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Form **990**

Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No 1545-0047

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ The organization may have to use a copy of this return to satisfy state reporting requirements

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

B Check if applicable:
 Address change
 Name change
 Initial return
 Terminated
 Amended return
 Application pending

C Name of organization LOIS E WOMER FOUNDATION
 Doing Business As _____
 Number and street (or P O box if mail is not delivered to street address) Room/suite
P O Box 1501, NJ2-130-03-31
 City, town or post office, state, and ZIP code
Pennington NJ 08534-1501

D Employer identification number 26-1674673

E Telephone number (609) 274-6834

G Gross receipts \$ 3,956,263

F Name and address of principal officer
Bank of America 1300 Merrill Lynch Drive, Pennington NJ 08534-1501

H(a) Is this a group return for affiliates? Yes No
H(b) Are all affiliates included? Yes No
 If "No," attach a list (see instructions)

I Tax-exempt status 501(c)(3) 501(c) () ◀ (insert no) 4947(a)(1) or 527

J Website: ▶ N/A

K Form of organization Corporation Trust Association Other ▶

L Year of formation 2008 **M** State of legal domicile NY

Part I Summary

| | | | |
|-----------------------------|--|---|---|
| Activities & Governance | 1 | Briefly describe the organization's mission or most significant activities. <u>The foundation operates exclusively for charitable, scientific, and/or educational purposes, specifically for the benefit of Primarily Primates Inc., The elephant Sanctuary, and Basically Bats - Wildlife Conservation Society, Inc.</u> | |
| | 2 | Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets | |
| | 3 | Number of voting members of the governing body (Part VI, line 1a) | 3 0 |
| | 4 | Number of independent voting members of the governing body (Part VI, line 1b) | 4 0 |
| | 5 | Total number of individuals employed in calendar year 2012 (Part V, line 2a) | 5 0 |
| | 6 | Total number of volunteers (estimate if necessary) | 6 |
| | 7a | Total unrelated business revenue from Part VIII, column (C), line 12 | 7a 0 |
| 7b | Net unrelated business taxable income from Form 990-T, line 34 | 7b 0 | |
| Revenue | 8 | Contributions and grants (Part VIII, line 1h) | 0 0 |
| | 9 | Program service revenue (Part VIII, line 2g) | 0 0 |
| | 10 | Investment income (Part VIII, column (A), lines 3, 4, and 7d) | 322,729 479,631 |
| | 11 | Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) | 0 0 |
| | 12 | Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12) | 322,729 479,631 |
| Expenses | 13 | Grants and similar amounts paid (Part IX, column (A), lines 1–3) | 264,093 259,912 |
| | 14 | Benefits paid to or for members (Part IX, column (A), line 4) | 0 0 |
| | 15 | Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10) | 55,917 47,300 |
| | 16a | Professional fundraising fees (Part IX, column (A), line 11e) | 0 0 |
| | 16b | Total fundraising expenses (Part IX, column (D), line 25) ▶ | 0 |
| | 17 | Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e) | 1,366 7,116 |
| | 18 | Total expenses. Add lines 13–17 (must equal Part IX, column (A), line 25) | 321,376 314,328 |
| 19 | Revenue less expenses Subtract line 18 from line 12 | 1,353 165,303 | |
| Net Assets or Fund Balances | 20 | Total assets (Part X, line 16) | Beginning of Current Year 4,091,189 End of Year 4,242,792 |
| | 21 | Total liabilities (Part X, line 26) | 0 0 |
| | 22 | Net assets or fund balances Subtract line 21 from line 20 | 4,091,189 4,242,792 |

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here Signature of officer Edward Rankin Date 10/18/2013
 Type or print name and title EDWARD RANKIN TRUSTEE

Paid Preparer Use Only

Print/Type preparer's name DONALD J ROMAN Preparer's signature [Signature] Date 12/6/2013 Check if self-employed PTIN P00364310

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP Firm's EIN ▶ 13-4008324

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

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

For Paperwork Reduction Act Notice, see the separate instructions.

Form **990** (2012)

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SCANNED JAN 15 2014

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Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III

1 Briefly describe the organization's mission.

The foundation operates exclusively for charitable, scientific, and/or educational purposes, specifically for the benefit of Primarily Primates Inc., The elephant Sanctuary, and Basically Bats - Wildlife Conservation Society, Inc.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No

If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code:) (Expenses \$ 51,982 including grants of \$ 51,982) (Revenue \$)

The sole purpose of this trust is to support Basically Bats by distributions of net income

4b (Code:) (Expenses \$ 103,965 including grants of \$ 103,965) (Revenue \$)

The sole purpose of this trust is to support Primarily Primates by distributions of net income

4c (Code:) (Expenses \$ 103,965 including grants of \$ 103,965) (Revenue \$)

The sole purpose of this trust is to support the Elephant Sanctuary by distributions of net income

4d Other program services (Describe in Schedule O)

(Expenses \$ 0 including grants of \$ 0) (Revenue \$ 0)

4e Total program service expenses 259,912

Part IV Checklist of Required Schedules

| | Yes | No |
|---|-----|----|
| 1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i> | X | |
| 2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> (see instructions)? | | X |
| 3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i> | | X |
| 4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i> | | X |
| 5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i> | | |
| 6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i> | | X |
| 7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i> | | X |
| 8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i> | | X |
| 9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i> | | X |
| 10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i> | | X |
| 11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable. | | |
| a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i> | | X |
| b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i> | | X |
| c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i> | | X |
| d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i> | | X |
| e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i> | | X |
| f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i> | | X |
| 12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i> | | X |
| b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i> | | X |
| 13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i> | | X |
| 14a Did the organization maintain an office, employees, or agents outside of the United States? | | X |
| b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i> | | X |
| 15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Parts II and IV</i> | | X |
| 16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Parts III and IV</i> | | X |
| 17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I (see instructions)</i> | | X |
| 18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i> | | X |
| 19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i> | | X |
| 20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i> | | X |
| b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return? | | |

Part IV Checklist of Required Schedules (continued)

| | Yes | No |
|--|-----|----|
| 21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i> | X | |
| 22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i> | | X |
| 23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i> | | X |
| 24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i> | | X |
| 24b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? | | |
| 24c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? | | |
| 24d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? | | |
| 25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i> | | X |
| 25b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i> | | X |
| 26 Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i> | | X |
| 27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i> | | X |
| 28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions) | | |
| 28a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> | | X |
| 28b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> | | X |
| 28c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i> | | X |
| 29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i> | | X |
| 30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i> | | X |
| 31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i> | | X |
| 32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i> | | X |
| 33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i> | | X |
| 34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i> | X | |
| 35a Did the organization have a controlled entity within the meaning of section 512(b)(13)? | | X |
| 35b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i> | | X |
| 36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i> | | X |
| 37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i> | | X |
| 38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O | X | |

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V.

| | | Yes | No |
|-----|--|--------------------------|-------------------------------------|
| 1a | Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable. | <input type="checkbox"/> | <input type="checkbox"/> |
| 1b | Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable. | <input type="checkbox"/> | <input type="checkbox"/> |
| c | Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners? | <input type="checkbox"/> | <input type="checkbox"/> |
| 2a | Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return. | <input type="checkbox"/> | <input type="checkbox"/> |
| b | If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions). | <input type="checkbox"/> | <input type="checkbox"/> |
| 3a | Did the organization have unrelated business gross income of \$1,000 or more during the year? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| b | If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O. | <input type="checkbox"/> | <input type="checkbox"/> |
| 4a | At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| b | If "Yes," enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts. | <input type="checkbox"/> | <input type="checkbox"/> |
| 5a | Was the organization a party to a prohibited tax shelter transaction at any time during the tax year? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| b | Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| c | If "Yes" to line 5a or 5b, did the organization file Form 8886-T? | <input type="checkbox"/> | <input type="checkbox"/> |
| 6a | Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| b | If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? | <input type="checkbox"/> | <input type="checkbox"/> |
| 7 | Organizations that may receive deductible contributions under section 170(c). | <input type="checkbox"/> | <input type="checkbox"/> |
| a | Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| b | If "Yes," did the organization notify the donor of the value of the goods or services provided? | <input type="checkbox"/> | <input type="checkbox"/> |
| c | Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| d | If "Yes," indicate the number of Forms 8282 filed during the year. | <input type="checkbox"/> | <input type="checkbox"/> |
| e | Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| f | Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| g | If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required? | <input type="checkbox"/> | <input type="checkbox"/> |
| h | If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C? | <input type="checkbox"/> | <input type="checkbox"/> |
| 8 | Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 9 | Sponsoring organizations maintaining donor advised funds. | <input type="checkbox"/> | <input type="checkbox"/> |
| a | Did the organization make any taxable distributions under section 4966? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| b | Did the organization make a distribution to a donor, donor advisor, or related person? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 10 | Section 501(c)(7) organizations. Enter: | <input type="checkbox"/> | <input type="checkbox"/> |
| a | Initiation fees and capital contributions included on Part VIII, line 12. | <input type="checkbox"/> | <input type="checkbox"/> |
| b | Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities. | <input type="checkbox"/> | <input type="checkbox"/> |
| 11 | Section 501(c)(12) organizations. Enter: | <input type="checkbox"/> | <input type="checkbox"/> |
| a | Gross income from members or shareholders. | <input type="checkbox"/> | <input type="checkbox"/> |
| b | Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them). | <input type="checkbox"/> | <input type="checkbox"/> |
| 12a | Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| b | If "Yes," enter the amount of tax-exempt interest received or accrued during the year. | <input type="checkbox"/> | <input type="checkbox"/> |
| 13 | Section 501(c)(29) qualified nonprofit health insurance issuers. | <input type="checkbox"/> | <input type="checkbox"/> |
| a | Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O. | <input type="checkbox"/> | <input type="checkbox"/> |
| b | Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans. | <input type="checkbox"/> | <input type="checkbox"/> |
| c | Enter the amount of reserves on hand. | <input type="checkbox"/> | <input type="checkbox"/> |
| 14a | Did the organization receive any payments for indoor tanning services during the tax year? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| b | If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O. | <input type="checkbox"/> | <input type="checkbox"/> |

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions. Check if Schedule O contains a response to any question in this Part VI.

Section A. Governing Body and Management

| | | Yes | No |
|--|------|-----|----|
| 1a Enter the number of voting members of the governing body at the end of the tax year. If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O. | 1a 0 | | |
| b Enter the number of voting members included in line 1a, above, who are independent. | 1b 0 | | |
| 2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? | 2 | | X |
| 3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person? | 3 | | X |
| 4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? | 4 | | X |
| 5 Did the organization become aware during the year of a significant diversion of the organization's assets? | 5 | | X |
| 6 Did the organization have members or stockholders? | 6 | | X |
| 7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body? | 7a | | X |
| b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body? | 7b | | X |
| 8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following: | | | |
| a The governing body? | 8a | X | |
| b Each committee with authority to act on behalf of the governing body? | 8b | X | |
| 9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O. | 9 | | X |

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

| | Yes | No |
|---|-----|----|
| 10a Did the organization have local chapters, branches, or affiliates? | 10a | X |
| b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes? | 10b | |
| 11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? | 11a | X |
| b Describe in Schedule O the process, if any, used by the organization to review this Form 990. | | |
| 12a Did the organization have a written conflict of interest policy? If "No," go to line 13 | 12a | X |
| b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? | 12b | |
| c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done | 12c | |
| 13 Did the organization have a written whistleblower policy? | 13 | X |
| 14 Did the organization have a written document retention and destruction policy? | 14 | X |
| 15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision? | | |
| a The organization's CEO, Executive Director, or top management official | 15a | X |
| b Other officers or key employees of the organization. If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions). | 15b | X |
| 16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? | 16a | X |
| b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements? | 16b | |

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed **NY**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)

19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization **MLTC, A DIVISION OF BANK OF AMERICA, N.A. (609) 274-6834**
1300 MERRILL LYNCH DRIVE, PENNINGTON NJ 08534

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee "
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations

List persons in the following order: individual trustees or directors; institutional trustees, officers, key employees, highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

| (A) Name and Title | (B) Average hours per week (list any hours for related organizations below dotted line) | (C) Position (do not check more than one box, unless person is both an officer and a director/trustee) | | | | | | (D) Reportable compensation from the organization (W-2/1099-MISC) | (E) Reportable compensation from related organizations (W-2/1099-MISC) | (F) Estimated amount of other compensation from the organization and related organizations |
|---|--|---|-----------------------|---------|--------------|------------------------------|--------|--|---|---|
| | | Individual trustee or director | Institutional trustee | Officer | Key employee | Highest compensated employee | Former | | | |
| (1) MLTC, A DIVISION OF BANK OF AMERICA TRUSTEE | 2.00 | | X | | | | | | 47,300 | |
| (2) | | | | | | | | | | |
| (3) | | | | | | | | | | |
| (4) | | | | | | | | | | |
| (5) | | | | | | | | | | |
| (6) | | | | | | | | | | |
| (7) | | | | | | | | | | |
| (8) | | | | | | | | | | |
| (9) | | | | | | | | | | |
| (10) | | | | | | | | | | |
| (11) | | | | | | | | | | |
| (12) | | | | | | | | | | |
| (13) | | | | | | | | | | |
| (14) | | | | | | | | | | |

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

| (A) Name and title | (B) Average hours per week (list any hours for related organizations below dotted line) | (C) Position (do not check more than one box, unless person is both an officer and a director/trustee) | | | | | | (D) Reportable compensation from the organization (W-2/1099-MISC) | (E) Reportable compensation from related organizations (W-2/1099-MISC) | (F) Estimated amount of other compensation from the organization and related organizations |
|--|--|--|-----------------------|---------|--------------|------------------------------|--------|--|---|---|
| | | Individual trustee or director | Institutional trustee | Officer | Key employee | Highest compensated employee | Former | | | |
| (15)..... | | | | | | | | | | |
| (16)..... | | | | | | | | | | |
| (17)..... | | | | | | | | | | |
| (18)..... | | | | | | | | | | |
| (19)..... | | | | | | | | | | |
| (20)..... | | | | | | | | | | |
| (21)..... | | | | | | | | | | |
| (22)..... | | | | | | | | | | |
| (23)..... | | | | | | | | | | |
| (24)..... | | | | | | | | | | |
| (25)..... | | | | | | | | | | |
| 1b Sub-total | | | | | | | 0 | 0 | 47,300 | |
| c Total from continuation sheets to Part VII, Section A | | | | | | | 0 | 0 | 0 | |
| d Total (add lines 1b and 1c) | | | | | | | 0 | 0 | 47,300 | |

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **0**

| | Yes | No |
|---|-----|----|
| 3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual | | X |
| 4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual | | X |
| 5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person | | X |

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization Report compensation for the calendar year ending with or within the organization's tax year

| (A) Name and business address | (B) Description of services | (C) Compensation |
|----------------------------------|--------------------------------|---------------------|
| | | 0 |
| | | 0 |
| | | 0 |
| | | 0 |
| | | 0 |

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **0**

Part VIII Statement of Revenue

Check if Schedule O contains a response to any question in this Part VIII.

| | | (A) Total revenue | (B) Related or exempt function revenue | (C) Unrelated business revenue | (D) Revenue excluded from tax under sections 512, 513, or 514 | |
|---|---|--|--|---|---|--|
| Contributions, Gifts, Grants and Other Similar Amounts | 1a Federated campaigns | 0 | | | | |
| | b Membership dues | 0 | | | | |
| | c Fundraising events | 0 | | | | |
| | d Related organizations | 0 | | | | |
| | e Government grants (contributions) | 0 | | | | |
| | f All other contributions, gifts, grants, and similar amounts not included above | 0 | | | | |
| | g Noncash contributions included in lines 1a-1f. | \$ 0 | | | | |
| | h Total. Add lines 1a-1f | 0 | | | | |
| Program Service Revenue | Business Code | | | | | |
| | 2a ----- | | 0 | | | |
| | b ----- | | 0 | | | |
| | c ----- | | 0 | | | |
| | d ----- | | 0 | | | |
| | e ----- | | 0 | | | |
| | f All other program service revenue | | 0 | | | |
| g Total. Add lines 2a-2f | | 0 | | | | |
| Other Revenue | 3 Investment income (including dividends, interest, and other similar amounts) | | 117,783 | | | |
| | 4 Income from investment of tax-exempt bond proceeds | | 0 | | | |
| | 5 Royalties | | 0 | | | |
| | 6a Gross rents | (i) Real | | | | |
| | | (ii) Personal | | | | |
| | | b Less rental expenses | 0 | 0 | | |
| | c Rental income or (loss) | | | | | |
| | d Net rental income or (loss) | | 0 | | | |
| | 7a Gross amount from sales of assets other than inventory | (i) Securities | | 3,838,480 | | |
| | | (ii) Other | | | | |
| | | b Less: cost or other basis and sales expenses | | 3,476,632 | | |
| | | c Gain or (loss) | | 361,848 | 0 | |
| | d Net gain or (loss) | | 361,848 | | | |
| | 8a Gross income from fundraising events (not including \$ 0 of contributions reported on line 1c) See Part IV, line 18. | a | 0 | | | |
| | | b Less direct expenses | 0 | | | |
| c Net income or (loss) from fundraising events | | | 0 | | | |
| 9a Gross income from gaming activities See Part IV, line 19 | a | 0 | | | | |
| | b Less direct expenses | 0 | | | | |
| | c Net income or (loss) from gaming activities | | 0 | | | |
| 10a Gross sales of inventory, less returns and allowances | a | 0 | | | | |
| | b Less cost of goods sold | 0 | | | | |
| | c Net income or (loss) from sales of inventory | | 0 | | | |
| Miscellaneous Revenue | | Business Code | | | | |
| 11a ----- | | | 0 | | | |
| | b ----- | | 0 | | | |
| | c ----- | | 0 | | | |
| | d All other revenue | | 0 | | | |
| | e Total. Add lines 11a-11d | | 0 | | | |
| 12 Total revenue. See instructions | | 479,631 | 0 | 0 | 0 | |

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A)

Check if Schedule O contains a response to any question in this Part IX

| Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII. | | | | |
|--|-----------------------|---------------------------------|--|-----------------------------|
| | (A) Total expenses | (B) Program service expenses | (C) Management and general expenses | (D) Fundraising expenses |
| 1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21 | 259,912 | 29,912 | | |
| 2 Grants and other assistance to individuals in the United States. See Part IV, line 22 | 0 | | | |
| 3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16. | 0 | | | |
| 4 Benefits paid to or for members | 0 | | | |
| 5 Compensation of current officers, directors, trustees, and key employees | 47,300 | | 47,300 | |
| 6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) | 0 | | | |
| 7 Other salaries and wages | 0 | | | |
| 8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions) | 0 | | | |
| 9 Other employee benefits | 0 | | | |
| 10 Payroll taxes | 0 | | | |
| 11 Fees for services (non-employees) | | | | |
| a Management | 0 | | | |
| b Legal | 6,747 | | 6,747 | |
| c Accounting | 0 | | | |
| d Lobbying | 0 | | | |
| e Professional fundraising services. See Part IV, line 17. | 0 | | | |
| f Investment management fees | 0 | | | |
| g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.) | 0 | | | |
| 12 Advertising and promotion | 0 | | | |
| 13 Office expenses | 0 | | | |
| 14 Information technology | 0 | | | |
| 15 Royalties | 0 | | | |
| 16 Occupancy | 0 | | | |
| 17 Travel | 0 | | | |
| 18 Payments of travel or entertainment expenses for any federal, state, or local public officials | 0 | | | |
| 19 Conferences, conventions, and meetings | 0 | | | |
| 20 Interest | 0 | | | |
| 21 Payments to affiliates | 0 | | | |
| 22 Depreciation, depletion, and amortization | 0 | 0 | 0 | 0 |
| 23 Insurance | 0 | | | |
| 24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.) | | | | |
| a STATE AG FEE | 250 | | 250 | |
| b FOREIGN TAXES PAID | 119 | | | |
| c | 0 | | | |
| d | 0 | | | |
| e All other expenses | 0 | | | |
| 25 Total functional expenses. Add lines 1 through 24e. | 314,328 | 29,912 | 54,297 | 0 |
| 26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720). | | | | |

Part X Balance Sheet

Check if Schedule O contains a response to any question in this Part X

| | | (A) Beginning of year | | (B) End of year |
|---|---|--------------------------|------------|--------------------|
| Assets | 1 Cash—non-interest-bearing | 480 | 1 | 638 |
| | 2 Savings and temporary cash investments | 185,336 | 2 | 189,331 |
| | 3 Pledges and grants receivable, net | 0 | 3 | 0 |
| | 4 Accounts receivable, net | 0 | 4 | 0 |
| | 5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L. | | 5 | |
| | 6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L. | | 6 | |
| | 7 Notes and loans receivable, net | 0 | 7 | 0 |
| | 8 Inventories for sale or use | 0 | 8 | 0 |
| | 9 Prepaid expenses and deferred charges | 0 | 9 | 0 |
| | 10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D | 10a 0 | | |
| | b Less: accumulated depreciation | 10b 0 | 10c | 0 |
| | 11 Investments—publicly traded securities | 3,905,373 | 11 | 4,052,823 |
| | 12 Investments—other securities. See Part IV, line 11 | 0 | 12 | 0 |
| | 13 Investments—program-related. See Part IV, line 11 | 0 | 13 | 0 |
| | 14 Intangible assets | 0 | 14 | 0 |
| | 15 Other assets. See Part IV, line 11 | 0 | 15 | 0 |
| 16 Total assets. Add lines 1 through 15 (must equal line 34) | 4,091,189 | 16 | 4,242,792 | |
| Liabilities | 17 Accounts payable and accrued expenses | 0 | 17 | 0 |
| | 18 Grants payable | | 18 | |
| | 19 Deferred revenue | 0 | 19 | 0 |
| | 20 Tax-exempt bond liabilities | | 20 | |
| | 21 Escrow or custodial account liability. Complete Part IV of Schedule D. | | 21 | |
| | 22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L. | | 22 | |
| | 23 Secured mortgages and notes payable to unrelated third parties | 0 | 23 | 0 |
| | 24 Unsecured notes and loans payable to unrelated third parties | 0 | 24 | 0 |
| | 25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D. | 0 | 25 | 0 |
| | 26 Total liabilities. Add lines 17 through 25 | 0 | 26 | 0 |
| Net Assets or Fund Balances | Organizations that follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34. | | | |
| | 27 Unrestricted net assets | | 27 | |
| | 28 Temporarily restricted net assets | | 28 | |
| | 29 Permanently restricted net assets | | 29 | |
| | Organizations that do not follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 30 through 34. | | | |
| | 30 Capital stock or trust principal, or current funds | 4,091,189 | 30 | 4,242,792 |
| | 31 Paid-in or capital surplus, or land, building, or equipment fund | | 31 | |
| | 32 Retained earnings, endowment, accumulated income, or other funds | | 32 | |
| 33 Total net assets or fund balances | 4,091,189 | 33 | 4,242,792 | |
| 34 Total liabilities and net assets/fund balances | 4,091,189 | 34 | 4,242,792 | |

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

| | | | |
|----|--|----|-----------|
| 1 | Total revenue (must equal Part VIII, column (A), line 12) | 1 | 479,631 |
| 2 | Total expenses (must equal Part IX, column (A), line 25) | 2 | 314,328 |
| 3 | Revenue less expenses Subtract line 2 from line 1 | 3 | 165,303 |
| 4 | Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A)) | 4 | 4,091,189 |
| 5 | Net unrealized gains (losses) on investments | 5 | |
| 6 | Donated services and use of facilities | 6 | |
| 7 | Investment expenses | 7 | |
| 8 | Prior period adjustments | 8 | |
| 9 | Other changes in net assets or fund balances (explain in Schedule O) | 9 | -13,700 |
| 10 | Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B)) | 10 | 4,242,792 |

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

| | | Yes | No |
|----|--|-----|----|
| 1 | Accounting method used to prepare the Form 990 <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O | | |
| 2a | Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis | | X |
| 2b | Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis | | X |
| 2c | If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O. | | |
| 3a | As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? | | X |
| 3b | If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits | | |

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No 1545-0047

2012

Open to Public Inspection

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

Department of the Treasury
Internal Revenue Service

Name of the organization

LOIS E WOMER FOUNDATION

Employer identification number

26-1674673

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state. _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I b Type II c Type III—Functionally integrated d Type III—Non-functionally integrated
 - e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
 - f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box.
 - g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
 - (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?

| | | |
|----------|-----|----|
| | Yes | No |
| 11g(i) | | X |
| 11g(ii) | | X |
| 11g(iii) | | X |
 - (ii) A family member of a person described in (i) above?
 - (iii) A 35% controlled entity of a person described in (i) or (ii) above?
 - h Provide the following information about the supported organization(s)

| (i) Name of supported organization | (ii) EIN | (iii) Type of organization (described on lines 1–9 above or IRC section (see instructions)) | (iv) Is the organization in col (i) listed in your governing document? | | (v) Did you notify the organization in col (i) of your support? | | (vi) Is the organization in col (i) organized in the U S ? | | (vii) Amount of monetary support |
|------------------------------------|------------|---|--|----|---|----|--|----|----------------------------------|
| | | | Yes | No | Yes | No | Yes | No | |
| (A) BASICALLY BATS | 58-2143928 | IID | X | | X | | X | | 51,982 |
| (B) THE ELEPHANT SAND | 62-1587327 | IID | X | | X | | X | | 103,965 |
| (C) PRIMARILY PRIMATE | 74-2164756 | IID | X | | X | | X | | 103,965 |
| (D) | | | | | | | | | |
| (E) | | | | | | | | | |
| Total | 3 | | | | | | | | 259,912 |

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

| Calendar year (or fiscal year beginning in) ▶ | (a) 2008 | (b) 2009 | (c) 2010 | (d) 2011 | (e) 2012 | (f) Total |
|--|----------|----------|----------|----------|----------|-----------|
| 1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.") | | | | | | 0 |
| 2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf | | | | | | 0 |
| 3 The value of services or facilities furnished by a governmental unit to the organization without charge | | | | | | 0 |
| 4 Total. Add lines 1 through 3 | 0 | 0 | 0 | 0 | 0 | 0 |
| 5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f). | | | | | | |
| 6 Public support. Subtract line 5 from line 4 | | | | | | 0 |

Section B. Total Support

| Calendar year (or fiscal year beginning in) ▶ | (a) 2008 | (b) 2009 | (c) 2010 | (d) 2011 | (e) 2012 | (f) Total |
|--|----------|----------|----------|----------|----------|-----------|
| 7 Amounts from line 4 | 0 | 0 | 0 | 0 | 0 | 0 |
| 8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources | | | | | | 0 |
| 9 Net income from unrelated business activities, whether or not the business is regularly carried on | | | | | | 0 |
| 10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV) | | | | | | 0 |
| 11 Total support. Add lines 7 through 10 | | | | | | 0 |

12 Gross receipts from related activities, etc (see instructions) **12**

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

| | | |
|--|-----------|-------|
| 14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f)) | 14 | 0 00% |
| 15 Public support percentage from 2011 Schedule A, Part II, line 14 | 15 | 0 00% |
| 16a 33 1/3% support test—2012. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization <input type="checkbox"/> | | |
| b 33 1/3% support test—2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization <input type="checkbox"/> | | |
| 17a 10%-facts-and-circumstances test—2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization <input type="checkbox"/> | | |
| b 10%-facts-and-circumstances test—2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization <input type="checkbox"/> | | |
| 18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions <input type="checkbox"/> | | |

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

| Calendar year (or fiscal year beginning in) ▶ | (a) 2008 | (b) 2009 | (c) 2010 | (d) 2011 | (e) 2012 | (f) Total |
|--|----------|----------|----------|----------|----------|-----------|
| 1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.") | | | | | | 0 |
| 2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose | | | | | | 0 |
| 3 Gross receipts from activities that are not an unrelated trade or business under section 513 | | | | | | 0 |
| 4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf | | | | | | 0 |
| 5 The value of services or facilities furnished by a governmental unit to the organization without charge | | | | | | 0 |
| 6 Total. Add lines 1 through 5 | 0 | 0 | 0 | 0 | 0 | 0 |
| 7a Amounts included on lines 1, 2, and 3 received from disqualified persons | | | | | | 0 |
| b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year | | | | | | 0 |
| c Add lines 7a and 7b | 0 | 0 | 0 | 0 | 0 | 0 |
| 8 Public support (Subtract line 7c from line 6) | | | | | | 0 |

Section B. Total Support

| Calendar year (or fiscal year beginning in) ▶ | (a) 2008 | (b) 2009 | (c) 2010 | (d) 2011 | (e) 2012 | (f) Total |
|--|----------|----------|----------|----------|----------|-----------|
| 9 Amounts from line 6 | 0 | 0 | 0 | 0 | 0 | 0 |
| 10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources | | | | | | 0 |
| b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 | | | | | | 0 |
| c Add lines 10a and 10b | 0 | 0 | 0 | 0 | 0 | 0 |
| 11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on | | | | | | 0 |
| 12 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV) | | | | | | 0 |
| 13 Total support. (Add lines 9, 10c, 11, and 12) | 0 | 0 | 0 | 0 | 0 | 0 |

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

Section C. Computation of Public Support Percentage

| | | |
|---|----|-------|
| 15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f)) | 15 | 0.00% |
| 16 Public support percentage from 2011 Schedule A, Part III, line 15 | 16 | 0.00% |

Section D. Computation of Investment Income Percentage

| | | |
|--|----|-------|
| 17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f)) | 17 | 0.00% |
| 18 Investment income percentage from 2011 Schedule A, Part III, line 17 | 18 | 0.00% |

19a 33 1/3% support tests—2012. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

b 33 1/3% support tests—2011. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

**SCHEDULE D
(Form 990)**

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization

LOIS E WOMER FOUNDATION

Employer identification number

26-1674673

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

| | (a) Donor advised funds | (b) Funds and other accounts |
|---|-------------------------|--|
| 1 Total number at end of year | | |
| 2 Aggregate contributions to (during year) | | |
| 3 Aggregate grants from (during year) | | |
| 4 Aggregate value at end of year | | |
| 5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? | | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| 6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? | | <input type="checkbox"/> Yes <input type="checkbox"/> No |

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)

Preservation of land for public use (e.g., recreation or education) Preservation of an historically important land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

| | Held at the End of the Tax Year |
|--|---------------------------------|
| a Total number of conservation easements | 2a |
| b Total acreage restricted by conservation easements | 2b |
| c Number of conservation easements on a certified historic structure included in (a) | 2c |
| d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register | 2d |

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶

4 Number of states where property subject to conservation easement is located ▶

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? Yes No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? Yes No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ▶ \$

(ii) Assets included in Form 990, Part X ▶ \$

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

a Revenues included in Form 990, Part VIII, line 1 ▶ \$

b Assets included in Form 990, Part X ▶ \$

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)
- a Public exhibition
 - b Scholarly research
 - c Preservation for future generations
 - d Loan or exchange programs
 - e Other
- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b If "Yes," explain the arrangement in Part XIII and complete the following table.
- | | Amount |
|---------------------------------|--------|
| c Beginning balance | |
| d Additions during the year | |
| e Distributions during the year | |
| f Ending balance | 0 |
- 2a Did the organization include an amount on Form 990, Part X, line 21? Yes No
- b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII.

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10

| | (a) Current year | (b) Prior year | (c) Two years back | (d) Three years back | (e) Four years back |
|--|------------------|----------------|--------------------|----------------------|---------------------|
| 1a Beginning of year balance | | | | | |
| b Contributions | | | | | |
| c Net investment earnings, gains, and losses | | | | | |
| d Grants or scholarships | | | | | |
| e Other expenditures for facilities and programs | | | | | |
| f Administrative expenses | | | | | |
| g End of year balance | 0 | 0 | 0 | 0 | 0 |

- 2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as
- a Board designated or quasi-endowment%
 - b Permanent endowment%
 - c Temporarily restricted endowment%
- The percentages in lines 2a, 2b, and 2c should equal 100%
- 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by
- | | Yes | No |
|---|-----|----|
| (i) unrelated organizations | | |
| (ii) related organizations | | |
| b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? | | |
- 4 Describe in Part XIII the intended uses of the organization's endowment funds

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10

| Description of property | (a) Cost or other basis (investment) | (b) Cost or other basis (other) | (c) Accumulated depreciation | (d) Book value |
|--|--------------------------------------|---------------------------------|------------------------------|----------------|
| 1a Land | 0 | 0 | 0 | 0 |
| b Buildings | 0 | 0 | 0 | 0 |
| c Leasehold improvements | 0 | 0 | 0 | 0 |
| d Equipment | 0 | 0 | 0 | 0 |
| e Other | 0 | 0 | 0 | 0 |
| Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c)) | | | | 0 |

Part VII Investments—Other Securities. See Form 990, Part X, line 12.

| (a) Description of security or category (including name of security) | (b) Book value | (c) Method of valuation Cost or end-of-year market value |
|---|----------------|---|
| (1) Financial derivatives | 0 | |
| (2) Closely-held equity interests | 0 | |
| (3) Other | | |
| (A) ----- | | |
| (B) ----- | | |
| (C) ----- | | |
| (D) ----- | | |
| (E) ----- | | |
| (F) ----- | | |
| (G) ----- | | |
| (H) ----- | | |
| (I) ----- | | |
| Total. (Column (b) must equal Form 990, Part X, col (B) line 12) | 0 | |

Part VIII Investments—Program Related. See Form 990, Part X, line 13

| (a) Description of investment type | (b) Book value | (c) Method of valuation Cost or end-of-year market value |
|---|----------------|---|
| (1) | | |
| (2) | | |
| (3) | | |
| (4) | | |
| (5) | | |
| (6) | | |
| (7) | | |
| (8) | | |
| (9) | | |
| (10) | | |
| Total. (Column (b) must equal Form 990, Part X, col (B) line 13) | 0 | |

Part IX Other Assets. See Form 990, Part X, line 15

| (a) Description | (b) Book value |
|---|----------------|
| (1) | |
| (2) | |
| (3) | |
| (4) | |
| (5) | |
| (6) | |
| (7) | |
| (8) | |
| (9) | |
| (10) | |
| Total. (Column (b) must equal Form 990, Part X, col (B) line 15) | 0 |

Part X Other Liabilities. See Form 990, Part X, line 25

| 1. (a) Description of liability | (b) Book value |
|---|----------------|
| (1) Federal income taxes | 0 |
| (2) | |
| (3) | |
| (4) | |
| (5) | |
| (6) | |
| (7) | |
| (8) | |
| (9) | |
| (10) | |
| (11) | |
| Total. (Column (b) must equal Form 990, Part X, col (B) line 25) | 0 |

2. FIN 48 (ASC 740) Footnote In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740) Check here if the text of the footnote has been provided in Part XIII

| Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return | | | |
|---|--|-----------|-------------|
| 1 | Total revenue, gains, and other support per audited financial statements | | 1 |
| 2 | Amounts included on line 1 but not on Form 990, Part VIII, line 12. | | |
| a | Net unrealized gains on investments | 2a | |
| b | Donated services and use of facilities | 2b | |
| c | Recoveries of prior year grants | 2c | |
| d | Other (Describe in Part XIII) | 2d | |
| e | Add lines 2a through 2d | | 2e 0 |
| 3 | Subtract line 2e from line 1 | | 3 0 |
| 4 | Amounts included on Form 990, Part VIII, line 12, but not on line 1: | | |
| a | Investment expenses not included on Form 990, Part VIII, line 7b | 4a | |
| b | Other (Describe in Part XIII.) | 4b | |
| c | Add lines 4a and 4b | | 4c 0 |
| 5 | Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12) | | 5 0 |

| Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return | | | |
|--|---|-----------|-------------|
| 1 | Total expenses and losses per audited financial statements | | 1 |
| 2 | Amounts included on line 1 but not on Form 990, Part IX, line 25 | | |
| a | Donated services and use of facilities | 2a | |
| b | Prior year adjustments | 2b | |
| c | Other losses | 2c | |
| d | Other (Describe in Part XIII) | 2d | |
| e | Add lines 2a through 2d | | 2e 0 |
| 3 | Subtract line 2e from line 1 | | 3 0 |
| 4 | Amounts included on Form 990, Part IX, line 25, but not on line 1: | | |
| a | Investment expenses not included on Form 990, Part VIII, line 7b | 4a | |
| b | Other (Describe in Part XIII.) | 4b | |
| c | Add lines 4a and 4b | | 4c 0 |
| 5 | Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18) | | 5 0 |

Part XIII Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

Part XIII Supplemental Information *(continued)*

Area with horizontal dashed lines for supplemental information.

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

OMB No. 1545-0047

2012

**Open to Public
Inspection**

Name of the organization

LOIS E WOMER FOUNDATION

Employer identification number

26-1674673

Part I General Information on Grants and Assistance

- Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

| 1 (a) Name and address of organization or government | (b) EIN | (c) IRC section if applicable | (d) Amount of cash grant | (e) Amount of non-cash assistance | (f) Method of valuation (book, FMV, appraisal, other) | (g) Description of non-cash assistance | (h) Purpose of grant or assistance |
|---|------------|-------------------------------|--------------------------|-----------------------------------|---|--|------------------------------------|
| (1) PRIMARILY PRIMATES INC 26099 DULL KNIFE TRAIL | 72-2164756 | 501 (C)(3) | 103,965 | | | | GENERAL_OPERATI |
| (2) THE ELEPHANT SANCTUARY 511 UNION STREET STE 2700 | 62-1587327 | 501 (C)(3) | 103,965 | | | | GENERAL_OPERATI |
| (3) BASICALLY BATS 700 COLLEGE PLACE LYCOMIN | 58-2143928 | 501 (C)(3) | 51,982 | | | | GENERAL_OPERATI |
| (4) ----- | | | | | | | |
| (5) ----- | | | | | | | |
| (6) ----- | | | | | | | |
| (7) ----- | | | | | | | |
| (8) ----- | | | | | | | |
| (9) ----- | | | | | | | |
| (10) ----- | | | | | | | |
| (11) ----- | | | | | | | |
| (12) ----- | | | | | | | |

- Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
- Enter total number of other organizations listed in the line 1 table

SCHEDULE O
(Form 990 or 990-EZ)

Supplemental Information to Form 990 or 990-EZ

OMB No 1545-0047

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

Name of the organization

Employer identification number

LOIS E WOMER FOUNDATION

26-1674673

Form 990 Part VI Section B Line 11B THE FORM 990 IS PROVIDED TO TE TRUSTEE, MERRILL LYNCH,
UPON COMPLETION FOR REVIEW ANY DISCREPANCIES IDENTIFIED DURING THEIR REVIEW ARE NOTIFIED
PRIOR TO FILING THE FORM 990

Form 990 Part VI Section C Line 19 THESE DOCUMENTS ARE NOT MADE AVAILABLE TO THE PUBLIC,
HOWEVER, UPON REQUEST THEY CAN BE MADE AVAILABLE.

Form 990 Part XI Line 5 THE NET INCOME IS CHANGED DUE TO INCREASED NOT INCLUDED IN PART XI,
LINE 1 AND DECREASES NOT INCLUDED IN PART XI. LINE 2. OTHER INCREASED NOT INCLUDED IN PART
LINE 1 ARE PURCHASE OF ACCRUED INTERST C/O FROM PY \$227. OTHER DECREASES NOT INCLUDED IN PART
XI, LINE 2 ARE BOND AMORTIZATION \$6738, PURCAHSE OF ACCRUED INTEREST C/O TO NEXT YEAR \$3001,
AND COST BASIS ADJUSTMENT OF \$4188.

**SCHEDULE R
(Form 990)**

Department of the Treasury
Internal Revenue Service

Name of the organization

LOIS E WOMER FOUNDATION

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2012

**Open to Public
Inspection**

Employer identification number
26-1674673

Part I Identification of Disregarded Entities (Complete if the organization answered "Yes" to Form 990, Part IV, line 33.)

| (a) Name, address, and EIN (if applicable) of disregarded entity | (b) Primary activity | (c) Legal domicile (state or foreign country) | (d) Total income | (e) End-of-year assets | (f) Direct controlling entity |
|---|-------------------------|--|---------------------|---------------------------|----------------------------------|
| (1) | | | | | |
| (2) | | | | | |
| (3) | | | | | |
| (4) | | | | | |
| (5) | | | | | |
| (6) | | | | | |

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

| (a) Name, address, and EIN of related organization | (b) Primary activity | (c) Legal domicile (state or foreign country) | (d) Exempt Code section | (e) Public charity status (if section 501(c)(3)) | (f) Direct controlling entity | (g) Section 512(b)(13) controlled entity? | |
|---|---------------------------|--|----------------------------|---|----------------------------------|--|----|
| | | | | | | Yes | No |
| (1) PRIMARILY PRIMATES INC 72-2164756 26099 DULL KNIFE TRIAL SAN ANTONIO, TX 78255 | House, protect, and reh | | 501 (C)(3) | IIIIO | N/A | | X |
| (2) THE ELEPHANT SANCTUARY 62-1587327 511 UNION STREET, STE 2700 NASHVILLE, TN 37219 | Care for old, sick, or ne | | 501 (C)(3) | IIIIO | N/A | | X |
| (3) BASICALLY BATS 58-2143928 700 COLLEGE PLACE WILLIAMSPORT, PA 17701 | Provide bat rehabilitatio | | 501 (C)(3) | IIIIO | N/A | | X |
| (4) | | | | | | | |
| (5) | | | | | | | |
| (6) | | | | | | | |
| (7) | | | | | | | |

Part III Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

| (a) Name, address, and EIN of related organization | (b) Primary activity | (c) Legal domicile (state or foreign country) | (d) Direct controlling entity | (e) Predominant income (related, unrelated, excluded from tax under 1361) | (f) Share of total income | (g) Share of end-of-year assets | (h) Disproportionate allocations? | | (i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065) | (j) General or managing partner? | | (k) Percentage ownership |
|---|-------------------------|--|----------------------------------|--|------------------------------|------------------------------------|--------------------------------------|----|--|-------------------------------------|----|-----------------------------|
| | | | | | | | Yes | No | | Yes | No | |
| (1)..... | | | | | | | | | | | | |
| (2)..... | | | | | | | | | | | | |
| (3)..... | | | | | | | | | | | | |
| (4)..... | | | | | | | | | | | | |
| (5)..... | | | | | | | | | | | | |
| (6)..... | | | | | | | | | | | | |
| (7)..... | | | | | | | | | | | | |

Part IV Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

| (a) Name, address, and EIN of related organization | (b) Primary activity | (c) Legal domicile (state or foreign country) | (d) Direct controlling entity | (e) Type of entity (C corp, S corp, or trust) | (f) Share of total income | (g) Share of end-of-year assets | (h) Percentage ownership | (i) Section 512(b)(13) controlled entity? | |
|---|-------------------------|--|----------------------------------|--|------------------------------|------------------------------------|-----------------------------|--|----|
| | | | | | | | | Yes | No |
| (1)..... | | | | | | | | | |
| (2)..... | | | | | | | | | |
| (3)..... | | | | | | | | | |
| (4)..... | | | | | | | | | |
| (5)..... | | | | | | | | | |
| (6)..... | | | | | | | | | |
| (7)..... | | | | | | | | | |

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35b, or 36)

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule

| | Yes | No |
|--|-----------|----------|
| 1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV? | | |
| a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity | 1a | X |
| b Gift, grant, or capital contribution to related organization(s) | 1b | X |
| c Gift, grant, or capital contribution from related organization(s) | 1c | X |
| d Loans or loan guarantees to or for related organization(s) | 1d | X |
| e Loans or loan guarantees by related organization(s) | 1e | X |
| f Dividends from related organization(s) | 1f | X |
| g Sale of assets to related organization(s) | 1g | X |
| h Purchase of assets from related organization(s) | 1h | X |
| i Exchange of assets with related organization(s) | 1i | X |
| j Lease of facilities, equipment, or other assets to related organization(s) | 1j | X |
| k Lease of facilities, equipment, or other assets from related organization(s) | 1k | X |
| l Performance of services or membership or fundraising solicitations for related organization(s) | 1l | X |
| m Performance of services or membership or fundraising solicitations by related organization(s) | 1m | X |
| n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s) | 1n | X |
| o Sharing of paid employees with related organization(s) | 1o | X |
| p Reimbursement paid to related organization(s) for expenses | 1p | X |
| q Reimbursement paid by related organization(s) for expenses | 1q | X |
| r Other transfer of cash or property to related organization(s) | 1r | X |
| s Other transfer of cash or property from related organization(s) | 1s | X |

| | (a) Name of other organization | (b) Transaction type (a-s) | (c) Amount involved | (d) Method of determining amount involved |
|--|-----------------------------------|-------------------------------|------------------------|--|
| 2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds | | | | |
| (1) | | | | |
| (2) | | | | |
| (3) | | | | |
| (4) | | | | |
| (5) | | | | |
| (6) | | | | |

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 37.)

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

| (a) Name, address, and EIN of entity | (b) Primary activity | (c) Legal domicile (state or foreign country) | (d) Predominant income (related, unrelated, excluded from tax under section 512-514) | (e) Are all partners section 501(c)(3) organizations? | | (f) Share of total income | (g) Share of end-of-year assets | (h) Disproportionate allocations? | | (i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065) | (j) General or managing partner? | | (k) Percentage ownership |
|---|-------------------------|--|---|--|----|------------------------------|------------------------------------|--------------------------------------|----|--|-------------------------------------|----|-----------------------------|
| | | | | Yes | No | | | Yes | No | | Yes | No | |
| {1}..... | | | | | | | | | | | | | |
| {2}..... | | | | | | | | | | | | | |
| {3}..... | | | | | | | | | | | | | |
| {4}..... | | | | | | | | | | | | | |
| {5}..... | | | | | | | | | | | | | |
| {6}..... | | | | | | | | | | | | | |
| {7}..... | | | | | | | | | | | | | |
| {8}..... | | | | | | | | | | | | | |
| {9}..... | | | | | | | | | | | | | |
| {10}..... | | | | | | | | | | | | | |
| {11}..... | | | | | | | | | | | | | |
| {12}..... | | | | | | | | | | | | | |
| {13}..... | | | | | | | | | | | | | |
| {14}..... | | | | | | | | | | | | | |
| {15}..... | | | | | | | | | | | | | |
| {16}..... | | | | | | | | | | | | | |



Merrill Lynch Trust Company
A Division of Bank of America NA
1300 Merrill Lynch Drive
Pennington NJ 08534

Date

Re Declaration of Facsimile Signature
Fiduciary Bank of America NA

Dear Agent

I hereby declare under the penalties of perjury that the facsimile signature appearing on each Fiduciary Income Tax Return enclosed herewith is the signature used by myself, Edward Rankin, to sign the returns as fiduciary of such

I further declare that all facsimile signatures have been affixed to the returns subsequent to the making of any reproductions

I further declare that this facsimile signature was affixed by me or at my direction

I further declared that I am a Senior Vice President of Merrill Lynch Trust Company, a division of Bank of America NA and I am duly authorized to sign this statement and the tax returns referred to herein as agent for Merrill Lynch Trust Company, a division of Bank of America NA

Attached to this declaration is a list of all tax returns with trusts' name and taxpayer identification number. A copy of this declaration and a copy of the list of all returns is on file with the fiduciary in accordance with REV Rul.68-500, 1968-2 C B 575

Sincerely,

Edward Rankin
Senior Vice President

Account Number 1117

MERRILL LYNCH TRUST COMPANY,
A DIVISION OF BANK OF AMERICA, N.A.
CO-TRUSTEE OF THE
LOIS E WOMER FOUNDATION
TUA 8/31/1999 AS AMENDED
M RONAN & P FERAL CO-TRUSTEES

Net Portfolio Value: \$4,916,598.00

Your Financial Advisor:
FREDERICK G MACEACHRON
717 5TH AVE 7TH FL
NEW YORK NY 10022
fred_maceachron@ml.com
1-800-999-6371

Trust Officer:
JILL DAMATO
609-274-2751

June 29, 2013 - July 31, 2013

TRUST MANAGEMENT ACCOUNT

Your Investment Manager - Private Investors / BLACKROCK LG CAP CORE BAL(R)

| | July 31 | June 28 | | This Statement | Year to Date |
|-----------------------------------|-----------------------|-----------------------|--|---------------------|----------------------|
| ASSETS | | | | | |
| Cash/Money Accounts | 189,968.80 | 183,541.00 | | | |
| Fixed Income | 1,591,191.89 | 1,597,276.49 | | \$181,092.70 | |
| Equities | 2,889,640.26 | 2,730,488.65 | | | 602.22 |
| Mutual Funds | 238,307.74 | 232,925.44 | | | |
| Options | | | | 6,070.04 | 6,070.04 |
| Other | | | | 6,070.04 | 6,672.26 |
| Subtotal (Long Portfolio) | 4,909,108.69 | 4,744,231.58 | | | |
| Estimated Accrued Interest | 7,489.31 | 7,575.36 | | | |
| TOTAL ASSETS | \$4,916,598.00 | \$4,751,806.94 | | | |
| LIABILITIES | | | | | |
| Debit Balance | | (2,448.30) | | | (81.36) |
| Short Market Value | | | | (4,369.58) | (30,318.99) |
| NET PORTFOLIO VALUE | \$4,916,598.00 | \$4,749,358.64 | | (\$4,369.58) | (\$37,147.62) |
| Net Cash Flow | | | | \$1,700.46 | (\$30,475.36) |
| Dividends/Interest Income | | | | 9,272.92 | 65,760.46 |
| Security Purchases/Debits | | | | (11,698.18) | (2,456,220.69) |
| Security Sales/Credits | | | | 9,600.90 | 2,436,088.49 |
| Closing Cash/Money Accounts | | | | \$189,968.80 | |
| Securities You Transferred In/Out | | | | | |

Merrill Lynch Wealth Management makes available products and services offered by Merrill Lynch, Pierce, Fenner & Smith Incorporated (MLPF&S) and other subsidiaries of Bank of America Corporation. MLPF&S is a registered broker-dealer, Member Securities Investor Protection Corporation (SIPC) and a wholly owned subsidiary of Bank of America Corporation. Investment products: Are Not FDIC Insured Are Not Bank Guaranteed May Lose Value

LOIS E WOMER FOUNDATION

Account Number

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 29, 2013 - July 31, 2013

| CASH/MONEY ACCOUNTS | Description | Quantity | Total Cost Basis | Estimated Market Price | Estimated Market Value | Estimated Annual Income | Est. Annual Yield% |
|---------------------|-------------|-----------|------------------|------------------------|------------------------|-------------------------|--------------------|
| CASH | | 0.62 | 0.62 | | .62 | | |
| BIF MONEY FUND | | 15,678.00 | 15,678.00 | 1.0000 | 15,678.00 | | |
| TOTAL | | | 15,678.62 | | 15,678.62 | | |

| GOVERNMENT AND AGENCY SECURITIES ¹ | Description | Quantity | Adjusted/Total Cost Basis | Estimated Market Price | Estimated Market Value | Estimated Accrued Interest | Estimated Current Annual Income | Estimated Current Yield% |
|---|--|----------|---------------------------|------------------------|------------------------|----------------------------|---------------------------------|--------------------------|
| U.S. TREASURY NOTE | 06/04/13 | 58,000 | 58,539.41 | 100.7970 | 58,462.26 | 211.95 | 725 | 1.24 |
| | 1.250% APR 15 2014 01.250% APR 15 2014 | | | | | | | |
| | MOODY'S: AAA S&P: *** CUSIP: 912828QC7 | | | | | | | |
| U.S. TREASURY NOTE | 06/13/13 | 36,000 | 36,329.18 | 100.7970 | 36,286.92 | 131.56 | 450 | 1.24 |
| | | 94,000 | 94,868.59 | | 94,749.18 | 343.51 | 1,175 | 1.24 |
| | Subtotal | | | | (119.41) | | | |
| FEDERAL HOME LN MTG CORP | 06/04/13 | 16,000 | 16,852.64 | 104.6150 | 16,738.40 | 35.56 | 800 | 4.77 |
| | NOTES SR MTN 05.000% JUL 15 2014 | | | | (114.24) | | | |
| | MOODY'S: AAA S&P: AA+ CUSIP: 313444UU6 | | | | | | | |

| | | | | | | | | |
|--------------------------|--|--------|-----------|----------|-----------|-------|-----|----|
| Δ FEDERAL NATL MTG ASSOC | 06/04/13 | 25,000 | 25,123.43 | 100.5040 | 25,126.00 | 39.06 | 157 | 62 |
| | NOTES 00.625% OCT 30 2014 | | | | 2.57 | | | |
| | MOODY'S: AAA S&P: AA+ CUSIP: 3135GDDW0 | | | | | | | |
| | ORIGINAL UNIT/TOTAL COST: 100.5530/25,138.25 ✓ | | | | | | | |

| | | | | | | | | |
|----------------------|--|--------|-----------|----------|-----------|--------|-----|------|
| Δ U.S. TREASURY NOTE | 06/04/13 | 33,000 | 33,885.43 | 102.7270 | 33,899.91 | 195.94 | 784 | 2.31 |
| | 2.375% OCT 31 2014 02.375% OCT 31 2014 | | | | 14.48 | | | |
| | MOODY'S: AAA S&P: *** CUSIP: 912828LS7 | | | | | | | |
| | ORIGINAL UNIT/TOTAL COST: 103.0042/33,991.40 ✓ | | | | | | | |

| | | | | | | | | |
|----------------------|--|--------|-----------|----------|-----------|--------|-----|------|
| Δ U.S. TREASURY NOTE | 10/28/10 | 32,000 | 32,010.70 | 101.9380 | 32,620.16 | 133.33 | 400 | 1.22 |
| | 1.250% SEP 30 2015 01.250% SEP 30 2015 | | | | 609.46 | | | |
| | MOODY'S: AAA S&P: *** CUSIP: 912828NZ9 | | | | | | | |
| | ORIGINAL UNIT/TOTAL COST: 100.0745/32,023.86 | | | | | | | |

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LOIS E WOMER FOUNDATION

Account Number.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 29, 2013 - July 31, 2013

| GOVERNMENT AND AGENCY SECURITIES ¹ (continued) | Quantity | Adjusted/Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Estimated Accrued Interest | Estimated Current Annual Income | Estimated Current Yield% |
|---|----------------|---------------------------|------------------------|------------------------|------------------------|----------------------------|---------------------------------|--------------------------|
| Δ U.S. TREASURY NOTE 01/06/12 ORIGINAL UNIT/TOTAL COST: 102.5160/4,100.64 | 4,000 | 4,058.82 | 101.9380 | 4,077.52 | 18.70 | 16.67 | 50 | 1.22 |
| Δ U.S. TREASURY NOTE 06/04/13 ORIGINAL UNIT/TOTAL COST: 102.0433/83,675.51 | 82,000 | 83,567.07 | 101.9380 | 83,589.16 | 22.09 | 341.67 | 1,025 | 1.22 |
| Subtotal | 118,000 | 119,636.59 | | 120,286.84 | 650.25 | 491.67 | 1,475 | 1.22 |
| FEDERAL NATL MTG ASSOC NOTES 00.500% MAR 30 2016 MOODY'S: AAA S&P: AA+ CUSIP: 3135G0VA8 | 35,000 | 34,979.35 | 99.8000 | 34,930.00 | (49.35) | 58.33 | 175 | .50 |
| Δ U.S. TREASURY NOTE 06/04/13 1.000% MAR 31 2017 MOODY'S: AAA S&P: *** CUSIP: 912828SM3 | 64,000 | 64,576.87 | 100.3440 | 64,220.16 | (356.71) | 213.33 | 640 | .99 |
| Δ FEDERAL HOME LN MTG CORP NOTES 01.000% JUN 29 2017 MOODY'S: AAA S&P: AA+ CUSIP: 3137EADH9 | 41,000 | 41,131.97 | 99.4890 | 40,790.49 | (341.48) | 36.44 | 410 | 1.00 |
| Subtotal | 28,000 | 27,397.44 | 98.4060 | 27,553.68 | 156.24 | 46.67 | 280 | 1.01 |
| Δ U.S. TREASURY NOTE 06/04/13 3.125% MAY 15 2019 MOODY'S: AAA S&P: *** CUSIP: 912828KQ2 | 48,000 | 52,998.09 | 108.3050 | 51,986.40 | (1,011.69) | 313.86 | 1,500 | 2.88 |
| Subtotal | 109,000 | 105,159.89 | 92.7500 | 101,097.50 | (4,062.39) | 399.12 | 1,908 | 1.88 |

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LOIS E WOMER FOUNDATION

Account Number: [REDACTED]

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 29, 2013 - July 31, 2013

| Description | Acquired | Quantity | Adjusted/Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Estimated Accrued Interest | Estimated Current Annual Income | Yield% |
|--|-------------------------|-----------|---------------------------|------------------------|------------------------|------------------------|----------------------------|---------------------------------|--------|
| GOVERNMENT AND AGENCY SECURITIES * (continued) | | | | | | | | | |
| U.S. TREASURY NOTE | 06/26/13 | 33,000 | 30,799.70 | 92.7500 | 30,607.50 | (192.20) | 120.84 | 578 | 1.88 |
| <i>Subtotal</i> | | 142,000 | 135,959.59 | | 131,705.00 | (4,254.59) | 519.96 | 2,486 | 1.88 |
| FNMA PAH3431 03 50%2026 | 06/04/13 | 41,000 | 21,560.40 | 104.8903 | 21,442.15 | (118.25) | 59.62 | 716 | 3.33 |
| AMORTIZED FACTOR 0.498596310 | AMORTIZED VALUE 20,442 | | | | | | | | |
| MOODY'S: *** S&P: *** | CUSIP: 313844Y58 | 22,265 | | | | | | | |
| FNMA PMA1490 03%2033 | 06/13/13 | 25,000 | 25,638.79 | 99.3504 | 24,752.92 | (885.87) | 62.29 | 748 | 3.01 |
| AMORTIZED FACTOR 0.996590810 | AMORTIZED VALUE 24,914 | | | | | | | | |
| MOODY'S: *** S&P: *** | CUSIP: 31418AUQ9 | 25,127 | | | | | | | |
| FNMA PA11886 04 50%2041 | 06/04/13 | 176,000 | 119,776.72 | 106.5584 | 117,718.09 | (2,058.63) | 414.27 | 4,972 | 4.22 |
| AMORTIZED FACTOR 0.627686590 | AMORTIZED VALUE 110,472 | | | | | | | | |
| MOODY'S: *** S&P: *** | CUSIP: 3138AFCY4 | 123,232 | | | | | | | |
| FNMA PAJ7689 04%2041 | 06/04/13 | 102,000 | 63,199.13 | 103.9399 | 62,246.13 | (953.00) | 199.62 | 2,396 | 3.84 |
| AMORTIZED FACTOR 0.587124040 | AMORTIZED VALUE 59,886 | | | | | | | | |
| MOODY'S: *** S&P: *** | CUSIP: 3138EOR7 | 65,303 | | | | | | | |
| FNMA PAT2887 03 50%2043 | 06/04/13 | 70,000 | 71,995.74 | 100.9230 | 69,970.76 | (2,024.98) | 202.21 | 2,427 | 3.46 |
| AMORTIZED FACTOR 0.990440530 | AMORTIZED VALUE 69,330 | | | | | | | | |
| MOODY'S: *** S&P: *** | CUSIP: 3138WQF56 | 72,115 | | | | | | | |
| TOTAL | | 1,058,000 | 949,580.77 | | 938,116.11 | (11,464.66) | 3,232.34 | 21,141 | 2.25 |
| CORPORATE BONDS | | | | | | | | | |
| Δ COMCAST CORP | 06/04/13 | 14,000 | 14,309.99 | 102.0740 | 14,290.36 | (19.63) | 32.98 | 742 | 5.19 |
| COMPANY GUARNT | 05.300% JAN 15 2014 | | | | | | | | |
| MOODY'S: A3 S&P: A- | CUSIP: 20030NAE1 | | | | | | | | |
| ORIGINAL UNIT/TOTAL COST: | 102.9430/14,412.02 | | | | | | | | |

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LOIS E WOMER FOUNDATION

Account Number: ~~XXXXXXXXXX~~

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 29, 2013 - July 31, 2013

| Corporate Bonds (continued) Description | Acquired | Quantity | Adjusted/Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Estimated Accrued Interest | Estimated Current Annual Income | Yield% |
|--|----------|----------|------------------------------|---------------------------|---------------------------|---------------------------|-------------------------------|------------------------------------|--------|
| Δ PRUDENTIAL FINANCIAL INC SER MTNB 05.700% SEP 20 2014 MOODY'S: BAA1 S&P: A CUSIP: 74432QAE5 ORIGINAL UNIT/TOTAL COST: 105.5340/14,774.76 ✓ | 06/04/13 | 14,000 | 14,684.69 ✓ | 104.7950 | 14,671.30 | (13.39) | 259.82 | 714 | 4.86 |
| Δ WELLS FARGO & COMPANY SER MTN GLB 01.250% FEB 13 2015 MOODY'S: A2 S&P: A+ CUSIP: 94974BFA3 ORIGINAL UNIT/TOTAL COST: 100.9290/25,232.25 ✓ | 06/04/13 | 25,000 | 25,211.65 ✓ | 100.6660 | 25,166.50 | (45.15) | 145.83 | 313 | 1.24 |
| Δ ROYAL BANK OF CANADA SER MTN GLB 01.150% MAR 13 2015 MOODY'S: AA3 S&P: AA- CUSIP: 78008T2C7 ORIGINAL UNIT/TOTAL COST: 101.1310/25,282.75 ✓ | 06/04/13 | 25,000 | 25,258.83 ✓ | 100.8310 | 25,207.75 | (51.08) | 110.21 | 288 | 1.14 |
| Δ METLIFE INC GLB 05.000% JUN 15 2015 MOODY'S: A3 S&P: A- CUSIP: 59156RAN8 ORIGINAL UNIT/TOTAL COST: 108.3340/15,166.76 ✓ | 06/04/13 | 14,000 | 15,080.75 ✓ | 107.5510 | 15,057.14 | (23.61) | 89.44 | 700 | 4.64 |
| Δ ENTERPRISE PRODUCTS OPER COMPANY GUARNT 01.250% AUG 13 2015 MOODY'S: BAA1 S&P: BBB+ CUSIP: 29379VAX1 ORIGINAL UNIT/TOTAL COST: 100.8370/20,167.40 ✓ | 06/04/13 | 20,000 | 20,155.99 ✓ | 100.6220 | 20,124.40 | (31.59) | 116.67 | 250 | 1.24 |
| Δ JP MORGAN CHASE SUBORDINATED 05.150% OCT 01 2015 MOODY'S: A3 S&P: A- CUSIP: 46625HDF4 ORIGINAL UNIT/TOTAL COST: 108.8140/26,115.36 ✓ | 06/04/13 | 24,000 | 25,980.00 ✓ | 108.2030 | 25,968.72 | (11.28) | 412.00 | 1,236 | 4.75 |
| GENERAL ELEC CAP CORP SER MTN 01.000% JAN 08 2016 MOODY'S: A1 S&P: AA+ CUSIP: 36962G6R0 | 01/09/13 | 33,000 | 32,994.06 | 99.8190 | 32,940.27 | (53.79) | 21.08 | 330 | 1.00 |

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LOIS E WOMER FOUNDATION

Account Number: ~~XXXXXXXXXX~~

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 29, 2013 - July 31, 2013

| CORPORATE BONDS (continued) | Description | Acquired | Quantity | Adjusted/Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Estimated Accrued Interest | Estimated Current Annual Income | Yield% |
|-----------------------------|---------------------|----------|-----------|---------------------------|------------------------|------------------------|------------------------|----------------------------|---------------------------------|--------|
| Δ ANHEUSER-BUSCH INBEV FIN | 06/04/13 | 25,000 | 25,019.33 | 100.0110 | 25,002.75 | (16.58) | 8.89 | 200 | .79 | |
| COMPANY GUARNT GLB | 00.800% JAN 15 2016 | | | | | | | | | |
| MOODY'S: A3 S&P: A | CUSIP: 035242ADB | | | | | | | | | |
| ORIGINAL UNIT/TOTAL COST: | 100.0820/25,020.50 | | | | | | | | | |
| Δ KRAFT FOODS INC | 06/04/13 | 21,000 | 22,583.65 | 107.0200 | 22,474.20 | (109.45) | 413.87 | 867 | 3.85 | |
| GLB | 04.125% FEB 09 2016 | | | | | | | | | |
| MOODY'S: BAA2 S&P: BBB- | CUSIP: 50075NBB9 | | | | | | | | | |
| ORIGINAL UNIT/TOTAL COST: | 107.9840/22,676.64 | | | | | | | | | |
| Δ DIRECTV HLDG/FIN INC | 06/05/13 | 16,000 | 16,924.59 | 104.9090 | 16,785.44 | (139.15) | 233.33 | 560 | 3.33 | |
| COMPANY GUARNT | 03.500% MAR 01 2016 | | | | | | | | | |
| MOODY'S: BAA2 S&P: BBB | CUSIP: 25459HAY1 | | | | | | | | | |
| ORIGINAL UNIT/TOTAL COST: | 106.0910/16,974.56 | | | | | | | | | |
| Δ WAL-MART STORES INC | 06/04/13 | 22,000 | 22,001.67 | 99.9850 | 21,996.70 | (4.97) | 40.33 | 132 | .60 | |
| GLB | 00.600% APR 11 2016 | | | | | | | | | |
| MOODY'S: AA2 S&P: AA | CUSIP: 931142DE0 | | | | | | | | | |
| ORIGINAL UNIT/TOTAL COST: | 100.0080/22,001.76 | | | | | | | | | |
| Δ CITIGROUP INC | 06/04/13 | 28,000 | 29,978.17 | 105.9890 | 29,676.92 | (301.25) | 141.43 | 1,107 | 3.72 | |
| GLB | 03.953% JUN 15 2016 | | | | | | | | | |
| MOODY'S: BAA2 S&P: A- | CUSIP: 172967FS5 | | | | | | | | | |
| ORIGINAL UNIT/TOTAL COST: | 107.4270/30,079.56 | | | | | | | | | |
| Δ AMERICAN EXPRESS CREDIT | 06/04/13 | 16,000 | 16,794.77 | 104.6820 | 16,749.12 | (45.65) | 164.27 | 448 | 2.67 | |
| SER MTN | 02.800% SEP 19 2016 | | | | | | | | | |
| MOODY'S: A2 S&P: A- | CUSIP: 0258MODC0 | | | | | | | | | |
| ORIGINAL UNIT/TOTAL COST: | 105.2010/16,832.16 | | | | | | | | | |

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8 of 33

LOIS E WOMER FOUNDATION

Account Number: ~~XXXXXXXXXX~~

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 29, 2013 - July 31, 2013

| CORPORATE BONDS (continued) | Description | Acquired | Quantity | Adjusted/Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Accrued Interest | Estimated Annual Income | Current Yield% |
|--|-------------|----------|-----------|---------------------------|------------------------|------------------------|------------------------|------------------|-------------------------|----------------|
| Δ WELLS FARGO & COMPANY GLB 02.625% DEC 15 2016 MOODY'S: A2 S&P: A+ CUSIP: 94974BEZ9 ORIGINAL UNIT/TOTAL COST: 104.8650/26,216.25 ✓ | 06/04/13 | 25,000 | 26,165.39 | 104.1230 | 26,030.75 | (134.64) | 83.85 | 657 | 2.52 | |
| Δ USD RABOBANK UTRECHT 3.375% JAN 19 2017 MOODY'S: AA2 S&P: AA- CUSIP: 21686CAD2 ORIGINAL UNIT/TOTAL COST: 106.4950/17,039.20 ✓ | 06/04/13 | 16,000 | 16,997.11 | 105.6280 | 16,900.48 | (96.63) | 18.00 | 540 | 3.19 | |
| BRISTOL-MYERS SQUIBB CO GLB 00.875% AUG 01 2017 MOODY'S: A2 S&P: A+ CUSIP: 110122AS7 | 06/04/13 | 18,000 | 17,685.36 | 97.3560 | 17,524.08 | (161.28) | 78.75 | 158 | 89 | |
| WATSON PHARMACEUTICALS I GLB 01.875% OCT 01 2017 MOODY'S: BAA3 S&P: BBB CUSIP: 942683AG8 | 06/04/13 | 25,000 | 24,839.25 | 98.5530 | 24,638.25 | (201.00) | 156.25 | 469 | 1.90 | |
| BP CAPITAL MARKETS PLC COMPANY GUARNT GLB 01.375% NOV 06 2017 MOODY'S: A2 S&P: A- CUSIP: 05565QCC0 | 06/04/13 | 17,000 | 16,808.92 | 98.0600 | 16,670.20 | (138.72) | 55.19 | 234 | 1.40 | |
| AETNA INC GLB 01.500% NOV 15 2017 MOODY'S: BAA2 S&P: A- CUSIP: 00817YAL2 PAR CALL DATE: 10/15/17 PAR CALL PRICE: 100.00 | 06/04/13 | 22,000 | 21,830.38 | 97.6320 | 21,479.04 | (351.34) | 69.67 | 330 | 1.53 | |
| TOYOTA MOTOR CREDIT CORP SER MTN 01.375% JAN 10 2018 MOODY'S: AA3 S&P: AA- CUSIP: 89233P7E0 | 06/04/13 | 26,000 | 25,839.06 | 98.2340 | 25,540.84 | (298.22) | 20.85 | 358 | 1.39 | |

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LOIS E WOMER FOUNDATION

Account Number

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 29, 2013 - July 31, 2013

| Corporate Bonds (continued) Description | Acquired | Quantity | Adjusted/Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Accrued Interest | Estimated Annual Interest | Estimated Current Annual Income | Yield% |
|--|----------|----------|------------------------------|---------------------------|---------------------------|---------------------------|------------------|------------------------------|------------------------------------|--------|
| Δ BERKSHIRE HATHAWAY INC GLB 01.550% FEB 09 2018 MOODY'S: AA2 S&P: AA CUSIP: 084670BHO ORIGINAL UNIT/TOTAL COST: 100.2110/25,052.75 ✓ | 06/04/13 | 25,000 | 25,051.11 | 99.0020 ✓ | 24,750.50 | (300.61) | 182.99 | 388 | 1.56 | |
| Δ GOLDMAN SACHS GROUP INC GLB 06.150% APR 01 2018 MOODY'S: A3 S&P: A- CUSIP: 38141GFM1 ORIGINAL UNIT/TOTAL COST: 116.1130/16,255.82 ✓ | 06/04/13 | 14,000 | 16,189.40 | 113.9550 ✓ | 15,953.70 | (235.70) | 287.00 | 861 | 5.39 | |
| MORGAN STANLEY GLB 02.125% APR 25 2018 MOODY'S: BAA1 S&P: A- CUSIP: 6174467U7 | 06/04/13 | 21,000 | 20,678.91 | 96.8110 | 20,330.31 | (348.60) | 119.00 | 447 | 2.19 | |
| APPLE INC GLB 01.000% MAY 03 2018 MOODY'S: AA1 S&P: AA+ CUSIP: 037833A9J | 06/04/13 | 17,000 | 16,636.54 | 96.1940 | 16,352.98 | (283.56) | 41.56 | 170 | 1.03 | |
| COSTCO WHOLESALE CORP GLB 01.700% DEC 15 2019 MOODY'S: A1 S&P: A+ CUSIP: 22160KAFZ | 06/04/13 | 19,000 | 18,750.53 | 96.5760 | 18,349.44 | (401.09) | 41.27 | 323 | 1.76 | |
| HCP INC GLB 02.625% FEB 01 2020 MOODY'S: BAA1 S&P: BBB+ CUSIP: 40414LAH2 PAR CALL DATE: 11/01/19 PAR CALL PRICE: 100.00 | 06/04/13 | 22,000 | 21,716.20 | 94.5800 | 20,807.60 | (908.60) | 288.75 | 578 | 2.77 | |
| Δ VERIZON COMMUNICATIONS GLB 04.600% APR 01 2021 MOODY'S: A3 S&P: A- CUSIP: 92343VAX2 ORIGINAL UNIT/TOTAL COST: 111.4540/21,176.26 ✓ | 06/04/13 | 19,000 | 21,138.83 | 108.3520 | 20,586.88 | (551.95) | 291.33 | 874 | 4.24 | |

LOIS E WOMER FOUNDATION

Account Number 

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 29, 2013 - July 31, 2013

| CORPORATE BONDS (continued) | Description | Acquired | Quantity | Adjusted/Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Accrued Interest | Estimated Current Annual Income | Estimated Current Yield% |
|--|-------------|----------|-----------|---------------------------|------------------------|------------------------|------------------------|------------------|---------------------------------|--------------------------|
| Δ GOLDMAN SACHS GROUP INC | 06/04/13 | 25,000 | 27,624.70 | 107.8750 | 26,968.75 | (655.95) | 14.58 | 1,313 | 4.86 | |
| GLB 05.250% JUL 27 2021 | | | | | | | | | | |
| MOODY'S: A3 S&P: A CUSIP: 38141GGQ1 | | | | | | | | | | |
| ORIGINAL UNIT/TOTAL COST: 110.6690/27.667.25 | | | | | | | | | | |
| Δ KINDER MORGAN ENER PART | 06/04/13 | 18,000 | 18,561.09 | 99.6710 | 17,940.78 | (620.31) | 296.25 | 711 | 3.96 | |
| GLB 03.950% SEP 01 2022 | | | | | | | | | | |
| MOODY'S: BAA2 S&P: BBB CUSIP: 494550BL9 | | | | | | | | | | |
| PAR CALL DATE: 06/01/22 PAR CALL PRICE: 100.00 | | | | | | | | | | |
| ORIGINAL UNIT/TOTAL COST: 103.1610/18.568.98 | | | | | | | | | | |
| COMCAST CORP | 06/04/13 | 17,000 | 16,715.59 | 94.9390 | 16,139.63 | (575.96) | 21.53 | 485 | 3.00 | |
| COMPANY GUARNT GLB 02.850% JAN 15 2023 | | | | | | | | | | |
| MOODY'S: A3 S&P: A CUSIP: 20030NBF7 | | | | | | | | | | |
| TOTAL | | | | 643,000 | 660,206.51 | 653,075.78 | (7,130.73) | 4,256.97 | 16,783 | 2.57 |

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

| EQUITIES | Description | Symbol | Acquired | Quantity | Unit Cost Basis | Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Annual Income | Estimated Current Yield% |
|--------------------------|-------------|--------|----------|----------|-----------------|------------------|------------------------|------------------------|------------------------|---------------|--------------------------|
| ACTIVISION BLIZZARD INC | | ATVI | 08/17/11 | 396 | 11.0345 | 4,369.70 | 17.9800 | 7,120.08 | 2,750.38 | 76 | 1.05 |
| | | | 11/15/11 | 1,479 | 12.3072 | 18,202.35 | 17.9800 | 26,592.42 | 8,390.07 | 281 | 1.05 |
| | | | | 1,875 | | 22,572.05 | | 33,712.50 | 11,140.45 | 357 | 1.05 |
| Subtotal | | | | | | | | | | | |
| AGILENT TECHNOLOGIES INC | | A | 08/27/12 | 289 | 37.5952 | 10,865.04 | 44.7300 | 12,926.97 | 2,061.93 | 139 | 1.07 |
| | | | 08/28/12 | 211 | 37.1963 | 7,848.42 | 44.7300 | 9,438.03 | 1,589.61 | 102 | 1.07 |
| | | | 08/29/12 | 210 | 37.2248 | 7,817.21 | 44.7300 | 9,393.30 | 1,576.09 | 101 | 1.07 |
| | | | 08/30/12 | 49 | 37.1187 | 1,818.82 | 44.7300 | 2,191.77 | 372.95 | 24 | 1.07 |
| | | | | 759 | | 28,349.49 | | 33,950.07 | 5,600.58 | 366 | 1.07 |
| Subtotal | | | | | | | | | | | |

LOIS E WOMER FOUNDATION

Account Number: ~~XXXXXXXXXX~~

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 29, 2013 - July 31, 2013

| EQUITIES (continued) Description | Symbol | Acquired | Quantity | Unit Cost Basis | Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Annual Income | Estimated Current Yield% |
|-------------------------------------|--------|----------|--------------|--------------------|---------------------|---------------------------|---------------------------|---------------------------|------------------|-----------------------------|
| AMERICAN INTERNATIONAL GROUP INC | AIG | 09/17/12 | 298 | 34.8089 | 10,373.08 | 45.5100 | 13,561.98 | 3,188.90 | | |
| | | 09/18/12 | 394 | 34.5101 | 13,596.98 | 45.5100 | 17,930.94 | 4,333.96 | | |
| | | 09/19/12 | 97 | 34.5016 | 3,346.66 | 45.5100 | 4,414.47 | 1,067.81 | | |
| | | 09/20/12 | 97 | 33.8293 | 3,281.45 | 45.5100 | 4,414.47 | 1,133.02 | | |
| | | 09/21/12 | 144 | 33.7438 | 4,859.12 | 45.5100 | 6,553.44 | 1,694.32 | | |
| | | 09/24/12 | 51 | 33.8615 | 1,726.94 | 45.5100 | 2,321.01 | 594.07 | | |
| Subtotal | | | 1,081 | | 37,184.23 | | 49,196.31 | 12,012.08 | | |
| AMGEN INC COM PV \$0.0001 | AMGN | 10/18/10 | 312 | 57.1556 | 17,832.55 | 108.2900 | 33,786.48 | 15,953.93 | 587 | 1.73 |
| | | 07/08/13 | 119 | 98.3640 | 11,705.32 | 108.2900 | 12,886.51 | 1,181.19 | 224 | 1.73 |
| Subtotal | | | 431 | | 29,537.87 | | 46,672.99 | 17,135.12 | 811 | 1.73 |
| APPLE INC | AAPL | 05/03/10 | 60 | 266.4836 | 15,989.02 | 452.5300 | 27,151.80 | 11,162.78 | 733 | 2.69 |
| | | 06/04/12 | 25 | 557.1432 | 13,928.58 | 452.5300 | 11,313.25 | (2,615.33) | 306 | 2.69 |
| | | 06/25/12 | 27 | 573.0044 | 15,471.12 | 452.5300 | 12,218.31 | (3,252.81) | 330 | 2.69 |
| | | 06/26/12 | 28 | 570.9185 | 15,985.72 | 452.5300 | 12,670.84 | (3,314.88) | 342 | 2.69 |
| | | 06/27/12 | 26 | 574.7288 | 14,942.95 | 452.5300 | 11,765.78 | (3,177.17) | 318 | 2.69 |
| | | 06/28/12 | 27 | 568.6859 | 15,354.52 | 452.5300 | 12,218.31 | (3,136.21) | 330 | 2.69 |
| | | 06/29/12 | 28 | 580.3096 | 16,248.67 | 452.5300 | 12,670.84 | (3,577.83) | 342 | 2.69 |
| Subtotal | | | 221 | | 107,920.58 | | 100,009.13 | (7,911.45) | 2,701 | 2.69 |
| APPLIED MATERIAL INC | AMAT | 05/23/13 | 707 | 14.6129 | 10,331.39 | 16.3150 | 11,534.71 | 1,203.32 | 283 | 2.45 |
| | | 05/24/13 | 692 | 14.5586 | 10,074.62 | 16.3150 | 11,289.98 | 1,215.36 | 277 | 2.45 |
| | | 05/28/13 | 693 | 14.8977 | 10,324.11 | 16.3150 | 11,306.30 | 982.19 | 278 | 2.45 |
| | | 05/29/13 | 111 | 14.8342 | 1,646.60 | 16.3150 | 1,810.97 | 164.37 | 45 | 2.45 |
| Subtotal | | | 2,203 | | 32,376.72 | | 35,941.96 | 3,565.24 | 883 | 2.45 |
| BIODERIV INC | BIIB | 06/11/13 | 128 | 222.1818 | 28,439.28 | 218.1300 | 27,920.64 | (518.64) | | |

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LOIS E WOMER FOUNDATION

Account Number: [REDACTED]

June 29, 2013 - July 31, 2013

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

| EQUITIES (continued) Description | Symbol | Acquired | Quantity | Unit Cost Basis | Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Annual Income | Estimated Current Yield% |
|-------------------------------------|--------|----------|--------------|--------------------|---------------------|---------------------------|---------------------------|---------------------------|---------------|-----------------------------|
| CHEVRON CORP | CVX | 05/14/09 | 222 | 68.0800 | 15,113.76 | 125.8900 | 27,947.58 | 12,833.82 | 889 | 3.17 |
| | | 07/21/09 | 435 | 65.9508 | 28,688.60 | 125.8900 | 54,762.15 | 26,073.55 | 1,741 | 3.17 |
| | | 11/04/09 | 69 | 76.9900 | 5,312.31 | 125.8900 | 8,686.41 | 3,374.10 | 276 | 3.17 |
| Subtotal | | | 726 | | 49,114.67 | | 91,396.14 | 42,281.47 | 2,906 | 3.17 |
| CHUBB CORP | CB | 05/12/09 | 33 | 39.3900 | 1,299.87 | 86.5000 | 2,854.50 | 1,554.63 | 59 | 2.03 |
| | | 05/14/09 | 54 | 40.1400 | 2,167.56 | 86.5000 | 4,671.00 | 2,503.44 | 96 | 2.03 |
| | | 07/21/09 | 377 | 41.0500 | 15,475.85 | 86.5000 | 32,610.50 | 17,134.65 | 664 | 2.03 |
| | | 11/04/09 | 52 | 49.3000 | 2,563.60 | 86.5000 | 4,498.00 | 1,934.40 | 92 | 2.03 |
| | | 03/26/12 | 210 | 68.5598 | 14,397.56 | 86.5000 | 18,165.00 | 3,767.44 | 370 | 2.03 |
| Subtotal | | | 726 | | 35,904.44 | | 62,799.00 | 26,894.56 | 1,281 | 2.03 |
| CITIGROUP INC COM NEW | C | 06/12/12 | 753 | 27.3785 | 20,616.08 | 52.1400 | 39,261.42 | 18,645.34 | 31 | .07 |
| | | 06/13/12 | 180 | 27.8063 | 5,005.15 | 52.1400 | 9,385.20 | 4,380.05 | 8 | .07 |
| | | 06/14/12 | 181 | 27.8296 | 5,037.16 | 52.1400 | 9,437.34 | 4,400.18 | 8 | .07 |
| | | 06/15/12 | 180 | 27.8823 | 5,018.83 | 52.1400 | 9,385.20 | 4,366.37 | 8 | .07 |
| | | 06/18/12 | 103 | 27.8466 | 2,868.21 | 52.1400 | 5,370.42 | 2,502.21 | 5 | .07 |
| | | 10/31/12 | 573 | 37.2394 | 21,338.23 | 52.1400 | 29,876.22 | 8,537.99 | 23 | .07 |
| Subtotal | | | 1,970 | | 59,883.66 | | 102,715.80 | 42,832.14 | 83 | .07 |
| COCA COLA COM | KO | 09/10/12 | 118 | 37.7891 | 4,459.12 | 40.0800 | 4,729.44 | 270.32 | 133 | 2.79 |
| | | 09/11/12 | 221 | 37.7877 | 8,351.10 | 40.0800 | 8,857.68 | 506.58 | 248 | 2.79 |
| | | 09/12/12 | 222 | 37.7108 | 8,371.80 | 40.0800 | 8,897.76 | 525.96 | 249 | 2.79 |
| | | 09/13/12 | 190 | 38.1706 | 7,252.43 | 40.0800 | 7,615.20 | 362.77 | 213 | 2.79 |
| Subtotal | | | 751 | | 28,434.45 | | 30,100.08 | 1,665.63 | 843 | 2.79 |
| COMCAST CORP NEW CL A | CMCSA | 09/24/12 | 874 | 36.4789 | 31,882.56 | 45.0800 | 39,399.92 | 7,517.36 | 682 | 1.73 |
| | | 10/04/12 | 1,034 | 36.5570 | 37,800.04 | 45.0800 | 46,612.72 | 8,812.68 | 807 | 1.73 |
| | | 10/05/12 | 46 | 36.7891 | 1,692.30 | 45.0800 | 2,073.68 | 381.38 | 36 | 1.73 |
| Subtotal | | | 1,954 | | 71,374.90 | | 88,086.32 | 16,711.42 | 1,525 | 1.73 |

LOIS E WOMER FOUNDATION

Account Number. ~~XXXXXXXXXX~~


YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 29, 2013 - July 31, 2013

| EQUITIES (continued) Description | Symbol | Acquired | Quantity | Unit Cost Basis | Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) Annual | Estimated Current Income Yield% |
|-------------------------------------|--------|----------|--------------|--------------------|---------------------|---------------------------|---------------------------|----------------------------------|------------------------------------|
| CVS CAREMARK CORP | CVS | 07/09/12 | 124 | 47.2805 | 5,862.79 | 61.4900 | 7,624.76 | 1,761.97 | 112 1.46 |
| | | 07/10/12 | 281 | 47.2597 | 13,279.98 | 61.4900 | 17,278.69 | 3,998.71 | 253 1.46 |
| | | 07/11/12 | 177 | 46.9253 | 8,305.78 | 61.4900 | 10,883.73 | 2,577.95 | 160 1.46 |
| | | 07/12/12 | 132 | 47.5175 | 6,272.31 | 61.4900 | 8,116.68 | 1,844.37 | 119 1.46 |
| | | 07/13/12 | 121 | 48.0461 | 5,813.59 | 61.4900 | 7,440.29 | 1,626.70 | 109 1.46 |
| | | 07/16/12 | 137 | 48.0354 | 6,580.85 | 61.4900 | 8,424.13 | 1,843.28 | 124 1.46 |
| | | 09/24/12 | 344 | 48.1147 | 16,551.46 | 61.4900 | 21,152.56 | 4,601.10 | 310 1.46 |
| Subtotal | | | 1,316 | | 62,666.76 | | 80,920.84 | 18,254.08 | 1,187 1.46 |
| DISCOVER FINL SVCS | DFS | 05/24/11 | 776 | 23.9227 | 18,564.02 | 49.5100 | 38,419.76 | 19,855.74 | 621 1.61 |
| | | 05/06/13 | 275 | 46.2494 | 12,718.59 | 49.5100 | 13,615.25 | 896.66 | 220 1.61 |
| Subtotal | | | 1,051 | | 31,282.61 | | 52,035.01 | 20,752.40 | 841 1.61 |
| DISNEY (WALT) CO COM STK | DIS | 12/11/12 | 333 | 49.7850 | 16,578.41 | 64.6500 | 21,528.45 | 4,950.04 | 250 1.16 |
| | | 12/12/12 | 320 | 49.8136 | 15,940.38 | 64.6500 | 20,688.00 | 4,747.62 | 240 1.16 |
| | | 12/13/12 | 193 | 49.3147 | 9,517.74 | 64.6500 | 12,477.45 | 2,959.71 | 145 1.16 |
| Subtotal | | | 846 | | 42,036.53 | | 54,693.90 | 12,657.37 | 635 1.16 |
| DOVER CORP | DOV | 05/14/09 | 63 | 31.0600 | 1,956.78 | 85.6400 | 5,395.32 | 3,438.54 | 89 1.63 |
| | | 07/21/09 | 325 | 34.9400 | 11,355.50 | 85.6400 | 27,833.00 | 16,477.50 | 456 1.63 |
| | | 11/04/09 | 42 | 39.3500 | 1,652.70 | 85.6400 | 3,596.88 | 1,944.18 | 59 1.63 |
| Subtotal | | | 430 | | 14,964.98 | | 36,825.20 | 21,860.22 | 604 1.63 |
| DR PEPPER SNAPPLE GROUP INC | DPS | 07/20/10 | 293 | 39.3630 | 11,533.36 | 46.7400 | 13,694.82 | 2,161.46 | 446 3.25 |
| | | 07/26/10 | 338 | 40.1234 | 13,561.71 | 46.7400 | 15,798.12 | 2,236.41 | 514 3.25 |
| Subtotal | | | 631 | | 25,095.07 | | 29,492.94 | 4,397.87 | 960 3.25 |
| E M C CORPORATION MASS | EMC | 10/31/12 | 305 | 24.4534 | 7,458.29 | 26.1500 | 7,975.75 | 517.46 | 122 1.52 |
| | | 11/01/12 | 958 | 25.1339 | 24,078.37 | 26.1500 | 25,051.70 | 973.33 | 384 1.52 |
| | | 11/02/12 | 197 | 25.0904 | 4,942.81 | 26.1500 | 5,151.55 | 208.74 | 79 1.52 |
| Subtotal | | | 1,460 | | 36,479.47 | | 38,179.00 | 1,699.53 | 585 1.52 |

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LOIS E WOMER FOUNDATION

Account Number: 

June 29, 2013 - July 31, 2013

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

| EQUITIES (continued) Description | Symbol | Acquired | Quantity | Unit Cost Basis | Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Annual Income | Estimated Current Yield% |
|-------------------------------------|--------|----------|--------------|--------------------|---------------------|---------------------------|---------------------------|---------------------------|------------------|-----------------------------|
| EXXON MOBIL CORP COM | XOM | 07/21/09 | 374 | 70.0200 | 26,187.48 | 93.7500 | 35,062.50 | 8,875.02 | 943 | 2.68 |
| | | 11/04/09 | 66 | 71.7500 | 4,735.50 | 93.7500 | 6,187.50 | 1,452.00 | 167 | 2.68 |
| | | 07/09/12 | 245 | 83.5395 | 20,467.20 | 93.7500 | 22,968.75 | 2,501.55 | 618 | 2.68 |
| | | 07/10/12 | 250 | 83.5730 | 20,893.25 | 93.7500 | 23,437.50 | 2,544.25 | 630 | 2.68 |
| | | 07/11/12 | 51 | 84.0258 | 4,285.32 | 93.7500 | 4,781.25 | 495.93 | 129 | 2.68 |
| | | 07/12/12 | 31 | 84.0116 | 2,604.36 | 93.7500 | 2,906.25 | 301.89 | 79 | 2.68 |
| | | 07/13/12 | 31 | 85.2103 | 2,641.52 | 93.7500 | 2,906.25 | 264.73 | 79 | 2.68 |
| | | 07/16/12 | 26 | 85.0803 | 2,212.09 | 93.7500 | 2,437.50 | 225.41 | 66 | 2.68 |
| | | 07/17/12 | 58 | 85.2720 | 4,945.78 | 93.7500 | 5,437.50 | 491.72 | 147 | 2.68 |
| Subtotal | | | 1,132 | | 88,972.50 | | 106,125.00 | 17,152.50 | 2,858 | 2.68 |
| GOLDMAN SACHS GROUP INC | GS | 09/24/12 | 10 | 116.6030 | 1,166.03 | 164.0300 | 1,640.30 | -474.27 | 20 | 1.21 |
| | | 09/25/12 | 223 | 116.0186 | 25,872.17 | 164.0300 | 36,578.69 | 10,706.52 | 446 | 1.21 |
| | | 12/11/12 | 78 | 118.9934 | 9,281.49 | 164.0300 | 12,794.34 | 3,512.85 | 156 | 1.21 |
| | | 12/12/12 | 26 | 119.2230 | 3,099.80 | 164.0300 | 4,264.78 | 1,164.98 | 52 | 1.21 |
| | | 12/13/12 | 22 | 118.7690 | 2,612.92 | 164.0300 | 3,608.66 | 995.74 | 44 | 1.21 |
| | | 12/17/12 | 72 | 122.3455 | 8,808.88 | 164.0300 | 11,810.16 | 3,001.28 | 144 | 1.21 |
| | | 12/18/12 | 41 | 126.7709 | 5,197.61 | 164.0300 | 6,725.23 | 1,527.62 | 82 | 1.21 |
| Subtotal | | | 472 | | 56,038.90 | | 77,422.16 | 21,383.26 | 944 | 1.21 |
| GOOGLE INC CL A | GOOG | 06/25/12 | 4 | 560.8350 | 2,243.34 | 887.7500 | 3,551.00 | 1,307.66 | | |
| | | 06/26/12 | 21 | 563.9800 | 11,843.58 | 887.7500 | 18,642.75 | 6,799.17 | | |
| | | 06/27/12 | 20 | 570.8605 | 11,417.21 | 887.7500 | 17,755.00 | 6,337.79 | | |
| | | 06/28/12 | 20 | 561.3555 | 11,227.11 | 887.7500 | 17,755.00 | 6,527.89 | | |
| | | 06/29/12 | 22 | 577.1436 | 12,697.16 | 887.7500 | 19,530.50 | 6,833.34 | | |
| | | 08/28/12 | 16 | 674.8756 | 10,798.01 | 887.7500 | 14,204.00 | 3,405.99 | | |
| | | 12/17/12 | 20 | 716.0605 | 14,321.21 | 887.7500 | 17,755.00 | 3,433.79 | | |
| Subtotal | | | 123 | | 74,547.62 | | 109,193.25 | 34,645.63 | | |

LOIS E WOMER FOUNDATION

Account Number: ~~XXXXXXXXXX~~

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 29, 2013 - July 31, 2013

| EQUITIES (continued) Description | Symbol | Acquired | Quantity | Unit Cost Basis | Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) Annual | Estimated Current Income Yield% |
|-------------------------------------|--------|----------|--------------|--------------------|---------------------|---------------------------|---------------------------|----------------------------------|------------------------------------|
| INGERSOLL-RAND PLC | IR | 11/13/12 | 194 | 46.1139 | 8,946.11 | 61.0500 | 11,843.70 | 2,897.59 | 163 1.37 |
| | | 11/14/12 | 329 | 45.6647 | 15,023.69 | 61.0500 | 20,085.45 | 5,061.76 | 277 1.37 |
| | | 11/15/12 | 317 | 45.2987 | 14,359.69 | 61.0500 | 19,352.85 | 4,993.16 | 267 1.37 |
| Subtotal | | | 840 | | 38,329.49 | | 51,282.00 | 12,952.51 | 707 1.37 |
| INTL BUSINESS MACHINES CORP IBM | IBM | 02/20/13 | 31 | 200.5687 | 6,217.63 | 195.0400 | 6,046.24 | (171.39) | 118 1.94 |
| | | 02/21/13 | 19 | 198.6226 | 3,773.83 | 195.0400 | 3,705.76 | (68.07) | 73 1.94 |
| | | 02/22/13 | 92 | 200.1543 | 18,414.20 | 195.0400 | 17,943.68 | (470.52) | 350 1.94 |
| Subtotal | | | 142 | | 28,405.66 | | 27,695.68 | (709.98) | 541 1.94 |
| INTL PAPER CO | IP | 10/22/12 | 466 | 37.5009 | 17,475.42 | 48.3100 | 22,512.46 | 5,037.04 | 560 2.48 |
| | | 10/23/12 | 165 | 36.9512 | 6,096.95 | 48.3100 | 7,971.15 | 1,874.20 | 198 2.48 |
| | | 10/24/12 | 91 | 36.6379 | 3,334.05 | 48.3100 | 4,396.21 | 1,062.16 | 110 2.48 |
| | | 12/17/12 | 379 | 38.0867 | 14,434.86 | 48.3100 | 18,309.49 | 3,874.63 | 455 2.48 |
| | | 01/14/13 | 282 | 40.6129 | 11,452.84 | 48.3100 | 13,623.42 | 2,170.58 | 339 2.48 |
| Subtotal | | | 1,383 | | 52,794.12 | | 66,812.73 | 14,018.61 | 1,662 2.48 |
| JPMORGAN CHASE & CO | JPM | 06/11/12 | 125 | 33.4100 | 4,176.26 | 55.7300 | 6,966.25 | 2,789.99 | 190 2.72 |
| | | 06/12/12 | 134 | 33.3199 | 4,464.87 | 55.7300 | 7,467.82 | 3,002.95 | 204 2.72 |
| | | 06/13/12 | 83 | 34.3725 | 2,852.92 | 55.7300 | 4,625.59 | 1,772.67 | 127 2.72 |
| | | 06/13/12 | 161 | 34.3724 | 5,533.97 | 55.7300 | 8,972.53 | 3,438.56 | 245 2.72 |
| | | 06/14/12 | 417 | 34.4471 | 14,364.48 | 55.7300 | 23,239.41 | 8,874.93 | 634 2.72 |
| | | 06/15/12 | 259 | 34.9079 | 9,041.17 | 55.7300 | 14,434.07 | 5,392.90 | 394 2.72 |
| | | 06/25/12 | 40 | 35.1665 | 1,406.66 | 55.7300 | 2,229.20 | 822.54 | 61 2.72 |
| | | 06/26/12 | 42 | 35.8407 | 1,505.31 | 55.7300 | 2,340.66 | 835.35 | 64 2.72 |
| | | 06/27/12 | 40 | 36.3912 | 1,455.65 | 55.7300 | 2,229.20 | 773.55 | 61 2.72 |
| | | 06/28/12 | 40 | 35.4630 | 1,418.52 | 55.7300 | 2,229.20 | 810.68 | 61 2.72 |
| | | 06/29/12 | 43 | 35.9713 | 1,546.77 | 55.7300 | 2,396.39 | 849.62 | 66 2.72 |
| | | 12/17/12 | 292 | 43.3356 | 12,654.00 | 55.7300 | 16,273.16 | 3,619.16 | 444 2.72 |
| Subtotal | | | 1,676 | | 60,420.58 | | 93,403.48 | 32,982.90 | 2,551 2.72 |

LOIS E WOMER FOUNDATION

Account Number. XXXXXXXXXX

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 29, 2013 - July 31, 2013

| EQUITIES (continued) Description | Symbol | Acquired | Quantity | Unit Cost Basis | Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Annual Income | Estimated Current Yield% |
|-------------------------------------|--------|----------|--------------|--------------------|---------------------|---------------------------|---------------------------|---------------------------|---------------|-----------------------------|
| LOWE'S COMPANIES INC | LOW | 04/29/13 | 441 | 38.2772 | 16,880.25 | 44.5800 | 19,659.78 | 2,779.53 | 318 | 1.61 |
| | | 04/30/13 | 584 | 38.4926 | 22,479.68 | 44.5800 | 26,034.72 | 3,555.04 | 421 | 1.61 |
| | | 06/21/13 | 601 | 39.3805 | 23,667.74 | 44.5800 | 26,792.58 | 3,124.84 | 433 | 1.61 |
| Subtotal | | | 1,626 | | 63,027.67 | | 72,487.08 | 9,459.41 | 1,172 | 1.61 |
| MARATHON OIL CORP | MRO | 02/20/13 | 194 | 35.1532 | 6,819.74 | 36.3600 | 7,053.84 | 234.10 | 132 | 1.87 |
| | | 02/21/13 | 122 | 34.2949 | 4,183.98 | 36.3600 | 4,435.92 | 251.94 | 83 | 1.87 |
| | | 02/22/13 | 584 | 34.5359 | 20,169.02 | 36.3600 | 21,234.24 | 1,065.22 | 398 | 1.87 |
| Subtotal | | | 900 | | 31,172.74 | | 32,724.00 | 1,551.26 | 613 | 1.87 |
| MASTERCARD INC | MA | 12/11/12 | 39 | 482.0958 | 18,801.74 | 610.6100 | 23,813.79 | 5,012.05 | 94 | .39 |
| | | 12/12/12 | 28 | 484.6317 | 13,569.69 | 610.6100 | 17,097.08 | 3,527.39 | 68 | .39 |
| | | 12/13/12 | 28 | 484.5103 | 13,566.29 | 610.6100 | 17,097.08 | 3,530.79 | 68 | .39 |
| | | 12/17/12 | 13 | 486.0592 | 6,318.77 | 610.6100 | 7,937.93 | 1,619.16 | 32 | .39 |
| | | 12/18/12 | 15 | 492.2153 | 7,383.23 | 610.6100 | 9,159.15 | 1,775.92 | 36 | .39 |
| Subtotal | | | 123 | | 59,639.72 | | 75,105.03 | 15,465.31 | 298 | .39 |
| MCKESSON CORPORATION COM | MCK | 05/14/09 | 6 | 39.5200 | 237.12 | 122.6600 | 735.96 | 498.84 | 6 | .78 |
| | | 07/21/09 | 316 | 45.8005 | 14,472.96 | 122.6600 | 38,760.56 | 24,287.60 | 304 | .78 |
| | | 11/04/09 | 42 | 61.3200 | 2,575.44 | 122.6600 | 5,151.72 | 2,576.28 | 41 | .78 |
| | | 03/12/12 | 66 | 86.5092 | 5,709.61 | 122.6600 | 8,095.56 | 2,385.95 | 64 | .78 |
| | | 03/13/12 | 81 | 86.5225 | 7,008.33 | 122.6600 | 9,935.46 | 2,927.13 | 78 | .78 |
| | | 03/14/12 | 13 | 87.0961 | 1,132.25 | 122.6600 | 1,594.58 | 462.33 | 13 | .78 |
| Subtotal | | | 524 | | 31,135.71 | | 64,273.84 | 33,138.13 | 506 | .78 |
| MERCK AND CO INC SHS | MRK | 06/25/12 | 13 | 39.8753 | 518.38 | 48.1700 | 626.21 | 107.83 | 23 | 3.57 |
| | | 06/26/12 | 275 | 40.0324 | 11,008.91 | 48.1700 | 13,246.75 | 2,237.84 | 473 | 3.57 |
| | | 06/27/12 | 258 | 40.6405 | 10,485.25 | 48.1700 | 12,427.86 | 1,942.61 | 444 | 3.57 |
| | | 06/28/12 | 261 | 40.4332 | 10,553.09 | 48.1700 | 12,572.37 | 2,019.28 | 449 | 3.57 |
| | | 06/29/12 | 279 | 41.4878 | 11,575.10 | 48.1700 | 13,439.43 | 1,864.33 | 480 | 3.57 |
| | | 09/24/12 | 281 | 45.1141 | 12,677.09 | 48.1700 | 13,535.77 | 858.68 | 484 | 3.57 |
| | | 01/14/13 | 337 | 43.3845 | 14,620.58 | 48.1700 | 16,233.29 | 1,612.71 | 580 | 3.57 |
| Subtotal | | | 1,704 | | 71,438.40 | | 82,081.68 | 10,643.28 | 2,933 | 3.57 |

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LOIS E WOMER FOUNDATION

Account Number 

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 29, 2013 - July 31, 2013

| EQUITIES (continued) Description | Symbol | Acquired | Quantity | Unit Cost Basis | Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Annual Income | Estimated Current Yield% |
|-------------------------------------|--------|----------|--------------|--------------------|---------------------|---------------------------|---------------------------|---------------------------|------------------|-----------------------------|
| MICROSOFT CORP | MSFT | 11/09/09 | 455 | 28.8649 | 13,133.53 | 31.8400 | 14,487.20 | 1,353.67 | 419 | 2.88 |
| | | 11/16/09 | 816 | 29.6860 | 24,223.78 | 31.8400 | 25,981.44 | 1,757.66 | 751 | 2.88 |
| | | 01/05/10 | 650 | 31.0700 | 20,195.50 | 31.8400 | 20,696.00 | 500.50 | 598 | 2.88 |
| | | 01/12/10 | 501 | 30.3693 | 15,215.02 | 31.8400 | 15,951.84 | 736.82 | 461 | 2.88 |
| | | 03/12/12 | 211 | 32.1190 | 6,777.11 | 31.8400 | 6,718.24 | (58.87) | 195 | 2.88 |
| | | 03/13/12 | 262 | 32.4675 | 8,506.49 | 31.8400 | 8,342.08 | (164.41) | 242 | 2.88 |
| | | 03/14/12 | 40 | 32.7725 | 1,310.90 | 31.8400 | 1,273.60 | (37.30) | 37 | 2.88 |
| Subtotal | | | 2,935 | | 89,362.33 | | 93,450.40 | 4,088.07 | 2,703 | 2.88 |
| NIKE INC CL B | NKE | 12/11/12 | 260 | 49.5819 | 12,891.30 | 62.9200 | 16,359.20 | 3,467.90 | 219 | 1.33 |
| | | 12/12/12 | 376 | 49.7202 | 18,694.80 | 62.9200 | 23,657.92 | 4,963.12 | 316 | 1.33 |
| Subtotal | | | 636 | | 31,586.10 | | 40,017.12 | 8,431.02 | 535 | 1.33 |
| ORACLE CORP \$0.01 DEL | ORCL | 10/31/12 | 311 | 31.1303 | 9,681.55 | 32.3500 | 10,060.85 | 379.30 | 150 | 1.48 |
| | | 11/01/12 | 1,021 | 31.4295 | 32,089.52 | 32.3500 | 33,029.35 | 939.83 | 491 | 1.48 |
| | | 11/02/12 | 210 | 31.5013 | 6,615.29 | 32.3500 | 6,793.50 | 178.21 | 101 | 1.48 |
| Subtotal | | | 1,542 | | 48,386.36 | | 49,883.70 | 1,497.34 | 742 | 1.48 |
| PACKAGING CORP AMERICA | PKG | 02/20/13 | 130 | 39.8293 | 5,177.82 | 53.7900 | 6,992.70 | 1,814.88 | 208 | 2.97 |
| | | 02/21/13 | 94 | 40.9064 | 3,845.21 | 53.7900 | 5,056.26 | 1,211.05 | 151 | 2.97 |
| | | 02/22/13 | 130 | 41.8133 | 5,435.73 | 53.7900 | 6,992.70 | 1,556.97 | 208 | 2.97 |
| | | 02/25/13 | 130 | 41.7387 | 5,426.04 | 53.7900 | 6,992.70 | 1,566.66 | 208 | 2.97 |
| | | 02/26/13 | 130 | 41.6119 | 5,409.55 | 53.7900 | 6,992.70 | 1,583.15 | 208 | 2.97 |
| | | 02/27/13 | 61 | 41.8798 | 2,554.67 | 53.7900 | 3,281.19 | 726.52 | 98 | 2.97 |
| Subtotal | | | 675 | | 27,849.02 | | 36,308.25 | 8,459.23 | 1,081 | 2.97 |
| PFIZER INC | PFE | 08/13/12 | 166 | 23.7830 | 3,947.98 | 29.2300 | 4,852.18 | 904.20 | 160 | 3.28 |
| | | 08/14/12 | 522 | 24.0572 | 12,557.91 | 29.2300 | 15,258.06 | 2,700.15 | 502 | 3.28 |
| | | 08/15/12 | 525 | 24.1328 | 12,669.77 | 29.2300 | 15,345.75 | 2,675.98 | 504 | 3.28 |
| | | 08/16/12 | 527 | 24.0400 | 12,669.08 | 29.2300 | 15,404.21 | 2,735.13 | 506 | 3.28 |
| | | 08/17/12 | 529 | 23.8630 | 12,623.53 | 29.2300 | 15,462.67 | 2,839.14 | 508 | 3.28 |
| | | 09/24/12 | 586 | 24.7838 | 14,523.31 | 29.2300 | 17,128.78 | 2,605.47 | 563 | 3.28 |
| Subtotal | | | 2,855 | | 68,991.58 | | 83,451.65 | 14,460.07 | 2,743 | 3.28 |

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LOIS E WOMER FOUNDATION

Account Number: ██████████

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 29, 2013 - July 31, 2013

| EQUITIES (continued) Description | Symbol | Acquired | Quantity | Unit Cost Basis | Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) Annual | Estimated Current Income Yield% |
|-------------------------------------|--------|----------|--------------|--------------------|---------------------|---------------------------|---------------------------|----------------------------------|------------------------------------|
| PHILIP MORRIS INTL INC | PM | 10/18/11 | 524 | 65.8570 | 34,509.12 | 89.1800 | 46,730.32 | 12,221.20 | 1,782 3.81 |
| | | 01/04/12 | 222 | 78.2496 | 17,371.43 | 89.1800 | 19,797.96 | 2,426.53 | 755 3.81 |
| | | 03/12/12 | 66 | 84.9565 | 5,607.13 | 89.1800 | 5,885.88 | 278.75 | 225 3.81 |
| | | 03/13/12 | 82 | 85.2365 | 6,989.40 | 89.1800 | 7,312.76 | 323.36 | 279 3.81 |
| | | 03/14/12 | 13 | 85.4469 | 1,110.81 | 89.1800 | 1,159.34 | 48.53 | 45 3.81 |
| Subtotal | | | 907 | | 65,587.89 | | 80,886.26 | 15,298.37 | 3,086 3.81 |
| ↑ RAYTHEON CO DELAWARE NEW | RTN | 05/12/09 | 62 | 47.8200 | 2,964.84 | 71.8400 | 4,454.08 | 1,489.24 | 137 3.06 |
| | | 05/14/09 | 78 | 46.7500 | 3,646.50 | 71.8400 | 5,603.52 | 1,957.02 | 172 3.06 |
| | | 07/21/09 | 433 | 44.6200 | 19,320.46 | 71.8400 | 31,106.72 | 11,786.26 | 953 3.06 |
| | | 11/04/09 | 38 | 46.7800 | 1,777.64 | 71.8400 | 2,729.92 | 952.28 | 84 3.06 |
| Subtotal | | | 611 | | 27,709.44 | | 43,894.24 | 16,184.80 | 1,346 3.06 |
| ROSS STORES INC COM | ROST | 07/21/09 | 588 | 21.6205 | 12,712.91 | 67.4900 | 39,684.12 | 26,971.21 | 400 1.00 |
| | | 11/04/09 | 76 | 22.7950 | 1,732.42 | 67.4900 | 5,129.24 | 3,396.82 | 52 1.00 |
| Subtotal | | | 664 | | 14,445.33 | | 44,813.36 | 30,368.03 | 452 1.00 |
| SUNCOR ENERGY INC NEW | SU | 01/14/13 | 387 | 34.2965 | 13,272.78 | 31.6300 | 12,240.81 | (1,031.97) | 295 2.40 |
| | | 01/15/13 | 390 | 34.3852 | 13,410.23 | 31.6300 | 12,335.70 | (1,074.53) | 297 2.40 |
| | | 01/16/13 | 492 | 34.2670 | 16,859.41 | 31.6300 | 15,561.96 | (1,297.45) | 375 2.40 |
| | | 01/17/13 | 328 | 34.5192 | 11,322.30 | 31.6300 | 10,374.64 | (947.66) | 250 2.40 |
| | | 02/20/13 | 112 | 31.5823 | 3,537.22 | 31.6300 | 3,542.56 | 5.34 | 86 2.40 |
| Subtotal | | | 1,709 | | 58,401.94 | | 54,055.67 | (4,346.27) | 1,303 2.40 |
| SUNTRUST BKS INC COM | STI | 01/14/13 | 635 | 28.1688 | 17,887.19 | 34.7900 | 22,091.65 | 4,204.46 | 255 1.14 |
| | | 01/15/13 | 392 | 28.5558 | 11,193.91 | 34.7900 | 13,637.68 | 2,443.77 | 157 1.14 |
| Subtotal | | | 1,027 | | 29,081.10 | | 35,729.33 | 6,648.23 | 412 1.14 |

LOIS E WOMER FOUNDATION

Account Number. ~~XXXXXXXXXX~~

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 29, 2013 - July 31, 2013

| EQUITIES (continued) Description | Symbol | Acquired | Quantity | Unit Cost Basis | Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Annual Income | Estimated Current Yield% |
|---|--------|----------|--------------|--------------------|---------------------|---------------------------|---------------------------|---------------------------|------------------|-----------------------------|
| TERADATA CORP DEL | TDC | 11/13/12 | 155 | 64.4437 | 9,988.78 | 59.1200 | 9,163.60 | (825.18) | | |
| | | 11/14/12 | 216 | 64.2697 | 13,882.26 | 59.1200 | 12,769.92 | (1,112.34) | | |
| | | 11/15/12 | 43 | 62.1786 | 2,673.68 | 59.1200 | 2,542.16 | (131.52) | | |
| | | 01/14/13 | -144 | 65.7675 | 9,470.53 | 59.1200 | 8,513.28 | (957.25) | | |
| | | 01/15/13 | 72 | 65.8605 | 4,741.96 | 59.1200 | 4,256.64 | (485.32) | | |
| Subtotal | | | 630 | | 40,757.21 | | 37,245.60 | (3,511.61) | | |
| TIME WARNER CABLE INC SHS | TWC | 09/24/12 | 97 | 96.0083 | 9,312.81 | 114.0700 | 11,064.79 | 1,751.98 | | 253 2.27 |
| | | 09/25/12 | 42 | 95.6697 | 4,018.13 | 114.0700 | 4,790.94 | 772.81 | | 110 2.27 |
| | | 10/04/12 | 160 | 99.3323 | 15,893.17 | 114.0700 | 18,251.20 | 2,358.03 | | 416 2.27 |
| Subtotal | | | 299 | | 29,224.11 | | 34,106.93 | 4,882.82 | | 779 2.27 |
| TRAVELERS COS INC | TRV | 07/21/09 | 384 | 40.6300 | 15,601.92 | 83.5500 | 32,083.20 | 16,481.28 | | 769 2.39 |
| | | 11/04/09 | 79 | 50.9700 | 4,026.63 | 83.5500 | 6,600.45 | 2,573.82 | | 158 2.39 |
| Subtotal | | | 463 | | 19,628.55 | | 38,683.65 | 19,055.10 | | 927 2.39 |
| TRW AUTOMOTIVE HLDGS CRP | TRW | 02/20/13 | 96 | 60.7542 | 5,832.41 | 73.3100 | 7,037.76 | 1,205.35 | | |
| | | 02/21/13 | 60 | 57.4941 | 3,449.65 | 73.3100 | 4,398.60 | 948.95 | | |
| | | 02/22/13 | 125 | 57.9366 | 7,242.08 | 73.3100 | 9,163.75 | 1,921.67 | | |
| | | 02/25/13 | 125 | 58.2647 | 7,283.09 | 73.3100 | 9,163.75 | 1,880.66 | | |
| | | 02/26/13 | 36 | 57.0994 | 2,055.58 | 73.3100 | 2,639.16 | 583.58 | | |
| Subtotal | | | 442 | | 25,862.81 | | 32,403.02 | 6,540.21 | | |
| TWENTY-FIRST CENTURY FOX INC CLASS A | FOXA | 08/31/10 | 1,830 | 11.0451 | 20,212.54 | 29.8800 | 54,680.40 | 34,467.86 | | 312 .56 |
| | | 12/22/11 | 23 | 15.4121 | 354.48 | 29.8800 | 687.24 | 332.76 | | 4 .56 |
| | | 10/04/12 | 629 | 22.1012 | 13,901.70 | 29.8800 | 18,794.52 | 4,892.82 | | 107 .56 |
| Subtotal | | | 2,482 | | 34,468.72 | | 74,162.16 | 39,693.44 | | 423 .56 |
| UNITED CONTL HLDGS INC | UAL | 01/14/13 | 389 | 25.9694 | 10,102.13 | 34.8500 | 13,556.65 | 3,454.52 | | |
| | | 01/15/13 | 457 | 25.8814 | 11,827.80 | 34.8500 | 15,926.45 | 4,098.65 | | |
| | | 01/16/13 | 134 | 26.1264 | 3,500.94 | 34.8500 | 4,669.90 | 1,168.96 | | |
| | | 01/29/13 | 82 | 24.1900 | 1,983.58 | 34.8500 | 2,857.70 | 874.12 | | |
| | | 01/30/13 | 83 | 24.0127 | 1,993.06 | 34.8500 | 2,892.55 | 899.49 | | |
| | | 01/31/13 | 83 | 24.1255 | 2,002.42 | 34.8500 | 2,892.55 | 890.13 | | |

LOIS E WOMER FOUNDATION

Account Number XXXXXXXXXX

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 29, 2013 - July 31, 2013

| EQUITIES (continued) Description | Symbol | Acquired | Quantity | Unit Cost Basis | Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Annual Income | Current Yield% |
|-------------------------------------|--------|----------|--------------|--------------------|---------------------|---------------------------|---------------------------|---------------------------|------------------|--------------------|
| UNITED CONTL HLDGS INC | UAL | 02/01/13 | 83 | 24.3544 | 2,021.42 | 34.8500 | 2,892.55 | 871.13 | | |
| | | 02/04/13 | 83 | 24.2261 | 2,010.77 | 34.8500 | 2,892.55 | 881.78 | | |
| | | 02/05/13 | 101 | 24.3245 | 2,456.78 | 34.8500 | 3,519.85 | 1,063.07 | | |
| | | 02/06/13 | 74 | 25.1408 | 1,860.42 | 34.8500 | 2,578.90 | 718.48 | | |
| | | 02/07/13 | 36 | 25.6438 | 923.18 | 34.8500 | 1,254.60 | 331.42 | | |
| Subtotal | | | 1,605 | | 40,682.50 | | 55,934.25 | 15,251.75 | | |
| US BANCORP (NEW) | USB | 07/23/12 | 196 | 33.2762 | 6,522.14 | 37.3200 | 7,314.72 | 792.58 | | 181 2.46 |
| | | 07/24/12 | 273 | 33.3993 | 9,118.01 | 37.3200 | 10,188.36 | 1,070.35 | | 252 2.46 |
| | | 07/25/12 | 273 | 33.4379 | 9,128.57 | 37.3200 | 10,188.36 | 1,059.79 | | 252 2.46 |
| | | 07/26/12 | 305 | 33.7075 | 10,280.79 | 37.3200 | 11,382.60 | 1,101.81 | | 281 2.46 |
| | | 10/31/12 | 408 | 33.2627 | 13,571.22 | 37.3200 | 15,226.56 | 1,655.34 | | 376 2.46 |
| | | 01/14/13 | 449 | 33.4640 | 15,025.34 | 37.3200 | 16,756.68 | 1,731.34 | | 414 2.46 |
| Subtotal | | | 1,904 | | 63,646.07 | | 71,057.28 | 7,411.21 | | 1,756 2.46 |
| VALERO ENERGY CORP NEW | VLO | 11/15/11 | 782 | 22.6847 | 17,739.45 | 35.7700 | 27,972.14 | 10,232.69 | | 704 2.51 |
| | | 11/15/11 | 104 | 23.2806 | 2,421.19 | 35.7700 | 3,720.08 | 1,298.89 | | 94 2.51 |
| | | 11/28/11 | 531 | 19.5256 | 10,368.13 | 35.7700 | 18,993.87 | 8,625.74 | | 478 2.51 |
| Subtotal | | | 1,417 | | 30,528.77 | | 50,686.09 | 20,157.32 | | 1,276 2.51 |
| 3M COMPANY | MMM | 06/25/12 | 13 | 85.8861 | 1,116.52 | 117.4300 | 1,526.59 | 410.07 | | 34 2.16 |
| | | 06/26/12 | 95 | 86.1126 | 8,180.70 | 117.4300 | 11,155.85 | 2,975.15 | | 242 2.16 |
| | | 06/27/12 | 90 | 87.3045 | 7,857.41 | 117.4300 | 10,568.70 | 2,711.29 | | 229 2.16 |
| | | 06/28/12 | 90 | 86.5266 | 7,787.40 | 117.4300 | 10,568.70 | 2,781.30 | | 229 2.16 |
| | | 06/29/12 | 97 | 89.2912 | 8,661.25 | 117.4300 | 11,390.71 | 2,729.46 | | 247 2.16 |
| | | 09/24/12 | 293 | 93.7367 | 27,464.88 | 117.4300 | 34,406.99 | 6,942.11 | | 745 2.16 |
| Subtotal | | | 678 | | 61,068.16 | | 79,617.54 | 18,549.38 | | 1,726 2.16 |
| TOTAL | | | | | 2,206,808.86 | | 2,889,640.26 | 682,831.40 | | 52,643 1.82 |

LOIS E WOMER FOUNDATION

Account Number: [REDACTED]

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 29, 2013 - July 31, 2013

| MUTUAL FUNDS/CLOSED END FUNDS/UIT Description | Quantity | Total Cost Basis | Estimated Market Price | Estimated Market Value | Unrealized Gain/(Loss) | Total Client Investment | Cumulative Investment Return (\$) | Estimated Annual Current Income Yield% |
|---|----------|---|------------------------|------------------------|------------------------|-------------------------|-----------------------------------|--|
| ISHARES IBOX\$ HIGH YIELD CORPORATE BOND | 2,563 | 236,226.33 | 92.9800 | 238,307.74 | 2,081.41 | 236,226 | 2,081 | 6.37 |
| | | SYMBOL: HYG. Initial Purchase: 06/03/13 | | | | | | |
| | | Fixed Income 100% | | | | | | |
| | | Subtotal (Fixed Income) | | | | | | |
| TOTAL | | 236,226.33 | | 238,307.74 | 2,081.41 | | 2,081 | 6.37 |
| TOTAL PRINCIPAL INVESTMENTS | | 4,068,501.09 | | 4,734,818.51 | 666,317.42 | | 105,748 | 2.23 |

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment. Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment) Provided for Tax Planning purposes only and is not applicable to retirement accounts.

Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Initial Purchase: Date of your initial investment in this fund.

Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed.

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

Notes

- Δ Debt Instruments purchased at a premium show amortization
- Θ Debt Instruments purchased at a discount show accretion
- * Some agency securities are not backed by the full faith and credit of the United States government.
- ◀ Derived from Moody's and/or S & P ratings for other debt securities of this issuer and provided by a third party vendor.
- ↕ Cost basis has been adjusted by the deferred loss amount from a previous "Wash Sale" and the acquisition date has been adjusted to include the holding period of the lot closed by that previous "Wash Sale".
- For Credit Ratings: S&P and Moody's provide credit ratings on the credit quality of certain bonds and preferred stocks. For a credit enhanced security, Moody's and S&P publish and provide third party vendors the higher of the rating on the credit enhancer (guarantor) or the stand alone rating on the underlying security.

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LOIS E WOMER FOUNDATION

Account Number:

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

June 29, 2013 - July 31, 2013

| CASH/MONEY ACCOUNTS | Quantity | Total Cost Basis | Estimated Market Price | Estimated Market Value | Estimated Annual Income | Est. Annual Yield% |
|---------------------------------|------------|------------------|------------------------|------------------------|-------------------------|--------------------|
| CASH | 637.18 | 637.18 | | 637.18 | | |
| BIF MONEY FUND | 173,653.00 | 173,653.00 | 1.0000 | 173,653.00 | | |
| TOTAL | | 174,290.18 | | 174,290.18 | | |
| TOTAL INCOME INVESTMENTS | | 174,290.18 | | 174,290.18 | | |

| LONG PORTFOLIO | Adjusted/Total Cost Basis | Estimated Market Value | Unrealized Gain/(Loss) | Estimated Accrued Interest | Estimated Annual Income | Current Yield% |
|---|---------------------------|------------------------|------------------------|----------------------------|-------------------------|----------------|
| TOTAL PRINCIPAL/INCOME INVESTMENTS | 4,242,791.27 / | 4,909,108.69 ✓ | 666,317.42 | 7,489.31 | 105,748 | 2.15 |

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

| DATE | Transaction Type | Quantity | Description | Income Cash | Principal Cash | Income Year To Date |
|-------|------------------|----------|--|-------------|----------------|---------------------|
| 07/01 | Interest Credit | | FEDERAL HOME LN MTG CORP NOTES | 205.00 | | (440.48) |
| | | | 01.000% JUN 29 2017 INTEREST CREDIT | | | |
| | | | PAY DATE 06/29/2013 CUSIP NUM: 3137EADH9 | | | |
| | | | GENERAL ELEC CAP CORP SER MTN | | | |
| 07/08 | Interest Credit | | 01.000% JAN 08 2016 INTEREST CREDIT | 165.00 | | |
| | | | PAY DATE 07/08/2013 CUSIP NUM: 36962G6R0 | | | |
| | | | TOYOTA MOTOR CREDIT CORP SER MTN | | | |
| 07/10 | Interest Credit | | 01.375% JAN 10 2018 | 178.75 | | |

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