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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation BOWKER FOUNDATION TRUST-70064900		A Employer identification number 35-6072377
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		B Telephone number (see instructions) (888) 730-4933
City or town, state, and ZIP code Winston Salem NC 27101-3818		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☒ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test check here and attach computation ☐
H Check type of organization ☐ Section 501(c)(3) exempt private foundation ☒ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,647,571	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	39,381	38,986		
5 a	Gross rents				
b	Net rental income or (loss)				
6 a	Net gain or (loss) from sale of assets not on line 10	27,906			
b	Gross sales price for all assets on line 6a 844,544				
7	Capital gain net income (from Part IV, line 2)		27,906		
8	Net short-term capital gain				
9	Income modifications				
10 a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	67,287	66,892	0	
13	Compensation of officers, directors, trustees, etc.	25,363	19,022		6,341
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16 a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	1,615			1,615
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	799	799		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	9	9		
24	Total operating and administrative expenses. Add lines 13 through 23	27,786	19,830	0	7,956
25	Contributions, gifts, grants paid	62,500			62,500
26	Total expenses and disbursements. Add lines 24 and 25	90,286	19,830	0	70,456
27	Subtract line 26 from line 12	-22,999			
a	Excess of revenue over expenses and disbursements		47,062		
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

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Form 990-PF (2012) BOWKER FOUNDATION TRUST-70064900

35-6072377

Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments	43,129	15,168	15,168	
	3	Accounts receivable				
		Less allowance for doubtful accounts				
	4	Pledges receivable				
		Less allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)	1,074,383	210,221	286,590	
	c	Investments—corporate bonds (attach schedule)	365,684			
	Liabilities	11	Investments—land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule)				
12		Investments—mortgage loans				
13		Investments—other (attach schedule)		1,234,443	1,345,813	
14		Land, buildings, and equipment basis				
		Less accumulated depreciation (attach schedule)				
15		Other assets (describe)				
16		Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,483,196	1,459,832	1,647,571	
17		Accounts payable and accrued expenses				
18		Grants payable				
19	Deferred revenue					
20	Loans from officers, directors, trustees, and other disqualified persons					
21	Mortgages and other notes payable (attach schedule)					
22	Other liabilities (describe)					
23	Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☐					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒					
	27	Capital stock, trust principal, or current funds		1,459,832		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	1,483,196			
30	Total net assets or fund balances (see instructions)	1,483,196	1,459,832			
31	Total liabilities and net assets/fund balances (see instructions)	1,483,196	1,459,832			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,483,196
2	Enter amount from Part I, line 27a	2	-22,999
3	Other increases not included in line 2 (itemize) See Attached Statement	3	1,105
4	Add lines 1, 2, and 3	4	1,461,302
5	Decreases not included in line 2 (itemize) PY Return of Capital Adjustment	5	1,470
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,459,832

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k) but not less than -0-) or Losses (from col. (h))
a			0
b			0
c			0
d			0
e			0

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	27,906
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	71,304	1,499,548	0.047550
2010	76,256	1,565,300	0.048717
2009	70,762	1,457,750	0.048542
2008	87,673	1,369,401	0.064023
2007	85,657	1,881,432	0.045528

2 Total of line 1, column (d)	2	0.254360
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.050872
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,588,971
5 Multiply line 4 by line 3	5	80,834
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	471
7 Add lines 5 and 6	7	81,305
8 Enter qualifying distributions from Part XII, line 4	8	70,456

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

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

1	a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	941
	b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		
	c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3		Add lines 1 and 2	3	941
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	941
6		Credits/Payments		
	a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	680
	b	Exempt foreign organizations—tax withheld at source	6b	
	c	Tax paid with application for extension of time to file (Form 8868)	6c	
	d	Backup withholding erroneously withheld	6d	
7		Total credits and payments. Add lines 6a through 6d	7	680
8		Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	261
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11		Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ Refunded ☐	11	0

Part VII-A Statements Regarding Activities

		Yes	No
1	a		X
	b		X
	c		X
	d		
	e		
2			X
3			X
4	a		X
	b	N/A	
5			X
6		X	
7		X	
8	a		
	b		X
9			X
10			X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ► 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A	X		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

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

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

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

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

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

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No

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

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

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

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

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

If "Yes" to 6b, file Form 8870

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

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

5b N/A

6b X

7b N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account other allowances
Wells Fargo Bank, N A 1 W 4th St 4th Floor MAC D4000-041 Winston S	Trustee 4 00	25,363		

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

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

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

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

Expenses

1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE	
2	
All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3



0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,556,994
b	Average of monthly cash balances	1b	56,175
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,613,169
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,613,169
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	24,198
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,588,971
6	Minimum investment return. Enter 5% of line 5	6	79,449

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	79,449
2a	Tax on investment income for 2012 from Part VI, line 5	2a	941
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	941
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	78,508
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	78,508
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	78,508

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	70,456
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	70,456
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	70,456

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				78,508
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			59,641	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>70,456</u>				
a Applied to 2011, but not more than line 2a			59,641	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				10,815
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				67,693
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]Form **990-PF** (2012)

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			▶ 3a	62,500
b Approved for future payment NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	39,381	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	27,906	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)		0		67,287	0
13	Total. Add line 12, columns (b), (d), and (e)				13 67,287	67,287

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Name: BOWKER FOUNDATION IRREV CHAR T/A
Account # 70064900
FYE 07/31/13

Security Type	Account #	EIN	CUSIP	Asset Name	FMV	Units	Fed Cost
Invest - Corp Stock	70064900	35-6072377	001055102	AFLAC INC	6106 32	99	3706 56
Invest - Corp Stock	70064900	35-6072377	008252108	AFFILIATED MANAGERS GROUP, INC COM	6312 25	35	3060 03
Invest - Corp Stock	70064900	35-6072377	037411105	APACHE CORP	5457	68	6145 64
Invest - Corp Stock	70064900	35-6072377	037833100	APPLE INC	11765 78	26	6734 98
Invest - Corp Stock	70064900	35-6072377	097023105	BOEING CO	5885 6	56	3814 38
Invest - Corp Stock	70064900	35-6072377	126650100	CVS/CAREMARK CORPORATION	6886 88	112	3384 64
Invest - Corp Stock	70064900	35-6072377	14040H105	CAPITAL ONE FINANCIAL CORP	5866 7	85	3415 3
Invest - Corp Stock	70064900	35-6072377	17275R102	CISCO SYSTEMS INC	9340 35	365	6421 34
Invest - Corp Stock	70064900	35-6072377	25243Q205	DIAGEO PLC - ADR	5639 85	45	3377 7
Invest - Corp Stock	70064900	35-6072377	254687106	WALT DISNEY CO	9051	140	4710 98
Invest - Corp Stock	70064900	35-6072377	268648102	E M C CORP MASS	4340 9	166	4423 77
Invest - Corp Stock	70064900	35-6072377	375558103	GILEAD SCIENCES INC	7183 8	117	2279 09
Invest - Corp Stock	70064900	35-6072377	459200101	INTERNATIONAL BUSINESS MACHS CORP	5851 2	30	6156 91
Invest - Corp Stock	70064900	35-6072377	478366107	JOHNSON CONTROLS INC	8243 05	205	7058 41
Invest - Corp Stock	70064900	35-6072377	594918104	MICROSOFT CORP	4553 12	143	4225 65
Invest - Corp Stock	70064900	35-6072377	637071101	NATIONAL OILWELL INC COM	6736 32	96	6811 9
Invest - Corp Stock	70064900	35-6072377	641069406	NESTLE S A REGISTERED SHARES - ADR	5505 97	81	4082 4
Invest - Corp Stock	70064900	35-6072377	68389X105	ORACLE CORPORATION	4981 9	154	4557 57
Invest - Corp Stock	70064900	35-6072377	806857108	SCHLUMBERGER LTD	7157 04	88	7996 3
Invest - Corp Stock	70064900	35-6072377	872540109	TJX COS INC NEW	5984 6	115	3311 39
Invest - Corp Stock	70064900	35-6072377	881624209	TEVA PHARMACEUTICAL INDUSTRIES - ADR	4009 7	101	5386 27
Invest - Corp Stock	70064900	35-6072377	883556102	THERMO FISHER SCIENTIFIC INC	6104 37	67	3414 42
Invest - Corp Stock	70064900	35-6072377	89151E109	TOTAL S A - ADR	5039 75	95	4288 21
Invest - Corp Stock	70064900	35-6072377	907818108	UNION PACIFIC CORP	8405 27	53	5186 88
Invest - Corp Stock	70064900	35-6072377	58155Q103	MCKESSON CORP	6133	50	4739 92
Invest - Corp Stock	70064900	35-6072377	38141G104	GOLDMAN SACHS GROUP INC	4920 9	30	4191 65
Invest - Corp Stock	70064900	35-6072377	404280406	HSBC - ADR	6299 25	111	5964 51
Invest - Corp Stock	70064900	35-6072377	911312106	UNITED PARCEL SERVICE-CL B	5034 4	58	3788 92
Invest - Corp Stock	70064900	35-6072377	87612E106	TARGET CORP	7338 75	103	4984 34
Invest - Corp Stock	70064900	35-6072377	91324P102	UNITEDHEALTH GROUP INC	9179 1	126	6030 82
Invest - Corp Stock	70064900	35-6072377	189754104	COACH INC	5419 26	102	5673 52
Invest - Corp Stock	70064900	35-6072377	088606108	BHP BILLITON LIMITED - ADR	2697 39	43	3863 55
Invest - Corp Stock	70064900	35-6072377	46625H100	JPMORGAN CHASE & CO	9139 72	164	7013 34
Invest - Corp Stock	70064900	35-6072377	902973304	US BANCORP DEL NEW	6493 68	174	4866 34
Invest - Corp Stock	70064900	35-6072377	03524A108	ANHEUSER-BUSCH INBEV SPN ADR	6508 28	68	3600 52
Invest - Corp Stock	70064900	35-6072377	166764100	CHEVRON CORP	5916 83	47	2248 6

Invest - Corp Stock	70064900	35-6072377	88579Y101	3M CO	6810 94	58	4994 66
Invest - Corp Stock	70064900	35-6072377	084670702	BERKSHIRE HATHAWAY INC	10196 56	88	7612 18
Invest - Corp Stock	70064900	35-6072377	20030N101	COMCAST CORP CLASS A	8249 64	183	4051 62
Invest - Corp Stock	70064900	35-6072377	38259P508	GOOGLE INC	7989 75	9	5842 79
Invest - Corp Stock	70064900	35-6072377	150870103	CELANESE CORP	4229 28	88	3778 43
Invest - Corp Stock	70064900	35-6072377	611740101	MONSTER BEVERAGE CORP	4574 25	75	3411 7
Invest - Corp Stock	70064900	35-6072377	G29183103	EATON CORP PLC	5791 8	84	4339 1
Invest - Corp Stock	70064900	35-6072377	12572Q105	CME GROUP INC	7258 08	98	5273 53
Total					286,589 58		210,220 76
Invest - Other	70064900	35-6072377	683974505	OPPENHEIMER DEVELOPING MKT-Y #788	95595 9	2753 338	92957 88
Invest - Other	70064900	35-6072377	922042858	VANGUARD FTSE EMERGING MARKETS ETF	93704 94	2399	94680 35
Invest - Other	70064900	35-6072377	04314H204	ARTISAN INTERNATIONAL FUND #661	94461 94	3417 581	72664 14
Invest - Other	70064900	35-6072377	256210105	DODGE & COX INCOME FD COM #147	54016 53	3986 46	54441 55
Invest - Other	70064900	35-6072377	589509108	MERGER FD SH BEN INT #260	33637 43	2098 405	33224 06
Invest - Other	70064900	35-6072377	693390700	PIMCO TOTAL RET FD-INST #35	52304 7	4847 516	53825 4
Invest - Other	70064900	35-6072377	693390882	PIMCO FOREIGN BD FD USD H-INST #103	8384 53	792 489	8416 23
Invest - Other	70064900	35-6072377	77957P105	T ROWE PRICE SHORT TERM BD FD #55	28583 4	5954 874	28733 25
Invest - Other	70064900	35-6072377	04314H600	ARTISAN MID CAP FUND-INS #1333	72918 01	1534 47	62450 02
Invest - Other	70064900	35-6072377	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	8503 3	787 343	9177 47
Invest - Other	70064900	35-6072377	256206103	DODGE & COX INT'L STOCK FD #1048	94067 94	2433 211	80984 7
Invest - Other	70064900	35-6072377	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	83380 89	5955 778	85418 41
Invest - Other	70064900	35-6072377	262028855	DRIEHAUS ACTIVE INCOME FUND	33619 27	3127 374	33588
Invest - Other	70064900	35-6072377	339128100	JP MORGAN MID CAP VALUE-I #758	49011 27	1441 932	31895 54
Invest - Other	70064900	35-6072377	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	66478 07	5816 104	67176
Invest - Other	70064900	35-6072377	922908553	VANGUARD REIT VIPER	65456 96	944	28586 63
Invest - Other	70064900	35-6072377	483438206	KALMAR GR W/VAL SM CAP FD #2	47346 77	2353 219	41368
Invest - Other	70064900	35-6072377	00203H859	AQR MANAGED FUTURES STR-I #15213	33820 79	3325 545	33588
Invest - Other	70064900	35-6072377	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	66152 83	1633	60134 33
Invest - Other	70064900	35-6072377	74925K581	ROBECO BP LNG/SHRT RES-INS	50569 71	3754 247	50382
Invest - Other	70064900	35-6072377	76628T645	RIDGEWORTH SEIX HY BD-I #5855	84029 11	8327 959	82378 01
Invest - Other	70064900	35-6072377	22544R305	CREDIT SUISSE COMM RET ST-I #2156	82614 04	11410 78	97531 7
Invest - Other	70064900	35-6072377	487300808	KEELEY SMALL CAP VAL FD CL I #2251	47154 4	1342 283	30841 5
Total					1,345,812 73		1,234,443 17
Savings & Temp Inv	70064900	35-6072377	VP4560000	WF ADV GOVT MM FD-INSTL #1751	12694 37	12694 37	12694 37
Savings & Temp Inv	70064900	35-6072377	VP4560000	WF ADV GOVT MM FD-INSTL #1751	2473 49	2473 49	2473 49
Total					15,167 86		15,167 86
Grand Total					1,647,570 17		1,459,831 79

Statement A

BOWKER FOUNDATION IRREV CHAR T/A

Account # 70064900

EIN: 35-6072377

Indiana Attorney General does not require and prefers that we do not furnish a copy of Form 990 to their office

BOWKER FOUNDATION TRUST-70064900

35-6072377 Page 1 of 1

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

Recipient(s) paid during the year

Name

FORT WAYNE WOMEN'S BUREAU, INC

Street

3521 LAKE AVENUE SUITE 1

City

FORT WAYNE

State

IN

Zip Code

46805

Foreign Country**Relationship**

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,000

Name

CENTER FOR NONVIOLENCE

Street

235 WEST CREIGHTON

City

FORT WAYNE

State

IN

Zip Code

46807

Foreign Country**Relationship**

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

9,000

Name

YMCA

Street

1610 SPY RUN AVENUE

City

FORT WAYNE

State

IN

Zip Code

46805

Foreign Country**Relationship**

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

30,000

Name

HOPE ALIVE

Street

1747 NORTH WELLS STREET

City

FORT WAYNE

State

IN

Zip Code

46800

Foreign Country**Relationship**

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,500

Name

GIRL SCOUTS OF NORTHERN IN MICHIANA

Street

10008 DUPONT CIR DR E

City

FORT WAYNE

State

IN

Zip Code

46825

Foreign Country**Relationship**

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

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

		Amount						Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
		4,464						Capital Gains/Losses		844,544		816,638		27,906	
		Short Term CG Distributions		0				Other sales		0		0		0	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	
1	X UNITEDHEALTH GROUP INC.	91324P102			5/15/2013		7/16/2013	2,284	2,085				0	179	
2	X VANGUARD REIT VIPER	922908553			9/25/2012		2/13/2013	2,361	2,244				0	117	
3	X VANGUARD REIT VIPER	922908553			9/25/2012		7/17/2013	503	454				0	49	
4	X VODAFONE GROUP PLC NEW	92857W209			3/19/2010		1/6/2013	4,475	3,835				0	640	
5	X COOPER INDUSTRIES PLC NEW	G24140108			3/19/2010		11/30/2012	5,159	3,011				0	2,148	
6	X EATON CORP PLC	G29183103			11/30/2012		12/17/2012	19	19				0	0	
7	X EATON CORP PLC	G29183103			12/3/2012		7/18/2013	731	571				0	160	
8	X AFLAC INC	001055102			11/18/2004		9/17/2012	735	562				0	173	
9	X AFLAC INC	001055102			2/15/2013		5/15/2013	1,039	932				0	107	
10	X AFLAC INC	001055102			2/15/2013		7/16/2013	649	540				0	109	
11	X AFLAC INC	001055102			11/18/2004		7/16/2013	649	412				0	237	
12	X ABBOTT LABS	002824100			3/19/2010		11/7/2012	4,524	3,749				0	775	
13	X AFFILIATED MANAGERS GROUP	008252108			2/7/2011		9/17/2012	1,265	1,024				0	241	
14	X AFFILIATED MANAGERS GROUP	008252108			2/7/2011		2/25/2013	717	512				0	205	
15	X AFFILIATED MANAGERS GROUP	008252108			2/15/2013		2/25/2013	1,434	1,465				0	31	
16	X AFFILIATED MANAGERS GROUP	008252108			10/12/2011		2/25/2013	717	437				0	280	
17	X AFFILIATED MANAGERS GROUP	008252108			10/12/2011		7/18/2013	1,919	962				0	957	
18	X ANHEUSER-BUSCH INBEV SF	03524A108			9/6/2011		9/17/2012	851	529				0	322	
19	X ANHEUSER-BUSCH INBEV SF	03524A108			9/6/2011		1/15/2012	2,062	1,324				0	738	
20	X ANHEUSER-BUSCH INBEV SF	03524A108			12/1/2011		7/18/2013	456	299				0	157	
21	X ANHEUSER-BUSCH INBEV SF	03524A108			5/15/2013		7/18/2013	821	860				0	59	
22	X ANHEUSER-BUSCH INBEV SF	03524A108			9/6/2011		7/18/2013	183	106				0	77	
23	X APACHE CORP	037411105			2/7/2012		7/18/2013	410	521				0	111	
24	X APACHE CORP	037411105			3/19/2010		7/18/2013	1,886	2,341				0	455	
25	X APPLE INC	037833100			1/12/2012		7/18/2013	2,147	2,909				0	759	
26	X APPLE INC	037833100			2/15/2013		7/18/2013	429	481				0	32	
27	X ARTISAN INTERNATIONAL FUND	04314H204			5/12/2008		9/25/2012	13,676	16,931				0	2,755	
28	X ARTISAN INTERNATIONAL FUND	04314H204			5/12/2008		1/28/2012	1,629	2,157				0	328	
29	X ARTISAN INTERNATIONAL FUND	04314H204			5/12/2008		2/13/2013	2,388	2,639				0	251	
30	X ARTISAN INTERNATIONAL FUND	04314H204			5/12/2008		7/17/2013	6,684	6,981				0	297	
31	X ARTISAN MID CAP FUND-INS	04314H600			4/13/2012		9/25/2012	2,639	2,683				0	44	
32	X ARTISAN MID CAP FUND-INS	04314H600			2/19/2013		7/17/2013	6,850	6,146				0	704	
33	X BERKSHIRE HATHAWAY INC	084670702			5/8/2008		7/18/2013	3,160	2,312				0	848	
34	X BHP BILLITON LIMITED ADR	088606108			12/10/2010		7/18/2013	747	1,078				0	331	
35	X BOEING CO	097023105			3/17/2011		7/18/2013	1,481	954				0	507	
36	X CME GROUP INC	125720105			6/7/2012		7/18/2013	1,300	912				0	388	
37	X CVS/CAREMARK CORPORATION	126650100			11/15/2010		9/17/2012	936	604				0	332	
38	X CVS/CAREMARK CORPORATION	126650100			11/28/2012		7/16/2013	911	684				0	227	
39	X CVS/CAREMARK CORPORATION	126650100			11/15/2010		7/18/2013	243	121				0	122	
40	X CAPITAL ONE FINANCIAL CORP	14040H105			3/19/2010		7/16/2013	996	603				0	393	
41	X CATERPILLAR FIN SERV 4 85	14912L3N9			12/20/2009		12/7/2012	25,000	25,580				0	580	
42	X CELANESE CORP	150870103			6/15/2011		9/17/2012	829	977				0	148	
43	X CELANESE CORP	150870103			2/15/2013		7/16/2013	1,179	1,254				0	75	
44	X CELANESE CORP	150870103			6/15/2011		7/18/2013	142	147				0	5	
45	X CHEVRON CORP	166764100			8/16/2004		9/17/2012	1,171	478				0	693	
46	X CHEVRON CORP	166764100			11/28/2012		7/3/2013	1,180	1,051				0	139	
47	X CHEVRON CORP	166764100			8/16/2004		7/3/2013	2,023	813				0	1,210	
48	X CHEVRON CORP	166764100			8/16/2004		7/18/2013	1,363	526				0	837	
49	X CISCO SYSTEMS INC	17275R102			10/10/2011		9/17/2012	762	682				0	80	
50	X CISCO SYSTEMS INC	17275R102			10/10/2011		7/16/2013	2,589	1,722				0	867	
51	X COACH INC	189754104			1/9/2013		7/16/2013	756	756				0	2	
52	X COMCAST CORP CLASS A	20030N101			5/8/2008		9/16/2012	1,193	775				0	418	
53	X COMCAST CORP CLASS A	20030N101			5/8/2008		7/16/2013	1,400	708				0	692	
54	X HUSSMAN STRATEGIC GROWTH	448108100			12/31/2010		2/13/2013	115	136				0	21	
55	X HUSSMAN STRATEGIC GROWTH	448108100			6/8/2011		2/13/2013	2,078	2,483				0	405	
56	X HUSSMAN STRATEGIC GROWTH	448108100			3/5/2012		2/13/2013	11,119	12,600				0	1,481	
57	X HUSSMAN STRATEGIC GROWTH	448108100			4/13/2012		2/13/2013	192	216				0	24	
58	X HUSSMAN STRATEGIC GROWTH	448108100			12/31/2012		2/13/2013	521	538				0	17	
59	X INTEL CORP	458140100			3/19/2010		9/18/2013	6,199	5,375				0	824	
60	X ISHARES RUSSELL 2000 GROWTH	464287648			11/28/2012		2/13/2013	27,597	24,665				0	2,932	
61	X ISHARES RUSSELL 2000 GROWTH	464287648			1/4/2013		2/13/2013	26,638	25,669				0	1,169	
62	X JPMORGAN CHASE & CO	46625H100			3/19/2010		9/17/2012	820	869				0	49	
63	X JPMORGAN CHASE & CO	46625H100			3/19/2010		7/18/2013	2,364	1,869				0	495	
64	X JOHNSON CONTROLS INC	478366107			3/17/2011		9/17/2012	716	1,009				0	293	
65	X JOHNSON CONTROLS INC	478366107			3/17/2011		7/16/2013	1,295	1,413				0	118	
66	X KEELEY SMALL CAP VAL FUND	487300808			11/17/2010		9/25/2012	3,224	2,655				0	569	
67	X KEELEY SMALL CAP VAL FUND	487300808			11/17/2010		2/13/2013	16,148	11,498				0	4,650	
68	X LAUDUS MONDRIAN INTL FUND	518550655			11/17/2010		9/25/2012	14,203	13,783				0	420	

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

		Amount								Totals		Gross Sales		Cost/Other Basis and Expenses		Net Gain or Loss	
		4,464								Capital Gains/Losses		844,544		816,638		27,906	
		0								Other sales		0		0		0	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss			
69	X LAUDUS MONDRIAN INTL FLH	518550655			11/17/2010		2/13/2013	1,521	1,615				0	94			
70	X LAUDUS MONDRIAN INTL FLH	518550655			1/18/2011		2/13/2013	1,043	1,097				0	54			
71	X LAUDUS MONDRIAN INTL FLH	518550655			1/18/2011		7/17/2013	1,787	1,926				0	-159			
72	X MCKESSON CORP	581550103			2/15/2013		7/16/2013	1,769	1,554				0	215			
73	X MCKESSON CORP	581550103			11/7/2012		7/16/2013	590	474				0	116			
74	X MERGER FD SH BEN INT #260	589509108			11/17/2010		7/17/2013	15,898	15,838				0	60			
75	X MICROSOFT CORP	594918104			3/19/2010		7/16/2013	1,339	1,093				0	246			
76	X MONSTER BEVERAGE CORP	611740101			1/22/2013		7/16/2013	907	723				0	184			
77	X NESTLE S A REGISTERED SH	641069406			3/19/2010		9/17/2012	945	756				0	189			
78	X NESTLE S A REGISTERED SH	641069406			2/15/2013		7/16/2013	1,360	1,373				0	13			
79	X NESTLE S A REGISTERED SH	641069406			3/19/2010		7/16/2013	340	252				0	88			
80	X NOVARTIS AG - ADR	689871109			3/19/2010		1/29/2013	5,081	4,112				0	969			
81	X ORACLE CORPORATION	68389X105			6/6/2011		9/17/2012	876	810				0	16			
82	X ORACLE CORPORATION	68389X105			2/15/2013		7/16/2013	1,282	1,389				0	-107			
83	X ORACLE CORPORATION	68389X105			6/6/2011		7/16/2013	513	519				0	-6			
84	X OPPENHEIMER DEVELOPING	683974505			6/8/2011		1/28/2012	941	996				0	-54			
85	X PIMCO TOTAL RET FD-INST #	693390700			11/30/2012		2/13/2013	55,273	52,500				0	-2,773			
86	X PIMCO TOTAL RET FD-INST #	693390700			1/27/2012		2/13/2013	16,765	17,470				0	-705			
87	X PIMCO TOTAL RET FD-INST #	693390700			9/27/2012		2/13/2013	7,560	7,837				0	-277			
88	X PIMCO TOTAL RET FD-INST #	693390700			9/27/2012		7/17/2013	12,748	13,841				0	-1,093			
89	X PIMCO TOTAL RET FD-INST #	693390700			7/10/2012		7/17/2013	3,852	4,055				0	-203			
90	X CREDIT SUISSE COMM RT ST	22544R306			11/17/2010		8/25/2012	1,853	1,940				0	-87			
91	X DIAGEO PLC - ADR	25243Q205			11/15/2010		11/15/2012	571	375				0	196			
92	X DIAGEO PLC - ADR	25243Q205			2/15/2013		5/15/2013	1,127	1,076				0	51			
93	X DIAGEO PLC - ADR	25243Q205			2/15/2013		7/16/2013	729	718				0	11			
94	X DIAGEO PLC - ADR	25243Q205			11/15/2010		7/16/2013	607	375				0	232			
95	X DIAMOND HILL LONG-SHORT	252645833			9/27/2012		2/13/2013	3,125	2,906				0	219			
96	X DIAMOND HILL LONG-SHORT	252645833			11/17/2010		7/17/2013	56,143	43,928				0	12,215			
97	X DIAMOND HILL LONG-SHORT	252645833			9/27/2012		7/17/2013	13,688	11,890				0	1,798			
98	X WALT DISNEY CO	254687106			3/19/2010		8/16/2012	1,005	673				0	332			
99	X WALT DISNEY CO	254687106			12/1/2011		7/16/2013	782	433				0	349			
100	X WALT DISNEY CO	254687106			5/15/2013		7/16/2013	586	606				0	-20			
101	X WALT DISNEY CO	254687106			3/19/2010		7/16/2013	651	336				0	315			
102	X DODGE & COX INT L STOCK F	256208103			11/7/2006		9/25/2012	14,661	18,719				0	-4,058			
103	X DODGE & COX INT L STOCK F	256208103			11/7/2006		2/13/2013	7,349	8,516				0	-1,167			
104	X DODGE & COX INT L STOCK F	256208103			11/7/2006		7/17/2013	5,907	6,493				0	-586			
105	X DODGE & COX INCOME FD C4	256210105			3/5/2012		11/28/2012	2,237	2,200				0	37			
106	X DODGE & COX INCOME FD C4	256210105			4/13/2012		11/28/2012	139	136				0	3			
107	X DODGE & COX INCOME FD C4	256210105			7/10/2012		11/28/2012	24,438	24,000				0	438			
108	X DODGE & COX INCOME FD C4	256210105			9/27/2012		11/28/2012	9,141	9,062				0	79			
109	X DODGE & COX INCOME FD C4	256210105			4/18/2011		11/28/2012	12,974	12,434				0	540			
110	X DODGE & COX INCOME FD C4	256210105			12/7/2012		7/17/2013	2,428	2,500				0	-72			
111	X DODGE & COX INCOME FD C4	256210105			2/19/2013		7/17/2013	11,786	12,055				0	-269			
112	X DREYFUS EMG MKT DEBT LO	261980494			9/27/2012		2/13/2013	10,124	9,721				0	403			
113	X DREYFUS EMG MKT DEBT LO	261980494			11/17/2010		2/13/2013	9,240	5,895				0	3,345			
114	X E M C CORP MASS	268648102			2/24/2011		7/16/2013	1,060	1,119				0	-59			
115	X JP MORGAN MID CAP VALUE	339128100			10/13/2011		9/25/2012	176	143				0	33			
116	X JP MORGAN MID CAP VALUE	339128100			11/17/2010		9/25/2012	1,655	1,319				0	336			
117	X JP MORGAN MID CAP VALUE	339128100			2/19/2013		7/17/2013	4,272	3,838				0	434			
118	X JP MORGAN MID CAP VALUE	339128100			11/17/2010		7/17/2013	5,279	3,460				0	1,819			
119	X GATEWAY FUND Y #1986	367828884			9/27/2012		7/17/2013	40,738	39,912				0	826			
120	X GATEWAY FUND Y #1986	367828884			2/19/2013		7/17/2013	25,063	24,872				0	191			
121	X GILEAD SCIENCES INC	375558103			12/8/2011		9/17/2012	987	584				0	403			
122	X GILEAD SCIENCES INC	375558103			12/8/2011		9/25/2012	338	195				0	143			
123	X GILEAD SCIENCES INC	375558103			12/8/2011		5/15/2013	1,507	526				0	981			
124	X GILEAD SCIENCES INC	375558103			12/8/2011		7/16/2013	1,252	429				0	823			
125	X GOLDMAN SACHS GROUP INC	38141G104			12/10/2010		9/17/2012	1,198	1,678				0	-480			
126	X GOLDMAN SACHS GROUP INC	38141G104			12/10/2010		7/16/2013	1,601	1,678				0	-77			
127	X GOOGLE INC	38259P508			1/24/2012		7/16/2013	818	580				0	238			
128	X HEWLETT PACKARD CO	428238103			3/19/2010		8/1/2012	2,614	6,156				0	-3,542			
129	X HUSSMAN STRATEGIC GROV	448108100			6/16/2006		9/25/2012	14,772	21,854				0	-7,082			
130	X HUSSMAN STRATEGIC GROV	448108100			11/17/2008		9/25/2012	1,116	1,602				0	-486			
131	X HUSSMAN STRATEGIC GROV	448108100			12/29/2008		9/25/2012	327	468				0	-141			
132	X HUSSMAN STRATEGIC GROV	448108100			11/9/2007		9/25/2012	1,592	2,288				0	-696			
133	X HUSSMAN STRATEGIC GROV	448108100			12/31/2007		9/25/2012	244	348				0	-104			
134	X HUSSMAN STRATEGIC GROV	448108100			12/31/2009		9/25/2012	87	102				0	-15			
135	X HUSSMAN STRATEGIC GROV	448108100			12/30/2011		9/25/2012	234	286				0	-52			
136	X HUSSMAN STRATEGIC GROV	448108100			6/8/2011		9/25/2012	416	472				0	-56			

		Amount				Totals		Gross Sales		Cost Other Basis and Expenses		Net Gain or Loss		
		4,484				Capital Gains/Losses		844,544		816,638		27,906		
		0				Other sales		0		0		0		
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
137	X	HUSSMAN STRATEGIC GROW	448108100		6/8/2011		11/28/2012	1,649	1,845				0	196
138	X	HUSSMAN STRATEGIC GROW	448108100		11/14/2008		2/13/2013	8,139	7,105				0	966
139	X	HUSSMAN STRATEGIC GROW	448108100		12/01/2008		2/13/2013		941				0	2,988
140	X	HUSSMAN STRATEGIC GROW	448108100		11/13/2009		2/13/2013	17,012	20,000				0	75
141	X	PIMCO FOREIGN BD FD USD	693390882		3/5/2012		9/25/2012	1,529	1,454				0	75
142	X	PIMCO FOREIGN BD FD USD	693390882		10/13/2011		9/25/2012	12,580	11,865				0	715
143	X	PIMCO FOREIGN BD FD USD	693390882		10/13/2011		2/13/2013	3,199	3,154				0	45
144	X	PIMCO FOREIGN BD FD USD	693390882		10/13/2011		7/17/2013	1,963	1,965				0	2
145	X	RIDGEWORTH SEIX HY BD-I	766281645		9/27/2012		11/28/2012	7,443	7,398				0	45
146	X	RIDGEWORTH SEIX HY BD-I	766281645		9/27/2012		2/13/2013	11,110	10,816				0	294
147	X	RIDGEWORTH SEIX HY BD-I	766281645		11/17/2010		2/13/2013	4,231	4,085				0	146
148	X	T ROWE PRICE SHORT TERM	77957P105		11/8/2011		9/25/2012	2,449	2,471				0	1
149	X	T ROWE PRICE SHORT TERM	77957P105		3/5/2012		9/25/2012	22,835	22,186				0	47
150	X	T ROWE PRICE SHORT TERM	77957P105		3/5/2012		11/28/2012	6,978	6,979				0	0
151	X	SPDR DJ WILSHIRE INTERNA	75483X663		8/7/2011		9/25/2012	937					0	25
152	X	SPDR DJ WILSHIRE INTERNA	78493X863		8/7/2011		11/28/2012	2,855	2,853				0	2
153	X	SCHLUMBERGER LTD	806857108		5/8/2008		7/18/2013	2,056	2,830				0	774
154	X	TCW SMALL CAP GROWTH FUND	87234N849		4/13/2012		9/25/2012	231	226				0	5
155	X	TCW SMALL CAP GROWTH FUND	87234N849		11/17/2010		9/25/2012	3,906	3,567				0	339
156	X	TCW SMALL CAP GROWTH FUND	87234N849		11/17/2010		11/28/2012	19,452	19,736				0	284
157	X	TCW SMALL CAP GROWTH FUND	87234N849		11/17/2010		1/4/2013	15,471	14,874				0	597
158	X	TCW SMALL CAP GROWTH FUND	87234N849		10/13/2011		1/4/2013	8,594	8,200				0	394
159	X	TCW SMALL CAP GROWTH FUND	87234N849		7/15/2012		1/4/2013	1,932	1,800				0	132
160	X	TJX COS INC NEW	872540109		2/15/2013		7/18/2013	1,582	1,338				0	244
161	X	TJX COS INC NEW	872540109		10/10/2011		7/18/2013	521	785				0	264
162	X	TARGET CORP	87612E106		2/24/2011		9/17/2012	965	785				0	180
163	X	TARGET CORP	87612E106		2/24/2011		7/18/2013	1,081	785				0	296
164	X	TARGET CORP	87612E106		2/15/2013		7/18/2013	865	736				0	129
165	X	TEVA PHARMACEUTICAL IND	881824209		3/19/2010		7/18/2013	704	1,138				0	434
166	X	THERMO FISHER SCIENTIFIC	883558102		3/19/2010		9/17/2012	903	748				0	155
167	X	THERMO FISHER SCIENTIFIC	883558102		3/19/2010		7/7/2013	1,291	1,047				0	244
168	X	THERMO FISHER SCIENTIFIC	883558102		11/5/2013		7/18/2013	1,484	1,252				0	232
169	X	QW COS INC NEW	88579Y101		2/12/2010		7/18/2013	1,372	1,053				0	339
170	X	TOTAL S.A. -ADR	89151E109		7/5/2012		9/17/2012	812	677				0	135
171	X	TOTAL S.A. -ADR	89151E109		2/15/2013		7/18/2013	1,273	1,254				0	19
172	X	TOTAL S.A. -ADR	89151E109		7/5/2012		7/18/2013	306	271				0	35
173	X	US BANCORP DEL NEW	902973304		2/7/2011		9/17/2012	855	699				0	156
174	X	US BANCORP DEL NEW	902973304		2/15/2013		7/18/2013	1,486	1,351				0	135
175	X	US BANCORP DEL NEW	902973304		2/7/2011		7/18/2013	409	308				0	101
176	X	UNION PACIFIC CORP	907818108		11/5/2010		9/17/2012	1,269	921				0	348
177	X	UNION PACIFIC CORP	907818108		11/15/2010		7/18/2013	3,876	2,304				0	1,574
178	X	UNION PACIFIC CORP	907818108		2/15/2013		7/18/2013	1,592	1,364				0	228
179	X	UNION PACIFIC CORP	907818108		11/15/2010		7/18/2013	318	187				0	134
180	X	UNITED PARCEL SERVICE-CO	911312108		8/12/2011		7/18/2013	942	718				0	223

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

		1,615	0	0	1,615
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,615			1,615

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

		799	799	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	799	799		

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

		9	9	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	9	9		

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		1,074,383	210,221	0	286,590	
Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	SEE ATTACHMENT		1,074,383	210,221		286,590

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

				365,684	0	0	0
Description		Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	SEE ATTACHMENT			365,684			

Part II, Line 13 (990-PF) - Investments - Other

		0	1,234,443	1,345,813
Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year
				FMV End of Year
1	SEE ATTACHMENT		1,234,443	1,345,813

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	Cost Basis Adjustment	1	490
2	Federal Excise Tax Refund	2	615
3	Total	3	1,105

Line 5 - Decreases not included in Part III, Line 2

1	PY Return of Capital Adjustment	1	1,470
2	Total	2	1,470

Long Term CG Distributions		Amount		840,080		0		0		818,838		23,442		0		0		23,442	
Short Term CG Distributions		0		0		0		0		0		0		0		0		0	
Description of Property Sold		CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gain Minus Excess of FMV Over Adjusted Basis or Losses					
1	UNITEDHEALTH GROUP INC	913247102		5/15/2013	7/16/2013	2,264			2,085	179	0	0	0	179					
2	VANGUARD REIT VIFER	922800553		9/25/2012	2/12/2013	2,361			2,085	276	0	0	0	276					
3	VANGUARD REIT VIFER	922800553		9/25/2012	7/17/2013	503			454	49	0	0	0	49					
4	VODAFONE GROUP PLC NEW ADR	928179209		3/18/2010	1/8/2013	4,475			1,835	640	0	0	0	640					
5	COOPER INDUSTRIES PLC NEW IRELA	024140108		3/18/2010	1/10/2012	5,159			3,011	2,148	0	0	0	2,148					
6	GATON CORP PLC	029181310		1/17/2012	3/11/2013	731			571	160	0	0	0	160					
7	EATON CORP PLC	029181310		12/25/2012	7/16/2013	731			571	160	0	0	0	160					
8	AFIAC INC	001055102		1/15/2004	8/17/2012	735			502	233	0	0	0	233					
9	AFIAC INC	001055102		2/15/2013	5/15/2013	1,039			932	107	0	0	0	107					
10	AFIAC INC	001055102		2/15/2013	7/16/2013	648			448	200	0	0	0	200					
11	AFIAC INC	001055102		1/15/2004	7/16/2013	648			412	237	0	0	0	237					
12	ABBOTT LABS	002824100		3/18/2010	1/17/2012	4,524			3,748	775	0	0	0	775					
13	AFFILIATED MANAGERS GROUP INC	0004252108		3/7/2011	1/17/2012	1,265			1,024	241	0	0	0	241					
14	AFFILIATED MANAGERS GROUP INC	0004252108		2/7/2011	2/25/2013	1,117			512	605	0	0	0	605					
15	AFFILIATED MANAGERS GROUP INC	0004252108		2/15/2013	2/25/2013	1,434			1,485	(51)	0	0	0	(51)					
16	AFFILIATED MANAGERS GROUP INC	0004252108		10/12/2011	7/25/2013	717			437	280	0	0	0	280					
17	AFFILIATED MANAGERS GROUP INC	0004252108		10/12/2011	7/16/2013	1,919			962	957	0	0	0	957					
18	ANHEUSER BUSCH INBEV SPN ADR	035244108		9/8/2011	9/17/2012	851			620	231	0	0	0	231					
19	ANHEUSER BUSCH INBEV SPN ADR	035244108		9/8/2011	1/15/2012	2,082			1,324	758	0	0	0	758					
20	ANHEUSER BUSCH INBEV SPN ADR	035244108		12/17/2011	7/16/2013	456			290	157	0	0	0	157					
21	ANHEUSER BUSCH INBEV SPN ADR	035244108		5/15/2013	7/16/2013	821			880	(59)	0	0	0	(59)					
22	ANHEUSER BUSCH INBEV SPN ADR	035244108		6/8/2011	7/16/2013	483			196	287	0	0	0						
23	APACHE CORP	037411105		3/7/2012	7/16/2013	410			311	111	0	0	0	111					
24	APACHE CORP	037411105		3/19/2010	7/16/2013	1,886			2,341	(455)	0	0	0	(455)					
25	APPLE INC	037833100		1/18/2012	7/16/2013	2,147			2,906	(759)	0	0	0	(759)					
26	APPLE INC	037833100		2/15/2013	7/16/2013	429			451	(22)	0	0	0	(22)					
27	ARTISAN INTERNATIONAL FUND 601	043141204		5/12/2008	7/25/2013	13,878			16,851	(2,973)	0	0	0	(2,973)					
28	ARTISAN INTERNATIONAL FUND 601	043141204		5/12/2008	1/18/2012	1,829			2,157	(328)	0	0	0	(328)					
29	ARTISAN INTERNATIONAL FUND 601	043141204		5/12/2008	2/15/2013	2,385			2,839	(454)	0	0	0	(454)					
30	ARTISAN INTERNATIONAL FUND 601	043141204		5/12/2008	7/17/2013	6,684			8,881	(2,197)	0	0	0	(2,197)					
31	ARTISAN MID CAP FUND INS 1333	043141800		2/13/2012	8/20/2012	2,519			2,519	0	0	0	0	0					
32	ARTISAN MID CAP FUND INS 1333	043141800		7/19/2013	7/17/2013	6,850			8,146	(704)	0	0	0	(704)					
33	BERKSHIRE HATHAWAY INC	084670702		5/8/2008	7/16/2013	3,160			2,312	848	0	0	0	848					
34	BHP BILLITON LIMITED ADR	086008109		12/10/2010	7/16/2013	747			933	(186)	0	0	0	(186)					
35	BOEING CO	091023101		3/17/2011	7/16/2013	1,461			1,078	383	0	0	0	383					
36	CME GROUP INC	125720105		6/7/2012	7/16/2013	1,300			912	388	0	0	0	388					
37	CVS/CAREMARK CORPORATION	126050100		1/15/2010	9/17/2012	936			604	332	0	0	0	332					
38	CVS/CAREMARK CORPORATION	126050100		11/28/2012	7/16/2013	911			894	17	0	0	0	17					
39	CVS/CAREMARK CORPORATION	126050100		1/11/2010	7/16/2013	243			171	72	0	0	0	72					
40	CAPITAL ONE FINANCIAL CORP	14040H105		2/19/2010	7/16/2013	996			603	393	0	0	0	393					
41	CATERPILLAR FIN SERV 4 850% 1207/	14912L3N9		12/20/2009	12/7/2012	25,500			25,500	0	0	0	0	0					
42	CELANESE CORP	150870103		6/15/2011	9/17/2012	829			977	(148)	0	0	0	(148)					
43	CELANESE CORP	150870103		2/15/2012	7/16/2013	1,178			1,254	(76)	0	0	0	(76)					
44	CELANESE CORP	150870103		6/15/2011	7/16/2013	142			147	(5)	0	0	0	(5)					
45	CHEVRON CORP	166784100		8/16/2004	9/17/2012	1,171			478	693	0	0	0	693					
46	CHEVRON CORP	166784100		3/18/2012	7/20/2013	1,190			1,051	138	0	0	0	138					
47	CHEVRON CORP	166784100		8/16/2004	7/20/2013	813			813	0	0	0	0	0					
48	CHEVRON CORP	166784100		8/16/2004	7/16/2013	1,363			526	837	0	0	0	837					
49	CISCO SYSTEMS INC	17275R102		10/10/2011	9/17/2012	782			80	702	0	0	0	702					
50	CISCO SYSTEMS INC	17275R102		10/10/2011	7/16/2013	2,589			772	1,817	0	0	0	1,817					
51	COACH INC	18074104		10/20/11	7/16/2013	1,567			1,725	(158)	0	0	0	(158)					
52	COMCAST CORP CLASS A	20030N101		5/8/2008	8/16/2012	1,393			748	645	0	0	0	645					
53	COMCAST CORP CLASS A	20030N101		5/8/2008	7/16/2013	1,400			708	692	0	0	0	692					
54	HUSSMAN STRATEGIC GROWTH FUND	448108100		12/81/2010	2/13/2013	115			136	(21)	0	0	0	(21)					
55	HUSSMAN STRATEGIC GROWTH FUND	448108100		8/8/2011	2/13/2013	243			405	(162)	0	0	0	(162)					
56	HUSSMAN STRATEGIC GROWTH FUND	448108100		3/5/2012	2/13/2013	11,119			12,800	(1,681)	0	0	0	(1,681)					
57	HUSSMAN STRATEGIC GROWTH FUND	448108100		4/13/2012	2/13/2013	182			218	(36)	0	0	0	(36)					
58	HUSSMAN STRATEGIC GROWTH FUND	448108100		12/81/2010	2/13/2013	521			538	(17)	0	0	0	(17)					
59	INTEL CORP	659514106		3/18/2010	6/18/2012	89			815	(726)	0	0	0	(726)					
60	ISHARES RUSSELL 2000 GROWTH	468287648		1/18/2012	2/15/2013	27,587			24,005	3,582	0	0	0	3,582					
61	ISHARES RUSSELL 2000 GROWTH	468287648		1/18/2013	2/15/2013	28,838			25,409	3,429	0	0	0	3,429					
62	JPMORGAN CHASE & CO	48625H100		3/19/2010	9/17/2012	820			869	(49)	0	0	0	(49)					
63	JPMORGAN CHASE & CO	48625H100		3/19/2010	7/16/2013	2,364			1,809	1,555	0	0	0	1,555					
64	JOHNSON CONTROLS INC	478360107		3/17/2011	9/17/2012	710			1,008	(298)	0	0	0	(298)					
65	JOHNSON CONTROLS INC	478360107		3/17/2011	7/16/2013	1,295			1,413	(118)	0	0	0	(118)					
66	KELLEY SMITH CAP VAL FDCI 2251	487300803		1/11/2010	9/25/2012	3,224			2,655	569	0	0	0	569					
67	KELLEY SMITH CAP VAL FDCI 2251	487300803		1/11/2010	2/13/2013	16,48			1,158	15,322	0	0	0	15,322					
68	LAUDUS MONDRIAN INTL FIN INST 2940	518550555		1/11/2010	9/25/2012	14,203			15,783	(1,580)	0	0	0	(1,580)					
69	LAUDUS MONDRIAN INTL FIN INST 2940	518550555		1/11/2010	2/13/2013	1,521			1,615	(94)	0	0	0	(94)					
70	LAUDUS MONDRIAN INTL FIN INST 2940	518550555		1/11/2010	2/13/2013	1,043			1,087	(44)	0	0	0	(44)					
71	LAUDUS MONDRIAN INTL FIN INST 2940	518550555		1/11/2010	7/17/2013	1,81			1,936	(1,125)	0	0	0	(1,125)					
72	LAUDUS MONDRIAN INTL FIN INST 2940	518550555		2/15/2013	7/16/2013	1,769			1,554	215	0	0	0	215					
73	LAUDUS MONDRIAN INTL FIN INST 2940	518550555		1/17/2012	7/16/2013	500			474	26	0	0	0	26					
74	MERGEN FID SH BEN INT #260	589508109		1/11/2010	7/17/2013	15,898			15,838	60	0	0	0	60					
75	MICROSOFT CORP	645798104		3/19/2010	7/16/2013	1,339			1,093	246	0	0	0	246					
76	MONSTER BEVERAGE INC	631740101		1/22/2010	7/16/2013	907			773	134	0	0	0	134					
77	NESTLE S A REGISTERED SHARES A	641089406		3/18/2010	9/17/2012	945			756	189	0	0	0	189					
78	NESTLE S A REGISTERED SHARES A	641089406		2/15/2013	7/16/2013	1,360			1,373	(13)	0	0	0	(13)					
79	NESTLE S A REGISTERED SHARES A	641089406		3/18/2010	7/16/2013	945			756	189	0	0	0	189					
80	NOVARTIS AG ADR	608877109		3/18/2010	1/28/2013	5,081			4,112	969	0	0	0	969					
81	ORACLE CORPORATION	68389A105		6/8/2011	9/17/2012	676			610	66	0	0	0	66					
82	ORACLE CORPORATION	68389A105		2/15/2013	7/16/2013	1,282			1,389	(107)	0	0	0	(107)					

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

Amount		840,030		0		0		816,838		23,442		0		0		23,442	
Long Term CG Distributions		4,464		0		0		0		0		0		0		0	
Short Term CG Distributions		0		0		0		0		0		0		0		0	
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F.M.V. as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adj. Basis	Gain Minus Excess of FMV Over Adjusted Basis or Losses				
85 PMCO TOTAL RET FD INST #35	693390700		11/30/2012	2/15/2013	55,272		0	57,500	2,227				2,227				
86 PMCO TOTAL RET FD INST #35	693390700		12/1/2012	2/15/2013	18,165		0	17,470	705				705				
87 PMCO TOTAL RET FD INST #35	693390700		6/27/2012	2/15/2013	7,560		0	7,837	277				277				
88 PMCO TOTAL RET FD INST #35	693390700		6/27/2012	7/17/2013	12,746		0	13,941	895				895				
89 PMCO TOTAL RET FD INST #35	693390700		7/1/2012	7/17/2013	3,852		0	4,055	203				203				
90 CREDIT SUBS COMMA RT ST CO 2156	254443050		11/15/2010	9/25/2012	1,653		0	1,840	87				87				
91 DIAGEO PLC ADR	252430205		11/15/2010	11/15/2012	571		0	375	196				196				
92 DIAGEO PLC ADR	252430205		2/15/2013	5/15/2013	1,127		0	1,076	51				51				
93 DIAGEO PLC ADR	252430205		2/15/2013	7/16/2013	729		0	718	11				11				
94 DIAGEO PLC ADR	252430205		11/15/2010	7/16/2013	807		0	375	232				232				
95 DIAMOND HILL LONG-SHORT FD CL #17	252645833		9/27/2012	2/15/2013	3,125		0	2,908	219				219				
96 DIAMOND HILL LONG-SHORT FD CL #17	252645833		11/17/2010	7/17/2013	50,143		0	41,928	14,215				14,215				
97 DIAMOND HILL LONG-SHORT FD CL #17	252645833		9/27/2012	7/17/2013	13,688		0	11,890	1,798				1,798				
98 WALT DISNEY CO	254687106		3/1/92/2011	6/16/2013	1,005		0	932	73				73				
99 WALT DISNEY CO	254687106		12/1/2011	7/16/2013	787		0	433	349				349				
100 WALT DISNEY CO	254687106		5/15/2013	7/16/2013	586		0	606	20				20				
101 WALT DISNEY CO	254687106		3/1/92/2011	7/16/2013	651		0	396	255				255				
102 DODGE & COX INTL STOCK FD 1048	250208103		11/7/2006	9/25/2012	14,681		0	16,219	1,538				1,538				
103 DODGE & COX INTL STOCK FD 1048	250208103		11/7/2006	2/15/2013	7,349		0	8,516	1,167				1,167				
104 DODGE & COX INCOME FD COM 147	256210105		3/5/2012	11/28/2012	2,237		0	6,493	580				580				
105 DODGE & COX INCOME FD COM 147	256210105		4/15/2012	11/28/2012	1,399		0	2,200	37				37				
106 DODGE & COX INCOME FD COM 147	256210105		7/1/2012	11/28/2012	24,438		0	24,000	438				438				
107 DODGE & COX INCOME FD COM 147	256210105		9/27/2012	11/28/2012	9,341		0	9,062	279				279				
108 DODGE & COX INCOME FD COM 147	256210105		4/15/2012	11/28/2012	12,874		0	12,434	440				440				
109 DODGE & COX INCOME FD COM 147	256210105		12/7/2012	7/17/2013	5,779		0	2,500	77				77				
110 DODGE & COX INCOME FD COM 147	256210105		2/1/2013	7/17/2013	11,786		0	12,055	269				269				
111 DREYFUS EMG MKT DEBT LOC C 1#60	261980494		9/27/2012	2/15/2013	10,324		0	9,721	403				403				
112 DREYFUS EMG MKT DEBT LOC C 1#60	261980494		11/17/2010	2/15/2013	6,240		0	5,895	345				345				
113 E M C CORP MASS	268841072		2/24/2011	7/16/2013	1,060		0	1,119	59				59				
114 JP MORGAN MID CAP VALUE 1#758	339128100		10/13/2011	9/25/2012	1,675		0	1,443	232				232				
115 JP MORGAN MID CAP VALUE 1#758	339128100		11/17/2010	9/25/2012	1,655		0	1,319	336				336				
116 JP MORGAN MID CAP VALUE 1#758	339128100		2/15/2013	7/17/2013	4,272		0	5,638	434				434				
117 JP MORGAN MID CAP VALUE 1#758	339128100		11/17/2010	7/17/2013	5,779		0	5,480	1,819				1,819				
118 GATEWAY FUND Y #1986	367825884		9/27/2012	7/17/2013	40,734		0	39,912	822				822				
119 GATEWAY FUND Y #1986	367825884		2/15/2013	7/17/2013	25,063		0	24,822	241				241				
120 GILEAD SCIENCES INC	375558103		12/8/2011	9/17/2012	987		0	584	403				403				
121 GILEAD SCIENCES INC	375558103		12/8/2011	9/25/2012	338		0	183	143				143				
122 GILEAD SCIENCES INC	375558103		12/8/2011	5/15/2013	1,507		0	526	981				981				
123 GILEAD SCIENCES INC	375558103		12/8/2011	7/16/2013	1,222		0	429	823				823				
124 GOLDMAN SACHS GROUP INC	38141G104		12/1/2010	9/17/2012	1,198		0	1,678	480				480				
125 GOLDMAN SACHS GROUP INC	38141G104		12/1/2010	7/16/2013	1,601		0	1,678	77				77				
126 GOOGLE INC	38999P508		12/4/2012	7/16/2013	916		0	940	236				236				
127 HEWLETT PACKARD CO	44236103		3/1/92/2010	6/31/2012	2,614		0	8,156	5,542				5,542				
128 HUSSMAN STRATEGIC GROWTH FUND	448108100		8/16/2006	9/25/2012	14,772		0	21,854	7,082				7,082				
129 HUSSMAN STRATEGIC GROWTH FUND	448108100		11/17/2006	9/25/2012	1,716		0	1,902	186				186				
130 HUSSMAN STRATEGIC GROWTH FUND	448108100		12/8/2006	9/25/2012	321		0	488	167				167				
131 HUSSMAN STRATEGIC GROWTH FUND	448108100		11/9/2007	9/25/2012	1,592		0	2,288	696				696				
132 HUSSMAN STRATEGIC GROWTH FUND	448108100		12/31/2007	9/25/2012	244		0	348	104				104				
133 HUSSMAN STRATEGIC GROWTH FUND	448108100		12/31/2009	9/25/2012	87		0	102	15				15				
134 HUSSMAN STRATEGIC GROWTH FUND	448108100		12/3/2011	9/25/2012	234		0	296	62				62				
135 HUSSMAN STRATEGIC GROWTH FUND	448108100		6/8/2011	9/25/2012	418		0	472	56				56				
136 HUSSMAN STRATEGIC GROWTH FUND	448108100		6/8/2011	11/28/2012	1,649		0	1,645	106				106				
137 HUSSMAN STRATEGIC GROWTH FUND	448108100		11/14/2008	2/15/2013	6,139		0	7,105	966				966				
138 HUSSMAN STRATEGIC GROWTH FUND	448108100		12/31/2008	2/15/2013	94		0	111	17				17				
139 HUSSMAN STRATEGIC GROWTH FUND	448108100		1/13/2009	2/15/2013	17,012		0	20,000	2,988				2,988				
140 PMCO FOREIGN BD FD USD H INST 10	693390882		3/5/2012	9/25/2012	1,529		0	1,454	75				75				
141 PMCO FOREIGN BD FD USD H INST 10	693390882		10/13/2011	9/25/2012	12,580		0	11,895	715				715				
142 PMCO FOREIGN BD FD USD H INST #1	693390882		10/13/2011	2/15/2013	3,198		0	3,154	45				45				
143 PMCO FOREIGN BD FD USD H INST #1	693390882		10/13/2011	7/17/2013	1,963		0	1,863	2				2				
144 RIDGEWORTH SEX HY BD-1#555	786281645		9/27/2012	11/28/2012	7,443		0	7,388	45				45				
145 RIDGEWORTH SEX HY BD-1#555	786281645		9/27/2012	2/15/2013	11,110		0	10,616	494				494				
146 RIDGEWORTH SEX HY BD-1#555	786281645		11/17/2010	2/15/2013	4,331		0	4,085	246				246				
147 T ROWE PRICE SHORT TERM BD FD 577857P105	577857P105		7/18/2011	9/25/2012	247		0	247	1				1				
148 T ROWE PRICE SHORT TERM BD FD 577857P105	577857P105		3/5/2012	9/25/2012	22,833		0	22,786	47				47				
149 T ROWE PRICE SHORT TERM BD FD 577857P105	577857P105		3/5/2012	11/28/2012	8,979		0	8,979	0				0				
150 SPDR DJ WILSHIRE INTERNATIONAL R	78463X883		6/7/2011	9/25/2012	912		0	937	25				25				
151 SPDR DJ WILSHIRE INTERNATIONAL R	78463X883		6/7/2011	11/28/2012	2,855		0	2,853	2				2				
152 SCHLUMBERGER LTD	806857108		5/8/2008	7/16/2013	2,056		0	2,830	774				774				
153 ICW SMALL CAP GROWTH FUND-1#4787234N849	4787234N849		4/13/2012	9/25/2012	231		0	226	5				5				
154 ICW SMALL CAP GROWTH FUND-1#4787234N849	4787234N849		11/17/2010	9/25/2012	3,096		0	3,567	471				471				
155 ICW SMALL CAP GROWTH FUND-1#4787234N849	4787234N849		11/17/2010	11/28/2012	19,452		0	19,736	284				284				
156 ICW SMALL CAP GROWTH FUND-1#4787234N849	4787234N849		11/17/2010	1/4/2013	15,471		0	14,874	597				597				
157 ICW SMALL CAP GROWTH FUND-1#4787234N849	4787234N849		10/13/2011	1/4/2013	8,594		0	8,200	394				394				
158 ICW SMALL CAP GROWTH FUND-1#4787234N849	4787234N849		7/1/2012	1/4/2013	1,937		0	1,800	137				137				
159 IJX COS INC NEW	872540109		2/15/2012	7/16/2013	1,582		0	1,538	224				224				
160 IJX COS INC NEW	872540109		10/10/2011	7/16/2013	521		0	245	233				233				
161 TARGET CORP	87612E108		2/24/2011	9/17/2012	965		0	785	180				180				
162 TARGET CORP	87612E108		2/24/2011	7/16/2013	1,081		0	785	296				296				
163 TARGET CORP	87612E108		2/15/2012	7/16/2013	865		0	736	129				129				
164 TEVA PHARMACEUTICAL INDUSTRIES	861624209		3/18/2010	7/16/2013	704		0	1,138	434				434				
165 THERMO FISHER SCIENTIFIC INC	883558102		3/18/2010	9/17/2012	903		0	748	155				155				
166 THERMO FISHER SCIENTIFIC INC	883558102		3/18/2010	7/16/2013	1,781		0	1,047	734				734				
167 THERMO FISHER SCIENTIFIC INC	883558102		2/15/2013	7/16/2013	1,484		0	1,262	222				222				

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

		Amount																			
Long Term CG Distributions		4 484		840 080		0		0		818 838		23 442		0		0		0		23 442	
Short Term CG Distributions		0																			
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gain Minus Excess of FMV Over Adjusted Basis or Losses								
169 3M CO	38578Y101		12/1/2010	7/16/2013	1 372		0	1 033	339	0	0	0	339								
170 TOTAL S.A. ADR	89151E109		7/6/2012	9/17/2012	812		0	877	135	0	0	0	135								
171 TOTAL S.A. ADR	89151E109		2/15/2013	7/16/2013	1 273		0	1 254	19	0	0	0	19								
172 TOTAL S.A. ADR	89151E109		7/6/2012	7/16/2013	306		0	271	35	0	0	0	35								
173 US BANCORP DEL NEW	902973304		2/7/2011	9/17/2012	855		0	899	156	0	0	0	156								
174 US BANCORP DEL NEW	902973304		2/15/2013	7/16/2013	1 486		0	1 351	135	0	0	0	135								
175 US BANCORP DEL NEW	902973304		2/7/2011	7/16/2013	409		0	308	101	0	0	0	101								
176 UNION PACIFIC CORP	907818108		11/15/2010	9/17/2012	1 269		0	921	348	0	0	0	348								
177 UNION PACIFIC CORP	907818108		11/15/2010	7/5/2013	3 878		0	2 304	1 574	0	0	0	1 574								
178 UNION PACIFIC CORP	907818108		2/15/2013	7/16/2013	1 592		0	1 367	225	0	0	0	225								
179 UNION PACIFIC CORP	907818108		11/15/2010	7/16/2013	318		0	184	134	0	0	0	134								
180 UNITED PARCEL SERVICE CL B	911312106		8/12/2011	7/16/2013	942		0	719	223	0	0	0	223								

[illegible]

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

	Date	1	Amount
1 Credit from prior year return		1	680
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	0
7 Total		7	680

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	59,641
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	59,641