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

For calendar year 2012, or tax year beginning 11/01 **, 2012, and ending** 10/31 , 2013

ARIA FOUNDATION
C/O TG TAX & ACCOUNTING SERVICES, LLC
1710 WATERS EDGE DRIVE
MINOOKA, IL 60447

A Employer identification number
13-3603275

B Telephone number (see the instructions)
(815) 467-5500

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ▶ $ 36,281,366.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*	**(a)** Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
REVENUE 1 Contributions, gifts, grants, etc, received (att sch)				
2 Ck ▶ ☒ if the foundn is **not** req to att Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	747,613.	747,613.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	744,689.			
b Gross sales price for all assets on line 6a 8,958,221.				
7 Capital gain net income (from Part IV, line 2)		744,689.		
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/(loss) (att sch)				
11 Other income (attach schedule) See Statement 1	67,903.	67,903.		
12 **Total.** Add lines 1 through 11	1,560,205.	1,560,205.	0.	
OPERATING AND ADMINISTRATIVE EXPENSES 13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) See St 2	18,250.	9,125.		9,125.
c Other prof fees (attach sch) See St 3	141,196.	140,885.		311.
17 Interest				
18 Taxes (attach schedule)(see instrs) See Stm 4	4,492.	4,492.		
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) See Statement 5	70,974.	70,974.		
24 **Total operating and administrative expenses.** Add lines 13 through 23	234,912.	225,476.		9,436.
25 Contributions, gifts, grants paid Part XV	1,433,205.			1,433,205.
26 **Total expenses and disbursements.** Add lines 24 and 25	1,668,117.	225,476.	0.	1,442,641.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	-107,912.			
b **Net investment income** (if negative, enter -0-)		1,334,729.		
c **Adjusted net income** (if negative, enter -0-)			0.	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	287,837.	587,806.	587,806.
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►	2.		
	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 sch) ►			
	Less. allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)	1,941,269.	1,558,614.	1,868,662.
	c Investments – corporate bonds (attach schedule)	380,000.		
	11 Investments – land, buildings, and equipment basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)	28,131,443.	28,486,219.	33,824,898.
	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)	30,740,551.	30,632,639.	36,281,366.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► X and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	7,781,377.	7,781,377.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	22,959,174.	22,851,262.	
	30 **Total net assets or fund balances** (see instructions)	30,740,551.	30,632,639.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	30,740,551.	30,632,639.	

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	30,740,551.
2	Enter amount from Part I, line 27a	2	-107,912.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	30,632,639.
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	30,632,639.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	See Statement 6			
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				
b				
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				
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	744,689.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	2,210,816.	36,188,212.	0.061092
2010	3,042,148.	38,235,740.	0.079563
2009	2,607,508.	36,378,319.	0.071678
2008	1,943,711.	33,663,330.	0.057740
2007	2,295,690.	45,010,928.	0.051003

2	**Total** of line 1, column (d)	2	0.321076
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	0.064215
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	35,366,562.
5	Multiply line 4 by line 3	5	2,271,064.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	13,347.
7	Add lines 5 and 6	7	2,284,411.
8	Enter qualifying distributions from Part XII, line 4	8	1,442,641.

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► [ ] and enter 'N/A' on line 1 Date of ruling or determination letter _______ (attach copy of letter if necessary – see instrs)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [ ] and enter 1% of Part I, line 27b		1	26,695.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	26,695.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	26,695.
6	Credits/Payments			
a	2012 estimated tax pmts and 2011 overpayment credited to 2012	6a 53,436.		
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	53,436.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached		8	37.
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed**		► 9	0.
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**		► 10	26,704.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ►	26,704. **Refunded** ►	11	0.

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities*	2		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? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► VT			
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? If 'No,' attach explanation*	8b	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)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ► TG TAX & ACCOUNTING SVCS, LLC Telephone no ► (815) 467-5500

Located at ► 1710 WATERS EDGE DRIVE MINOOKA IL ZIP + 4 ► 60447

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►			

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

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

				Yes	No
1 a	During the year did the foundation (either directly or indirectly)				
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
(6)	Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1 b	N/A	
	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?		1 c		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? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	☐ Yes ☒ No			
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)		2 b	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__				
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*		3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a		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?		4 b		X

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

			Yes	No
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)?		**5b**	N/A	
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?	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			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**		X
If 'Yes' to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	**7b**		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
SEE STATEMENT 7				

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

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

Total number of other employees paid over $50,000 ► 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over $50,000 for professional services ►		0

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 N/A	
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 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ►	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:			
	a Average monthly fair market value of securities		1a	35,026,060.
	b Average of monthly cash balances		1b	879,079.
	c Fair market value of all other assets (see instructions)		1c	
	d **Total** (add lines 1a, b, and c)		1d	35,905,139.
	e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	35,905,139.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	538,577.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	35,366,562.
6	**Minimum investment return.** Enter 5% of line 5		6	1,768,328.

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	1,768,328.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 26,695.		
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	26,695.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	1,741,633.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	1,741,633.
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	1,741,633.

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	1,442,641.
	b Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
	a Suitability test (prior IRS approval required)	3a	
	b Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,442,641.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,442,641.

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					1,741,633.
2 Undistributed income, if any, as of the end of 2012.					
a Enter amount for 2011 only				0.	
b Total for prior years: 20__, 20__, 20__			0.		
3 Excess distributions carryover, if any, to 2012					
a From 2007					
b From 2008					
c From 2009					
d From 2010	362,050.				
e From 2011	413,837.				
f Total of lines 3a through e		775,887.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► $ 1,442,641.					
a Applied to 2011, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required — see instructions)			0.		
c Treated as distributions out of corpus (Election required — see instructions)		0.			
d Applied to 2012 distributable amount					1,442,641.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		298,992.			298,992.
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5		476,895.			
b Prior years' undistributed income Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b Taxable amount — see instructions			0.		
e Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount — see instructions				0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a		476,895.			
10 Analysis of line 9					
a Excess from 2008					
b Excess from 2009					
c Excess from 2010	63,058.				
d Excess from 2011	413,837.				
e Excess from 2012					

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

ADAM & RACHEL ALBRIGHT

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

SEE STATEMENT 8

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

Check here ► [X] 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:

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

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 STATEMENT 9				1,433,205.
Total			► 3a	1,433,205.
b Approved for future payment				
Total			► 3b	

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

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	747,613.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	744,689.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a ALBRIGHT VENTURES - 11F			18	17,241.	
b SKOPOS FUND - 11F			18	50,662.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				1,560,205.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,560,205.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		X

d If the answer to any of the above is 'Yes,' complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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

b If 'Yes,' complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee: [signature] Date: 12-24-14 Title: President

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self employed	PTIN
TROY GASS	[signature]	2/18/14		P00294145

Firm's name ► TG TAX & ACCOUNTING SERVICES, LLC Firm's EIN ► 46-1329692

Firm's address ► PO Box 945, Minooka, IL 60447-0945 Phone no (815) 467-5500

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
ALBRIGHT VENTURES - 11F	$ 17,241.	$ 17,241.	
SKOPOS FUND - 11F	50,662.	50,662.	
Total	$ 67,903.	$ 67,903.	$ 0.

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	$ 18,250.	$ 9,125.		$ 9,125.
Total	$ 18,250.	$ 9,125.	$ 0.	$ 9,125.

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BMO HARRIS BANK - AGENCY FEES	$ 2,904.	$ 2,904.		
CHARLES SCHWAB - INVESTMENT FEES	4.	4.		
MANAGEMENT / ADVISORY FEES	137,977.	137,977.		
REGISTERED AGENT FEE (VT)	311.			$ 311.
Total	$ 141,196.	$ 140,885.	$ 0.	$ 311.

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAXES PAID	$ 4,492.	$ 4,492.		
Total	$ 4,492.	$ 4,492.	$ 0.	$ 0.

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ALBRIGHT VENTURES, LLC - 13K,L	$ 37,732.	$ 37,732.		
ALBRIGHT VENTURES, LLC - 13W	383.	383.		
MPM BIOVENTURES V, LP - 13K	31,674.	31,674.		
SKOPOS FUND, LLC	1,185.	1,185.		
Total	$ 70,974.	$ 70,974.	$ 0.	$ 0.

Statement 6
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	SCHWAB - SEE STATEMENT ATTACHED (ST)	Purchased	Various	Various
2	SCHWAB - SEE STATEMENT ATTACHED (LT)	Purchased	Various	Various
3	WENTWORTH - SEE STATEMENT ATTACHED (ST)	Purchased	Various	Various
4	WENTWORTH - SEE STATEMENT ATTACHED (LT)	Purchased	Various	Various
5	ALBRIGHT VENTURES, LLC (FLOW-THRU - ST)	Purchased		
6	ALBRIGHT VENTURES, LLC (FLOW-THRU - LT)	Purchased		
7	Capital Gain Dividends			

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
1	714,096.		789,204.	-75,108.				$ -75,108.
2	7459698.		6957794.	501,904.				501,904.
3	2,472.		1,901.	571.				571.
4	451,647.		464,633.	-12,986.				-12,986.
5	1,857.		0.	1,857.				1,857.
6	157,855.		0.	157,855.				157,855.
7								170,596.
							Total	$ 744,689.

Statement 7
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compensation	Contribution to EBP & DC	Expense Account / Other
ADAM ALBRIGHT C/O TG TAX & ACCOUNTING SVCS, LLC 1710 WATERS EDGE DRIVE MINOOKA, IL 60447	PRESIDENT PART-TIME	$ -	$ -	$ -
RACHEL ALBRIGHT C/O TG TAX & ACCOUNTING SVCS, LLC 1710 WATERS EDGE DRIVE MINOOKA, IL 60447	VICE PRESIDENT PART-TIME	$ -	$ -	$ -
MIKA ALBRIGHT C/O TG TAX & ACCOUNTING SVCS, LLC 1710 WATERS EDGE DRIVE MINOOKA, IL 60447	DIRECTOR PART-TIME	$ -	$ -	$ -
ELLIOTT M. FRIEDMAN 1313 WEST 175TH STREET HOMEWOOD, IL 60430	TREASURER PART-TIME	$ -	$ -	$ -
RUTH S FLYNN 188 KING STREET SUITE B CHARLESTON, SC 29401	SECRETARY PART-TIME	$ -	$ -	$ -
	GRAND TOTAL	$ -	$ -	$ -

Statement 8
Form 990-PF, Part XV
Information Regarding Managers Owning 10% Stock

ADAM, RACHEL & MIKA ALBRIGHT COLLECTIVELY OWN GREATER THAN 10% OF ALBRIGHT VENTURES, LLC, A PARTNERSHIP CONSISTING OF POOLED INVESTORS. ARIA FOUNDATION IS ALSO INVESTED IN ALBRIGHT VENTURES, LLC, AND ALSO OWNS GREATER THAN 10% OF THAT ENTITY. ALBRIGHT VENTURES, LLC INVESTS PRIMARILY IN UNDERLYING VENTURE CAPITAL PARTNERSHIPS.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION		AMOUNT
Alicia Patterson Foundation 1025 F Street, NW Suite 700 Washington, DC 20004	NONE PRIVATE OPERATING FOUNDATION	GENERAL	$	10,000 00
American Humanist Association 1777 T Street, NW Washington, DC 20009	NONE PUBLIC	GENERAL	$	10,000 00
American Indian College Fund 8333 Greenwood Blvd Denver, CO 80221	NONE PUBLIC	GENERAL	$	50,000 00
Astrea Lesbian Foundation for Justice 116 East 16th Street, 7th Fl New York, NY 10003	NONE PUBLIC	GENERAL	$	45,000 00
Bend's Community Center 1036 Northeast 5th St Bend, OR 97701	NONE PUBLIC	GENERAL	$	10,000 00
Bend Paddle Trail Alliance 707 NW Hill St Bend, OR 97701	NONE PUBLIC	GENERAL	$	10,000 00
Bend Spay & Neuter Project 910 SE Wilson, Suite B1 Bend, OR 97702	NONE PUBLIC	GENERAL	$	5,000 00
Berkshire Country Day School PO Box 867, Route 183 Lenox, MA 01240	NONE PUBLIC	GENERAL	$	10,000 00
Central Oregon Environmental Center 16 NW Kansas Ave Bend, OR 97701	NONE PUBLIC	GENERAL	$	10,000 00
Central Oregon Landwatch 50 SW Bond St , Suite 4 Bend, OR 97702	NONE PUBLIC	GENERAL	$	10,000 00
Confluence Philanthropy 475 Riversie Drive, Suite 900 New York, NY 10115	NONE PUBLIC	GENERAL	$	800 00
Deschutes River Conservancy 700 NW Hill Street Bend, OR 97701	NONE PUBLIC	GENERAL	$	10,000 00

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION		AMOUNT
Deschutes Basin Land Trust 210 NW Irving Avenue, Suite 102 Bend, OR 97701	NONE PUBLIC	GENERAL	$	10,000 00
Doctors Without Borders PO Box 5030 Hagerstown, MD 21741-5030	NONE PUBLIC	GENERAL	$	25,000 00
Drug Policy Alliance 131 West 33rd Street, 15th Floor New York, NY 10001	NONE PUBLIC	GENERAL	$	35,000 00
Environmental Working Group 1436 U Street, NW Suite 100 Washington, DC 20009	NONE PUBLIC	GENERAL	$	10,000 00
Ex-Prisoners & Prisoners Organizing for Community Advancement 4 King Street Worcester, MA 01610	NONE PUBLIC	GENERAL	$	35,000 00
Futures for Children 9600 Tennyson St NE Albuquerque, NM 87122-2282	NONE PUBLIC	GENERAL	$	221,000 00
Gay & Lesbian Medical Association 1326 18th Street, NW, Suitee 22 Washington, DC 20036	NONE PUBLIC	GENERAL	$	20,000 00
Gay, Lesbian, Straight Education Network 90 Broad Street, 2nd Fl New York, NY 10012	NONE PUBLIC	GENERAL	$	10,000 00
Global Greengrants Fund 2840 Wilderness Place Suite E Boulder, CO 80301	NONE PUBLIC	GENERAL	$	40,000 00
Grist 710 Second Ave, Suite 860 Seattle, WA 98104	NONE PUBLIC	GENERAL	$	10,000 00
High Desert Museum 89800 S Hwy 97 Bend, OR 97702	NONE PUBLIC	GENERAL	$	5,000 00
Human Rights Campaign 1640 Rhode Island Ave , N W Washington, D C 20036-3278	NONE PUBLIC	GENERAL	$	20,000 00

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ICLEI 180 Canal Street, Suite 401 Boston, MA 02114	NONE PUBLIC	GENERAL	$ 2,500 00
Institute for Sustainable Communities 535 Stone Cutters Way Montpelier, VT 05602	NONE PUBLIC	GENERAL	$ 30,000 00
Manomet Center for Conservation Sciences PO Box 1770 Manomet, MA 02345	NONE PUBLIC	GENERAL	$ 5,000 00
Marijuana Policy Project Foundation PO Box 77492, Capitol Hill Washington, DC 20013	NONE PUBLIC	GENERAL	$ 10,000 00
Mountain Star Family Relief Nursery 2125 NE Daggett Ln Bend, OR 97701	NONE PUBLIC	GENERAL	$ 10,000 00
National Center for Lesbian Rights 870 Market Street Suite 370 San Francisco, CA 94102	NONE PUBLIC	GENERAL	$ 5,000 00
Native American Rights Fund 1506 Broadway Boulder, CO 80302	NONE PUBLIC	GENERAL	$ 20,000 00
Natural Resources Defense Council 40 West 20th Street New York, NY 10011	NONE PUBLIC	GENERAL	$ 252,060 00
NeighborImpact 2303 SW 1st Street Redmond, OR 97756	NONE PUBLIC	GENERAL	$ 5,000 00
Neighbor to Neighbor 1550 Blue Spruce Drive Fort Collins, CO 80524	NONE PUBLIC	GENERAL	$ 30,000 00
NORML Foundation 1600 K St , NW, Mezzanine Level Washington, DC 20006-2832	NONE PUBLIC	GENERAL	$ 5,000 00
Northwest Network of Bisexual, Transgender, Lesbian and Gay Survivors of Abuse PO Box 20398 Seattle, WA 98102	NONE PUBLIC	GENERAL	$ 90,000 00

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION		AMOUNT
Oglala Lakota College PO Box 490 Piya Wiconi Road Kyle, SD 57752-0490	NONE PUBLIC	GENERAL	$	30,000 00
Oregon Wild 5825 North Greeley Portland, OR 97217-4145	NONE PUBLIC	GENERAL	$	20,000 00
PCI Media Impact 777 United Nations Plaza, 5th Floor New York, NY 10017	NONE PUBLIC	GENERAL	$	35,345 00
Post Carbon Institute 613 4th Street, Suite 208 Santa Rosa, CA 95404	NONE PUBLIC	GENERAL	$	50,000 00
Pride Foundation 1122 East Pike St PMB 1001 Seattle, WA 98122-3934	NONE PUBLIC	GENERAL	$	10,000 00
Public Campaign 1320 19th Street Suite M-1 Washington, DC 20036	NONE PUBLIC	GENERAL	$	10,000 00
Rainforest Alliance 665 Broadway Suite 500 New York, NY 10012	NONE PUBLIC	GENERAL	$	100,000 00
Resources for the Future 1616 P Street, NW, Suite 600 Washington, DC 20036	NONE PUBLIC	GENERAL	$	2,500 00
Resource Generation 220 E 23rd St , Suite 509 New York, NY 10010	NONE PUBLIC	GENERAL	$	30,000 00
Southerners on New Ground 250 Georgia Avenue, Suite 201 Atlanta, GA 30312	NONE PUBLIC	GENERAL	$	20,000 00
Sustainable Northwest 813 SW Alder St Portland, OR 97205	NONE PUBLIC	GENERAL	$	10,000 00

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION		AMOUNT
Sylvia Rivera Law Project 147 W 24th Street, 5th Floor New York, NY 10011	NONE PUBLIC	GENERAL	$	24,000 00
Tibet Fund 241 E 32nd St New York, NY 10016	NONE PUBLIC	GENERAL	$	5,000 00
TOTAL CHARITABLE CONTRIBUTIONS			$	1,433,205 00

ARIA FOUNDATION **13-3603275**

FORM 990-PF PART IV - CAPITAL GAINS & LOSSES

ACCOUNT	SHORT TERM	LONG TERM	TOTAL
WENTWORTH (SEE STATEMENT ATTACHED)	571.31	(12,986.26)	(12,414 95)
SCHWAB BROKERAGE (SEE STATEMENT ATTACHED)	(75,108 18)	501,903 63	426,795 45
BMO HARRIS BANK - CASH RESERVE - CAPITAL GAIN DIVIDENDS	-	1,221 00	1,221 00
CHARLES SCHWAB BROKERAGE - CAPITAL GAIN DIVIDENDS	-	169,375.07	169,375.07
ALBRIGHT VENTURES, LLC (PER K-1)	1,857.00	157,855.00	159,712 00
	$ (72,680)	**$ 817,368**	**$ 744,689**

ARIA FOUNDATION- WENTWORTH 110011093905
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
21. BROOKFIELD PROPERTY					
PARTNERS L.P.	04/15/2013	04/16/2013	460.50	459.02	1.48
.9268 BROOKFIELD PROPERTY	04/15/2013	04/25/2013	19.63	20.26	-0.63
25. COOPER INDUSTRIES PLC	12/05/2011	12/03/2012	1,979.29	1,409.00	570.29
.2438 EATON CORP PLC	12/03/2012	12/13/2012	12.76	12.59	0.17
Totals			2,472.00	1,901.00	571.00

JSA
2F0971 1.000

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
175. AGRIUM INC COMMON STOCK	12/11/2008	11/12/2012	16,797.87	5,594.72	11,203.15
225. AXA SA SPONSORED ADR	06/26/2008	11/12/2012	3,370.42	7,966.36	-4,595.94
175. BASF AG SPONSORED ADR	05/16/2006	11/12/2012	14,027.68	7,373.13	6,654.55
375. BHP LTD SPONSORED ADR	05/16/2006	11/12/2012	26,736.90	17,043.75	9,693.15
150. BRITISH AMERN TOB PLC					
SPONSORED ADR	12/24/2007	11/12/2012	15,271.15	11,931.45	3,339.70
75. BROOKFIELD ASSET MANAGE-CL	05/16/2006	11/12/2012	2,561.94	2,076.00	485.94
175. CANADIAN NATIONAL RAILWAY					
CO COMMON STOCK	05/16/2006	11/12/2012	15,223.65	7,809.71	7,413.94
200. CANADIAN NATURAL RESOURCES					
LTD COMMON STOCK	09/21/2007	11/12/2012	5,575.87	7,692.73	-2,116.86
225. CANADIAN PACIFIC RAILWAY					
LTD COMMON STOCK	06/27/2008	11/12/2012	20,490.29	14,922.34	5,567.95
200. DANONE-SPONS ADR	04/20/2006	11/12/2012	2,491.94	2,641.96	-150.02
125. DIAGEO PLC SPONSORED ADR	12/22/2006	11/12/2012	14,265.92	9,777.39	4,488.53
25. FINNING INTERNATIONAL INC	12/22/2010	11/12/2012	560.98	670.58	-109.60
125. MANULIFE FINL CORP COMMON					
STOCK	06/26/2008	11/12/2012	1,532.46	4,258.72	-2,726.26
375. NESTLE S A SPONSORED ADR	05/16/2006	11/12/2012	23,703.21	11,493.94	12,209.27
100. NOVARTIS AG SPONSORED ADR	04/19/2006	11/12/2012	5,998.86	5,693.20	305.66
725. POTASH CORP SASK INC					
COMMON STOCK	05/16/2006	11/12/2012	28,289.37	7,825.43	20,463.94
400. RIO TINTO PLC SPONSORED	05/16/2006	11/12/2012	19,616.08	22,953.00	-3,336.92
350. SCHLUMBERGER LTD COMMON	05/16/2006	11/12/2012	23,947.48	23,459.99	487.49
450. SUNCOR ENERGY INC	09/21/2007	11/12/2012	15,007.16	21,456.05	-6,448.89
200. TALISMAN ENERGY INC COMMON					
STOCK	05/16/2006	11/12/2012	2,227.95	3,737.07	-1,509.12
275. TENARIS SA-ADR	06/26/2008	11/12/2012	10,001.52	12,327.65	-2,326.13
300. UNILEVER N V SPONSORED ADR	12/27/2007	11/12/2012	10,790.75	11,137.35	-346.60
950. VALE S.A. ADR	05/16/2006	11/12/2012	17,014.11	12,062.63	4,951.48
50. YARA INTERNATIONAL SPNS	05/16/2006	11/12/2012	2,222.45	771.50	1,450.95
225. COOPER INDUSTRIES PLC	05/16/2006	11/12/2012	17,259.36	10,220.62	7,038.74
Totals					

JSA
2F0970 1.000

ARIA FOUNDATION- WENTWORTH 110011093905
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
600. COOPER INDUSTRIES PLC	12/20/2010	12/03/2012	47,503.07	26,411.03	21,092.04
225. INGERSOLL-RAND PLC	06/26/2008	11/12/2012	10,348.77	10,177.79	170.98
75. PARTNERRE HOLDINGS LTD					
COMMON STOCK	04/19/2006	11/12/2012	5,911.36	4,514.73	1,396.63
825. WEATHERFORD INTNTL LTD	06/26/2008	11/12/2012	8,951.04	24,410.95	-15,459.91
550. NOBLE CORP	05/16/2006	11/12/2012	19,618.06	20,829.45	-1,211.39
225. TRANSOCEAN LTD	06/26/2008	11/12/2012	10,408.26	29,612.82	-19,204.56
643. TRANSOCEAN LTD	06/26/2008	10/28/2013	31,254.46	96,391.75	-65,137.29
175. UBS AG	05/16/2006	11/12/2012	2,666.94	9,427.67	-6,760.73
INGERSOLL-RAND PLC - BASIS ADJ				-39.87	-39 87
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			451,647.00	464,633.13	- 12,986 13
Totals			451,647.00	464,633.13	-12,986.13

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ARIA FOUNDATION
FISCAL YEAR 11/1/2012 - 10/31/2013
CHARLES SCHWAB BROKERAGE A/C #2023-9916

QTY	DESCRIPTION	DATE ACQUIRED	SALE DATE	PROCEEDS	BASIS	TOTAL GAIN / (LOSS)	ST	LT
95000	CAPITAL ONE BANK 4 65XXX **MATURED** DUE 11/19/12	11/12/2008	11/19/2012	$95,000 00	$95,000 00	$0 00		$0 00
95000	CAPITAL ONE NA 4 65XXX **MATURED** DUE 11/19/12	11/12/2008	11/19/2012	$95,000 00	$95,000 00	$0 00		$0 00
95000	DISCOVER BANK N A 4 6XXX **MATURED** DUE 11/19/12	11/12/2008	11/19/2012	$95,000 00	$95,000 00	$0 00		$0 00
13 693	FRANKLIN GOLD & PRECIOUS METALS FD ADV	12/3/2012	5/30/2013	$280 68	$438 46	($157 78)	($157 78)	
2135 979	FRANKLIN GOLD & PRECIOUS METALS FD ADV	5/19/2010	5/30/2013	$43,782 90	$90,950 00	($47,167 10)		($47,167 10)
188 372	FRANKLIN GOLD & PRECIOUS METALS FD ADV	12/1/2011	5/30/2013	$3,861 21	$8,115 06	($4,253 85)		($4,253 85)
251 085	FRANKLIN GOLD & PRECIOUS METALS FD ADV	12/1/2011	5/30/2013	$5,146 69	$10,816 76	($5,670 07)		($5,670 07)
2090 405	FRANKLIN GOLD & PRECIOUS METALS FD ADV	6/11/2012	5/30/2013	$42,848 75	$65,600 00	($22,751 25)	($22,751 25)	
113 919	FRANKLIN GOLD & PRECIOUS METALS FD ADV	12/3/2012	5/30/2013	$2,335 09	$3,647 69	($1,312 60)	($1,312 60)	
3314 707	FRANKLIN GOLD & PRECIOUS METALS FD ADV	9/16/2010	5/30/2013	$67,944 25	$176,475 00	($108,530 75)		($108,530 75)
84 033	FRANKLIN GOLD & PRECIOUS METALS FD ADV	12/1/2010	5/30/2013	$1,722 49	$4,289 89	($2,567 40)		($2,567 40)
15 477	FRANKLIN GOLD & PRECIOUS METALS FD ADV	12/30/2010	5/30/2013	$317 24	$817 47	($500 23)		($500 23)
1739 872	FRANKLIN GOLD & PRECIOUS METALS FD ADV	6/28/2010	5/30/2013	$35,663 57	$81,339 00	($45,675 43)		($45,675 43)
252 029	FRANKLIN GOLD & PRECIOUS METALS FD ADV	12/1/2010	5/30/2013	$5,166 04	$12,866 07	($7,700 03)		($7,700 03)
781 045	FRANKLIN GOLD & PRECIOUS METALS FD ADV	12/1/2010	5/30/2013	$16,009 72	$39,872 36	($23,862 64)		($23,862 64)
4878 593	LATEEF I	12/6/2012	12/24/2012	$57,367 97	$56,006 25	$1,361 72	$1,361 72	
10437 813	LATEEF I	12/23/2010	12/24/2012	$122,739 52	$104,065 00	$18,674 52		$18,674 52
483 655	LATEEF I	12/6/2012	12/24/2012	$5,687 36	$5,552 36	$135 00	$135 00	
11551 81	LATEEF I	11/29/2010	12/24/2012	$135,839 15	$110,550 82	$25,288 33		$25,288 33
3317 822	LOOMIS SAYLES GLOBAL BD FD CL I	12/16/2008	12/24/2012	$57,462 89	$51,233 54	$6,229 35		$6,229 35
422 754	LOOMIS SAYLES GLOBAL BD FD CL I	10/30/2008	12/24/2012	$7,321 87	$6,528 13	$793 74		$793 74
40410 977	LOOMIS SAYLES GLOBAL BD FD CL I	8/13/2008	12/24/2012	$699,896 34	$628,618 55	$71,277 79		$71,277 79
374 607	LOOMIS SAYLES GLOBAL BD FD CL I	9/25/2008	12/24/2012	$6,487 99	$5,784 65	$703 34		$703 34
100	MARKET VECTORS ETF TRUST AGRIBUSINESS	11/24/2009	6/19/2013	$5,346 75	$4,275 37	$1,071 38		$1,071 38
372	MARKET VECTORS ETF TRUST AGRIBUSINESS	11/24/2009	6/19/2013	$19,889 94	$15,904 37	$3,985 57		$3,985 57
100	MARKET VECTORS ETF TRUST AGRIBUSINESS	11/24/2009	6/19/2013	$5,346 75	$4,275 37	$1,071 38		$1,071 38
100	MARKET VECTORS ETF TRUST AGRIBUSINESS	11/24/2009	6/19/2013	$5,346 75	$4,275 37	$1,071 38		$1,071 38
1763	MARKET VECTORS ETF TRUST AGRIBUSINESS	11/24/2009	6/19/2013	$94,263 27	$75,464 63	$18,798 64		$18,798 64
700	MARKET VECTORS ETF TRUST AGRIBUSINESS	11/24/2009	6/19/2013	$37,427 27	$29,959 07	$7,468 20		$7,468 20
52	MARKET VECTORS ETF TRUST AGRIBUSINESS	11/24/2009	6/19/2013	$2,780 31	$2,224 54	$555 77		$555 77
648	MARKET VECTORS ETF TRUST AGRIBUSINESS	11/24/2009	6/19/2013	$34,646 96	$27,733 54	$6,913 42		$6,913 42
500	MARKET VECTORS ETF TRUST AGRIBUSINESS	11/24/2009	6/19/2013	$26,733 77	$21,399 54	$5,334 23		$5,334 23
100	MARKET VECTORS ETF TRUST AGRIBUSINESS	11/24/2009	6/19/2013	$5,346 75	$4,279 87	$1,066 88		$1,066 88
200	MARKET VECTORS ETF TRUST AGRIBUSINESS	11/24/2009	6/19/2013	$10,693 51	$8,551 73	$2,141 78		$2,141 78
600	MARKET VECTORS ETF TRUST AGRIBUSINESS	11/24/2009	6/19/2013	$32,080 52	$25,655 20	$6,425 32		$6,425 32
600	MARKET VECTORS ETF TRUST AGRIBUSINESS	11/24/2009	6/19/2013	$32,080 52	$25,655 20	$6,425 32		$6,425 32
150 788	PIMCO FOREIGN BOND FD UN HEDGED INSTL CL	8/31/2012	6/19/2013	$1,534 93	$1,703 91	($168 98)	($168 98)	
85 999	PIMCO FOREIGN BOND FD UN HEDGED INSTL CL	7/29/2011	6/19/2013	$875 42	$983 83	($108 41)		($108 41)
68 702	PIMCO FOREIGN BOND FD UN HEDGED INSTL CL	9/30/2010	6/19/2013	$699 35	$768 78	($69 43)		($69 43)
93 224	PIMCO FOREIGN BOND FD UN HEDGED INSTL CL	10/31/2011	6/19/2013	$948 96	$1,049 70	($100 74)		($100 74)
87 752	PIMCO FOREIGN BOND FD UN HEDGED INSTL CL	8/31/2011	6/19/2013	$893 26	$1,004 76	($111 50)		($111 50)
109 695	PIMCO FOREIGN BOND FD UN HEDGED INSTL CL	10/31/2012	6/19/2013	$1,116 63	$1,265 88	($149 25)	($149 25)	
115 133	PIMCO FOREIGN BOND FD UN HEDGED INSTL CL	9/28/2012	6/19/2013	$1,171 99	$1,337 84	($165 85)	($165 85)	
74 879	PIMCO FOREIGN BOND FD UN HEDGED INSTL CL	10/29/2010	6/19/2013	$762 22	$857 37	($95 15)		($95 15)
122 299	PIMCO FOREIGN BOND FD UN HEDGED INSTL CL	11/30/2012	6/19/2013	$1,244 93	$1,402 77	($157 84)	($157 84)	
142 627	PIMCO FOREIGN BOND FD UN HEDGED INSTL CL	7/31/2012	6/19/2013	$1,451 86	$1,584 59	($132 73)	($132 73)	
84 923	PIMCO FOREIGN BOND FD UN HEDGED INSTL CL	4/29/2011	6/19/2013	$864 47	$942 64	($78 17)		($78 17)
90 385	PIMCO FOREIGN BOND FD UN HEDGED INSTL CL	9/30/2011	6/19/2013	$920 07	$1,001 47	($81 40)		($81 40)
1785 124	PIMCO FOREIGN BOND FD UN HEDGED INSTL CL	12/12/2012	6/19/2013	$18,171 50	$19,886 28	($1,714 78)	($1,714 78)	
73 614	PIMCO FOREIGN BOND FD UN HEDGED INSTL CL	1/31/2012	6/19/2013	$749 35	$820 06	($70 71)		($70 71)
37020 544	PIMCO FOREIGN BOND FD UN HEDGED INSTL CL	12/24/2012	6/19/2013	$376,847 15	$409,831 29	($32,984 14)	($32,984 14)	
88 708	PIMCO FOREIGN BOND FD UN HEDGED INSTL CL	4/30/2012	6/19/2013	$902 99	$985 55	($82 56)		($82 56)
204 032	PIMCO FOREIGN BOND FD UNHEDGED INSTL CL	12/12/2012	6/19/2013	$2,076 92	$2,272 92	($196 00)	($196 00)	
414 157	PIMCO TOTAL RETURN FUND INSTL CL	7/31/2012	6/19/2013	$4,497 65	$4,750 38	($252 73)	($252 73)	
446 139	PIMCO TOTAL RETURN FUND INSTL CL	8/31/2012	6/19/2013	$4,844 97	$5,130 60	($285 63)	($285 63)	

ARIA FOUNDATION
FISCAL YEAR 11/1/2012 - 10/31/2013
CHARLES SCHWAB BROKERAGE A/C #2023-9916

QTY	DESCRIPTION	DATE ACQUIRED	SALE DATE	PROCEEDS	BASIS	TOTAL GAIN / (LOSS)	ST	LT
2553 628	PIMCO TOTAL RETURN FUND INSTL CL	12/12/2012	6/19/2013	$27,731 84	$29,009 21	($1,277 37)	($1,277 37)	
1874 358	PIMCO TOTAL RETURN FUND INSTL CL	12/12/2012	6/19/2013	$20,355 12	$21,292 71	($937 59)	($937 59)	
5 039	PIMCO TOTAL RETURN FUND INSTL CL	12/9/2009	6/19/2013	$54 72	$54 87	($0 15)		($0 15)
359 072	PIMCO TOTAL RETURN FUND INSTL CL	9/28/2012	6/19/2013	$3,899 44	$4,158 05	($258 61)	($258 61)	
15469 337	PIMCO TOTAL RETURN FUND INSTL CL	1/7/2010	6/19/2013	$167,993 63	$168,151 69	($158 06)		($158 06)
328 282	PIMCO TOTAL RETURN FUND INSTL CL	1/31/2013	6/19/2013	$3,565 07	$3,673 48	($108 41)	($108 41)	
368 909	PIMCO TOTAL RETURN FUND INSTL CL	2/28/2013	6/19/2013	$4,006 27	$4,142 85	($136 58)	($136 58)	
15354 36	PIMCO TOTAL RETURN FUND INSTL CL	2/16/2010	6/19/2013	$166,744 98	$167,976 70	($1,231 72)		($1,231 72)
471 579	PIMCO TOTAL RETURN FUND INSTL CL	5/31/2013	6/19/2013	$5,121 24	$5,220 38	($99 14)	($99 14)	
428 881	PIMCO TOTAL RETURN FUND INSTL CL	12/31/2012	6/19/2013	$4,657 55	$4,820 62	($163 07)	($163 07)	
541 745	PIMCO TOTAL RETURN FUND INSTL CL	6/29/2012	6/19/2013	$5,883 23	$6,121 72	($238 49)	($238 49)	
554 735	PIMCO TOTAL RETURN FUND INSTL CL	4/30/2013	6/19/2013	$6,024 30	$6,290 69	($266 39)	($266 39)	
471 944	PIMCO TOTAL RETURN FUND INSTL CL	3/28/2013	6/19/2013	$5,125 21	$5,304 65	($179 44)	($179 44)	
1949 84	PIMCO TOTAL RETURN FUND INSTL CL	12/27/2012	6/19/2013	$21,174 83	$21,916 20	($741 37)	($741 37)	
573 256	PIMCO TOTAL RETURN FUND INSTL CL	3/31/2011	6/19/2013	$6,225 43	$6,237 02	($11 59)		($11 59)
550 727	PIMCO TOTAL RETURN FUND INSTL CL	2/28/2011	6/19/2013	$5,980 77	$5,991 91	($11 14)		($11 14)
605 411	PIMCO TOTAL RETURN FUND INSTL CL	12/30/2011	6/19/2013	$6,574 63	$6,580 82	($6 19)		($6 19)
540 867	PIMCO TOTAL RETURN FUND INSTL CL	11/30/2012	6/19/2013	$5,873 70	$6,284 88	($411 18)	($411 18)	
64279 155	PIMCO TOTAL RETURN FUND INSTL CL	12/9/2009	6/19/2013	$698,057 50	$700,000 00	($1,942 50)		($1,942 50)
559 17	PIMCO TOTAL RETURN FUND INSTL CL	10/31/2011	6/19/2013	$6,072 46	$6,100 55	($28 09)		($28 09)
527 429	PIMCO TOTAL RETURN FUND INSTL CL	10/31/2012	6/19/2013	$5,727 76	$6,112 90	($385 14)	($385 14)	
18 113	PIMCO TOTAL RETURN FUND INSTL CL	12/9/2009	6/19/2013	$196 70	$197 25	($0 55)		($0 55)
95000	SALLIE MAE BANK 4 7XXX **MATURED** DUE 11/21/12	11/12/2008	11/21/2012	$95,000 00	$95,000 00	$0 00		$0 00
11511 376	SNOW CAPITAL OPPTY I	11/29/2010	12/24/2012	$241,158 46	$212,500 00	$28,658 46		$28,658 46
312 957	SNOW CAPITAL OPPTY I	12/17/2012	12/24/2012	$6,556 32	$6,478 21	$78 11	$78 11	
22 134	SNOW CAPITAL OPPTY I	12/29/2009	12/24/2012	$463 70	$399 97	$63 73		$63 73
1381 979	SNOW CAPITAL OPPTY I	11/25/2009	12/24/2012	$28,951 88	$25,000 00	$3,951 88		$3,951 88
115 444	SNOW CAPITAL OPPTY I	12/30/2010	12/24/2012	$2,418 50	$2,331 97	$86 53		$86 53
6245 8	SNOW CAPITAL OPPTY I	12/23/2010	12/24/2012	$130,846 87	$126,415 00	$4,431 87		$4,431 87
37214 248	SNOW CAPITAL OPPTY I	1/8/2010	12/24/2012	$779,622 77	$700,000 00	$79,622 77		$79,622 77
366	SPDR GOLD TRUST SPDR GOL D SHARES	9/19/2007	6/19/2013	$48,589 02	$26,235 25	$22,353 77		$22,353 77
165	SPDR GOLD TRUST SPDR GOL D SHARES	9/19/2007	6/19/2013	$21,904 89	$11,827 37	$10,077 52		$10,077 52
1000	SPDR GOLD TRUST SPDR GOL D SHARES	9/19/2007	6/19/2013	$132,756 90	$71,681 01	$61,075 89		$61,075 89
125	SPDR GOLD TRUST SPDR GOL D SHARES	11/1/2007	6/19/2013	$16,594 74	$9,763 83	$6,830 91		$6,830 91
1333	SPDR GOLD TRUST SPDR GOL D SHARES	11/1/2007	6/19/2013	$176,966 27	$104,121 51	$72,844 76		$72,844 76
983	SPDR GOLD TRUST SPDR GOL D SHARES	9/19/2007	6/19/2013	$130,501 00	$70,462 44	$60,038 56		$60,038 56
200	SPDR GOLD TRUST SPDR GOL D SHARES	11/1/2007	6/19/2013	$26,551 58	$15,620 13	$10,931 45		$10,931 45
300	SPDR GOLD TRUST SPDR GOL D SHARES	11/1/2007	6/19/2013	$39,827 37	$23,430 19	$16,397 18		$16,397 18
300	SPDR GOLD TRUST SPDR GOL D SHARES	11/1/2007	6/19/2013	$39,827 37	$23,430 19	$16,397 18		$16,397 18
318	SPDR GOLD TRUST SPDR GOLD SHARES	9/19/2007	6/19/2013	$42,216 70	$22,794 56	$19,422 14		$19,422 14
682	SPDR GOLD TRUST SPDR GOLD SHARES	9/19/2007	6/19/2013	$90,540 20	$48,886 45	$41,653 75		$41,653 75
316	SPDR GOLD TRUST SPDR GOLD SHARES	9/19/2007	6/19/2013	$41,951 18	$22,651 20	$19,299 98		$19,299 98
100	SPDR GOLD TRUST SPDR GOLD SHARES	9/19/2007	6/19/2013	$13,275 69	$7,168 10	$6,107 59		$6,107 59
35	SPDR GOLD TRUST SPDR GOLD SHARES	9/19/2007	6/19/2013	$4,646 49	$2,508 84	$2,137 65		$2,137 65
1218	SPDR GOLD TRUST SPDR GOLD SHARES	9/19/2007	6/19/2013	$161,685 72	$87,307 47	$74,378 25		$74,378 25
1242	SPDR GOLD TRUST SPDR GOLD SHARES	11/1/2007	6/19/2013	$164,885 30	$97,013 44	$67,871 86		$67,871 86
1300	SPDR GOLD TRUST SPDR GOLD SHARES	11/1/2007	6/19/2013	$172,585 27	$101,543 86	$71,041 41		$71,041 41
975	SPDR GOLD TRUST SPDR GOLD SHARES	11/1/2007	6/19/2013	$129,438 95	$76,157 89	$53,281 06		$53,281 06
300	SPDR GOLD TRUST SPDR GOLD SHARES	9/19/2007	6/19/2013	$39,824 07	$21,504 30	$18,319 77		$18,319 77
1500	SPDR S&P EMERGING MKTS EMERGING MKTS DIV FD	5/22/2012	8/15/2013	$59,362 22	$66,993 27	($7,631 05)		($7,631 05)
2600	SPDR S&P EMERGING MKTS EMERGING MKTS DIV FD	5/22/2012	8/15/2013	$102,894 51	$116,121 68	($13,227 17)		($13,227 17)
748 183	SPDR S&P OIL & GAS EXPL PRODUCTION ETF	11/24/2009	12/24/2012	$40,654 73	$28,833 48	$11,821 25		$11,821 25
270	SPDR S&P OIL & GAS EXPL PRODUCTION ETF	7/17/2008	12/24/2012	$14,671 24	$16,448 48	($1,777 24)		($1,777 24)
100	SPDR S&P OIL & GAS EXPL PRODUCTION ETF	11/24/2009	12/24/2012	$5,433 79	$3,853 82	$1,579 97		$1,579 97
100	SPDR S&P OIL & GAS EXPL PRODUCTION ETF	7/17/2008	12/24/2012	$5,433 79	$6,092 03	($658 24)		($658 24)

ARIA FOUNDATION
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CHARLES SCHWAB BROKERAGE A/C #2023-9916

QTY	DESCRIPTION	DATE ACQUIRED	SALE DATE	PROCEEDS	BASIS	TOTAL GAIN / (LOSS)	ST	LT
400	SPDR S&P OIL & GAS EXPL PRODUCTION ETF	11/24/2009	12/24/2012	$21,735 17	$15,415 60	$6,319 57		$6,319 57
100	SPDR S&P OIL & GAS EXPL PRODUCTION ETF	7/17/2008	12/24/2012	$5,433 70	$6,093 03	($659 33)		($659 33)
200	SPDR S&P OIL & GAS EXPL PRODUCTION ETF	7/17/2008	12/24/2012	$10,869 59	$12,186 06	($1,316 47)		($1,316 47)
1000	SPDR S&P OIL & GAS EXPL PRODUCTION ETF	7/17/2008	12/24/2012	$54,337 93	$60,930 30	($6,592 37)		($6,592 37)
1281 817	SPDR S&P OIL & GAS EXPL PRODUCTION ETF	7/17/2008	12/24/2012	$69,651 29	$78,101 50	($8,450 21)		($8,450 21)
200	SPDR S&P OIL & GAS EXPL PRODUCTION ETF	11/24/2009	12/24/2012	$10,867 59	$7,707 82	$3,159 77		$3,159 77
176 183	SPDR S&P OIL & GAS EXPL PRODUCTION ETF	7/17/2008	12/24/2012	$9,575 18	$10,734 88	($1,159 70)		($1,159 70)
23 817	SPDR S&P OIL & GAS EXPL PRODUCTION ETF	7/17/2008	12/24/2012	$1,294 41	$1,451 18	($156 77)		($156 77)
42	SPDR S&P OIL & GAS EXPL PRODUCTION ETF	7/17/2008	12/24/2012	$2,282 19	$2,559 07	($276 88)		($276 88)
200	SPDR S&P OIL & GAS EXPL PRODUCTION ETF	7/17/2008	12/24/2012	$10,869 59	$12,186 06	($1,316 47)		($1,316 47)
993 712	TEMPLETON GLOBAL BOND FU ND ADV CL	11/15/2010	12/24/2012	$13,135 95	$13,464 80	($328 85)		($328 85)
876 682	TEMPLETON GLOBAL BOND FU ND ADV CL	4/15/2010	12/24/2012	$11,588 92	$11,861 51	($272 59)		($272 59)
1030 413	TEMPLETON GLOBAL BOND FU ND ADV CL	8/15/2011	12/24/2012	$13,621 10	$14,106 36	($485 26)		($485 26)
1015 145	TEMPLETON GLOBAL BOND FU ND ADV CL	6/15/2011	12/24/2012	$13,419 27	$13,998 85	($579 58)		($579 58)
975 233	TEMPLETON GLOBAL BOND FU ND ADV CL	10/15/2010	12/24/2012	$12,891 67	$13,438 71	($547 04)		($547 04)
17850 61	TEMPLETON GLOBAL BOND FU ND ADV CL	4/12/2010	12/24/2012	$235,968 44	$241,340 25	($5,371 81)		($5,371 81)
1016 106	TEMPLETON GLOBAL BOND FU ND ADV CL	5/16/2011	12/24/2012	$13,431 98	$13,971 46	($539 48)		($539 48)
1001 146	TEMPLETON GLOBAL BOND FU ND ADV CL	4/15/2011	12/24/2012	$13,234 22	$13,865 87	($631 65)		($631 65)
9758 118	TEMPLETON GLOBAL BOND FU ND ADV CL	4/12/2010	9/24/2013	$127,127 93	$131,929 75	($4,801 82)		($4,801 82)
871 807	TEMPLETON GLOBAL BOND FU ND ADV CL	5/15/2013	9/24/2013	$11,357 83	$11,900 16	($542 33)	($542 33)	
7 25	TEMPLETON GLOBAL BOND FU ND ADV CL	1/18/2011	9/24/2013	$94 45	$97 95	($3 50)		($3 50)
1017 277	TEMPLETON GLOBAL BOND FUND ADV CL	7/15/2011	12/24/2012	$13,447 45	$14,079 11	($631 66)		($631 66)
874 721	TEMPLETON GLOBAL BOND FUND ADV CL	4/15/2013	9/24/2013	$11,395 79	$11,834 98	($439 19)	($439 19)	
27153 654	VANGUARD GNMA FUND ADMIR AL SHARE	3/13/2009	11/15/2012	$298,400 75	$288,925 74	$9,475 01		$9,475 01
135 432	VANGUARD GNMA FUND ADMIR AL SHARE	10/31/2012	11/15/2012	$1,488 31	$1,493 81	($5 50)	($5 50)	
132 755	VANGUARD GNMA FUND ADMIR AL SHARE	9/28/2012	11/15/2012	$1,458 89	$1,474 91	($16 02)	($16 02)	
175 46	VANGUARD GNMA FUND ADMIR AL SHARE	6/29/2012	11/15/2012	$1,928 19	$1,938 83	($10 64)	($10 64)	
149 431	VANGUARD GNMA FUND ADMIR AL SHARE	7/31/2012	11/15/2012	$1,642 15	$1,658 68	($16 53)	($16 53)	
8510 151	VANGUARD GNMA FUND ADMIR AL SHARE	3/23/2009	11/15/2012	$93,520 95	$90,551 41	$2,969 54		$2,969 54
92 127	VANGUARD GNMA FUND ADMIR AL SHARE	11/30/2012	12/24/2012	$1,013 31	$1,014 32	($1 01)	($1 01)	
139 841	VANGUARD GNMA FUND ADMIRAL SHARE	8/31/2012	11/15/2012	$1,536 76	$1,552 24	($15 48)	($15 48)	
26771 512	VANGUARD GNMA FUND ADMIRAL SHARE	3/13/2009	12/24/2012	$294,462 72	$284,859 59	$9,603 13		$9,603 13
8 691	VANGUARD PRECIOUS METALS & MINING FD INV	3/22/2010	5/30/2013	$105 85	$181 39	($75 54)		($75 54)
1203 08	VANGUARD PRECIOUS METALS & MINING FD INV	11/24/2009	5/30/2013	$14,652 21	$25,000 00	($10,347 79)		($10,347 79)
11 356	VANGUARD PRECIOUS METALS & MINING FD INV	12/15/2009	5/30/2013	$138 30	$228 59	($90 29)		($90 29)
697 868	VANGUARD PRECIOUS METALS & MINING FD INV	12/16/2010	5/30/2013	$8,499 28	$17,984 07	($9,484 79)		($9,484 79)
36 469	VANGUARD PRECIOUS METALS & MINING FD INV	3/22/2011	5/30/2013	$444 15	$917 92	($473 77)		($473 77)
15276 018	VANGUARD PRECIOUS METALS & MINING FD INV	1/7/2010	5/30/2013	$186,045 37	$337,600 00	($151,554 63)		($151,554 63)
1290 421	VANGUARD PRECIOUS METALS & MINING FD INV	12/16/2011	5/30/2013	$15,715 93	$25,356 78	($9,640 85)		($9,640 85)
2322 861	VANGUARD PRECIOUS METALS & MINING FD INV	6/11/2012	5/30/2013	$28,289 93	$36,400 00	($8,110 07)	($8,110 07)	
545 849	VANGUARD PRECIOUS METALS & MINING FD INV	12/28/2012	5/30/2013	$6,647 85	$8,520 70	($1,872 85)	($1,872 85)	
12 835	VANGUARD PRECIOUS METALS & MINING FD INV	3/19/2013	5/30/2013	$156 33	$177 38	($21 05)	($21 05)	
61 827	VANGUARD PRECIOUS METALS & MINING FD INV	12/16/2011	5/30/2013	$752 99	$1,214 90	($461 91)		($461 91)
289 897	VANGUARD PRECIOUS METALS & MINING FD INV	3/21/2012	5/30/2013	$3,530 63	$5,612 41	($2,081 78)		($2,081 78)
305 358	VANGUARD PRECIOUS METALS & MINING FD INV	3/21/2012	5/30/2013	$3,718 93	$5,911 73	($2,192 80)		($2,192 80)
122 287	VANGUARD PRECIOUS METALS & MINING FD INV	12/16/2010	5/30/2013	$1,489 32	$3,151 34	($1,662 02)		($1,662 02)
				$8,173,794 02	$7,746,998 57	$426,795 45	($75,108 18)	$501,903 63

ARIA FOUNDATION Y/E 10/31/13 13-3603275		
	BASIS END	MKT VAL
FORM 990-PF PART II LINES 10 b INVESTMENTS - CORPORATE STOCK	OF YEAR	END OF YEAR
CHARLES SCHWAB ACCOUNT (SEE STATEMENT ATTACHED)	314,225 59	686,118 84
WENTWORTH (SEE STATEMENT ATTACHED)	1,244,388 63	1,182,542 81
	1,558,614 22	1,868,661 65
	BASIS END	MKT VAL
FORM 990-PF PART II LINE 13, INVESTMENTS - OTHER	OF YEAR	END OF YEAR
CHARLES SCHWAB ACCOUNT (SEE STATEMENT ATTACHED)	22,703,906 29	27,576,260 05
LIONGATE MULTI-STRATEGY FUND CLASS A	900,000 00	858,160 00
PRISMA SPECTRUM FUND LTD	1,500,000 00	1,618,691 00
MPM BIOVENTURES V, LP	615,985 00	676,090 00
ALBRIGHT VENTURES, LLC	1,602,275 61	1,978,314 00
SKOPOS FUND, LLC	364,072 00	260,867 00
JABCAP EMEA FUND LTD	399,980 00	432,715 00
NB GREATER CHINA LONG/SHORT EQUITY FUND LTD	400,000 00	423,801 00
	28,486,218 90	33,824,898 05

ARIA FOUNDATION 13-3603275

CHARLES SCHWAB Y/E 10/31/2013

STOCKS

# SHARES	DESCRIPTION	10/31/2013 COST BASIS	10/31/2013 FMV
9,109 3845	KINDER MORGAN MGMT LLC	314,225 59	686,118 84
		$ 314,225 59	$ 686,118 84

MUTUAL FUNDS / OTHER INVESTMENTS

# SHARES	DESCRIPTION	10/31/2013 BOOK BASIS	10/31/2013 FMV
58,669 492	ALLIANZ NFJ INTL VALUE INST	1,246,014 19	1,354,678 57
166,664 743	DOUBLELINE TOTAL RETURN BD FD CL I	1,883,891 41	1,829,978 88
45,436 575	EATON VANCE ATLANTA CAP	847,823 00	1,071,848 80
2,442 000	ETFS PHYS PLATINUM ETF	387,146 73	345,884 88
51,520 522	FRANKLIN INTL SMALL CAP GROWTH FD	857,486 61	1,143,755 59
56,152 605	GOLDMAN SACHS RISING DIV GROWTH FD	975,491 78	1,060,161 18
93,452 206	GOLDMAN SACHS STRATEGIC INCM FD	978,496 98	985,920 77
23,484 820	HARTFORD CAPITAL APPR FUND CL I	851,933 88	1,080,536 57
8,967 892	ING RUSSIA FUND CL A	393,003 10	312,262 00
7,155 000	ISHARES TR MSCI EAFE	395,408 41	471,371 40
99,157 260	LATEEF I	916,797 18	1,398,117 37
76,606 045	LOOMIS SAYLES STRATEGIC	1,062,743 01	1,254,807 02
6,128 000	MARKET VECTORS ETF TRUST	261,933 08	321,168 48
31,612 018	OPPENHEIMER DEVELOPING MARKETS	914,101 72	1,196,831 00
93,905 259	PIMCO FOREIGN BOND	1,013,418 87	961,589 85
88,067 515	PIMCO TOTAL RETURN	956,352 86	959,935 91
28,907 000	SPDR GOLD TRUST	1,668,101 05	3,692,580 18
15,891 000	SPDR S&P OIL & GAS EXPL PRODUCTION	676,159 63	1,105,695 78
53,173 886	STERLING CAPITAL EQUITY INCM INST	868,741 90	999,669.06
271,327 070	TEMPLETON GLOBAL BOND	3,492,795 88	3,554,384 62
18,854 774	VAN ECK GLOBAL HARD ASSETS FD CL I	777,567 60	747,343 68
35,789 263	VAN ECK INTL INVESTORS GOLD FD I	500,000 00	444,144 75
14,046 000	VANUGARD TOTAL STOCK MKT	778,497 42	1,283,593 71
		$ 22,703,906 29	$ 27,576,260 05
TOTAL		***$ 23,018,131.88***	***$ 28,262,378.89***

· *Details of assets in your account*

DESCRIPTION OF ASSET		QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
CASH & SHORT-TERM								
CASH		242 880	1 0000	242 88	242 88	0 00	0 00	0 00%
TOTAL CASH & SHORT-TERM				**$242.88**	**$242.88**	**$0.00**	**$0.00**	**.00%**
CASH & SHORT-TERM								
VIRTUS INSIGHT GOVERNMENT MONEY MARKET FUND I		73,411 520	1 0000	73,411 52	73,411 52	0 00	7 46	0 01%
TOTAL CASH & SHORT-TERM				**$73,411.52**	**$73,411.52**	**$0.00**	**$7.46**	**.01%**
EQUITY/HIGH VOLATILITY								
U S. equity								
AGRIUM INC Materials	AGU	425 000	102 0200	43,358 50	13,587 16	29,771 34	425 00	0 98%
AXA AMERICAN DEPOSITORY RECEIPT Financials	AXAHY	185 000	16 4700	3,046 95	5,648 66	-2,601 71	135 42	4 44%
BASF SE SPONSORED AMERICAN DEPOSITORY RECEIPT Materials	BASFY	460 000	89 8900	41,349 40	31,840 32	9,509 08	1,109 98	2 68%
BHP BILLITON LTD AMERICAN DEPOSITORY RECEIPT Materials	BHP	1,040 000	72 0400	74,921 60	81,286 65	-6,365 05	2,329 60	3 11%
BRITISH AMERN TOB PLC SPNS ADR Consumer staples	BTI	390 000	105 4300	41,117 70	27,646 29	13,471 41	1,642 68	3 99%
BROOKFIELD ASSET MANAGE-CL A Financials	BAM	382 000	34 7400	13,270 68	12,001 84	1,268 84	213 92	1 61%

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• *Details of assets in your account (continued)*

DESCRIPTION OF ASSET		QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
CANADIAN NATIONAL RAILWAY CO COMMON STOCK ISIN CA1363751027 Industrials	CNI	440 000	89 8300	39,525 20	21,604 88	17,920 32	664 40	1 68%
CANADIAN PACIFIC RAILWAY LTD COMMON STOCK ISIN CA13645T1003 Industrials	CP	635 000	93 3400	59,270 90	39,892 96	19,377 94	895 35	1 51%
CORE LABORATORIES N V Energy	CLB	140 000	103 1800	14,445 20	4,020 50	10,424 70	156 80	1 08%
DANONE SPONSORED AMERICAN DEPOSITORY RECEIPT Consumer staples	DANOY	560 000	12 7800	7,156 80	7,349 94	-193 14	129 36	1 81%
DIAGEO PLC AMERICAN DEPOSITORY RECEIPT Consumer staples	DEO	300 000	119 5700	35,871 00	22,589 67	13,281 33	832 20	2 32%
MANULIFE FINANCIAL CORP COMMON STOCK ISIN CA56501R1064 Financials	MFC	225 000	12 8500	2,891 25	8,018 35	-5,127 10	117 45	4 06%
NESTLE SA SPONSORED AMERICAN DEPOSITORY RECEIPT Consumer staples	NSRGY	1,075 000	65 5000	70,412 50	44,883 75	25,528 75	1,904 90	2 70%
NOVARTIS AG SPONSORED AMERICAN DEPOSITORY RECEIPT Health care	NVS	255 000	62 0500	15,822 75	14,736 69	1,086 06	537 03	3 39%
PARTNERRE LTD BERMUDA Financials	PRE	285 000	82 8800	23,620 80	19,192 68	4,428 12	706 80	2 99%
POTASH CORP SASK INC Materials	POT	2,020 000	38 5200	77,810 40	124,162 46	-46,352 06	1,696 80	2 18%

• Details of assets in your account (continued)

DESCRIPTION OF ASSET		QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
RIO TINTO PLC SPNSD ADR AMERICAN DEPOSITORY RECEIPT Materials	RIO	1,085 000	49 8000	54,033 00	112,335 34	-58,302 34	1,795 68	3 32%
SCHLUMBERGER LTD Energy	SLB	985 000	71 6200	70,545 70	92,958 77	-22,413 07	1,083 50	1 54%
TALISMAN ENERGY INC Energy	TLM	615 000	11 2200	6,900 30	12,578 86	-5,678 56	166 05	2 41%
TENARIS SA AMERICAN DEPOSITORY RECEIPT Energy	TS	725 000	39 9400	28,956 50	49,791 12	-20,834 62	551 00	1 90%
UNILEVER NV NY SHARES Consumer staples	UN	850 000	37 8300	32,155 50	25,163 80	6,991 70	885 70	2 75%
VALE S A AMERICAN DEPOSITORY RECEIPT Industrials	VALE	2,620 000	17 4300	45,666 60	77,639 31	-31,972 71	812 20	1 78%
YARA INTERNATIONAL SPONSORED AMERICAN DEPOSITORY RECEIPT Consumer staples	YARIY	190 000	50 0900	9,517 10	13,630 00	-4,112 90	183 54	1 93%
Total U.S. equity				**$811,666.33**	**$862,560.00**	**-$50,893.67**	**$18,975.36**	**2.34%**
International								
CANADIAN NATURAL RESOURCES Energy	CNQ	585 000	28 4900	16,666 65	26,614 39	-9,947 74	246 87	1 48%
COOPER INDUSTRIES PLC Industrials	CBE	625 000	74 5000	46,562 50	27,820 03	18,742 47	525 00	1 13%
FINNING INTERNATIONAL INC Industrials	FINGF	100 000	22 9080	2,290 80	2,699 79	-408 99	56 20	2 45%

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• *Details of assets in your account (continued)*

DESCRIPTION OF ASSET		QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
INGERSOLL-RAND PLC Industrials	IR	550 000	48 7800	26,829 00	20,459 78	6,369 22	352 00	1 31%
NOBLE CORP Energy	NE	1,515 000	34 4900	52,252 35	85,372 80	-33,120 45	821 13	1 57%
SUNCOR ENERGY INC Energy	SU	1,190 000	32 6100	38,805 90	64,890 92	-26,085 02	617 61	1 59%
TRANSOCEAN LTD Energy	RIG	643 000	46 2000	29,706 60	96,391 75	-66,685 15	0 00	0 00%
UBS AG Financials	UBS	226 000	15 7100	3,550 46	8,225 67	-4,675 21	24 41	0 69%
WEATHERFORD INTNTL LTD Energy	WFT	1,930 000	10 4100	20,091 30	90,177 13	-70,085 83	0 00	0 00%
Total International				**$236,755.56**	**$422,652.26**	**-$185,896.70**	**$2,643.22**	**1.12%**
TOTAL EQUITY/HIGH VOLATILITY				**$1,048,421.89**	**$1,285,212.26**	**-$236,790.37**	**$21,618.58**	**2.06%**
TOTAL ASSETS IN YOUR ACCOUNT				**$1,122,076.29**	**$1,358,866.66**	**-$236,790.37**	**$21,626.04**	**1.93%**

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