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Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue ServiceDo not enter Social Security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation THE RONALD E. & ELEANOR J. HALL FOUNDATION C/O AMERITRUST CORPORATION		A Employer identification number 01-0693374
Number and street (or P O box number if mail is not delivered to street address) 4506 SOUTH HARVARD	Room/suite	B Telephone number 918-610-8080
City or town, state or province, country, and ZIP or foreign postal code TULSA, OK 74135		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <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) \$ 971,693.	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
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		30,054.	30,054.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		86,816.			
b Gross sales price for all assets on line 6a		265,854.			
7 Capital gain net income (from Part IV, line 2)			86,816.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		116,870.	116,870.		
13 Compensation of officers, directors, trustees, etc		2,187.	1,093.		1,094.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		1,800.	900.		900.
c Other professional fees					
17 Interest					
18 Taxes STMT 3		1,440.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		5,427.	1,993.		1,994.
25 Contributions, gifts, grants paid		110,834.			110,834.
26 Total expenses and disbursements. Add lines 24 and 25		116,261.	1,993.		112,828.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		609.			
b Net investment income (if negative, enter -0-)			114,877.		
c Adjusted net income (if negative, enter -0-)				N/A	

323501
10-10-13

LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2013)

SCANNED JUN 05 2014

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**THE RONALD E. & ELEANOR J. HALL
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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing			752.	379.	379.
	2 Savings and temporary cash investments			18,866.	25,408.	25,408.
	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					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations STMT 4			10,070.	10,063.	9,887.
	b Investments - corporate stock STMT 5			509,534.	508,674.	720,957.
	c Investments - corporate bonds STMT 6			35,477.	55,849.	56,468.
	11 Investments - land, buildings, and equipment: basis ▶					
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 7			179,237.	154,303.	158,594.	
14 Land, buildings, and equipment: basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)			753,936.	754,676.	971,693.	
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					
22 Other liabilities (describe ▶)			<131.>	0.		
23 Total liabilities (add lines 17 through 22)			<131.>	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			754,067.	754,676.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			0.	0.	
	30 Total net assets or fund balances			754,067.	754,676.	
	31 Total liabilities and net assets/fund balances			753,936.	754,676.	

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	754,067.
2 Enter amount from Part I, line 27a	2	609.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	754,676.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	754,676.

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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			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 265,854.		179,038.	86,816.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			86,816.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	86,816.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div> <div>If gain, also enter in Part I, line 8, column (c).</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	N/A

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))
2012	153,777.	948,992.	.162042
2011	66,048.	963,814.	.068528
2010	40,963.	875,589.	.046783
2009	46,382.	816,324.	.056818
2008	40,994.	945,016.	.043379

2 Total of line 1, column (d)	2	.377550
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	.075510
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	941,118.
5 Multiply line 4 by line 3	5	71,064.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,149.
7 Add lines 5 and 6	7	72,213.
8 Enter qualifying distributions from Part XII, line 4	8	112,828.

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.

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

1a 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	1,149.
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	1,149.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,149.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	895.	
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	895.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	254.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a 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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b If "Yes," has it filed a tax return on Form 990-T for this year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> OK		
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	<input checked="" type="checkbox"/>	
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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	<input type="checkbox"/>	<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	<input type="checkbox"/>	<input checked="" type="checkbox"/>

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of AMERITRUST CORPORATION Telephone no. 918-610-8080			
Located at 4506 SOUTH HARVARD, TULSA OK ZIP+4 74135				
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 2013, 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		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 2013?		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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years	<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.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2013 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 2013.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b X

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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)?

☐ 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)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

☐

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(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
RONALD E. HALL	TRUSTEE			
13505 SANDTOWN ROAD				
CARMINE, TX 78932-5048	2.00	0.	0.	0.
AMERITRUST CORPORATION	TRUSTEE			
4506 SOUTH HARVARD	5.00	2,187.	0.	0.
TULSA, OK 74135				

2 Compensation of five highest-paid employees (other than those included on line 1). 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
N/A	0.00	0.	0.	0.

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

0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
N/A		0.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

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

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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	924,910.
b	Average of monthly cash balances	1b	30,540.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	955,450.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	955,450.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	14,332.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	941,118.
6	Minimum investment return. Enter 5% of line 5	6	47,056.

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	47,056.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,149.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,149.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	45,907.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	45,907.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	45,907.

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	112,828.
b	Program-related investments - total from Part IX-B	1b	0.
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	112,828.
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	5	1,149.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	111,679.

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.

Form 990-PF (2013)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				45,907.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012	85,673.			
f Total of lines 3a through e	85,673.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	112,828.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				45,907.
e Remaining amount distributed out of corpus	66,921.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	152,594.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	152,594.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012	85,673.			
e Excess from 2013	66,921.			

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 2013, enter the date of the ruling _____
- b** Check box to indicate whether the foundation is a private operating foundation described in section 513(c)(2)(A)(i) ☐ or a private operating foundation described in section 513(c)(2)(A)(ii) ☐

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
- b** 85% of line 2a
- c** Qualifying distributions from Part XII, line 4 for each year listed
- d** Amounts included in line 2c not used directly for active conduct of exempt activities
- e** Qualifying distributions made directly for active conduct of exempt activities.

[illegible]

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).)

RONALD E. HALL

- 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 address of the person to whom applications should be addressed:

SEE STATEMENT 8

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

- c Any submission deadlines:**

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

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Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BOYS AND GIRLS CLUB OF WASHINGTON COUNTY 1710 EAST TOM GREEN STREET BRENHAM, TX 77833	NONE	PC	UNRESTRICTED USE BY CHARITABLE ENTITY	250.
BRADLEY UNIVERSITY 1501 WEST BRADLEY AVENUE PEORIA, IL 61625	NONE	PC	UNRESTRICTED USE BY CHARITABLE ENTITY	44,000.
BURTON VOLUNTEER FIRE DEPT. 1627 FM 1697 BURTON BURTON, TX 77835	NONE	EOF	UNRESTRICTED USE BY CHARITABLE ENTITY	1,500.
CAMP FOR ALL 6301 REHBURG ROAD BURTON, TX 77835	NONE	PC	UNRESTRICTED USE BY CHARITABLE ENTITY	12,500.
CARMINE VOLUNTEER FIRE DEPT 111 AUGSBURG AVENUE CARMINE, TX 78932	NONE	EOF	UNRESTRICTED USE BY CHARITABLE ENTITY	1,000.
Total	SEE CONTINUATION SHEET(S)			110,834.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
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	30,054.		
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	86,816.		
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.		116,870.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	116,870.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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


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?		Yes	No
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.			

[illegible]

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
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		May the IRS discuss this return with the preparer shown below (see instr. 7)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	 <u>Ameritrust Corporation, Trustee</u> <u>By: [Signature] CPA, DVP</u>	<u>5-14-14</u> Date	
	Signature of officer or trustee		

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	W. MARK LEWELLEN	W. MARK LEWELLEN	5/08/14		P00360508
	Firm's name ▶ DELOITTE TAX LLP			Firm's EIN ▶ 86-1065772	
	Firm's address ▶ 100 S. CINCINNATI, SUITE 700 TULSA, OK 74103			Phone no. 918-477-8800	

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	ALTRIA GROUP INC	P	VARIOUS	12/31/13
b	CHEVRON CORPORATION	P	09/03/03	06/06/13
c	COCA COLA COCOM	P	03/30/07	08/23/13
d	FSGBANK CHATTANOOGA TN CD2.6% DUE 06/11/13	P	12/01/09	06/11/13
e	HEINZ HJ COCOM	P	VARIOUS	06/10/13
f	KIMBERLY-CLARK CORP	P	06/17/08	08/23/13
g	MCDONALDS CORPCOM	P	03/07/08	08/23/13
h	MONDELEZ INTL INC	P	VARIOUS	08/23/13
i	MORGAN STANLEY CD 4.75% DUE 12/19/13	P	12/18/08	12/19/13
j	NEXTERA ENERGY INC COM	P	10/20/05	06/06/13
k	PHILLIP MORRIS INTL INC COM	P	VARIOUS	08/23/13
l	PIEDMONT NATURAL GAS INC COM	P	VARIOUS	07/12/13
m	ADR ROYAL DUTCH SHELL PLCREPSTG B SHS	P	03/07/08	02/26/13
n				
o				

	(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	15,103.		6,591.	8,512.
b	9,541.		2,960.	6,581.
c	17,659.		11,068.	6,591.
d	25,000.		25,000.	0.
e	55,309.		36,006.	19,303.
f	14,353.		9,363.	4,990.
g	24,693.		13,668.	11,025.
h	6,182.		2,539.	3,643.
i	15,000.		15,000.	0.
j	6,158.		3,403.	2,755.
k	24,485.		8,705.	15,780.
l	35,403.		27,576.	7,827.
m	16,968.		17,159.	<191.>
n				
o				

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			8,512.
b			6,581.
c			6,591.
d			0.
e			19,303.
f			4,990.
g			11,025.
h			3,643.
i			0.
j			2,755.
k			15,780.
l			7,827.
m			<191.>
n			
o			

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	86,816.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CHRIST THE REDEEMER CHURCH 1302 WASHINGTON ST. BRENHAM, TX 77833	NONE	PC	UNRESTRICTED USE BY CHARITABLE ENTITY	1,000.
SAINT JOHNS UNITED CHURCH OF CHRIST 4606 MANGUM ROAD HOUSTON, TX 77092	NONE	PC	UNRESTRICTED USE BY CHARITABLE ENTITY	31,000.
SCOTT AND WHITE FOUNDATION-BRENHAM 2401 S. 31ST STREET TEMPLE, TX 76508	NONE	PC	UNRESTRICTED USE BY CHARITABLE ENTITY	3,584.
SUSAN G KOMEN 3-DAY 205 N. MICHIGAN AVE., STE 2630 CHICAGO, IL 60601	NONE	PC	UNRESTRICTED USE BY CHARITABLE ENTITY	500.
TEXAS COTTON GIN MUSEUM 115 W. MAIN ST. BRENHEM, TX 77833	NONE	PC	UNRESTRICTED USE BY CHARITABLE ENTITY	1,000.
THE HOOVER INSTITUTION 434 GALVEZ MALL STANFORD, CA 94305	NONE	PC	UNRESTRICTED USE BY CHARITABLE ENTITY	10,000.
THE WOMEN'S FUND OF CENTRAL TEXAS 5353 W. ALABAMA, STE 615 HOUSTON, TX 77056	NONE	PC	UNRESTRICTED USE BY CHARITABLE ENTITY	500.
UNITY THEATER 300 CHURCH STREET BRENHAM, TX 77833	NONE	PC	UNRESTRICTED USE BY CHARITABLE ENTITY	750.
WOUNDED WARRIOR PROJECT 12672 SILICON DR., STE 105 SAN ANTONIO, TX 78249	NONE	PC	UNRESTRICTED USE BY CHARITABLE ENTITY	1,000.
HURF - HOMEOWNERS UNITED FOR RATE FAIRNESS AUSTIN, TX 78752	NONE	PC	UNRESTRICTED USE BY CHARITABLE ENTITY	250.
Total from continuation sheets				51,584.

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3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ADR GLAXOSMITHKLINE PLC SPONSORED ADR	1,549.	0.	1,549.	1,549.	
ADR ROYAL DUTCH SHELL PLC REPSTG B SHS	219.	0.	219.	219.	
ALTRIA GROUP INC - DIVIDEND INCOME	2,209.	0.	2,209.	2,209.	
AMERICAN EXPRESS - DIVIDEND INCOME	54.	0.	54.	54.	
AT & T INC COM - DIVIDEND INCOME	540.	0.	540.	540.	
AT&T INC 3.875% DUE 08/15/20 - INTEREST INCOME	<65.>	0.	<65.>	<65.>	
AVON PRODS INC 4.2% DUE 07/15/18 - INTEREST INCOME	210.	0.	210.	210.	
BARCLAY BK CD 2% DUE 12/21/16 - INTEREST INCOME	217.	0.	217.	217.	
BOEING CO COM - DIVIDEND INCOME	485.	0.	485.	485.	
CAPITAL ONE BK USA CD 5.20% DUE 11/27/15 -	1,560.	0.	1,560.	1,560.	
CHEVRON CORPORATION - DIVIDEND INCOME	1,509.	0.	1,509.	1,509.	
COCA COLA CO COM - DIVIDEND INCOME	551.	0.	551.	551.	
CONS EDISON INC COM - DIVIDEND INCOME	1,695.	0.	1,695.	1,695.	
DISCOVER BR CD 3% DUE 12/23/14 - INTEREST INCOME	600.	0.	600.	600.	
DOW CHEMICAL CO COM STK - DIVIDEND INCOME	394.	0.	394.	394.	
DU PONT E I DE NEMOURS & CO COM STK - DIVIDEND	1,344.	0.	1,344.	1,344.	
DUKE ENERGY CORP COM - DIVIDEND INCOME	2,021.	0.	2,021.	2,021.	

FSGBANK

CHATTANOOGA TN CD				
2.6% DUE 06/11/13	324.	0.	324.	324.
GE CAP CORP MED				
TERM NTS 2.3 DUE				
04/27/17 -	115.	0.	115.	115.
GE MONEY CD 1.55%				
DUE 11/24/14 -				
INTEREST INCOME	84.	0.	84.	84.
GENUINE PARTS CO				
COM - DIVIDEND				
INCOME	1,184.	0.	1,184.	1,184.
GEORGIA MUN ELEC				
AUTH PWR 3.57% DUE				
01/01/19	179.	0.	179.	179.
GOLDMAN SACHS BK				
2.3% DUE 10/19/18				
- INTEREST INCOME	120.	0.	120.	120.
GOLDMAN SACHS BK				
CD 2% DUE 10/24/19				
- INTEREST INCOME	214.	0.	214.	214.
GOLDMAN SACHS BK				
CTF DEP DTD				
05-23-17 -	98.	0.	98.	98.
GOLDMAN SACHS BK				
USA NY 2.05 -				
INTEREST INCOME	81.	0.	81.	81.
GOLDMAN SACHS CD				
2.25% DUE 03/28/19				
- INTEREST INCOME	225.	0.	225.	225.
GOLDMAN SACHS CD				
2.45% DUE 01/18/19				
- INTEREST INCOME	245.	0.	245.	245.
GOLDMAN SACHS CD				
2.5% DUE 11/23/18				
- INTEREST INCOME	132.	0.	132.	132.
GOLDMAN SACHS CD				
2.5% DUE 12/14/18-				
INTEREST INCOM	132.	0.	132.	132.
GOLDMAN SACHS CD				
2.50 DUE 12/21/18				
- INTEREST INCOME	125.	0.	125.	125.
GOLDMAN SACHS CD				
3% DUE 12/14/21 -				
INTEREST INCOM	156.	0.	156.	156.
GOLDMAN SACHS SR				
NT 2.25% DUE				
05/23/19 -	358.	0.	358.	358.
GOLDMAN SACHS SR				
NT 3.625% -				
INTEREST INCOME	175.	0.	175.	175.
HEINZ H J CO COM -				
DIVIDEND INCOME	393.	0.	393.	393.
HEWLETT PACKARD CO				
GLOBAL - INTEREST				
INCOME	126.	0.	126.	126.

ILLINOIS TOOL WKS INC COM - DIVIDEND INCOME	283.	0.	283.	283.
INTEL CORP - DIVIDEND INCOME	243.	0.	243.	243.
JP MORGAN CHASE & CO - DIVIDEND INCOME	45.	0.	45.	45.
KIMBERLY-CLARK CORP - DIVIDEND INCOME	354.	0.	354.	354.
KRAFT FOODS INC CL A - DIVIDEND INCOME	132.	0.	132.	132.
MCDONALDS CORP COM - DIVIDEND INCOME	747.	0.	747.	747.
MISSISSIPI ST TAXABLE GO 2.577% DUE 10/1/18 -	125.	0.	125.	125.
MONDELEX INTL INC - DIVIDEND INCOME	77.	0.	77.	77.
MORGAN STANLEY CD 4.2% DUE 11/20/2013 -	241.	0.	241.	241.
MORGAN STANLEY CD 4.75% DUE 12/19/2013	661.	0.	661.	661.
NEW ORLEANS LA 3.142% 09/01/20	130.	0.	130.	130.
NEXTERA ENERGY INC - DIVIDEND INCOME	1,779.	0.	1,779.	1,779.
NORTHEAST UTILITIES COM - DIVIDEND INCOME	1,511.	0.	1,511.	1,511.
NORTHERN PRIME OBLIGATIONS INST MONEY MKT FUND -	19.	0.	19.	19.
PFIZER INC COM - DIVIDEND INCOME	709.	0.	709.	709.
PHILIP MORRIS INTL INC COM - DIVIDEND INCOME	732.	0.	732.	732.
PIEDMONT NATURAL GAS INC COM - DIVIDEND INCOME	639.	0.	639.	639.
PITNEY BOWES 4.75% DUE 5/15/18 -				
INTEREST INCOME	238.	0.	238.	238.
PRINCIPAL FINL GROUP INC COM - DIVIDEND INCOME	679.	0.	679.	679.
STATE STREET CORP COMMON STOCK - DIVIDEND INCOME	70.	0.	70.	70.

TOYOTA MTR CORP				
3.4% 09/15/21 -				
INTEREST INCOME	27.	0.	27.	27.
UNITEDHEALTH GROUP				
3.375% DUE				
11/15/21 -	55.	0.	55.	55.
US BANCORP -				
DIVIDEND INCOME	1,000.	0.	1,000.	1,000.
TO PART I, LINE 4	30,054.	0.	30,054.	30,054.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION AND AUDITING FEES	1,800.	900.		900.
TO FORM 990-PF, PG 1, LN 16B	1,800.	900.		900.

FORM 990-PF	TAXES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
990-PF ESTIMATED TAX	1,440.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,440.	0.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	4
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MISSISSIPPI ST TAXABLE GO 2.577%		X		
DUE 10/1/2018			5,018.	5,118.
NEW ORLEANS LA 3.142% 09-01-2020		X	5,045.	4,769.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			10,063.	9,887.
TOTAL TO FORM 990-PF, PART II, LINE 10A			10,063.	9,887.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ADR GLAXOSMITHKLINE PLC SPONSORED ADR	31,083.	34,864.
ADR ROYAL DUTCH SHELL PLC REPSTG B	0.	0.
ALTRIA GROUP INC	21,943.	39,235.
AMERICAN EXPRESS	17,800.	21,231.
AT & T INC COM	21,262.	21,096.
BOEING CO	13,358.	34,123.
CHEVRON CORPORATION	25,790.	43,469.
COCA COLA CO	6,304.	10,823.
CONS EDISON INC COM	35,215.	38,088.
DOW CHEMICAL CO COM STK	10,689.	18,204.
DU PONT E I DE NEMOURS & CO COM STK	29,243.	49,052.
DUKE ENERGY CORP COM	37,037.	45,133.
GENUINE PARTS CO COM	27,165.	46,753.
HEINZ H J CO	0.	0.
ILLINOIS TOOL WKS INC COM	10,548.	20,179.
INTEL CORP	5,846.	7,008.
KIMBERLY-CLARK CORP	0.	0.
KRAFT FOODS GROUP INC	1,350.	3,504.
KRAFT FOODS INC CL A	0.	0.
MCDONALDS CORP	5,835.	10,770.
NEXTERA ENERGY INC COM	33,349.	54,283.
NORTHEAST UTILITIES COM	27,609.	43,577.
PFIZER INC	15,013.	22,605.
PRINCIPAL FINL GROUP INC COM	62,828.	75,050.
PHILIP MORRIS INTL INC COM	0.	0.
PIEDMONT NATURAL GAS INC COM	0.	0.
STATE STREE CORP COMMON STOCK	18,082.	19,815.
US BANCORP	51,325.	62,095.
TOTAL TO FORM 990-PF, PART II, LINE 10B	508,674.	720,957.

FORM 990-PF	CORPORATE BONDS	STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
AT&T INC 3.875% DUE 08/15/20	5,081.	5,066.	
AVON PRODS INC 4.2% DUE 7/15/2018	5,224.	5,044.	
GE CAP CORP MED TERM NTS 2.3	5,000.	5,139.	
GEORGIA MUN ELEC AUTH PWR 3.57%	5,114.	5,075.	
GOLDMAN SACHS SR NT 3.625%	5,016.	5,247.	
HEWLETT PACKARD CO GLOBAL NT 3% DUE 09/15/16	5,078.	5,201.	
JP MORGAN CHASE & CO 4.25% DUE 10/15/20	5,230.	5,300.	
MORGAN STANLEY 4.2% DUE 11/20/2014	4,968.	5,159.	
PITNEY BOWES 4.75% DUE 5/15/2018	5,078.	5,223.	
TOYOTA MTR CORP 3.4% 09/15/21	5,045.	5,076.	
UNITED HEALTH GROUP 3.375% DUE 11/15/21	5,015.	4,938.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	55,849.	56,468.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BARCLAYS BK CD 2% DUE 12/21/2016	COST	9,950.	10,190.
CAPITAL ONE BK USA CD 5.2% DUE 11/27/2015	COST	30,000.	32,224.
DISCOVER BK CD 3% DUE 12/23/2014	COST	19,850.	20,441.
FSG BANK CHATTANOOGA TN CD 2.6% DUE 6/11/2013	COST	0.	0.
GE MONEY CD 1.55% DUE 11/24/2014	COST	4,993.	5,039.
GOLDMAN SACHS 2% DUE 10-24-19	COST	9,907.	9,836.
GOLDMAN SACHS 2.25% DUE 03/28/2019	COST	9,892.	10,044.
GOLDMAN SACHS 2.3% DUE 10/19/2018	COST	4,973.	5,061.
GOLDMAN SACHS BK 2.25% DUE 5-23-19	COST	14,877.	15,039.
GOLDMAN SACHS BK CTF DEP DTD 05-23-17	COST	4,971.	5,056.
GOLDMAN SACHS BK USA NY 2.05	COST	5,065.	5,112.
GOLDMAN SACHS CD 2.45% DUE 01/18/2019	COST	9,889.	10,161.
GOLDMAN SACHS CD 2.5% DUE 11/23/2018	COST	4,963.	5,101.
GOLDMAN SACHS CD 2.5% DUE 12/14/2018	COST	4,963.	5,097.
GOLDMAN SACHS CD 2.5% DUE 12/21/2018	COST	4,953.	5,096.
GOLDMAN SACHS BK CD 3% 12/14/21	COST	10,101.	10,114.
GOLDMAN SACHS BK CD 2.5% DUE 08/14/20	COST	4,956.	4,983.

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MORGAN STANLEY CD 4.75% DUE
12/19/2013

COST

0.

0.

TOTAL TO FORM 990-PF, PART II, LINE 13

154,303.

158,594.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 8

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

RON HALL, C/O AMERITRUST CORPORATION
4506 SOUTH HARVARD
TULSA, OK 74135

TELEPHONE NUMBER

918-610-8080

FORM AND CONTENT OF APPLICATIONS

QUALIFYING SECTION 501(C)(3) CHARITIES; APPLY BY LETTER OR CONVERSATION
WITH FOUNDATION MANAGERS

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE