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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning 12/1/2012, and ending 11/30/2013

Name of foundation G ROXY AND ELIZABETH C MARTIN		A Employer identification number 59-6920693
Number and street (or P O box number if mail is not delivered to street address) 300 S ORANGE AVE SUITE 1600		B Telephone number (see instructions) (407) 237-5986
City or town, state, and ZIP code ORLANDO FL 32801		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,071,044	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	78,643	78,643		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	339,721			
	b Gross sales price for all assets on line 6a 2,875,260				
	7 Capital gain net income (from Part IV, line 2)		339,721		
	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	418,364	418,364	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	41,309	20,654		20,655
	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 Interest				
	18 Taxes (attach schedule) (see instructions)	2,567	908		
	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	46,376	21,562	0	23,155
	25 Contributions, gifts, grants paid	202,750			202,750
26 Total expenses and disbursements. Add lines 24 and 25	249,126	21,562	0	225,905	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	169,238				
b Net investment income (if negative, enter -0-)		396,802			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see Instructions.

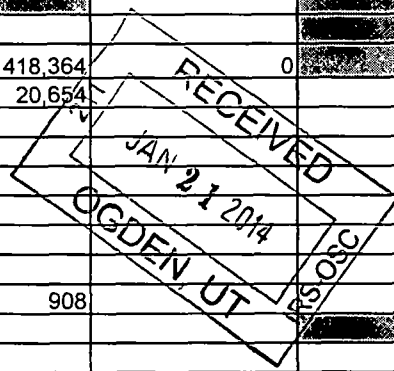
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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	1,628	909	909
	2	Savings and temporary cash investments	33,100	99,785	99,785
	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)	3,435,620	3,540,419	3,970,350	
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)	3,470,348	3,641,113	4,071,044	
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. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	3,470,348	3,641,113	
	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)	3,470,348	3,641,113	
31	Total liabilities and net assets/fund balances (see instructions)	3,470,348	3,641,113		

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	3,470,348
2	Enter amount from Part I, line 27a	2	169,238
3	Other increases not included in line 2 (itemize) FEDERAL EXCISE TAX REFUND	3	1,527
4	Add lines 1, 2, and 3	4	3,641,113
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	3,641,113

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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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
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	339,721
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	210,004	3,713,856	0.056546
2010	200,043	3,769,808	0.053065
2009	214,545	3,577,085	0.059978
2008	172,297	3,197,868	0.053879
2007	181,917	3,771,910	0.048229

2 Total of line 1, column (d)	2	0.271697
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	0.054339
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,877,124
5 Multiply line 4 by line 3	5	210,679
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,968
7 Add lines 5 and 6	7	214,647
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	225,905

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	3,968	
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	3,968	
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	3,968	
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,659	
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	1,659	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	2,309	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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		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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> FL		
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		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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► SUNTRUST BANK Telephone no ► (407) 237-5986 Located at ► 300 S ORANGE AVE SUITE 1600 ORLANDO FL ZIP+4 ► 32801			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ► 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

Organizations relying on a current notice regarding disaster assistance check here

☐**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?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No**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
SUNTRUST BANK 300 S ORANGE AVE STE 1600 ORLANDO, FL	TRUSTEE AS REQ'D	35,309		
J STEPHEN PULLUM 300 S ORANGE AVE STE 1600 ORLANDO, FL	TRUSTEE AS REQ'D	2,000		
DAVID WEISS 300 S ORANGE AVE STE 1600 ORLANDO, FL	TRUSTEE AS REQ'D	2,000		
ALFRED C HALIDAY JR 300 S ORANGE AVE STE 1600 ORLANDO, FL	TRUSTEE AS REQ'D	2,000		

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

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	3,935,384
b	Average of monthly cash balances	1b	782
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,936,166
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	3,936,166
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	59,042
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	3,877,124
6	Minimum investment return. Enter 5% of line 5	6	193,856

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	193,856
2a	Tax on investment income for 2012 from Part VI, line 5	2a	3,968
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,968
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	189,888
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	189,888
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	189,888

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	225,905
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	225,905
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	3,968
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	221,937

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				189,888
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____				
3 Excess distributions carryover, if any, to 2012:				
a From 2007	2,230			
b From 2008	14,390			
c From 2009	38,029			
d From 2010	14,739			
e From 2011	27,629			
f Total of lines 3a through e	97,017			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 225,905				
a Applied to 2011, but not more than line 2a				
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				189,888
e Remaining amount distributed out of corpus	36,017			
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	133,034			
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				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)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	2,230			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	130,804			
10 Analysis of line 9				
a Excess from 2008	14,390			
b Excess from 2009	38,029			
c Excess from 2010	14,739			
d Excess from 2011	27,629			
e Excess from 2012	36,017			

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)

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

Tax year	Pnor 3 years			(e) Total
(a) 2012	(b) 2011	(c) 2010	(d) 2009	
				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))

N/A

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

N/A

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

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

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

SEE ATTACHED

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

SEE ATTACHED

- c** Any submission deadlines

SEE ATTACHED

- 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	202,750
b Approved for future payment NONE				
Total			3b	0

G ROXY AND ELIZABETH C MARTIN

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

Recipient(s) paid during the year

Name

SEE ATTACHED

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

202,750

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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Account Id: 5601932

Tax Code/Desc	Cusip/Desc	Transactions	Income	Principal

102 CHARITABLE CONTRIBUTIONS

		000000000	TRUSTEASE TRANSACTION POSITIVE TRXN			
12/12/12		0 Units	0	Reg Code 000	-2,500 00	0.00
Added:	FYE	10/29/13	CHARITABLE CONTRIBUTIONS SPRING & FALL 2012 SEM - LUZ CAICEDO #U03428472 UNIVERSITY OF SOUTH FLORIDA EXPLANATION FOR TXN NUMBER 4 AN EXPLANATION ENTRY WHICH WAS ORIGINALLY POSTED ON 12/12/12 WAS CHANGED BY KYE THE OLD ENTRY WAS REF# 01916-002-201212 INVOICE # 197725			
12/24/12		0 Units	0	Reg Code 000	0 00	-750 00
Added:	FYE	10/29/13	CHARITABLE CONTRIBUTIONS SPRING 2013 SEM - AMBER WINTON UNIVERSITY OF FLORIDA			
12/24/12		0 Units	0	Reg Code 000	0 00	-1,500 00
Added:	FYE	10/29/13	CHARITABLE CONTRIBUTIONS SPRING 2013 SEM - DESIREE HARTZELL #U07011613 UNIVERSITY OF SOUTH FLORIDA			
12/24/12		0 Units	0	Reg Code 000	0 00	-1,750 00
Added:	FYE	10/29/13	CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-FORREST ETTER#0529251 DUKE UNIVERSITY			
12/24/12		0 Units	0	Reg Code 000	0 00	-750 00
Added:	FYE	10/29/13	CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-REBECCA SMITH#N00680611 UNIVERSITY OF NORTH FLORIDA			

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Account Id: 5601932

Trust Year 12/1/2012 - 11/30/2013

Tax Code/Desc		Cusip/Desc	Transactions	Income	Principal
102	CHARITABLE CONTRIBUTIONS				
		000000000	TRUSTEASE TRANSACTION POSITIVE TRXN		
12/24/12			0 Units 0 Reg Code 000	0 00	-1,000 00
Added:	FYE	10/29/13	CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-SARA WERTANEN#951288282 UNIVERSITY OF OREGON PAYEE OF TRN #IN002242 000003 ENTERED 12/24/12 CHANGED FROM UNIVERSITY OF OREGON		
12/27/12			0 Units 0 Reg Code 000	0 00	-1,500 00
Added:	FYE	10/29/13	CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-CHRISTOPHER KINGSBURY 902650756 GEORGIA INSTITUTE OF TECHNOLOGY		
12/27/12			0 Units 0 Reg Code 000	0 00	-1,250 00
Added:	FYE	10/29/13	CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-CAITLIN BROWN N00712311 UNIVERSITY OF NORTH FLORIDA		
12/27/12			0 Units 0 Reg Code 000	0 00	-1,500 00
Added:	FYE	10/29/13	CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-ASHLEY JARAMILLO A2525401 UNIVERSITY OF CENTRAL FLORIDA		
12/31/12			0 Units 0 Reg Code 000	-1,250 00	0 00
Added:	FYE	10/29/13	CHARITABLE CONTRIBUTIONS SPRING 2013 SEM - LUZ CAICEDO #U03428472 UNIVERSITY OF SOUTH FLORIDA		
01/02/13			0 Units 0 Reg Code 000	-750 00	0 00
Added:	1A1	05/01/13	CASH DISBURSEMENT TRAN # IN000035000002 CHARITABLE CONTRIBUTIONS SPRING 2013 SEMESTER-MARDAYSHA HARRIS FLORIDA STATE UNIVERSITY		
01/03/13			0 Units 0 Reg Code 000	-750 00	0 00
Added:	1A1	05/01/13	CASH DISBURSEMENT TRAN # IN000200000001 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-LAUREN ZIKA X00077244 LAKE SUMTER COMMUNITY COLLEGE		
01/04/13			0 Units 0 Reg Code 000	0 00	-750 00
Added:	1A1	05/01/13	CASH DISBURSEMENT TRAN # IN000290000001 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-SETH ROWE #0301-2154 UNIVERSITY OF FLORIDA		
01/04/13			0 Units 0 Reg Code 000	0 00	-1,750 00
Added:	1A1	05/01/13	CASH DISBURSEMENT TRAN # IN000290000002 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-ALMA GUYTON #3489-9499 UNIVERSITY OF FLORIDA		

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Account Id: 5601932

Trust Year 12/1/2012 - 11/30/2013

Tax Code/Desc		Cusip/Desc	Transactions		Income	Principal
102	CHARITABLE CONTRIBUTIONS					
		000000000	TRUSTEASE TRANSACTION POSITIVE TRXN			
01/04/13			0 Units	0	Reg Code 000	0 00 -750.00
Added:	1A1	05/01/13	CASH DISBURSEMENT TRAN # IN000290000003 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-HANNAH MOORE #37611318 UNIVERSITY OF FLORIDA			
01/04/13			0 Units	0	Reg Code. 000	0 00 -750 00
Added:	1A1	05/01/13	CASH DISBURSEMENT TRAN # IN000290000004 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-KIERSTYN TIETGENS #7805-6364 UNIVERSITY OF FLORIDA			
01/07/13			0 Units	0	Reg Code 000	0 00 -1,250 00
Added:	011	05/01/13	CASH DISBURSEMENT TRAN # IN000427000007 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-TONY NOUR T2553038 UNIVERSITY OF CENTRAL FLORIDA			
01/07/13			0 Units	0	Reg Code 000	0 00 -1,750 00
Added:	011	05/01/13	CASH DISBURSEMENT TRAN # IN000427000008 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-ALVIN VUONG 3908-9605 UNIVERSITY OF FLORIDA PAYEE OF TRN #IN000427 000008 ENTERED 1/07/13 CHANGED FROM UNIVERSIY OF CENTRAL FLORIDA PAYEE OF TRN #IN000427 000007 ENTERED 1/07/13 CHANGED FROM UNIVERSIY OF CENTRAL FLORIDA PAYEE OF TRN #IN000427 000008 ENTERED 1/07/13 CHANGED FROM UNIVERSIY OF FLORIDA			
01/08/13			0 Units	0	Reg Code 000	0 00 -1,250 00
Added:	011	05/01/13	CASH DISBURSEMENT TRAN # IN000494000002 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-MONICA MELVING #2971282 UNIVERSITY OF CENTRAL FLORIDA			
01/08/13			0 Units	0	Reg Code 000	0 00 -750 00
Added:	011	05/01/13	CASH DISBURSEMENT TRAN # IN000544000002 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM- KELSEY JENKINS #3967-6524 UNIVERSITY OF FLORIDA			
01/08/13			0 Units	0	Reg Code 000	0 00 -1,750 00
Added:	011	05/01/13	CASH DISBURSEMENT TRAN # IN000544000003 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM- JESSICA MAESTAS J2812819 UNIVERSITY OF CENTRAL FLORIDA			

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Account Id: 5601932

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Tax Code/Desc		Cusip/Desc	Transactions	Income	Principal
102 CHARITABLE CONTRIBUTIONS					
		000000000	TRUSTEASE TRANSACTION POSITIVE TRXN		
01/08/13			0 Units 0 Reg Code 000	0 00	-1,500 00
Added:	011	05/01/13	CASH DISBURSEMENT TRAN # IN000544000004 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM - CLAYTON FUQUA #5894371006728383 FLORIDA STATE UNIVERSITY		
01/08/13			0 Units 0 Reg Code. 000	0 00	-750 00
Added:	011	05/01/13	CASH DISBURSEMENT TRAN # IN000544000005 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-MICHAEL C MYERS 5857192153786668 UNIVERSITY OF CENTRAL FLORIDA		
01/09/13			0 Units 0 Reg Code 000	0 00	-750 00
Added:	011	05/01/13	CASH DISBURSEMENT TRAN # IN000687000002 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-ZACHARY ANDERSON #3068847 UNIVERSITY OF CENTRAL FLORIDA		
01/09/13			0 Units 0 Reg Code 000	0 00	-750 00
Added:	011	05/01/13	CASH DISBURSEMENT TRAN # IN000687000003 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-LIONEL ISHIKAWA #U75107256 UNIVERSITY OF SOUTH FLORIDA		
01/10/13			0 Units 0 Reg Code 000	-1,250 00	0 00
Added:	011	05/01/13	CASH DISBURSEMENT TRAN # IN000879000001 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-MELANIE KALMANSON FLORIDA STATE UNIVERSITY		
01/11/13			0 Units 0 Reg Code 000	0 00	-1,250 00
Added:	011	05/01/13	CASH DISBURSEMENT TRAN # IN000963000001 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-JOYNER ATILES UF ID#7959-5312 UNIVERSITY OF FLORIDA		
01/11/13			0 Units 0 Reg Code. 000	0 00	-2,000 00
Added:	011	05/01/13	CASH DISBURSEMENT TRAN # IN000963000002 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-DESIREE REEVES #D3161856 UNIVERSITY OF CENTRAL FLORIDA		
01/11/13			0 Units 0 Reg Code 000	0 00	-1,500 00
Added:	011	05/01/13	CASH DISBURSEMENT TRAN # IN000963000003 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-JASON ALBRECHT #G34062195 GEORGE WASHINGTON UNIVERSITY		

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Tax Code/Desc		Cusip/Desc	Transactions	Income	Principal
102 CHARITABLE CONTRIBUTIONS					
		000000000	TRUSTEASE TRANSACTION POSITIVE TRXN		
01/14/13			0 Units 0 Reg Code 000	0 00	-750 00
Added:	012	05/03/13	CASH DISBURSEMENT TRAN # IN001173000010 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM - TARA STATON #2861921 UNIVERSITY OF CENTRAL FLORIDA		
01/14/13			0 Units 0 Reg Code 000	0 00	-750 00
Added:	012	05/03/13	CASH DISBURSEMENT TRAN # IN001173000011 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM - JESSIE POEN U86443447 UNIVERSITY OF SOUTH FLORIDA		
01/14/13			0 Units 0 Reg Code 000	0 00	-750 00
Added:	012	05/03/13	CASH DISBURSEMENT TRAN # IN001173000012 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM - MATTHEW BOWEN #Z23092149 FLORIDA ATLANTIC UNIVERSITY		
01/16/13			0 Units 0 Reg Code 000	-1,500 00	0 00
Added:	012	05/03/13	CASH DISBURSEMENT TRAN # IN001469000001 CHARITABLE CONTRIBUTIONS SPRING 2013 - SEM - ALLISON CHANDLER #4248-2656 UNIVERSITY OF FLORIDA		
01/22/13			0 Units 0 Reg Code 000	-750 00	0 00
Added:	013	05/03/13	CASH DISBURSEMENT TRAN # IN001800000001 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-EMILY K JOHNSON #15144389 UNIVERSITY OF FLORIDA		
01/22/13			0 Units 0 Reg Code 000	0 00	-750 00
Added:	013	05/03/13	CASH DISBURSEMENT TRAN # IN001860000001 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-JANSON MURILLO #J2825857 UNIVERSITY OF CENTRAL FLORIDA		
01/22/13			0 Units 0 Reg Code 000	0 00	-1,750 00
Added:	013	05/03/13	CASH DISBURSEMENT TRAN # IN001860000002 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-KAYLA DEPANICIS KND10C FLORIDA STATE UNIVERSITY		
01/23/13			0 Units 0 Reg Code 000	0 00	-1,750 00
Added:	013	05/03/13	CASH DISBURSEMENT TRAN # IN001992000001 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-AMANDA BLACKENSHIP FLORIDA STATE UNIVERSITY		

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Account Id: 5601932

Trust Year 12/1/2012 - 11/30/2013

Tax Code/Desc		Cusip/Desc	Transactions	Income	Principal
102 CHARITABLE CONTRIBUTIONS					
		000000000	TRUSTEASE TRANSACTION POSITIVE TRXN		
01/28/13			0 Units 0 Reg Code 000	-1,750 00	0 00
Added:	014	05/03/13	CASH DISBURSEMENT TRAN # IN002453000009 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM - JOSEPH BURNS #800087113 STETSON UNIVERSITY		
01/31/13			0 Units 0 Reg Code 000	0 00	-1,750 00
Added:	014	05/03/13	CASH DISBURSEMENT TRAN # IN002923000001 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-SOOYOON KIM #D00941197 DUQUESNE UNIVERSITY		
01/31/13			0 Units 0 Reg Code 000	0 00	-750 00
Added:	014	05/03/13	CASH DISBURSEMENT TRAN # IN002923000002 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-SETH HOOPER #4029002 MOODY BIBLE INSTITUTE PAYEE OF TRN #IN002923 000002 ENTERED 1/31/13 CHANGED FROM MOODY BLUE INSTITUTE		
02/05/13			0 Units 0 Reg Code 000	-1,250 00	0 00
Added:	021	05/03/13	CASH DISBURSEMENT TRAN # IN000317000002 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-HANNAH COSBY #R00944420 ROLLINS COLLEGE		
02/25/13			0 Units 0 Reg Code 000	-750 00	0 00
Added:	024	05/06/13	CASH DISBURSEMENT TRAN # IN002083000003 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM - REBECCA L SMITH N00680611 UNIVERSITY OF NORTH FLORIDA		
03/26/13			0 Units 0 Reg Code 000	-1,250 00	0 00
Added:	032	05/06/13	CASH DISBURSEMENT TRAN # IN002234000005 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM - FRANCIE C BLAIR #259070 BREVARD COLLEGE		
04/08/13			0 Units 0 Reg Code 000	-1,000 00	0 00
Added:	041	05/07/13	CASH DISBURSEMENT TRAN # IN000737000002 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-SARA WERTANEN #951288282 UNIVERSITY OF OREGON		

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Account Id: 5601932

Trust Year 12/1/2012 - 11/30/2013

Tax Code/Desc		Cusip/Desc	Transactions			Income	Principal
102	CHARITABLE CONTRIBUTIONS						
		000000000	TRUSTEASE TRANSACTION POSITIVE TRXN				
04/10/13			0 Units	0	Reg Code 000	-1,500 00	0 00
Added:	041	05/07/13	CASH DISBURSEMENT TRAN # IN000886000001 CHARITABLE CONTRIBUTIONS SPRING 2013 SEM-DANIEL M MAYOR #2707145 NORTHWESTERN UNIVERISTY EXPLANATION FOR TXN NUMBER 1 BATCH IN000886 ORIGINALLY POSTED ON 4/10/13 CHANGED FROM SPRING 2013 SEMI-DANIEL M MAYOR #2707145 CHANGE WAS ENTERED BY JYZ				
05/10/13			0 Units	0	Reg Code 000	0 00	-750 00
Added:	052	06/06/13	CASH DISBURSEMENT TRAN # IN000841000002 CHARITABLE CONTRIBUTIONS FALL 2012-SHIVEE GUPTA ID 3791-1914 UNIVERSITY OF FLORIDA				
05/10/13			0 Units	0	Reg Code 000	0 00	-1,500 00
Added:	052	06/06/13	CASH DISBURSEMENT TRAN # IN000841000003 CHARITABLE CONTRIBUTIONS FALL 2013-DESIREE HARTZELL#U07011613 UNIVERSITY OF SOUTH FLORIDA				
05/10/13			0 Units	0	Reg Code 000	0 00	-1,000 00
Added:	052	06/06/13	CASH DISBURSEMENT TRAN # IN000841000004 CHARITABLE CONTRIBUTIONS FALL 2013-MAEGHIN MUELLER #1024732 BAPTIST BIBLE COLLEGE & SEMINARY				
05/20/13			0 Units	0	Reg Code 000	-750 00	0 00
Added:	052	06/06/13	CASH DISBURSEMENT TRAN # IN001467000001 CHARITABLE CONTRIBUTIONS SUMMER 2013 SEM-KIERSTYN TIETGENS 7805-6364 UNIVERSITY OF FLORIDA				
05/31/13			0 Units	0	Reg Code 000	-1,750 00	0 00
Added:	052	06/06/13	CASH DISBURSEMENT TRAN # IN002300000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM-FORREST ETTER DUKE UNIVERSITY				
06/04/13			0 Units	0	Reg Code 000	-750 00	0 00
Added:	061	07/03/13	CASH DISBURSEMENT TRAN # IN000187000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM-LAUREN ZIKA #0899-7828 UNIVERSITY OF FLORIDA				

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MARTIN, G. ROXY & ELIZ C FDN TA

Account Id: 5601932

Trust Year 12/1/2012 - 11/30/2013

Tax Code/Desc		Cusip/Desc	Transactions	Income	Principal
102	CHARITABLE CONTRIBUTIONS				
		000000000	TRUSTEASE TRANSACTION POSITIVE TRXN		
06/05/13			0 Units 0 Reg Code 000	-750 00	0 00
Added:	061	07/03/13	CASH DISBURSEMENT TRAN # IN000268000003 CHARITABLE CONTRIBUTIONS FALL 2013 SEM - SETH ROWE #0301-2154 UNIVERSITY OF FLORIDA		
06/06/13			0 Units 0 Reg Code 000	-750 00	0 00
Added:	061	07/03/13	CASH DISBURSEMENT TRAN # IN000415000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM - MICHAEL C MYERS 5857192153786668 UNIVERSITY OF CENTRAL FLORIDA		
06/11/13			0 Units 0 Reg Code 000	-1,750 00	0 00
Added:	061	07/03/13	CASH DISBURSEMENT TRAN # IN000715000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM- ALMA GUYTON #3489-9499 UNIVERSITY OF FLORIDA		
06/13/13			0 Units 0 Reg Code 000	-750 00	0.00
Added:	061	07/03/13	CASH DISBURSEMENT TRAN # IN000859000004 CHARITABLE CONTRIBUTIONS FALL 2013 SEM-JESSIE POEN #U86443447 UNIVERSITY OF SOUTH FLORIDA PAYEE OF TRN #IN000859 000004 ENTERED 6/13/13 CHANGED FROM UNIVERISITY OF SOUTH FLORIDA		
06/17/13			0 Units 0 Reg Code 000	-1,500 00	0 00
Added:	061	07/03/13	CASH DISBURSEMENT TRAN # IN001123000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM - JASON ALBRECHT #G34062195 GEORGE WASHINGTON UNIVERSITY		
06/19/13			0 Units 0 Reg Code 000	-750 00	0 00
Added:	061	07/03/13	CASH DISBURSEMENT TRAN # IN001294000005 CHARITABLE CONTRIBUTIONS FALL 2013 SEMESTER-MATTHEW BOWEN #Z23092149 FLORIDA ATLANTIC UNIVERSITY		
06/24/13			0 Units 0 Reg Code 000	0 00	-1,250 00
Added:	061	07/03/13	CASH DISBURSEMENT TRAN # IN001569000002 CHARITABLE CONTRIBUTIONS FALL 2013 PRIYA SHIL #01419-4693 UNIVERSITY OF FLORIDA		
06/24/13			0 Units 0 Reg Code 000	0 00	-1,750 00
Added:	061	07/03/13	CASH DISBURSEMENT TRAN # IN001569000003 CHARITABLE CONTRIBUTIONS FALL 2013 - JOSEPH BURNS #800087113 STETSON UNIVERSITY		

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Account Id: 5601932

Tax Code/Desc		Cusip/Desc	Transactions	Income	Principal
102 CHARITABLE CONTRIBUTIONS					
		000000000	TRUSTEASE TRANSACTION POSITIVE TRXN		
07/01/13			0 Units 0 Reg Code 000	-2,000 00	0 00
Added:	071	08/02/13	CASH DISBURSEMENT TRAN # IN000001000005 CHARITABLE CONTRIBUTIONS FALL 2013 SEM - DESIREE REEVES #D3161856 UNIVERSITY OF CENTRAL FLORIDA		
07/09/13			0 Units 0 Reg Code 000	-750 00	0 00
Added:	071	08/02/13	CASH DISBURSEMENT TRAN # IN000509000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM - AMBER WINTON #9381-1649 UNIVERSITY OF FLORIDA		
07/16/13			0 Units 0 Reg Code 000	-750 00	0 00
Added:	071	08/02/13	CASH DISBURSEMENT TRAN # IN001054000002 CHARITABLE CONTRIBUTIONS FALL 2013 SEM- VALARIE HICKEY #147298 LEES MCRAE COLLEGE		
07/17/13			0 Units 0 Reg Code 000	-750 00	0 00
Added:	071	08/02/13	CASH DISBURSEMENT TRAN # IN001148000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM - MARDAYSHA HARRIS FLORIDA STATE UNIVERSITY		
07/19/13			0 Units 0 Reg Code 000	-1,250 00	0 00
Added:	071	08/02/13	CASH DISBURSEMENT TRAN # IN001294000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM - NICOLE HUNTER UNIVERSITY OF CENTRAL FLORIDA		
07/24/13			0 Units 0 Reg Code 000	-750 00	0 00
Added:	071	08/02/13	CASH DISBURSEMENT TRAN # IN001619000002 CHARITABLE CONTRIBUTIONS FALL 2013 SEM-REBECCA SMITH #N00680611 UNIVERSITY OF NORTH FLORIDA		
07/25/13			0 Units 0 Reg Code 000	-750 00	0 00
Added:	071	08/02/13	CASH DISBURSEMENT TRAN # IN001654000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM - HOLLY LANGFELD #N00841565 UNIVERSITY OF NORTH FLORIDA		
07/25/13			0 Units 0 Reg Code 000	-1,250 00	0 00
Added:	071	08/02/13	CASH DISBURSEMENT TRAN # IN001696000003 CHARITABLE CONTRIBUTIONS FALL 2013 SEM - HANNAH COSBY #R00944420 ROLLINS COLLEGE		

Tax Transaction Detail Excluding Distributions and Municipal Income

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MARTIN, G. ROXY & ELIZ C FDN TA

Account Id: 5601932

Trust Year 12/1/2012 - 11/30/2013

Tax Code/Desc		Cusip/Desc	Transactions	Income	Principal
102 CHARITABLE CONTRIBUTIONS					
		000000000	TRUSTEASE TRANSACTION POSITIVE TRXN		
07/29/13			0 Units 0 Reg Code 000	-750 00	0 00
Added:	071	08/02/13	CASH DISBURSEMENT TRAN # IN001910000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM - ASHLEY MORRIS U73461108 UNIVERSITY OF SOUTH FLORIDA		
08/05/13			0 Units 0 Reg Code 000	-1,750 00	0 00
Added:	081	09/02/13	CASH DISBURSEMENT TRAN # IN000216000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM-JESSICA MAESTAS BROWNING #J2812819 UNIVERSITY OF CENTRAL FLORIDA		
08/06/13			0 Units 0 Reg Code 000	-1,250.00	0 00
Added:	081	09/02/13	CASH DISBURSEMENT TRAN # IN000362000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM-FRANCIE BLAIR #259070 BREVARD COLLEGE		
08/08/13			0 Units 0 Reg Code 000	-750 00	0 00
Added:	082	09/03/13	CASH DISBURSEMENT TRAN # IN000484000014 CHARITABLE CONTRIBUTIONS FALL 2013 SEM-ZACHARY ANDERSON #3068847 UNIVERISTY OF CENTRAL FLORIDA EXPLANATION FOR TXN NUMBER 14 BATCH IN000484 ORIGINALLY POSTED ON 8/ 8/13 CHANGED FROM FALL 2013 SEM-ZACHARY ANDERSON #3068827 CHANGE WAS ENTERED BY JYZ		
08/08/13			0 Units 0 Reg Code 000	-750 00	0 00
Added:	082	09/03/13	CASH DISBURSEMENT TRAN # IN000500000003 CHARITABLE CONTRIBUTIONS FALL 2013 SEM-ALEXANDRA TYSON #A3388584 UNIVERSITY OF CENTRAL FLORIDA		
08/13/13			0 Units 0 Reg Code 000	-1,250 00	0 00
Added:	082	09/03/13	CASH DISBURSEMENT TRAN # IN000829000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM-TONY NOUR #1487988 SEMINOLE STATE COLLEGE		
08/20/13			0 Units 0 Reg Code 000	-1,250 00	0 00
Added:	082	09/03/13	CASH DISBURSEMENT TRAN # IN001332000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM-CAITLIN BROWN UNIVERSITY OF NORTH FLORIDA		

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MARTIN, G. ROXY & ELIZ C FDN TA

Account Id: 5601932

Trust Year 12/1/2012 - 11/30/2013

Tax Code/Desc	Cusip/Desc	Transactions	Income	Principal
102	CHARITABLE CONTRIBUTIONS			
	000000000	TRUSTEASE TRANSACTION POSITIVE TRXN		
08/21/13		0 Units 0 Reg Code 000	-1,750 00	0 00
Added:	082 09/03/13	CASH DISBURSEMENT TRAN # IN001415000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM-ALVIN VUONG UNIVERSITY OF FLORIDA		
08/23/13		0 Units 0 Reg Code 000	0 00	-750 00
Added:	082 09/03/13	CASH DISBURSEMENT TRAN # IN001567000001 CHARITABLE CONTRIBUTIONS FALL 2013-HANNAH MOORE ID #37611318 UNIVERSITY OF FLORIDA		
08/27/13		0 Units 0 Reg Code 000	-750 00	0 00
Added:	082 09/03/13	CASH DISBURSEMENT TRAN # IN001797000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM-TARA STATON UNIVERSITY OF CENTRAL FLORIDA		
08/28/13		0 Units 0 Reg Code 000	-750 00	0 00
Added:	082 09/03/13	CASH DISBURSEMENT TRAN # IN001865000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM-LINEL ISHIKAWA #U7517256 UNIVERSITY OF SOUTH FLORIDA		
08/28/13		0 Units 0 Reg Code 000	0 00	-750.00
Added:	082 09/03/13	CASH DISBURSEMENT TRAN # IN001878000001 CHARITABLE CONTRIBUTIONS FALL 2013 - EMILY JOHNSON#15144389 UNIVERSITY OF FLORIDA		
08/28/13		0 Units 0 Reg Code 000	0 00	-750 00
Added:	082 09/03/13	CASH DISBURSEMENT TRAN # IN001878000002 CHARITABLE CONTRIBUTIONS FALL 2013 - KELSEY JENKINS #3967-6524 UNIVERSITY OF FLORIDA EXPLANATION FOR TXN NUMBER 2 BATCH IN001878 ORIGINALLY POSTED ON 8/28/13 CHANGED FROM FALL 2013 - KELSEY JENKINS #3967-6524 CHANGE WAS ENTERED BY HRS		
09/09/13		0 Units 0 Reg Code 000	-1,250 00	0 00
Added:	091 10/02/13	CASH DISBURSEMENT TRAN # IN000422000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM - VICTORIA BARTLEY XXX5232 FLORIDA STATE UNIVERSITY		

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MARTIN, G. ROXY & ELIZ C FDN TA

Account Id: 5601932

Trust Year 12/1/2012 - 11/30/2013

Tax Code/Desc		Cusip/Desc	Transactions	Income	Principal
102 CHARITABLE CONTRIBUTIONS					
		000000000	TRUSTEASE TRANSACTION POSITIVE TRXN		
09/09/13			0 Units 0 Reg Code 000	-2,500 00	0 00
Added:	091	10/02/13	CASH DISBURSEMENT TRAN # IN000486000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM-LUZ D CAICEDO U03428472 UNIVERSITY OF SOUTH FLORIDA		
09/13/13			0 Units 0 Reg Code 000	-2,000 00	0 00
Added:	091	10/02/13	CASH DISBURSEMENT TRAN # IN000798000002 CHARITABLE CONTRIBUTIONS FALL 2013 SEM-VIRGINA HOBAN UNIVERSITY OF CALIFORNIA, BERKELEY		
09/18/13			0 Units 0 Reg Code 000	-1,750 00	0 00
Added:	091	10/02/13	CASH DISBURSEMENT TRAN # IN001034000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM-SOOYOON KIM #D00941197 DUQUESNE UNIVERSITY		
09/24/13			0 Units 0 Reg Code 000	-1,750 00	0 00
Added:	091	10/02/13	CASH DISBURSEMENT TRAN # IN001383000001 CHARITABLE CONTRIBUTIONS FALL 2013 SEM-AMANDA BLANKENSHIP #MH0790128 FLORIDA STATE UNIVERSITY		
10/08/13			0 Units 0 Reg Code 000	-1,250 00	0 00
Added:	101	11/04/13	CASH DISBURSEMENT TRAN # IN000377000002 CHARITABLE CONTRIBUTIONS FALL 2013 SEM=JOYNER ATILES #7959-5312 UNIVERSITY OF FLORIDA		
11/26/13			0 Units 0 Reg Code 000	-10,000 00	0 00
Added:	111	12/01/13	CASH DISBURSEMENT TRAN # IN001308000001 CHARITABLE CONTRIBUTIONS BGCLSC GENERAL OPERATING BOYS & GIRLS CLUBS OF LAKE/SUMTER		
11/26/13			0 Units 0 Reg Code 000	-20,000 00	0 00
Added:	111	12/01/13	CASH DISBURSEMENT TRAN # IN001308000002 CHARITABLE CONTRIBUTIONS 21ST CENTURY LEARNING INITIATIVE CHRISTIAN HOME & BIBLE SCHOOL		
11/26/13			0 Units 0 Reg Code 000	-20,000 00	0 00
Added:	111	12/01/13	CASH DISBURSEMENT TRAN # IN001308000003 CHARITABLE CONTRIBUTIONS THE SAMARITIAN INN CHRISTIAN CARE CENTER		

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MARTIN, G. ROXY & ELIZ C FDN TA

Account Id: 5601932

Trust Year 12/1/2012 - 11/30/2013

Tax Code/Desc		Cusip/Desc	Transactions	Income	Principal
102 CHARITABLE CONTRIBUTIONS					
		000000000	TRUSTEASE TRANSACTION POSITIVE TRXN		
11/26/13			0 Units 0 Reg Code 000	-10,000 00	0 00
Added:	111	12/01/13	CASH DISBURSEMENT TRAN # IN001308000004 CHARITABLE CONTRIBUTIONS DOMESTIC VIOLENCE & SEXUAL ASSAULT PROGRAMS HAVEN OF LAKE & SUMTER COUNTIES		
11/26/13			0 Units 0 Reg Code 000	-15,000 00	0 00
Added:	111	12/01/13	CASH DISBURSEMENT TRAN # IN001308000005 CHARITABLE CONTRIBUTIONS LAKE COUNTY MOBILIZATION PROJECT LIBERTY COUNSEL		
11/26/13			0 Units 0 Reg Code 000	-5,000 00	0 00
Added:	111	12/01/13	CASH DISBURSEMENT TRAN # IN001308000006 CHARITABLE CONTRIBUTIONS BACKPACKS FOR KIDS FOOD PROJECT LIFE TO THE MAX INC		
11/26/13			0 Units 0 Reg Code 000	-3,000 00	0 00
Added:	111	12/01/13	CASH DISBURSEMENT TRAN # IN001308000007 CHARITABLE CONTRIBUTIONS LAWN EQUIPMENT FOR LAWN MAINTENANCE PROGRAM SCARC INC		
11/26/13			0 Units 0 Reg Code 000	-10,000 00	0 00
Added:	111	12/01/13	CASH DISBURSEMENT TRAN # IN001308000008 CHARITABLE CONTRIBUTIONS SUNRISEARC SCHOLARSHIP PROGRAM SUNRISE ARC		
11/26/13			0 Units 0 Reg Code 000	-7,500 00	0 00
Added:	111	12/01/13	CASH DISBURSEMENT TRAN # IN001308000009 CHARITABLE CONTRIBUTIONS LAKE COUNTY 3RD GRADE READING IMPACT INITIATIVE UNITED WAY OF LAKE & SUMTER		
Total for Cusip: 000000000				-156,000 00	-46,750 00
Total for Taxcode: 102				-156,000 00	-46,750 00



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PORTFOLIO DETAIL

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
<u>PRINCIPAL PORTFOLIO</u>						
	PRINCIPAL CASH	32,076.61 0.79 %	32,076.61			
<u>STIF & MONEY MARKET FUNDS</u>						
99,785.44	FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS CUSIP: 609068DF5	99,785.44 1.000 2.45 %	99,785.44 1.00	0.00	11	0.01 % 0.00 %
<u>EQUITY SECURITIES</u>						
<u>MUTUAL FUNDS-FIXED INCOME</u>						
1,341	ISHARES BARCLAYS 3-7 YEAR ETF CUSIP: 464288661	163,266.75 121.750 4.01 %	162,313.93 121.04	952.82	1,153	0.71 % 0.00 %
2,294	PIMCO 1-5 YEAR US TIPS INDEX ETF CUSIP: 72201R205	121,788.46 53.090 2.99 %	121,675.60 53.04	112.86	115	0.09 % 0.00 %
TOTAL MUTUAL FUNDS-FIXED INCOME		285,055.21	283,989.53	1,065.68	1,268	0.44 %
TOTAL EQUITY SECURITIES		285,055.21	283,989.53	1,065.68	1,268	0.44 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
MUTUAL FUNDS						
6,637.783	ABERDEEN EQUITY LONG SHORT FUND CUSIP: 003020336	83,105.04 12.520 2.04 %	74,305.40 11.19	8,799.64	0	0.00 % 0.00 %
18,379.549	ABSOLUTE STRATEGIES FUND CUSIP: 34984T600	202,175.04 11.000 4.97 %	203,756.64 11.09	1,581.60-	0	0.00 % 0.00 %
1,737.856	CAMBIAR SMALL CAP FUND CUSIP: 0075W0593	43,185.72 24.850 1.06 %	30,705.98 17.67	12,479.74	0	0.00 % 0.00 %
18,514.599	DOUBLELINE TOTAL RETURN BOND FUND CUSIP: 258620103	201,994.28 10.910 4.96 %	207,728.76 11.22	5,734.48-	10,405	5.15 % 0.00 %
6,835.873	EATON VANCE ATLANTA CAPITAL SMID CAP FUND CUSIP: 277902698	165,086.33 24.150 4.06 %	151,209.51 22.12	13,876.82	0	0.00 % 0.00 %
11,098.478	EATON VANCE FLOATING-RATE FUND CUSIP: 277911491	101,884.03 9.180 2.50 %	101,773.00 9.17	111.03	4,040	3.97 % 0.00 %
34,720.851	FEDERATED STRATEGIC VAL DIV IS CUSIP: 314172560	201,728.14 5.810 4.96 %	161,104.75 4.64	40,623.39	6,736	3.34 % 0.00 %
9,242.509	GOLDMAN SACHS LOCAL EMERGING MARKETS DEBT FUND CUSIP: 38145N303	78,653.75 8.510 1.93 %	89,625.00 9.70	10,971.25-	4,131	5.25 % 0.00 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
22,554.573	JOHN HANCOCK FUNDS III DISCIPLINED VALUE FUND CUSIP: 47803U640	416,582.96 18.470 10.23 %	350,272.52 15.53	66,310.44	3,812	0.92 % 0.00 %
18,382.744	JPMORGAN U.S. EQUITY FUND CUSIP: 4812A1142	270,777.82 14.730 6.65 %	226,843.06 12.34	43,934.76	2,996	1.11 % 0.00 %
5,172.271	MAINSTAY ICAP INTERNATIONAL FUND CUSIP: 56063J716	184,029.40 35.580 4.52 %	175,495.17 33.93	8,534.23	3,186	1.73 % 0.00 %
40,295.055	MANNING & NAPIER FUND INC-WORLD OPPORTUNITIES SERIES FUND CUSIP: 563821545	367,087.95 9.110 9.02 %	306,959.75 7.62	60,128.20	4,956	1.35 % 0.00 %
5,335.803	OPPENHEIMER DEVELOPING MARKETS FUND CUSIP: 683974505	200,519.48 37.580 4.93 %	174,035.26 32.62	26,484.22	1,329	0.66 % 0.00 %
8,605.916	OSTERWEIS STRATEGIC INCOME FUND CUSIP: 742935489	102,754.64 11.940 2.52 %	101,975.00 11.85	779.64	5,146	5.01 % 0.00 %
8,340.773	PIMCO EMERGING LOCAL BOND INSTL FD CUSIP: 72201F516	78,653.49 9.430 1.93 %	88,971.60 10.67	10,318.11-	4,004	5.09 % 0.00 %
15,371.995	PIMCO INVESTMENT GRADE CORPORATE BOND FUND CUSIP: 722005816	163,558.03 10.640 4.02 %	161,507.42 10.51	2,050.61	6,441	3.94 % 0.00 %
1,742.549	T. ROWE PRICE DIVERSIFIED SMALL-CAP GROWTH FUND INC CUSIP: 779917103	42,831.85 24.580 1.05 %	37,656.50 21.61	5,175.35	0	0.00 % 0.00 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
15,731.069	T. ROWE PRICE INSTITUTIONAL LARGE-CAP GROWTH FUND CUSIP: 45775L408	414,670.98 26.360 10.19 %	257,549.48 16.37	157,121.50	1,101	0.27 % 0.00 %
7,879.841	VANGUARD MORTGAGE-BACKED SECURITIES INDEX FUND CUSIP: 92206C755	162,009.53 20.560 3.98 %	164,201.50 20.84	2,191.97-	1,387	0.86 % 0.00 %
5,070.961	WASATCH LONG/SHORT FUND CUSIP: 936793769	83,366.60 16.440 2.05 %	67,798.75 13.37	15,567.85	0	0.00 % 0.00 %
11,139.319	WESTERN ASSET MORTGAGE BACKED SECURITIES FUND CUSIP: 52469F333	120,638.82 10.830 2.96 %	122,954.00 11.04	2,315.18-	5,425	4.50 % 0.00 %
TOTAL MUTUAL FUNDS		3,685,293.88	3,256,429.05	428,864.83	65,095	1.77 %
MISCELLANEOUS ASSETS						
1	CLASS ACTION PENDING ENRON CORP ON RCPT OF FINAL PMT CUSIP: 997000WS9	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING HALLIBURTON ON RCPT OF FINAL PMT CUSIP: 997000BE3	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING TENET HEALTHCARE ON RCPT OF FINAL PMT CUSIP: 997000KE3	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
1	CLASS ACTION PENDING TENET HEALTHCARE CORP ON RCPT OF FINAL PMT CUSIP: 997001AH5	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING XEROX CORP ON RCPT OF FINAL PMT CUSIP: 997000TT1	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
TOTAL MISCELLANEOUS ASSETS		0.00	0.00	0.00	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL		4,102,211.14	3,672,280.63	429,930.51	66,374	1.63 %
INCOME PORTFOLIO						
	INCOME CASH	31,167.56- 0.77-%	31,167.56-			

TOTAL ASSETS 4,071,043.58 3,641,113.07 429,930.51 66,374 1.63 %

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

Long Term CG Distributions		Amount	Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss					
Short Term CG Distributions		14,968	Capital Gains/Losses		2,875,290		2,535,539		339,721					
Short Term CG Distributions		0	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	ABERDEEN-EQUITY LONG SH	003020336		2/6/2012		3/11/2013	209	202					7
2	X	ABERDEEN-EQUITY LONG SH	003020336		2/6/2012		7/29/2013	234	219					15
3	X	ABERDEEN-EQUITY LONG SH	003020336		8/6/2012		7/29/2013	137	126					11
4	X	ADVISORS CAMBIAR SMALL C	0075W0593		3/28/2011		2/5/2013	9,000	8,470					530
5	X	ADVISORS CAMBIAR SMALL C	0075W0593		3/28/2011		3/11/2013	1,548	1,421					127
6	X	CAMBIAR SMALL CAP-INS	0075W0593		3/28/2011		7/29/2013	45,241	38,213					7,028
7	X	CAMBIAR SMALL CAP-INS	0075W0593		3/28/2011		10/7/2013	673	554					119
8	X	MANNING & NAPIER WORLD	563821545		7/18/2011		7/29/2013	42,445	44,258					-1,813
9	X	MANNING & NAPIER WORLD	563821545		7/18/2011		10/7/2013	11,196	11,158					38
10	X	MANNING & NAPIER WORLD	563821545		7/18/2011		3/11/2013	9,500	9,289					201
11	X	NEUBERGER BERMAN HIGH I	64128K868		8/6/2012		3/11/2013	54,398	53,319					1,079
12	X	NEUBERGER BERMAN HIGH I	64128K868		2/6/2012		3/11/2013	1,250	1,194					56
13	X	NEUBERGER BERMAN HIGH I	64128K868		8/8/2011		7/29/2013	54,718	51,772					2,944
14	X	NEUBERGER BERMAN HIGH I	64128K868		10/18/2011		7/29/2013	40,517	37,525					2,992
15	X	NEUBERGER BERMAN HIGH I	64128K868		2/6/2012		7/29/2013	1,327	1,281					46
16	X	OPPENHEIMER DEVELOPING	683974505		11/19/2012		2/5/2013	17,000	15,845					1,155
17	X	OPPENHEIMER DEVELOPING	683974505		3/11/2013		7/29/2013	5,375	5,502					-127
18	X	OPPENHEIMER DEVELOPING	683974505		11/19/2012		7/29/2013	21,927	20,769					1,158
19	X	OPPENHEIMER DEVELOPING	683974505		11/19/2012		10/7/2013	51,896	46,073					5,823
20	X	OPPENHEIMER DEVELOPING	683974505		11/19/2012		11/5/2013	4,500	3,968					532
21	X	PIMCO LOW DURATION-H	963390304		1/26/2011		2/5/2013	144,599	143,833					766
22	X	PIMCO LOW DURATION-H	963390304		2/6/2012		2/5/2013	2,710	2,700					10
23	X	PIMCO TOTAL RETURN FUND	683390700		12/29/2009		7/29/2013	101,500	101,688					-188
24	X	PIMCO TOTAL RETURN FUND	683390700		10/18/2011		7/29/2013	2,938	2,925					13
25	X	DOUBLELINE TOTAL RETURN	258620103		2/5/2013		3/11/2013	35,917	36,012					-85
26	X	EATON VANCE ATLANTA CAP	277902898		7/29/2013		10/7/2013	4,010	3,908					104
27	X	EATON VANCE ATLANTA CAP	277902898		7/29/2013		11/5/2013	6,000	5,638					364
28	X	FEDERATED STRATEGIC VAL	314172560		2/6/2012		2/5/2013	27,865	25,585					2,280
29	X	FEDERATED STRATEGIC VAL	314172560		11/19/2012		2/5/2013	14,237	13,499					738
30	X	FEDERATED STRATEGIC VAL	314172560		7/18/2011		2/5/2013	47,398	42,213					5,185
31	X	FEDERATED STRATEGIC VAL	314172560		7/18/2011		3/11/2013	77,590	68,418					9,172
32	X	FEDERATED STRATEGIC VAL	314172560		7/18/2011		7/29/2013	9,819	7,900					1,919
33	X	FEDERATED STRATEGIC VAL	314172560		10/7/2013		11/5/2013	5,990	5,732					258
34	X	FEDERATED STRATEGIC VAL	314172560		7/18/2011		2/5/2013	3,608	3,608					0
35	X	GOLDMAN SACHS GROWTH C	38142Y401		11/3/2009		2/5/2013	41,000	29,199					11,801
36	X	GOLDMAN SACHS GROWTH C	38142Y401		11/3/2009		3/11/2013	2,388	1,853					735
37	X	GOLDMAN SACHS GRTH OP	38142Y401		8/8/2011		7/29/2013	83,700	54,008					29,692
38	X	HARBOR CAP APPRECIATION	411511504		5/28/2011		2/5/2013	14,762	11,370					3,392
39	X	HARBOR CAP APPRECIATION	411511504		5/28/2010		2/5/2013	7,238	5,136					2,102
40	X	HARBOR CAP APPRECIATION	411511504		5/28/2010		3/11/2013	349,277	242,483					108,794
41	X	HARBOR CAP APPRECIATION	411511504		6/24/2010		3/11/2013	8,936	6,125					2,811
42	X	HARTFORD DIVIDEND & GRO	416845828		4/6/2010		3/11/2013	201,422	160,823					40,599
43	X	HARTFORD DIVIDEND & GRO	416845828		6/24/2010		3/11/2013	31,221	22,500					8,721
44	X	HARTFORD DIVIDEND & GRO	416845828		7/18/2011		3/11/2013	14,108	12,096					2,010
45	X	HARTFORD DIVIDEND & GRO	416845828		8/8/2011		3/11/2013	9,867	7,325					2,542
46	X	HARTFORD DIVIDEND & GRO	416845828		8/6/2012		3/11/2013	39,274	35,350					3,924
47	X	HARTFORD DIVIDEND & GRO	416845828		11/19/2012		3/11/2013	167	150					17
48	X	HARTFORD DIVIDEND & GRO	416845828		2/5/2013		3/11/2013	105,577	102,000					3,577
49	X	T ROWE PRICE INSTL LARGE	45775L408		2/6/2012		2/5/2013	29,000	25,959					3,041
50	X	T ROWE PRICE INSTL LUC GRV	45775L408		3/11/2013		7/29/2013	40,195	36,047					4,148
51	X	T ROWE PRICE INSTL LUC GRV	45775L408		3/11/2013		10/7/2013	39,418	33,408					6,010
52	X	T ROWE PRICE INSTL LUC GRV	45775L408		2/6/2012		10/7/2013	25,029	18,451					6,578
53	X	T ROWE PRICE INSTL LUC GRV	45775L408		2/6/2012		11/5/2013	21,000	14,560					6,440
54	X	JOHN HANCOCK III DISCIPL	47803J640		3/11/2013		7/29/2013	38,980	34,951					4,029
55	X	JOHN HANCOCK III DISCIPL	47803J640		3/11/2013		10/7/2013	34,409	31,086					3,323
56	X	JOHN HANCOCK III DISCIPL	47803J640		3/11/2013		11/5/2013	15,000	13,038					1,964
57	X	JP MORGAN U.S. EQUITY FUN	4812A1142		3/11/2013		7/29/2013	22,128	20,212					1,916
58	X	JP MORGAN U.S. EQUITY FUN	4812A1142		3/11/2013		10/7/2013	60,902	55,280					5,622
59	X	JP MORGAN U.S. EQUITY FUN	4812A1142		3/11/2013		11/5/2013	11,500	9,938					1,562
60	X	MAINSTAY ICAPI INTERNATIONAL	56063J716		10/7/2013		11/5/2013	7,500	7,298					202
61	X	MANNING & NAPIER WORLD	563821545		7/18/2011		2/5/2013	29,000	31,201					-2,201
62	X	PIMCO TOTAL RETURN FUND	683390700		2/5/2013		7/29/2013	6,750	7,000					-250
63	X	PIMCO TOTAL RETURN FUND	683390700		3/11/2013		7/29/2013	1,723	1,787					-64
64	X	PIMCO INVNT GRADE CORP BI	722005816		2/5/2013		3/11/2013	10,027	10,000					27
65	X	PIMCO INVNT GRADE CORP BI	722005816		1/26/2011		3/11/2013	28,548	25,136					3,412
66	X	RIDGEWORTH TOTAL RETUR	766281512		3/18/2005		2/5/2013	222,705	205,709					16,997
67	X	RIDGEWORTH TOTAL RETUR	766281512		3/30/2006		2/5/2013	87,472	80,000					7,472
68	X	RIDGEWORTH TOTAL RETUR	766281512		9/28/2008		2/5/2013	3,234	2,985					249

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

Check "X" to include to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Totals				Net Gain or Loss
									Capital Gains/Losses		Cost, Other Basis and Expenses		
									Long Term CG Distributions	Short Term CG Distributions	Amount	Gross Sales	
69	X	RIDGEWORTH TOTAL RETURN	786281512		2/6/2013		2/5/2013	13,395	2,875,260	2,535,539	339,721		
70	X	T ROWE PRICE DIVERS SFC	719917103		7/29/2013		10/7/2013	2,665	0	0	0		
71	X	VANGUARD SHORT TERM BO	921937827		7/29/2013		7/29/2013	76,257			-607		
72	X	VANGUARD SHORT TERM BO	921937827		3/11/2013		7/28/2013	1,124			-9		
73	X	VANGUARD BD INDEX TOTAL	921937835		2/5/2013		3/11/2013	36,453			-107		
74	X	VANGUARD TOTAL BOND MA	921937835		2/5/2013		7/29/2013	114,139			-3,388		
75	X	VANGUARD MIB SECUR INDEX	92206C755		8/6/2012		7/29/2013	72,924			-2,089		
76	X	VANGUARD MIB SECUR INDEX	92206C755		2/5/2013		7/29/2013	35,333			-873		
77	X	WASATCH LONG/SHORT FUN	938753769		8/6/2012		7/29/2013	792			118		
78	X	WASATCH LONG/SHORT FUN	938753769		8/6/2012		10/7/2013	891			133		
79	X	WASATCH LONG/SHORT FD	938753835		8/6/2012		2/5/2013	7,004			744		
80	X	WASATCH LONG/SHORT FD	938753835		8/6/2012		3/11/2013	188			22		

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

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

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

		2,567	908	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	908	908		
2	ESTIMATED EXCISE PAYMENTS	1,659			

Part II, Line 13 (990-PF) - Investments - Other

		3,435,620		3,540,419		3,970,350
		Book Value		Book Value		FMV
		Beg. of Year		End of Year		End of Year
1	MUTUAL FUNDS			3,256,429		3,685,295
2	EQUITY SECURITIES			283,990		285,055

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

[illegible]

Part VII-A, Line 8b (990-PF) - Copy of Form 990-PF to Attorney General

FLORIDA ATTORNEY GENERAL DOES NOT REQUIRE AND PREFERS THAT WE DO NOT FURNISH A COPY OF
FORM 990-PF TO THEIR OFFICE

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

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week AS REQ'D	Compensation	Benefits	Expense Account
			300 S ORANGE AVE STE 1600	ORLANDO	FL	32801		TRUSTEE		35,309	0	0
1	SUNTRUST BANK											
2	J STEPHEN PULLUM		300 S ORANGE AVE STE 1600	ORLANDO	FL	32801		TRUSTEE	AS REQ'D	2,000		
3	DAVID WEISS		300 S ORANGE AVE STE 1600	ORLANDO	FL	32801		TRUSTEE	AS REQ'D	2,000		
4	ALFRED C HALIDAY JR		300 S ORANGE AVE STE 1600	ORLANDO	FL	32801		TRUSTEE	AS REQ'D	2,000		
										41,309	0	0

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

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	4/11/2013	2	415
3 Second quarter estimated tax payment	5/13/2013	3	415
4 Third quarter estimated tax payment	8/12/2013	4	415
5 Fourth quarter estimated tax payment	11/12/2013	5	414
6 Other payments		6	
7 Total		7	1,659

G. Roxy and Elizabeth C. Martin Charitable Trust
SunTrust Bank
Foundations and Endowments Specialty Practice
Attn: Melanie A. Cianciotto
PO Box 620005
M/C: FL-Orlando-2100
Orlando, Florida 32862

GRANT APPLICATION GUIDELINES

These guidelines are provided to assist those charitable organizations which are considering making application for grants from the G. ROXY and ELIZABETH C. MARTIN CHARITABLE TRUST. There are many worthy charitable causes, but those which fall within the following described guidelines are the causes which the G. ROXY and ELIZABETH C. MARTIN CHARITABLE TRUST are most inclined to support. The gift committee charged with responsibility for selecting recipients of gifts from the G. ROXY and ELIZABETH C. MARTIN CHARITABLE TRUST would follow the guidelines.

The gift committee shall consider all qualified applications received from organizations that are exempt from taxation under the Internal Revenue Code, Section 501(c) 3, of the United States of America.

The qualified organizations are those which are charitable, religious and educational in nature. No part of any gift shall be used to influence legislation or to carry on propaganda, the sole object and purpose of the Trust being to further the cause of charity, education and religion.

Preference in grant making shall be based on the following described considerations:

- A. Need.
- B. The breadth of support for the organization, as reflected by the numbers of other contributors and the amounts given by them.
- C. Gifts may be made only for use within the United States or its possessions.
- D. The willingness of the organization to raise matching funds may be a consideration in order to qualify for the G. ROXY and ELIZABETH C. MARTIN CHARITABLE TRUST gift.
- E. Additional preference will be given to Central Florida organizations, which meet the above criteria.

October 1st is the deadline for filing gift requests that are to be considered at the annual trustee meeting to take place during the month of November each year.

Though the guidelines set forth hereinabove shall be adhered to by the gift committee of the Charitable Trust in virtually every choice of recipients of funds, the gift committee reserves the right to select deserving donees that fall outside the definition of the guidelines but that demonstrate all unusual need in harmony with the concerns of the G. ROXY and ELIZABETH C. MARTIN CHARITABLE TRUST.

APPLICATION REQUIREMENTS

Institutions/organizations wishing to apply for funds should supply the Foundation with a fully developed proposal.

The proposal should include the following and be forwarded to the address above:

- ◆ Completed Grant Proposal Application
- ◆ Principal objective and brief history of the organization/institution
- ◆ List of the current Board of Directors
- ◆ Copy of letter from IRS showing proof of tax-exempt status
- ◆ Detailed outline of project, including its expected outcome, including the number served by the grant if applicable.
- ◆ Financial information for prior 3 years (financial statements; audited or unaudited. If unaudited, please explain why.)
- ◆ Proposed budget for current year for both the project and your organization
- ◆ Source(s) of other funding for the project you are requesting funding for (if applicable)

Or submitted online to: <http://fdnweb.org/martin>

FOLLOW-UP PROCESS

Proposals will be reviewed upon receipt. Additional information may be requested. Once all required information is received, the proposal will be presented at the next regularly scheduled meeting of the Grant Committee.

Once a decision is made by the Committee, the Foundation will communicate the decision to the applicant in writing.

For further information, please call SunTrust Bank Foundations and Endowments Specialty Practice Group at 1(800) 432-4760, extension 4485.

SCHOLARSHIP APPLICATION

1. Deadline for consideration: **March 31, 2014**
2. This application should be completed and returned with the following items to:

**G. Roxy & Elizabeth C. Martin Charitable Trust
c/o SunTrust Bank, MC-2100
Attn: Melanie Cianciotto
200 S Orange Ave SOAB 10
Orlando, FL 32801**

- a. A recent photograph not larger than 2 ½ X 4 (newspaper photos not accepted).
 - b. A sheet listing honors received, clubs and social activities participated in, talents and interests you have.
 - c. Transcript from high school.
 - d. Three letters of recommendation giving specific data regarding your academic ability, character, family background, and economic status (with emphasis on character) from any of the following: Principal, dean, teacher, advisor, minister, employer, or civic leader. These letters shall be included with this application.
 - e. A sheet listing your job experience (if any) including place of employment, dates of employment, job title and duties.
 - f. On a separate sheet of paper, write a brief autobiography. Please include your career goals and objectives.
3. Awards will be made in May.
 4. Employees, Officers and Board of Directors of SunTrust Bank and their families are not eligible for this scholarship.