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 12/1/2012 **, and ending** 11/30/2013

Name of foundation: THE DOCTOR FAMILY FOUNDATION

A Employer identification number: 20-2047965

Number and street (or P O box number if mail is not delivered to street address): P O. BOX 1501, NJ2-130-03-31 | Room/suite:

B Telephone number (see instructions): 609-274-6834

City or town, state, and ZIP code: PENNINGTON NJ 08534-1501

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 3,143,623

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

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	72,285	72,285		
	5 a	Gross rents				
	b	Net rental income or (loss)				
	6 a	Net gain or (loss) from sale of assets not on line 10	189,391			
	b	Gross sales price for all assets on line 6a 2,273,882				
	7	Capital gain net income (from Part IV, line 2)		189,391		
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	261,676	261,676	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	2,500			2,500
	c	Other professional fees (attach schedule)	17,814	10,688		7,126
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,833	256		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	22,147	10,944	0	9,626
	25	Contributions, gifts, grants paid	159,000			159,000
	26	**Total expenses and disbursements** Add lines 24 and 25	181,147	10,944	0	168,626
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	80,529			
	b	**Net investment income** (if negative, enter -0-)		250,732		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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3 2014

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets

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

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	390	37,732	37,732
	2	Savings and temporary cash investments	83,557	7,772	7,772
	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 ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	2,686,481	2,805,196	3,098,119
	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)	2,770,428	2,850,700	3,143,623
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	2,770,428	2,850,700	
	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)	2,770,428	2,850,700	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,770,428	2,850,700	

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	2,770,428
2	Enter amount from Part I, line 27a	2	80,529
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,850,957
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	257
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,850,700

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	189,391
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	137,519	2,904,220	0 047351
2010	143,489	2,948,826	0 048660
2009	126,504	2,820,440	0 044853
2008	99,836	2,636,123	0 037872
2007	151,204	2,976,563	0 050798

2 **Total** of line 1, column (d)	2	0 229534
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 045907
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,028,427
5 Multiply line 4 by line 3	5	139,026
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,507
7 Add lines 5 and 6	7	141,533
8 Enter qualifying distributions from Part XII, line 4	8	168,626

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	2,507
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	2,507
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	2,507
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 1,900		
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	1,900
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	607
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	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 Instructions for the 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 ▶ $ ________ **(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? *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, col (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NC			
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)*

		Line	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 ▶ MLTC, A DIVISION OF BANK OF AMERICA, N A. Telephone no ▶ 609-274-6834

Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501

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

		Line	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.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b	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?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **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** No: 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? **7b** N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DONALD L DOCTOR 512 MAYMONT DRIVE CRAMERTON, NC 280	PRESIDENT 2 00			
MARY DOCTOR 512 MAYMONT DRIVE CRAMERTON, NC 280	SECRETARY/TRE 2 00			
JORDAN DOCTOR 512 MAYMONT DRIVE CRAMERTON, NC 280	DIRECTOR 2 00			
LANDON DOCTOR 512 MAYMONT DRIVE CRAMERTON, NC 280	DIRECTOR 2 00			

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	0

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

1		Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
	a	Average monthly fair market value of securities	1a	2,948,788
	b	Average of monthly cash balances	1b	125,757
	c	Fair market value of all other assets (see instructions)	1c	
	d	**Total** (add lines 1a, b, and c)	1d	3,074,545
	e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2		Acquisition indebtedness applicable to line 1 assets	2	
3		Subtract line 2 from line 1d	3	3,074,545
4		Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	46,118
5		**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,028,427
6		**Minimum investment return.** Enter 5% of line 5	6	151,421

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	151,421
2a		Tax on investment income for 2012 from Part VI, line 5	2a	2,507		
	b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
	c	Add lines 2a and 2b			2c	2,507
3		Distributable amount before adjustments Subtract line 2c from line 1			3	148,914
4		Recoveries of amounts treated as qualifying distributions			4	
5		Add lines 3 and 4			5	148,914
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	148,914

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	168,626
	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	168,626
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	2,507
6		**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	166,119

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				148,914
2	Undistributed income, if any, as of the end of 2012				
a	Enter amount for 2011 only			133,776	
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2012				
a	From 2007				
b	From 2008				
c	From 2009				
d	From 2010				
e	From 2011				
f	**Total** of lines 3a through e	0			
4	Qualifying distributions for 2012 from Part XII, line 4 ► $ 168,626				
a	Applied to 2011, but not more than line 2a			133,776	
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2012 distributable amount				34,850
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b	Prior years' undistributed income Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
e	Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				114,064
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2008				
b	Excess from 2009				
c	Excess from 2010				
d	Excess from 2011				
e	Excess from 2012				

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			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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))

DONALD AND MARY DOCTOR

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

NONE

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

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

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

DONALD DOCTOR 512 MAYMONT DRIVE CRAMERTON, NC 28032 (704)386 5924

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

FORM ATTACHED

c Any submission deadlines

PRIOR TO MAY 15

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

SEE ATTACHED

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Attached Statement				
Total . . . . ▶ 3a				159,000
b *Approved for future payment* NONE				
Total . . . . ▶ 3b				0

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	72,285	
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	189,391	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		261,676	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 261,676

(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)
	Not Applicable

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	1a(1)		X
(2)	Other assets	1a(2)		X
b	Other transactions			
(1)	Sales of assets to a noncharitable exempt organization	1b(1)		X
(2)	Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3)	Rental of facilities, equipment, or other assets	1b(3)		X
(4)	Reimbursement arrangements	1b(4)		X
(5)	Loans or loan guarantees	1b(5)		X
(6)	Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		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
		Not Applicable	

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

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

Signature of officer or trustee — Date: 1/23/2014 — Title: Trustee

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
DONALD J ROMAN		1/11/2014		P00364310
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219			Phone no 412-355-6000	

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

Recipient(s) paid during the year

Name				
SALVATION ARMY NATIONAL CORP				
Street				
615 SLATERS LN				
City	**State**	**Zip Code**	**Foreign Country**	
ALEXANDRIA	VA	22313		
Relationship	**Foundation Status**			
NONE	509(a)(1)			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				5,000

Name				
HOLY ANGELS INC				
Street				
PO BOX 710				
City	**State**	**Zip Code**	**Foreign Country**	
BELMONT	NC	28012		
Relationship	**Foundation Status**			
NONE	509(a)(2)			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				15,000

Name				
GASTON SKILLS INC				
Street				
1301 BESSEMER CTY RD				
City	**State**	**Zip Code**	**Foreign Country**	
GASTONIA	NC	28052		
Relationship	**Foundation Status**			
NONE	509(a)(1)			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				5,000

Name				
CANCER SERVICES OF GASTON COUNTY				
Street				
246 E GARRISON BLVD				
City	**State**	**Zip Code**	**Foreign Country**	
GASTONIA	NC	28054		
Relationship	**Foundation Status**			
NONE	509(a)(1)			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				7,500

Name				
CRISIS PREGNANCY CENTER OF GASTON COUNTY				
Street				
800 ROBINSON ROAD				
City	**State**	**Zip Code**	**Foreign Country**	
GASTONIA	NC	28056		
Relationship	**Foundation Status**			
NONE	509(a)(1)			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				5,000

Name				
HOUSE OF MERCY INC				
Street				
PO BOX 808 701 MERCY DRIVE				
City	**State**	**Zip Code**	**Foreign Country**	
BELMONT	NC	28012		
Relationship	**Foundation Status**			
NONE	509(a)(1)			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				5,000

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

Recipient(s) paid during the year

Name
THE GASTONIA POTTERS HOUSE, INC
Street
PO BOX 322

City	State	Zip Code	Foreign Country
LOWELL	NC	28098	

Relationship	Foundation Status
NONE	509(a)(1)

Purpose of grant/contribution	Amount
GENERAL OPERATING	10,000

Name
BLUMENTHAL PERFORMING ARTS
Street
130 N TRYON STREET

City	State	Zip Code	Foreign Country
CHARLOTTE	NC	28202	

Relationship	Foundation Status
NONE	509(a)(2)

Purpose of grant/contribution	Amount
GENERAL OPERATING	21,500

Name
SERVING OUR COMMUNITY WITH KINDNESS IN SPRINGWOOD INC
Street
PO BOX 269

City	State	Zip Code	Foreign Country
MC ADENVILLE	NC	28101	

Relationship	Foundation Status
NONE	509(a)(2)

Purpose of grant/contribution	Amount
GENERAL OPERATING	10,000

Name
LUTHERIDGE-LUTHEROCK MINISTRIES INC
Street
28 SPRUCE DR

City	State	Zip Code	Foreign Country
ARDEN	NC	28704	

Relationship	Foundation Status
NONE	509(a)(1)

Purpose of grant/contribution	Amount
GENERAL OPERATING	15,000

Name
NETWORK FOR GOOD INC
Street
1140 CONNECTICUT AVENUE NW STE 700

City	State	Zip Code	Foreign Country
WASHINGTON	DC	20036	

Relationship	Foundation Status
NONE	509(a)(1)

Purpose of grant/contribution	Amount
GENERAL OPERATING	10,000

Name
ST JOSEPH SCHOOL
Street
17221 HOFFMAN RD

City	State	Zip Code	Foreign Country
MONROEVILLE	IN	46773	

Relationship	Foundation Status
NONE	509(a)(1)

Purpose of grant/contribution	Amount
GENERAL OPERATING	15,000

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

Recipient(s) paid during the year

Name GASTON COUNTY SCHOOLS				
Street				
City GASTONIA	**State** NC	**Zip Code** 28053	**Foreign Country**	
Relationship NONE	**Foundation Status** PUBLIC CHARITY			
Purpose of grant/contribution GENERAL OPERATING				**Amount** 10,000

Name TOWN OF CRAMERTON				
Street				
City CRAMERTON	**State** NC	**Zip Code** 28032	**Foreign Country**	
Relationship NONE	**Foundation Status** PUBLIC CHARITY			
Purpose of grant/contribution GENERAL OPERATING				**Amount** 25,000

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**

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

	Amount
Long Term CG Distributions	11
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	2,273,882	2,084,491	189,391
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	ISHARES TIPS	464287176			4/19/2011		1/28/2013	3,130	2,877				0	253
2	X	ISHARES TIPS	464287176			4/12/2011		1/28/2013	25,644	23,329				0	2,315
3	X	ISHARES TIPS	464287176			4/29/2011		5/8/2013	9,392	8,676				0	716
4	X	ISHARES TIPS	464287176			4/19/2011		5/8/2013	31,311	28,803				0	2,508
5	X	ISHARES TIPS	464287176			4/29/2011		6/28/2013	23,870	23,803				0	67
6	X	ISHARES TIPS	464287176			4/23/2012		6/28/2013	669	716				0	-47
7	X	ISHARES IBOXX $	464287242			7/21/2009		1/25/2013	21,257	18,044				0	3,213
8	X	ISHARES IBOXX $	464287242			7/29/2009		2/20/2013	25,300	21,717				0	3,583
9	X	ISHARES IBOXX $	464287242			7/21/2009		2/20/2013	4,654	3,976				0	678
10	X	ISHARES IBOXX $	464287242			7/29/2009		5/22/2013	17,890	15,263				0	2,627
11	X	ISHARES IBOXX $	464287242			7/29/2009		11/25/2013	2,517	2,255				0	262
12	X	ISHARES 7-10 YEAR	464287440			8/25/2011		5/23/2013	5,846	5,666				0	180
13	X	ISHARES 7-10 YEAR	464287440			8/26/2011		5/23/2013	18,387	17,869				0	518
14	X	ISHARES 7-10 YEAR	464287440			5/23/2012		7/30/2013	14,160	14,917				0	-757
15	X	ISHARES 7-10 YEAR	464287440			9/12/2011		7/30/2013	18,744	19,335				0	-591
16	X	ISHARES 7-10 YEAR	464287440			8/26/2011		7/30/2013	12,224	12,395				0	-171
17	X	ISHARES 1-3 YEAR	464287457			5/16/2012		11/25/2013	6,509	6,505				0	4
18	X	ISHARES RUSSELL MIDCAP	464287499			4/23/2012		5/7/2013	655	537				0	118
19	X	ISHARES RUSSELL MIDCAP	464287499			4/14/2011		5/7/2013	15,593	12,791				0	2,802
20	X	ISHARES RUSSELL MIDCAP	464287499			10/24/2011		5/7/2013	36,296	27,329				0	8,967
21	X	ISHARES RUSSELL MIDCAP	464287499			4/23/2012		11/25/2013	5,562	4,081				0	1,481
22	X	ISHARES COHEN & STEERS	464287564			7/17/2012		5/22/2013	8,778	7,803				0	975
23	X	ISHARES COHEN & STEERS	464287564			2/8/2013		5/28/2013	4,643	4,382				0	261
24	X	ISHARES COHEN & STEERS	464287564			7/17/2012		5/28/2013	34,567	32,677				0	1,890
25	X	ISHARES COHEN & STEERS	464287564			2/8/2013		7/19/2013	21,839	21,018				0	821
26	X	ISHARES COHEN & STEERS	464287564			2/8/2013		8/19/2013	5,494	6,010				0	-516
27	X	ISHARES COHEN & STEERS	464287564			2/12/2013		8/19/2013	38,238	42,220				0	-3,982
28	X	ISHARES TR RUSSELL 2000	464287655			7/9/2012		5/22/2013	55,808	44,758				0	11,050
29	X	SECTOR SPDR CONSMRS ST	81369Y308			5/25/2012		11/25/2013	906	716				0	190
30	X	CONSUMER DISCRETIONARY	81369Y407			9/21/2011		12/13/2012	11,372	9,068				0	2,304
31	X	CONSUMER DISCRETIONARY	81369Y407			12/10/2010		12/13/2012	24,435	19,603				0	4,832
32	X	CONSUMER DISCRETIONARY	81369Y407			11/4/2010		12/13/2012	6,109	4,741				0	1,368
33	X	CONSUMER DISCRETIONARY	81369Y407			1/5/2012		9/17/2013	41,857	27,195				0	14,662
34	X	CONSUMER DISCRETIONARY	81369Y407			9/21/2011		9/17/2013	10,221	6,295				0	3,926
35	X	CONSUMER DISCRETIONARY	81369Y407			1/5/2012		11/25/2013	5,068	3,083				0	1,985
36	X	SECTOR SPDR ENERGY	81369Y506			1/24/2013		7/30/2013	4,583	4,305				0	278
37	X	SECTOR SPDR ENERGY	81369Y506			8/17/2012		7/30/2013	37,561	33,320				0	4,241
38	X	SECTOR SPDR ENERGY	81369Y506			1/24/2013		11/25/2013	5,425	4,766				0	659
39	X	SECTOR SPDR FINANCIAL	81369Y605			1/12/2012		2/27/2013	4,403	3,528				0	875
40	X	SECTOR SPDR FINANCIAL	81369Y605			1/23/2012		2/27/2013	38,634	31,728				0	6,906
41	X	SECTOR SPDR FINANCIAL	81369Y605			3/19/2012		2/27/2013	34,004	31,282				0	2,722
42	X	SECTOR SPDR FINANCIAL	81369Y605			9/27/2012		5/22/2013	26,984	20,980				0	6,004
43	X	SECTOR SPDR FINANCIAL	81369Y605			4/23/2012		5/22/2013	589	439				0	150
44	X	SECTOR SPDR FINANCIAL	81369Y605			3/19/2012		5/22/2013	2,376	1,881				0	495
45	X	SECTOR SPDR FINANCIAL	81369Y605			10/4/2012		10/22/2013	18,360	14,155				0	4,205
46	X	ISHARES TR RUSSELL 2000	464287655			10/1/2012		9/18/2013	46,795	37,080				0	9,715
47	X	ISHARES TR RUSSELL 2000	464287655			7/9/2012		9/18/2013	1,386	1,045				0	341
48	X	ISHARES TR RUSSELL 2000	464287655			10/1/2012		11/25/2013	8,408	6,335				0	2,073
49	X	ISHARES JP MORGAN EM BO	464288281			1/19/2012		5/22/2013	11,340	10,376				0	964
50	X	ISHARES JP MORGAN EM BO	464288281			1/25/2012		5/22/2013	16,831	15,471				0	1,360
51	X	ISHARES JP MORGAN EM BO	464288281			9/6/2012		9/5/2013	18,942	21,709				0	-2,767
52	X	ISHARES JP MORGAN EM BO	464288281			4/10/2012		9/5/2013	16,228	17,418				0	-1,190
53	X	ISHARES JP MORGAN EM BO	464288281			4/10/2012		9/5/2013	10,884	11,687				0	-803
54	X	ISHARES JP MORGAN EM BO	464288281			1/25/2012		9/5/2013	13,611	14,272				0	-661
55	X	ISHARES MBS ETF	464288588			3/3/2009		11/25/2013	2,329	2,307				0	22
56	X	ISHARES 1-3 YEAR	464288646			2/9/2012		11/25/2013	6,118	6,086				0	32
57	X	ISHARES SHORT TREASURY	464288679			11/14/2012		1/24/2013	23,146	23,144				0	2
58	X	ISHARES SHORT TREASURY	464288679			11/14/2012		1/25/2013	19,949	19,948				0	1
59	X	ISHARES SHORT TREASURY	464288679			11/15/2012		1/25/2013	8,487	8,486				0	1
60	X	ISHARES SHORT TREASURY	464288679			11/15/2012		3/20/2013	34,060	34,073				0	-13
61	X	ISHARES SHORT TREASURY	464288679			6/5/2013		8/8/2013	40,016	40,042				0	-26
62	X	ISHARES SHORT TREASURY	464288679			6/26/2013		8/8/2013	13,890	13,898				0	-8
63	X	ISHARES SHORT TREASURY	464288679			6/26/2013		11/25/2013	992	993				0	-1
64	X	ISHARES U S PREFERRED	464288687			2/3/2012		6/12/2013	11,089	11,024				0	65
65	X	ISHARES U S PREFERRED	464288687			1/23/2012		6/12/2013	20,788	20,322				0	466
66	X	ISHARES U S PREFERRED	464288687			4/20/2012		8/8/2013	22,613	22,924				0	-311
67	X	ISHARES U S PREFERRED	464288687			2/3/2012		8/8/2013	9,030	9,079				0	-49
68	X	ISHARES U S PREFERRED	464288687			4/20/2012		11/25/2013	1,827	1,862				0	-35

1/11/2014 11.43:30 AM - JRS - BCR - THE DOCTOR FAMILY FOUNDATION

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

	Amount
Long Term CG Distributions	11
Short Term CG Distributions	0

Totals	Gross Sales	Cost Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	2,273,882	2,084,491	189,391
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
69	X	DB US DOLLAR IND BULLISH	73936D107			5/22/2013		8/8/2013	49,210	51,566				0	-2,356
70	X	DB US DOLLAR IND BULLISH	73936D107			6/28/2013		9/18/2013	39,934	41,762				0	-1,828
71	X	DB US DOLLAR IND BULLISH	73936D107			5/22/2013		9/18/2013	12,864	13,613				0	-749
72	X	POWERSHARES EXCHANGE	73936Q769			4/23/2012		1/10/2013	27,331	26,517				0	814
73	X	POWERSHARES EXCHANGE	73936Q769			4/23/2012		11/25/2013	4,520	4,459				0	61
74	X	SPDR S&P 500 ETF TRUST	78462F103			10/14/2011		11/25/2013	7,778	5,233				0	2,545
75	X	WHFIT - TRUST ASSET SALE	78463V107			4/29/2011		12/11/2012	7	7				0	0
76	X	WHFIT - TRUST ASSET SALE	78463V107			11/8/2012		12/11/2012	9	9				0	0
77	X	WHFIT - TRUST ASSET SALE	78463V107			6/22/2011		12/11/2012	8	8				0	0
78	X	WHFIT - TRUST ASSET SALE	78463V107			10/11/2012		12/11/2012	12	13				0	-1
79	X	WHFIT - TRUST ASSET SALE	78463V107			4/14/2011		12/11/2012	2	1				0	1
80	X	WHFIT - TRUST ASSET SALE	78463V107			4/23/2012		12/11/2012	0	0				0	0
81	X	SPDR GOLD TRUST	78463V107			4/29/2011		2/8/2013	23,245	21,539				0	1,706
82	X	SPDR GOLD TRUST	78463V107			6/22/2011		2/8/2013	8,071	7,547				0	524
83	X	SPDR GOLD TRUST	78463V107			4/14/2011		2/8/2013	5,327	4,701				0	626
84	X	SPDR GOLD TRUST	78463V107			10/11/2012		2/12/2013	24,119	25,897				0	-1,778
85	X	SPDR GOLD TRUST	78463V107			6/22/2011		2/12/2013	17,890	16,905				0	985
86	X	SECTOR SPDR FINANCIAL	81369Y605			9/27/2012		10/22/2013	36,469	27,468				0	9,001
87	X	SECTOR SPDR FINANCIAL	81369Y605			10/4/2012		10/29/2013	43,806	34,031				0	9,775
88	X	SECTOR SPDR FINANCIAL	81369Y605			5/23/2013		11/25/2013	2,392	2,201				0	191
89	X	SECTOR SPDR FINANCIAL	81369Y605			10/4/2012		11/25/2013	409	307				0	102
90	X	SECTOR SPDR INDUSTRIAL	81369Y704			8/21/2012		5/22/2013	29,789	25,037				0	4,752
91	X	SECTOR SPDR INDUSTRIAL	81369Y704			8/21/2012		11/25/2013	7,690	5,734				0	1,956
92	X	AMEX TECHNLGY SELCT SPD	81369Y803			7/31/2012		7/19/2013	23,812	22,287				0	1,525
93	X	AMEX TECHNLGY SELCT SPD	81369Y803			8/16/2012		7/19/2013	3,874	3,745				0	129
94	X	SECTOR SPDR UTILITIES	81369Y886			5/11/2012		5/7/2013	29,622	26,410				0	3,212
95	X	SECTOR SPDR UTILITIES	81369Y886			5/8/2012		5/7/2013	9,388	8,261				0	1,127
96	X	SECTOR SPDR UTILITIES	81369Y886			5/15/2012		5/7/2013	11,128	9,824				0	1,304
97	X	SECTOR SPDR UTILITIES	81369Y886			6/15/2012		5/23/2013	3,834	3,630				0	204
98	X	SECTOR SPDR UTILITIES	81369Y886			5/15/2012		5/23/2013	23,436	21,400				0	2,036
99	X	SECTOR SPDR UTILITIES	81369Y886			5/25/2012		5/23/2013	13,968	12,789				0	1,179
100	X	SECTOR SPDR UTILITIES	81369Y886			8/8/2013		9/20/2013	6,348	6,693				0	-345
101	X	SECTOR SPDR UTILITIES	81369Y886			6/15/2012		9/20/2013	43,193	42,592				0	601
102	X	SECTOR SPDR UTILITIES	81369Y886			8/8/2013		11/25/2013	1,622	1,663				0	-41
103	X	VANGUARD MSCI EMERGING	922042858			10/25/2012		3/22/2013	9,209	9,123				0	86
104	X	VANGUARD MSCI EMERGING	922042858			8/14/2012		3/22/2013	66,450	65,222				0	1,228
105	X	VANGUARD MSCI EMERGING	922042858			10/25/2012		5/22/2013	20,097	18,972				0	1,125
106	X	VANGUARD MSCI EMERGING	922042858			10/25/2012		6/28/2013	12,929	13,957				0	-1,028
107	X	VANGUARD MSCI EMERGING	922042858			10/26/2012		6/28/2013	29,071	31,293				0	-2,222
108	X	VANGUARD MSCI PACIFIC	922042866			10/7/2010		6/5/2013	1,389	1,343				0	46
109	X	VANGUARD MSCI PACIFIC	922042866			1/25/2013		6/5/2013	1,167	1,149				0	18
110	X	VANGUARD MSCI PACIFIC	922042866			8/24/2011		6/5/2013	14,722	13,544				0	1,178
111	X	VANGUARD MSCI PACIFIC	922042866			10/7/2010		6/5/2013	9,722	9,683				0	39
112	X	VANGUARD MSCI PACIFIC	922042866			4/23/2012		6/5/2013	111	102				0	9
113	X	VANGUARD MSCI PACIFIC	922042866			6/17/2011		6/5/2013	12,944	12,594				0	350
114	X	VANGUARD MSCI PACIFIC	922042866			1/25/2013		11/25/2013	5,749	5,094				0	655
115	X	VANGUARD MSCI EUROPEAN	922042874			8/7/2012		5/22/2013	34,014	28,808				0	5,206
116	X	VANGUARD MSCI EUROPEAN	922042874			8/7/2012		7/5/2013	10,453	9,737				0	716
117	X	VANGUARD MSCI EUROPEAN	922042874			8/16/2012		7/5/2013	30,396	28,498				0	1,898
118	X	VANGUARD MSCI EUROPEAN	922042874			8/16/2012		11/25/2013	8,191	6,512				0	1,679
119	X	SPDR GOLD TRUST	78463V107			4/23/2012		2/12/2013	319	316				0	3
120	X	SPDR GOLD TRUST	78463V107			10/11/2012		6/26/2013	10,948	15,784				0	-4,836
121	X	SPDR GOLD TRUST	78463V107			5/22/2013		6/26/2013	2,023	2,271				0	-248
122	X	SPDR GOLD TRUST	78463V107			11/8/2012		6/26/2013	20,587	29,067				0	-8,480
123	X	SPDR BARCLAYS	78464A417			2/7/2012		5/22/2013	32,162	30,556				0	1,606
124	X	SPDR BARCLAYS	78464A417			10/26/2012		5/22/2013	28,455	27,566				0	889
125	X	SPDR BARCLAYS	78464A417			1/24/2012		5/22/2013	458	431				0	27
126	X	SPDR BARCLAYS	78464A417			8/22/2012		5/22/2013	25,955	24,845				0	1,110
127	X	SPDR BARCLAYS	78464A417			10/26/2012		11/25/2013	3,328	3,314				0	14
128	X	SPDR BARCLAYS INTL	78464A516			1/10/2013		11/25/2013	3,593	3,763				0	-170
129	X	MATERIALS SELECT SECTOR	81369Y100			4/23/2012		7/5/2013	77	72				0	5
130	X	MATERIALS SELECT SECTOR	81369Y100			1/11/2012		7/5/2013	32,198	30,036				0	2,162
131	X	MATERIALS SELECT SECTOR	81369Y100			9/10/2012		7/5/2013	3,509	3,397				0	112
132	X	MATERIALS SELECT SECTOR	81369Y100			12/29/2010		7/5/2013	4,280	4,283				0	-3
133	X	MATERIALS SELECT SECTOR	81369Y100			9/10/2012		7/19/2013	31,807	29,526				0	2,281
134	X	MATERIALS SELECT SECTOR	81369Y100			9/10/2012		11/25/2013	1,737	1,456				0	281
135	X	HEALTH CARE SELECT SPDR	81369Y209			5/12/2011		2/8/2013	19,874	16,648				0	3,226
136	X	HEALTH CARE SELECT SPDR	81369Y209			4/21/2011		2/8/2013	21,173	16,792				0	4,381

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

	Amount
Long Term CG Distributions	11
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	2,273,882	2,084,491	189,391
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
137	X	HEALTH CARE SELECT SPDR	81369Y209			5/12/2011		5/22/2013	3,714	2,684				0	1,030
138	X	HEALTH CARE SELECT SPDR	81369Y209			5/12/2011		11/25/2013	2,945	1,922				0	1,023
139	X	HEALTH CARE SELECT SPDR	81369Y209			1/6/2012		11/25/2013	2,945	1,868				0	1,077
140	X	SECTOR SPDR CONSMRS ST	81369Y308			5/3/2011		12/7/2012	12,613	11,067				0	1,546
141	X	SECTOR SPDR CONSMRS ST	81369Y308			11/10/2009		12/7/2012	28,622	21,283				0	7,339
142	X	SECTOR SPDR CONSMRS ST	81369Y308			11/2/2009		12/7/2012	614	445				0	169
143	X	SECTOR SPDR CONSMRS ST	81369Y308			6/17/2011		6/26/2013	27,092	21,380				0	5,712
144	X	SECTOR SPDR CONSMRS ST	81369Y308			5/3/2011		6/26/2013	12,156	9,703				0	2,453
145	X	SECTOR SPDR CONSMRS ST	81369Y308			8/31/2011		8/16/2013	40,930	31,638				0	9,292
146	X	SECTOR SPDR CONSMRS ST	81369Y308			4/23/2012		8/16/2013	363	305				0	58
147	X	SECTOR SPDR CONSMRS ST	81369Y308			8/24/2011		8/16/2013	16,695	12,558				0	4,137
148	X	SECTOR SPDR CONSMRS ST	81369Y308			6/17/2011		8/16/2013	927	721				0	206
149	X	SECTOR SPDR CONSMRS ST	81369Y308			5/25/2012		8/16/2013	3,428	2,896				0	532

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

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		2,500	0	0	2,500
	Description				
1	TAX PREP FEES	2,500			2,500

Part I, Line 16c (990-PF) - Other Professional Fees

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		17,814	10,688	0	7,126
	Description				
1	MERRILL LYNCH FEES AS AGENT	17,814	10,688		7,126

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

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		1,833	256	0	0
	Description				
1	FOREIGN TAX WITHHELD	256	256		
2	ESTIMATED EXCISE PAYMENTS	1,577			

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

	Amount
Long Term CG Distributions	11
Short Term CG Distributions	0

#	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						2,273,871	0	0	2,084,491	189,380	0	0	0	189,380
1	ISHARES TIPS	464287176		4/19/2011	1/28/2013	3,130		0	2,877	253	0	0	0	253
2	ISHARES TIPS	464287176		4/12/2011	1/28/2013	25,644		0	23,329	2,315	0	0	0	2,315
3	ISHARES TIPS	464287176		4/29/2011	5/8/2013	9,392		0	8,676	716	0	0	0	716
4	ISHARES TIPS	464287176		4/19/2011	5/8/2013	31,311		0	28,803	2,508	0	0	0	2,508
5	ISHARES TIPS	464287176		4/29/2011	6/28/2013	23,870		0	23,803	67	0	0	0	67
6	ISHARES TIPS	464287176		4/23/2012	6/28/2013	669		0	716	-47	0	0	0	-47
7	ISHARES IBOXX $	464287242		7/21/2009	1/25/2013	21,257		0	18,044	3 213	0	0	0	3,213
8	ISHARES IBOXX $	464287242		7/29/2009	2/20/2013	25,300		0	21,717	3,583	0	0	0	3,583
9	ISHARES IBOXX $	464287242		7/21/2009	2/20/2013	4,654		0	3,976	678	0	0	0	678
10	ISHARES IBOXX $	464287242		7/29/2009	5/22/2013	17 890		0	15,263	2,627	0	0	0	2,627
11	ISHARES IBOXX $	464287242		7/29/2009	11/25/2013	2,517		0	2,255	262	0	0	0	262
12	ISHARES 7-10 YEAR	464287440		8/25/2011	5/23/2013	5 846		0	5,666	180	0	0	0	180
13	ISHARES 7 10 YEAR	464287440		8/26/2011	5/23/2013	18,387		0	17,869	518	0	0	0	518
14	ISHARES 7-10 YEAR	464287440		5/23/2012	7/30/2013	14,160		0	14,917	-757	0	0	0	-757
15	ISHARES 7-10 YEAR	464287440		9/12/2011	7/30/2013	18,744		0	19,335	-591	0	0	0	-591
16	ISHARES 7-10 YEAR	464287440		8/26/2011	7/30/2013	12 224		0	12,395	-171	0	0	0	-171
17	ISHARES 1-3 YEAR	464287457		5/16/2012	11/25/2013	6 509		0	6,505	4	0	0	0	4
18	ISHARES RUSSELL MIDCAP	464287499		4/23/2012	5/7/2013	655		0	537	118	0	0	0	118
19	ISHARES RUSSELL MIDCAP	464287499		4/14/2011	5/7/2013	15,593		0	12,791	2,802	0	0	0	2,802
20	ISHARES RUSSELL MIDCAP	464287499		10/24/2011	5/7/2013	36,296		0	27,329	8,967	0	0	0	8,967
21	ISHARES RUSSELL MIDCAP	464287499		4/23/2012	11/25/2013	5 562		0	4,081	1 481	0	0	0	1,481
22	ISHARES COHEN & STEERS	464287564		7/17/2012	5/22/2013	8 778		0	7,803	975	0	0	0	975
23	ISHARES COHEN & STEERS	464287564		2/8/2013	5/28/2013	4 643		0	4,382	261	0	0	0	261
24	ISHARES COHEN & STEERS	464287564		7/17/2012	5/28/2013	34 567		0	32 677	1,890	0	0	0	1 890
25	ISHARES COHEN & STEERS	464287564		2/8/2013	7/19/2013	21 839		0	21,018	821	0	0	0	821
26	ISHARES COHEN & STEERS	464287564		2/8/2013	8/19/2013	5,494		0	6,010	-516	0	0	0	-516
27	ISHARES COHEN & STEERS	464287564		2/12/2013	8/19/2013	38,238		0	42,220	-3,982	0	0	0	-3,982
28	ISHARES TR RUSSELL 2000	464287655		7/9/2012	5/22/2013	55 808		0	44,758	11 050	0	0	0	11,050
29	SECTOR SPDR CONSMRS STPL	81369Y308		5/25/2012	11/25/2013	906		0	716	190	0	0	0	190
30	CONSUMER DISCRETIONARY	81369Y407		9/21/2011	12/13/2012	11,372		0	9,068	2,304	0	0	0	2,304
31	CONSUMER DISCRETIONARY	81369Y407		12/10/2010	12/13/2012	24,435		0	19 603	4,832	0	0	0	4 832
32	CONSUMER DISCRETIONARY	81369Y407		11/4/2010	12/13/2012	6,109		0	4,741	1,368	0	0	0	1,368
33	CONSUMER DISCRETIONARY	81369Y407		1/5/2012	9/17/2013	41,857		0	27,195	14,662	0	0	0	14,662
34	CONSUMER DISCRETIONARY	81369Y407		9/21/2011	9/17/2013	10,221		0	6,295	3,926	0	0	0	3,926
35	CONSUMER DISCRETIONARY	81369Y407		1/5/2012	11/25/2013	5,068		0	3,083	1,985	0	0	0	1,985
36	SECTOR SPDR ENERGY	81369Y506		1/24/2013	7/30/2013	4,583		0	4,305	278	0	0	0	278
37	SECTOR SPDR ENERGY	81369Y506		8/17/2012	7/30/2013	37 561		0	33,320	4,241	0	0	0	4,241
38	SECTOR SPDR ENERGY	81369Y506		1/24/2013	11/25/2013	5,425		0	4,766	659	0	0	0	659
39	SECTOR SPDR FINANCIAL	81369Y605		1/12/2012	2/27/2013	4,403		0	3,528	875	0	0	0	875
40	SECTOR SPDR FINANCIAL	81369Y605		1/23/2012	2/27/2013	38,634		0	31,728	6,906	0	0	0	6,906
41	SECTOR SPDR FINANCIAL	81369Y605		3/19/2012	2/27/2013	34,004		0	31,282	2,722	0	0	0	2,722
42	SECTOR SPDR FINANCIAL	81369Y605		9/27/2012	5/22/2013	26,984		0	20 980	6,004	0	0	0	6,004
43	SECTOR SPDR FINANCIAL	81369Y605		4/23/2012	5/22/2013	589		0	439	150	0	0	0	150
44	SECTOR SPDR FINANCIAL	81369Y605		3/19/2012	5/22/2013	2,376		0	1,881	495	0	0	0	495
45	SECTOR SPDR FINANCIAL	81369Y605		10/4/2012	10/22/2013	18,360		0	14,155	4,205	0	0	0	4 205
46	ISHARES TR RUSSELL 2000	464287655		10/1/2012	9/18/2013	46,795		0	37,080	9,715	0	0	0	9,715
47	ISHARES TR RUSSELL 2000	464287655		7/9/2012	9/18/2013	1,386		0	1,045	341	0	0	0	341
48	ISHARES TR RUSSELL 2000	464287655		10/1/2012	11/25/2013	8,408		0	6,335	2,073	0	0	0	2,073
49	ISHARES JP MORGAN EM BON	464288281		1/19/2012	5/22/2013	11 340		0	10,376	964	0	0	0	964
50	ISHARES JP MORGAN EM BON	464288281		1/25/2012	5/22/2013	16,831		0	15,471	1,360	0	0	0	1,360
51	ISHARES JP MORGAN EM BON	464288281		9/6/2012	9/5/2013	18,942		0	21,709	-2 767	0	0	0	-2,767
52	ISHARES JP MORGAN EM BON	464288281		4/10/2012	9/5/2013	16,228		0	17,418	-1,190	0	0	0	-1,190
53	ISHARES JP MORGAN EM BON	464288281		4/10/2012	9/5/2013	10,884		0	11,687	-803	0	0	0	-803
54	ISHARES JP MORGAN EM BON	464288281		1/25/2012	9/5/2013	13,611		0	14,272	-661	0	0	0	-661
55	ISHARES MBS ETF	464288588		3/3/2009	11/25/2013	2 329		0	2,307	22	0	0	0	22
56	ISHARES 1-3 YEAR	464288646		2/9/2012	11/25/2013	6,118		0	6,086	32	0	0	0	32
57	ISHARES SHORT TREASURY	464288679		11/14/2012	1/24/2013	23,146		0	23,144	2	0	0	0	2
58	ISHARES SHORT TREASURY	464288679		11/14/2012	1/25/2013	19 949		0	19,948	1	0	0	0	1
59	ISHARES SHORT TREASURY	464288679		11/15/2012	1/25/2013	8,487		0	8,486	1	0	0	0	1
60	ISHARES SHORT TREASURY	464288679		11/15/2012	3/20/2013	34,060		0	34,073	-13	0	0	0	-13
61	ISHARES SHORT TREASURY	464288679		6/5/2013	8/8/2013	40,016		0	40,042	-26	0	0	0	-26
62	ISHARES SHORT TREASURY	464288679		6/26/2013	8/8/2013	13,890		0	13,898	-8	0	0	0	-8
63	ISHARES SHORT TREASURY	464288679		6/26/2013	11/25/2013	992		0	993	-1	0	0	0	-1
64	ISHARES U S PREFERRED	464288687		2/3/2012	6/12/2013	11,089		0	11,024	65	0	0	0	65
65	ISHARES U S PREFERRED	464288687		1/23/2012	6/12/2013	20,788		0	20,322	466	0	0	0	466
66	ISHARES U S PREFERRED	464288687		4/20/2012	8/8/2013	22,613		0	22,924	-311	0	0	0	-311
67	ISHARES U S PREFERRED	464288687		2/3/2012	8/8/2013	9,030		0	9 079	-49	0	0	0	-49
68	ISHARES U S PREFERRED	464288687		4/20/2012	11/25/2013	1 827		0	1,862	-35	0	0	0	-35
69	DB US DOLLAR IND BULLISH	73936D107		5/22/2013	8/8/2013	49,210		0	51,566	-2 356	0	0	0	-2,356
70	DB US DOLLAR IND BULLISH	73936D107		6/28/2013	9/18/2013	39,934		0	41,762	-1,828	0	0	0	-1,828
71	DB US DOLLAR IND BULLISH	73936D107		5/22/2013	9/18/2013	12,864		0	13,613	-749	0	0	0	-749
72	POWERSHARES EXCHANGE	73936Q769		4/23/2012	1/10/2013	27,331		0	26,517	814	0	0	0	814
73	POWERSHARES EXCHANGE	73936Q769		4/23/2012	11/25/2013	4,520		0	4,459	61	0	0	0	61
74	SPDR S&P 500 ETF TRUST	78462F103		10/14/2011	11/25/2013	7,778		0	5 233	2,545	0	0	0	2,545
75	WHFIT - TRUST ASSET SALE	78463V107		4/29/2011	12/11/2012	7		0	7	0	0	0	0	0
76	WHFIT - TRUST ASSET SALE	78463V107		11/8/2012	12/11/2012	9		0	9	0	0	0	0	0
77	WHFIT - TRUST ASSET SALE	78463V107		6/22/2011	12/11/2012	8		0	8	0	0	0	0	0
78	WHFIT - TRUST ASSET SALE	78463V107		10/11/2012	12/11/2012	12		0	13	-1	0	0	0	-1
79	WHFIT - TRUST ASSET SALE	78463V107		4/14/2011	12/11/2012	2		0	1	1	0	0	0	1
80	WHFIT - TRUST ASSET SALE	78463V107		4/23/2012	12/11/2012	0		0	0	0	0	0	0	0
81	SPDR GOLD TRUST	78463V107		4/29/2011	2/8/2013	23,245		0	21,539	1,706	0	0	0	1 706
82	SPDR GOLD TRUST	78463V107		6/22/2011	2/8/2013	8,071		0	7,547	524	0	0	0	524
83	SPDR GOLD TRUST	78463V107		4/14/2011	2/8/2013	5,327		0	4,701	626	0	0	0	626
84	SPDR GOLD TRUST	78463V107		10/11/2012	2/12/2013	24,119		0	25,897	-1,778	0	0	0	-1,778

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

	Amount
Long Term CG Distributions	11
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						2,273,871	0	0	2,084,491	189,380	0	0	0	189,380
85	SPDR GOLD TRUST	78463V107		6/22/2011	2/12/2013	17,890		0	16,905	985	0	0	0	985
86	SECTOR SPDR FINANCIAL	81369Y605		9/27/2012	10/22/2013	36,469		0	27,468	9,001	0	0	0	9,001
87	SECTOR SPDR FINANCIAL	81369Y605		10/4/2012	10/29/2013	43,806		0	34,031	9,775	0	0	0	9,775
88	SECTOR SPDR FINANCIAL	81369Y605		5/23/2013	11/25/2013	2,392		0	2,201	191	0	0	0	191
89	SECTOR SPDR FINANCIAL	81369Y605		10/4/2012	11/25/2013	409		0	307	102	0	0	0	102
90	SECTOR SPDR INDUSTRIAL	81369Y704		8/21/2012	5/22/2013	29,789		0	25,037	4,752	0	0	0	4,752
91	SECTOR SPDR INDUSTRIAL	81369Y704		8/21/2012	11/25/2013	7,690		0	5,734	1,956	0	0	0	1,956
92	AMEX TECHNLGY SELCT SPDR	81369Y803		7/31/2012	7/19/2013	23,812		0	22,287	1,525	0	0	0	1,525
93	AMEX TECHNLGY SELCT SPDR	81369Y803		8/16/2012	7/19/2013	3 874		0	3,745	129	0	0	0	129
94	SECTOR SPDR UTILITIES	81369Y886		5/11/2012	5/7/2013	29,622		0	26,410	3,212	0	0	0	3,212
95	SECTOR SPDR UTILITIES	81369Y886		5/8/2012	5/7/2013	9 388		0	8 261	1,127	0	0	0	1,127
96	SECTOR SPDR UTILITIES	81369Y886		5/15/2012	5/7/2013	11 128		0	9,824	1,304	0	0	0	1,304
97	SECTOR SPDR UTILITIES	81369Y886		6/15/2012	5/23/2013	3,834		0	3,630	204	0	0	0	204
98	SECTOR SPDR UTILITIES	81369Y886		5/15/2012	5/23/2013	23,436		0	21,400	2 036	0	0	0	2 036
99	SECTOR SPDR UTILITIES	81369Y886		5/25/2012	5/23/2013	13,968		0	12,789	1,179	0	0	0	1,179
100	SECTOR SPDR UTILITIES	81369Y886		8/8/2013	9/20/2013	6,348		0	6,693	-345	0	0	0	-345
101	SECTOR SPDR UTILITIES	81369Y886		6/15/2012	9/20/2013	43,193		0	42,592	601	0	0	0	601
102	SECTOR SPDR UTILITIES	81369Y886		8/8/2013	11/25/2013	1,622		0	1,663	-41	0	0	0	-41
103	VANGUARD MSCI EMERGING	922042858		10/25/2012	3/22/2013	9,209		0	9,123	86	0	0	0	86
104	VANGUARD MSCI EMERGING	922042858		8/14/2012	3/22/2013	66,450		0	65,222	1,228	0	0	0	1,228
105	VANGUARD MSCI EMERGING	922042858		10/25/2012	5/22/2013	20,097		0	18,972	1,125	0	0	0	1,125
106	VANGUARD MSCI EMERGING	922042858		10/25/2012	6/28/2013	12,929		0	13,957	-1,028	0	0	0	-1,028
107	VANGUARD MSCI EMERGING	922042858		10/26/2012	6/28/2013	29,071		0	31,293	-2 222	0	0	0	-2,222
108	VANGUARD MSCI PACIFIC	922042866		10/7/2010	6/5/2013	1,389		0	1,343	46	0	0	0	46
109	VANGUARD MSCI PACIFIC	922042866		1/25/2013	6/5/2013	1,167		0	1,149	18	0	0	0	18
110	VANGUARD MSCI PACIFIC	922042866		8/24/2011	6/5/2013	14,722		0	13,544	1,178	0	0	0	1,178
111	VANGUARD MSCI PACIFIC	922042866		10/7/2010	6/5/2013	9,722		0	9,683	39	0	0	0	39
112	VANGUARD MSCI PACIFIC	922042866		4/23/2012	6/5/2013	111		0	102	9	0	0	0	9
113	VANGUARD MSCI PACIFIC	922042866		6/17/2011	6/5/2013	12 944		0	12,594	350	0	0	0	350
114	VANGUARD MSCI PACIFIC	922042866		1/25/2013	11/25/2013	5,749		0	5,094	655	0	0	0	655
115	VANGUARD MSCI EUROPEAN	922042874		8/7/2012	5/22/2013	34 014		0	28 808	5,206	0	0	0	5,206
116	VANGUARD MSCI EUROPEAN	922042874		8/7/2012	7/5/2013	10 453		0	9,737	716	0	0	0	716
117	VANGUARD MSCI EUROPEAN	922042874		8/16/2012	7/5/2013	30,396		0	28,498	1,898	0	0	0	1,898
118	VANGUARD MSCI EUROPEAN	922042874		8/16/2012	11/25/2013	8,191		0	6,512	1,679	0	0	0	1,679
119	SPDR GOLD TRUST	78463V107		4/23/2012	2/12/2013	319		0	316	3	0	0	0	3
120	SPDR GOLD TRUST	78463V107		10/11/2012	6/26/2013	10,948		0	15,784	-4 836	0	0	0	-4,836
121	SPDR GOLD TRUST	78463V107		5/22/2013	6/26/2013	2 023		0	2 271	-248	0	0	0	-248
122	SPDR GOLD TRUST	78463V107		11/8/2012	6/26/2013	20,587		0	29,067	-8,480	0	0	0	-8,480
123	SPDR BARCLAYS	78464A417		2/7/2012	5/22/2013	32 162		0	30,556	1,606	0	0	0	1,606
124	SPDR BARCLAYS	78464A417		10/26/2012	5/22/2013	28 455		0	27,566	889	0	0	0	889
125	SPDR BARCLAYS	78464A417		1/24/2012	5/22/2013	458		0	431	27	0	0	0	27
126	SPDR BARCLAYS	78464A417		8/22/2012	5/22/2013	25,955		0	24 845	1,110	0	0	0	1,110
127	SPDR BARCLAYS	78464A417		10/26/2012	11/25/2013	3,328		0	3,314	14	0	0	0	14
128	SPDR BARCLAYS INTL	78464A516		1/10/2013	11/25/2013	3,593		0	3,763	-170	0	0	0	-170
129	MATERIALS SELECT SECTOR	81369Y100		4/23/2012	7/5/2013	77		0	72	5	0	0	0	5
130	MATERIALS SELECT SECTOR	81369Y100		1/11/2012	7/5/2013	32,198		0	30,036	2,162	0	0	0	2,162
131	MATERIALS SELECT SECTOR	81369Y100		9/10/2012	7/5/2013	3,509		0	3,397	112	0	0	0	112
132	MATERIALS SELECT SECTOR	81369Y100		12/29/2010	7/5/2013	4,280		0	4,283	-3	0	0	0	-3
133	MATERIALS SELECT SECTOR	81369Y100		9/10/2012	7/19/2013	31,807		0	29,526	2,281	0	0	0	2,281
134	MATERIALS SELECT SECTOR	81369Y100		9/10/2012	11/25/2013	1,737		0	1,456	281	0	0	0	281
135	HEALTH CARE SELECT SPDR	81369Y209		5/12/2011	2/8/2013	19,874		0	16,648	3,226	0	0	0	3 226
136	HEALTH CARE SELECT SPDR	81369Y209		4/21/2011	2/8/2013	21,173		0	16,792	4,381	0	0	0	4,381
137	HEALTH CARE SELECT SPDR	81369Y209		5/12/2011	5/22/2013	3,714		0	2 684	1,030	0	0	0	1,030
138	HEALTH CARE SELECT SPDR	81369Y209		5/12/2011	11/25/2013	2 945		0	1,922	1,023	0	0	0	1 023
139	HEALTH CARE SELECT SPDR	81369Y209		1/6/2012	11/25/2013	2,945		0	1,868	1,077	0	0	0	1 077
140	SECTOR SPDR CONSMRS STPL	81369Y308		5/3/2011	12/7/2012	12,613		0	11,067	1,546	0	0	0	1,546
141	SECTOR SPDR CONSMRS STPL	81369Y308		11/10/2009	12/7/2012	28,622		0	21,283	7,339	0	0	0	7,339
142	SECTOR SPDR CONSMRS STPL	81369Y308		11/2/2009	12/7/2012	614		0	445	169	0	0	0	169
143	SECTOR SPDR CONSMRS STPL	81369Y308		6/17/2011	6/26/2013	27,092		0	21,380	5 712	0	0	0	5,712
144	SECTOR SPDR CONSMRS STPL	81369Y308		5/3/2011	6/26/2013	12,156		0	9,703	2,453	0	0	0	2,453
145	SECTOR SPDR CONSMRS STPL	81369Y308		8/31/2011	8/16/2013	40,930		0	31,638	9,292	0	0	0	9,292
146	SECTOR SPDR CONSMRS STPL	81369Y308		4/23/2012	8/16/2013	363		0	305	58	0	0	0	58
147	SECTOR SPDR CONSMRS STPL	81369Y308		8/24/2011	8/16/2013	16,695		0	12,558	4,137	0	0	0	4,137
148	SECTOR SPDR CONSMRS STPL	81369Y308		6/17/2011	8/16/2013	927		0	721	206	0	0	0	206
149	SECTOR SPDR CONSMRS STPL	81369Y308		5/25/2012	8/16/2013	3,428		0	2,896	532	0	0	0	532

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										0	0	0
1	DONALD L DOCTOR		512 MAYMONT DRIVE	CRAMERTON	NC	28032		PRESIDENT	2 00		0	0
2	MARY DOCTOR		512 MAYMONT DRIVE	CRAMERTON	NC	28032		SECRETARY /TREASURE R	2 00			
3	JORDAN DOCTOR		512 MAYMONT DRIVE	CRAMERTON	NC	28032		DIRECTOR	2 00			
4	LANDON DOCTOR		512 MAYMONT DRIVE	CRAMERTON	NC	28032		DIRECTOR	2 00			

FORM 990PF, PART XV - LINES 2a - 2d

RECIPIENT NAME:
DONALD DOCTOR
ADDRESS:
512 MAYMONT DRIVE
CRAMERTON, NC 28032
RECIPIENT'S PHONE NUMBER: 704-386-5924
FORM, INFORMATION AND MATERIALS:
FORM ATTACHED
SUBMISSION DEADLINES:
PRIOR TO MAY 15
RESTRICTIONS OR LIMITATIONS ON AWARDS:
SEE ATTACHED STATEMENT

990PF, PART XV – RESTRICTIONS OR LIMITATIONS ON AWARDS

THE FOUNDATION WAS CREATED AND SHALL BE OPERATED EXCLUSIVELY FOR RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY, OR EDUCATIONAL PURPOSES, OR FOR THE PREVENTION OF CRUELTY TO CHILDREN OR ANIMALS WITHIN THE UNITED STATES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE IRC WITH FOCUS ON SUPPORTING LUTHERAN CAUSES AND CHARITIES AS WELL AS CAUSES AND CHARITIES THAT ARE RELATED TO GASTON COUNTY, NC

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

		Date		Amount
1	Credit from prior year return		1	323
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	1,577
7	Total		7	1,900

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

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	133,776
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	133,776