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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning 8/1/2012 **, and ending** 7/31/2013

Name of foundation	A Employer identification number
THE JAMES H NAPIER FOUNDATION	13-6029883
Number and street (or P O box number if mail is not delivered to street address) / Room/suite	B Telephone number (see instructions)
Wells Fargo Bank N.A. Trust Tax Dept - PO Box 53456 MAC S4101-22G	(888) 730-4933
City or town, state, and ZIP code	C If exemption application is pending, check here ▶ ☐
Phoenix AZ 85072-3456	

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 3,381,279

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

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	95,082	95,082		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	109,625			
	b Gross sales price for all assets on line 6a 700,439				
	7 Capital gain net income (from Part IV, line 2)		109,625		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	204,707	204,707	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	11,250	8,438		2,812
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	50			50
	c Other professional fees (attach schedule)	25,547	25,547		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	699	699		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	4,056			4,056
	24 **Total operating and administrative expenses.** Add lines 13 through 23	41,602	34,684	0	6,918
	25 Contributions, gifts, grants paid	185,560			185,560
	26 **Total expenses and disbursements.** Add lines 24 and 25	227,162	34,684	0	192,478
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-22,455			
	b **Net investment income** (if negative, enter -0-)		170,023		
	c **Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions))		Beginning of year	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	107,789	138,888	138,888
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)	92,820		
	b Investments—corporate stock (attach schedule)	306,090		
	c Investments—corporate bonds (attach schedule)	874,663		
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,612,060	2,832,072	3,242,391
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,993,422	2,970,960	3,381,279
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,993,422	2,970,960	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	2,993,422	2,970,960	
	31 **Total liabilities and net assets/fund balances** (see instructions)	2,993,422	2,970,960	

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	2,993,422
2	Enter amount from Part I, line 27a	2	-22,455
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,970,967
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	7
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,970,960

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(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				0
b				0
c				0
d				0
e				0

	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				0
b				0
c				0
d				0
e				0

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	109,625
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	0

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))
2011	167,015	3,131,921	0 053327
2010	177,906	3,230,696	0 055067
2009	170,979	3,035,948	0 056318
2008	165,228	2,854,701	0 057879
2007	189,141	3,692,381	0.051225

2	**Total** of line 1, column (d)	2	0.273816
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 054763
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,224,675
5	Multiply line 4 by line 3	5	176,593
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,700
7	Add lines 5 and 6	7	178,293
8	Enter qualifying distributions from Part XII, line 4	8	192,478

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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	1,700
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,700
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	1,700
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 1,678		
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	1,678
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	22
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ **Refunded** ▶	11	0

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ▶ $ _____ (2) On foundation managers ▶ $ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ AZ			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933

Located at ▶ PO Box 53456 MAC S4101-22G Phoenix AZ ZIP+4 ▶ 85072-3456

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
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
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No		
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
		1b			X
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?	1c			X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes	☒ No		
	If "Yes," list the years ▶ 20_____, 20_____, 20_____, 20_____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b		N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20_____, 20_____, 20_____, 20_____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No		
b	If "Yes," did it have excess business holdings in 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)*	3b		N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a			X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b			X

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? . . .	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)? . . .		5b	N/A
	Organizations relying on a current notice regarding disaster assistance check here . . . ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . N/A ☐ Yes ☐ No *If "Yes," attach the statement required by Regulations section 53 4945–5(d)*			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870*		6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . .	☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? .		7b	N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A PO Box 53456 MAC S4101-22G Phoenix, AZ 8!	Trustee 4 00	11,250		

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
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	3,169,942
b	Average of monthly cash balances		1b	103,840
c	Fair market value of all other assets (see instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	3,273,782
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e		
2	Acquisition indebtedness applicable to line 1 assets		2	
3	Subtract line 2 from line 1d		3	3,273,782
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)		4	49,107
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	3,224,675
6	**Minimum investment return.** Enter 5% of line 5		6	161,234

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	161,234
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,700		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,700
3	Distributable amount before adjustments Subtract line 2c from line 1			3	159,534
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	159,534
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	159,534

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	192,478
b	Program-related investments—total from Part IX-B	1b	
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	192,478
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	1,700
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	190,778

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				159,534
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____				
3	Excess distributions carryover, if any, to 2012				
a	From 2007 8,750				
b	From 2008 21,678				
c	From 2009 21,177				
d	From 2010 21,013				
e	From 2011 12,251				
f	**Total** of lines 3a through e	84,869			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 192,478				
a	Applied to 2011, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2012 distributable amount				159,534
e	Remaining amount distributed out of corpus	32,944			
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e Subtract line 5	117,813			
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				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
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)				
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	8,750			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	109,063			
10	Analysis of line 9				
a	Excess from 2008 21,678				
b	Excess from 2009 21,177				
c	Excess from 2010 21,013				
d	Excess from 2011 12,251				
e	Excess from 2012 32,944				

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)

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 (a) 2012	Prior 3 years (b) 2011	(c) 2010	(d) 2009	(e) Total
					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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 of the person to whom applications should be addressed.

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 Attached Statement				
Total			▶ **3a**	185,560
b *Approved for future payment* NONE				
Total			▶ **3b**	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	95,082	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	109,625	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		204,707	0
13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations)				13	204,707

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	Not Applicable

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

John N Salerno SVP Wells Fargo Bank N.A — 12/5/2013 — SVP Wells Fargo Bank N.A

Signature of officer or trustee — Date — Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J CASTRIANO		12/5/2013		P01251603

Firm's name ▶ PricewaterhouseCoopers, LLP — Firm's EIN ▶ 13-4008324

Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777 — Phone no 412-355-6000

WELLS FARGO BANK, N.A.

Statement Regarding Reason for Amended Return

Trust Name:	JAMES H NAPIER FOUNDATION
EIN:	13-6029883
Tax Year Ending:	07/31/2013

The taxpayer has amended the 2012 to correctly report the 2011 overpayment credited to 2012.

Security Type	Account #	EIN	CUSIP	Asset Name	FMV	Units	Fed Cost
Invest - Corp Bonds	24096901	13-6029883	976656CA4	WISC ELEC POWER 6.000% 4/01/14	23818.57	23000	25842.34
Invest - Corp Bonds	24096901	13-6029883	459200GM7	IBM CORPORATION 7.625% 10/15/18	20417.6	16000	19924
Invest - Corp Bonds	24096901	13-6029883	10138MAH8	PEPSI BOTTLING GROUP 6.950% 3/15/14	18712.08	18000	20787.3
Invest - Corp Bonds	24096901	13-6029883	254687AW6	WALT DISNEY COMPANY 4.500% 12/15/13	19279.49	19000	20667.63
Invest - Corp Bonds	24096901	13-6029883	438516AY2	HONEYWELL INTERNATIO 3.875% 2/15/14	18325.8	18000	18583.38
Invest - Corp Bonds	24096901	13-6029883	26442EAA8	DUKE ENERGY OHIO INC 5.450% 4/01/19	24138.66	21000	25427.01
Invest - Corp Bonds	24096901	13-6029883	05531FAA1	BB&T CORPORATION 5.700% 4/30/14	18686.7	18000	19907.86
Invest - Corp Bonds	24096901	13-6029883	665859AK0	NORTHERN TRUST CORP 4.625% 5/01/14	2062.32	2000	2167.16
Invest - Corp Bonds	24096901	13-6029883	020002AX9	ALLSTATE CORP 7.450% 5/16/19	10098.4	8000	9749.12
Invest - Corp Bonds	24096901	13-6029883	91159HGR5	US BANCORP 4.200% 5/15/14	5152	5000	5368.75
Invest - Corp Bonds	24096901	13-6029883	693476BG7	PNC FUNDING CORP 4.250% 9/21/15	9636.12	9000	9387.54
Invest - Corp Bonds	24096901	13-6029883	90333WAB4	US BANK NA 6.300% 2/04/14	11312.29	11000	12214.62
Invest - Corp Bonds	24096901	13-6029883	912828MP2	US TREASURY NOTE 3.625% 2/15/20	55562.5	50000	52375.56
Invest - Corp Bonds	24096901	13-6029883	38141GDQ4	GOLDMAN SACHS GROUP 5.250% 10/15/13	9082.71	9000	9380.7
Invest - Corp Bonds	24096901	13-6029883	00206RAV4	AT&T INC 2.500% 8/15/15	19625.48	19000	19970.9
Invest - Corp Bonds	24096901	13-6029883	200340AL1	COMERICA INC 4.800% 5/01/15	6348.18	6000	6229.02
Invest - Corp Bonds	24096901	13-6029883	74254PAK8	PRINCIPAL LIFE INC 5.100% 4/15/14	11347.16	11000	11503.47
Invest - Corp Bonds	24096901	13-6029883	637432ML6	NATIONAL RURAL UTIL 1.900% 11/01/15	11290.51	11000	10634.36
Invest - Corp Bonds	24096901	13-6029883	36962G4T8	GENERAL ELEC CAP COR 2.250% 11/09/15	14352.52	14000	13446.3
Invest - Corp Bonds	24096901	13-6029883	911312AM8	UNITED PARCEL SERVIC 3.125% 1/15/21	18217.08	18000	19360.08
Invest - Corp Bonds	24096901	13-6029883	46625HBV1	JPMORGAN CHASE & CO 5.125% 9/15/14	13589.55	13000	13929.96
Invest - Corp Bonds	24096901	13-6029883	74432QAE5	PRUDENTIAL FINANCIAL 5.100% 9/20/14	19911.05	19000	20567.87
Invest - Corp Bonds	24096901	13-6029883	902973AV8	US BANCORP 3.442% 2/01/16	6296.28	6000	6061.32
Invest - Corp Bonds	24096901	13-6029883	857477AH6	STATE STREET CORP 2.875% 3/07/16	8389.6	8000	7949.84
Invest - Corp Bonds	24096901	13-6029883	3136FRGA5	VR FED NATL MTG AS 0.2362% 4/01/16	79989.6	80000	80000
Invest - Corp Bonds	24096901	13-6029883	913017BH1	UNITED TECHNOLOGIES 4.875% 5/01/15	20420.44	19000	20916.15
Invest - Corp Bonds	24096901	13-6029883	59156RAN8	METLIFE INC 5.000% 6/15/15	8604.08	8000	8604.64
Invest - Corp Bonds	24096901	13-6029883	69349LAC2	PNC BANK N A 4.875% 9/21/17	12213.85	11000	11900.68
Invest - Corp Bonds	24096901	13-6029883	912828RC6	US TREASURY NOTE 2.125% 8/15/21	83153.28	84000	83953.28
Invest - Corp Bonds	24096901	13-6029883	742718DV8	PROCTER & GAMBLE CO/ 1.450% 8/15/16	19371.26	19000	19349 79
Invest - Corp Bonds	24096901	13-6029883	084670BD9	BERKSHIRE HATHAWAY 1.900% 1/31/17	17299.2	17000	17506.77
Invest - Corp Bonds	24096901	13-6029883	06406JHB4	BANK NEW YORK CO INC 4.950% 3/15/15	8525.12	8000	8741.52
Invest - Corp Bonds	24096901	13-6029883	912828SV3	US TREASURY NOTE 1.750% 5/15/22	33115.95	35000	34562.5
Invest - Corp Bonds	24096901	13-6029883	064058AA8	BANK OF NEW YORK MEL 1.969% 6/20/17	8032	8000	8227.04
Invest - Corp Bonds	24096901	13-6029883	200339CG2	COMERICA BANK 5.750% 11/21/16	12517.67	11000	12156.98
Invest - Corp Bonds	24096901	13-6029883	693476BB8	PNC FUNDING CORP 5.625% 2/01/17	12254.22	11000	12008.81
Invest - Corp Bonds	24096901	13-6029883	912828TR1	US TREASURY NOTE 1.000% 9/30/19	12410.97	13000	12948.2
Invest - Corp Bonds	24096901	13-6029883	87612EAP1	TARGET CORP 5.375 5/ 5.375% 5/01/17	20532.6	18000	20357.28
Invest - Corp Bonds	24096901	13-6029883	494368BB8	KIMBERLY-CLARK 6.125% 8/01/17	19874.02	17000	19960.72
Invest - Corp Bonds	24096901	13-6029883	867914AZ6	SUNTRUST BANKS 6.000% 9/11/17	12629.32	11000	11733.37
Invest - Corp Bonds	24096901	13-6029883	191216AK6	COCA-COLA CO 5.350% 11/15/17	18419.84	16000	18104.8
Invest - Corp Bonds	24096901	13-6029883	912828VB3	US TREASURY NOTE 1.750% 5/15/23	49157.5	53000	49612.97

Invest - Corp Bonds	24096901	13-6029883	693304AL1	PECO ENERGY CO 5.350% 3/01/18	24296.58	21000	23311.89
Invest - Corp Bonds	24096901	13-6029883	665772CD9	NORTHERN STATES PWR- 5.250% 3/01/18	24125.01	21000	23005.29
Invest - Corp Bonds	24096901	13-6029883	209111ET6	CONS EDISON CO OF NY 5.850% 4/01/18	23366.2	20000	24460 6
Invest - Corp Bonds	24096901	13-6029883	665859AJ3	NORTHERN TRUST CORP 5.500% 8/15/13	8011.68	8000	8798.72
Invest - Corp Bonds	24096901	13-6029883	59156RAR9	METLIFE INC 6.817% 8/15/18	12206 8	10000	11569.5
Invest - Corp Stock	24096900	13-6029883	008252108	AFFILIATED MANAGERS GROUP, INC COM	14608.35	81	8094.12
Invest - Corp Stock	24096900	13-6029883	009363102	AIRGAS INC COM	4541 24	44	3634.43
Invest - Corp Stock	24096900	13-6029883	031100100	AMETEK INC COM	5414.76	117	3137.14
Invest - Corp Stock	24096900	13-6029883	038336103	APTARGROUP INC COM	7941.04	136	6549.21
Invest - Corp Stock	24096900	13-6029883	090572207	BIO RAD LABS INC CL A	9881.19	81	8643.28
Invest - Corp Stock	24096900	13-6029883	142339100	CARLISLE COS INC	8670.72	128	5189.32
Invest - Corp Stock	24096900	13-6029883	171340102	CHURCH & DWIGHT INC	7070.7	111	3969.06
Invest - Corp Stock	24096900	13-6029883	178566105	CITY NATL CORP COM	10151.38	146	8352.98
Invest - Corp Stock	24096900	13-6029883	179895107	CLARCOR INC	8082.06	147	6736.72
Invest - Corp Stock	24096900	13-6029883	198516106	COLUMBIA SPORTSWEAR CO COM	5032.56	78	4430.48
Invest - Corp Stock	24096900	13-6029883	217204106	COPART INC COM	3446.06	106	1984.85
Invest - Corp Stock	24096900	13-6029883	229899109	CULLEN FROST BANKERS INC COM	4394.44	61	3569.88
Invest - Corp Stock	24096900	13-6029883	249030107	DENTSPLY INTL INC COM	11363.2	265	9525.38
Invest - Corp Stock	24096900	13-6029883	257651109	DONALDSON CO INC	3951.25	109	3796.03
Invest - Corp Stock	24096900	13-6029883	262037104	DRIL-QUIP INC COM	4181.86	46	3298.09
Invest - Corp Stock	24096900	13-6029883	294429105	EQUIFAX INC	8915.43	141	5037.38
Invest - Corp Stock	24096900	13-6029883	302445101	FLIR SYS INC COM	6851.17	211	5887.94
Invest - Corp Stock	24096900	13-6029883	303075105	FACTSET RESH SYS INC COM	6223.26	57	5286.85
Invest - Corp Stock	24096900	13-6029883	303250104	FAIR ISSAC, INC	10341.72	207	5031.55
Invest - Corp Stock	24096900	13-6029883	371901109	GENTEX CORP	7309.44	324	7971.2
Invest - Corp Stock	24096900	13-6029883	384109104	GRACO INC	6768.66	97	3932.13
Invest - Corp Stock	24096900	13-6029883	404132102	HCC INS HLDGS INC COM	13937.89	313	9240.13
Invest - Corp Stock	24096900	13-6029883	426281101	HENRY JACK & ASSOC INC COM	6423.9	133	3960.56
Invest - Corp Stock	24096900	13-6029883	445658107	HUNT J B TRANS SVCS INC	7193.28	96	4033.06
Invest - Corp Stock	24096900	13-6029883	45167R104	IDEX CORP	9901.9	166	6406.6
Invest - Corp Stock	24096900	13-6029883	45168D104	IDEXX CORP	4213.57	43	3873.23
Invest - Corp Stock	24096900	13-6029883	469814107	JACOBS ENGR GROUP INC	8465.6	143	6540.12
Invest - Corp Stock	24096900	13-6029883	497266106	KIRBY CORP	11064.26	131	6289.88
Invest - Corp Stock	24096900	13-6029883	570535104	MARKEL HOLDINGS	18550	35	13646.56
Invest - Corp Stock	24096900	13-6029883	592688105	METTLER-TOLEDO INTL INC	5294.4	24	3626.88
Invest - Corp Stock	24096900	13-6029883	675232102	OCEANEERING INTL INC	7217.01	89	3452.18
Invest - Corp Stock	24096900	13-6029883	696429307	PALL CORP	3777.84	54	2500.64
Invest - Corp Stock	24096900	13-6029883	784117103	SEI INVESTMENT COMPANY	8503.09	269	6249.8
Invest - Corp Stock	24096900	13-6029883	806407102	SCHEIN HENRY INC	12148.11	117	7482.93
Invest - Corp Stock	24096900	13-6029883	366651107	GARTNER INC	5340.89	89	4981.81
Invest - Corp Stock	24096900	13-6029883	92220P105	VARIAN MED SYS INC	5727.5	79	5304.67
Invest - Corp Stock	24096900	13-6029883	03662Q105	ANSYS INC	10139.68	127	6910.59
Invest - Corp Stock	24096900	13-6029883	002535300	AARON'S INC	5359.42	187	3916.77

Invest - Corp Stock	24096900	13-6029883	904214103	UMPQUA HOLDINGS CORP	7274.88	432	5015.64
Invest - Corp Stock	24096900	13-6029883	00508Y102	ACUITY BRANDS (HOLDING CO) INC RR.	9255.5	107	5775.69
Invest - Corp Stock	24096900	13-6029883	143130102	CARMAX INC	7012.72	143	4523.8
Invest - Corp Stock	24096900	13-6029883	501889208	LKQ CORP	14416.71	553	7329.38
Invest - Corp Stock	24096900	13-6029883	09227Q100	BLACKBAUD INC	8597.05	245	6424.96
Invest - Corp Stock	24096900	13-6029883	67103H107	O'REILLY AUTOMOTIVE INC	4761.4	38	2395.61
Invest - Corp Stock	24096900	13-6029883	617700109	MORNINGSTAR INC	14558.02	191	10107.57
Invest - Corp Stock	24096900	13-6029883	893641100	TRANSDIGM GROUP INC	3614.75	25	2699.26
Invest - Corp Stock	24096900	13-6029883	79546E104	SALLY BEAUTY CO INC	11685.33	383	6528.4
Invest - Corp Stock	24096900	13-6029883	96208T104	WEX INC	4086.18	47	2198.57
Invest - Corp Stock	24096900	13-6029883	83421A104	SOLERA HOLDINGS INC	4780.44	84	4428.06
Invest - Other	24096900	13-6029883	345550107	FOREST CITY ENTERPRISES INC CL A	5799.12	331	5260.23
Invest - Other	24096901	13-6029883	3138A7G69	FNMA POOL #AH5620 4.000% 2/01/26	50537.07	47712.94	48697.02
Invest - Other	24096901	13-6029883	3138ECTY9	FNMA POOL #AK7766 2.500% 3/01/27	22797.16	22783.95	23335.74
Invest - Other	24096902	13-6029883	64128K868	NEUBERGER BERMAN HI IN B-INS #1820	169216.57	17849.849	169185.61
Invest - Other	24096903	13-6029883	72200Q182	PIMCO ALL AST ALL AUTH INST #1860	94933.33	9234.76	101617.51
Invest - Other	24096903	13-6029883	47804A122	JOHN HANCOCK II-ALT A/A-I	101697.4	6890.068	100870.6
Invest - Other	9540899331	13-6029883	464287200	ISHARES CORE S & P 500 ETF	726352.2	4284	490849.95
Invest - Other	9540899331	13-6029883	464287465	ISHARES MSCI EAFE ETF	403319.05	6683	325595.66
Invest - Other	9540899331	13-6029883	464287564	ISHARES COHEN & STEERS REIT ETF	99731.88	1234	73854.57
Invest - Other	9540899331	13-6029883	922042858	VANGUARD FTSE EMERGING MARKETS ETF	183894.48	4708	221159.17
Invest - US & State	24096901	13-6029883	493268BL9	VR KEYCORP STUDENT 0.561% 10/25/32	7900.79	8058.82	7577.43
Invest - US & State	24096901	13-6029883	05522RAS7	BANK OF AMERICA CRED 5.170% 6/15/19	39597.25	35000	38696.88
Invest - US & State	24096901	13-6029883	15200MAA5	CENTERPOINT ENERGY 4.192% 2/01/20	12411.08	11791.33	12642.52
Invest - US & State	24096901	13-6029883	64032JAD8	VR NELNET STUDENT 1.781% 4/25/24	19581.59	19000	19599.69
				TOTAL OTHER INVESTMENTS	**3242390.62**		**2832071.54**
Savings & Temp Inv	24096900	13-6029883	VP7000228	WF ADV HERITAGE MM FD-INSTL #3106	21853.52	21853.52	21853.52
Savings & Temp Inv	24096901	13-6029883	VP7000228	WF ADV HERITAGE MM FD-INSTL #3106	21075.31	21075.31	21075.31
Savings & Temp Inv	24096902	13-6029883	VP7000228	WF ADV HERITAGE MM FD-INSTL #3106	36.04	36.04	36.04
Savings & Temp Inv	24096903	13-6029883	VP7000228	WF ADV HERITAGE MM FD-INSTL #3106	69.78	69.78	69.78
Savings & Temp Inv	9540899322	13-6029883	VP7000228	WF ADV HERITAGE MM FD-INSTL #3106	79364.32	79364.32	79364.32
Savings & Temp Inv	9540899331	13-6029883	VP7000228	WF ADV HERITAGE MM FD-INSTL #3106	16488 81	16488.81	16488.81
				TOTAL CASH, SAVINGS, AND TEMP INV	**138887.78**		**138887.78**
				GRAND TOTAL	**3381278.4**		**2970959.32**

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
AUGUSTA CURTIS CULTURAL CENTER
Street
175 EAST MAIN STREET

City	State	Zip Code	Foreign Country
MERIDEN	CT	06450	

Relationship	Foundation Status
NONE	501 (C)(1) PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL SUPPORT GRANT	5,000

Name
CONCEPTS FOR ADVAPTIVE LEARNING
Street
PO BOX 8265

City	State	Zip Code	Foreign Country
NEW HAVEN	CT	06530	

Relationship	Foundation Status
NONE	501 (C)(1) PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL SUPPORT GRANT	5,200

Name
LITERACY VOLUNTEERS OF GREATER NEW HAVEN
Street
1 LONG WHARF DRIVE

City	State	Zip Code	Foreign Country
NEW HAVEN	CT	06511	

Relationship	Foundation Status
NONE	501 (C)(1) PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL SUPPORT GRANT	6,000

Name
MERIDEN CHILDREN FIRST
Street
105 MILLER STREET

City	State	Zip Code	Foreign Country
MERIDEN	CT	06450	

Relationship	Foundation Status
NONE	501 (C)(1) PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL SUPPORT GRANT	30,000

Name
UNITED WAY OF MERIDEN AND WALLINGFORD
Street
35 PLEASANT STREET

City	State	Zip Code	Foreign Country
MERIDEN	CT	06450	

Relationship	Foundation Status
NONE	501 (C)(1) PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL SUPPORT GRANT	30,300

Name
BEAT THE STREET COMMUNITY CENTER
Street
121 SOUTH COLONY STREET

City	State	Zip Code	Foreign Country
MERIDEN	CT	06450	

Relationship	Foundation Status
NONE	501 (C)(1) PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL SUPPORT GRANT	7,500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name GIRLS INC				
Street 130 LINCOLN STREET				
City MERIDEN		**State** CT	**Zip Code** 06451	**Foreign Country**
Relationship NONE	**Foundation Status** 501 (C)(1) PUBLIC CHARITY			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 5,000

Name OPERATIONAL FUEL				
Street 1 REGENCY DRIVE				
City BLOOMINGFIELD		**State** CT	**Zip Code** 06002	**Foreign Country**
Relationship NONE	**Foundation Status** 501 (C)(1) PUBLIC CHARITY			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 5,000

Name GOOD NEWS CHRISTIAN CHURCH				
Street 46 JOHN STREET				
City WALLINGFORD		**State** CT	**Zip Code** 06492	**Foreign Country**
Relationship NONE	**Foundation Status** 501 (C)(1) PUBLIC CHARITY			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 1,000

Name SPANISH COMMUNITY OF WALLINGFORD				
Street 284 WASHINGTON STREET				
City WALLINGFORD		**State** CT	**Zip Code** 06492	**Foreign Country**
Relationship NONE	**Foundation Status** 501 (C)(1) PUBLIC CHARITY			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 2,000

Name CAMPERSHIP FUND				
Street PO BOX 2090				
City WATERBURY		**State** CT	**Zip Code** 06722	**Foreign Country**
Relationship NONE	**Foundation Status** 501 (C)(1) PUBLIC CHARITY			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 5,000

Name BOYS & GIRLS CLUB OF MERIDEN CONNECTICUT				
Street 15 LINCOLN ST				
City MERIDEN		**State** CT	**Zip Code** 06451	**Foreign Country**
Relationship NONE	**Foundation Status** 501 (C)(1) PUBLIC CHARITY			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 19,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
MERIDEN SOUP KITCHEN
Street
PO BOX 2138

City	State	Zip Code	Foreign Country
MERIDEN	CT	06450	

Relationship	Foundation Status	Amount
NONE	501 (C)(1) PUBLIC CHARITY	
Purpose of grant/contribution		
GENERAL SUPPORT GRANT		5,000

Name
MY CITY KITCHEN
Street
384 PRATT STREET

City	State	Zip Code	Foreign Country
MERIDEN	CT	06450	

Relationship	Foundation Status	Amount
NONE	501 (C)(1) PUBLIC CHARITY	
Purpose of grant/contribution		
GENERAL SUPPORT GRANT		10,475

Name
MASTER'S MANNA
Street
46 N PLAINS INDUSTRIAL ROAD

City	State	Zip Code	Foreign Country
WALLINGFORD	CT	06492	

Relationship	Foundation Status	Amount
NONE	501 (C)(1) PUBLIC CHARITY	
Purpose of grant/contribution		
GENERAL SUPPORT GRANT		6,500

Name
MERIDEN-WALLINGFORD CHRYSALIS
Street
14 W MAIN ST #103

City	State	Zip Code	Foreign Country
MERIDEN	CT	06451	

Relationship	Foundation Status	Amount
NONE	501 (C)(1) PUBLIC CHARITY	
Purpose of grant/contribution		
GENERAL SUPPORT GRANT		10,000

Name
THE UNIVERSITY OF CONNECTICUT FOUNDATION
Street
2390 ALUMNI DRIVE

City	State	Zip Code	Foreign Country
STORRS	CT	06269-3206	

Relationship	Foundation Status	Amount
NONE	501 (C)(1) PUBLIC CHARITY	
Purpose of grant/contribution		
GENERAL SUPPORT GRANT		1,600

Name
FIRST UNITED METHODIST CHURCH
Street
263 W 86TH STREET

City	State	Zip Code	Foreign Country
NEW YORK	NY	10024	

Relationship	Foundation Status	Amount
NONE	501 (C)(1) PUBLIC CHARITY	
Purpose of grant/contribution		
GENERAL SUPPORT GRANT		1,235

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name CONNECTICUT CHORAL SOCIETY				
Street PO BOX 42				
City SOUTHBURY		**State** CT	**Zip Code** 06488-0042	**Foreign Country**
Relationship NONE	**Foundation Status** 501 (C)(1) PUBLIC CHARITY			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 250

Name ADELBROOK				
Street 52 MISSIONARY ROAD				
City CROMWELL		**State** CT	**Zip Code** 06416	**Foreign Country**
Relationship NONE	**Foundation Status** 501 (C)(1) PUBLIC CHARITY			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 2,500

Name COUNCIL OF NEIGHBORHOODS				
Street				
City MERIDEN		**State** CT	**Zip Code** 06450	**Foreign Country**
Relationship NONE	**Foundation Status** 501 (C)(1) PUBLIC CHARITY			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 1,500

Name FRANCISCAN HOME CARE & HOSPICE				
Street 267 FINCH AVE				
City MERIDEN		**State** CT	**Zip Code** 06451	**Foreign Country**
Relationship NONE	**Foundation Status** 501 (C)(1) PUBLIC CHARITY			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 10,000

Name WALLINGFORD SYMPHONY				
Street				
City WALLINGFORD		**State** CT	**Zip Code** 06492	**Foreign Country**
Relationship NONE	**Foundation Status** 501 (C)(1) PUBLIC CHARITY			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 2,000

Name DRY DOCK, INC.				
Street 2 QUINNIPIAC STREET				
City WALLINGFORD		**State** CT	**Zip Code** 06492	**Foreign Country**
Relationship NONE	**Foundation Status** 501 (C)(1) PUBLIC CHARITY			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 3,500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
CITY OF MERIDEN
Street
142 EAST MAIN STREET

City	State	Zip Code	Foreign Country
MERIDEN	CT	06450	

Relationship	Foundation Status
NONE	501 (C)(1) PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL SUPPORT GRANT	10,000

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	101
Short Term CG Distributions	0

	Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses		700,439	590,814	109,625
Other sales		0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation	Adjustments	Net Gain or Loss
1	X	WILEY JOHN & SONS INC	968223206			8/23/2011		5/22/2013	472	551				0	-79
2	X	WILEY JOHN & SONS INC	968223206			1/18/2012		5/22/2013	1,063	1,239				0	-176
3	X	WILEY JOHN & SONS INC	968223206			3/28/2012		5/22/2013	236	275				0	-39
4	X	PRINCIPAL LIFE INC 5 300%	74254PYE6			3/1/2011		4/24/2013	11,000	11,909				0	-909
5	X	SEI INVESTMENT COMPANY	784117103			1/12/2011		2/4/2013	1,931	1,573				0	358
6	X	SALLY BEAUTY CO INC	79546E104			1/12/2011		2/4/2013	1,412	903				0	509
7	X	SCHEIN HENRY INC	806407102			1/12/2011		2/4/2013	1,568	1,151				0	417
8	X	SOLERA HOLDINGS INC	83421A104			7/21/2011		2/4/2013	767	738				0	29
9	X	PSNH FDG LLC 6 480% 5	69363YAC5			6/16/2011		8/1/2012	2,320	2,454				0	-134
10	X	PSNH FDG LLC 6 480% 5	69363YAC5			6/16/2011		11/1/2012	2,519	2,664				0	-145
11	X	PSNH FDG LLC 6 480% 5	69363YAC5			6/16/2011		2/1/2013	2,436	2,576				0	-140
12	X	TRANSDIGM GROUP INC	893641100			2/3/2012		10/5/2012	1,055	756				0	299
13	X	US TREASURY NOTE 3 625	912828MP2			1/18/2011		4/3/2013	3,497	3,143				0	354
14	X	US TREASURY NOTE 3 625	912828MP2			1/18/2011		6/27/2013	49,105	46,090				0	3,015
15	X	VANGUARD FTSE EMERGING	922042858			1/7/2011		2/4/2013	11,548	12,313				0	-765
16	X	VERISK ANALYTICS INC	92345Y106			1/12/2011		2/4/2013	1,429	858				0	571
17	X	VERISK ANALYTICS INC	92345Y106			1/12/2011		4/23/2013	1,619	891				0	728
18	X	VERISK ANALYTICS INC	92345Y106			3/1/2011		4/23/2013	4,437	2,443				0	1,994
19	X	WEX INC	96208T104			8/2/2011		2/4/2013	791	468				0	323
20	X	WILEY JOHN & SONS INC	968223206			1/12/2011		2/4/2013	1,845	2,203				0	-358
21	X	WILEY JOHN & SONS INC	968223206			1/12/2011		3/6/2013	1,609	2,020				0	-411
22	X	WILEY JOHN & SONS INC	968223206			1/12/2011		3/27/2013	884	1,056				0	-172
23	X	WILEY JOHN & SONS INC	968223206			1/12/2011		3/28/2013	1,590	1,882				0	-292
24	X	WILEY JOHN & SONS INC	968223206			7/22/2011		3/28/2013	388	459				0	-71
25	X	WILEY JOHN & SONS INC	968223206			7/22/2011		5/22/2013	197	230				0	-33
26	X	AARON'S INC	002535300			1/12/2011		2/4/2013	832	586				0	246
27	X	ACUITY BRANDS (HOLDING C	00508Y102			1/12/2011		2/4/2013	760	594				0	166
28	X	AFFILIATED MANAGERS GRO	008252108			1/12/2011		9/19/2012	1,515	1,199				0	316
29	X	AFFILIATED MANAGERS GRO	008252108			1/12/2011		2/4/2013	1,718	1,199				0	519
30	X	AFFILIATED MANAGERS GRO	008252108			1/12/2011		7/17/2013	1,751	999				0	752
31	X	AMERICAN EXPRESS 4 875	025816AQ2			2/8/2011		7/15/2013	9,000	9,614				0	-614
32	X	AMERICAN EXPRESS CO 8.12	025816BB4			1/19/2011		11/20/2012	13,759	12,463				0	1,296
33	X	AMETEK INC COM	031100100			1/12/2011		2/4/2013	1,142	751				0	391
34	X	AMETEK INC COM	031100100			1/12/2011		4/17/2013	3,493	2,333				0	1,160
35	X	ANSYS INC	03662Q105			1/12/2011		9/19/2012	1,100	816				0	284
36	X	BARCLAYS BANK PLC 3 900	06739GBB4			2/9/2011		1/17/2013	12,739	12,286				0	453
37	X	BARCLAYS BANK PLC 3 900	06739GBB4			1/12/2012		1/17/2013	5,308	5,119				0	189
38	X	BERKSHIRE HATHAWAY 4 62	084664AD3			3/4/2011		1/17/2013	8,247	8,674				0	-427
39	X	BIO RAD LABS INC CL A	090572207			1/12/2011		2/4/2013	1,146	1,067				0	79
40	X	CARLISLE COS INC	142339100			1/12/2011		2/4/2013	1,363	851				0	512
41	X	CARMAX INC	143130102			1/12/2011		2/4/2013	1,166	949				0	217
42	X	CENTERPOINT ENERGY 4.19	15200MAA5			1/28/2011		8/1/2012	1,317	1,412				0	-95
43	X	CENTERPOINT ENERGY 4.19	15200MAA5			1/28/2011		2/1/2013	1,646	1,765				0	-119
44	X	CHURCH & DWIGHT INC	171340102			1/12/2011		2/4/2013	1,055	644				0	411
45	X	CLARCOR INC	179895107			8/12/2011		2/4/2013	505	458				0	47
46	X	COPART INC COM	217204106			1/12/2011		2/4/2013	1,967	1,049				0	918
47	X	DENTSPLY INTL INC COM	249030107			1/12/2011		2/4/2013	588	503				0	85
48	X	DRIL-QUIP INC COM	262037104			1/12/2011		2/4/2013	893	789				0	104
49	X	EQUIFAX INC	294429105			1/12/2011		10/5/2012	1,035	750				0	285
50	X	EQUIFAX INC	294429105			1/12/2011		2/4/2013	1,770	1,072				0	698
51	X	FLIR SYS INC COM	302445101			1/12/2011		8/8/2012	2,501	3,321				0	-820
52	X	FAIR ISSAC, INC	303250104			1/12/2011		2/4/2013	492	267				0	225
53	X	FNMA POOL AH5620 4 000%	3138A7G69			2/11/2011		8/25/2012	2,131	2,175				0	-44
54	X	FNMA POOL AH5620 4 000%	3138A7G69			2/11/2011		9/25/2012	2,652	2,707				0	-55
55	X	FNMA POOL AH5620 4 000%	3138A7G69			2/11/2011		10/25/2012	1,992	2,033				0	-41
56	X	FNMA POOL AH5620 4 000%	3138A7G69			2/11/2011		11/25/2012	2,924	2,984				0	-60
57	X	FNMA POOL AH5620 4 000%	3138A7G69			2/11/2011		12/25/2012	1,881	1,920				0	-39
58	X	FNMA POOL #AH5620 4 000%	3138A7G69			2/11/2011		2/25/2013	2,810	2,868				0	-58
59	X	FNMA POOL #AH5620 4 000%	3138A7G69			2/11/2011		3/25/2013	2,148	2,192				0	-44
60	X	FNMA POOL #AH5620 4 000%	3138A7G69			2/11/2011		4/25/2013	2,252	2,299				0	-47
61	X	FNMA POOL #AH5620 4 000%	3138A7G69			2/11/2011		5/25/2013	1,712	1,748				0	-36
62	X	FNMA POOL #AH5620 4 000%	3138A7G69			2/11/2011		6/25/2013	1,676	1,711				0	-35
63	X	FNMA POOL #AH5620 4 000%	3138A7G69			2/11/2011		7/25/2013	1,683	1,718				0	-35
64	X	FNMA POOL AK7766 2 500%	3138ECTY9			3/12/2012		8/25/2012	330	338				0	-8
65	X	FNMA POOL AK7766 2 500%	3138ECTY9			3/12/2012		9/25/2012	579	594				0	-15
66	X	FNMA POOL AK7766 2 500%	3138ECTY9			3/12/2012		10/25/2012	438	448				0	-10
67	X	FNMA POOL AK7766 2 500%	3138ECTY9			3/12/2012		11/25/2012	672	688				0	-16
68	X	FNMA POOL AK7768 2 500%	3138ECTY9			3/12/2012		12/25/2012	700	717				0	-17

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	101
Short Term CG Distributions	0

	Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses		700,439	590,814	109,625
Other sales		0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation	Adjustments	Net Gain or Loss
69	X	FNMA POOL #AK7766 2 500%	3138ECTY9			3/12/2012		2/25/2013	571	585				0	-14
70	X	FNMA POOL #AK7766 2 500%	3138ECTY9			3/12/2012		3/25/2013	439	449				0	-10
71	X	FNMA POOL #AK7766 2 500%	3138ECTY9			3/12/2012		4/25/2013	511	524				0	-13
72	X	FNMA POOL #AK7766 2 500%	3138ECTY9			3/12/2012		5/25/2013	467	478				0	-11
73	X	FNMA POOL #AK7766 2 500%	3138ECTY9			3/12/2012		6/25/2013	585	599				0	-14
74	X	FNMA POOL #AK7766 2 500%	3138ECTY9			3/12/2012		7/25/2013	485	497				0	-12
75	X	KIRBY CORP	497266106			1/12/2011		2/4/2013	2,962	2,017				0	945
76	X	LKQ CORP	501889208			1/12/2011		10/5/2012	754	478				0	276
77	X	LKQ CORP	501889208			1/12/2011		11/26/2012	1,621	919				0	702
78	X	LKQ CORP	501889208			1/12/2011		2/4/2013	634	343				0	291
79	X	LKQ CORP	501889208			1/12/2011		5/21/2013	2,369	1,233				0	1,136
80	X	MARKEL HOLDINGS	570535104			1/12/2011		10/5/2012	918	780				0	138
81	X	MARKEL HOLDINGS	570535104			1/12/2011		2/4/2013	958	780				0	178
82	X	MORNINGSTAR INC	617700109			1/12/2011		2/4/2013	1,218	953				0	265
83	X	NEUBERGER BERMAN HI IN E	64128K868			1/6/2011		8/2/2012	6,175	6,205				5	-25
84	X	NEUBERGER BERMAN HI IN E	64128K868			1/4/2011		10/25/2012	37	37				0	0
85	X	NEUBERGER BERMAN HI IN E	64128K868			1/4/2011		11/8/2012	149	148				0	1
86	X	NEUBERGER BERMAN HI IN E	64128K868			1/4/2011		1/22/2013	38	37				0	1
87	X	NEUBERGER BERMAN HI IN E	64128K868			1/4/2011		2/4/2013	321	317				0	4
88	X	NEUBERGER BERMAN HI IN E	64128K868			1/6/2011		2/4/2013	1,659	1,640				0	19
89	X	NEUBERGER BERMAN HI IN E	64128K868			1/6/2011		2/11/2013	153	151				0	2
90	X	NEUBERGER BERMAN HI IN E	64128K868			1/6/2011		4/22/2013	39	38				0	1
91	X	NEUBERGER BERMAN HI IN E	64128K868			1/6/2011		5/9/2013	153	148				0	5
92	X	NEUBERGER BERMAN HI IN E	64128K868			1/6/2011		6/10/2013	95	95				0	0
93	X	NEUBERGER BERMAN HI IN E	64128K868			1/6/2011		7/18/2013	62	62				0	0
94	X	O'REILLY AUTOMOTIVE INC	67103H107			1/12/2011		2/4/2013	1,111	757				0	354
95	X	O'REILLY AUTOMOTIVE INC	67103H107			1/12/2011		4/23/2013	4,213	2,648				0	1,565
96	X	OCEANEERING INTL INC	675232102			1/12/2011		2/4/2013	1,063	659				0	404
97	X	PSNH FDG LLC 6 480% 5	69363YAC5			6/16/2011		5/1/2013	2,547	2,694				0	-147
98	X	PALL CORP	696429307			8/22/2011		2/4/2013	545	370				0	175
99	X	PIMCO ALL AST ALL AUTH INS	72200Q182			4/5/2013		5/9/2013	182	179				0	3
100	X	FOREST CITY ENTERPRISES	345550107			1/12/2011		2/4/2013	739	699				0	40
101	X	GENTEX CORP	371901109			4/25/2011		2/4/2013	806	1,033				0	-227
102	X	GENTEX CORP	371901109			4/25/2011		7/25/2013	800	886				0	-86
103	X	GENTEX CORP	371901109			6/22/2011		7/25/2013	577	640				0	-63
104	X	GOLDMAN SACHS GROUP 5	38144LAC4			1/19/2011		11/1/2012	9,000	9,656				0	-656
105	X	GRACO INC	384109104			1/12/2011		2/4/2013	629	446				0	183
106	X	HCC INS HLDGS INC COM	404132102			1/12/2011		10/5/2012	1,337	1,122				0	215
107	X	HCC INS HLDGS INC COM	404132102			1/12/2011		2/4/2013	1,228	945				0	283
108	X	HENRY JACK & ASSOC INC C	426281101			1/12/2011		2/4/2013	1,252	893				0	359
109	X	HONEYWELL INTERNATIO 4 2	438516AW6			3/8/2011		3/1/2013	19,000	20,233				0	-1,233
110	X	HUNT J B TRANS SVCS INC	445658107			1/12/2011		2/4/2013	472	294				0	178
111	X	IDEX CORP	45167R104			1/12/2011		2/4/2013	1,708	1,312				0	396
112	X	ISHARES S & P 500 INDEX FU	464287200			9/1/2004		8/1/2012	35,429	29,217				0	6,212
113	X	ISHARES S & P 500 INDEX FU	464287200			9/1/2004		8/8/2012	2,115	1,719				0	396
114	X	ISHARES CORE S & P 500 ETF	464287200			9/1/2004		2/4/2013	23,333	17,760				0	5,573
115	X	ISHARES CORE S & P 500 ETF	464287200			9/1/2004		2/7/2013	2,725	2,062				0	663
116	X	ISHARES CORE S & P 500 ETF	464287200			9/1/2004		4/2/2013	98,621	70,121				0	26,500
117	X	ISHARES MSCI EAFE	464287465			9/1/2004		2/4/2013	61,585	51,400				0	10,185
118	X	ISHARES MSCI EAFE	464287465			9/1/2004		4/2/2013	109,260	90,278				0	18,982
119	X	ISHARES TR COHEN & STEER	464287564			9/1/2004		8/1/2012	14,123	10,345				0	3,778
120	X	ISHARES TR COHEN & STEER	464287564			9/1/2004		4/2/2013	68,709	49,346				0	19,363
121	X	ISHARES TR COHEN & STEER	464287564			11/11/2005		4/2/2013	1,625	1,167				0	458
122	X	JACOBS ENGR GROUP INC	469814107			1/12/2011		2/4/2013	1,437	1,372				0	65
123	X	JACOBS ENGR GROUP INC	469814107			1/12/2011		3/20/2013	650	549				0	101
124	X	JOHN HANCOCK II-ALT A/A-I	47804A122			4/5/2013		5/9/2013	182	179				0	3
125	X	JOHN HANCOCK II-ALT A/A-I	47804A122			4/5/2013		7/18/2013	35	34				0	1
126	X	VR KEYCORP STUDENT 0 72	493268BL9			2/8/2011		10/25/2012	233	219				0	14
127	X	VR KEYCORP STUDENT 0 588	493268BL9			2/8/2011		1/25/2013	170	160				0	10
128	X	VR KEYCORP STUDENT 0 56	493268BL9			2/8/2011		4/25/2013	211	198				0	13
129	X	VR KEYCORP STUDENT 0 56	493268BL9			2/8/2011		7/25/2013	172	162				0	10
130	X	PIMCO ALL AST ALL AUTH INS	72200Q182			4/5/2013		7/18/2013	35	37				0	-2

Part I, Line 16b (990-PF) - Accounting Fees

		50	0	0	50
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ACCOUNTING FEES	50			50

Part I, Line 16c (990-PF) - Other Professional Fees

		25,547	25,547	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Inverstment Mgmt Fees	25,392	25,392		
2	FNMA Expenses	155	155		
3					

Part I, Line 18 (990-PF) - Taxes

		699	699	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHLED	699	699		

Part I, Line 23 (990-PF) - Other Expenses

		4,056	0	0	4,056
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	OTHER MISC EXPENSE	4,056			4,056

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	101
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						700,338	0	5	590,819	109,524	0	0	0	109,524
1	WILEY JOHN & SONS INC	968223206		8/23/2011	5/22/2013	472		0	551	-79	0	0	0	-79
2	WILEY JOHN & SONS INC	968223206		1/18/2012	5/22/2013	1,063		0	1,239	-176	0	0	0	-176
3	WILEY JOHN & SONS INC	968223206		3/28/2012	5/22/2013	236		0	275	-39	0	0	0	-39
4	PRINCIPAL LIFE INC 5 300% 4/24/13	74254PYE6		3/1/2011	4/24/2013	11,000		0	11,909	-909	0	0	0	-909
5	SEI INVESTMENT COMPANY	784117103		1/12/2011	2/4/2013	1,931		0	1,573	358	0	0	0	358
6	SALLY BEAUTY CO INC	79546E104		1/12/2011	2/4/2013	1,412		0	903	509	0	0	0	509
7	SCHEIN HENRY INC	806407102		1/12/2011	2/4/2013	1,568		0	1,151	417	0	0	0	417
8	SOLERA HOLDINGS INC	83421A104		7/21/2011	2/4/2013	767		0	738	29	0	0	0	29
9	PSNH FDG LLC 6 480% 5/01/15	69363YAC5		6/16/2011	8/1/2012	2,320		0	2,454	-134	0	0	0	-134
10	PSNH FDG LLC 6 480% 5/01/15	69363YAC5		6/16/2011	11/1/2012	2,519		0	2,664	-145	0	0	0	-145
11	PSNH FDG LLC 6 480% 5/01/15	69363YAC5		6/16/2011	2/1/2013	2,436		0	2,576	-140	0	0	0	-140
12	TRANSDIGM GROUP INC	893641100		2/3/2012	10/5/2012	1,055		0	756	299	0	0	0	299
13	US TREASURY NOTE 3 625% 2/15/20	912828MP2		1/18/2011	4/3/2013	3,497		0	3,143	354	0	0	0	354
14	US TREASURY NOTE 3 625% 2/15/20	912828MP2		1/18/2011	6/27/2013	49,105		0	46,090	3,015	0	0	0	3,015
15	VANGUARD FTSE EMERGING MARKET	922042858		1/7/2011	2/4/2013	11,548		0	12,313	-765	0	0	0	-765
16	VERISK ANALYTICS INC	92345Y106		1/12/2011	2/4/2013	1,429		0	858	571	0	0	0	571
17	VERISK ANALYTICS INC	92345Y106		1/12/2011	4/23/2013	1,619		0	891	728	0	0	0	728
18	VERISK ANALYTICS INC	92345Y106		3/1/2011	4/23/2013	4,437		0	2,443	1,994	0	0	0	1,994
19	WEX INC	96208T104		8/2/2011	2/4/2013	791		0	468	323	0	0	0	323
20	WILEY JOHN & SONS INC	968223206		1/12/2011	2/4/2013	1,845		0	2,203	-358	0	0	0	-358
21	WILEY JOHN & SONS INC	968223206		1/12/2011	3/6/2013	1,609		0	2,020	-411	0	0	0	-411
22	WILEY JOHN & SONS INC	968223206		1/12/2011	3/27/2013	884		0	1,056	-172	0	0	0	-172
23	WILEY JOHN & SONS INC	968223206		1/12/2011	3/28/2013	1,590		0	1,882	-292	0	0	0	-292
24	WILEY JOHN & SONS INC	968223206		7/22/2011	3/28/2013	388		0	459	-71	0	0	0	-71
25	WILEY JOHN & SONS INC	968223206		7/22/2011	5/22/2013	197		0	230	-33	0	0	0	-33
26	AARON'S INC	002535300		1/12/2011	2/4/2013	832		0	586	246	0	0	0	246
27	ACUITY BRANDS (HOLDING CO) INC RF	00508Y102		1/12/2011	2/4/2013	760		0	594	166	0	0	0	166
28	AFFILIATED MANAGERS GROUP, INC C	008252108		1/12/2011	9/19/2012	1,515		0	1,199	316	0	0	0	316
29	AFFILIATED MANAGERS GROUP, INC C	008252108		1/12/2011	2/4/2013	1,718		0	1,199	519	0	0	0	519
30	AFFILIATED MANAGERS GROUP, INC C	008252108		1/12/2011	7/17/2013	1,751		0	999	752	0	0	0	752
31	AMERICAN EXPRESS 4 875% 7/15/13	025816AQ2		2/8/2011	7/15/2013	9,000		0	9,614	-614	0	0	0	-614
32	AMERICAN EXPRESS CO 8 125% 5/20/	025816BB4		1/19/2011	11/20/2012	13,759		0	12,463	1,296	0	0	0	1,296
33	AMETEK INC COM	031100100		1/12/2011	2/4/2013	1,142		0	751	391	0	0	0	391
34	AMETEK INC COM	031100100		1/12/2011	4/17/2013	3,493		0	2,333	1,160	0	0	0	1,160
35	ANSYS INC	03662Q105		1/12/2011	9/19/2012	1,100		0	816	284	0	0	0	284
36	BARCLAYS BANK PLC 3 900% 4/07/15	06739GBB4		2/8/2011	1/17/2013	12,739		0	12,286	453	0	0	0	453
37	BARCLAYS BANK PLC 3 900% 4/07/15	06739GBB4		1/12/2012	1/17/2013	5,308		0	5,119	189	0	0	0	189
38	BERKSHIRE HATHAWAY 4 625% 10/15/	084664AD3		3/4/2011	1/17/2013	8,247		0	8,674	-427	0	0	0	-427
39	BIO RAD LABS INC CL A	090572207		1/12/2011	2/4/2013	1,146		0	1,067	79	0	0	0	79
40	CARLISLE COS INC	142339100		1/12/2011	2/4/2013	1,363		0	851	512	0	0	0	512
41	CARMAX INC	143130102		1/12/2011	2/4/2013	1,166		0	949	217	0	0	0	217
42	CENTERPOINT ENERGY 4 192% 2/01/2	15200MAA5		1/28/2011	8/1/2012	1,317		0	1,412	-95	0	0	0	-95
43	CENTERPOINT ENERGY 4 192% 2/01/2	15200MAA5		1/28/2011	2/1/2013	1,646		0	1,765	-119	0	0	0	-119
44	CHURCH & DWIGHT INC	171340102		1/12/2011	2/4/2013	1,055		0	644	411	0	0	0	411
45	CLARCOR INC	179895107		8/12/2011	2/4/2013	505		0	458	47	0	0	0	47
46	COPART INC COM	217204106		1/12/2011	2/4/2013	1,967		0	1,049	918	0	0	0	918
47	DENTSPLY INTL INC COM	249030107		1/12/2011	2/4/2013	588		0	503	85	0	0	0	85
48	DRIL-QUIP INC COM	262037104		1/12/2011	2/4/2013	893		0	789	104	0	0	0	104
49	EQUIFAX INC	294429105		1/12/2011	10/5/2012	1,035		0	750	285	0	0	0	285
50	EQUIFAX INC	294429105		1/12/2011	2/4/2013	1,770		0	1,072	698	0	0	0	698
51	FLIR SYS INC COM	302445101		1/12/2011	8/8/2012	2,501		0	3,321	-820	0	0	0	-820
52	FAIR ISSAC, INC	303250104		1/12/2011	2/4/2013	492		0	267	225	0	0	0	225
53	FNMA POOL AH5620 4 000% 2/01/26	3138A7G69		2/11/2011	8/25/2012	2,131		0	2,175	-44	0	0	0	-44
54	FNMA POOL AH5620 4 000% 2/01/26	3138A7G69		2/11/2011	9/25/2012	2,652		0	2,707	-55	0	0	0	-55
55	FNMA POOL AH5620 4 000% 2/01/26	3138A7G69		2/11/2011	10/25/2012	1,992		0	2,033	-41	0	0	0	-41
56	FNMA POOL AH5620 4 000% 2/01/26	3138A7G69		2/11/2011	11/25/2012	2,924		0	2,984	-60	0	0	0	-60
57	FNMA POOL AH5620 4 000% 2/01/26	3138A7G69		2/11/2011	12/25/2012	1,881		0	1,920	-39	0	0	0	-39
58	FNMA POOL #AH5620 4 000% 2/01/26	3138A7G69		2/11/2011	2/25/2013	2,810		0	2,868	-58	0	0	0	-58
59	FNMA POOL #AH5620 4 000% 2/01/26	3138A7G69		2/11/2011	3/25/2013	2,148		0	2,192	-44	0	0	0	-44
60	FNMA POOL #AH5620 4 000% 2/01/26	3138A7G69		2/11/2011	4/25/2013	2,252		0	2,299	-47	0	0	0	-47
61	FNMA POOL #AH5620 4 000% 2/01/26	3138A7G69		2/11/2011	5/25/2013	1,712		0	1,748	-36	0	0	0	-36
62	FNMA POOL #AH5620 4 000% 2/01/26	3138A7G69		2/11/2011	6/25/2013	1,676		0	1,711	-35	0	0	0	-35
63	FNMA POOL #AH5620 4 000% 2/01/26	3138A7G69		2/11/2011	7/25/2013	1,683		0	1,718	-35	0	0	0	-35
64	FNMA POOL AK7766 2 500% 3/01/27	3138ECTY9		3/12/2012	8/25/2012	330		0	338	-8	0	0	0	-8
65	FNMA POOL AK7766 2 500% 3/01/27	3138ECTY9		3/12/2012	9/25/2012	579		0	594	-15	0	0	0	-15
66	FNMA POOL AK7766 2 500% 3/01/27	3138ECTY9		3/12/2012	10/25/2012	438		0	448	-10	0	0	0	-10
67	FNMA POOL AK7766 2 500% 3/01/27	3138ECTY9		3/12/2012	11/25/2012	672		0	688	-16	0	0	0	-16
68	FNMA POOL AK7766 2 500% 3/01/27	3138ECTY9		3/12/2012	12/25/2012	700		0	717	-17	0	0	0	-17
69	FNMA POOL #AK7766 2 500% 3/01/27	3138ECTY9		3/12/2012	2/25/2013	571		0	585	-14	0	0	0	-14
70	FNMA POOL #AK7766 2 500% 3/01/27	3138ECTY9		3/12/2012	3/25/2013	439		0	449	-10	0	0	0	-10
71	FNMA POOL #AK7766 2 500% 3/01/27	3138ECTY9		3/12/2012	4/25/2013	511		0	524	-13	0	0	0	-13
72	FNMA POOL #AK7766 2 500% 3/01/27	3138ECTY9		3/12/2012	5/25/2013	467		0	478	-11	0	0	0	-11
73	FNMA POOL #AK7766 2 500% 3/01/27	3138ECTY9		3/12/2012	6/25/2013	585		0	599	-14	0	0	0	-14
74	FNMA POOL #AK7766 2 500% 3/01/27	3138ECTY9		3/12/2012	7/25/2013	485		0	497	-12	0	0	0	-12
75	KIRBY CORP	497266106		1/12/2011	2/4/2013	2,962		0	2,017	945	0	0	0	945
76	LKQ CORP	501889208		1/12/2011	10/5/2012	754		0	478	276	0	0	0	276
77	LKQ CORP	501889208		1/12/2011	11/26/2012	1,621		0	919	702	0	0	0	702
78	LKQ CORP	501889208		1/12/2011	2/4/2013	634		0	343	291	0	0	0	291
79	LKQ CORP	501889208		1/12/2011	5/21/2013	2,369		0	1,233	1,136	0	0	0	1,136
80	MARKEL HOLDINGS	570535104		1/12/2011	10/5/2012	918		0	780	138	0	0	0	138
81	MARKEL HOLDINGS	570535104		1/12/2011	2/4/2013	958		0	780	178	0	0	0	178
82	MORNINGSTAR INC	617700109		1/12/2011	2/4/2013	1,218		0	953	265	0	0	0	265
83	NEUBERGER BERMAN HI IN B-INS 182	64128K868		1/6/2011	8/2/2012	6,175		5	6,205	-25	0	0	0	-25
84	NEUBERGER BERMAN HI IN B-INS 182	64128K868		1/4/2011	10/25/2012	37		0	37	0	0	0	0	0

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	101
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						700,338	0	5	590,819	109,524	0	0	0	109,524
85	NEUBERGER BERMAN HI IN B-INS 1820	64128K868		1/4/2011	11/8/2012	149		0	148	1	0	0	0	1
86	NEUBERGER BERMAN HI IN B-INS #182	64128K868		1/4/2011	1/22/2013	38		0	37	1	0	0	0	1
87	NEUBERGER BERMAN HI IN B-INS #182	64128K868		1/4/2011	2/4/2013	321		0	317	4	0	0	0	4
88	NEUBERGER BERMAN HI IN B-INS #182	64128K868		1/6/2011	2/4/2013	1,659		0	1,640	19	0	0	0	19
89	NEUBERGER BERMAN HI IN B-INS #182	64128K868		1/6/2011	2/11/2013	153		0	151	2	0	0	0	2
90	NEUBERGER BERMAN HI IN B-INS #182	64128K868		1/6/2011	4/22/2013	39		0	38	1	0	0	0	1
91	NEUBERGER BERMAN HI IN B-INS #182	64128K868		1/6/2011	5/9/2013	153		0	148	5	0	0	0	5
92	NEUBERGER BERMAN HI IN B-INS #182	64128K868		1/6/2011	6/10/2013	95		0	95	0	0	0	0	0
93	NEUBERGER BERMAN HI IN B-INS #182	64128K868		1/6/2011	7/18/2013	62		0	62	0	0	0	0	0
94	O'REILLY AUTOMOTIVE INC	67103H107		1/12/2011	2/4/2013	1,111		0	757	354	0	0	0	354
95	O'REILLY AUTOMOTIVE INC	67103H107		1/12/2011	4/23/2013	4,213		0	2,648	1,565	0	0	0	1,565
96	OCEANEERING INTL INC	675232102		1/12/2011	2/4/2013	1,063		0	659	404	0	0	0	404
97	PSNH FDG LLC 6 480% 5/01/15	69363YAC5		6/16/2011	5/1/2013	2,547		0	2,694	-147	0	0	0	-147
98	PALL CORP	696429307		8/22/2011	2/4/2013	545		0	370	175	0	0	0	175
99	PIMCO ALL AST ALL AUTH INST #1860	72200Q182		4/5/2013	5/9/2013	182		0	179	3	0	0	0	3
100	FOREST CITY ENTERPRISES INC CL A	345550107		1/12/2011	2/4/2013	739		0	699	40	0	0	0	40
101	GENTEX CORP	371901109		4/25/2011	2/4/2013	806		0	1,033	-227	0	0	0	-227
102	GENTEX CORP	371901109		4/25/2011	7/25/2013	800		0	886	-86	0	0	0	-86
103	GENTEX CORP	371901109		6/22/2011	7/25/2013	577		0	640	-63	0	0	0	-63
104	GOLDMAN SACHS GROUP 5 450% 11/0	38144LAC4		1/19/2011	11/1/2012	9,000		0	9,656	-656	0	0	0	-656
105	GRACO INC	384109104		1/12/2011	2/4/2013	629		0	446	183	0	0	0	183
106	HCC INS HLDGS INC COM	404132102		1/12/2011	10/5/2012	1,337		0	1,122	215	0	0	0	215
107	HCC INS HLDGS INC COM	404132102		1/12/2011	2/4/2013	1,228		0	945	283	0	0	0	283
108	HENRY JACK & ASSOC INC COM	426281101		1/12/2011	2/4/2013	1,252		0	893	359	0	0	0	359
109	HONEYWELL INTERNATIO 4 250% 3/01	438516AW6		3/8/2011	3/1/2013	19,000		0	20,233	-1,233	0	0	0	-1,233
110	HUNT J B TRANS SVCS INC	445658107		1/12/2011	2/4/2013	472		0	294	178	0	0	0	178
111	IDEX CORP	45167R104		1/12/2011	2/4/2013	1,708		0	1,312	396	0	0	0	396
112	ISHARES S & P 500 INDEX FUND	464287200		9/1/2004	8/1/2012	35,429		0	29,217	6,212	0	0	0	6,212
113	ISHARES S & P 500 INDEX FUND	464287200		9/1/2004	8/8/2012	2,115		0	1,719	396	0	0	0	396
114	ISHARES CORE S & P 500 ETF	464287200		9/1/2004	2/4/2013	23,333		0	17,760	5,573	0	0	0	5,573
115	ISHARES CORE S & P 500 ETF	464287200		9/1/2004	2/7/2013	2,725		0	2,062	663	0	0	0	663
116	ISHARES CORE S & P 500 ETF	464287200		9/1/2004	4/2/2013	96,621		0	70,121	26,500	0	0	0	26,500
117	ISHARES MSCI EAFE	464287465		9/1/2004	2/4/2013	61,585		0	51,400	10,185	0	0	0	10,185
118	ISHARES MSCI EAFE	464287465		9/1/2004	4/2/2013	109,260		0	90,278	18,982	0	0	0	18,982
119	ISHARES TR COHEN & STEERS REALTY	464287564		9/1/2004	8/1/2012	14,123		0	10,345	3,778	0	0	0	3,778
120	ISHARES TR COHEN & STEERS REALTY	464287564		9/1/2004	4/2/2013	68,709		0	49,346	19,363	0	0	0	19,363
121	ISHARES TR COHEN & STEERS REALTY	464287564		11/11/2005	4/2/2013	1,625		0	1,167	458	0	0	0	458
122	JACOBS ENGR GROUP INC	469814107		1/12/2011	2/4/2013	1,437		0	1,372	65	0	0	0	65
123	JACOBS ENGR GROUP INC	469814107		1/12/2011	3/20/2013	650		0	549	101	0	0	0	101
124	JOHN HANCOCK II-ALT A/A-I	47804A122		4/5/2013	5/9/2013	182		0	179	3	0	0	0	3
125	JOHN HANCOCK II-ALT A/A-I	47804A122		4/5/2013	7/18/2013	35		0	34	1	0	0	0	1
126	VR KEYCORP STUDENT 0 7269% 10/25	493268BL9		2/8/2011	10/25/2012	233		0	219	14	0	0	0	14
127	VR KEYCORP STUDENT 0 58803% 10/25	493268BL9		2/8/2011	1/25/2013	170		0	160	10	0	0	0	10
128	VR KEYCORP STUDENT 0 561% 10/25/	493268BL9		2/8/2011	4/25/2013	211		0	198	13	0	0	0	13
129	VR KEYCORP STUDENT 0 561% 10/25/	493268BL9		2/8/2011	7/25/2013	172		0	162	10	0	0	0	10
130	PIMCO ALL AST ALL AUTH INST #1860	72200Q182		4/5/2013	7/18/2013	35		0	37	-2	0	0	0	-2

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

										11,250	0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	PO Box 53456 MAC S4101-22G	Phoenix	AZ	85072-3456		TRUSTEE	4 00	11,250	0	0
2												

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	1,678
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	0
7	Total		7	1,678