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Return of Private Foundation

Department of the Treasury
Internal Revenue Service

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.

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation: **Bloedorn Foundation**

Number and street (or P O box number if mail is not delivered to street address): **PO Box 1385**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **Ft Morgan, CO 80701-1385**

A Employer identification number: **84-6025296**

B Telephone number: **(970) 380-2501**

C If exemption application is pending, check here

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

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16): **\$ 3,017,844.** (Part I, column (d) must be on cash basis.)

J Accounting method: Cash Accrual
 Other (specify) _____

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		1.	1.		Statement 1
4 Dividends and interest from securities		83,954.	83,954.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<15,459.>			
b Gross sales price for all assets on line 6a		423,432.			
7 Capital gain net income (from Part IV, line 2)			0.		
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		2,131.	2,131.		Statement 3
12 Total. Add lines 1 through 11		70,627.	86,086.		
13 Compensation of officers, directors, trustees, etc		5,000.	0.		5,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 4		2,100.	1,323.		777.
c Other professional fees Stmt 5		34,744.	29,533.		5,211.
17 Interest					
18 Taxes Stmt 6		7,284.	826.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 7		87.	45.		42.
24 Total operating and administrative expenses. Add lines 13 through 23		49,215.	31,727.		11,030.
25 Contributions, gifts, grants paid		153,895.			153,895.
26 Total expenses and disbursements. Add lines 24 and 25		203,110.	31,727.		164,925.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<132,483.>			
b Net investment income (if negative, enter -0-)			54,359.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash - non-interest-bearing		6,808.	1,482.	1,482.	
	2	Savings and temporary cash investments		182,756.	114,666.	114,666.	
	3	Accounts receivable					
		Less: allowance for doubtful accounts					
	4	Pledges receivable					
		Less: allowance for doubtful accounts					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable					
		Less: allowance for doubtful accounts					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments - U.S. and state government obligations Stmt 8		101,375.	101,375.	133,527.	
	b	Investments - corporate stock Stmt 9		288,288.	305,078.	461,321.	
	c	Investments - corporate bonds Stmt 10		878,011.	798,887.	775,091.	
	11	Investments - land, buildings, and equipment basis					
	Less: accumulated depreciation						
12	Investments - mortgage loans						
13	Investments - other Stmt 11		1,336,251.	1,339,518.	1,531,756.		
14	Land, buildings, and equipment: basis						
	Less: accumulated depreciation						
15	Other assets (describe Mineral interests)		1.	1.	1.		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		2,793,490.	2,661,007.	3,017,844.		
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe)					
23	Total liabilities (add lines 17 through 22)		0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <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		2,793,490.	2,661,007.			
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.			
29	Retained earnings, accumulated income, endowment, or other funds		0.	0.			
30	Total net assets or fund balances		2,793,490.	2,661,007.			
31	Total liabilities and net assets/fund balances		2,793,490.	2,661,007.			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,793,490.
2	Enter amount from Part I, line 27a	2	<132,483.>
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	2,661,007.
5	Decreases not included in line 2 (itemize)	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,661,007.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 423,432.		438,891.	<15,459.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			<15,459.>

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	<15,459.>
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))
2014	166,276.	3,313,665.	.050179
2013	158,019.	3,287,912.	.048061
2012	161,405.	3,198,376.	.050465
2011	166,554.	3,238,812.	.051424
2010	153,610.	3,096,502.	.049608

2 Total of line 1, column (d)	2	.249737
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	.049947
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	3,148,760.
5 Multiply line 4 by line 3	5	157,271.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	544.
7 Add lines 5 and 6	7	157,815.
8 Enter qualifying distributions from Part XII, line 4	8	164,925.

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	544.
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	544.
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	544.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	4,400.	
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	4,400.	
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	3,856.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> 3,856. Refunded <input checked="" type="checkbox"/> 0.	11		0.

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?	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.		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) <input type="checkbox"/> _____ CO		
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 2015 or the taxable year beginning in 2015 (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

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

	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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	X	
14 The books are in care of ► <u>Wells Fargo Bank, NA</u> Telephone no. ► <u>(970) 490-6243</u> Located at ► <u>401 S College Ave, Ft Collins, CO</u> ZIP+4 ► <u>80524</u>		
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		
16 At any time during calendar year 2015, 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. If "Yes," enter the name of the foreign country ►		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	
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 2015?		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(i)(5)):		
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? 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	
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 2015 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 2015)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2015?		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)? Organizations relying on a current notice regarding disaster assistance check here 5b

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 X

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 6b

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

If "Yes" to 6b, file Form 8870

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

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

(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 12		5,000.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

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

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

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

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,050,139.
b	Average of monthly cash balances	1b	146,572.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,196,711.
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	3,196,711.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	47,951.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,148,760.
6	Minimum investment return. Enter 5% of line 5	6	157,438.

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	157,438.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	544.
b	Income tax for 2015. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	544.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	156,894.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	156,894.
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	156,894.

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	164,925.
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	164,925.
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	544.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	164,381.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				156,894.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	1,366.			
b From 2011	7,921.			
c From 2012	4,103.			
d From 2013				
e From 2014	4,646.			
f Total of lines 3a through e	18,036.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$	164,925.			
a Applied to 2014, 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 2015 distributable amount				156,894.
e Remaining amount distributed out of corpus	8,031.			
5 Excess distributions carryover applied to 2015 (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	26,067.			
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 2014 Subtract line 4a from line 2a Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				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 2010 not applied on line 5 or line 7	1,366.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	24,701.			
10 Analysis of line 9.				
a Excess from 2011	7,921.			
b Excess from 2012	4,103.			
c Excess from 2013				
d Excess from 2014	4,646.			
e Excess from 2015	8,031.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling

4942(j)(3) or 4942(j)(5)

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:
(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

See Statement 13

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Statement 14				153,895.
Total			▶ 3a	153,895.
b Approved for future payment				
None				
Total			▶ 3b	0.

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

- 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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with columns Yes and No. Rows 1a(1) X, 1a(2) X, 1b(1) X, 1b(2) X, 1b(3) X, 1b(4) X, 1b(5) X, 1b(6) X, 1c X.

Table with columns (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Content: 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 [X] No

Table with columns (a) Name of organization, (b) Type of organization, (c) Description of relationship. Content: 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. Signature of officer or trustee: [Signature] Date: 05/11/2016 Title: Director

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

Paid Preparer Use Only Print/Type preparer's name: Beverly K Beattie Preparer's signature: [Signature] Date: 05/03/16 Check [] if self-employed PTIN: P00238372 Firm's name: BK Beattie & Assoc., PC Firm's EIN: 84-1072096 Firm's address: 355 S Teller Street, Suite 200 Lakewood, CO 80226 Phone no.: (303) 231-1040

Bloedorn Foundation

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 Monstor Beverage		04/23/14	01/12/15
b Abbott Laboratories		12/08/11	10/20/15
c Abbvie Inc		12/08/11	10/20/15
d Anheuser-Busch InBev		12/08/11	12/17/15
e Apache Corporation		12/08/11	07/30/15
f Artisan Int'l Fd		01/08/14	11/06/15
g Chevron Corp		01/01/50	12/17/15
h ConocoPhillips		01/01/50	07/08/15
i ConocoPhillips		01/01/50	10/20/15
j Dreyfus Emg Mkt		02/23/11	11/06/15
k Driehaus Active Inc		02/28/14	11/06/15
l EMC Corp Mass		12/08/11	10/27/15
m EV Floating Rate		02/23/11	11/06/15
n Google		10/17/12	05/06/15
o HSBC Frontier Mkt		02/28/14	11/06/15

(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 12,551.		7,386.	5,165.
b 416.		262.	154.
c 547.		283.	264.
d 2,501.		1,190.	1,311.
e 232.		472.	<240.>
f 50,000.		51,190.	<1,190.>
g 10,941.		4,543.	6,398.
h 7,022.		3,028.	3,994.
i 8,290.		3,911.	4,379.
j 8,520.		11,320.	<2,800.>
k 37,648.		39,744.	<2,096.>
l 9,369.		9,385.	<16.>
m 25,000.		26,199.	<1,199.>
n 8.		5.	3.
o 30,372.		35,000.	<4,628.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			5,165.
b			154.
c			264.
d			1,311.
e			<240.>
f			<1,190.>
g			6,398.
h			3,994.
i			4,379.
j			<2,800.>
k			<2,096.>
l			<16.>
m			<1,199.>
n			3.
o			<4,628.>

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	
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	

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 Intel Corp		03/11/10	10/20/15
b Kraft Heinz Co		01/01/50	10/20/15
c Kraft Foods		01/01/50	07/02/15
d Western Asset Emg		07/19/10	11/06/15
e MSIF Mid-Cap Growth		02/28/14	10/08/15
f National Oilwell		06/12/14	07/08/15
g Novartis AG		12/08/11	10/20/15
h Ridgeworth Seix		01/08/10	11/06/15
i Elements Rogers		07/19/10	11/06/15
j Elements Rogers		09/20/11	12/14/15
k US Bancorp		12/08/11	05/28/15
l Vanguard Bd Index		08/03/10	11/06/15
m Capital Gains Dividends			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 5,025.		3,166.	1,859.
b 4,750.		677.	4,073.
c 3,481.		1,386.	2,095.
d 9,324.		10,173.	<849.>
e 37,329.		50,000.	<12,671.>
f 5,745.		10,061.	<4,316.>
g 922.		546.	376.
h 25,000.		28,550.	<3,550.>
i 19,963.		28,237.	<8,274.>
j 19,038.		33,607.	<14,569.>
k 1,528.		905.	623.
l 76,061.		77,665.	<1,604.>
m 11,849.			11,849.
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			1,859.
b			4,073.
c			2,095.
d			<849.>
e			<12,671.>
f			<4,316.>
g			376.
h			<3,550.>
i			<8,274.>
j			<14,569.>
k			623.
l			<1,604.>
m			11,849.
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<15,459.>
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

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
Wells Fargo	1.	1.	
Total to Part I, line 3	1.	1.	

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
Wells Fargo Trust Dept	95,803.	11,849.	83,954.	83,954.	
Total to Part I, line 4	95,803.	11,849.	83,954.	83,954.	

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Stracs Alerion MLP	2,131.	2,131.	
Total to Form 990-PF, Part I, line 11	2,131.	2,131.	

Form 990-PF Accounting Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
	2,100.	1,323.		777.
Total to Form 990-PF, Pg 1, ln 16b	2,100.	1,323.		777.

Form 990-PF	Other Professional Fees			Statement 5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Custodial fees	34,744.	29,533.		5,211.
See Form 990-PF, Pg 1, ln 16c	34,744.	29,533.		5,211.

Form 990-PF	Taxes			Statement 6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign withholding	826.	826.		0.
Excise tax	6,458.	0.		0.
See Form 990-PF, Pg 1, ln 18	7,284.	826.		0.

Form 990-PF	Other Expenses			Statement 7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment expenses	3.	3.		0.
Miscellaneous expenses	84.	42.		42.
See Form 990-PF, Pg 1, ln 23	87.	45.		42.

The Bloedorn Foundation
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Statement 8

Part II, Line 10 (a)

US Government

No. Shares	Book Value	FMV
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U S Treasury Bond, 8%, due 11/15/21

\$ 101,375	\$ 133,527
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Part II, Line 10(a)

<u>\$ 101,375</u>	<u>\$ 133,527</u>
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Statement 9

Part II, Line 10 (b)

Corporate stock.

	No. Shares	Book Value	FMV
Affiliated Managers Group	10	\$ 943	\$ 1,598
Alphabet Inc	20	10,246	15,273
Apple	190	14,389	19,999
Berkshire Hathaway	10	772	1,320
Blackrock	25	7,720	8,513
Boeing	10	705	1,446
Celanese	15	654	1,010
Chevron Corp	630	23,850	56,675
Cisco Systems	350	8,564	9,504
Citigroup	255	12,161	13,196
CME Group	75	5,834	6,795
Comcast	108	2,632	6,094
ConocoPhillips	350	8,832	16,342
CVS Health	25	1,166	2,444
Diageo PLC	10	859	1,091
Eaton Corp	7	330	364
Exxon Mobil Corp	290	4,852	22,606
Facebook	135	10,090	14,129
Gilead Sciences	30	1,045	3,036
Goldman Sachs Group	5	502	901
Hain Celestial Group	165	6,767	6,664
Idearc	50	1,598	0
Johnson & Johnson	650	45,413	66,768
Johnson Controls	120	5,293	4,739
JP Morgan Chase	220	12,096	14,527
Kraft Heinz Company	65	709	4,729
Manulife	465	6,832	6,966
Microsoft	125	3,634	6,935
Mondelez Int'l	487	3,277	21,837
Monsanto	100	11,301	9,852
Nestle SA	15	836	1,116
Oracle Corp	126	3,651	4,603
PNC Financial Services	70	6,283	6,672
Proctor & Gamble	110	7,704	8,735
Schlumberger	10	727	698
Suncor Energy	285	7,712	7,353
Target	235	13,764	17,063
Thermo Fisher Scientific	15	683	2,128
TJX Cos	110	5,846	7,800
Total SA	15	786	674
Union Pacific	105	9,315	8,211
United Parcel Service	10	724	962
UnitedHealth Group	64	2,369	7,529
Verizon Communications	401	15,789	18,534
Walt Disney	170	12,587	17,864
3M Co	40	3,236	6,026
Part II, Line 10(b)		<u>\$ 305,078</u>	<u>\$ 461,321</u>

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Statement 10

Part II, Line 11©

Corporate bonds

	No. Shares	Book Value	FMV
Eaton Vance Floating Rate Fund	8,620.54	\$ 78,552	\$ 72,499
Fidelity Advisors Emerging Markets	3,118.38	39,504	39,042
Ishares Iboxx \$ Investment Gr Corporate Bond Fd	2,493.00	275,260	284,227
Pimco Foreign Bond Fd	6,820.47	71,121	67,591
Ridgeworth Seix High Yield Bond Fd	13,332.44	123,815	103,593
Vanguard Short-Term Corporate Bond ETF	2,635.00	210,635	208,139
Part II, Line 10©		<u>\$ 798,887</u>	<u>\$ 775,091</u>

Statement 11

Part II, Line 13

Other investments

	No. Shares	Book Value	FMV
(c) AQR Managed Futures Strategy Fund	832.98	\$ 9,496	\$ 8,480
Arbitrage Fund	3,015.42	40,000	38,778
Artisan Funds Small-Cap	1,287.27	41,000	34,769
Artisan International Fund	2,155.69	65,925	62,192
ASG Global Alternatives	616.53	7,170	6,560
Blackrock Global L/S	3,835.09	40,000	37,469
Boston Partners Long/Short Research	6,071.47	89,637	90,526
Diamond Hill Long-Short Fd	1,488.98	25,000	35,393
Eaton Vance Global Macro	2,684.92	25,000	24,299
E-Tracs Alerian MLP Index	1,040.00	30,119	18,949
E-Tracs Alerian MLP Infrastructure	320.00	14,019	8,371
Ishares Currency Hedged MSCI EAFE	1,875.00	50,100	47,625
Ishares MSCI EAFE	1,775.00	98,768	104,228
Ishares MSCI EAFE Growth	810.00	57,111	54,383
Ishares Russell 2000 Growth Index	932.00	75,536	129,809
Ishares Russell 2000 Value Index	345.00	20,937	31,719
Ishares S&P 500 Growth	395.00	40,017	45,741
Ishares Select Dividend	1,754.00	90,812	131,813
Ishares Tr Russell Midcap Growth	1,248.00	59,906	114,716
Ishares Tr Russell Midcap Value	1,016.00	38,781	69,759
Merger Fd	1,191.53	18,748	18,171
Morgan Stanley Institutional Fd Emg Mkts	1,679.73	30,000	28,522
Oppenheimer Developing Markets	1,686.59	60,000	50,564
Powershares Listed Private Equity	2,625.00	23,219	27,615
Principal Global Multi-Strategy Fund	3,593.89	40,000	38,023
Principal Midcap Fund	2,122.82	47,308	44,367
Spdr DJ Wilshire International Real Estate	2,715.00	99,929	106,211
Vanguard REIT Viper	1,539.00	100,980	122,704
Part II, Line 13		<u>\$ 1,339,518</u>	<u>\$ 1,531,756</u>

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Part XV - Line 3a

Statement 14

	Relationship	Foundation Status	Purpose	Amount
Contributions paid during the year				
Brush School District RE-2 Brush, Colorado	None	School	Scholarships	\$ 6,000
Brush School District RE-2 Brush, Colorado	None	School	Programs	1,100
Fort Morgan School District RE-3 Fort Morgan, Colorado	None	School	Scholarships	17,250
Fort Morgan School District RE-3 Fort Morgan, Colorado	None	School	Programs	7,000
Independent Higher Education of Colorado Denver, Colorado	None	Foundation	Scholarships	5,000
Prairie School District RE-11J New Raymer, Colorado	None	School	Scholarships	1,000
Prairie School District RE-11J New Raymer, Colorado	None	School	After Prom	200
Weldon Valley School District RE-20 Weldona, Colorado	None	School	Scholarships	2,880
Weldon Valley School District RE-20 Weldona, Colorado	None	School	After Prom	200
Wiggins School District RE-50 Wiggins, Colorado	None	School	Scholarships	3,965
Wiggins School District RE-50 Wiggins, Colorado	None	School	After Prom	300
Woodlin School District R-104 Woodrow, Colorado	None	School	Scholarships	1,000
Morgan Community College Fort Morgan, Colorado	None	School	Programs	12,500
Subtotal, carried forward				\$ 58,395

The Bloedorn Foundation
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2015

Part XV - Line 3a

Statement 14

	Relationship	Foundation Status	Purpose	Amount
Subtotal, brought forward				\$ 58,395
Converge Day Treatment Center Fort Morgan, Colorado	None	Charitable	Program	1,000
United Way of Morgan County Fort Morgan, Colorado	None	Charitable	Charitable	7,500
Regional Home Visitation (Baby Bear Hugs) Fort Morgan, Colorado	None	Charitable	Program	6,000
Fort Morgan Heritage Foundation Fort Morgan, Colorado	None	Foundation	Programs	2,500
Centennial Mental Health Fort Morgan, Colorado	None	Charitable	Facility	20,000
S H A R E Incorporated Fort Morgan, Colorado	None	Civic	Charitable	10,000
Center for Hearing Speech & Language 4280 Hale Parkway, Denver, Colorado	None	Charitable	Charitable	1,500
Caring Ministries Fort Morgan, Colorado	None	Charitable	Programs	40,000
Christ Congregational Church Fort Morgan, Colorado	None	Church	Charitable	400
First Christian Church Fort Morgan, Colorado	None	Church	Charitable	400
Immanuel Evangelical Church Fort Morgan, Colorado	None	Church	Charitable	400
Seventh Day Adventist Church Fort Morgan, Colorado	None	Church	Charitable	400
Subtotal, carried forward				<u>\$ 148,495</u>

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Part XV - Line 3a

Statement 14

	Relationship	Foundation Status	Purpose	Amount
Subtotal, brought forward				\$ 148,495
Calvary Baptist Church Fort Morgan, Colorado	None	Church	Charitable	400
St. Helena Catholic Church Fort Morgan, Colorado	None	Church	Charitable	400
St Charles Episcopal Church Fort Morgan, Colorado	None	Church	Charitable	400
Trinity Lutheran Church Fort Morgan, Colorado	None	Church	Charitable	400
United Methodist Church Fort Morgan, Colorado	None	Church	Charitable	1,500
United Presbyterian Church Fort Morgan, Colorado	None	Church	Charitable	1,500
The Sanctuary Fort Morgan, Colorado	None	Church	Charitable	400
Lutheran Church of Our Redeemer Fort Morgan, Colorado	None	Church	Charitable	400
Total Contributions				<u>\$ 153,895</u>