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

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

OMB No 1545-0052

**2012**

Open to Public Inspection

For calendar year 2012 or tax year beginning 10/1/2012, and ending 9/30/2013

Name of foundation <b>CLARK, ALLIE W CHARITABLE T/U/W</b>		<b>A</b> Employer identification number <b>87-6117596</b>
Number and street (or P O box number if mail is not delivered to street address) <b>Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041</b>	Room/suite	<b>B</b> Telephone number (see instructions) <b>(888) 730-4933</b>
City or town, state, and ZIP code <b>Winston Salem NC 27101-3818</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply: <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 checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 609,480</b>	<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>1</b>	Contributions, gifts, grants, etc., received (attach schedule)				
<b>2</b>	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
<b>3</b>	Interest on savings and temporary cash investments				
<b>4</b>	Dividends and interest from securities	15,580	15,505		
<b>5 a</b>	Gross rents				
<b>b</b>	Net rental income or (loss)				
<b>6 a</b>	Net gain or (loss) from sale of assets not on line 10	12,313			
<b>b</b>	Gross sales price for all assets on line 6a <b>185,083</b>				
<b>7</b>	Capital gain net income (from Part IV, line 2)		12,313		
<b>8</b>	Net short-term capital gain				
<b>9</b>	Income modifications				
<b>10 a</b>	Gross sales less returns and allowances				
<b>b</b>	Less Cost of goods sold				
<b>c</b>	Gross profit or (loss) (attach schedule)				
<b>11</b>	Other income (attach schedule)				
<b>12</b>	Total. Add lines 1 through 11	27,893	27,818	0	
<b>13</b>	Compensation of officers, directors, trustees, etc	9,784	7,338		2,446
<b>14</b>	Other employee salaries and wages				
<b>15</b>	Pension plans, employee benefits				
<b>16 a</b>	Legal fees (attach schedule)				
<b>b</b>	Accounting fees (attach schedule)	1,702			1,702
<b>c</b>	Other professional fees (attach schedule)				
<b>17</b>	Interest				
<b>18</b>	Taxes (attach schedule) (see instructions)	262	154		
<b>19</b>	Depreciation (attach schedule) and depletion				
<b>20</b>	Occupancy				
<b>21</b>	Travel, conferences, and meetings				
<b>22</b>	Printing and publications				
<b>23</b>	Other expenses (attach schedule)	2	2		
<b>24</b>	Total operating and administrative expenses. Add lines 13 through 23	11,750	7,494	0	4,148
<b>25</b>	Contributions, gifts, grants paid	20,000			20,000
<b>26</b>	Total expenses and disbursements. Add lines 24 and 25	31,750	7,494	0	24,148
<b>27</b>	Subtract line 26 from line 12				
<b>a</b>	Excess of revenue over expenses and disbursements	-3,857			
<b>b</b>	Net investment income (if negative, enter -0-)		20,324		
<b>c</b>	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

HTA

Form 990-PF (2012) CLARK, ALLIE W. CHARITABLE T/U/W

87-6117596

Page 2

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	17		
	2 Savings and temporary cash investments	19,557	10,008	10,008
	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)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis			
Liabilities	Less accumulated depreciation (attach schedule)			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	511,746	517,347	599,472
	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)	531,320	527,355	609,480
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe )			
	23 Total liabilities (add lines 17 through 22)	0	0	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	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	531,320	527,355	
	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)	531,320	527,355	
	31 Total liabilities and net assets/fund balances (see instructions)	531,320	527,355	

## 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	531,320
2 Enter amount from Part I, line 27a	2	-3,857
3 Other increases not included in line 2 (itemize) <u>COST BASIS ADJUSTMENT</u>	3	190
4 Add lines 1, 2, and 3	4	527,653
5 Decreases not included in line 2 (itemize) <u>PY RETURN OF CAPITAL ADJUSTMENT</u>	5	298
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	527,355

**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)
<b>1a</b> See Attached Statement			
<b>b</b> See Attached Statement			
<b>c</b> See Attached Statement			
<b>d</b> See Attached Statement			
<b>e</b> See Attached Statement			

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

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

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

<b>2</b> 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 }	<b>2</b>	12,313
<b>3</b> 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 }	<b>3</b>	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	28,889	583,920	0.049474
2010	30,233	610,929	0.049487
2009	36,864	579,053	0.063663
2008	31,633	512,824	0.061684
2007	70,695	707,463	0.099927

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.324235
<b>3</b> 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	<b>3</b>	0.064847
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	<b>4</b>	601,094
<b>5</b> Multiply line 4 by line 3	<b>5</b>	38,979
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	203
<b>7</b> Add lines 5 and 6	<b>7</b>	39,182
<b>8</b> 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.	<b>8</b>	24,148

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	406
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2		3	406
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	406
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	212	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	212	
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	194	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax	11	0	
Refunded			

**Part VII-A Statements Regarding Activities**

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

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required****File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

Organizations relying on a current notice regarding disaster assistance check here

☒**5b** N/A**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**6b****b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870☐ Yes ☒ No**7b** N/A**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston S	Trustee	4 00	9,784	

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

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

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

0

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

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

**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	
<b>Total.</b> Add lines 1 through 3	0



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	587,843
<b>b</b>	Average of monthly cash balances	<b>1b</b>	22,405
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	610,248
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	610,248
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	9,154
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	601,094
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	30,055

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	30,055
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	406
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	406
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	29,649
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	29,649
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	29,649

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	24,148
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	24,148
<b>5</b>	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)	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	24,148

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7				29,649
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only			14,308	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007				
<b>b</b> From 2008				
<b>c</b> From 2009				
<b>d</b> From 2010				
<b>e</b> From 2011				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>24,148</u>				
<b>a</b> Applied to 2011, but not more than line 2a			14,308	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2012 distributable amount				9,840
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				19,809
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008				
<b>b</b> Excess from 2009				
<b>c</b> Excess from 2010				
<b>d</b> Excess from 2011				
<b>e</b> Excess from 2012				



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year See Attached Statement				
<b>Total</b>			▶ <b>3a</b>	20,000
<b>b</b> Approved for future payment NONE				
<b>Total</b>			▶ <b>3b</b>	0

## Part XVI-A Analysis of Income-Producing Activities


Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions )
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities			14	15,580	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property					
<b>b</b> Not debt-financed property					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income					
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	12,313	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory					
<b>11</b> Other revenue. <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal. Add columns (b), (d), and (e)		0		27,893	0
<b>13</b> Total. Add line 12, columns (b), (d), and (e)				13	27,893

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]

- |                                       |  |   |            |   |              |
|---------------------------------------|--|---|------------|---|--------------|
| <b>Paid<br/>Preparer<br/>Use Only</b> | Pnnl/Type preparer's name                                    | Preparer's signature  | Date       | Check <input checked="checked" type="checkbox"/> if self-employed | PTIN         |
|                                       | JOSEPH J. CASTRIANO  |  | 12/10/2013 |   | P01251603    |
|                                       | Firm's name ▶ PricewaterhouseCoopers, LLP                    |   |            | Firm's EIN ▶  | 13-4008324   |
|                                       | Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777 |   |            | Phone no  | 412-355-8000 |

CLARK, ALLIE W CHARITABLE T/U/W

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

Recipient(s) paid during the year

Name

UTAH VALLEY HEALTHCARE FOUNDATION

Street

1034 NORTH 500 WEST

City

PROVO

State

UT

Zip Code

84604

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

		1,702	0	0	1,702
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,702			1,702



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

		262	154	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
<b>1</b>	FOREIGN TAXES PAID	154	154		
<b>2</b>	ESTIMATED EXCISE PAYMENTS	108			

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

		2	2	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	2	2		

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

	Date		Amount
1 Credit from prior year return		1	104
2 First quarter estimated tax payment	2/11/2013	2	108
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	0
7 Total		7	212

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

<b>1</b>	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	<b>1</b>	14,308
<b>2</b>		<b>2</b>	
<b>3</b>		<b>3</b>	
<b>4</b>		<b>4</b>	
<b>5</b>		<b>5</b>	
<b>6</b>		<b>6</b>	
<b>7</b>		<b>7</b>	
<b>8</b>		<b>8</b>	
<b>9</b>		<b>9</b>	
<b>10</b>	Total	<b>10</b>	14,308

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

Long Term CG Distributions	Short Term CG Distributions	Amount	1,43	0	183,940	0	172,770	0	11,170	0	Excess of FMV Over Adj Basis	0	11,170
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adj Basis	Gains Minus Excesses of FMV Over Adjusted Basis or Losses
1 ABBOTT LABS	002824100		4/15/2009	1/17/2012	1,033				389				389
2 DIAGEO PLC - ADR	252430205		4/15/2009	7/11/2013	384			644	389				389
3 DIAMOND HILL LONG SHORT FUND CL 14	252564583		5/3/2010	7/11/2013	5,038			143	221				221
4 WALT DISNEY CO	254687108		2/6/2013	7/11/2013	461			3,848	1,190				1,190
5 WALT DISNEY CO	254687108		12/1/2011	7/11/2013	329			381	60				60
6 GATEWAY FUND - Y #1888	387826884		8/13/2012	7/11/2013	14,500			180	149				149
7 GATEWAY FUND - Y #1888	387826884		2/12/2013	7/11/2013	7,214			14,128	371				371
8 GILEAD SCIENCES INC	373558103		12/6/2011	7/11/2013	615			7,119	95				95
9 HUSSMAN STRATEGIC GROWTH FUND	448108100		2/10/2008	2/6/2013	1,020			214	401				401
10 HUSSMAN STRATEGIC GROWTH FUND	448108100		10/19/2009	2/6/2013	1,880			1,215	-185				-185
11 3M CO	885781Y01		2/6/2013	7/11/2013	343			2,293	-433				-433
12 3M CO	885781Y01		12/15/2010	7/11/2013	114			307	36				36
13 UNION PACIFIC CORP	907818108		5/14/2010	7/11/2013	782			87	27				27
14 UNION PACIFIC CORP	907818108		2/6/2013	7/11/2013	475			375	417				417
15 UNION PACIFIC CORP	907818108		8/25/2010	7/11/2013	317			143	78				78
16 UNITEDHEALTH GROUP INC	91324P102		4/2/2013	7/11/2013	619			82	174				174
17 VANGUARD INTERMEDIATE TERM B	921837819		11/16/2012	2/6/2013	3,055			3,168	-113				-113
18 VANGUARD INTERMEDIATE TERM B	921837819		2/6/2013	2/6/2013	430			1,750	-4				-4
19 AFFILIATED MANAGERS GROUP INC	0080252108		2/6/2013	2/25/2013	430			182	248				248
20 AFFILIATED MANAGERS GROUP INC	0080252108		7/2/2010	2/25/2013	504			182	322				322
21 AFFILIATED MANAGERS GROUP INC	0080252108		7/2/2010	7/11/2013	504			182	322				322
22 ANHEUSER-BUSCH INBEV SPN ADR	03524A108		9/2/2011	11/16/2012	466			381	578				578
23 ANHEUSER-BUSCH INBEV SPN ADR	03524A108		2/6/2013	7/11/2013	466			429	37				37
24 ANHEUSER-BUSCH INBEV SPN ADR	03524A108		8/2/2011	7/11/2013	93			54	39				39
25 APPLE INC	037833100		12/9/2013	7/11/2013	1,269			1,378	-107				-107
26 BERKSHIRE HATHAWAY INC	084670702		4/11/2012	7/11/2013	232			158	74				74
27 BERKSHIRE HATHAWAY INC	084670702		2/5/2010	2/6/2013	424			206	-101				-101
28 HUSSMAN STRATEGIC GROWTH FUND	448108100		5/3/2010	2/6/2013	1,706			2,061	-355				-355
29 HUSSMAN STRATEGIC GROWTH FUND	448108100		11/23/2010	2/6/2013	178			223	-45				-45
30 HUSSMAN STRATEGIC GROWTH FUND	448108100		2/6/2011	2/6/2013	1,142			1,300	-158				-158
31 HUSSMAN STRATEGIC GROWTH FUND	448108100		4/26/2011	2/6/2013	445			3,561	-438				-438
32 HUSSMAN STRATEGIC GROWTH FUND	448108100		7/13/2012	2/6/2013	3,125			1,456	-98				-98
33 HUSSMAN STRATEGIC GROWTH FUND	448108100		11/20/2012	2/6/2013	1,357			824	330				330
34 HUSSMAN STRATEGIC GROWTH FUND	448108100		4/7/2013	6/17/2013	1,154			144	107				107
35 INTEL CORP	458140100		2/10/2008	6/17/2013	251			6,855	-135				-135
36 ISHARES CORE S & P 500 ETF	458140100		2/3/2010	7/11/2013	9,223			2,737	3,136				3,136
37 ISHARES CORE S & P 500 ETF	458140100		7/21/2010	7/11/2013	4,192			1,455	1,455				1,455
38 VANGUARD INTERMEDIATE TERM B	921837819		2/6/2012	7/11/2013	333			350	17				17
39 VANGUARD INTERMEDIATE TERM B	921837819		2/6/2012	7/11/2013	890			6,855	-135				-135
40 VANGUARD SHORT TERM BOND ETF	921837827		8/9/2012	2/6/2013	1,779			1,787	-8				-8
41 VANGUARD SHORT TERM BOND ETF	921837827		11/16/2012	2/6/2013	4,691			4,721	-30				-30
42 VANGUARD SHORT TERM BOND ETF	921837827		8/27/2008	2/6/2013	1,375			1,355	20				20
43 VANGUARD SHORT TERM BOND ETF	921837827		8/27/2008	7/11/2013	1,442			1,435	7				7
44 VANGUARD SHORT TERM BOND ETF	921837827		8/27/2008	7/11/2013	2,003			1,974	29				29
45 VANGUARD SHORT TERM BOND ETF	921837827		2/6/2013	7/11/2013	2,003			2,872	84				84
46 VANGUARD FISE DEVELOPED ETF	821843956		2/6/2013	7/11/2013	2,928			1,645	-131				-131
47 VANGUARD MSCI EMERGING MARKETS	821843956		2/6/2013	7/11/2013	463			389	74				74
48 BERKSHIRE HATHAWAY INC	084670702		6/14/2012	7/11/2013	307			217	90				90
49 CME GROUP INC	12572Q105		8/7/2012	7/11/2013	384			268	116				116
50 CME GROUP INC	12572Q105		2/6/2013	7/11/2013	371			345	26				26
51 CHEVRON CORP	188764100		4/7/2003	7/11/2013	990			262	728				728
52 CHEVRON CORP	188764100		2/17/2011	7/11/2013	435			317	118				118
53 CISCO SYSTEMS INC	17275R102		2/17/2011	7/11/2013	205			93	35				35
54 CISCO SYSTEMS INC	17275R102		2/17/2011	7/11/2013	128			149	56				56
55 CISCO SYSTEMS INC	17275R102		1/6/2013	7/11/2013	354			350	4				4
56 COMCAST CORP CLASS A	20030N101		1/6/2013	7/11/2013	281			179	82				82
57 COMCAST CORP CLASS A	20030N101		1/19/2007	7/11/2013	281			1,400	-305				-305
58 ISHARES MSCI EAFE	484287465		7/31/2008	11/16/2012	2,920			3,697	-777				-777
59 ISHARES MSCI EAFE	484287465		6/30/2008	11/16/2012	13,446			15,012	-1,566				-1,566
60 ISHARES MSCI EAFE	484287465		7/31/2008	2/6/2013	2,178			24,028	-2,750				-2,750
61 ISHARES MSCI EAFE	484287465		2/10/2008	2/6/2013	8,769			5,879	2,890				2,890
62 ISHARES MSCI EAFE	484287465		2/3/2010	2/6/2013	2,455			2,275	180				180
63 ISHARES MSCI EAFE	484287465		7/21/2010	2/6/2013	2,221			1,911	310				310
64 ISHARES MSCI EAFE	484287465		11/16/2010	2/6/2013	5,027			4,918	109				109
65 ISHARES MSCI EAFE	484287465		10/21/2011	2/6/2013	4,443			3,929	514				514
66 ISHARES MSCI EAFE	484287465		10/21/2011	2/6/2013	787			708	79				79
67 ISHARES MSCI EAFE	484287465		8/6/2012	11/16/2012	242			249	-7				-7
68 VANGUARD MSCI EMERGING MARKETS	822042658		3/27/2007	1/6/2013	869			821	52				52
69 VANGUARD MSCI EMERGING MARKETS	822042658		2/10/2008	1/6/2013	132			98	34				34
70 VODAFONE GROUP PLC NEW ADR	92857W209		2/10/2008	11/30/2012	397			1,609	-1,212				-1,212
71 VODAFONE GROUP PLC NEW ADR	92857W209		4/4/2008	11/30/2012	794			430	364				364
72 COOPER INDUSTRIES PLC NEW RELA	G24140108		11/30/2012	12/17/2012	33			32	1				1
73 COOPER INDUSTRIES PLC NEW RELA	G24140108		5/17/2007	2/6/2013	4,280			4,591	-311				-311
74 EATON CORP PLC	796287645		4/23/2008	11/16/2012	356			520	-164				-164
75 RIDGEWORTH SEIX HY BD-I #855	796287645		4/23/2008	11/16/2012	198			275	-77				-77
76 SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		10/21/2011	2/6/2013	4,766			3,416	1,350				1,350
77 SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		7/31/2008	2/6/2013	2,099			1,609	490				490
78 ISHARES CORE S&P SMALL-CAP E	484287804		10/21/2011	2/6/2013	4,450			3,184	1,266				1,266
79 ISHARES CORE S&P SMALL-CAP E	484287804		7/31/2008	2/6/2013	502			436	66				66
80 ISHARES CORE S&P SMALL-CAP E	484287804		10/12/2011	7/11/2013	279			187	112				112
81 JPMORGAN CHASE & CO	46625H100		7/8/2011	7/11/2013	291			337	-46				-46
82 JOHNSON CONTROLS INC	478368107		3/16/2011	7/11/2013	328			359	-30				-30

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

Long Term CG Distributions		Amount	11,170											11,170	
Short Term CG Distributions		Amount	0											0	
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses		
85 NOVARTIS AG - ADR	66967V109		6/19/2007	1/29/2013	745			614	131				131		
86 NOVARTIS AG - ADR	66967V109		2/10/2009	1/29/2013	339			211	128				128		
87 RIDGEWORTH SEIX HY BD-I 5855	766281645		5/7/2007	1/16/2012	1,782			1,967	-185				-185		
88 SPDR DJ WILSHIRE INTERNATIONAL R	78483X963		7/19/2008	1/16/2012	673			778	-103				-103		
89 SCHLUMBERGER LTD	808857108		2/6/2013	7/11/2013	539			548	-9				-9		
90 TARGET CORP	87812E106		2/6/2013	7/11/2013	382			312	50				50		
91 TARGET CORP	87812E106		5/12/2003	7/11/2013	217			110	107				107		
92 TEVA PHARMACEUTICAL INDUSTRIES	881624209		1/14/2009	8/19/2013	675			859	-184				-184		
93 TEVA PHARMACEUTICAL INDUSTRIES	881624209		9/27/2010	8/19/2013	40			54	-14				-14		
94 TEVA PHARMACEUTICAL INDUSTRIES	881624209		4/12/2011	8/19/2013	516			638	-122				-122		
95 THERMO FISHER SCIENTIFIC INC	883556102		4/12/2011	7/11/2013	621			381	230				230		
96 THERMO FISHER SCIENTIFIC INC	883556102		7/6/2009	8/29/2013	358			152	206				206		

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

[illegible]

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals		
											Capital Gains/Losses		
											Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
	Long Term CG Distributions	Amount									185,083	172,770	12,313
	Short Term CG Distributions	1,143									0	0	0
1	ABBOTT LABS	002824100			4/5/2004		11/17/2012	1,033	644				389
2	DIAGEO PLC - ADR	25243Q205			4/15/2009		7/11/2013	364	143				221
3	DIAMOND HILL LONG-SHORT	25264S833			5/3/2010		7/11/2013	5,038	3,848				1,190
4	WALT DISNEY CO	254687106			2/8/2013		7/11/2013	461	381				80
5	WALT DISNEY CO	254687106			12/1/2011		7/11/2013	329	180				149
6	GATEWAY FUND - Y #1886	367629884			8/13/2012		7/11/2013	14,500	14,129				371
7	GATEWAY FUND - Y #1986	367629884			2/12/2013		7/11/2013	7,214	7,119				95
8	GILEAD SCIENCES INC	375558103			12/8/2011		7/11/2013	615	214				401
9	HUSSMAN STRATEGIC GROW	448108100			2/10/2009		2/8/2013	1,215	1,020				195
10	HUSSMAN STRATEGIC GROW	448108100			10/19/2008		2/8/2013	1,860	2,293				-433
11	3M CO	88578101			2/8/2013		7/11/2013	343	307				36
12	3M CO	88578101			12/15/2010		7/11/2013	114	87				27
13	UNION PACIFIC CORP	907818108			5/14/2010		7/11/2013	792	375				417
14	UNION PACIFIC CORP	907818108			2/8/2013		7/11/2013	475	397				78
15	UNION PACIFIC CORP	907818108			8/25/2010		7/11/2013	317	143				174
16	UNITEDHEALTH GROUP INC	91324P102			4/2/2013		7/11/2013	682	619				63
17	VANGUARD INTERMEDIATE T	921937819			11/16/2012		2/8/2013	3,055	3,168				-113
18	VANGUARD INTERMEDIATE T	921937819			2/8/2012		2/8/2013	1,746	441				-4
19	AFFILIATED MANAGERS GRO	008252108			2/8/2013		2/25/2013	430	182				-11
20	AFFILIATED MANAGERS GRO	008252108			7/2/2010		2/25/2013	430	182				248
21	AFFILIATED MANAGERS GRO	008252108			7/2/2010		7/11/2013	504	182				322
22	ANHEUSER-BUSCH INBEV SP	03524A108			2/8/2011		11/16/2012	578	381				197
23	ANHEUSER-BUSCH INBEV SP	03524A108			2/8/2013		7/11/2013	466	429				37
24	ANHEUSER-BUSCH INBEV SP	03524A108			9/2/2011		7/11/2013	93	54				39
25	APPLE INC	037833100			1/29/2013		7/11/2013	1,269	1,376				-107
26	BERKSHIRE HATHAWAY INC	084670702			7/8/2011		7/11/2013	116	77				39
27	BERKSHIRE HATHAWAY INC	084670702			4/11/2012		7/11/2013	232	158				74
28	HUSSMAN STRATEGIC GROW	448108100			2/5/2010		2/8/2013	424	525				-101
29	HUSSMAN STRATEGIC GROW	448108100			5/3/2010		2/8/2013	1,706	2,061				-355
30	HUSSMAN STRATEGIC GROW	448108100			11/23/2010		2/8/2013	178	223				-45
31	HUSSMAN STRATEGIC GROW	448108100			2/8/2011		2/8/2013	1,142	1,300				-158
32	HUSSMAN STRATEGIC GROW	448108100			4/29/2011		2/8/2013	445	518				-73
33	HUSSMAN STRATEGIC GROW	448108100			2/13/2012		2/8/2013	3,125	3,561				-436
34	HUSSMAN STRATEGIC GROW	448108100			11/20/2012		2/8/2013	1,357	1,458				-99
35	INTEL CORP	458140100			4/7/2003		6/17/2013	1,154	624				530
36	INTEL CORP	458140100			2/10/2009		6/17/2013	251	144				107
37	ISHARES CORE S & P 500 ETF	464287200			2/3/2010		7/11/2013	9,223	6,097				3,126
38	ISHARES CORE S & P 500 ETF	464287200			7/21/2010		7/11/2013	4,192	2,737				1,455
39	VANGUARD INTERMEDIATE T	921937819			2/9/2012		7/11/2013	333	350				-17
40	VANGUARD INTERMEDIATE T	921937819			2/4/2011		7/11/2013	6,980	6,855				135
41	VANGUARD SHORT TERM BO	921937827			8/6/2012		2/8/2013	1,779	1,787				-8
42	VANGUARD SHORT TERM BO	921937827			11/16/2012		2/8/2013	4,691	4,721				-30
43	VANGUARD SHORT TERM BO	921937827			8/27/2009		2/8/2013	1,375	1,355				20
44	VANGUARD SHORT TERM BO	921937827			5/8/2009		7/11/2013	2,003	1,974				29
45	VANGUARD FTSE DEVELOPE	921937827			2/8/2013		7/11/2013	2,926	2,872				54
46	VANGUARD MSCI EMERGING	92204Z858			7/19/2008		11/16/2012	1,494	1,645				-151
47	BERKSHIRE HATHAWAY INC	084670702			2/8/2013		7/11/2013	463	389				74
48	CME GROUP INC	12572Q105			6/14/2012		7/11/2013	307	217				90
49	CME GROUP INC	12572Q105			6/7/2012		7/11/2013	384	268				116
50	CHEVRON CORP	166764100			2/8/2013		7/11/2013	371	345				26
51	CHEVRON CORP	166764100			4/7/2003		7/11/2013	890	282				728
52	CISCO SYSTEMS INC	17275R102			2/17/2011		7/11/2013	435	317				118
53	CISCO SYSTEMS INC	17275R102			2/17/2011		7/11/2013	128	93				35
54	CISCO SYSTEMS INC	17275R102			2/17/2011		7/11/2013	205	149				56
55	COACH INC	189754104			1/8/2013		7/11/2013	354	350				4
56	COMCAST CORP CLASS A	20030N101			2/8/2013		7/11/2013	391	349				42
57	COMCAST CORP CLASS A	20030N101			1/9/2007		7/11/2013	261	179				82
58	ISHARES MSCI EAFE	464287465			7/2/2006		11/16/2012	1,095	1,400				-305
59	ISHARES MSCI EAFE	464287465			6/30/2006		11/16/2012	2,920	3,697				-777
60	ISHARES MSCI EAFE	464287465			6/30/2006		2/8/2013	13,446	15,012				-1,566
61	ISHARES MSCI EAFE	464287465			7/31/2006		2/8/2013	21,278	24,029				-2,750
62	ISHARES MSCI EAFE	464287465			2/10/2009		2/8/2013	8,769	5,879				2,890
63	ISHARES MSCI EAFE	464287465			2/3/2010		2/8/2013	2,455	2,275				180
64	ISHARES MSCI EAFE	464287465			7/21/2010		2/8/2013	2,221	1,911				310
65	ISHARES MSCI EAFE	464287465			11/19/2010		2/8/2013	5,027	4,918				109
66	ISHARES MSCI EAFE	464287465			10/21/2011		2/8/2013	4,443	3,928				514
67	ISHARES CORE S&P SMALL-C	464287804			10/21/2011		11/16/2012	787	708				79



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

Amount														
Long Term CG Distributions				1 143		0								
Short Term CG Distributions				0		0								
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
69	X	VANGUARD MSCI EMERGING	922042858		8/9/2012		11/16/2012	242	249					-7
70	X	VODAFONE GROUP PLC NEW	92857W209		3/27/2007		1/9/2013	869	921					-52
71	X	VODAFONE GROUP PLC NEW	92857W209		2/10/2009		1/9/2013	132	98					34
72	X	COOPER INDUSTRIES PLC NE	G24140108		2/10/2009		11/30/2012	397	137					260
73	X	COOPER INDUSTRIES PLC NE	G24140108		4/4/2008		11/30/2012	794	430					364
74	X	EATON CORP PLC	G26183103		11/30/2012		12/17/2012	33	32					1
75	X	RIDGEWORTH SEIX HY BD-I #	76828T645		5/7/2007		2/8/2013	4,280	4,591					-311
76	X	SPDR DJ WILSHIRE INTERNA	78463X863		11/20/2007		11/16/2012	356	520					-164
77	X	SPDR DJ WILSHIRE INTERNA	78463X863		4/23/2008		11/16/2012	198	275					-77
78	X	ISHARES CORE S&P SMALL-C	464287804		8/9/2011		2/8/2013	4,786	3,416					1,370
79	X	ISHARES CORE S&P SMALL-C	464287804		10/21/2011		2/8/2013	2,099	1,609					490
80	X	ISHARES CORE S&P SMALL-C	464287804		7/31/2006		2/8/2013	4,450	3,184					1,266
81	X	JPMORGAN CHASE & CO	46825H100		2/8/2013		7/11/2013	502	436					66
82	X	JPMORGAN CHASE & CO	46825H100		10/12/2011		7/11/2013	279	167					112
83	X	JOHNSON CONTROLS INC	478366107		7/8/2011		7/11/2013	291	337					-46
84	X	JOHNSON CONTROLS INC	478366107		3/16/2011		7/11/2013	328	358					-30
85	X	NOVARTIS AG - ADR	66987V109		6/18/2007		12/9/2013	745	614					131
86	X	NOVARTIS AG - ADR	66987V109		2/10/2009		12/9/2013	339	211					128
87	X	RIDGEWORTH SEIX HY BD-I	76828T645		5/7/2007		11/16/2012	1,782	1,967					-185
88	X	SPDR DJ WILSHIRE INTERNA	78463X863		7/19/2009		11/16/2012	673	776					-103
89	X	SCHLUMBERGER LTD	806857108		2/8/2013		7/11/2013	539	548					-9
90	X	TARGET CORP	87612E106		2/8/2013		7/11/2013	362	312					50
91	X	TARGET CORP	87612E106		5/12/2003		7/11/2013	217	110					107
92	X	TEVA PHARMACEUTICAL IND	881624209		11/4/2009		8/19/2013	675	859					-184
93	X	TEVA PHARMACEUTICAL IND	881624209		9/27/2010		8/19/2013	40	54					-14
94	X	TEVA PHARMACEUTICAL IND	881624209		4/12/2011		8/19/2013	516	638					-122
95	X	THERMO FISHER SCIENTIFIC	883556102		4/12/2011		7/11/2013	621	391					230
96	X	THERMO FISHER SCIENTIFIC	883556102		7/9/2009		8/29/2013	358	152					206

Statement A

**Clark, Allie W. Charitable T/U/W**

**EIN: 87-6117596**

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

Account #	Security Type	EIN	CUSIP	Asset Name	FMV	Fed Cost
034401	Invest - Corp Stock	87-6117596	001055102	AFLAC INC	1,735 72	1,331 95
034401	Invest - Corp Stock	87-6117596	008252108	AFFILIATED MANAGERS GROUP, INC COM	1,643 76	546 23
034401	Invest - Corp Stock	87-6117596	037411105	APACHE CORP	1,702 80	1,875 67
034401	Invest - Corp Stock	87-6117596	037833100	APPLE INC	2,860 50	512 34
034401	Invest - Corp Stock	87-6117596	071813109	BAXTER INTL INC	985 35	1,072 18
034401	Invest - Corp Stock	87-6117596	097023105	BOEING CO	1,880 00	1,108 90
034401	Invest - Corp Stock	87-6117596	126650100	CVS/CAREMARK CORPORATION	1,759 25	414 00
034401	Invest - Corp Stock	87-6117596	14040H105	CAPITAL ONE FINANCIAL CORP	1,649 76	767 76
034401	Invest - Corp Stock	87-6117596	17275R102	CISCO SYSTEMS INC	2,132 22	1,572 71
034401	Invest - Corp Stock	87-6117596	25243Q205	DIAGEO PLC - ADR	1,397 88	525 34
034401	Invest - Corp Stock	87-6117596	254687106	WALT DISNEY CO	2,192 66	1,016 92
034401	Invest - Corp Stock	87-6117596	268648102	E M C CORP MASS	1,201 32	479 51
034401	Invest - Corp Stock	87-6117596	375558103	GILEAD SCIENCES INC	1,823 23	564 91
034401	Invest - Corp Stock	87-6117596	459200101	INTERNATIONAL BUSINESS MACHS CORP	1,296 26	1,426 14
034401	Invest - Corp Stock	87-6117596	478366107	JOHNSON CONTROLS INC	2,158 00	1,778 25
034401	Invest - Other	87-6117596	589509108	MERGER FD SH BEN INT #260	18,001 54	17,609 00
034401	Invest - Corp Stock	87-6117596	594918104	MICROSOFT CORP	1,364 48	1,011 17
034401	Invest - Corp Stock	87-6117596	641069406	NESTLE S A REGISTERED SHARES - ADR	1,600 80	866 53
034401	Invest - Corp Stock	87-6117596	68389X105	ORACLE CORPORATION	1,459 48	991 81
034401	Invest - Other	87-6117596	693390882	PIMCO FOREIGN BD FD USD H-INST #103	12,045 44	12,113 88
034401	Invest - Corp Stock	87-6117596	806857108	SCHLUMBERGER LTD	1,943 92	1,527 86
034401	Invest - Corp Stock	87-6117596	872540109	TIJ COS INC NEW	1,804 48	833 16
034401	Invest - Corp Stock	87-6117596	883556102	THERMO FISHER SCIENTIFIC INC	1,197 95	493 41
034401	Invest - Corp Stock	87-6117596	89151E109	TOTAL S A - ADR	1,563 84	1,218 75
034401	Invest - Corp Stock	87-6117596	907818108	UNION PACIFIC CORP	2,019 42	921 37
034401	Invest - Corp Stock	87-6117596	58155Q103	MCKESSON CORP	1,924 50	1,422 38
034401	Invest - Corp Stock	87-6117596	38141G104	GOLDMAN SACHS GROUP INC	1,423 89	1,369 35
034401	Invest - Corp Stock	87-6117596	404280406	HSBC - ADR	1,030 94	1,036 70
034401	Invest - Corp Stock	87-6117596	911312106	UNITED PARCEL SERVICE-CL B	1,461 92	1,045 22
034401	Invest - Corp Stock	87-6117596	87612E106	TARGET CORP	1,983 38	1,240 87
034401	Invest - Corp Stock	87-6117596	91324P102	UNITEDHEALTH GROUP INC	2,219 91	1,181 99
034401	Invest - Corp Stock	87-6117596	189754104	COACH INC	1,417 78	1,424 39
034401	Invest - Corp Stock	87-6117596	088606108	BHP BILLITON LIMITED - ADR	997 50	1,384 71
034401	Invest - Other	87-6117596	464287804	ISHARES CORE S&P SMALL-CAP E	25,049 80	11,785 18
034401	Invest - Corp Stock	87-6117596	46625H100	JPMORGAN CHASE & CO	2,119 29	1,007 43
034401	Invest - Corp Stock	87-6117596	902973304	US BANCORP DEL NEW	1,792 42	1,328 55
034401	Invest - Other	87-6117596	464287705	ISHARES S&P MID-CAP 400 VALUE	17,175 18	10,475 22
034401	Invest - Other	87-6117596	464287200	ISHARES CORE S & P 500 ETF	11,316 30	6,449 22
034401	Invest - Corp Stock	87-6117596	03524A108	ANHEUSER-BUSCH INBEV SPN ADR	1,686 40	925 76
034401	Invest - Other	87-6117596	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	11,547 55	12,494 77
034401	Invest - Other	87-6117596	277923728	EATON VANCE GLOBAL MACRO - I #0088	5,710 90	5,856 40
034401	Invest - Other	87-6117596	464287606	ISHARES S&P MID-CAP 400 GROWTH	26,013 57	17,076 22
034401	Invest - Corp Stock	87-6117596	166764100	CHEVRON CORP	1,458 00	393 30
034401	Invest - Other	87-6117596	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	30,135 96	31,042 08
034401	Invest - Other	87-6117596	262028855	DRIEHAUS ACTIVE INCOME FUND	23,399 83	23,208 19
034401	Invest - Corp Stock	87-6117596	88579Y101	3M CO	1,791 15	1,298 30
034401	Invest - Corp Stock	87-6117596	084670702	BERKSHIRE HATHAWAY INC	2,497 22	1,503 13
034401	Invest - Corp Stock	87-6117596	20030N101	COMCAST CORP CLASS A	2,030 17	1,132 71
034401	Invest - Other	87-6117596	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	17,999 48	18,125 35
034401	Invest - Corp Stock	87-6117596	38259P508	GOOGLE INC	2,627 73	1,944 31
034401	Invest - Other	87-6117596	922908553	VANGUARD REIT VIPER	20,040 42	8,536 72
034401	Invest - Other	87-6117596	00203H859	AQR MANAGED FUTURES STR-I #15213	5,723 02	5,860 92
034401	Invest - Corp Stock	87-6117596	150870103	CELANESE CORP	1,319 75	1,086 51
034401	Invest - Other	87-6117596	922042858	VANGUARD FTSE EMERGING MARKETS ETF	48,964 70	46,719 07
034401	Invest - Corp Stock	87-6117596	611740101	MONSTER BEVERAGE CORP	1,045 00	963 62
034401	Invest - Corp Stock	87-6117596	G29183103	EATON CORP PLC	1,445 64	1,085 40
034401	Invest - Other	87-6117596	921937827	VANGUARD SHORT TERM BOND ETF	74,342 25	72,228 88
034401	Invest - Corp Stock	87-6117596	12572Q105	CME GROUP INC	1,773 12	1,312 82
034401	Invest - Other	87-6117596	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	21,275 65	18,363 85
034401	Invest - Other	87-6117596	921937819	VANGUARD INTERMEDIATE TERM B	26,052 00	24,428 19
034401	Invest - Other	87-6117596	921943858	VANGUARD FTSE DEVELOPED ETF	60,240 76	55,322 87
034401	Invest - Other	87-6117596	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	12,193 42	9,452 17
034401	Invest - Other	87-6117596	76628T645	RIDGEWORTH SEIX HY BD-I #5855	29,558 06	28,024 60
034401	Invest - Other	87-6117596	22544R305	CREDIT SUISSE COMM RET ST-I #2156	29,267 01	35,230 31
Subtotal					\$599,471 63	\$517,347 41
034401	Cash	87-6117596			-	-
034401	Savings & Temp Inv	87-6117596	VP0528308	FEDERATED TREAS OBL FD 68	8,873 78	8,873 78
034401	Savings & Temp Inv	87-6117596	VP0528308	FEDERATED TREAS OBL FD 68	1,134 62	1,134 62
Subtotal					\$10,008 40	\$10,008 40
Total Assets					609,480 03	527,355 81