



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



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

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.

Open to Public Inspection

For calendar year 2012 or tax year beginning 10/01, 2012, and ending 09/30, 2013

Name of foundation TR U/W CHAS E. SCHELL / EDUCATION		A Employer identification number 31-6019720
Number and street (or P O box number if mail is not delivered to street address) P O BOX 630858 MD 1090CA	Room/suite	B Telephone number (see instructions) 513- 534-4397
City or town, state, and ZIP code CINCINNATI, OH 45263-0858		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply:		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
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		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 8,490,695.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>	

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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).)				
1 Contributions, gifts, grants, etc., received (attach schedule) if the foundation is not required to attach Sch B	769,104.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	2.	2.		STMT 1
4 Dividends and interest from securities	141,365.	141,365.		STMT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	517,775.			
b Gross sales price for all assets on line 6a	7,723,759.			
7 Capital gain net income (from Part IV, line 2)		517,775.		
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)	1,741.			STMT 3
12 Total. Add lines 1 through 11	1,429,987.	659,142.		
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 4	660.	330.	NONE	330.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 5	2,048.	2,048.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 6	52,614.	36,843.		15,771.
24 Total operating and administrative expenses. Add lines 13 through 23	55,322.	39,221.	NONE	16,101.
25 Contributions, gifts, grants paid	667,248.			667,248.
26 Total expenses and disbursements. Add lines 24 and 25	722,570.	39,221.	NONE	683,349.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	707,417.			
b Net investment income (if negative, enter -0-)		619,921.		
c Adjusted net income (if negative, enter -0-)				

SCANNED JAN 14 2014

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.	2.	2.
	2 Savings and temporary cash investments	124,284.	608,770.	608,770.
	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 ▶	NONE		
	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)	5,323,887.	6,057,012.	6,648,952.
	c Investments - corporate bonds (attach schedule)	1,825,072.	1,315,538.	1,232,971.
	11 Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	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)	7,273,245.	7,981,322.	8,490,695.	
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 ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	7,273,245.	7,981,322.	
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)	7,273,245.	7,981,322.		
31 Total liabilities and net assets/fund balances (see instructions)	7,273,245.	7,981,322.		

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	7,273,245.
2 Enter amount from Part I, line 27a	2	707,417.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	660.
4 Add lines 1, 2, and 3	4	7,981,322.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,981,322.

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 7,723,759.		7,205,984.	517,775.			
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))			
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any				
a			517,775.			
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	517,775.	
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	1,152,396.	7,432,622.	0.155046
2010	831,986.	7,430,072.	0.111975
2009	753,443.	6,646,028.	0.113367
2008	550,021.	5,513,988.	0.099750
2007	350,784.	6,370,632.	0.055063
2 Total of line 1, column (d)			2 0.535201
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 0.107040
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 7,990,312.
5 Multiply line 4 by line 3			5 855,283.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 6,199.
7 Add lines 5 and 6			7 861,482.
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.			8 683,349.

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

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', and 'Credits/Payments'. Total tax due is 12,126.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and foundation status. Includes a 'Yes/No' column and a 'Refunded' checkbox.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of FIFTH THIRD BANK Telephone no. (513) 534-4397
Located at 38 FOUNTAIN SQ. PLZ. MD 1090FA, CINCI., OH ZIP+4 45263
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X 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 X 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 X 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
Organizations relying on a current notice regarding disaster assistance check here
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 X 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 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? Yes X 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
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).

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

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
FIFTH THIRD BANK 38 FOUNTAIN SQUARE PLAZA MD 1090 CA, CINCINNATI, OH 4	TRUSTEE 1	- 0 -	- 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	

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	7,626,902.
b	Average of monthly cash balances	1b	485,090.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	8,111,992.
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	8,111,992.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	121,680.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,990,312.
6	Minimum investment return. Enter 5% of line 5	6	399,516.

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	399,516.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	12,398.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	12,398.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	387,118.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	387,118.
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	387,118.

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	683,349.
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	683,349.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	683,349.

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				387,118.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			NONE	
b Total for prior years: 20 <u>10</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	44,786.			
b From 2008	279,560.			
c From 2009	423,252.			
d From 2010	465,050.			
e From 2011	781,307.			
f Total of lines 3a through e	1,993,955.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ <u>683,349.</u>				
a Applied to 2011, but not more than line 2a			NONE	
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				387,118.
e Remaining amount distributed out of corpus	296,231.			
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	2,290,186.			
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			NONE	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				NONE
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)	44,786.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	2,245,400.			
10 Analysis of line 9:				
a Excess from 2008	279,560.			
b Excess from 2009	423,252.			
c Excess from 2010	465,050.			
d Excess from 2011	781,307.			
e Excess from 2012	296,231.			

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

NOT APPLICABLE

1a 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	
2a 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).)

N/A

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.

N/A

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 8

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				
SEE ATTACHED SCHEDULE	NONE	CHARITABLE	SCHOLARSHIP	667,248.
Total ▶ 3a				667,248.
b Approved for future payment				
SEE SCHEDULE ATTACHED	NONE	CHARITY	PROGRAM SUPPORT	1,397,272.
Total ▶ 3b				1,397,272.

Schedule of Contributors

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

2012

Name of the organization TR U/W CHAS E. SCHELL / EDUCATION	Employer identification number 31-6019720
---	--

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

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

Name of organization: TR U/W CHAS E. SCHELL / EDUCATION
 Employer identification number: 31-6019720

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SOLE SURV TR U/W CHARLES E. SCHELL 38 FOUNTAIN SQUARE PLAZA CINCINNATI, OH 45263	\$ 769,104.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MONEY MARKET INTEREST	2.	2.
TOTAL	2.	2.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	1,279.	1,279.
FOREIGN DIVIDENDS	17,387.	17,387.
DOMESTIC DIVIDENDS	98,919.	98,919.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE)	37.	37.
US GOVERNMENT INTEREST REPORTED AS QUALI	25.	25.
NONQUALIFIED DOMESTIC DIVIDENDS	23,718.	23,718.
TOTAL	141,365.	141,365.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
EXCISE TAX REFUND	1,741.
TOTALS	----- 1,741. =====

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	660.	330.		330.
TOTALS	660.	330.	NONE	330.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	160.	160.
FOREIGN TAXES ON QUALIFIED FOR	1,888.	1,888.
TOTALS	2,048.	2,048.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
BANK SERVICE FEES	51,904.	36,333.	15,571.
OAG FILING FEE	200.		200.
EXPENSES FROM LP K-1	510.	510.	
TOTALS	52,614.	36,843.	15,771.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION -----	AMOUNT -----
ROUNDING ON SALES	4.
DIFFERENCE BETWEEN INC AND EXP REPORTED LP K-1	581.
COST BASIS ADJ ON ASSET WASH SALE	75.

TOTAL	660.
	=====

=====

RECIPIENT NAME:

FIFTH THIRD BANK FOUNDATION OFFICE
ADDRESS:

38 FOUNTAIN SQUARE PLAZA MD1090CA
CINCINNATI, OH 45263

RECIPIENT'S PHONE NUMBER: 513-534-4397

FORM, INFORMATION AND MATERIALS:

AVAILABLE UPON REQUEST

SUBMISSION DEADLINES:

AVAILABLE UPON REQUEST

RESTRICTIONS OR LIMITATIONS ON AWARDS:

AWARDS GIVEN TO COLLEGES TO SET UP STUDENT LOAN PROGRAMS TO PROVIDE
INTEREST FREE LOANS TO MEN AND WOMAN, AGES 15-25
LIVING IN OH, KY, IN OR ADJOINING STATES

**Charles E. Schell Foundation for Education
Contributions
Fiscal Year Ending 9/30/2013**

Organization	Address	City	St	Zip	Usage	Amt	Date Paid
Art Academy of Cincinnati	1212 Jackson Street	Cincinnati	OH	45202	Scholarship	\$25,000.00	6/3/2013
Baldwin Wallace University	275 Eastland Road	Berea	OH	44017	Scholarship	(\$5,799.92)	9/30/2013
BGSU/Firelands College	One University Drive	Huron	OH	44839-9719	Scholarship	(\$5,757.29)	10/5/2012
BGSU/Firelands College	One University Drive	Huron	OH	44839-9719	Scholarship	\$5,757.29	10/9/2012
BGSU/Firelands College	One University Drive	Huron	OH	44839-9719	Scholarship	(\$3,792.98)	9/20/2013
BGSU/Firelands College	One University Drive	Huron	OH	44839-9719	Scholarship	\$3,792.98	9/23/2013
Bluffton University	1 University Drive	Bluffton	OH	45817-2104	Scholarship	(\$1,267.41)	9/26/2013
Bluffton University	1 University Drive	Bluffton	OH	45817-2104	Scholarship	\$1,267.41	9/27/2013
Bowling Green State University	Student Financial Aid	Bowling Green	OH	43403-0114	Scholarship	(\$22,507.15)	9/30/2013
Campbellsville University	1 University Drive, UPO 784	Campbellsville	KY	42718	Scholarship	\$25,000.00	6/3/2013
Cedarville University	251 N. Main Street	Cedarville	OH	45314	Scholarship	(\$11,395.00)	8/9/2013
Cedarville University	251 N. Main Street	Cedarville	OH	45314	Scholarship	\$11,395.00	8/12/2013
Central State University Foundation	1400 Brush Row Road	Wilberforce	OH	45384	Scholarship	\$25,000.00	8/19/2013
Centre College	Development Office	Danville	KY	40422-1394	Scholarship	(\$19,965.17)	9/6/2013
Centre College	Development Office	Danville	KY	40422-1394	Scholarship	\$19,965.17	9/9/2013
Chatfield College	20918 State Route 251	St. Martin	OH	45118-9705	Scholarship	(\$1,945.00)	8/9/2013
Chatfield College	20918 State Route 251	St. Martin	OH	45118-9705	Scholarship	\$1,945.00	8/12/2013
Cincinnati Christian University	2700 Glenway Avenue	Cincinnati	OH	45204-3200	Scholarship	(\$932.48)	9/26/2013
Cincinnati Christian University	2700 Glenway Avenue	Cincinnati	OH	45204-3200	Scholarship	\$932.48	9/27/2013
Cincinnati State Technical & Community College Foundation	3520 Central Parkway	Cincinnati	OH	45223	Scholarship	\$25,000.00	6/3/2013
College of Mount St. Joseph	5701 Delhi Road	Cincinnati	OH	45233-1670	Scholarship	\$25,000.00	6/3/2013
College of Mount St. Joseph	5701 Delhi Road	Cincinnati	OH	45233-1670	Scholarship	\$25,000.00	6/3/2013
Christ Hospital's College of Nursing and Health Sciences	2139 Auburn Avenue	Cincinnati	OH	45219	Scholarship	\$25,000.00	6/3/2013
Christ Hospital's College of Nursing and Health Sciences	2139 Auburn Avenue	Cincinnati	OH	45219	Scholarship	(\$5,775.00)	6/3/2013
Christ Hospital's College of Nursing and Health Sciences	2139 Auburn Avenue	Cincinnati	OH	45219	Scholarship	\$5,775.00	8/12/2013
University of the Cumberlands - Cumberland College	6188 College Station Drive	Williamsburg	KY	40769-1372	Scholarship	(\$11,144.00)	9/20/2013
University of the Cumberlands - Cumberland College	6188 College Station Drive	Williamsburg	KY	40769-1372	Scholarship	\$11,144.00	9/23/2013
Davenport University	6191 Kraft Avenue Southeast	Grand Rapids	MI	49512	Scholarship	\$25,000.00	3/29/2013
Davenport University	6191 Kraft Avenue Southeast	Grand Rapids	MI	49512	Scholarship	(\$4,535.81)	9/10/2013
Davenport University	6191 Kraft Avenue Southeast	Grand Rapids	MI	49512	Scholarship	\$4,535.81	9/11/2013
Defiance College	701 North Clinton Street	Defiance	OH	43512-1695	Scholarship	\$4,730.44	9/26/2013
Defiance College	701 North Clinton Street	Defiance	OH	43512-1695	Scholarship	\$4,730.44	9/27/2013
Denison University	P.O. Box 716	Granville	OH	43023-0716	Scholarship	(\$29,464.17)	10/5/2012
Denison University	P.O. Box 716	Granville	OH	43023-0716	Scholarship	\$29,464.17	10/9/2012
Eastern Michigan University Foundation	P.O. Box 972057	Ypsilanti	MI	48197	Scholarship	(\$500.04)	9/30/2013
Edison Community College	c/o Edison Foundation	Piqua	OH	45356-9239	Scholarship	(\$1,100.00)	10/4/2012
Edison Community College	c/o Edison Foundation	Piqua	OH	45356-9239	Scholarship	\$1,100.00	10/5/2012
Edison Community College	c/o Edison Foundation	Piqua	OH	45356-9239	Scholarship	(\$320.00)	9/26/2013
Edison Community College	c/o Edison Foundation	Piqua	OH	45356-9239	Scholarship	\$320.00	9/27/2013
Firelands Regional Medical Center School of Nursing	1912 Hayes Avenue	Sandusky	OH	44870-4736	Scholarship	(\$16,770.00)	9/20/2013
Firelands Regional Medical Center School of Nursing	1912 Hayes Avenue	Sandusky	OH	44870-4736	Scholarship	\$16,770.00	9/23/2013
Franklin College	101 Branigan Boulevard	Franklin	IN	46131	Scholarship	\$25,000.00	6/3/2013
Franklin College	101 Branigan Boulevard	Franklin	IN	46131	Scholarship	(\$1,301.00)	9/20/2013
Franklin College	101 Branigan Boulevard	Franklin	IN	46131	Scholarship	\$1,301.00	9/23/2013
Georgetown College	400 East College Street	Georgetown	KY	40324	Scholarship	(\$820.00)	12/28/2012

**Charles E. Schell Foundation for Education
Contributions
Fiscal Year Ending 9/30/2013**

Organization	Address	City	St	Zip	Usage	Am't	Date Paid
Georgetown College	400 East College Street	Georgetown	KY	40324	Scholarship	\$820.00	1/2/2013
Georgetown College	400 East College Street	Georgetown	KY	40324	Scholarship	\$25,000.00	6/3/2013
God's Bible School and College	1810 Young Street	Cincinnati	OH	45202	Scholarship	(\$14,017.32)	10/4/2012
God's Bible School and College	1810 Young Street	Cincinnati	OH	45202	Scholarship	\$14,017.32	10/5/2012
God's Bible School and College	1810 Young Street	Cincinnati	OH	45202	Scholarship	(\$5,452.35)	9/30/2013
Good Samaritan Hospital	College of Nursing and Health Science	Cincinnati	OH	45220	Scholarship	(\$10,850.00)	9/6/2013
Good Samaritan Hospital	College of Nursing and Health Science	Cincinnati	OH	45220	Scholarship	\$10,850.00	9/9/2013
Indiana University Foundation (IUPUI)	340 W Michigan Street	Indianapolis	IN	46202	Scholarship	\$25,000.00	6/3/2013
Ivy Tech Foundation EVANSVILLE/SOUTHERN IN	3501 North First Avenue	Evansville	IN	47710	Scholarship	(\$1,372.19)	9/20/2013
Ivy Tech Foundation EVANSVILLE/SOUTHERN IN	3501 North First Avenue	Evansville	IN	47710	Scholarship	\$1,372.19	9/23/2013
Ivy Tech Community College	50 W Fall Creek Parkway North Drive	Indianapolis	IN	46208	Scholarship	(\$9,245.00)	10/26/2012
James A Rhodes State College Foundation	1240 Campus Drive	Lima	OH	45804-3597	Scholarship	(\$7,775.75)	9/30/2013
Kent State University Foundation	131 Schwartz Center	Kent	OH	44242-0001	Scholarship	(\$3,682.49)	10/5/2012
Kent State University Foundation	131 Schwartz Center	Kent	OH	44242-0001	Scholarship	\$3,682.49	10/9/2012
Kentucky State University Foundation Inc	400 E. Main Street	Frankfort	KY	40601	Scholarship	\$25,000.00	7/1/2013
Kenyon College	Accounting Office	Gambier	OH	43022-9632	Scholarship	(\$1,445.78)	9/26/2013
Kenyon College	Accounting Office	Gambier	OH	43022-9632	Scholarship	\$1,445.78	9/27/2013
Lake Erie College	391 W Washington Street	Painesville	OH	44077	Scholarship	(\$22,762.00)	10/26/2012
Lake Erie College	391 W Washington Street	Painesville	OH	44077	Scholarship	\$22,762.00	10/29/2012
Lakeland Foundation	c/o Lakeland Community College	Willoughby	OH	44094-5198	Scholarship	(\$2,150.00)	9/6/2013
Lakeland Foundation	c/o Lakeland Community College	Willoughby	OH	44094-5198	Scholarship	\$2,150.00	9/9/2013
Lindsey Wilson College	210 Lindsey Wilson Street	Columbia	KY	42728	Scholarship	\$25,000.00	6/3/2013
Lourdes University	6832 Convent Boulevard	Sylvania	OH	43560-2898	Scholarship	\$25,000.00	6/3/2013
Lourdes University	6832 Convent Boulevard	Sylvania	OH	43560-2898	Scholarship	(\$3,032.44)	9/20/2013
Lourdes University	6832 Convent Boulevard	Sylvania	OH	43560-2898	Scholarship	(\$8,261.00)	9/30/2013
Mercy College of Northwest Ohio	2221 Madison Avenue	Toledo	OH	43624-1132	Scholarship	(\$1,235.00)	10/4/2012
Mercy College of Northwest Ohio	2221 Madison Avenue	Toledo	OH	43624-1132	Scholarship	(\$4,547.54)	10/19/2012
Miami University Foundation	3081 Columbus Pike	Delaware	OH	43015	Scholarship	\$4,547.54	10/22/2012
Miami University Foundation	107 Roudebush Hall	Oxford	OH	45056-3653	Scholarship	(\$6,516.55)	3/7/2013
Miami University Foundation	107 Roudebush Hall	Oxford	OH	45056-3653	Scholarship	\$6,516.55	3/8/2013
Miami University Foundation	107 Roudebush Hall	Oxford	OH	45056-3653	Scholarship	(\$5,172.65)	3/29/2013
Miami University Foundation	107 Roudebush Hall	Oxford	OH	45056-3653	Scholarship	\$5,172.65	4/1/2013
Miami University Foundation	107 Roudebush Hall	Oxford	OH	45056-3653	Scholarship	\$25,000.00	6/3/2013
Miami University Foundation	107 Roudebush Hall	Oxford	OH	45056-3653	Scholarship	(\$11,524.85)	9/6/2013
Miami University Foundation	107 Roudebush Hall	Oxford	OH	45056-3653	Scholarship	\$11,524.85	9/9/2013
Miami University Foundation	512 East Stephens Street	Midway	KY	40347-1120	Scholarship	(\$80.00)	10/4/2012
Midway College	512 East Stephens Street	Midway	KY	40347-1120	Scholarship	\$80.00	10/5/2012
Monroe County Community College Foundation	1555 S. Rainsville Rd	Monroe	MI	48161	Scholarship	\$25,000.00	6/3/2013
Mount Carmel College of Nursing	127 South Davis Avenue	Columbus	OH	43222	Scholarship	(\$19,860.00)	10/26/2012
Mount Carmel College of Nursing	127 South Davis Avenue	Columbus	OH	43222	Scholarship	\$19,860.00	10/29/2012
Mount Vernon Nazarene University	800 Martinsburg Road	Mount Vernon	OH	43050	Scholarship	(\$3,333.73)	10/19/2012
Mount Vernon Nazarene University	800 Martinsburg Road	Mount Vernon	OH	43050	Scholarship	\$3,333.73	10/22/2012
Muskingum University	163 Stormont Street	New Concord	OH	43762	Scholarship	(\$25,145.00)	12/28/2012
Muskingum University	163 Stormont Street	New Concord	OH	43762	Scholarship	\$25,145.00	12/31/2012

**Charles E. Schell Foundation for Education
Contributions
Fiscal Year Ending 9/30/2013**

Organization	Address	City	St	Zip	Usage	Amt	Date Paid
Muskingum University	163 Stormont Street	New Concord	OH	43762	Scholarship	\$25,000.00	6/3/2013
Northern Kentucky University Foundation	Lucas Administrative Center, Suite 221	Highland Heights	KY	41099	Scholarship	(\$4,990.97)	10/4/2012
Northern Kentucky University Foundation	Lucas Administrative Center, Suite 221	Highland Heights	KY	41099	Scholarship	\$4,990.97	10/5/2012
Northern Kentucky University Foundation	Lucas Administrative Center, Suite 221	Highland Heights	KY	41099	Scholarship	\$25,000.00	8/19/2013
Northern Kentucky University Foundation	Lucas Administrative Center, Suite 221	Highland Heights	KY	41099	Scholarship	(\$7,904.47)	9/10/2013
Northern Kentucky University Foundation	Lucas Administrative Center, Suite 221	Highland Heights	KY	41099	Scholarship	\$7,904.47	9/11/2013
Notre Dame College of Ohio	4545 College Road	South Euclid	OH	44121-4293	Scholarship	(\$1,550.06)	10/4/2012
Notre Dame College of Ohio	4545 College Road	South Euclid	OH	44121-4293	Scholarship	\$1,550.06	10/5/2012
Notre Dame College of Ohio	4545 College Road	South Euclid	OH	44121-4293	Scholarship	(\$700.00)	9/26/2013
Notre Dame College of Ohio	4545 College Road	South Euclid	OH	44121-4293	Scholarship	\$700.00	9/27/2013
Ohio Dominican University	1216 Sunbury Road	Columbus	OH	43219-2099	Scholarship	(\$5,996.00)	6/3/2013
Ohio Dominican University	1216 Sunbury Road	Columbus	OH	43219-2099	Scholarship	\$5,996.00	6/13/2013
Ohio Northern University	525 South Main Street	Ada	OH	45810	Scholarship	(\$1,503.36)	10/4/2012
Ohio Northern University	525 South Main Street	Ada	OH	45810	Scholarship	\$1,503.36	10/5/2012
Ohio Northern University	525 South Main Street	Ada	OH	45810	Scholarship	(\$3,150.00)	9/26/2013
Ohio Northern University	525 South Main Street	Ada	OH	45810	Scholarship	\$3,150.00	9/27/2013
Ohio University	McGuffey Hall	Athens	OH	45701-2979	Scholarship	(\$10,480.30)	9/10/2013
Saint Mary of the Woods College	1 St. Mary of Woods Coll	Saint Mary-of-the-W	IN	47876	Scholarship	\$25,000.00	3/29/2013
Sinclair Community College Foundation	444 West Third Street	Dayton	OH	45402-1460	Scholarship	\$25,000.00	6/3/2013
Spalding University	845 South Third Street	Louisville	KY	40203-2188	Scholarship	(\$3,040.00)	9/26/2013
Spalding University	845 South Third Street	Louisville	KY	40203-2188	Scholarship	\$3,040.00	9/27/2013
Terra Community College	2830 Napoleon Road	Fremont	OH	43420-9670	Scholarship	(\$25,758.23)	4/8/2013
Terra Community College	2830 Napoleon Road	Fremont	OH	43420-9670	Scholarship	\$25,758.23	4/12/2013
Thomas More College	333 Thomas More Parkway	Crestview Hills	KY	41017	Scholarship	(\$300.00)	9/6/2013
Thomas More College	333 Thomas More Parkway	Crestview Hills	KY	41017	Scholarship	\$300.00	9/9/2013
Tiffin University	155 Miami Street	Tiffin	OH	44883-2161	Scholarship	(\$2,965.80)	6/25/2013
Tiffin University	155 Miami Street	Tiffin	OH	44883-2161	Scholarship	\$2,965.80	6/26/2013
Transylvania University	300 North Broadway	Lexington	KY	40508-1797	Scholarship	(\$14,425.00)	3/7/2013
Transylvania University	300 North Broadway	Lexington	KY	40508-1797	Scholarship	\$14,425.00	3/8/2013
Trine University Inc	1 University Avenue	Angola	IN	46703	Scholarship	\$25,000.00	6/3/2013
Trine University Inc	1 University Avenue	Angola	IN	46703	Scholarship	(\$240.00)	9/6/2013
Trine University Inc	1 University Avenue	Angola	IN	46703	Scholarship	\$240.00	9/9/2013
Union College	310 College Street	Barbourville	KY	40906	Scholarship	(\$3,532.05)	9/30/2013
University of Cincinnati Foundation	51 Goodman Drive, Suite 100	Cincinnati	OH	45219-0970	Scholarship	\$25,000.00	4/5/2013
University of Detroit Mercy	4001 W. McNichols Road	Detroit	MI	48221-3038	Scholarship	\$25,000.00	6/3/2013
University of Findlay	1000 N. Main Street	Findlay	OH	45840	Scholarship	(\$22,217.05)	10/4/2012
University of Findlay	1000 N. Main Street	Findlay	OH	45840	Scholarship	\$22,217.05	10/5/2012
University of Findlay	1000 N. Main Street	Findlay	OH	45840	Scholarship	\$25,000.00	6/3/2013
University of Findlay	1000 N. Main Street	Findlay	OH	45840	Scholarship	\$25,000.00	6/3/2013
University of Kentucky	343 Waller Ave, Suite 303	Lexington	KY	40504	Scholarship	\$25,000.00	6/3/2013
University of Kentucky	343 Waller Ave, Suite 303	Lexington	KY	40504	Scholarship	(\$200.00)	9/26/2013
University of Kentucky	343 Waller Ave, Suite 303	Lexington	KY	40504	Scholarship	\$200.00	9/27/2013
University of Louisville	2323 South Brook Street, Fairfax Building	Louisville	KY	40292	Scholarship	\$25,000.00	6/3/2013
University of Mount Union	Office of College Advancement	Alliance	OH	44601-3993	Scholarship	(\$8,250.97)	9/6/2013
University of Mount Union	Office of College Advancement	Alliance	OH	44601-3993	Scholarship	\$8,250.97	9/9/2013
University of Pikeville	147 Sycamore Street	Pikeville	KY	41501-1194	Scholarship	(\$1,035.00)	3/29/2013

**Charles E. Schell Foundation for Education
Contributions
Fiscal Year Ending 9/30/2013**

Organization	Address	City	St	Zip	Usage	Amt	Date Paid
University of Rio Grande	218 North College Avenue	Rio Grande	OH	45674-3100	Scholarship	(\$184.31)	10/26/2012
University of Rio Grande	218 North College Avenue	Rio Grande	OH	45674-3100	Scholarship	\$184.31	10/29/2012
University of Rio Grande	218 North College Avenue	Rio Grande	OH	45674-3100	Scholarship	(\$40.00)	9/26/2013
University of Rio Grande	218 North College Avenue	Rio Grande	OH	45674-3100	Scholarship	\$40.00	9/27/2013
University of Toledo Foundation	2801 W. Bancroft MS #331	Toledo	OH	43606	Scholarship	(\$24,195.42)	3/7/2013
University of Toledo Foundation	2801 W. Bancroft MS #331	Toledo	OH	43606	Scholarship	\$24,195.42	3/8/2013
Ursuline College	2550 Lander Road	Pepper Pike	OH	44124-4398	Scholarship	(\$500.00)	12/28/2012
Ursuline College	2550 Lander Road	Pepper Pike	OH	44124-4398	Scholarship	\$500.00	1/2/2013
Valparaiso University	Office of Institutional Advancement	Valparaiso	IN	46383-6493	Scholarship	\$25,000.00	6/3/2013
Wright State University	3640 Colonel Glenn Hwy	Dayton	OH	45435	Scholarship	(\$6,928.88)	9/30/2013
Xavier University	3800 Victory Parkway	Cincinnati	OH	45207	Scholarship	\$25,000.00	3/29/2013
Xavier University	3800 Victory Parkway	Cincinnati	OH	45207	Scholarship	\$25,000.00	6/3/2013
Xavier University	3800 Victory Parkway	Cincinnati	OH	45207	Scholarship	\$25,000.00	6/3/2013
Xavier University	3800 Victory Parkway	Cincinnati	OH	45207	Scholarship	(\$22,646.76)	9/10/2013
Xavier University	3800 Victory Parkway	Cincinnati	OH	45207	Scholarship	\$22,646.76	9/11/2013

\$ 667,247.56

Charles E. Schell Foundation for Education

Grants Approved for Future Payment

FY Ending 9/30/2013

Grantee	Location	Commitment
Baldwin Wallace University	Berea KY	\$ 5,799.92
Bowling Green State University Foundation	Bowling Green OH	\$ 22,507.15
Campbellsville University	Campbellsville KY	\$ 25,000.00
Central State University Foundation	Wilberforce OH	\$ 75,000.00
Cincinnati State Technical & Community College Foundation	Cincinnati OH	\$ 25,000.00
College of Mount St. Joseph	Cincinnati OH	\$ 100,000.00
Christ Hospital	Cincinnati OH	\$ 50,000.00
Davenport University	Grand Rapids MI	\$ 75,000.00
Eastern Michigan University Foundation	Ypsilanti MI	\$ 500.04
Edison Community College	Piqua OH	\$ 25,000.00
Georgetown College	Georgetown KY	\$ 25,000.00
God's Bible School & College and Missionary Training Home	Cincinnati OH	\$ 5,452.35
James A. Rhodes State College Foundation	Lima OH	\$ 7,775.75
Kentucky State University Foundation	Frankfort KY	\$ 75,000.00
Lindsey Wilson College	Columbia KY	\$ 25,000.00
Lourdes University	Sylvania OH	\$ 50,000.00
Mercy College of Northwest Ohio	Toledo OH	\$ 8,261.00
Miami University Foundation	Oxford OH	\$ 25,000.00
Monroe County Community College Foundation	Monroe MI	\$ 25,000.00
Muskingum University	New Concord OH	\$ 50,000.00
Northern Kentucky University Foundation	Highland Heights KY	\$ 75,000.00
Oakland Community College Foundation	Bloomfield Hills MI	\$ 100,000.00
Oakland University, William Beaumont School of Medicine	Rochester MI	\$ 50,000.00
Ohio University	Athens OH	\$ 10,480.30
Saint Mary of the Woods College	Saint Mary of the Woods IN	\$ 75,000.00
Thomas More College	Crestview Hills KY	\$ 25,000.00
Trine University	Angola IN	\$ 25,000.00
Union College	Barbourville KY	\$ 3,532.05
University of Cincinnati Foundation	Cincinnati OH	\$ 75,000.00
University of Detroit Mercy	Detroit MI	\$ 25,000.00
University of Kentucky	Lexington KY	\$ 25,000.00
University of Louisville	Louisville KY	\$ 25,000.00
University of Pikeville	Pikeville KY	\$ 1,035.00
Valparaiso University	Valparaiso IN	\$ 25,000.00
Wright State University Foundation	Dayton OH	\$ 6,928.88
Xavier University	Cincinnati OH	\$ 150,000.00
		<u>\$ 1,397,272.44</u>

SCHELL EDUCATION-CONSOLIDATED

09/01/2013 - 09/30/2013

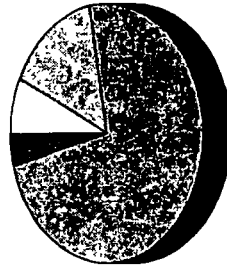


FIFTH THIRD BANK
TR U/W CHARLES EDSON SCHELL
FOUNDATION FOR EDUCATION
CONSOLIDATED ACCOUNT

INVESTMENT ALLOCATION SUMMARY

Description	Last Statement	This Statement	Percent of Assets	Est. Annual Income	Estimated Yield
Cash and Equivalents	\$519,047.26	\$608,772.17	7%	\$60.89	0.0%
Fixed Income	\$1,220,099.06	\$1,232,971.42	15%	\$57,754.62	4.7%
Equities	\$6,081,757.02	\$6,323,282.38	74%	\$105,578.35	1.7%
Real Estate Investments	\$318,353.26	\$325,669.13	4%	\$13,591.11	4.2%
Total Account Value	\$8,139,256.60	\$8,490,695.10	100%	\$176,984.97	2.1%

- Cash and Equivalents - 7%
- Fixed Income - 15%
- Equities - 74%
- Real Estate Inv. - 4%



Net change in total account value 4.3 % Increase

ACCOUNT SUMMARY

	Income Cash	Principal Cash	Investments*	Total
Beginning Balance	\$25,206.02	\$493,841.24	\$7,620,209.34	\$8,139,256.60
Income	\$10,176.06	\$4,643.08		\$14,819.14
Contributions		\$212,844.19		\$212,844.19
Distributions	\$(4,357.23)	\$(141,606.75)		\$(145,963.98)
Net Security Transactions		\$8,025.56	\$(8,025.56)	
Change in Market Value	\$4,351.72	\$(4,351.72)	\$269,739.15	\$269,739.15
Ending Balance	\$35,376.57	\$573,395.60	\$7,881,922.93	\$8,490,695.10

* Investments represent the activity in your equity, bond & other security holdings

ACCOUNT OVERVIEW

	Current Period	YTD
Income Earned		
Interest	\$6.92	\$43.63
Dividends	\$14,812.22	\$74,414.04
Total Income Earned	\$14,819.14	\$74,457.67
Contributions		
Cash	\$212,844.19	\$5,062,084.02
Total Contributions	\$212,844.19	\$5,062,084.02
Distributions		
Cash	\$(4,357.23)	\$(4,012,737.16)
Benefits Paid	\$(141,606.75)	\$(997,071.40)
Total Distributions	\$(145,963.98)	\$(5,009,808.56)
Security Transactions		
Purchases	\$(292,361.46)	\$(7,344,935.23)
Sales	\$300,387.02	\$7,623,106.86
Net Security Transactions	\$8,025.56	\$278,171.63
Change in Market Value	\$269,739.15	\$735,510.16

REALIZED GAIN/(LOSS) SUMMARY

	Current Period	YTD
Short-term gain/(loss)	\$15,205.46	\$244,138.72
Long-term gain/(loss)	\$0.00	\$164,056.58
Net realized gain/(loss)	\$15,205.46	\$408,195.30

INVESTMENT OBJECTIVE

Aggressive Growth
Long-term capital appreciation through aggressive long-term growth of capital, an expectation of a high degree of principal fluctuation.



FIFTH THIRD
PRIVATE BANK

SCHELL EDUCATION-CONSOLIDATED

09/01/2013 - 09/30/2013

04-0930

PORTFOLIO POSITIONS

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield	
Cash & Equivalents										
2.1700		CASH	\$1.000	\$2.17	0.0%	\$2.17				
35,376.0000		FEDERATED PRIME VALUE OBLIGATIONS FUND SERVICE SHARES (INCOME INVESTMENT) CUSIP - 99FEDPVO1	\$1.000	\$35,376.00	0.4%	\$35,376.00		\$3.54		
573,394.0000		FEDERATED PRIME VALUE OBLIGATIONS FUND SERVICE SHARES CUSIP - 99FEDPVO1	\$1.000	\$573,394.00	6.8%	\$573,394.00		\$57.35		
Cash & Equivalents - Total							\$608,772.17	7.2%	\$608.89	0.0%
Fixed Income										
138.0000	CBL P	CBL & ASSOC PROP 7.375 % PFD CUSIP - 124830605	\$24.980	\$3,447.24	0.0%	\$3,506.58	\$(59.34)	\$254.47	7.4%	
33,390.0000	FIBZX	TEMPLETON INCOME TR TEMPLETON INTL BD FD ADVISOR CUSIP - 880208806	\$11.580	\$386,656.20	4.6%	\$399,678.30	\$(13,022.10)	\$18,464.67	4.8%	
51,095.0000	MXIIX	TOUCHSTONE FLEXIBLE INCOME FUND CLASS Y CUSIP - 89154Q596	\$10.310	\$526,789.45	6.2%	\$559,490.25	\$(32,700.80)	\$27,182.54	5.2%	
99.2360	TOBYX	TOUCHSTONE CORE BOND FUND CL Y (INCOME INVESTMENT) CUSIP - 89154W791	\$10.320	\$1,024.12	0.0%	\$1,096.24	\$(72.12)	\$38.40	3.7%	
30,528.5280	TOBYX	TOUCHSTONE CORE BOND FUND CL Y CUSIP - 89154W791	\$10.320	\$315,054.41	3.7%	\$351,766.87	\$(36,712.46)	\$11,814.54	3.7%	
Fixed Income - Total							\$1,232,971.42	14.5%	\$57,754.62	4.7%

09/01/2013 - 09/30/2013



FIFTH THIRD
PRIVATE BANK

SCHELL EDUCATION-CONSOLIDATED

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est Annual Income	Est Yield
1,155.0000	STX	SEAGATE TECHNOLOGY PLC SHS CUSIP - G7945M107	\$43.760	\$50,542.80	0.6%	\$41,692.04	\$8,850.76	\$1,755.60	3.5%
1,143.0000	T	AT&T INC CUSIP - 00206R102	\$33.820	\$38,656.26	0.5%	\$39,382.87	\$(726.61)	\$2,057.40	5.3%
1,212.0000	ABBV	ABBVIE INC CUSIP - 00287Y109	\$44.730	\$54,212.76	0.6%	\$51,639.69	\$2,573.07	\$1,939.20	3.6%
265.0000	ADS	ALLIANCE DATA SYS CUSIP - 018581108	\$211.470	\$56,039.55	0.7%	\$41,500.85	\$14,538.70		
486.0000	AMGN	AMGEN INC CUSIP - 031162100	\$111.925	\$54,395.55	0.6%	\$53,852.20	\$543.35	\$913.68	1.7%
105.0000	AAPL	APPLE INC CUSIP - 037833100	\$476.750	\$50,058.75	0.6%	\$43,926.13	\$6,132.62	\$1,281.00	2.6%
1,331.0000	AVT	AVNET INC CUSIP - 053807103	\$41.710	\$55,516.01	0.7%	\$52,624.81	\$2,891.20	\$798.60	1.4%
1,797.0000	BBT	B B & T CORPORATION COM CUSIP - 054937107	\$33.750	\$60,648.75	0.7%	\$56,046.92	\$4,601.83	\$1,653.24	2.7%
501.0000	BA	BOEING CO CUSIP - 097023105	\$117.500	\$58,867.50	0.7%	\$49,297.03	\$9,570.47	\$971.94	1.7%
1,173.0000	CBS	CBS CORP NEW CL B CUSIP - 124857202	\$55.160	\$64,702.68	0.8%	\$54,024.86	\$10,677.82	\$563.04	0.9%
660.0000	CI	CIGNA CORP CUSIP - 125509109	\$76.860	\$50,727.60	0.6%	\$44,020.02	\$6,707.58	\$26.40	0.1%
1,822.0000	CMS	CMS ENERGY CORP CUSIP - 125896100	\$26.320	\$47,955.04	0.6%	\$52,194.83	\$(4,239.79)	\$1,858.44	3.9%
968.0000	CVS	CVS/CAREMARK CORPORATION CUSIP - 126650100	\$56.750	\$54,934.00	0.6%	\$55,511.90	\$(577.90)	\$871.20	1.6%



SCHELL EDUCATION-CONSOLIDATED

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
1,780.0000	CA	CA INC CUSIP - 12673P105	\$29.670	\$52,812.60	0.6%	\$52,443.62	\$368.98	\$1,780.00	3.4%
437.0000	CVX	CHEVRON CORPORATION CUSIP - 166764100	\$121.500	\$53,095.50	0.6%	\$51,341.82	\$1,753.68	\$1,748.00	3.3%
1,100.0000	CSCO	CISCO SYSTEMS INC CUSIP - 17275R102	\$23.431	\$25,774.10	0.3%	\$23,569.70	\$2,204.40	\$748.00	2.9%
873.0000	COP	CONOCOPHILLIPS CUSIP - 20825C104	\$69.510	\$60,682.23	0.7%	\$50,369.48	\$10,312.75	\$2,409.48	4.0%
2,547.0000	DAL	DELTA AIR LINES INC CUSIP - 247361702	\$23.590	\$60,083.73	0.7%	\$39,241.63	\$20,842.10	\$611.28	1.0%
1,184.0000	DFS	DISCOVER FINANCIAL SERVICES CUSIP - 254709108	\$50.540	\$59,839.36	0.7%	\$50,588.77	\$9,250.59	\$947.20	1.6%
670.0000	DOV	DOVER CORP COM	\$89.830	\$60,186.10	0.7%	\$48,365.29	\$11,820.81	\$1,005.00	1.7%
683.0000	EMN	EASTMAN CHEM CO COM	\$77.900	\$53,205.70	0.6%	\$45,151.08	\$8,054.62	\$819.60	1.5%
15,578.2300	AEPFX	EUROPACIFIC GROWTH FD CL F-2 CUSIP - 29875E100	\$46.020	\$716,910.14	8.4%	\$571,565.25	\$145,344.89	\$12,711.84	1.8%
575.0000	XOM	EXXON MOBIL CORP CUSIP - 30231G102	\$86.040	\$49,473.00	0.6%	\$50,389.27	\$(916.27)	\$1,449.00	2.9%
1,360.0000	GPS	THE GAP INC COM	\$40.280	\$54,780.80	0.6%	\$62,457.18	\$(7,676.38)	\$1,088.00	2.0%
1,203.0000	HAL	HALLIBURTON CO CUSIP - 406216101	\$48.150	\$57,924.45	0.7%	\$54,521.64	\$3,402.81	\$601.50	1.0%
1,011.0000	HBI	HANESBRANDS INC.	\$62.310	\$62,995.41	0.7%	\$50,612.43	\$12,382.98	\$808.80	1.3%

Equities

09/01/2013 - 09/30/2013



SCHELL EDUCATION-CONSOLIDATED

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
		CUSIP - 410345102							
776.0000	HP	HELMERICH & PAYNE INC COM	\$68.950	\$53,505.20	0.6%	\$45,250.96	\$8,254.24	\$1,552.00	2.9%
		CUSIP - 423452101							
2,141.0000	HTZ	HERTZ GLOBAL HOLDINGS INC CUSIP - 42805T105	\$22.160	\$47,444.56	0.6%	\$49,900.29	\$(2,455.73)		
2,079.0000	INTC	INTEL CORP CUSIP - 458140100	\$22.921	\$47,652.76	0.6%	\$49,214.71	\$(1,561.95)	\$1,871.10	3.9%
249.0000	IBM	INTERNATIONAL BUSINESS MACHS CUSIP - 459200101	\$185.180	\$46,109.82	0.5%	\$52,602.99	\$(6,493.17)	\$946.20	2.1%
1,197.0000	IP	INTERNATIONAL PAPER CO CUSIP - 460146103	\$44.800	\$53,625.60	0.6%	\$55,920.25	\$(2,294.65)	\$1,675.80	3.1%
1,172.0000	JPM	JP MORGAN CHASE & CO CUSIP - 46625H100	\$51.690	\$60,580.68	0.7%	\$58,074.65	\$2,506.03	\$1,781.44	2.9%
612.0000	JNJ	JOHNSON & JOHNSON CUSIP - 478160104	\$86.690	\$53,054.28	0.6%	\$52,015.66	\$1,038.62	\$1,615.68	3.0%
1,500.0000	JCI	JOHNSON CTLS INC CUSIP - 478366107	\$41.500	\$62,250.00	0.7%	\$62,244.57	\$5.43	\$1,140.00	1.8%
457.0000	KLAC	KLA TENCOR CORP COM	\$60.850	\$27,808.45	0.3%	\$24,263.14	\$3,545.31	\$822.60	3.0%
		CUSIP - 482480100							
670.0000	KMB	KIMBERLY CLARK CORP CUSIP - 494368103	\$94.220	\$63,127.40	0.7%	\$66,980.38	\$(3,852.98)	\$2,170.80	3.4%
1,453.0000	KR	KROGER CO CUSIP - 501044101	\$40.340	\$58,614.02	0.7%	\$48,133.53	\$10,480.49	\$958.98	1.6%
1,390.0000	LNC	LINCOLN NATL CORP IND CUSIP - 534187109	\$41.990	\$58,366.10	0.7%	\$61,158.04	\$(2,791.94)	\$667.20	1.1%
1,452.0000	LO	LORILLARD INC	\$44.780	\$65,020.56	0.8%	\$63,405.15	\$1,615.41	\$3,194.40	4.9%

(continued)

09/01/2013 - 09/30/2013



SCHELL EDUCATION-CONSOLIDATED

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
805.0000	MGA	MAGNA INTL INC SEDOL 2554475 ISIN CA5592224011 CUSIP - 559222401	\$82.560	\$66,460.80	0.8%	\$46,655.39	\$19,805.41	\$1,030.40	1.6%
718.0000	MPC	MARATHON PETE CORP CUSIP - 56585A102	\$64.320	\$46,181.76	0.5%	\$56,238.38	\$(10,056.62)	\$1,206.24	2.6%
1,268.0000	MET	METLIFE INC CUSIP - 59156R108	\$46.950	\$59,532.60	0.7%	\$55,301.03	\$4,231.57	\$1,394.80	2.3%
1,658.0000	MYL	MYLAN INC. CUSIP - 628530107	\$38.170	\$63,285.86	0.7%	\$47,098.81	\$16,187.05		
649.0000	NEE	NEXTERA ENERGY INC CUSIP - 65339F101	\$80.160	\$52,023.84	0.6%	\$51,924.54	\$99.30	\$1,713.36	3.3%
1,090.0000	OCR	OMNICARE INC COM CUSIP - 681904108	\$55.500	\$60,495.00	0.7%	\$51,501.41	\$8,993.59	\$610.40	1.0%
1,701.0000	ORCL	ORACLE CORPORATION CUSIP - 68389X105	\$33.170	\$56,422.17	0.7%	\$55,838.93	\$583.24	\$816.48	1.4%
16,081.0850	ODVX	OPPENHEIMER DVLPNG MKTS-Y CUSIP - 683974505	\$36.560	\$587,924.47	6.9%	\$517,621.60	\$70,302.87	\$4,004.19	0.7%
756.0000	QCOM	QUALCOMM INC COM CUSIP - 747525103	\$67.320	\$50,893.92	0.6%	\$50,150.77	\$743.15	\$1,058.40	2.1%
6,238.0000	RF	REGIONS FINL CORP NEW CUSIP - 7591EP100	\$9.260	\$57,763.88	0.7%	\$63,355.00	\$(5,591.12)	\$748.56	1.3%
14,845.0000	OTCFX	T ROWE PRICE SMALL CAP STOCK FUND #65 CUSIP - 779572106	\$43.140	\$640,413.30	7.5%	\$553,718.50	\$86,694.80	\$1,781.40	0.3%
874.0000	STT	STATE STREET CORP	\$65.750	\$57,465.50	0.7%	\$56,323.63	\$1,141.87	\$908.96	1.6%



SCHELL EDUCATION-CONSOLIDATED

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield			
		CUSIP - 857477103										
614.0000	TMO	THERMO FISHER SCIENTIFIC INC CUSIP - 883556102	\$92.150	\$56,580.10	0.7%	\$50,290.90	\$6,289.20	\$368.40	0.7%			
64,810.0000	TMPIX	TOUCHSTONE MID CAP FD I SHARES CUSIP - 89155T649	\$20.990	\$1,360,361.90	16.0%	\$1,258,610.20	\$101,751.70	\$21,516.92	1.6%			
354.0000	UNP	UNION PAC CORP CUSIP - 907818108	\$155.340	\$54,990.36	0.6%	\$49,225.19	\$5,765.17	\$1,118.64	2.0%			
532.0000	UTX	UNITED TECHNOLOGIES CORP CUSIP - 913017109	\$107.820	\$57,360.24	0.7%	\$50,432.00	\$6,928.24	\$1,138.48	2.0%			
905.0000	VZ	VERIZON COMMUNICATIONS CUSIP - 92343V104	\$46.675	\$42,240.88	0.5%	\$46,025.59	\$(3,784.71)	\$1,918.60	4.5%			
851.0000	WMT	WAL-MART STORES INC CUSIP - 931142103	\$73.960	\$62,939.96	0.7%	\$66,257.48	\$(3,317.52)	\$1,599.88	2.5%			
1,313.0000	WFC	WELLS FARGO & COMPANY CUSIP - 949746101	\$41.320	\$54,253.16	0.6%	\$48,905.31	\$5,347.85	\$1,575.60	2.9%			
502.0000	WHR	WHIRLPOOL CORP COM CUSIP - 963320106	\$146.440	\$73,512.88	0.9%	\$54,507.21	\$19,005.67	\$1,255.00	1.7%			
Equities - Total							\$6,323,282.38	74.5%	\$5,705,477.50	\$617,804.88	\$105,578.35	1.7%

Real Estate Investments

195.0000	ARE	ALEXANDRIA REAL ESTATE EQUITIES INC CUSIP - 015271109	\$63.850	\$12,450.75	0.1%	\$13,688.47	\$(1,237.72)	\$530.40	4.3%
236.0000	AMRE	AMREIT INC NEW CL B CUSIP - 03216B208	\$17.350	\$4,094.60	0.0%	\$4,543.00	\$(448.40)	\$188.80	4.6%
294.0000	ATV	APARTMENT INVT & MGMT CO CL A	\$27.940	\$8,214.36	0.1%	\$9,084.60	\$(870.24)	\$282.24	3.4%



FIFTH THIRD
PRIVATE BANK

SCHIELL EDUCATION-CONSOLIDATED

09/01/2013 - 09/30/2013

04-0930

PORTFOLIO POSITIONS (continued)										
Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield	
Real Estate Investments (continued)										
476.0000	AEC	ASSOCIATED ESTATES RLTY CORP COM CUSIP - 03748R101	\$14.910	\$7,097.16	0.1%	\$8,748.64	\$(1,651.48)	\$361.76	5.1%	
78.0000	AVB	AVALONBAY CMNTYS INC COM CUSIP - 045604105	\$127.090	\$9,913.02	0.1%	\$10,000.37	\$(87.35)	\$333.84	3.4%	
98.0000	BXP	BOSTON PPTY INC CUSIP - 101121101	\$106.900	\$10,476.20	0.1%	\$10,061.51	\$414.69	\$254.80	2.4%	
635.0000	BDN	BRANDYWINE REALTY TRUST CUSIP - 105368203	\$13.180	\$8,369.30	0.1%	\$9,384.98	\$(1,015.68)	\$381.00	4.6%	
388.0000	CBL	CBL & ASSOC PPTYS INC CUSIP - 124830100	\$19.100	\$7,410.80	0.1%	\$9,051.85	\$(1,641.05)	\$356.96	4.8%	
141.0000	CPT	CAMDEN PPTY TR CUSIP - 133131102	\$61.440	\$8,663.04	0.1%	\$9,804.93	\$(1,141.89)	\$355.32	4.1%	
159.0000	DLR	DIGITAL RLTY TR INC CUSIP - 253868103	\$53.100	\$8,442.90	0.1%	\$10,558.95	\$(2,116.05)	\$496.08	5.9%	
425.0000	DEI	DOUGLAS EMMETT INC CUSIP - 25960P109	\$23.470	\$9,974.75	0.1%	\$10,607.79	\$(633.04)	\$306.00	3.1%	
247.0000	EPR	EPR PPTYS COM SH BEN INT CUSIP - 26884U109	\$48.740	\$12,038.78	0.1%	\$12,900.19	\$(861.41)	\$780.52	6.5%	
159.0000	EGP	EAST GROUP PPTYS INC SH BEN INT CUSIP - 277276101	\$59.210	\$9,414.39	0.1%	\$9,261.43	\$152.96	\$343.44	3.6%	
62.0000	ESS	ESSEX PPTY TR INC CUSIP - 297178105	\$147.700	\$9,157.40	0.1%	\$9,412.84	\$(255.44)	\$300.08	3.3%	
96.0000	FRT	FEDERAL RLTY INVT TR SH BEN INT NEW	\$101.450	\$9,739.20	0.1%	\$10,389.98	\$(650.78)	\$299.52	3.1%	



SCHELL EDUCATION-CONSOLIDATED

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Real Estate Investments									
		CUSIP - 313747206							
183.0000	HCP	HCP INC CUSIP - 404141109	\$40.950	\$7,493.85	0.1%	\$9,181.02	\$(1,687.17)	\$384.30	5.1%
198.0000	HCN	HEALTH CARE REIT INC COM CUSIP - 42217K106	\$62.380	\$12,351.24	0.1%	\$13,624.30	\$(1,273.06)	\$605.88	4.9%
445.0000	HPT	HOSPITALITY PPTYS TR COM SH BEN INT CUSIP - 44106M102	\$28.300	\$12,593.50	0.1%	\$12,134.93	\$458.57	\$836.60	6.6%
706.0000	HST	HOST HOTELS AND RESORTS CUSIP - 44107P104	\$17.670	\$12,475.02	0.1%	\$12,171.44	\$303.58	\$338.88	2.7%
176.0000	LTC	LTC PPTYS INC COM CUSIP - 502175102	\$37.980	\$6,684.48	0.1%	\$7,365.16	\$(680.68)	\$327.36	4.9%
829.0000	LXP	LEXINGTON CORPORATE PPTYS TR CUSIP - 529043101	\$11.230	\$9,309.67	0.1%	\$9,574.54	\$(264.87)	\$497.40	5.3%
363.0000	MNR	MONMOUTH REAL ESTATE INVNT CORP CL A CUSIP - 609720107	\$9.070	\$3,292.41	0.0%	\$4,039.65	\$(747.24)	\$217.80	6.6%
253.0000	NNN	NATIONAL RETAIL PPTYS INC CUSIP - 637417106	\$31.820	\$8,050.46	0.1%	\$9,234.38	\$(1,183.92)	\$409.86	5.1%
156.0000	PSA	PUBLIC STORAGE CUSIP - 74460D109	\$160.550	\$25,045.80	0.3%	\$23,957.42	\$1,088.38	\$780.00	3.1%
247.0000	RYN	RAYONIER INC CUSIP - 754907103	\$55.650	\$13,745.55	0.2%	\$14,464.32	\$(718.77)	\$484.12	3.5%
247.0000	O	REALTY INCOME CORP COM CUSIP - 756109104	\$39.750	\$9,818.25	0.1%	\$11,230.84	\$(1,412.59)	\$538.95	5.5%
335.0000	SNH	SENIOR HSG PPTYS TR	\$23.340	\$7,818.90	0.1%	\$8,944.33	\$(1,125.43)	\$522.60	6.7%



SCHELL EDUCATION-CONSOLIDATED

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Real Estate Investments									
		SH BEN INT							
		CUSIP - 81721M109							
229.0000	SPG	SIMON PPTY GROUP INC NEW CUSIP - 828806109	\$148.230	\$33,944.67	0.4%	\$37,005.83	\$(3,061.16)	\$1,053.40	3.1%
309.0000	SKT	TANGER FACTORY OUTLET CTRS INC COM CUSIP - 875465106	\$32.650	\$10,088.85	0.1%	\$11,225.81	\$(1,136.96)	\$278.10	2.8%
141.0000	VTR	VENTAS INC COM CUSIP - 92276F100	\$61.500	\$8,671.50	0.1%	\$10,390.15	\$(1,718.65)	\$377.88	4.4%
301.0000	WRI	WEINGARTEN RLTY INV CUSIP - 948741103	\$29.330	\$8,828.33	0.1%	\$9,490.38	\$(662.05)	\$367.22	4.2%
Real Estate Investments - Total				\$325,669.13	3.8%	\$351,534.03	\$(25,864.90)	\$13,591.11	4.2%
Total Portfolio Positions				\$8,490,695.10	100.0%	\$7,981,321.94	\$509,373.16	\$176,984.97	2.1%