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INTERNAL REVENUE SERVICE

Form **990-PF**

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

OMB No 1545-0052
2012
Open to Public Inspection

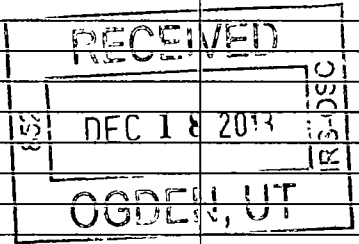
Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning 09/01, 2012, and ending 08/31, 2013

Name of foundation OPAL G COX CHARITABLE TRUST		A Employer identification number 74-6307500						
Number and street (or P O box number if mail is not delivered to street address) BANK OF AMERICA, N.A. P.O. BOX 831041		B Telephone number (see instructions) 800- 357-7094						
Room/suite								
City or town, state, and ZIP code DALLAS, TX 75283-1041								
G Check all that apply: <table border="0" style="display: inline-table; vertical-align: top;"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation								
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 7,507,255.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)						

Part II Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	115,711.	115,711.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	142,519.			
b Gross sales price for all assets on line 6a 762,565.				
7 Capital gain net income (from Part IV, line 2)		142,519.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	566,171.	566,171.		STMT 4
12 Total Add lines 1 through 11	824,401.	824,401.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	40,885.	24,531.		16,354.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 5	1,300.	NONE	NONE	1,300.
c Other professional fees (attach schedule) STMT 6	32,304.	32,304.		
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 7	8,656.	1,017.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT 8	48,687.	48,687.		
24 Total operating and administrative expenses				
Add lines 13 through 23	131,832.	106,539.	NONE	17,654.
25 Contributions, gifts, grants paid	293,000.			293,000.
26 Total expenses and disbursements Add lines 24 and 25	424,832.	106,539.	NONE	310,654.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	399,569.			
b Net investment income (if negative, enter -0-)		717,862.		
c Adjusted net income (if negative, enter -0-)				



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1	Cash - non-interest-bearing		
	2	Savings and temporary cash investments	1,109,866.	660,493.
	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)	946,711.	3,836,146.
	c	Investments - corporate bonds (attach schedule)	202.	
	11	Investments - land, buildings, and equipment basis	28,535.	
	Less accumulated depreciation (attach schedule)	28,535.	28,535.	
12	Investments - mortgage loans			
13	Investments - other (attach schedule)	2,040,243.		
14	Land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)			
15	Other assets (describe 903174273 OIL GAS OR OTHER MIN)	1.	1.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	4,125,558.	4,525,175.	
Liabilities	17	Accounts payable and accrued expenses		
	18	Grants payable		
	19	Deferred revenue		
	20	Loans from officers, directors, trustees, and other disqualified persons		
	21	Mortgages and other notes payable (attach schedule)		
	22	Other liabilities (describe)		
	23	Total liabilities (add lines 17 through 22)		NONE
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	4,125,558.	4,525,175.
	28	Paid-in or capital surplus, or land, bldg, and equipment fund		
	29	Retained earnings, accumulated income, endowment, or other funds		
	30	Total net assets or fund balances (see instructions)	4,125,558.	4,525,175.
	31	Total liabilities and net assets/fund balances (see instructions)	4,125,558.	4,525,175.

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	4,125,558.
2	Enter amount from Part I, line 27a	2	399,569.
3	Other increases not included in line 2 (itemize) YEAR END SALES ADJ - 2012 (FYE 8/31/2013)	3	55.
4	Add lines 1, 2, and 3	4	4,525,182.
5	Decreases not included in line 2 (itemize) ROUNDING	5	7.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,525,175.

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 PUBLICLY TRADED SECURITIES						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a 762,565.		620,046.	142,519.			
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any				
a			142,519.			
b						
c						
d						
e						
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }				2	142,519.	
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		

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	265,232.	6,254,149.	0.042409
2010	215,383.	5,211,045.	0.041332
2009	165,683.	4,420,710.	0.037479
2008	109,774.	4,274,088.	0.025684
2007	197,840.	4,540,948.	0.043568

2 Total of line 1, column (d)	2	0.190472
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	0.038094
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	7,409,211.
5 Multiply line 4 by line 3	5	282,246.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,179.
7 Add lines 5 and 6	7	289,425.
8 Enter qualifying distributions from Part XII, line 4 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	8	310,654.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	7,179.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
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	
3 Add lines 1 and 2	3	7,179.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	7,179.
6 Credits/Payments		
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	7,304.
b Exempt foreign organizations - tax withheld at source	6b	NONE
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	7,304.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	125.
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ▶	11	125. Refunded ▶

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) **11** Yes No **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** Yes No **X**

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? **13** Yes No **X**

Website address ▶ NONE

14 The books are in care of ▶ BANK OF AMERICA, N.A. Telephone no ▶ (214) 209-6477
 Located at ▶ 901 MAIN ST, FL 19, DALLAS, TX ZIP+4 ▶ 75202-3714

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**

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? **16** Yes No **X**
 See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No X Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
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 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No X		
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
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 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No X		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 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 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No X		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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 propoganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
 - (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No
 - (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
 - (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No
 - (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

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)

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 **6b** X
If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **7b**

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
BANK OF AMERICA, N.A. P.O. BOX 830241, DALLAS, TX 75283-0241	TRUSTEE 1	40,885.	- 0 -	- 0 -

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

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

Total number of other employees paid over \$50,000 **NONE**

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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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 NONE	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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	4,146,529.
b	Average of monthly cash balances	1b	676,884.
c	Fair market value of all other assets (see instructions)	1c	2,698,629.
d	Total (add lines 1a, b, and c)	1d	7,522,042.
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	NONE
3	Subtract line 2 from line 1d	3	7,522,042.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	112,831.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,409,211.
6	Minimum investment return. Enter 5% of line 5	6	370,461.

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	370,461.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	7,179.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	7,179.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	363,282.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	363,282.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	363,282.

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	310,654.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	310,654.
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	7,179.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	303,475.

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				363,282.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			272,204.	
b Total for prior years 20 10, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	NONE			
e From 2011	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 310,654.				
a Applied to 2011, but not more than line 2a			272,204.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				38,450.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				324,832.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013 Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2008	NONE			
b Excess from 2009	NONE			
c Excess from 2010	NONE			
d Excess from 2011	NONE			
e Excess from 2012	NONE			

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed
SEE STATEMENT 9

b The form in which applications should be submitted and information and materials they should include.
SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines.
SEE ATTACHED STATEMENT FOR LINE 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
BAYLOR UNIVERSITY 1 BEAR PL UNIT 97028 WACO TX 76798-7028	N/A	PC	FOR OPAL G. COX CHARITABLE TRUST SCHOLARSHIPS	146,500.
SOUTHWESTERN BAPTIST THEOLOGICAL SEMINARY P.O. BOX 22000 FORT WORTH TX 76122-0001	N/A	PC	FOR OPAL G. COX CHARITABLE TRUST SCHOLARSHIPS	146,500.
Total ▶ 3a				293,000.
b Approved for future payment				
NONE				
Total ▶ 3b				

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule...

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

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

b If "Yes," complete the following schedule

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Sign Here

Signature of officer or trustee: [Handwritten Signature]

Date: 12/10/2013

Title: TRUSTEE

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

Paid Preparer Use Only section containing fields for Print/Type preparer's name, Preparer's signature, Date, Check [] if self-employed, PTIN, Firm's name, Firm's address, Firm's EIN, and Phone no.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ABBOTT LABORATORIES	155.	155.
AIR PRODUCTS AND CHEMICALS INC	414.	414.
APPLE INC COM	826.	826.
ARTISAN INTL VALUE FUND	281.	281.
AUTOMATIC DATA PROCESSING INC	801.	801.
BAXTER INTERNATIONAL INC	913.	913.
BECTON DICKINSON & COMPANY	534.	534.
BLACKROCK INC CL A	752.	752.
BOFA GOVERNMENT RESERVES TRUST CLASS	70.	70.
CATERPILLAR INCORPORATED	627.	627.
CHEVRONTXACO CORP COM	278.	278.
CHUBB CORPORATION	789.	789.
CISCO SYSTEMS INCORPORATED	350.	350.
COACH INC COM	659.	659.
COCA COLA CO COM	734.	734.
COLUMBIA INCOME OPPORTUNITIES FUND CL Z	7,573.	7,573.
COLUMBIA SHORT TERM BOND FUND CLASS Z SH	4,760.	4,760.
COLUMBIA MID CAP VALUE FUND CLASS Z SHAR	932.	932.
COLUMBIA DIVIDEND INCOME FUND CLASS Z SH	7,697.	7,697.
CORNING INC	320.	320.
CULLEN FROST BANKERS INC COM	648.	648.
DEERE & COMPANY	670.	670.
DIAMOND OFFSHORE DRILLING INC COM	1,050.	1,050.
E M C CORP MASS	81.	81.
EAGLE SM CAP GROWTH FUND CL I	13.	13.
EMERSON ELEC CO	873.	873.
EXXON MOBIL CORPORATION	1,332.	1,332.
GNMA POOL #279648 9.000% 11/15/2019	17.	17.
GENERAL DYNAMICS CORP	196.	196.
HARBOR INTERNATIONAL FUND INSTL CL	587.	587.
HONEYWELL INTERNATIONAL INC	711.	711.
INTERNATIONAL BUSINESS MACHS	604.	604.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ISHARES INC MSCI AUSTRALIA INDEX	1,566.	1,566.
ISHARES INC MSCI CDA INDEX FUND	683.	683.
ISHARES INC MSCI SINGAPORE INDEX FUND	1,321.	1,321.
JOHNSON & JOHNSON	916.	916.
KRAFT FOODS INC CL A COM	211.	211.
KRAFT FOODS GROUP INC COM	719.	719.
UNITS IN SEC 418 BLK G/GAINES CO TX UND	2.	2.
MARSH & MCLENNAN COS INC	143.	143.
MCDONALDS CORP	963.	963.
MEAD JOHNSON NUTRITION CO COM	185.	185.
MONDELEZ INTL INC COM	311.	311.
NESTLE S A SPONSORED ADR	1,043.	1,043.
NOVARTIS AG ADR	1,262.	1,262.
NUVEEN REAL ESTATE SECS FUND CL Y	9,298.	9,298.
OCCIDENTAL PETROLEUM CORPORATION	1,002.	1,002.
PIMCO TOTAL RETURN FUND INSTL	29,034.	29,034.
PNC BK CORP	158.	158.
PEPSICO INCORPORATED	921.	921.
PHILIP MORRIS INTL INC COM	1,278.	1,278.
PIMCO EMERGING LOCAL BD FUND INSTL CL	4,185.	4,185.
PRAXAIR INCORPORATED	342.	342.
PROCTER & GAMBLE CO COM	882.	882.
QUALCOMM INC	494.	494.
ROCHE HLDG LTD SPONSORED ADR	1,014.	1,014.
SPDR S&P INTL SMALL CAP ETF	1,196.	1,196.
SCHLUMBERGER LIMITED	501.	501.
SCHWAB CHARLES CORP NEW COM	79.	79.
SMUCKER J M CO COM NEW	697.	697.
STANLEY BLACK & DECKER INC COM	412.	412.
TJX COMPANIES INCORPORATED NEW	252.	252.
TARGET CORP	459.	459.
TEMPLETON GLOBAL BD FUND ADVISOR CL	3,831.	3,831.
3M CO COM	711.	711.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
 =====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
UNITED PARCEL SERVICE CL B	784.	784.
VANGUARD FTSE EMERGING MKTS ETF	7,144.	7,144.
VANGUARD SMALL-CAP ETF	1,359.	1,359.
VICTORY SMALL CO OPPTY FUND CL I SHS	578.	578.
VISA INC CL A COM	116.	116.
WELLS FARGO COMPANY	1,240.	1,240.
WEYERHAEUSER CO COM	123.	123.
WISDOMTREE EMERGING MKTS HIGH YIELDING E	648.	648.
ACCENTURE PLC CL A COM	676.	676.
TE CONNECTIVITY LTD COM	725.	725.
	-----	-----
TOTAL	115,711.	115,711.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OIL AND GAS INCOME	566,171.	566,171.
	-----	-----
TOTALS	566,171.	566,171.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	1,300.			1,300.
TOTALS	1,300.	NONE	NONE	1,300.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OIL & GAS MGMT FEES - BOA	32,304.	32,304.
TOTALS	32,304.	32,304.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	498.	498.
EXCISE TAX - PRIOR YEAR	335.	
EXCISE TAX ESTIMATES	7,304.	
FOREIGN TAXES ON QUALIFIED FOR	296.	296.
FOREIGN TAXES ON NONQUALIFIED	223.	223.
TOTALS	8,656.	1,017.

FORM 990PF, PART I - OTHER EXPENSES
 =====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OIL AND GAS EXPENSE		
GROSS PRODUCTION TAX	20,937.	20,937.
AD VALOREM TAX	26,192.	26,192.
OTHER EXPENSES	455.	455.
REAL ESTATE EXPENSE		
REAL ESTATE TAXES	268.	268.
INSURANCE	282.	282.
OTHER REAL ESTATE EXPENSE	525.	525.
OTHER EXPENSE - INVESTMENT FEE	28.	28.
TOTALS	48,687.	48,687.

RECIPIENT NAME:

OFFICE OF ACADEMIC SCHOLARSHIPS & FINANCIAL AID
ADDRESS:

BAYLOR UNIVERSITY ONE BEAR PL #97028
WACO, TX 76798-7028

RECIPIENT'S PHONE NUMBER: 254-710-2611

FORM, INFORMATION AND MATERIALS:

OPAL G. COX CHARITABLE TRUST SCHOLARSHIP APPLICATION FORM
SUBMISSION DEADLINES:

MAY 15

RESTRICTIONS OR LIMITATIONS ON AWARDS:

BAYLOR UNIVERSITY STUDENTS ONLY. PREFERENCE TO BE GIVEN TO STUDENTS
STUDYING TO BE MISSIONARIES OR MEDICAL MISSIONARIES.
CALL FOR ADDITIONAL INFORMATION.

RECIPIENT NAME:

OFFICE OF FINANCIAL AID - SWBTS
ADDRESS:

P.O. BOX 22510
FORT WORTH, TX 76122

RECIPIENT'S PHONE NUMBER: 817-923-1921

FORM, INFORMATION AND MATERIALS:

OPAL G. COX CHARITABLE TRUST SCHOLARSHIP APPLICATION FORM
SUBMISSION DEADLINES:

CALL FOR DEADLINE INFORMATION

RESTRICTIONS OR LIMITATIONS ON AWARDS:

SOUTHWESTERN BAPTIST THEOLOGICAL SEMINARY STUDENTS ONLY. PREFERENCE
TO BE GIVEN TO STUDENTS STUDYING TO BE MISSIONARIES OR MEDICAL
MISSIONARIES. CALL FOR ADDITIONAL INFORMATION.

FEDERAL FOOTNOTES

=====

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A., AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

OPAL G COX CHARITABLE TRUST

74-6307500

Balance Sheet

08/31/2013

Bank of America



Cusip	Asset	Units	Basis	Market Value
	Cash/Cash Equivalent	660493 010	660,493 01	660,493 01
037833100	APPLE INC	96 000	51,574 63	46,772 74
04314H881	ARTISAN INTL VALUE FUND	911 231	22,881 00	32,084 44
053015103	AUTOMATIC DATA PROCESSING INC	468 000	18,356 94	33,302 88
071813109	BAXTER INTL INC	583 000	29,049 90	40,553 48
088606108	BHP BILLITON LTD	306 000	20,303 89	19,363 68
09247X101	BLACKROCK INC	91 000	17,535 16	23,689 12
149123101	CATERPILLAR INC	479 000	41,966 80	39,536 66
166764100	CHEVRON CORP	278 000	34,311.47	33,479 54
171232101	CHUBB CORP	462 000	25,014 99	38,424 54
19763T889	COLUMBIA INCOME OPPORTUNITIES	14655 042	138,074 48	144,059 06
19765H362	COLUMBIA SHORT TERM BOND FUND	48465 993	469,150 81	481,751 97
19765J830	COLUMBIA MID CAP VALUE FUND	6593 201	63,530 34	114,194 24
19765N245	COLUMBIA DIVIDEND INCOME FUND	21045 207	257,910 07	352,507 22
19765P232	COLUMBIA MID CAP GROWTH FUND	3488 027	70,210 53	107,814.91
19765Y852	COLUMBIA EMERGING MARKETS	6071 526	56,465 19	55,736 61
229899109	CULLEN / FROST BANKERS INC	332 000	17,824 84	23,518 88
244199105	DEERE & CO	345 000	27,208 69	28,855 80
25243Q205	DIAGEO PLC	167 000	20,558 70	20,487 56
254709108	DISCOVER FINL SVCS	478 000	24,098 90	22,585 50
268648102	EMC CORP	809 000	19,958 08	20,856 02
269858304	EAGLE SM CAP GROWTH FUND	838 939	32,206 88	43,708 72
291011104	EMERSON ELEC CO	702.000	35,452 89	42,379 74
30231G102	EXXON MOBIL CORP	384 000	22,807.68	33,469 44
36220JTD8	GOVERNMENT NATL MTG ASSN	180 780	180 78	181 68
411511306	HARBOR INTERNATIONAL FUND	417 765	22,881 00	27,150 55
438516106	HONEYWELL INTL INC	441 000	17,270 01	35,090 37
459200101	INTERNATIONAL BUSINESS MACHS	187 000	18,338 22	34,084 49
464286103	ISHARES INC MSCI AUSTRALIA	1085 000	26,007 45	25,475 80
464286509	ISHARES MSCI CANADA	945 000	26,460 00	25,883 55
464286673	ISHARES MSCI SINGAPORE	2260 000	25,922 20	28,024 00
464287507	ISHARES CORE S&P MID CAP ETF	745 000	85,825 42	88,014 30
478160104	JOHNSON & JOHNSON	368 000	21,397 36	31,798 88
50076Q106	KRAFT FOODS GROUP INC	479 000	18,587 11	24,797 83

OPAL G COX CHARITABLE TRUST
74-6307500
Balance Sheet
08/31/2013



Cusip	Asset	Units	Basis	Market Value
571748102	MARSH & MCLENNAN COS INC	573 000	22,432 38	23,624 79
580135101	MCDONALDS CORP	416 000	37,543 40	39,253 76
609207105	MONDELEZ INTL INC	945 000	20,487 48	28,983 15
641069406	NESTLE S A	482 000	24,630 20	31,559 43
66987V109	NOVARTIS A G	426 000	21,702 57	31,089 48
670678507	NUVEEN REAL ESTATE SECS FUND	13625 070	290,214 00	283,265.21
674599105	OCCIDENTAL PETE CORP DEL	300 000	15,503 84	26,463 00
693390700	PIMCO TOTAL RETURN FUND	50224 584	543,430 00	534,891 82
713448108	PEPSICO INC	427 000	27,813 59	34,044 71
718172109	PHILIP MORRIS INTL INC	320 000	12,350 41	26,700 80
72201F516	PIMCO EMERGING LOCAL BD FUND	6680 747	69,618 00	61,796 91
74005P104	PRAXAIR INC	284 000	31,613 38	33,341 60
742718109	PROCTER & GAMBLE CO	378 000	23,974 65	29,442 42
747525103	QUALCOMM INC	556 000	34,711 52	36,851 68
771195104	ROCHE HLDG LTD	618 000	31,385 85	38,459 38
78463X871	SPDR	1640 000	43,870 00	49,544 40
806857108	SCHLUMBERGER LTD	426 000	24,607 71	34,480 44
808513105	SCHWAB CHARLES CORP NEW	1314 000	26,407 41	27,436 32
832696405	SMUCKER J M CO	268 000	15,791 90	28,445 52
872540109	TJX COS INC NEW	672 000	14,308 70	35,427 84
880208400	TEMPLETON GLOBAL BD FUND	5435 436	70,142 00	68,649 56
88579Y101	3M CO	290 000	23,569 75	32,938 20
911312106	UNITED PARCEL SVC INC	333 000	23,094 68	28,498 14
921943858	VANGUARD FTSE DEVELOPED	1605 000	57,210 23	59,144 25
922042858	VANGUARD FTSE EMERGING MKTS	6700 000	282,504 83	252,724 00
922908751	VANGUARD SMALL-CAP ETF	905 000	72,576 21	87,631 15
92646A815	VICTORY SMALL CO OPPTY FUND	1105 639	36,276 00	41,118 71
92826C839	VISA INC	205 000	31,410 99	35,756 10
949746101	WELLS FARGO & CO	1510 000	47,525 31	62,030 80
97717W315	WISDOMTREE EMERGING MKTS	610 000	34,726 14	29,517 90
999107956	POLK CITY POLK CNTY FL 33868	100 000	13,948 66	1,040 00
999107964	4881 STEPHEN ST, HASTINGS, ST	100 000	14,586 14	3,000 00
903174273	OIL GAS OR OTHER MINERALS	1 000	1 00	2,520,588 00
G1151C101	ACCENTURE PLC	506 000	28,252 01	36,558 50

OPAL G COX CHARITABLE TRUST
74-6307500
Balance Sheet
08/31/2013



<u>Cusip</u>	<u>Asset</u>	<u>Units</u>	<u>Basis</u>	<u>Market Value</u>
H84989104	TE CONNECTIVITY LTD	670 000	17,138 80	32,830 00
		Totals	4,525,175 16	7,507,255 18