd Avenue, Seattle, WA 98121	n/a	501 C 3	General Operation	4,953
YMCA of Snohomish County 2720 Rockefeller Avenue, Everett, WA 98206	n/a	501 C 3	General Operation	5,000
	TOTAL 3a			**$295,491**