Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do 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*

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation: ELVA S SMITH TRUST U/W 3020000201

A Employer identification number: 02-6014169

Number and street (or P O box number if mail is not delivered to street address): 10 TRIPPS LANE

Room/suite:

B Telephone number (see instructions): 603-634-7772

City or town, state or province, country, and ZIP or foreign postal code: RIVERSIDE, RI 02915-7995

C If exemption application is pending, check here ▶ [ ]

D 1 Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

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

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 2,395,298.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) ________ *(Part I, column (d) must be on cash basis.)*

ENVELOPE POSTMARK DATE MAY 13 2014

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	52,855.	52,980.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	221,545.			
	b	Gross sales price for all assets on line 6a 1,050,448.				
	7	Capital gain net income (from Part IV, line 2)		233,647.		
	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) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	274,400.	286,627.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	20,876.	10,438.		10,438.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 2	575.	NONE	NONE	575.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 3	3,139.	337.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 4	140.			140.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	24,730.	10,775.	NONE	11,153.
	25	Contributions, gifts, grants paid	82,502.			82,502.
	26	**Total expenses and disbursements** Add lines 24 and 25	107,232.	10,775.	NONE	93,655.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	167,168.			
	b	**Net investment income** (if negative, enter -0-)		275,852.		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	22,384.	154,127.	154,127.
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 ▶ NONE			
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) STMT 5	1,621,504.	1,656,929.	2,241,171.
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)	1,643,888.	1,811,056.	2,395,298.
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)		NONE	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27 Capital stock, trust principal, or current funds	1,637,799.	1,804,418.	
28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	6,089.	6,638.	
30 **Total net assets or fund balances** (see instructions)	1,643,888.	1,811,056.	
31 **Total liabilities and net assets/fund balances** (see instructions)	1,643,888.	1,811,056.	

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	1,643,888.
2 Enter amount from Part I, line 27a	2	167,168.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,811,056.
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	1,811,056.

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	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,050,448.		816,801.	233,647.
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				233,647.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	233,647.
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	

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	93,646.	2,081,670.	0.044986
2011	105,594.	2,094,721.	0.050410
2010	95,778.	1,977,873.	0.048425
2009	96,105.	1,848,848.	0.051981
2008	102,021.	2,155,853.	0.047323

2	**Total** of line 1, column (d)	2	0.243125
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	0.048625
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,249,958.
5	Multiply line 4 by line 3	5	109,404.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,759.
7	Add lines 5 and 6	7	112,163.
8	Enter qualifying distributions from Part XII, line 4	8	93,655.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	5,517.
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	
3	Add lines 1 and 2			3	5,517.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	5,517.
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,070.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	2,070.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** Paid via EFTPS ▶			9	3,447.
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** ▶ NONE **Refunded** ▶			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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation.*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ RBS CITIZENS, N.A. Telephone no. ▶ (603)634-7772

Located at ▶ 875 ELM STREET, MANCHESTER, NH ZIP+4 ▶ 03101

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
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		X
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? ☐ Yes ☒ 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)*	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 2013?	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	[X] 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	[X] No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[X] 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	[X] 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	[X] No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?			5b	X
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	[X] 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	[X] 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
RBS CITIZENS, N A. 875 ELM STREET, MANCHESTER, NH 03101	TRUSTEE 5	20,876.	-0-	-0-

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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,221,772.
b	Average of monthly cash balances	1b	62,449.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	2,284,221.
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	NONE
3	Subtract line 2 from line 1d	3	2,284,221.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	34,263.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,249,958.
6	**Minimum investment return.** Enter 5% of line 5	6	112,498.

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	112,498.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	5,517.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	5,517.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	106,981.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	106,981.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	106,981.

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	93,655.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	93,655.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	93,655.

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 2012	(c) 2012	(d) 2013
1	Distributable amount for 2013 from Part XI, line 7				106,981.
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only			9,891.	
b	Total for prior years 20 11 ,20____,20____		NONE		
3	Excess distributions carryover, if any, to 2013:				
a	From 2008 ... NONE				
b	From 2009 ... NONE				
c	From 2010 ... NONE				
d	From 2011 ... NONE				
e	From 2012 ... NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 93,655.				
a	Applied to 2012, but not more than line 2a			9,891.	
b	Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see instructions)	NONE			
d	Applied to 2013 distributable amount				83,764.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d	Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e	Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f	Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				23,217.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9				
a	Excess from 2009 ... NONE				
b	Excess from 2010 ... NONE				
c	Excess from 2011 ... NONE				
d	Excess from 2012 ... NONE				
e	Excess from 2013 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a 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 ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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 6

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines.

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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*				
UNIVERSITY OF PITTSBURGH SCHOOL OF LIBRARY SC 509 SLIS BUILDING PITTSBURGH PA 15260	NONE	N/A	SCHOLARSHIP	53,354.
VERMONT DEPT OF LIBRARIES ATTN: MARTHA REID MONTPELIER VT 05602	NONE	N/A	UNRESTRICTED GIFT	29,148.
Total . . . . . . ▶ **3a**				82,502.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	52,855.	
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	221,545.	
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)				274,400.	

13 Total Add line 12, columns (b), (d), and (e) . . . . . . 13 274,400.

(See worksheet in line 13 instructions to verify calculations)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions)
	NOT APPLICABLE

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

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

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

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

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

Gary M Golditch | 04/28/2014 | TAX OFFICER

Signature of officer or trustee | Date | Title

GARY M. GOLDITCH

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEFFREY E. KUHLIN	Jeffrey E Kuhlin	04/28/2014		P00353001
Firm's name ▶ KPMG LLP			Firm's EIN ▶ 13-5565207	
Firm's address ▶ 100 WESTMINSTER ST, 6TH FLOOR STE A PROVIDENCE, RI 02903-2321			Phone no 855-549-6955	

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at *www.irs.gov/form1041*

OMB No 1545-0092

2013

Name of estate or trust	Employer identification number
ELVA S SMITH TRUST U/W	02-6014169

Note: *Form 5227 filers need to complete only Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked				
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	173,873.	173,764.		109.

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back ▶	7	109.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked				
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked				
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	856,576.	643,037.		213,539.

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	12	
13 Capital gain distributions	13	19,999.
14 Gain from Form 4797, Part I	14	
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back ▶	16	233,538.

Part III Summary of Parts I and II

Caution: *Read the instructions* **before** *completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			109.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			233,538.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	18b			135.
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			233,647.

Note: *If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 18a and 19, column (2), are net gains, go to Part V, and* **do not** *complete Part IV If line 19, column (3), is a net loss, complete Part IV and the* **Capital Loss Carryover Worksheet**, *as necessary*

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 19, column (3) **or** b $3,000 . . . 20 ( )

Note: *If the loss on line 19, column (3), is more than $3,000,* **or** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if:*

- *Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col (2) or line 18c, col. (2) is more than zero.

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			21			
22	Enter the **smaller** of line 18a or 19 in column (2) but not less than zero	22					
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23					
24	Add lines 22 and 23	24					
25	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	25					
26	Subtract line 25 from line 24. If zero or less, enter -0-			26			
27	Subtract line 26 from line 21 If zero or less, enter -0-			27			
28	Enter the **smaller** of the amount on line 21 or $2,450			28			
29	Enter the **smaller** of the amount on line 27 or line 28			29			
30	Subtract line 29 from line 28 If zero or less, enter -0-. This amount is taxed at 0% ▶					30	
31	Enter the smaller of line 21 or line 26			31			
32	Subtract line 30 from line 26			32			
33	Enter the **smaller** of line 21 or $11,950			33			
34	Add lines 27 and 30			34			
35	Subtract line 34 from line 33. If zero or less, enter -0-			35			
36	Enter the **smaller** of line 32 or line 35			36			
37	Multiply line 36 by 15%. ▶					37	
38	Enter the amount from line 31			38			
39	Add lines 30 and 36			39			
40	Subtract line 39 from line 38 If zero or less, enter -0-			40			
41	Multiply line 40 by 20% ▶					41	
42	Figure the tax on the amount on line 27 Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			42			
43	Add lines 37, 41, and 42			43			
44	Figure the tax on the amount on line 21 Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			44			
45	**Tax on all taxable income.** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶					45	

Form **8949** Department of the Treasury Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶Information about Form 8949 and its separate instructions is at *www.irs gov/form8949*

▶File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
ELVA S SMITH TRUST U/W	02-6014169

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

[ ] **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

[ ] **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

[X] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
485. AT & T INC	04/16/2013	12/26/2013	17,010.00	18,445.00			-1,435.00
135. ANADARKO PETRO CORP	10/16/2013	12/26/2013	10,546.00	13,185.00			-2,639.00
485. CISCO SYSTEMS	06/18/2013	12/26/2013	10,549.00	12,135.00			-1,586.00
130 DR PEPPER SNAPPLE INC	04/30/2013	09/24/2013	5,912.00	6,280.00			-368.00
100. DR PEPPER SNAPPLE INC	04/30/2013	10/08/2013	4,341.00	4,831.00			-490.00
150. EBAY INC	12/27/2012	11/19/2013	7,799.00	7,503.00			296.00
885. FORD MOTOR CO	02/05/2013	12/05/2013	14,694.00	11,766.00			2,928.00
345. THE GAP INC	01/09/2013	10/16/2013	12,716.00	10,994.00			1,722.00
55 ISHARES NASDAQ BIOTECH	01/28/2013	07/24/2013	10,655.00	8,014.00			2,641.00
220 ISHARES US OIL EQUIP	08/09/2012	04/16/2013	11,992.00	12,342.00			-350.00
105. ISHARES US OIL EQUIP	09/19/2012	06/04/2013	6,083.00	5,890.00			193.00
295. MOTOROLA SOLUTIONS IN	10/26/2012	08/05/2013	16,484.00	14,956.00			1,528.00
195. QUANTA SVCS INC	04/26/2013	06/18/2013	5,257.00	5,249.00			8.00
405 QUANTA SVCS INC	11/09/2012	06/18/2013	10,918.00	10,901.00			17.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at www.irs.gov/form8949

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
ELVA S SMITH TRUST U/W	02-6014169

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

[ ] **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

[ ] **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

[X] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
379. SUNTRUST BANKS INC.	09/19/2012	04/30/2013	11,031.00	10,996.00			35.00
1685 122 TEMPLETON INSTL E #456	12/23/2013	12/26/2013	12,133.00	16,109.00			-3,976.00
55 THERMO ELECTRON CORP	10/26/2012	07/24/2013	5,001.00	3,364.00			1,637.00
40 017 VANGUARD INTER TERM #1350	12/23/2013	12/27/2013	444.00	475.00			-31.00
27.748 VANGUARD INTER TERM #1350	03/28/2013	12/27/2013	308.00	329.00			-21.00
2 Totals Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			173,873.	173,764.			109.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
ELVA S SMITH TRUST U/W	02-6014169

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

[ ] **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

[ ] **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

[X] **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
300. AETNA INC NEW	04/06/2010	07/24/2013	19,707.00	10,610.00			9,097.00
45. AFFILIATED MANAGERS GR	04/06/2010	06/27/2013	7,184.00	3,683.00			3,501.00
150. AMERICAN EXPRESS CO	01/27/2004	11/21/2013	12,507.00	6,653.00			5,854.00
125. ANADARKO PETRO CORP	02/07/2012	04/16/2013	10,207.00	10,667.00			-460.00
275 APARTMENT INVT & MGMT	09/12/2011	11/05/2013	7,540.00	7,175.00			365.00
80. BOEING CO	08/04/2010	09/20/2013	9,460.00	5,612.00			3,848.00
200. BRISTOL MYERS SQUIBB	01/13/1983	11/21/2013	10,388.00	800.00			9,588.00
50. CIGNA	03/10/2011	09/24/2013	3,941.00	2,149.00			1,792.00
1200. C S X CORPORATION	01/13/1983	04/26/2013	29,135.00	1,481.00			27,654.00
250 CAPITAL ONE FINL CORP	02/07/2012	02/14/2013	13,822.00	11,910.00			1,912.00
115. CATERPILLAR INC	04/06/2010	04/26/2013	9,698.00	7,494.00			2,204.00
40. CHEVRONTEXACO CORP	12/27/2011	10/16/2013	4,766.00	4,698.00			68.00
50. CHEVRONTEXACO CORP	12/27/2011	11/05/2013	5,880.00	5,873.00			7.00
50. CHIPOTLE MEXICAN GRILL	12/30/2009	02/15/2013	15,935.00	4,568.00			11,367.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side) | **Social security number or taxpayer identification number**

ELVA S SMITH TRUST U/W | 02-6014169

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

[ ] **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

[ ] **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

[X] **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
200. COCA COLA CO	06/20/2007	12/12/2013	7,990.00	5,150.00			2,840.00
705. E M C CORP MASS	08/04/2010	01/28/2013	17,688.00	13,828.00			3,860.00
495. E M C CORP MASS	08/04/2010	11/05/2013	11,556.00	9,709.00			1,847.00
285 EDISON INTL	03/10/2011	09/05/2013	12,660.00	10,725.00			1,935.00
70. EXXON MOBIL CORP	10/26/1965	10/16/2013	6,107.00	2,496.00			3,611.00
50000. GOLDMAN SACHS GROUP 10/15/13	12/01/2005	10/15/2013	50,000.00	49,771.00			229.00
145. HANESBRANDS INC	11/09/2012	12/12/2013	9,829.00	4,883.00			4,946.00
585. INTEL CORP.	03/20/1998	04/02/2013	12,552.00	11,221.00			1,331.00
44. IBM CORP	07/19/1995	05/14/2013	8,932.00	1,123.00			7,809.00
81. IBM CORP	07/19/1995	07/16/2013	15,704.00	2,067.00			13,637.00
250. JOHNSON CONTROLS INC	07/19/1995	07/24/2013	10,300.00	1,212.00			9,088.00
250. JOHNSON CONTROLS INC	07/19/1995	11/22/2013	12,570.00	1,212.00			11,358.00
175. LOWE'S COMPANIES INC	04/06/2010	09/16/2013	8,194.00	4,311.00			3,883.00
200. MCDONALDS CORP	02/04/2005	11/21/2013	19,532.00	6,384.00			13,148.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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ELVA S SMITH TRUST U/W	02-6014169

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1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
25000. MERCK & CO INC 9/15/22	09/12/2012	12/26/2013	22,813.00	24,982.00			-2,169.00
385. MERCK & CO INC NEW	08/11/2010	03/26/2013	17,003.00	12,442.00			4,561.00
400. NORDSTROM INC	12/01/2011	03/11/2013	21,686.00	17,426.00			4,260.00
500 ORACLE SYSTEMS CORP.	11/07/2007	08/05/2013	16,342.00	11,335.00			5,007.00
285.714 DREYFUS MIDCAP IND	12/30/2009	09/13/2013	10,023.00	6,282.00			3,741.00
300. QUESTAR CORP	03/26/2003	02/15/2013	7,086.00	1,415.00			5,671.00
541.712 T ROWE PRICE SMALL STOCKFD#65	04/06/2010	02/15/2013	20,027.00	16,632.00			3,395.00
474.947 T ROWE PRICE SMALL STOCKFD#65	04/06/2010	07/24/2013	19,834.00	14,582.00			5,252 00
444.444 T ROWE PRICE SMALL STOCKFD#65	04/06/2010	12/12/2013	19,724.00	13,646.00			6,078.00
450. SCHLUMBERGER LTD	02/04/2005	05/14/2013	34,510.00	15,957.00			18,553.00
85. SELECT SEC SPDR MATLS	09/23/2011	05/23/2013	3,457.00	2,644.00			813.00
160 SELECT SEC SPDR MATLS	09/23/2011	06/18/2013	6,474.00	4,977.00			1,497.00
125. TELEFLEX	12/27/2011	09/24/2013	10,226.00	7,765.00			2,461.00
2994.012 TEMPLETON INSTL E #456	12/27/2011	07/24/2013	30,060.00	31,482.00			-1,422.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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3947.553 TEMPLETON INSTL E #456	12/24/2012	12/26/2013	28,422.00	37,737.00			-9,315.00
3125 315 THORNBURG INTERNA I	12/27/2011	02/15/2013	90,884.00	76,758.00			14,126.00
600. UNUMPROVIDENT CORP	02/07/2012	02/15/2013	14,622.00	13,482.00			1,140.00
1774.623 VANGUARD INTER TE #1350	12/27/2011	09/24/2013	20,053.00	21,074.00			-1,021.00
5544 68 VANGUARD INTER TER #1350	12/21/2012	12/27/2013	61,546.00	65,816.00			-4,270.00
3650.336 VANGUARD ADMIRAL	02/27/2008	12/27/2013	38,000.00	39,138.00			-1,138.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			856,576.	643,037.			213,539.

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FEDERAL CAPITAL GAIN DISTRIBUTIONS

LONG-TERM CAPITAL GAIN DISTRIBUTIONS

15% RATE CAPITAL GAIN DISTRIBUTIONS

APARTMENT INVT & MGMT CO	30.00	
DREYFUS MIDCAP INDEX FUND	3,933.00	
T ROWE PRICE SMALL-CAP STOCKFD#65	1,884.00	
TEMPLETON INSTL EMERGING MKT #456	12,147.00	
TEMPLETON INSTITUTIONAL FOREIGN	1,071.00	
VANGUARD INTER TERM BD IDX SS #1350	746.00	
VANGUARD ADMIRAL GNMA FD #536	53.00	
TOTAL 15% RATE CAPITAL GAIN DISTRIBUTIONS		19,864.00
TOTAL LONG-TERM CAPITAL GAIN DISTRIBUTIONS		19,864.00

Citizens Bank

Investment Detail

3020000201 | ELVA S SMITH T/U/W 10-Apr-2014 3 3'

Asset Types: Balanced Funds, Cash & Cash Equivalents, Equities, Fixed Income -Non Taxable, Fixed Income -Taxable, Other, Real Estate
Data Current as of: 31-Dec-2013

SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Cash & Cash Equivalents	6 435%	$154,126 86	$154,126 86	$0 00
Equities	67 594%	$1,619,086 62	$1,044,953 36	$574,133 26
Fixed Income -Taxable	25 971%	$622,084 21	$611,975 83	$10,108 38
Totals		**$2,395,297.69**	**$1,811,056.05**	**$584,241.64**

DETAIL

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	U C
Cash & Cash Equivalents: 6.435%								
CASH - INCOME	- - - -	0 277%	6,638 4800	1 0000		$6,638 48	$6,638 48	
CASH - INVESTED INCOME	- - - -	(0 277)%	(6,638 4800)	1 0000		($6,638 48)	($6,638 48)	
RBS CITIZENS N A CASH SWEEP ACCOUNT Ticker PP510QGQ0 | Asset ID 990110702	990110702 - - PP510QGQ0	6 157%	147,488 3800	100 0000%	31-Dec-2013	$147,488 38	$147,488 38	
RBS CITIZENS N A CASH SWEEP ACCOUNT Ticker PP510QGQ0 | Asset ID 990110702	990110702 - - PP510QGQ0	0 277%	6,638 4800	100 0000%	31-Dec-2013	$6,638 48	$6,638 48	
Subtotal		**6.435%**				**$154,126.86**	**$154,126.86**	
Equities: 67.594%								
ABBOTT LABORATORIES Ticker ABT | Asset ID 002824100	002824100 US0028241000 - ABT	0 536%	335 0000	38 3300	31-Dec-2013	$12,840 55	$11,432 22	$
ACCENTURE PLC IRELAND Ticker ACN | Asset ID G1151C101	G1151C101 IE00B4BNMY34 B4BNMY3 ACN	0 944%	275 0000	82 2200	31-Dec-2013	$22,610 50	$21,404 70	$

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Ui C
AFFILIATED MANAGERS GROUP INC Ticker AMG | Asset ID 008252108	008252108 US0082521081 - AMG	0 724%	80 0000	216 8800	31-Dec-2013	$17,350 40	$6,546 79	$1
ALLERGAN, INC Ticker AGN | Asset ID 018490102	018490102 US0184901025 - AGN	0 904%	195 0000	111 0800	31-Dec-2013	$21,660 60	$20,936 14	
AMERICAN EXPRESS CO Ticker AXP | Asset ID 025816109	025816109 US0258161092 - AXP	0 568%	150 0000	90 7300	31-Dec-2013	$13,609 50	$6,652 72	$
APPLE COMPUTER INC Ticker AAPL | Asset ID 037833100	037833100 US0378331005 - AAPL	1 874%	80 0000	561 0200	31-Dec-2013	$44,881 60	$27,428 71	$1
BANK OF AMERICA CORPORATION Ticker BAC | Asset ID 060505104	060505104 US0605051046 - BAC	1 297%	1,995 0000	15 5700	31-Dec-2013	$31,062 15	$22,851 44	$
BARD CR INC Ticker BCR | Asset ID 067383109	067383109 US0673831097 - BCR	0 615%	110 0000	133 9400	31-Dec-2013	$14,733 40	$11,756 08	$
BB&T CORP Ticker BBT | Asset ID 054937107	054937107 US0549371070 - BBT	0 623%	400 0000	37 3200	31-Dec-2013	$14,928 00	$11,527 80	$
BECTON DICKINSON & CO Ticker BDX | Asset ID 075887109	075887109 US0758871091 - BDX	0 692%	150 0000	110 4900	31-Dec-2013	$16,573 50	$7,843 65	$
BOEING CO Ticker BA | Asset ID 097023105	097023105 US0970231058 - BA	1 254%	220 0000	136 4900	31-Dec-2013	$30,027 80	$15,433 73	$1
BRISTOL-MYERS SQUIBB CO Ticker BMY | Asset ID 110122108	110122108 US1101221083 - BMY	0 666%	300 0000	53 1500	31-Dec-2013	$15,945 00	$1,200 50	$1
CHARLES SCHWAB CORP NEW Ticker SCHW | Asset ID 808513105	808513105 US8085131055 - SCHW	0 537%	495 0000	26 0000	31-Dec-2013	$12,870 00	$11,537 58	$
CHEVRON CORP Ticker CVX | Asset ID 166764100	166764100 US1667641005 - CVX	1 043%	200 0000	124 9100	31-Dec-2013	$24,982 00	$24,164 65	
CIGNA Ticker CI | Asset ID 125509109	125509109 US1255091092 - CI	0 548%	150 0000	87 4800	31-Dec-2013	$13,122 00	$6,446 74	$
CINTAS	172908105	0 958%	385 0000	59 5900	31-Dec-	$22,942 15	$17,363 11	$

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	U C
CORPORATION Ticker CTAS | Asset ID 172908105	US1729081059 - CTAS				2013			
CITIGROUP INC Ticker C | Asset ID 172967424	172967424 US1729674242 2297907 C	1 088%	500 0000	52 1100	31-Dec-2013	$26,055 00	$19,570 47	$
CLOROX CO Ticker CLX | Asset ID 189054109	189054109 US1890541097 - CLX	0 620%	160 0000	92 7600	31-Dec-2013	$14,841 60	$10,861 77	$
COCA-COLA CO Ticker KO | Asset ID 191216100	191216100 US1912161007 - KO	0 517%	300 0000	41 3100	31-Dec-2013	$12,393 00	$7,725 00	$
COLGATE-PALMOLIVE CO Ticker CL | Asset ID 194162103	194162103 US1941621039 - CL	0 926%	340 0000	65 2100	31-Dec-2013	$22,171 40	$13,928 08	$
CONOCOPHILLIPS Ticker COP | Asset ID 20825C104	20825C104 US20825C1045 - COP	1 372%	465 0000	70 6500	31-Dec-2013	$32,852 25	$24,366 00	$
DANAHER CORP Ticker DHR | Asset ID 235851102	235851102 US2358511028 2250870 DHR	1 128%	350 0000	77 2000	31-Dec-2013	$27,020 00	$5,924 62	$2
DREYFUS MIDCAP INDEX FUND#113 Ticker PESPX | Asset ID 712223106	712223106 - - PESPX	5 163%	3,365 3790	36 7500	31-Dec-2013	$123,677 68	$75,726 17	$4
DUKE ENERGY CORP NEW Ticker DUK | Asset ID 26441C204	26441C204 US26441C2044 B7VD3F2 DUK	0 475%	165 0000	69 0100	31-Dec-2013	$11,386 65	$12,132 54	(
EXXON MOBIL CORP Ticker XOM | Asset ID 30231G102	30231G102 US30231G1022 - XOM	1 521%	360 0000	101 2000	31-Dec-2013	$36,432 00	$12,836 67	$2
GENERAL DYNAMICS Ticker GD | Asset ID 369550108	369550108 US3695501086 - GD	1 077%	270 0000	95 5500	31-Dec-2013	$25,798 50	$23,766 09	$
GENERAL ELECTRIC CO Ticker GE | Asset ID 369604103	369604103 US3696041033 - GE	1 755%	1,500 0000	28 0300	31-Dec-2013	$42,045 00	$1,210 93	$4
GENWORTH FINL INCCL A Ticker GNW | Asset ID 37247D106	37247D106 US37247D1063 B011WL6 GNW	0 843%	1,300 0000	15 5300	31-Dec-2013	$20,189 00	$12,029 45	$
GOOGLE INC CL A Ticker GOOGL | Asset ID 38259P508	38259P508 US38259P5089	1 450%	31 0000	1,120 7100	31-Dec-2013	$34,742 01	$17,860 96	$1

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	U C
	B020QX2 GOOGL							
HANESBRANDS INC Ticker HBI | Asset ID 410345102	410345102 US4103451021 - HBI	0 733%	250 0000	70 2700	31-Dec-2013	$17,567 50	$8,418 35	$
HARMAN INT'L INDUSTRIES INC Ticker HAR | Asset ID 413086109	413086109 US4130861093 2411138 HAR	0 683%	200 0000	81 8500	31-Dec-2013	$16,370 00	$13,457 47	$
HERSHEY COMPANY Ticker HSY | Asset ID 427866108	427866108 US4278661081 - HSY	0 812%	200 0000	97 2300	31-Dec-2013	$19,446 00	$11,205 94	$
ISHARES MSCI EMERGING MKTS ETF Ticker EEM | Asset ID 464287234	464287234 - 2582409 EEM	1 745%	1,000 0000	41 7950	31-Dec-2013	$41,795 00	$40,855 00	
ISHARES NASDAQ BIOTECHNOLOGY ETF Ticker IBB | Asset ID 464287556	464287556 US4642875565 2724892 IBB	0 569%	60 0000	227.0600	31-Dec-2013	$13,623 60	$8,742 69	$
ISHARES US OIL EQUIP & SVCS ETF Ticker IEZ | Asset ID 464288844	464288844 US4642888444 B14MFQ9 IEZ	1 353%	500 0000	64 8100	31-Dec-2013	$32,405 00	$29,087 64	$
JOHNSON & JOHNSON Ticker JNJ | Asset ID 478160104	478160104 US4781601046 - JNJ	0 899%	235 0000	91 5900	31-Dec-2013	$21,523 65	$15,403 30	$
JOHNSON CONTROLS INC Ticker JCI | Asset ID 478366107	478366107 US4783661071 - JCI	0 535%	250 0000	51 3000	31-Dec-2013	$12,825 00	$1,212 39	$1
JPMORGAN CHASE & CO Ticker JPM | Asset ID 46625H100	46625H100 US46625H1005 - JPM	0 855%	350 0000	58 4800	31-Dec-2013	$20,468 00	$11,651 50	$
KLA TENCOR CORP Ticker KLAC | Asset ID 482480100	482480100 US4824801009 - KLAC	0 713%	265 0000	64 4600	31-Dec-2013	$17,081 90	$15,946 90	$
LOWES COMPANIES INC Ticker LOW | Asset ID 548661107	548661107 US5486611073 - LOW	0 879%	425 0000	49 5500	31-Dec-2013	$21,058 75	$10,469 65	$1
MARSH & MCLENNAN COMPANIES, Ticker MMC | Asset ID 571748102	571748102 US5717481023 - MMC	0 757%	375 0000	48 3600	31-Dec-2013	$18,135 00	$15,650 81	$
MEAD JOHNSON NUTRITION CO Ticker MJN | Asset ID 582839106	582839106 US5828391061 B4W9F29	0 559%	160 0000	83 7600	31-Dec-2013	$13,401 60	$13,684 30	(

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Ui C
	MJN							
MICROSOFT CORP Ticker MSFT | Asset ID 594918104	594918104 US5949181045 - MSFT	1 023%	655 0000	37 4100	31-Dec-2013	$24,503 55	$19,618 97	$
MONSANTO CO NEW Ticker MON | Asset ID 61166W101	61166W101 US61166W1018 4658524 MON	0 487%	100 0000	116 5500	31-Dec-2013	$11,655 00	$6,920 68	$
MORGAN STANLEY DEAN WITTER Ticker MS | Asset ID 617446448	617446448 US6174464486 - MS	0 615%	470 0000	31 3600	31-Dec-2013	$14,739 20	$13,717 04	$
NETAPP INC COM Ticker NTAP | Asset ID 64110D104	64110D104 US64110D1046 2630643 NTAP	0 644%	375 0000	41 1400	31-Dec-2013	$15,427 50	$15,560 78	(
NEXTERA ENERGY INC COM Ticker NEE | Asset ID 65339F101	65339F101 US65339F1012 2328915 NEE	0 357%	100 0000	85 6200	31-Dec-2013	$8,562 00	$6,010 99	$
PEPSICO INC Ticker PEP | Asset ID 713448108	713448108 US7134481081 - PEP	1 039%	300 0000	82 9400	31-Dec-2013	$24,882 00	$1,620 38	$2
PFIZER INC Ticker PFE | Asset ID 717081103	717081103 US7170811035 - PFE	0 895%	700 0000	30 6300	31-Dec-2013	$21,441 00	$6,283 97	$1
PNC FINANCIAL SERVICES GROUP Ticker PNC | Asset ID 693475105	693475105 US6934751057 - PNC	0 810%	250 0000	77 5800	31-Dec-2013	$19,395 00	$19,332 50	
PRAXAIR INC NY COM Ticker PX | Asset ID 74005P104	74005P104 US74005P1049 - PX	0 814%	150 0000	130 0300	31-Dec-2013	$19,504 50	$4,314 75	$1
PRICELINE GROUP INC Ticker PCLN | Asset ID 741503403	741503403 US7415034039 7613724 PCLN	0 971%	20 0000	1,162 4000	31-Dec-2013	$23,248 00	$14,484 40	$
PROCTER & GAMBLE CO Ticker PG | Asset ID 742718109	742718109 US7427181091 - PG	0 663%	195 0000	81 4100	31-Dec-2013	$15,874 95	$4,267 91	$1
QUALCOMM CORP Ticker QCOM | Asset ID 747525103	747525103 US7475251036 - QCOM	0 930%	300 0000	74 2500	31-Dec-2013	$22,275 00	$12,780 00	$
SELECT SEC SPDR MATLS Ticker XLB | Asset ID 81369Y100	81369Y100 US81369Y1001 B1HKVC8	0 685%	355 0000	46 2200	31-Dec-2013	$16,408 10	$11,042 79	$

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Ui C
	XLB							
T ROWE PRICE SMALL-CAP STOCKFD#65 Ticker OTCFX | Asset ID 779572106	779572106 - - OTCFX	1 940%	1,043 0050	44 5600	31-Dec-2013	$46,476 30	$32,615 75	$1
TE CONNECTIVITY LTD Ticker TEL | Asset ID H84989104	H84989104 - - TEL	0 736%	320 0000	55 1100	31-Dec-2013	$17,635 20	$14,553 11	$
TEMPLETON INSTITUTIONAL FOREIGN Ticker TFEQX | Asset ID 880210505	880210505 - - TFEQX	4 399%	4,637 3450	22 7200	31-Dec-2013	$105,360 48	$92,791 99	$1
THERMO FISHER SCIENTIFIC INC Ticker TMO | Asset ID 883556102	883556102 US8835561023 - TMO	0 697%	150 0000	111 3500	31-Dec-2013	$16,702 50	$9,173 53	$
TIME WARNER INC Ticker TWX | Asset ID 887317303	887317303 US8873173038 B63QTN2 TWX	1 121%	385 0000	69 7200	31-Dec-2013	$26,842 20	$24,596 08	$
UNITED TECHNOLOGIES CORP Ticker UTX | Asset ID 913017109	913017109 US9130171096 - UTX	0 898%	189 0000	113 8000	31-Dec-2013	$21,508 20	$1,788 29	$1
VERIZON COMMUNICATIONS Ticker VZ | Asset ID 92343V104	92343V104 US92343V1044 - VZ	1 436%	700 0000	49 1400	31-Dec-2013	$34,398 00	$21,112 82	$1
VISA INC Ticker V | Asset ID 92826C839	92826C839 US92826C8394 - V	1 255%	135 0000	222 6800	31-Dec-2013	$30,061 80	$12,246 13	$1
WAL-MART STORES Ticker WMT | Asset ID 931142103	931142103 US9311421039 - WMT	0 657%	200 0000	78 6900	31-Dec-2013	$15,738 00	$11,107 34	$
WELLS FARGO & CO NEW Ticker WFC | Asset ID 949746101	949746101 US9497461015 - WFC	0 758%	400 0000	45 4000	31-Dec-2013	$18,160 00	$11,124 00	$
WYNDHAM WORLDWIDE CORP Ticker WYN | Asset ID 98310W108	98310W108 US98310W1080 - WYN	0 954%	310 0000	73 6900	31-Dec-2013	$22,843 90	$19,637 91	$
Subtotal		**67.594%**				**$1,619,086.62**	**$1,044,953.36**	**$57**
Fixed Income -Taxable: 25.971%								
CISCO SYSTEMS 3 150% 3/14/17 Asset ID 17275RAK8	17275RAK8 US17275RAK86 B3N4NL1 -	3 313%	75,000 0000	105 8190%	31-Dec-2013	$79,364 25	$75,565 50	$

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Ui C
COCA-COLA 1 650% 3/14/18 Asset ID 191216AY6	191216AY6 - B7D5WG0 -	2 071%	50,000 0000	99 2100%	31-Dec-2013	$49,605 00	$50,352 00	(
COLUMBIA INCOME OPPORTUNITIES Z Ticker CIOZX | Asset ID 19763T889	19763T889 US19763T8898 - CIOZX	2 254%	5,371 9010	10 0500	31-Dec-2013	$53,987 61	$52,000 00	$
COSTCO WHSL CRP 1 125% 12/15/17 Ticker CWC1117 | Asset ID 22160KAE5	22160KAE5 US22160KAE55 B90HQH2 CWC1117	2 051%	50,000 0000	98 2410%	31-Dec-2013	$49,120 50	$49,750 50	(
E M C CORP MASS 1 875% 6/01/18 Ticker EMC1818 | Asset ID 268648AP7	268648AP7 US268648AP77 BBDY0Y9 EMC1818	2 064%	50,000 0000	98 8640%	31-Dec-2013	$49,432 00	$50,114 00	(
FED FARM CR BK 3 680% 1/12/16 Asset ID 31331GJT7	31331GJT7 - - -	2 229%	50,000 0000	106 7820%	31-Dec-2013	$53,391 00	$50,162 50	$
FED HOME LN BK 5 000% 12/21/15 Asset ID 3133XDTL5	3133XDTL5 - - -	1 137%	25,000 0000	108 9670%	31-Dec-2013	$27,241 75	$25,151 25	$
FED HOME LN BK 5 250% 6/18/14 Asset ID 3133X7FK5	3133X7FK5 - - -	3 205%	75,000 0000	102 3540%	31-Dec-2013	$76,765 50	$76,485 75	
HEWLETT PACKARD CO 6 125% 3/01/14 Asset ID 428236AT0	428236AT0 US428236AT06 B3K9Z02 -	2 105%	50,000 0000	100 8470%	31-Dec-2013	$50,423 50	$50,180 00	
ORACLE CORP 2 375% 1/15/19 Ticker OC12319 | Asset ID 68389XAQ8	68389XAQ8 US68389XAQ88 BC9XYK1 OC12319	2 106%	50,000 0000	100 8950%	31-Dec-2013	$50,447 50	$50,420 00	
US BANCORP 3 150% 3/04/15 Asset ID 91159HGU8	91159HGU8 US91159HGU86 B6396P2 -	2 151%	50,000 0000	103 0450%	31-Dec-2013	$51,522 50	$50,120 00	$
VANGUARD ADMIRAL GNMA FD #536 Ticker VFIJX | Asset ID 922031794	922031794 - - VFIJX	1 285%	2,954 2320	10 4200	31-Dec-2013	$30,783 10	$31,674 33	(
Subtotal		**25.971%**				**$622,084.21**	**$611,975.83**	**$1**

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST		52,855.	52,980.
	TOTAL	52,855.	52,980.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEES	575.			575.
TOTALS	575.	NONE	NONE	575.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
2012 990PF BALANCE DUE	1,042.	
2013 990PF ESTIMATES	2,070.	
FOREIGN TAXES	27.	337.
TOTALS	3,139.	337.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
NH FILING FEE	65.	65.
NH COURT ACCOUNTING FEE	75.	75.
TOTALS	140.	140.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	C	1,621,504.	1,656,929.	2,241,171.
TOTALS		1,621,504.	1,656,929.	2,241,171.

FORM 990PF, PART XV - LINES 2a - 2d
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RECIPIENT NAME:
UNIV. OF PITTSBURG, ATTN: M. WASHINGTON
ADDRESS:
509 SLIS BLDG
PITTSBURG, PA 15260
RECIPIENT'S PHONE NUMBER: 412-624-5230
FORM, INFORMATION AND MATERIALS:
CONTACT TONI CARBO BEARMAN, DEAN, AT THE
ADDRESS AND PHONE NUMBER ABOVE
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
FULL SCHOLARSHIP TO THE UNIVERSITY OF
PITTSBURG EACH YEAR