



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

2012

Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2012, or tax year beginning , 2012, and ending

The Thirteen Foundation,
10235 Interstate 20,
Eastland, TX 76448

A Employer identification number
27-6977311

B Telephone number (see the instructions)
254-629-8100

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:

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

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, column (c), line 16)
\$ 97,579,811.

J Accounting method: Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis.)

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).)		(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 (att sch)	2,501,000.			
	2 <input checked="" type="checkbox"/> If the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	27,921.	27,921.	27,921.	
	4 Dividends and interest from securities	1,776,518.	1,776,518.	1,776,518.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	325,819.			
	b Gross sales price for all assets on line 6a	45,562,096.			
	7 Capital gain net income (from Part IV, line 2)		325,819.		
	8 Net short-term capital gain			96,251.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
See Statement 1	258,300.	258,300.	258,300.		
12 Total. Add lines 1 through 11	4,889,558.	2,388,558.	2,158,990.		
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages	112,082.	56,041.	56,041.	115,578.
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule). See St 2				120.
	b Accounting fees (attach sch) See St 3	2,350.			
	c Other prof fees (attach sch) See St 4	17,294.			
	17 Interest				
	18 Taxes (attach schedule) See St 5	20,968.	10,484.	10,484.	12,419.
	19 Depreciation (attach sch) and depletion	480.	240.	240.	
	20 Occupancy	4,099.	2,050.	2,049.	
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
See Statement 6	377,399.	349,496.	349,493.	201,004.	
24 Total operating and administrative expenses. Add lines 13 through 23.	534,672.	418,311.	418,307.	329,121.	
25 Contributions, gifts, grants paid Part XV	12,841,324.			12,841,324.	
26 Total expenses and disbursements. Add lines 24 and 25	13,375,996.	418,311.	418,307.	13,170,445.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-8,486,438.				
b Net investment income (if negative, enter -0)		1,970,247.			
c Adjusted net income (if negative, enter -0)			1,740,683.		

1 P

Part II: Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	57,093,392.	4,750,764.	4,750,764.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	21,236.	8,000.	8,000.
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)	42,055,774.	53,549,660.	53,549,660.
	c Investments – corporate bonds (attach schedule)		16,356,845.	16,356,845.
	11 Investments – land, buildings, and equipment, basis			
Less: accumulated depreciation (attach schedule)				
12 Investments – mortgage loans				
13 Investments – other (attach schedule)	1,924,463.	22,904,382.	22,904,382.	
14 Land, buildings, and equipment: basis	6,030.			
Less: accumulated depreciation (attach schedule) See Stmt 7	555.	3,557.	5,475.	
15 Other assets (describe See Statement 8)	96,236.	4,685.	4,685.	
16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item l)	101,194,658.	97,579,811.	97,579,811.	
LIABILITIES	17 Accounts payable and accrued expenses	79,126.	35,317.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe See Statement 9)	2,443.	729.	
23 Total liabilities (add lines 17 through 22)	81,569.	36,046.		
NET ASSET 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. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	105,900,000.	108,401,000.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	-4,786,911.	-10,857,235.		
30 Total net assets or fund balances (see instructions)	101,113,089.	97,543,765.		
31 Total liabilities and net assets/fund balances (see instructions)	101,194,658.	97,579,811.		

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	101,113,089.
2	Enter amount from Part I, line 27a	2	-8,486,438.
3	Other increases not included in line 2 (itemize) See Statement 10	3	5,252,265.
4	Add lines 1, 2, and 3	4	97,878,916.
5	Decreases not included in line 2 (itemize) See Statement 11	5	335,151.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	97,543,765.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a See Statement 12			
b			
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			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
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	325,819.
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	96,251.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	3,026,694.	60,653,679.	0.049901.
2010			
2009			
2008			
2007			

2 Total of line 1, column (d)	2	0.049901.
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.049901.
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	96,693,259.
5 Multiply line 4 by line 3	5	4,825,090.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	19,702.
7 Add lines 5 and 6	7	4,844,792.
8 Enter qualifying distributions from Part XII, line 4	8	13,170,445.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b.	1	19,702.	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.	
3 Add lines 1 and 2	3	19,702.	
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	19,702.	
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	11,000.	
b Exempt foreign organizations - tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	5,000.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	16,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	276.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	4,142.	See Statement 13
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax	11		Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 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? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) TX		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>	X	

Part VII-A: Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>Josh Wilks</u> Telephone no. <u>817 850 3600</u> Located at <u>10235 Interstate 20 Eastland TX</u> ZIP + 4 <u>76448</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			N/A
16	At any time during calendar year 2012, 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 Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country	16		X

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

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

		Yes	No
1 a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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 <input type="checkbox"/>	1 b	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 2012?	1 c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)	2 b	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. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2012 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 2012.)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)? Yes No

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). N/A

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

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

If 'Yes' to 6b, file Form 8870

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

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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
Farris C. Wilks 10235 Interstate 20 Eastland, TX 76448	Trustee 4.00	0.	0.	0.
JoAnn Wilks 10235 Interstate 20 Eastland, TX 76448	Trustee 4.00	0.	0.	0.
Jonathan Francis 10235 Interstate 20 Eastland, TX 76448	Exec. Directo 40.00	136,958.	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 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	1 a	82,653,128.
b	Average of monthly cash balances	1 b	15,507,311.
c	Fair market value of all other assets (see instructions).	1 c	5,306.
d	Total (add lines 1a, b, and c)	1 d	98,165,745.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	98,165,745.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	1,472,486.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	96,693,259.
6	Minimum investment return. Enter 5% of line 5	6	4,834,663.

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	4,834,663.
2a	Tax on investment income for 2012 from Part VI, line 5	2 a	19,702.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	19,702.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,814,961.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	4,814,961.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,814,961.

Part XII. Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1 a	13,170,445.
b	Program-related investments - total from Part IX-B	1 b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3 a	
b	Cash distribution test (attach the required schedule).	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	13,170,445.
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	19,702.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	13,150,743.

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				4,814,961.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.	
b Total for prior years: 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010	98,415.			
e From 2011	1,244,786.			
f Total of lines 3a through e	1,343,201.			
4 Qualifying distributions for 2012 from Part XII, line 4: \$ 13,170,445.				
a Applied to 2011, 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 2012 distributable amount				4,814,961.
e Remaining amount distributed out of corpus	8,355,484.			
5 Excess distributions carryover applied to 2012 (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	9,698,685.			
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 2011. Subtract line 4a from line 2a. Taxable amount - see instructions			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	9,698,685.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010	98,415.			
d Excess from 2011	1,244,786.			
e Excess from 2012	8,355,484.			

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 2012, enter the date of the ruling
 b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3 Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test – enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**
 a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
 See Statement 16,

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 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.

c Any submission deadlines.

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See sch.of Donees, address, status, etc		501(c) (3)	(See schedule attached)	12,841,324.
Total				▶ 3a 12,841,324.
b Approved for future payment See Sch of Donees, address, status etc.		501(c) (3)	See Sch. attached	2,476,638..
Total				▶ 3b 2,476,638.

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF

OMB No 1545-0047

2012

Name of the organization

The Thirteen Foundation

Employer identification number

27-6977311 ✓

Organization type (check one).

Filers of:

Form 990 or 990-EZ

Section:

- 501(c)(____) (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it must answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization The Thirteen Foundation	Employer identification number 27-6977311
--	---

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Farris Wilks ----- 10235 Interstate 20 ----- Eastland, TX 76448 -----	\$ 1,250,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	JoAnn Wilks ----- 10235 Interstate 20 ----- Eastland, TX 76448 -----	\$ 1,250,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	----- ----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	----- ----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	----- ----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	----- ----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization: **The Thirteen Foundation**
 Employer identification number: **27-6977311**

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8) or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.
 For organizations completing Part III, enter total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) . . . ▶ \$ N/A
 Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Client THIRTEEN

The Thirteen Foundation

27-6977311

10/22/13

09.39AM

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Income from K-1s.....	\$ 237,989.	\$ 237,989.	\$ 237,989.
Misc. income @ BNY 1099.....	10,136.	10,136.	10,136.
Non-div. distribution.....	7,570.	7,570.	7,570.
Tax exempt dividend.....	2,605.	2,605.	2,605.
Total	\$ 258,300.	\$ 258,300.	\$ 258,300.

Statement 2
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Professional fees.....				\$ 120.
Total	\$ 0.	\$ 0.	\$ 0.	\$ 120.

Statement 3
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting fees.....	\$ 2,350.			
Total	\$ 2,350.	\$ 0.	\$ 0.	\$ 0.

Statement 4
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Other professional fees.....	\$ 17,294.			
Total	\$ 17,294.	\$ 0.	\$ 0.	\$ 0.

Client THIRTEEN

The Thirteen Foundation

27-6977311

10/22/13

09:39AM

Statement 5
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Payroll taxes	\$ 20,968.	\$ 10,484.	\$ 10,484.	\$ 9,314.
Property				3,105.
Total	<u>\$ 20,968.</u>	<u>\$ 10,484.</u>	<u>\$ 10,484.</u>	<u>\$ 12,419.</u>

Statement 6
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Administration cost	\$ 6,917.	\$ 3,459.	\$ 3,458.	
Advertising & promotion				\$ 556.
Amortization	1,222.	611.	611.	N/A
Bank charges				242.
Depreciation - various				40,991.
Donations - net				18,889.
Dues & subscriptions	112.	56.	56.	
Employee insurance	38,425.	19,213.	19,212.	30,298.
Expenses from K-1s	158,030.	158,030.	158,030.	
Foreign tax withheld on dividend income	49,063.	49,063.	49,063.	
Insurance				6,970.
Investment fees	115,551.	115,551.	115,551.	
Meals & entertainment	1,054.			5,002.
Miscellaneous	54.	27.	27.	60.
Office expense				5,880.
Postage & delivery	237.	118.	119.	358.
Rental Expenses				68.
Supplies	840.	420.	420.	1,916.
Travel	5,501.	2,751.	2,750.	58,721.
Utilities	50.	25.	25.	1,680.
Vehicle expense	343.	172.	171.	29,373.
Total	<u>\$ 377,399.</u>	<u>\$ 349,496.</u>	<u>\$ 349,493.</u>	<u>\$ 201,004.</u>

Statement 7
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Machinery and Equipment	\$ 6,030.	\$ 555.	\$ 5,475.	\$ 5,475.
Total	<u>\$ 6,030.</u>	<u>\$ 555.</u>	<u>\$ 5,475.</u>	<u>\$ 5,475.</u>

Client THIRTEEN

The Thirteen Foundation

27-6977311

10/22/13

09:39AM

**Statement 8
Form 990-PF, Part II, Line 15
Other Assets**

	<u>Book Value</u>	<u>Fair Market Value</u>
Net Intangible Assets	\$ 4,685.	
Receivables - misc.		\$ 4,685.
Total	\$ 4,685.	\$ 4,685.

**Statement 9
Form 990-PF, Part II, Line 22
Other Liabilities**

Accounts payable payroll	\$ 729.
Total	\$ 729.

**Statement 10
Form 990-PF, Part III, Line 3
Other Increases**

Book income in excess of income on 990-PF	\$ 12,284.
Net Unrealized Gains or Losses on Investments	5,239,981.
Total	\$ 5,252,265.

**Statement 11
Form 990-PF, Part III, Line 5
Other Decreases**

Disbursements for charitable purposes	\$ 329,121.
Prior period federal tax and penalty	6,030.
Total	\$ 335,151.

**Statement 12
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income**

<u>Item</u>	<u>(a) Description</u>	<u>(b) How Acquired</u>	<u>(c) Date Acquired</u>	<u>(d) Date Sold</u>
1	See Gain/Loss Sch. Attached BNY Mellon.	Purchased	Various	Various
2	See Gain/Loss Sch. Attached BNY Mellon.	Purchased	Various	Various
3	See Gain/Loss Sch. Attached BNY Mellon.	Purchased	Various	Various
4	Net L.T. loss from K-1 @ Siguler Guff.	Purchased	Various	Various
5	Net S.T. loss from K-1 @ Siguler Guff.	Purchased	Various	Various
6	Capital Gain Dividends			

Client THIRTEEN

The Thirteen Foundation

27-6977311

10/22/13

09:39AM

Statement 12 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	41115369.00		41015417.00	99,952.00			\$ 99,952.00	
2	283,154.00		286,907.00	-3,753.00			-3,753.00	
3	4126311.00		3933953.00	192,358.00			192,358.00	
4	262.00		0.00	262.00			262.00	
5	52.00		0.00	52.00			52.00	
6							36,948.00	
							Total \$ 325,819.00	

Statement 13
Form 990-PF, Part VI, Line 9
Tax Due

Tax Due	\$ 3,978.00
Late Payment Penalty	111.00
Late Interest	53.00
Total	\$ 4,142.00

Statement 14
Form 990-PF, Part VII-A, Line 10
Substantial Contributors During the Tax Year

Name of Substantial Contributor	Address of Substantial Contributor
Farris & JoAnn Wilks	10235 Interstate 20 Eastland, TX 76448,

Statement 15
Form 990-PF, Part IX-A, Line 1
Summary of Direct Charitable Activities

Direct Charitable Activities	Expenses
The Thirteen Foundation has direct charitable activity through a wholly owned disregarded entity set up as a Missouri Limited Liability Company with the following name: Reach for Yahweh International I.D.# 80-0768642 The expenses are recorded on Page 1 of Form 990-PF column (d)	\$ 329,121.00

2012

Federal Statements

Page 5

Client THIRTEEN

The Thirteen Foundation

27-6977311

10/22/13

09 39AM

Statement 16
Form 990-PF, Part XV, Line 1a
Foundation Managers - 2% or More Contributors

Farris C. Wilks
JoAnn Wilks

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FHLMC GOLD POOL Q12934 3.0% 11	3132HPHK3		1601.06	11/21/12	01/15/13	\$1,601.06	\$1,681.36	\$-80.30
FHLMC GOLD J18958 2.5% 4	J18958F	3128PY5T7	1482.53	07/11/12	01/15/13	\$1,482.53	\$1,539.51	\$-56.98
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	459.67	04/18/12	01/15/13	\$459.67	\$497.52	\$-37.85
FHLMC GOLD A92821 5.0% 7	A92821F	312941D20	1807.28	05/24/12	01/15/13	\$1,807.28	\$1,949.04	\$-141.76
FHLMC GOLD A92821 5.0% 7	A92821F	312941D20	2218.02	03/21/12	01/15/13	\$2,218.02	\$2,391.30	\$-173.28
GOVT NATL MTGE ASSN POOL	781830X	36241KA73	267	05/11/12	01/15/13	\$267.00	\$296.37	\$-29.37
FNMA POOL #0AK2439	AK2439A	3138E6V94	1011.78	05/10/12	01/25/13	\$1,011.78	\$1,070.12	\$-58.34
FNMA POOL #0AK2439	AK2439A	3138E6V94	275.94	06/27/12	01/25/13	\$275.94	\$294.22	\$-18.28
FNMA POOL #0AK2717	AK2717A	3138E7AT1	2103.2	03/21/12	01/25/13	\$2,103.20	\$2,200.47	\$-97.27
FNMA POOL #0AK5762	AK5762A	3138EAML8	2928.33	03/28/12	01/25/13	\$2,928.33	\$3,082.07	\$-153.74
FNMA POOL # AB5471 3.5% 6	AB5471A	31417CCH6	10452.49	06/06/12	01/25/13	\$10,452.49	\$10,955.52	\$-503.03
FNMA POOL #0AL1946	AL1946A	3138EJEU8	2939.98	06/14/12	01/25/13	\$2,939.98	\$3,090.19	\$-150.21
FNMA POOL # AB5994 3.0% 8	AB5994A	31417CUU7	3607.16	08/06/12	01/25/13	\$3,607.16	\$3,822.46	\$-215.30
FNMA POOL #0AK2439	AK2439A	3138E6V94	643.86	03/21/12	01/25/13	\$643.86	\$679.07	\$-35.21
FNMA POOL #0AL0201	AL0201A	3138EGGK4	515.92	03/21/12	01/25/13	\$515.92	\$557.84	\$-41.92
FNMA POOL #0AL0201	AL0201A	3138EGGK4	722.28	03/21/12	01/25/13	\$722.28	\$781.87	\$-59.59
FNMA POOL #0AH3519	AH3519A	3138A44D4	297.34	05/10/12	01/25/13	\$297.34	\$315.37	\$-18.03
FNMA POOL #0AH4794	AH4794A	3138A6KG4	330.61	06/27/12	01/25/13	\$330.61	\$358.92	\$-28.31
FNMA POOL #0AH3620	AH3620A	3138A5AW2	592.68	05/11/12	01/25/13	\$592.68	\$627.13	\$-34.45
FNMA POOL #0AH3620	AH3620A	3138A5AW2	518.59	03/21/12	01/25/13	\$518.59	\$547.76	\$-29.17
FNMA POOL AA7694 4.5% 7I	AA7694A	31416RRQ8	148.68	07/26/12	01/25/13	\$148.68	\$159.92	\$-11.24
FNMA POOL AA7694 4.5% 7I	AA7694A	31416RRQ8	446.05	03/21/12	01/25/13	\$446.05	\$477.27	\$-31.22
FNMA POOL #0MA1200	MA1200A	31418AKN7	503.32	09/17/12	01/25/13	\$503.32	\$529.59	\$-26.27
FNMA POOL 966608 5.5% 2	966608A	31414HKV8	400.96	06/27/12	01/25/13	\$400.96	\$442.06	\$-41.10
FNMA POOL 966608 5.5% 2	966608A	31414HKV8	1312.48	06/27/12	01/25/13	\$1,312.48	\$1,440.45	\$-127.97
FEDERAL NATL MTGE ASSN POOL	745418A	31403DDX4	701.72	11/13/12	01/25/13	\$701.72	\$770.36	\$-68.64
FNMA POOL AA7694 4.5% 7I	AA7694A	31416RRQ8	74.34	03/21/12	01/25/13	\$74.34	\$79.54	\$-5.20

Total short term gain/loss from sales:

\$41,115,368.84 \$41,015,416.87

Note: Detail for Short Term Sales on Pages 8-94

Gain Pgs 8-95

999,951.97

are available upon request



BNY MELLON
WEALTH MANAGEMENT

THIRTEEN FOUNDATION-IMA

2012 Tax Information

Account Number 10513333400

Page 96

Short term transactions with loss disallowed due to wash sale

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Portion subject to 988	Net gain or loss	Wash sale loss disallowed
LEAR CORP W/	LEA	521865204	30	08/15/11	01/11/12	\$1,228.45	\$1,390.14	\$0.00	\$-161.69	\$107.79
KELLOGG COMPANY COMMON	K	487836108	380	08/15/11	03/19/12	\$19,991.55	\$20,291.24	\$0.00	\$-299.69	\$299.69
INVESCO MORTGAGE CAPITAL INC	IVR	46131B100	390	08/18/11	03/28/12	\$6,762.41	\$6,891.65	\$0.00	\$-129.24	\$129.24
MICROCHIP TECHNOLOGY INC	MCHP	595017104	210	01/18/12	04/03/12	\$7,724.09	\$8,040.92 *	\$0.00	\$-316.83	\$316.83
ANALOG DEVICES INC	ADI	032654105	160	01/18/12	04/03/12	\$6,270.05	\$6,278.40	\$0.00	\$-8.35	\$8.35
ROYAL DUTCH SHELL PLC SPONS A/ RDS-A		780259206	140	11/09/11	04/12/12	\$9,532.65	\$9,711.30	\$0.00	\$-178.65	\$178.65
VERTEX PHARMACEUTICALS INC	VRTX	92532F100	10	02/01/12	04/13/12	\$363.92	\$369.82	\$0.00	\$-5.90	\$5.90
VERTEX PHARMACEUTICALS INC	VRTX	92532F100	20	02/01/12	04/13/12	\$726.88	\$739.65	\$0.00	\$-12.77	\$12.77
MDC PARTNERS INC	MDCA	552697104	20	09/14/11	04/13/12	\$199.46	\$322.13	\$0.00	\$-122.67	\$122.67
VERTEX PHARMACEUTICALS INC	VRTX	92532F100	10	02/01/12	04/13/12	\$361.78	\$369.82	\$0.00	\$-8.04	\$8.04
ENERGIZER HLDGS INC	ENR	29266R108	10	08/06/11	04/16/12	\$717.12	\$770.63	\$0.00	\$-53.51	\$53.51
ENERGIZER HLDGS INC	ENR	29266R108	20	08/26/11	04/16/12	\$1,434.24	\$1,492.54	\$0.00	\$-58.30	\$58.30



Short term transactions with loss disallowed due to wash sale

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss	Portion subject to 988	Wash sale loss disallowed
ENERGIZER HLDGS INC	ENR	29266R108	40	08/15/11	04/16/12	\$2,868.48	\$3,057.04	\$-188.56	\$0.00	\$188.56
VERTEX PHARMACEUTICALS INC	VRTX	92532F100	350	04/04/12	04/16/12	\$12,416.78	\$14,529.83	\$-2,113.05	\$0.00	\$845.22
MDC PARTNERS INC	MDCA	552697104	30	09/14/11	04/16/12	\$297.01	\$483.20	\$-186.19	\$0.00	\$186.19
VERTEX PHARMACEUTICALS INC	VRTX	92532F100	40	08/15/11	04/16/12	\$1,419.06	\$1,803.45	\$-384.39	\$0.00	\$384.39
VERTEX PHARMACEUTICALS INC	VRTX	92532F100	110	01/18/12	04/16/12	\$3,902.42	\$4,118.73	\$-216.31	\$0.00	\$216.31
VERTEX PHARMACEUTICALS INC	VRTX	92532F100	30	02/01/12	04/16/12	\$1,064.30	\$1,109.48	\$-45.18	\$0.00	\$45.18
TEXAS INSTRUMENTS INC	TXN	882508104	930	01/19/12	04/17/12	\$30,373.12	\$31,477.52	\$-1,104.40	\$0.00	\$1,104.40
MDC PARTNERS INC	MDCA	552697104	90	09/14/11	04/17/12	\$880.90	\$1,449.58	\$-568.68	\$0.00	\$568.68
MDC PARTNERS INC	MDCA	552697104	120	09/14/11	04/18/12	\$1,148.61	\$1,932.78	\$-784.17	\$0.00	\$326.74
FIRST HORIZON NATL CORP	FHN	320517105	250	03/26/12	04/27/12	\$2,300.25	\$2,676.18	\$-375.93	\$0.00	\$375.93
PILGRIM'S PRIDE CORP	PPC	72147K108	40	05/22/12	07/09/12	\$244.64	\$318.30	\$-73.66	\$0.00	\$73.66
PILGRIM'S PRIDE CORP	PPC	72147K108	30	05/24/12	07/09/12	\$184.86	\$240.04	\$-55.18	\$0.00	\$55.18



BNY MELLON
WEALTH MANAGEMENT

THIRTEEN FOUNDATION-IMA

2012 Tax Information

Account Number 10513333400

Page 98

Short term transactions with loss disallowed due to wash sale

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Portion subject to 988	Net gain or loss	Wash sale loss disallowed
PILGRIM'S PRIDE CORP	PPC	72147K108	20	05/22/12	07/09/12	\$123.24	\$159.15	\$0.00	\$-35.91	\$35.91
PILGRIM'S PRIDE CORP	PPC	72147K108	50	05/22/12	07/10/12	\$298.17	\$397.87	\$0.00	\$-99.70	\$99.70
PILGRIM'S PRIDE CORP	PPC	72147K108	60	05/21/12	07/11/12	\$335.73	\$442.98	\$0.00	\$-107.25	\$107.25
PILGRIM'S PRIDE CORP	PPC	72147K108	310	05/22/12	07/11/12	\$1,734.63	\$2,466.79	\$0.00	\$-732.16	\$47.24
PILGRIM'S PRIDE CORP	PPC	72147K108	170	05/22/12	07/11/12	\$972.94	\$1,352.76	\$0.00	\$-379.82	\$379.82
GARDNER DENVER INC	GDI	365558105	70	08/21/12	09/18/12	\$4,352.70	\$4,379.62	\$0.00	\$-26.92	\$23.07
AT&T INC	T	00208R102	310	09/26/12	10/15/12	\$10,929.49	\$11,893.86	\$0.00	\$-964.37	\$62.22
VERIZON COMMUNICATIONS INC	VZ	92343V104	240	09/26/12	10/15/12	\$10,706.74	\$11,002.56	\$0.00	\$-295.82	\$61.63
U S TREASURY NOTE 0.75% 10/	UNIT17	912828TW0	55000	11/14/12	12/12/12	\$55,311.34	\$55,311.71	\$0.00	\$-0.37	\$0.37
U S TREASURY NOTE 1.25% 10	UST1119	912828TV2	85000	12/10/12	12/12/12	\$85,975.83	\$86,338.43	\$0.00	\$-362.60	\$213.29

Total short term gain/loss from sales:

Total short term loss disallowed from wash sales:

Total short term Section 988 translation gain/loss from securities subject to wash sale:

\$283,153.84

\$293,610.10

\$-10,456.26

\$6,702.68

\$0.00

Loss

Wash Sale Adjustment

Loss after Adjustment



BNY MELLON
WEALTH MANAGEMENT

THIRTEEN FOUNDATION-IMA

2012 Tax Information

Account Number 10513333400

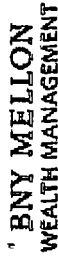
Page 99

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
LEAR CORP W/I	LEA	521865204	20	08/15/11	08/20/12	\$817.24	\$951.29	\$-134.05
CONSECO FINANCIAL GROUP INC	CNO	12821E103	400	08/15/11	08/20/12	\$3,656.36	\$2,399.20	\$1,257.16
WEINGARTEN RLTY INVS SBI	WRI	948741103	30	08/06/11	08/21/12	\$843.85	\$702.06	\$141.79
ROYAL CARIBBEAN CRUISES LTD	RCL	V7780T103	80	08/15/11	08/21/12	\$2,100.94	\$2,095.55	\$5.39
UNITED RENTALS INC	URI	911363109	90	08/15/11	08/21/12	\$3,038.11	\$1,544.46	\$1,493.65
TERADATA CORP DEL	TDC	88076W103	50	08/15/11	08/21/12	\$3,766.51	\$2,788.82	\$977.69
TRIUMPH GROUP INC NEW	TGI	896818101	60	08/15/11	08/21/12	\$3,798.09	\$2,962.22	\$835.87
CARPENTER TECHNOLOGY CORP C	CRS	144285103	70	08/15/11	08/21/12	\$3,574.41	\$3,484.34	\$90.07
HUNT JB TRANS SVCS INC COM	JBHT	445658107	50	08/16/11	08/21/12	\$2,696.28	\$1,985.61	\$710.67
HUNT JB TRANS SVCS INC COM	JBHT	445658107	10	08/17/11	08/21/12	\$539.26	\$401.13	\$138.13
CATAMARAN CORP	CTRX	148887102	40	08/15/11	08/21/12	\$3,494.90	\$2,184.86	\$1,310.04
COMMVAULT SYS INC	CVLT	204166102	60	08/15/11	08/21/12	\$3,085.95	\$2,487.96	\$597.99
NXSTAGE MED INC	NXTM	67072V103	140	08/15/11	08/21/12	\$1,781.49	\$2,581.53	\$-800.04
BE AEROSPACE INC	BEAV	073302101	90	08/15/11	08/21/12	\$3,664.12	\$3,134.56	\$529.56
MICROS SYS INC	MCRS	594901100	80	08/15/11	08/21/12	\$3,825.55	\$3,445.86	\$379.69
EQUINIX INC	EQIX	29444U502	40	08/15/11	08/21/12	\$7,720.35	\$3,657.84	\$4,062.51
KANSAS CITY SOUTH INDS INC	KSU	485170302	70	08/15/11	08/21/12	\$5,471.67	\$3,860.33	\$1,611.34
PROSPERITY BANCSHARES INC	PB	743606105	80	08/15/11	08/21/12	\$3,403.10	\$2,986.08	\$417.02
TIBCO SOFTWARE INC	TIBX	88632Q103	160	08/15/11	08/21/12	\$4,578.67	\$3,894.08	\$684.59
MONSTER BEVERAGE CORP	MNST	611740101	60	08/15/11	08/21/12	\$3,632.44	\$2,443.98	\$1,188.46
RAYMOND JAMES FINL INC	RJF	754730109	100	08/15/11	08/21/12	\$3,541.22	\$2,724.78	\$816.44
RACKSPACE HOSTING INC	RAX	750086100	100	08/15/11	08/21/12	\$5,575.46	\$3,769.31	\$1,806.15
ROPER INDS INC NEW	ROP	776696106	30	08/15/11	08/21/12	\$3,149.55	\$2,204.38	\$945.17
AMETEK INC NEW	AME	031100100	180	08/15/11	08/21/12	\$6,185.13	\$4,642.56	\$1,542.57
HOST MARRIOTT CORP NEW	HST	44107P104	220	08/15/11	08/21/12	\$3,404.91	\$2,697.24	\$707.67
WASTE CONNECTIONS INC	WCN	941053100	130	08/15/11	08/21/12	\$3,966.81	\$4,097.44	\$-130.63
MACERICH CO	MAC	554382101	70	08/15/11	08/21/12	\$4,024.88	\$3,463.86	\$561.02
AFFILIATED MANAGERS GROUP INC	AMG	008252108	40	08/15/11	08/21/12	\$4,737.86	\$3,534.32	\$1,203.54

THIRTEEN FOUNDATION-IMA



Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
DONALDSON CO INC COM	DCI	257651109	120	08/15/11	08/21/12	\$4,240.19	\$3,263.28	\$976.91
PVH CORP	PVH	693656100	40	08/15/11	08/21/12	\$3,506.89	\$2,602.83	\$904.06
WEINGARTEN RLTY INVS SBI	WRI	948741103	100	08/15/11	08/21/12	\$2,812.84	\$2,244.10	\$568.74
MAP PHARMACEUTICALS INC	MAPP	56509R108	160	08/15/11	08/21/12	\$2,166.51	\$2,037.50	\$129.01
ULTA SALON COSMETICS &	ULTA	90384S303	50	08/15/11	08/21/12	\$4,570.44	\$3,047.80	\$1,522.64
SL GREEN RLTY CORP	SLG	78440X101	60	08/15/11	08/28/12	\$4,856.00	\$4,389.24	\$466.76
KBR INC	KBR	48242W106	110	08/15/11	08/28/12	\$2,963.70	\$3,281.08	\$-317.38
CABOT OIL & GAS CORP	COG	127097103	110	08/15/11	08/28/12	\$4,573.28	\$4,024.01	\$549.27
AMETEK INC NEW	AME	031100100	105	08/15/11	08/28/12	\$3,609.46	\$2,708.16	\$901.30
NORTHEAST UTILITIES COMMON	NU	664397106	50	08/15/11	08/28/12	\$1,903.14	\$1,638.12	\$265.02
WABCO HLDGS INC	WBC	92927K102	30	08/15/11	08/28/12	\$1,777.73	\$1,521.12	\$256.61
STANLEY BLACK & DECKER INC	SWK	854502101	50	08/15/11	08/28/12	\$3,331.98	\$3,108.40	\$223.58
CYPRESS SEMICONDUCTOR CORP (CY	CPY	232806109	230	08/15/11	08/28/12	\$2,720.29	\$4,202.41	\$-1,482.12
BOSTON PPTY'S INC	BXP	101121101	19	08/15/11	08/28/12	\$2,123.07	\$1,917.00	\$206.07
CATAMARAN CORP	CTRX	148887102	90	08/15/11	08/28/12	\$7,960.91	\$4,915.94	\$3,044.97
RACKSPACE HOSTING INC	RAX	750086100	80	08/15/11	08/28/12	\$4,767.16	\$3,015.45	\$1,751.71
ENERGY XXI BERMUDA LIMITED USE EXXI	EXXI	G10082140	100	08/15/11	08/28/12	\$3,275.87	\$2,699.15	\$576.72
STARWOOD HOTELS & RESORTS	HOT	85590A401	160	08/15/11	08/28/12	\$8,703.31	\$7,089.34	\$1,613.97
CAMDEN PPTY TR SBI	CPT	133131102	90	08/15/11	08/28/12	\$6,311.57	\$5,812.26	\$499.31
FORTINET INC	FTNT	34959E109	200	08/15/11	08/28/12	\$5,275.04	\$4,132.90	\$1,142.14
BE AEROSPACE INC	BEAV	073302101	110	08/15/11	08/28/12	\$4,326.83	\$3,831.12	\$495.71
TRANSDIGM GROUP INC	TDG	893641100	76	08/15/11	08/28/12	\$10,501.35	\$6,781.33	\$3,720.02
HOST MARRIOTT CORP NEW	HST	44107P104	380	08/15/11	08/28/12	\$5,797.45	\$4,658.88	\$1,138.57
AMARIN CORPORATION PLC -ADR	AMRN	023111206	1140	08/15/11	08/28/12	\$14,745.46	\$15,009.69	\$-264.23
F5 NETWORKS INC	FFIV	315616102	70	08/15/11	08/28/12	\$7,086.83	\$5,944.58	\$1,242.25
INTERFACE INC	IFSIA	458665304	70	08/15/11	08/28/12	\$965.57	\$969.54	\$-3.97
AFFILIATED MANAGERS GROUP INC AMG	AMG	008252108	40	08/15/11	08/28/12	\$4,760.85	\$3,534.32	\$1,226.53
FRESH MARKET INC/THE	TFM	35804H106	250	08/15/11	08/28/12	\$15,443.84	\$8,559.50	\$6,884.34



BNY MELLON
WEALTH MANAGEMENT

2012 Tax Information

Account Number 10513333400

Page 101

THIRTEEN FOUNDATION-IMA

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
SOURCEFIRE INC	FIRE	83616T108	70	08/15/11	08/28/12	\$3,651.61	\$2,002.47	\$1,649.14
FRESH MARKET INC/THE	TFM	35804H106	10	08/15/11	08/29/12	\$631.99	\$342.38	\$289.61
AMARIN CORPORATION PLC-ADR	AMRN	023111206	720	08/15/11	08/29/12	\$9,359.21	\$9,479.81	\$-120.60
KANSAS CITY SOUTHN INDS INC	KSU	485170302	120	08/15/11	08/29/12	\$9,301.39	\$6,617.71	\$2,683.68
ENDURANCE SPECIALITY HLDGS LTI ENH	G30397106		250	08/15/11	08/29/12	\$9,306.04	\$9,182.00	\$124.04
KBR INC	KBR	48242W106	70	08/15/11	08/29/12	\$1,861.27	\$2,087.96	\$-226.69
TRIUMPH GROUP INC NEW	TGI	896818101	120	08/15/11	08/29/12	\$7,098.22	\$5,924.44	\$1,173.78
ROPER INDS INC NEW	ROP	776896106	60	08/15/11	08/29/12	\$6,163.18	\$4,408.76	\$1,754.42
CRANE COMPANY COMMON	CR	224399105	130	08/15/11	08/29/12	\$5,028.28	\$5,183.70	\$-155.42
INTERFACE INC	IFSA	458665304	170	08/15/11	08/29/12	\$2,374.26	\$2,354.60	\$19.66
HEALTHCARE SVC GROUP INC	HCSG	421906108	40	08/15/11	08/29/12	\$851.37	\$571.92	\$279.45
HSN INC DEL	HSNI	404303109	50	08/15/11	08/29/12	\$2,247.60	\$1,604.40	\$643.20
TRANSDIGM GROUP INC	TDG	893641100	4	08/15/11	08/29/12	\$553.15	\$356.91	\$196.24
FARO TECHNOLOGIES INC	FARO	311642102	80	08/15/11	08/29/12	\$3,098.88	\$3,242.24	\$-143.36
EAST WEST BANCORP INC	EWBC	27579R104	390	08/15/11	08/29/12	\$8,601.68	\$6,446.90	\$2,154.78
ZIONS BANCORP COM	ZION	989701107	210	08/15/11	08/29/12	\$4,041.51	\$3,560.51	\$481.00
CONSECO FINANCIAL GROUP INC	CNO	12621E103	140	08/15/11	08/29/12	\$1,253.29	\$839.72	\$413.57
UNIVERSAL HEALTH SVCS INC CL B UHS	913903100		170	08/15/11	08/29/12	\$6,816.10	\$6,572.40	\$243.70
BOSTON PPTY'S INC	BXP	101121101	35	08/15/11	08/29/12	\$3,905.07	\$3,531.31	\$373.76
AFFILIATED MANAGERS GROUP INC AMG	008252108		40	08/15/11	08/29/12	\$4,752.77	\$3,534.32	\$1,218.45
STRATEGIC HOTEL CAP INC	BEE	86272T106	840	08/15/11	08/29/12	\$5,132.62	\$4,311.97	\$820.65
TIVO INC	TIVO	888706108	970	08/15/11	08/29/12	\$9,077.54	\$7,920.44	\$1,157.10
DJUGLAS EMMETT INC	DEI	25960P109	180	08/15/11	08/29/12	\$4,268.91	\$3,253.41	\$1,015.50
WISCONSIN ENERGY CORP	WEC	976657106	250	08/15/11	08/29/12	\$9,587.94	\$7,517.83	\$2,070.11
HOST MARRIOTT CORP NEW	HST	44107P104	20	08/15/11	08/29/12	\$304.25	\$245.20	\$59.05
NORTHEAST UTILITIES COMMON	NU	664397106	150	08/15/11	08/29/12	\$5,624.21	\$4,914.34	\$709.87
AMETEK INC NEW	AME	031100100	195	08/15/11	08/29/12	\$6,731.25	\$5,029.44	\$1,701.81
ENERGY XXI BERMUJA LIMITED USE EXXI	G10082140		80	08/15/11	08/29/12	\$2,628.72	\$2,159.32	\$469.40



THIRTEEN FOUNDATION-IMA

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
SOURCEFIRE INC	FIRE	83616T108	220	08/15/11	08/29/12	\$11,700.26	\$6,293.47	\$5,406.79
FORTINET INC	FTNT	34959E109	240	08/15/11	08/29/12	\$6,364.68	\$4,959.48	\$1,405.20
CYPRESS SEMICONDUCTOR CORP (CY		232806109	170	08/15/11	08/29/12	\$1,974.06	\$3,106.13	* \$-1,132.07
RACKSPACE HOSTING INC	RAX	750086100	80	08/15/11	08/29/12	\$4,760.57	\$3,015.45	\$1,745.12
ULTA SALON COSMETICS &	ULTA	90384S303	120	08/15/11	08/29/12	\$11,335.16	\$7,314.72	\$4,020.44
ENSTAR GROUP LIMITED	ESGR	G3075P101	12	08/15/11	08/29/12	\$1,125.59	\$1,179.12	\$-53.53
CATHAY BANCORP INC	CATY	149150104	60	08/15/11	08/30/12	\$977.97	\$733.25	\$244.72
SMART BALANCE INC	SMBL	83169Y108	980	08/15/11	08/30/12	\$11,398.32	\$4,921.36	\$6,476.96
CONSECO FINANCIAL GROUP INC	CNO	12621E103	460	08/15/11	08/30/12	\$4,069.11	\$2,759.08	\$1,310.03
ENSTAR GROUP LIMITED	ESGR	G3075P101	50	08/15/11	08/30/12	\$4,667.97	\$4,913.02	\$-245.05
INTERFACE INC	IFSIA	458665304	100	08/15/11	08/30/12	\$1,366.89	\$1,385.06	* \$-18.17
CARPENTER TECHNOLOGY CORP C- CRS		144285103	120	08/15/11	08/30/12	\$5,659.86	\$5,973.14	\$-313.28
HSN INC DEL	HSNI	404303109	140	08/15/11	08/30/12	\$6,249.56	\$4,492.32	\$1,757.24
FORESTAR REAL ESTATE GROUP	FOR	346233109	380	08/15/11	08/30/12	\$5,395.38	\$4,710.67	\$684.71
ITC HLDGS CORP	ITC	465685105	120	08/15/11	08/30/12	\$8,643.24	\$8,570.88	\$72.36
CLECO CORP NEW	CNL	12561W105	230	08/15/11	08/30/12	\$9,413.18	\$7,765.05	\$1,648.13
INLAND REAL ESTATE CORP	IRC	457461200	510	08/15/11	08/30/12	\$4,165.38	\$4,008.86	\$156.52
FARO TECHNOLOGIES INC	FARO	311642102	50	08/15/11	08/30/12	\$1,938.79	\$2,026.40	\$-87.61
HEALTHCARE SVC GROUP INC	HCSG	421906108	260	08/15/11	08/30/12	\$5,481.36	\$3,717.48	\$1,763.88
ENSTAR GROUP LIMITED	ESGR	G3075P101	18	08/15/11	08/31/12	\$1,673.24	\$1,768.69	\$-95.45
MAP PHARMACEUTICALS INC	MAPP	56509R108	730	08/15/11	08/31/12	\$9,773.53	\$9,296.11	\$477.42
CATHAY BANCORP INC	CATY	149150104	320	08/15/11	08/31/12	\$5,228.33	\$3,910.69	\$1,317.64
CITIGROUP INC PFD	C PH	172967416	195	08/15/11	09/13/12	\$19,119.32	\$18,185.89	\$933.43
ROYAL BANK OF SCOTLA 4.875% 3 RBS 15		78010XAC5	110000	08/10/11	09/13/12	\$118,539.30	\$111,678.60	\$6,860.70
NEXTERA ENERGY INC	NEE	65339F101	400.73	08/15/11	09/14/12	\$27,148.17	\$26,432.08	\$716.09
HONEYWELL INTL INC	HON	438516106	1020	08/15/11	09/20/12	\$61,679.45	\$48,264.36	\$13,415.09
SCHLUMBERGER LIMITED COM	SLB	806857108	330	08/15/11	09/21/12	\$24,616.06	\$26,145.24	\$-1,529.18
HALLIBURTON COMPANY COM	HAL	406216101	280	08/25/11	09/21/12	\$10,098.23	\$11,488.73	\$-1,390.50



BNY MELLON
WEALTH MANAGEMENT

THIRTEEN FOUNDATION-IMA

2012 Tax Information

Account Number 10513333400

Page 103

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
HALLIBURTON COMPANY COM	HAL	406216101	660	08/15/11	09/21/12	\$23,802.96	\$30,536.88	\$-6,733.92
GENUINE PARTS CO	GPC	372460105	110	09/14/11	09/21/12	\$6,851.44	\$5,993.76	\$857.68
SCHLUMBERGER LIMITED COM	SLB	806857108	120	08/25/11	09/21/12	\$8,951.30	\$9,257.63	\$-306.33
GENUINE PARTS CO	GPC	372460105	220	09/14/11	09/24/12	\$13,682.11	\$11,987.51	\$1,694.60
GENUINE PARTS CO	GPC	372460105	410	08/15/11	09/24/12	\$25,498.47	\$20,671.38	\$4,827.09
FEDERAL NAT'L MTGE ASSN POOL 745948A	31403DWH8	31403DWH8	3941.22	08/26/11	09/25/12	\$3,941.22	\$4,433.87	\$-492.65
FNMA POOL 962301 4.5% 3	31414CRW0	31414CRW0	416.16	08/26/11	09/25/12	\$416.16	\$443.21	\$-27.05
FNMA POOL 962301 4.5% 3	31414CRW0	31414CRW0	2080.82	09/19/11	09/25/12	\$2,080.82	\$2,229.08	\$-148.26
FEDERAL NAT'L MTGE ASSN POOL 888890A	31410GRK1	31410GRK1	2237.24	08/26/11	09/25/12	\$2,237.24	\$2,519.69	\$-282.45
FNMA POOL #0AH3519	AH3519A	3138A44D4	3513.6	09/19/11	09/25/12	\$3,513.60	\$3,678.30	\$-164.70
FNMA POOL #0975268	975268A	31414S6D0	9267.55	09/19/11	09/25/12	\$9,267.55	\$10,140.73	\$-873.18
FNMA POOL #0AJ1758	AJ1758A	3138AS5U2	10641.75	09/14/11	09/25/12	\$10,641.75	\$11,167.19	\$-525.44
UNITED STATES TREASURY NOTE	UNIT17	912828NR7	85000	09/13/11	10/02/12	\$92,221.40	\$90,993.51	\$1,227.89
KRAFT FOODS GROUP INC	KRFT	50076Q106	433.33	08/15/11	10/10/12	\$20,099.02	\$15,705.08	\$4,393.94
KRAFT FOODS GROUP INC	KRFT	50076Q106	333.33	08/25/11	10/10/12	\$15,460.79	\$11,982.54	\$3,478.25
KRAFT FOODS GROUP INC	KRFT	50076Q106	526.67	08/15/11	10/10/12	\$24,428.04	\$19,087.71	\$5,340.33
KRAFT FOODS GROUP INC	KRFT	50076Q106	409.33	09/22/11	10/10/12	\$18,985.85	\$14,071.79	\$4,914.06
FED'L HOME LOAN MTGE CORP GRP G11938F	3128M1BF5	3128M1BF5	341.74	09/19/11	10/15/12	\$341.74	\$366.94	\$-25.20
FHLMC POOL #Q0-3517	Q03517F	3132GJSE0	24386.21	09/15/11	10/15/12	\$24,386.21	\$25,960.81	\$-1,474.60
FHLMC POOL #G0-6222	G06222F	3128M8G73	7453.59	09/19/11	10/15/12	\$7,453.59	\$7,786.67	\$-333.08
FHLMC GOLD G04219 5.5% 4	G04219F	3128M6AU2	2977.85	09/19/11	10/15/12	\$2,977.85	\$3,250.04	\$-272.19
FHLMC GOLD G05938 5.0% 1	G05938F	3128M74X1	871.94	09/19/11	10/15/12	\$871.94	\$942.24	\$-70.30
FHLMC GOLD A95828 4.5% 12	A95828F	312944PM7	196.81	09/16/11	10/15/12	\$196.81	\$209.60	\$-12.79
FHLMC POOL #A9-5160	A95160F	312943WV1	1576.72	09/19/11	10/15/12	\$1,576.72	\$1,647.18	\$-70.46
GOLDMAN SACHS GROUP INC	GS 13	38141GDK7	115000	09/13/11	10/19/12	\$118,398.25	\$119,168.75	\$-770.50
COMCAST CORP NEW	CMCS16	20030NAL5	105000	08/12/11	10/22/12	\$121,958.55	\$122,356.50	\$-397.95
COVIDIEN PLC	COV	G2554F113	50	08/15/11	10/24/12	\$2,757.78	\$2,494.40	\$263.38
KRAFT FOODS GROUP INC	KRFT	50076Q106	0.67	09/22/11	10/25/12	\$30.16	\$22.02	\$7.14



BNY MELLON
WEALTH MANAGEMENT

THIRTEEN FOUNDATION-IMA

2012 Tax Information
Account Number 10513333400
Page 104

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
COVIDIEN PLC	COV	G2554F113	320	09/15/11	10/25/12	\$17,715.12	\$15,964.16	\$1,750.96
COVIDIEN PLC	COV	G2554F113	300	09/14/11	10/25/12	\$16,607.93	\$14,605.35	\$2,002.58
FEDERAL NATL MTGE ASSN POOL 745948A		31403DWH8	2408.29	08/26/11	10/25/12	\$2,408.29	\$2,709.33	\$-301.04
FNMA POOL 962301 4.5% 3		31414CRW0	237.22	08/26/11	10/25/12	\$237.22	\$252.64	\$-15.42
FNMA POOL 962301 4.5% 3		31414CRW0	1186.11	09/19/11	10/25/12	\$1,186.11	\$1,270.62	\$-84.51
FEDERAL NATL MTGE ASSN POOL 88890A		31410GRK1	1880.91	08/26/11	10/25/12	\$1,880.91	\$2,118.37	\$-237.46
FNMA POOL #0AH3519		3138A44D4	7876.92	09/19/11	10/25/12	\$7,876.92	\$8,246.15	\$-369.23
FNMA POOL #0975268		31414S6D0	5266.26	09/19/11	10/25/12	\$5,266.26	\$5,762.44	\$-496.18
FNMA POOL #0AJ1758		3138AS5U2	6586.92	09/14/11	10/25/12	\$6,586.92	\$6,912.15	\$-325.23
FNMA POOL #0AL0219		3138EGG57	5891.38	10/20/11	10/25/12	\$5,891.38	\$5,987.12	\$-95.74
ADVANCED INFO SVC-SPON ADR	AVIFY	00753G103	24	09/22/11	10/25/12	\$158.64	\$97.61	\$61.03
ADVANCED INFO SVC-SPON ADR	AVIFY	00753G103	2556	09/22/11	10/26/12	\$16,069.72	\$10,395.51	\$5,674.21
ADVANCED INFO SVC-SPON ADR	AVIFY	00753G103	4340	08/15/11	10/26/12	\$27,285.83	\$16,989.80	\$10,296.03
JOHNSON CTLS INC	JCI 16	478366AR8	100000	10/27/11	11/01/12	\$113,822.00	\$112,458.00	\$1,364.00
EMC CORP(MASS) USD 0.01	EMC	268648102	260	08/15/11	11/05/12	\$6,433.95	\$6,067.88	\$366.07
EMC CORP(MASS) USD 0.01	EMC	268648102	1600	08/15/11	11/07/12	\$39,404.40	\$37,340.80	\$2,063.60
QEP RESOURCES INC	QEP	74733V100	730	08/15/11	11/09/12	\$20,786.36	\$26,526.74	\$-5,740.38
QEP RESOURCES INC	QEP	74733V100	560	08/25/11	11/09/12	\$15,945.70	\$19,742.52	\$-3,796.82
UNITED STATES T-NOTE 0.625%	UST0713	912828QL7	65000	10/27/11	11/13/12	\$65,144.51	\$65,469.94	\$-325.43
FEDERAL NATL MTG ASSN	FNMA13	31359MSL8	140000	09/15/11	11/13/12	\$143,941.00	\$150,228.40	\$-6,287.40
FEDERAL HOME LN BKS	FHLB13	3133XRFL9	140000	09/13/11	11/13/12	\$143,283.28	\$149,501.80	\$-6,218.52
FHLMC POOL #G0-6222	G06222F	3128M8G73	6343.42	09/19/11	11/15/12	\$6,343.42	\$6,626.89	\$-283.47
FHLMC POOL Q04584 4.5% 11	Q04584F	3132GKXM3	423.14	11/07/11	11/15/12	\$423.14	\$448.59	\$-25.45
FHLMC POOL #Q0-3517	Q03517F	3132GJSE0	21587.58	09/15/11	11/15/12	\$21,587.58	\$22,892.95	\$-1,305.37
FHLMC POOL #A9-5160	A95160F	312943WV1	2002.73	09/19/11	11/15/12	\$2,002.73	\$2,092.23	\$-89.50
FHLMC GOLD A95828 4.5% 12	A95828F	312944PM7	169.56	09/16/11	11/15/12	\$169.56	\$180.58	\$-11.02
FHLMC GOLD G05938 5.0% 1	G05938F	3128M74X1	697.26	09/19/11	11/15/12	\$697.26	\$753.48	\$-56.22
FHLMC GOLD G04219 5.5% 4	G04219F	3128M6AU2	2637.16	09/19/11	11/15/12	\$2,637.16	\$2,878.21	\$-241.05



BNY MELLON
WEALTH MANAGEMENT

THIRTEEN FOUNDATION-IMA

2012 Tax Information

Account Number 10513333400

Page 105

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FED'L HOME LOAN MTGE CORP GRP	G11938F	3128M1BF5	477.44	09/19/11	11/15/12	\$477.44	\$512.65	\$-35.21
AT&T INC	T	00206R102	10	08/25/11	11/16/12	\$330.61	\$294.19	\$36.42
FHLMC POOL #A9-5160	A95160F	3129A3WV1	45703.04	09/19/11	11/21/12	\$48,602.33	\$47,745.38	\$856.95
FNMA POOL 962301 4.5% 3	962301A	31414CRW0	551.45	08/26/11	11/25/12	\$551.45	\$587.29	\$-35.84
FNMA POOL 962301 4.5% 3	962301A	31414CRW0	2757.23	09/19/11	11/25/12	\$2,757.23	\$2,953.68	\$-196.45
FEDERAL NAT'L MTGE ASSN POOL	888890A	31410GRK1	2380.7	08/26/11	11/25/12	\$2,380.70	\$2,681.26	\$-300.56
FNMA POOL #0AJ1758	AJ1758A	3138ASU2	6388.91	09/14/11	11/25/12	\$6,388.91	\$6,704.36	\$-315.45
FEDERAL NAT'L MTGE ASSN POOL	745948A	31403DWH8	3141.79	08/26/11	11/25/12	\$3,141.79	\$3,534.51	\$-392.72
FNMA POOL #0AL0219	AL0219A	3138EGG57	1654.1	10/20/11	11/25/12	\$1,654.10	\$1,680.98	\$-26.88
FNMA POOL #0975268	975268A	31414S6D0	9009.13	09/19/11	11/25/12	\$9,009.13	\$9,857.96	\$-848.83
FNMA POOL #0AH3519	AH3519A	3138A44D4	8556.15	09/19/11	11/25/12	\$8,556.15	\$8,957.22	\$-401.07
FNMA POOL 0AD2351	AD2351A	31418PTH8	758.03	11/14/11	11/25/12	\$758.03	\$797.35	\$-39.32
GILDAN ACTIVEWEAR INC SUB VTG	GIL	375916103	180	11/01/11	11/28/12	\$6,002.83	\$4,531.81	\$1,471.02
GILDAN ACTIVEWEAR INC SUB VTG	GIL	375916103	290	09/22/11	11/28/12	\$9,671.22	\$7,597.42	\$2,073.80
GILDAN ACTIVEWEAR INC SUB VTG	GIL	375916103	360	08/15/11	11/28/12	\$12,005.66	\$9,987.70	\$2,017.96
EATON CORPORATION COMMON	ETN	278058102	1470	01/01/01	12/05/12	\$75,932.82	\$67,447.86	\$8,484.96
EATON CORPORATION COMMON	ETN	278058102	1170	01/01/01	12/05/12	\$60,436.35	\$53,018.68	\$7,417.67
U.S. TREASURY NOTE 0.75% 9	UNIT13	912828NY2	230000	08/22/11	12/07/12	\$230,996.50	\$232,507.41	\$-1,510.91
AT&T INC	T 21	00206RAX0	25000	08/29/11	12/10/12	\$29,058.50	\$26,471.75	\$2,586.75
MORGAN STANLEY	MS 14	61748AAE6	30000	08/12/11	12/10/12	\$31,038.60	\$30,445.20	\$593.40
ORACLE CORP	ORCL18	68389XAC9	35000	08/22/11	12/10/12	\$42,946.75	\$42,331.80	\$614.95
ASTRAZENECA PLC	AZN 17	046353AB4	25000	09/13/11	12/10/12	\$30,536.75	\$30,083.25	\$453.50
CITIGROUP INC	C 14	172967CQ2	75000	08/11/11	12/10/12	\$78,869.25	\$75,362.25	\$3,507.00
VERIZON COMMUNICATIONS INC	VZ 18	92343VAL8	40000	08/22/11	12/10/12	\$48,229.60	\$46,628.00	\$1,601.60
FHLMG POOL #Q0-3517	Q03517F	3132GJSE0	235525.54	09/15/11	12/10/12	\$252,012.33	\$249,767.48	\$2,244.85
TSY INF LIX N/B	UNIT17	912828GD6	57367	08/17/11	12/10/12	\$66,998.21	\$66,888.19	\$110.02
US TREAS-CPI	UNIT21	912828QV5	51330	08/17/11	12/10/12	\$59,179.68	\$54,396.93	\$4,782.75
WACHOVIA CORP NEW	WFC 14	929903AJ1	30000	09/27/11	12/10/12	\$32,025.60	\$31,687.50	\$338.10



THIRTEEN FOUNDATION-IMA

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
GENERAL ELEC CAP COR 1.875% 9	GE 13	36962G4Q4	40000	08/17/11	12/10/12	\$40,398.00	\$40,552.00	\$-154.00
TIME WARNER CABLE INC	TWC 21	88732JAX6	35000	08/11/11	12/10/12	\$38,436.30	\$35,423.15	\$3,013.15
FNMA POOL 962301 4.5% 3	962301A	31414CRW0	5933.35	08/26/11	12/11/12	\$6,367.23	\$6,319.02	\$48.21
FNMA POOL 962301 4.5% 3	962301A	31414CRW0	38740.95	09/19/11	12/11/12	\$41,573.88	\$41,501.24	\$72.64
FNMA POOL 0AD2351	AD2351A	31418PTH8	17580.71	11/14/11	12/11/12	\$18,852.57	\$18,492.71	\$359.86
FNMA POOL #0AJ1758	AJ1758A	3138AS5U2	122171.55	09/14/11	12/11/12	\$129,616.38	\$128,203.77	\$1,412.61
UNITED STATES T-NOTE 2.25% 7	UNIT18	912828QY9	35000	10/27/11	12/12/12	\$37,810.80	\$36,130.80	\$1,680.00
U S TREASURY NOTE	UNIT21	912828RC6	55000	10/27/11	12/12/12	\$58,065.60	\$53,794.95	\$4,270.65
PRIVATE EXPT FDG CORP SER Z	PEFC19	742651DG4	100000	12/05/11	12/12/12	\$118,507.00	\$116,371.00	\$2,136.00
FNMA POOL #0AL0219	AL0219A	3138EGG57	134339.86	10/20/11	12/12/12	\$137,950.24	\$136,522.88	\$1,427.36
U S TREASURY NOTE	UNIT16	912828QX1	45000	09/13/11	12/12/12	\$46,736.57	\$46,394.10	\$342.47
PLAINS EXPL & PRODTN CO COM	PXP	726505100	320	11/09/11	12/12/12	\$14,371.23	\$11,288.26	\$3,082.97
PLAINS EXPL & PRODTN CO COM	PXP	726505100	530	08/25/11	12/12/12	\$23,802.35	\$14,886.85	\$8,915.50
PLAINS EXPL & PRODTN CO COM	PXP	726505100	700	08/15/11	12/12/12	\$31,437.07	\$22,902.60	\$8,534.47
U S TREASURY NOTE	UNIT16	912828QR4	75000	10/27/11	12/12/12	\$77,862.05	\$76,394.78	\$1,467.27
FHLMC POOL #Q0-3517	Q03517F	3132GJSE0	21614.67	09/15/11	12/15/12	\$21,614.67	\$22,921.68	\$-1,307.01
FHLMC POOL Q04584 4.5% 11	Q04584F	3132GKXM3	13642.18	11/07/11	12/15/12	\$13,642.18	\$14,462.84	\$-820.66
FHLMC GOLD A95828 4.5% 12	A95828F	312944PM7	181.15	11/15/11	12/15/12	\$181.15	\$191.57	\$-10.42
FHLMC POOL #G0-6222	G06222F	3128M8G73	9059.96	09/19/11	12/15/12	\$9,059.96	\$9,464.83	\$-404.87
FHLMC POOL #A9-5160	A95160F	312943WV1	1592.26	09/19/11	12/15/12	\$1,592.26	\$1,663.41	\$-71.15
FHLMC GOLD A95828 4.5% 12	A95828F	312944PM7	1388.83	11/15/11	12/15/12	\$1,388.83	\$1,469.56	\$-80.73
FHLMC GOLD A95828 4.5% 12	A95828F	312944PM7	241.54	09/16/11	12/15/12	\$241.54	\$257.24	\$-15.70
FHLMC GOLD G05938 5.0% 1	G05938F	3128M74X1	989.5	09/19/11	12/15/12	\$989.50	\$1,069.28	\$-79.78
FHLMC GOLD G04219 5.5% 4	G04219F	3128M6AU2	2478.32	09/19/11	12/15/12	\$2,478.32	\$2,704.85	\$-226.53
FHLMC GOLD G04719 5.5% 1	G04719F	3128M6SG4	1825.18	11/16/11	12/15/12	\$1,825.18	\$1,974.05	\$-148.87
FED'L HOME LOAN MTGE CORP GRP	G11938F	3128M1BF5	417.4	09/19/11	12/15/12	\$417.40	\$448.18	\$-30.78
FEDERAL NAT'L MTGE ASSN POOL	745948A	31403DWH8	2999.91	08/26/11	12/25/12	\$2,999.91	\$3,374.90	\$-374.99
FEDERAL NAT'L MTGE ASSN POOL	888890A	31410GRK1	2081.65	08/26/11	12/25/12	\$2,081.65	\$2,341.46	\$-259.81

BNY MELLON WEALTH MANAGEMENT
THIRTEEN FOUNDATION-IMA

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FNMA POOL #0AH3519	AH3519A	3138A44D4	6953.01	09/19/11	12/25/12	\$6,953.01	\$7,278.93	\$-325.92
FNMA POOL #0975268	975268A	31414S6D0	5797.52	09/19/11	12/25/12	\$5,797.52	\$6,343.75	\$-546.23
FNMA POOL #0AJ1758	AJ1758A	3138AS5U2	12703.56	09/14/11	12/25/12	\$12,703.56	\$13,330.80	\$-627.24
FNMA POOL #0AL0219	AL0219A	3138EGG57	8270.52	10/20/11	12/25/12	\$8,270.52	\$8,404.92	\$-134.40
FNMA POOL #0AD2351	AD2351A	31418PTH8	1994.02	11/14/11	12/25/12	\$1,994.02	\$2,097.46	\$-103.44
FNMA POOL 4.5% 3	962301A	31414CRW0	1814.85	08/26/11	12/25/12	\$1,814.85	\$1,932.81	\$-117.96
FED'L HOME LOAN MTGE CORP GRP G11938F		3128M1BF5	365.61	09/19/11	01/15/13	\$365.61	\$392.57	\$-26.96
FHLMC GOLD G04719	G04719F	3128M6SG4	1637.42	11/16/11	01/15/13	\$1,637.42	\$1,770.97	\$-133.55
FHLMC POOL Q04584	Q04584F	3132GKXM3	451.36	11/07/11	01/15/13	\$451.36	\$478.51	\$-27.15
FHLMC POOL #Q0-3517	Q03517F	3132GJSE0	8212.28	09/15/11	01/15/13	\$8,212.28	\$8,708.87	\$-496.59
FHLMC POOL #G0-6222	G06222F	3128M8G73	6335.57	09/19/11	01/15/13	\$6,335.57	\$6,618.69	\$-283.12
FHLMC GOLD A95828	A95828F	312944PM7	168.5	11/15/11	01/15/13	\$168.50	\$178.19	\$-9.69
FHLMC GOLD G04219	G04219F	3128M6AU2	3135.23	09/19/11	01/15/13	\$3,135.23	\$3,421.81	\$-286.58
FHLMC GOLD G05938	G05938F	3128M74X1	708.26	09/19/11	01/15/13	\$708.26	\$765.36	\$-57.10
FHLMC GOLD A95828	A95828F	312944PM7	224.67	09/16/11	01/15/13	\$224.67	\$239.27	\$-14.60
FHLMC GOLD A95828	A95828F	312944PM7	1291.85	11/15/11	01/15/13	\$1,291.85	\$1,366.94	\$-75.09
FNMA POOL #0975268	975268A	31414S6D0	4640.02	09/19/11	01/25/13	\$4,640.02	\$5,077.20	\$-437.18
FNMA POOL #0AH3519	AH3519A	3138A44D4	4856.51	09/19/11	01/25/13	\$4,856.51	\$5,084.16	\$-227.65
FEDERAL NAT'L MTGE ASSN POOL	888890A	31410GRK1	1954.83	08/26/11	01/25/13	\$1,954.83	\$2,201.63	\$-246.80
FEDERAL NAT'L MTGE ASSN POOL	745948A	31403DWH8	2134.39	08/26/11	01/25/13	\$2,134.39	\$2,401.19	\$-266.80
FNMA POOL #0AJ1758	AJ1758A	3138AS5U2	3022.52	09/14/11	01/25/13	\$3,022.52	\$3,171.76	\$-149.24

Total long term gain/loss from sales:

\$4,126,311.40

\$3,933,953.42

Net Long Term Gain

192,358

The Thirteen Foundation - Form 990-PF Part XV

Name	Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
40 Days For Life	10908 Couthouse Rd Ste 102229 Fredericksburg VA 22408	501(c)3	Operations	20,000
American Majority, Inc.	17341 Pickwick Drive Suite A Purcellville VA 20132	501(c)3	Operations	2,114,100
Assembly of Yahweh, 7th Day, Cisco, TX	P.O. Box 509 Cisco TX 76437	Church	Operations	395,000
Assembly of Yahweh, Eaton Rapids, MI	1017 N Gunnell Road Eaton Rapids MI 48827	Church	Operations	100,000
Calvary Baptist Church, Cisco, TX	PO Box 549 Cisco TX 76437	Church	Operations	5,000
Carbon Camp Corporation	PO Box 536 Carbon TX 76435	501(c)3	Operations	5,000
Center for Constitutional Law	256 S Occidental Blvd Los Angeles CA 90057	501(c)3	Operations	50,000
Church of Christ, Cisco, TX	PO Box 629 Cisco TX 76437	Church	Operations	5,000
Church of the Nazarene, Cisco, TX	PO Box 351 Cisco TX 76437	Church	Operations	5,000
Cisco Volunteer Fire Department	411 Conrad Hilton Cisco TX 76437	501(c)3	Operations	25,000
Cross Timbers Pregnancy Care Center, Inc.	PO Box 163 Stephenville TX 76401	501(c)3	Operations	15,000
Eastland County Crisis Center, Inc.	PO Box 1010 Eastland TX 76448	501(c)3	Operations	182,797
Eastland County e-Teen CBS	P.O. Box 126 Cisco TX 76437	501(c)3	Operations	5,000
Eastland County General Fund 91st District Drug Interdiction Agency	Eastland TX 76448	501(c)3	Operations	100,000
Eastland County Open Door	P O. Box 192 Cisco TX 76437	501(c)3	Operations	90,023
Eastland Volunteer Fire Department	414 S Seaman St Eastland TX 76448	501(c)3	Operations	25,000
Family Research Council, Inc	801 GSt NW Washington DC 20001	501(c)3	Operations	265,000
First Assembly of Yahvah, Emory, TX	806 RS CounlY_ Road 3330 Emory TX 75440	Church	Operations	12,000
First Baptist Church, Cisco, TX	700 West 18th Cisco TX 76437	Church	Operations	7,000
First Fruits Christian Fellowship, Gorman, TX	PO Box 344 Gorman TX 76454	Church	Operations	5,000
Focus on the Family	8655 Explorer Dr. Colorado Springs CO 80920	501(c)3	Operations	1,100,000
Franklin Center For Government And Public Integrity	547 S 7th Street176 Bismarck ND 58504	501(c)3	Operations	1,309,775
Gunsight Baptist Church, Eastland, TX	10674 Highway 183 Cisco TX 76448	Church	Operations	5,000
Hamilton County Care Net	423 N Manning Street Hamilton TX 76531	501(c)3	Operations	5,000
Heartbeat International, Inc	665 E Dublin Granville Rd, Ste. 440 Columbus OH 43229	501(c)3	Operations	25,000
Heartbeat of Miami, FL	301 Westward Drive Miami Springs FL 33166	501(c)3	Operations	10,000
The Heritage Foundation	214 Massachusens Ave NE Washington DC 20002	501(c)3	Operations	500,000
International Kingdom Builders Fellowship, Eastland, TX	400 S High Eastland TX 76448	Church	Operations	5,000
Kenya Mission	PO Bpx 51 Rocheport MO 65279	Mission	Operations	6,196
Liberty Counsel	P.O. Box 540774 Orlando FL 32854	501(c)3	Operations	500,000
Life Dynamics, Inc	P O. Box 2226 Denton TX 76202	501(c)3	Operations	725,000
Living Truth Church of God, Eastland, TX	1099 Lago Vista Blvd #111 Eastland TX 76448	Church	Operations	5,000
Media Revolution Ministries	PO Box 5052 Frisco TX 75035	501(c)3	Operations	2,242,857
Mountain Top Church, Cisco, TX	PO Box 269 Cisco TX 76437	Church	Operations	5,000
Revival of Faith Ministries	PO Box 70677 Nairobi Kenya East Africa	Mission	Operations	3,000
Rising Star Volunteer Fire Department	P.O. Box547 Rising Star TX 76471	501(c)3	Operations	25,000
River of Life Church, Eastland, TX	P O. Box 811 Eastland TX 76448	Church	Operations	5,000
Second Baptist Church, Ranger, TX	700 6th Street Cisco TX 76437	Church	Operations	5,000
Shalom Assembly of Yahweh	9843 Hoover Rd Rock Falls IL 61071	501(c)3	Operations	479,428
State Policy Network	2020 N 14th Street Arlington VA 22201	501(c)3	Operations	1,526,125
Texas Home School Coalition, Inc	P.O. Box 6747 Lubbock TX 79493	501(c)3	Operations	100,000
Texas Right to Life Committee Educational Fund	9800 Centre Pkwy Stc 200 Houston TX 77036	501(c)3	Operations	160,000
The Pentecostals of Eastland, Eastland, TX	PO Box 455 Eastland TX 76448	Church	Operations	5,000
The Solid Rock, Inc.	PO Box 1068 Eastland TX 76448	501(c)3	Operations	100,000
Yahweh's Assembly in Messiah, Rocheport, MO	401 Nonh Roby Farm Road Rocheport MO 65219	Church	Operations	100,000
Yahweh's Frystown Assembly, Frystown, PA	P O. Box245 Frystown PA 17067	Church	Operations	50,000
Yahweh's Restoration Ministry, Holts Summit, MO	P.O. Box463 Holts Summit MO 65043	Church	Operations	408,023
				12,841,324

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box...
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only...

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions The Thirteen Foundation	Employer identification number (EIN) or 27-6977311
	Number, street, and room or suite number. If a P.O. box, see instructions. 10235 Interstate 20	Social security number (SSN)
File by the due date for filing your return. See instructions.	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Eastland, TX 76448	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

• The books are in the care of ► Josh Wilks

Telephone No. ► 254-442-1057 FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box...
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box. If it is for part of the group, check this box. and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- calendar year 2012 or
- tax year beginning _____, 20____, and ending _____, 20____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	13,000.00
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	8,000.00
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	5,000.00

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box **X**
- Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

		Enter filer's identifying number, see instructions	
Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or	
	The Thirteen Foundation	27-6977311	
File by the extended due date for filing your return. See instructions.	Number, street, and room or suite number. If a P.O. box, see instructions.	Social security number (SSN)	
	Victor K. Munson, CPA 6060 N. Central Expwy., Suite 560		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	Dallas, TX 75206	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

- The books are in care of Josh Wilks
Telephone No. 254-442-1057-8178503600 FAX No. _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) .. _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 11/15, 2013.

5 For calendar year 2012, or other tax year beginning _____, 20____, and ending _____, 20____.

6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return Change in accounting period

7 State in detail why you need the extension.. Information necessary to file an accurate and timely return is not currently available. Therefore, additional time is respectfully requested to obtain the information to complete the tax return.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.....	8a \$	16,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.....	8b \$	16,000.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.....	8c \$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Victor Munson Title CPA Date 8/07/13

BAA FIFZ0502L 01/21/13 Form 8868 (Rev 1-2013)