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ENVELOPE DATE NOV 17 2014

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Form **990-PF**

Return of Private Foundation

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue Service

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.

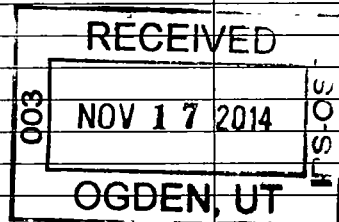
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

Open to Public Inspection

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

Name of foundation MARTHA DANA MERCER TRUST		A Employer identification number 04-6009617						
Number and street (or P O box number if mail is not delivered to street address) Room/suite P O BOX 1802		B Telephone number (see instructions) 888-866-3275						
City or town, state or province, country, and ZIP or foreign postal code PROVIDENCE, RI 02901-1802		C If exemption application is pending, check here ☐						
G Check all that apply: <table border="0"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☐ Name change	D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
Check type of organization: ☐ Section 501(c)(3) exempt private foundation ☒ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐						
Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 64,225,625.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐						
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)								

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,865,689.	1,815,845.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,071,910.			
	b Gross sales price for all assets on line 6a 44,987,298.		3,071,910.		
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	39,212.	36,776.		STMT 2
	12 Total. Add lines 1 through 11	4,976,811.	4,924,531.		
	13 Compensation of officers, directors, trustees, etc.	288,341.	173,004.		115,336.
	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 3	1,250.	NONE	NONE	1,250.
	c Other professional fees (attach schedule) STMT 4	82,885.	82,885.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	112,924.	34,624.		
	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 6	56,991.	84,458.		500.
	24 Total operating and administrative expenses. Add lines 13 through 23	542,391.	374,971.	NONE	117,086.
	25 Contributions, gifts, grants paid	2,937,149.			2,937,149.
	26 Total expenses and disbursements. Add lines 24 and 25	3,479,540.	374,971.	NONE	3,054,235.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	1,497,271.			
	b Net investment income (if negative, enter -0-)		4,549,560.		
	c Adjusted net income (if negative, enter -0-)				



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	2,143,476.	2,151,387.	2,151,387.
	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)	50,396,711.	43,722,087.	49,655,462.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis			
Less: accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)	3,591,701.	11,491,226.	12,239,127.	
14 Land, buildings, and equipment basis				
Less: accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)	NONE	NONE	179,649.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	56,131,888.	57,364,700.	64,225,625.	
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	56,131,888.	57,364,700.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see instructions)	56,131,888.	57,364,700.		
31 Total liabilities and net assets/fund balances (see instructions)	56,131,888.	57,364,700.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	56,131,888.
2 Enter amount from Part I, line 27a	2	1,497,271.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	84,069.
4 Add lines 1, 2, and 3	4	57,713,228.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	348,528.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	57,364,700.

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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 PUBLICLY TRADED SECURITIES					
b OTHER GAINS AND LOSSES					
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 42,626,974.		39,476,365.	3,150,609.		
b 2,360,007.		2,438,706.	-78,699.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col. (k), but not less than -0- or Losses (from col (h)))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			3,150,609.		
b			-78,699.		
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	3,071,910.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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	2,913,825.	57,837,388.	0.050380
2011	2,904,348.	58,822,860.	0.049374
2010	3,211,628.	55,478,307.	0.057890
2009	3,524,564.	49,341,917.	0.071431
2008	3,571,001.	61,546,725.	0.058021

2 Total of line 1, column (d)	2	0.287096
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	0.057419
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	60,875,929.
5 Multiply line 4 by line 3	5	3,495,435.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	45,496.
7 Add lines 5 and 6	7	3,540,931.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	3,054,235.

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)		1	90,991.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
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	90,991.
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	90,991.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 78,300.		
b Exempt foreign organizations - tax withheld at source	6b NONE		
c Tax paid with application for extension of time to file (Form 8868)	6c 35,000.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	113,300.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	22,309.
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ 22,309. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ (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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ US TRUST FIDUCIARY TAX SER Telephone no ▶ (888) 866-3275 Located at ▶ P.O. BOX 1802, PROVIDENCE, RI ZIP+4 ▶ 02901-1802			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☒ 15 and enter the amount of tax-exempt interest received or accrued during the year ▶			
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? ☐ 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)? ☐ 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? ☐ 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) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ _____	2b	
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	
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)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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? ☐ Yes ☒ No

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? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		288,341.		

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

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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** (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	

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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	59,344,536.
b	Average of monthly cash balances	1b	2,458,438.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	61,802,974.
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	61,802,974.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	927,045.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	60,875,929.
6	Minimum investment return. Enter 5% of line 5	6	3,043,796.

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	3,043,796.
2a	Tax on investment income for 2013 from Part VI, line 5 2a		90,991.
b	Income tax for 2013. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	90,991.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,952,805.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	2,952,805.
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	2,952,805.

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	3,054,235.
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	3,054,235.
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	3,054,235.

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				2,952,805.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008 524,443.				
b From 2009 1,086,112.				
c From 2010 541,250.				
d From 2011 87,530.				
e From 2012 117,762.				
f Total of lines 3a through e	2,357,097.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 3,054,235.				
a Applied to 2012, but not more than line 2a			NONE	
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				2,952,805.
e Remaining amount distributed out of corpus	101,430.			
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	2,458,527.			
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				NONE
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)	524,443.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	1,934,084.			
10 Analysis of line 9:				
a Excess from 2009 1,086,112.				
b Excess from 2010 541,250.				
c Excess from 2011 87,530.				
d Excess from 2012 117,762.				
e Excess from 2013 101,430.				

NOT APPLICABLE

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(5)

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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				
BOSTON SYMPHONY ORCHESTRA INC ATTN DEVELOPMENT OFFICE BOSTON MA 02115-4557	N/A	PC	UNRESTRICTED GENERAL SUPPORT	963,442.
DOYLESTOWN HEALTH FOUNDATION 595 W STATE ST DOYLESTOWN PA 18901-2554	N/A	PC	UNRESTRICTED GENERAL SUPPORT	8,093.
BOSTON ATHENAEUM C/O LORING WOLCOTT & COOLIDGE 230 CONGRESS ST BOSTON MA 02110-2409	N/A	PC	UNRESTRICTED GENERAL SUPPORT	19,365.
FANNY CHAPMAN POOL BOUROUGH OF DOYLESTOWN-TREASURER DOYLESTOWN	N/A	PC	UNRESTRICTED GENERAL SUPPORT	19,365.
HARVARD COLLEGE FBO A ARBORETUM OFFICE OF RECORDING SECRETARY HA CAMBRIDGE M	N/A	PC	UNRESTRICTED GENERAL SUPPORT	963,442.
MUSEUM OF FINE ARTS ATTN: SUSAN R. VEROFF BOSTON MA 02115-5523	N/A	PC	UNRESTRICTED GENERAL SUPPORT	963,442.
Total			3a	2,937,149.
b Approved for future payment				
Total			3b	

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

- | | | | |
|--|-------|-----|----|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | | Yes | No |
| | | | |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | | | |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[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

**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.

Karen J. Kiser
Signature of officer or trustee

11/07/2014
Date

▶ SVP Tax
Title

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

BANK OF AMERICA, N.A.

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed	PTIN
---	------

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	608.	608.
FOREIGN DIVIDENDS	268,363.	268,363.
NONDIVIDEND DISTRIBUTIONS	48,317.	
DOMESTIC DIVIDENDS	312,324.	312,324.
OTHER INTEREST	102,528.	102,528.
FOREIGN INTEREST	2,873.	2,873.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	18,808.	18,808.
NON-TAXABLE FOREIGN INCOME	1,527.	
NONDISTRIBUTIVE U.S. GOVERNMENT INTEREST	4,062.	4,062.
MARKET DISCOUNT - OTHER INTEREST	9,949.	9,949.
NONQUALIFIED FOREIGN DIVIDENDS	95,086.	95,086.
NONQUALIFIED DOMESTIC DIVIDENDS	1,001,244.	1,001,244.
	-----	-----
TOTAL	1,865,689.	1,815,845.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INCOME	39,212.	39,212.
PARTNERSHIP INCOME		-2,436.
	-----	-----
TOTALS	39,212. =====	36,776. =====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE - BOA	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OIL & GAS MGMT FEES - BOA	5,359.	5,359.
INVESTMENT ADVISORY FEES	77,526.	77,526.
	-----	-----
TOTALS	82,885.	82,885.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	7,437.	7,437.
EXCISE TAX ESTIMATES	78,300.	
FOREIGN TAXES ON QUALIFIED FOR	17,109.	17,109.
FOREIGN TAXES ON NONQUALIFIED	10,078.	10,078.
	-----	-----
TOTALS	112,924.	34,624.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER CHARITABLE EXPENSES	500.		500.
OTHER INVESTMENT FEE	1,125.	1,125.	
DIVIDEND INVESTMENT EXPENSE -	55,366.	55,366.	
PARTNERSHIP EXPENSES		27,967.	
TOTALS	56,991.	84,458.	500.
	=====	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION	AMOUNT
-----	-----
ACCRUED INTEREST ADJUSTMENT	3,081.
TYE SALES ADJUSTMENT	6,304.
WASH SALES ADJUSTMENT	402.
PARTNERSHIP GAIN/LOSS ADJUSTMENT	74,146.
TRANSFERS REC/DEL ADJ	136.
ROUNDING ADJUSTMENT	

TOTAL	84,069.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION	AMOUNT
-----	-----
SECURITIES ADJUSTMENT	57,560.
TYE INCOME ADJUSTMENT	268,892.
US FORM 990-PF PR YR EXT PAYMENT	18,000.
US FORM 990-T ESTIMATES	1,865.
STATE TAX REFUND/EST ADJUSTMENT	2,211.

TOTAL	348,528.
	=====

MARTHA DANA MERCER TRUST

Schedule D Detail of Short-term Capital Gains and Losses

[illegible]

GAINS AND LOSSES FROM PASS-THRU ENTITIES
=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

PARTNERSHIPS, TRUSTS, S CORPORATIONS

-74,146.00

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)

-74,146.00

=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:

BANK OF AMERICA

ADDRESS:

100 FEDERAL STREET

BOSTON, MA 02110

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 288,341.

COMPENSATION EXPLANATION:

SEE ATTACHED FOOTNOTE

TOTAL COMPENSATION:

288,341.

=====

FEDERAL FOOTNOTES

=====

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

MARTHA DANA MERCER TRUST
04-6009617
Balance Sheet
12/31/2013



Cusip	Asset	Units	Basis	Market Value
	Cash/Cash Equivalent	2151386 530	2,151,386.53	2,151,386 53
000375204	ABB LTD	1853.000	40,057.90	49,215.68
00130H105	AES CORP	1405.000	17,447 21	20,386.55
00206R102	AT&T INC	1158 000	43,982 57	40,715 28
002824100	ABBOTT LABS	7152 000	258,712.78	274,136 16
00287Y109	ABBVIE INC	1844.000	67,696 17	97,381.64
003881307	ACACIA RESH CORP	632 000	14,820.33	9,189 28
00404A109	ACADIA HEALTHCARE CO INC	1168 000	39,863.02	55,281 44
004225108	ACADIA PHARMACEUTICALS INC	1684.000	28,935 22	42,083 16
00507V109	ACTIVISION BLIZZARD INC	990 000	15,886 28	17,651 70
00687A107	ADIDAS AG	779 000	31,858.65	49,720 45
00846U101	AGILENT TECHNOLOGIES INC	1095 000	41,668.03	62,623.05
009363102	AIRGAS INC	440.000	37,993 01	49,214 00
015351109	ALEXION PHARMACEUTICALS INC	138.000	13,034 77	18,337.99
017175100	ALLEGHANY CORP DEL	76 000	27,385.41	30,396 96
018490102	ALLERGAN INC	2185 000	175,339 25	242,709.80
018581108	ALLIANCE DATA SYS CORP	89 000	13,654 90	23,400 77
018802108	ALLIANT CORP	339.000	13,265.47	17,492.40
018805101	ALLIANZ SE	2209.000	33,202 27	39,678.06
020002101	ALLSTATE CORP	217 000	11,074.66	11,835 18
021441100	ALTERA CORP	1046.000	33,975 52	34,006.51
02208R106	ALTRA INDL MOTION CORP	269.000	8,508 79	9,205.18
02209S103	ALTRIA GROUP INC	1110.000	37,232.87	42,612.90
02263T104	AMADEUS IT HLDG SA	1143.000	28,537.25	48,990.12
023135106	AMAZON COM INC	552.000	140,989.48	220,132.08
02341R302	AMCOR LTD	697 000	27,890.73	28,151.13
023608102	AMEREN CORP	467 000	15,580.89	16,886.72
024013104	AMERICAN ASSETS TR INC	274.000	7,679.14	8,611 82
025537101	AMERICAN ELEC PWR INC	1084.000	48,495.61	50,666.16
025676206	AMERICAN EQUITY INVT LIFE HLDG	1090.000	23,124.46	28,754 20
025816109	AMERICAN EXPRESS CO	1599.000	101,220.85	145,077.27
03027X100	AMERICAN TOWER CORP	1995.000	142,927.75	159,240.90
03073E105	AMERISOURCEBERGEN CORP	1900.000	95,378.62	133,589.00
031100100	AMETEK INC NEW	451.000	23,672 63	23,754.17

MARTHA DANA MERCER TRUST

04-6009617

Balance Sheet

12/31/2013

Bank of America



Cusip	Asset	Units	Basis	Market Value
031162100	AMGEN INC	738.000	62,534.36	84,191.04
032095101	AMPHENOL CORP NEW	498.000	30,649.41	44,411.64
032654105	ANALOG DEVICES INC	634.000	25,973.76	32,289.62
032657207	ANALOGIC CORP	311.000	26,793.40	27,542.16
035290105	ANIXTER INTL INC	173.000	15,068.09	15,542.32
03674X106	ANTERO RES CORP	261.000	13,609.30	16,557.84
037411BD6	APACHE CORP	63000.000	57,333.84	58,410.45
03834A103	APPROACH RES INC	662.000	18,219.83	12,776.60
039670104	ARCTIC CAT INC	370.000	20,251.69	21,082.60
042068106	ARM HLDGS PLC	2204.000	58,199.71	120,627.12
042735100	ARROW ELECTRS INC	631.000	22,617.54	34,231.75
043436104	ASBURY AUTOMOTIVE GROUP INC	281.000	10,925.17	15,100.94
046353AB4	ASTRAZENECA PLC	70000.000	80,945.90	80,042.90
04685W103	ATHENAHEALTH INC	798.000	80,641.26	107,331.00
053015103	AUTOMATIC DATA PROCESSING INC	649.000	38,106.62	52,438.55
05379B107	AVISTA CORP	521.000	13,546.10	14,686.99
053807103	AVNET INC	626.000	18,039.60	27,612.86
05463D100	AXIALL CORP	414.000	17,690.22	19,640.16
054937107	BB&T CORP	1077.000	31,428.73	40,193.64
05564E106	BRE PROPERTIES INC	367.000	18,080.81	20,078.57
05565QBH0	BP CAPITAL MARKETS PLC	51000.000	53,648.43	53,055.30
056752108	BAIDU INC	324.000	40,222.48	57,633.12
058498106	BALL CORP	197.000	8,488.06	10,177.02
05874B107	BALLY TECHNOLOGIES INC	203.000	11,261.08	15,925.35
059460303	BANCO BRADESCO S A	3444.000	51,629.18	43,153.32
063904106	BANK OF THE OZARKS INC	856.000	41,492.22	48,441.04
064159AM8	BANK NOVA SCOTIA B C	53000.000	54,333.48	54,966.83
067383109	BARD C R INC	468.000	46,247.95	62,683.92
067806109	BARNES GROUP INC	746.000	17,240.54	28,579.26
06846N104	BARRETT BILL CORP	1036.000	22,539.48	27,744.08
073685109	BEACON ROOFING SUPPLY INC	419.000	13,159.10	16,877.32
073730103	BEAM INC	464.000	30,439.00	31,579.84
075896100	BED BATH & BEYOND INC	873.000	58,348.53	70,101.90
077454106	BELDEN INC	243.000	12,061.77	17,119.35

MARTHA DANA MERCER TRUST
04-6009617
Balance Sheet
12/31/2013



Cusip	Asset	Units	Basis	Market Value
078454105	BELLE INTL HLDGS LTD	1649.000	25,272.00	19,077.28
084664BS9	BERKSHIRE HATHAWAY FIN CORP	55000.000	54,748 65	55,530.20
08579W103	BERRY PLASTICS GROUP INC	699 000	15,457.61	16,629.21
09061G101	BIOMARIN PHARMACEUTICAL INC	1686 000	101,347.02	118,610.10
09062X103	BIOGEN IDEC INC	517 000	49,139.53	144,538.72
092113109	BLACK HILLS CORP	382.000	18,018 90	20,058 82
09247X101	BLACKROCK INC	152.000	27,805 47	48,103 44
095180105	BLOUNT INTL INC NEW	1551.000	18,047 59	22,442 97
097023105	BOEING CO	650.000	46,511 80	88,718 50
09739D100	BOISE CASCADE CO DEL	677.000	18,597.62	19,957 96
101121101	BOSTON PROPERTIES INC	296 000	31,543.74	29,709 52
101137107	BOSTON SCIENTIFIC CORP	1042 000	12,271.53	12,524 84
105105100	BRAMBLES LTD	2004 000	29,633.88	32,809 49
109696104	BRINKS CO	200 000	5,359 60	6,828 00
110122108	BRISTOL MYERS SQUIBB CO	1746 000	57,514 12	92,799 90
110394103	BRISTOW GROUP INC	569.000	41,767 45	42,709 14
110448107	BRITISH AMERN TOB PLC	589 000	56,112 22	63,270 38
111013108	BRITISH SKY BROADCASTING GROUP	956.000	49,062 98	53,454 74
111621306	BROCADE COMMUNICATIONS SYS INC	1866.000	10,451 09	16,542 09
117043109	BRUNSWICK CORP	607.000	15,884.53	27,958 42
120738406	BUNZL PLC	2360.000	38,840 49	56,677.76
124857202	CBS CORP	582.000	19,996.01	37,096 68
12504L109	CBRE GROUP INC	2861.000	68,059 43	75,244 30
125509109	CIGNA CORP	490.000	22,320.72	42,865.20
12561W105	CLECO CORP NEW	727.000	32,001 45	33,892.74
12572Q105	CME GROUP INC	522.000	30,533.98	40,956.12
125896100	CMS ENERGY CORP	673.000	15,598.17	18,016 21
126132109	CNOOC LTD	276.000	54,483.21	51,794 16
126650100	CVS CAREMARK CORP	1860.000	73,482.95	133,120.20
129603106	CALGON CARBON CORP	1290.000	17,731.43	26,535.30
13342B105	CAMERON INTL CORP	1170.000	63,095.35	69,650.10
136375102	CANADIAN NATIONAL RAILWAY	600.000	25,226.28	34,212.00
136385AK7	CANADIAN NAT RES LTD	72000.000	81,089 28	80,915.04
14149Y108	CARDINAL HEALTH INC	288.000	17,561.49	19,241.28

MARTHA DANA MERCER TRUST
04-6009617
Balance Sheet
12/31/2013



Cusip	Asset	Units	Basis	Market Value
14161H108	CARDTRONICS INC	1161.000	41,608.27	50,445.45
14170T101	CAREFUSION CORP	1725 000	53,909 62	68,689.50
142339100	CARLISLE COS INC	143.000	9,724.70	11,354.20
142795202	CARLSBERG AS	2118.000	44,746.71	46,943 35
147448104	CASELLA WASTE SYS INC	3088 000	12,907 11	17,910 40
147528103	CASEYS GEN STORES INC	534.000	38,302 43	37,513.50
14912L4E8	CATERPILLAR FINL SVCS CORP	43000 000	53,199.60	52,856 89
149205106	CATO CORP NEW	848 000	22,446 31	26,966 40
151020104	CELGENE CORP	687 000	81,994 42	116,081.02
15135U109	CENOVUS ENERGY INC	740 000	21,916.08	21,201 00
15639K300	CENTRICA PLC	1753.000	38,910.92	40,380 36
15670R107	CEPHEID	625.000	23,758 87	29,170 00
156782104	CERNER CORP	2861 000	107,188.37	159,472 14
157210105	CEVA INC	790.000	14,254.60	12,023 80
165240102	CHESAPEAKE LODGING TR	334.000	8,339 15	8,446 86
166744201	CHEUNG KONG HLDGS LTD	2445 000	37,166 23	38,596.77
166764100	CHEVRON CORP	1344 000	148,147.29	167,879.04
168905107	CHILDRENS PL RETAIL STORES INC	283.000	14,299.88	16,122.51
16941M109	CHINA MOBILE LTD	390 000	19,937.66	20,393 10
169656105	CHIPOTLE MEXICAN GRILL INC	82.000	28,282 59	43,687 96
171232101	CHUBB CORP	514.000	39,026 80	49,667.82
171340102	CHURCH & DWIGHT INC	476.000	25,544.87	31,549.28
171778202	CIELO S A	794 000	17,417.28	22,094 64
17243V102	CINEMARK HLDGS INC	585 000	16,168.00	19,498 05
17275R102	CISCO SYS INC	2443.000	54,472 35	54,796.49
17275RAE2	CISCO SYS INC	47000.000	53,222.80	52,867.01
172967FF3	CITIGROUP INC	49000.000	54,044.06	55,744.36
179895107	CLARCOR INC	382 000	20,825.49	24,581.70
184496107	CLEAN HBRS INC	377.000	19,929.25	22,604 92
191085208	COCA COLA AMATIL LTD	904.000	20,638.91	19,458.60
191216100	COCA COLA CO	3122.000	132,926.02	128,969.82
19122T109	COCA-COLA ENTERPRISES INC	1282.000	43,729 25	56,574.66
192479103	COHERENT INC	335.000	18,575.90	24,920.65
194162103	COLGATE PALMOLIVE CO	1807.000	107,377.36	117,834.47

MARTHA DANA MERCER TRUST
04-6009617
Balance Sheet
12/31/2013



Cusip	Asset	Units	Basis	Market Value
20030N101	COMCAST CORP	646 000	31,363.95	33,569.39
20030N200	COMCAST CORP	1931.000	72,501 67	96,318.28
20030NAU5	COMCAST CORP	46000.000	54,056 44	53,573 44
200340107	COMERICA INC	550 000	16,779.07	26,147 00
204166102	COMMVAULT SYS INC	223.000	11,556 65	16,694 23
20449X203	COMPASS GROUP PLC	4434.000	47,705 77	71,090.32
20825C104	CONOCOPHILLIPS	647 000	44,404.65	45,710.55
20825CAR5	CONOCOPHILLIPS	46000.000	53,396 34	53,119.42
21036P108	CONSTELLATION BRANDS INC	682 000	26,992 99	47,999.16
21925Y103	CORNERSTONE ONDEMAND INC	550 000	11,934.99	29,321.60
22160K105	COSTCO WHSL CORP NEW	1319.000	136,390 76	156,987 38
22541LAR4	CREDIT SUISSE FIRST BOSTON USA	51000.000	54,165 57	53,283 78
228368106	CROWN HLDGS INC	899 000	29,597.79	40,068 43
229669106	CUBIC CORP	152 000	8,030 21	8,004.32
231561101	CURTISS WRIGHT CORP	296.000	9,311 98	18,420.08
23283R100	CYRUSONE INC	810 000	16,015 01	18,087.30
235851102	DANAHER CORP DEL	733 000	45,916.14	56,587.60
23918K108	DAVITA HEALTHCARE PARTNERS INC	164.000	9,062 03	10,392.68
243537107	DECKERS OUTDOOR CORP	370.000	21,973 56	31,250 20
24422ERR2	DEERE JOHN CAP CORP	71000.000	70,903 44	70,848.06
24872B100	DENSO CORP	1176 000	22,369.62	31,048.75
251542106	DEUTSCHE BOERSE	3487.000	22,559.20	28,924 67
251566105	DEUTSCHE TELEKOM AG	2084.000	28,992 37	35,694.75
25157Y202	DEUTSCHE POST AG	852.000	22,409 89	31,111.63
252131107	DEXCOM INC COM	805.000	16,336 02	28,505.05
25243Q205	DIAGEO PLC	382.000	43,698.95	50,584.44
253393102	DICKS SPORTING GOODS INC	461.000	22,446.28	26,784 10
254543101	DIODES INC	767.000	17,877.24	18,070.52
25459HBA2	DIRECTV HLDGS LLC / DIRECTV FING	51000.000	53,109.36	53,576.01
254687106	DISNEY WALT CO	747.000	24,900.77	57,070.80
25468PCW4	DISNEY WALT CO NEW	59000.000	54,301 24	53,606.81
254709108	DISCOVER FINL SVCS	763.000	31,662.23	42,689 85
25470F104	DISCOVERY COMMUNICATIONS INC	360.000	28,442.63	32,551.20
256677105	DOLLAR GEN CORP	1005.000	52,430.85	60,621.60

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25746U109	DOMINION RES INC VA NEW	294.000	15,505.66	19,018.86
258278100	DORMAN PRODS INC	236 000	11,448 64	13,225 68
260003108	DOVER CORP	865.000	53,665 53	83,507 10
26138E109	DR PEPPER SNAPPLE INC	183.000	6,665.67	8,915 76
262037104	DRIL-QUIP INC	935 000	96,254 25	102,784 55
263534109	DU PONT E I DE NEMOURS & CO	875.000	45,258 32	56,848 75
26441C204	DUKE ENERGY CORP	248 000	16,115 89	17,114.48
26613Q106	DUPONT FABROS TECHNOLOGY INC	575 000	13,803 34	14,208 25
268648102	EMC CORP	2976.000	70,489 31	74,846.40
26884L109	EQT CORP	271 000	17,448 51	24,330.38
270321102	EARTHLINK INC	4154.000	19,891.43	21,056.63
27579R104	EAST WEST BANCORP INC	1200.000	25,857 04	41,964.00
278642103	EBAY INC	2204.000	116,599 14	120,922.46
278865100	ECOLAB INC	294.000	20,420.02	30,655 38
281020107	EDISON INTL	490.000	23,444.58	22,687 00
28140H104	EDUCATION RLTY TR INC	2215 000	19,778 67	19,536 30
28257U104	EINSTEIN NOAH RESTAURANT GROUP	364.000	5,193.70	5,278.00
283677854	EL PASO ELEC CO	632 000	22,364.45	22,189 52
291011104	EMERSON ELEC CO	441 000	22,268 11	30,949 38
292505104	ENCANA CORP	1206 000	22,237 07	21,768.30
29265N108	ENERGEN CORP	375.000	22,234.51	26,531 25
29266S106	ENDOLOGIX INC	1348 000	18,420.94	23,509.12
29355X107	ENPRO INDS INC	404 000	14,213.00	23,290.60
29379VAP8	ENTERPRISE PRODS OPER LLC	48000.000	52,895.04	53,394.24
29414B104	EPAM SYS INC	589.000	20,681.36	20,579.66
294429105	EQUIFAX INC	333.000	17,596.37	23,006.97
29444U502	EQUINIX INC	1017 000	205,614.87	180,466 65
29476L107	EQUITY RESIDENTIAL	566.000	32,319.80	29,358.42
294821608	ERICSSON	2393.000	27,657.47	29,290.32
296315104	ESCO TECHNOLOGIES INC	806.000	28,995.60	27,613.56
29977A105	EVERCORE PARTNERS INC	302.000	11,637.08	18,053 56
30161NAD3	EXELON CORP	51000.000	54,666.90	53,769.30
30212P303	EXPEDIA INC DEL	273.000	14,057.93	19,017 18
30219G108	EXPRESS SCRIPTS HLDG CO	935.000	61,466.24	65,674.40

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30231G102	EXXON MOBIL CORP	2632.000	238,103.62	266,358.40
302520101	FNB CORP PA	1566.000	18,486.94	19,762.92
302941109	FTI CONSULTING INC	269.000	8,837.23	11,066.66
307305102	FANUC CORP	1661.000	41,681.55	50,702.03
311900104	FASTENAL CO	1851.000	78,837.34	87,941.01
3128MJLM0	FEDERAL HOME LN MTG CORP	230759.335	240,278.16	244,203.37
3128MJTQ3	FEDERAL HOME LN MTG CORP	376758.500	395,773.04	387,311.51
312945R42	FEDERAL HOME LN MTG CORP	241317.573	250,623.16	248,002.07
3135G0VA8	FEDERAL NATL MTG ASSN	83000.000	82,436.43	82,910.36
3137EADP1	FEDERAL HOME LN MTG CORP	113000.000	108,734.25	109,767.07
3138A2BE8	FEDERAL NATL MTG ASSN	80983.455	83,355.99	80,536.43
3138AW2Y8	FEDERAL NATL MTG ASSN	20951.827	22,199.12	20,834.92
3138MBMB9	FEDERAL NATL MTG ASSN	156128.663	164,228.51	148,384.68
3138X2JB1	FEDERAL NATL MTG ASSN	454111.810	449,854.51	452,000.19
3138X2VS0	FEDERAL NATL MTG ASSN	173529.830	164,961.79	164,940.10
31417GT55	FEDERAL NATL MTG ASSN	57113.942	56,542.79	56,794.68
31419BCW3	FEDERAL NATL MTG ASSN	139483.877	142,120.99	147,857.09
31620M106	FIDELITY NATL INFORMATION SVCS	697.000	30,370.52	37,414.96
316645100	FIFTH & PAC COS INC	1177.000	24,480.71	37,746.39
316773100	FIFTH THIRD BANCORP	3295.000	55,156.44	69,293.85
317485100	FINANCIAL ENGINES INC	437.000	19,908.67	30,362.76
32020R109	FIRST FINL BANKSHARES	256.000	14,554.42	16,924.16
32054K103	FIRST INDUSTRIAL REALTY TRUST	483.000	8,280.65	8,428.35
320867104	FIRST MIDWEST BANCORP DEL	998.000	14,908.72	17,494.94
33616C100	FIRST REP BK SAN FRANCISCO	716.000	24,176.22	37,482.60
337932107	FIRSTENERGY CORP	237.000	7,640.64	7,816.26
33829M101	FIVE BELOW INC	442.000	20,551.32	19,093.52
339041105	FLEETCOR TECHNOLOGIES INC	264.000	20,037.05	30,932.88
343412102	FLUOR CORP	297.000	16,397.82	23,846.13
34354P105	FLOWSERVE CORP	693.000	31,805.15	54,629.19
344419106	FOMENTO ECONOMICO MEXICANO SA	192.000	13,859.61	18,791.04
344849104	FOOT LOCKER INC	442.000	14,555.51	18,316.48
34959E109	FORTINET INC	860.000	14,685.79	16,451.80
351793104	FRANCESCAS HLDGS CORP	681.000	16,431.05	12,530.40

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353514102	FRANKLIN ELEC INC	507.000	19,100.72	22,632.48
354613101	FRANKLIN RES INC	2035.000	97,547.07	117,480.55
359694106	FULLER H B CO	895.000	32,122.65	46,575.80
361268105	G & K SVCS INC	275.000	15,363.98	17,113.25
361448103	GATX CORP	601.000	27,570.39	31,354.17
36237H101	G-III APPAREL GROUP LTD	599.000	30,993.82	44,299.64
36318L104	GALAXY ENTMT GROUP LTD	466.000	22,914.85	41,799.73
369604103	GENERAL ELEC CO	5304.000	120,789.20	148,671.12
36962G3P7	GENERAL ELEC CAP CORP	81000.000	88,467.21	92,267.91
370334104	GENERAL MLS INC	1889.000	91,319.36	94,279.99
371559105	GENESEE & WYO INC	161.000	7,039.22	15,464.05
375558103	GILEAD SCIENCES INC	2089.000	134,514.03	156,883.90
37940X102	GLOBAL PMTS INC	222.000	11,238.37	14,427.78
38141EA58	GOLDMAN SACHS GROUP INC	49000.000	52,895.01	54,494.37
38141G104	GOLDMAN SACHS GROUP INC	686.000	103,167.97	121,600.36
38259P508	GOOGLE INC	378.000	249,418.47	423,628.38
384109104	GRACO INC	588.000	32,946.30	45,934.56
384802104	GRAINGER W W INC	131.000	33,682.59	33,460.02
388689101	GRAPHIC PACKAGING HLDG CO	4294.000	27,967.58	41,222.40
391164100	GREAT PLAINS ENERGY INC	627.000	14,620.05	15,198.48
39153L106	GREATBATCH INC	972.000	33,386.03	43,001.28
393122106	GREEN MOUNTAIN COFFEE	629.000	43,635.65	47,514.66
39945C109	GROUPE CGI INC	1198.000	34,007.17	40,085.08
40049J206	GRUPO TELEVISA SA DE CV	1655.000	37,654.11	50,080.30
40171V100	GUIDEWIRE SOFTWARE INC	294.000	14,129.38	14,426.58
402629208	GULFMARK OFFSHORE INC	885.000	44,201.15	41,710.05
40425J101	HMS HLDGS CORP	1400.000	34,119.03	31,780.00
405024100	HAEMONETICS CORP	719.000	28,212.12	30,291.47
405217100	HAIN CELESTIAL GROUP INC	791.000	38,641.39	71,806.98
413875105	HARRIS CORP DEL	223.000	10,524.84	15,567.63
415864107	HARSCO CORP	927.000	24,788.12	25,983.81
421906108	HEALTHCARE SVCS GROUP INC	507.000	12,816.30	14,383.59
421946104	HEALTHCARE RLTY TR	1133.000	25,302.04	24,144.23
428236BW2	HEWLETT PACKARD CO	55000.000	54,810.80	55,882.75

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428291108	HEXCEL CORP NEW	532.000	15,752.72	23,775.08
428567101	HIBBETT SPORTS INC	240 000	13,428 90	16,116.48
437076102	HOME DEPOT INC	1425.000	84,560.05	117,334 50
437076AU6	HOME DEPOT INC	48000.000	52,487 52	51,963.84
43739Q100	HOMEAWAY INC	355 000	13,195.69	14,512.40
438516106	HONEYWELL INTL INC	1828.000	120,286.69	167,024 36
443510201	HUBBELL INC	521.000	48,996 42	56,736.90
446150104	HUNTINGTON BANCSHARES INC	2550 000	18,442.58	24,607.50
446413106	HUNTINGTON INGALLS INDS INC	366.000	15,523.32	32,943.66
447462102	HURON CONSULTING GROUP INC	321 000	14,128 52	20,117.07
448415208	HUTCHISON WHAMPOA LTD	1682.000	36,790.16	45,728.53
44919P508	IAC / INTERACTIVECORP	132.000	5,696.06	9,061.93
453142101	IMPERIAL TOBACCO GROUP PLC	590.000	38,037 36	45,693 73
45321L100	IMPERVA INC	495.000	21,010 27	23,824.35
455807107	INDUSTRIAL & COML BK CHINA	2949.000	39,874 26	39,858 68
45666Q102	INFORMATICA CORP	407 000	14,237 12	16,890.50
45672H104	INFOBLOX INC	431 000	12,643 90	14,231.62
45784P101	INSULET CORP	484.000	7,618.47	17,956 40
458140100	INTEL CORP	2401.000	55,428 04	62,317.96
45866F104	INTERCONTINENTALEXCHANGE	283 000	44,670 65	63,652.36
459200101	INTERNATIONAL BUSINESS MACHS	793 000	143,400.73	148,743 01
459506101	INTERNATIONAL	457.000	35,088.41	39,292 86
460146103	INTERNATIONAL PAPER CO	430.000	16,252 48	21,082 90
464288513	ISHARES IBOX \$ HIGH YIELD CORP	13513.000	1,259,870.19	1,255,087 44
46625H100	J P MORGAN CHASE & CO	4977.000	209,608.68	291,054.96
46625HCE8	JP MORGAN CHASE	102000.000	108,117.96	106,714.44
466367109	JACK IN THE BOX INC	687.000	26,885.06	34,363.74
47760A108	JIVE SOFTWARE INC	1823.000	28,275 48	20,508.75
478160104	JOHNSON & JOHNSON	2474.000	190,062.72	226,593 66
478366107	JOHNSON CTLS INC	3144.000	108,413.65	161,287.20
4812A0573	JPMORGAN INTL VALUE FUND	190476.190	2,800,000.00	2,923,809.52
48137C108	JULIUS BAER GROUP LTD	1766.000	13,545.22	17,013.64
48203R104	JUNIPER NETWORKS INC	4453.000	70,254.53	100,504 21
482480100	KLA-TENCOR CORP	597.000	33,743.44	38,482.62

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Cusip	Asset	Units	Basis	Market Value
489170100	KENNAMETAL INC	808.000	30,227 60	42,072 56
492051305	KEPPEL CORP LTD	2054.000	31,234 58	36,407.15
492914106	KEY ENERGY SVCS INC	2924.000	24,842 08	23,099.60
494368103	KIMBERLY CLARK CORP	534.000	45,373 39	55,781.64
49446R109	KIMCO REALTY CORP	792.000	16,313 32	15,642.00
495724403	KINGFISHER PLC	2275 000	20,760 12	28,990 33
498904200	KNOLL INC	984.000	16,593 95	18,017 04
499064103	KNIGHT TRANSN INC	1277 000	21,178 11	23,420.18
500458401	KOMATSU LTD	1284 000	29,885 38	26,106 29
500472AF2	KONINKLIJKE PHILIPS ELECTRS NV	54000.000	53,468.64	54,029.16
50060P106	KOPPERS HLDGS INC	596 000	24,974 78	27,267.00
50076QAE6	KRAFT FOODS GROUP INC	59000 000	59,329.21	58,161 61
501014104	KRISPY KREME DOUGHNUTS INC	733.000	13,305 46	14,139 57
501797104	L BRANDS INC	1060.000	53,453.09	65,561 00
502161102	LSI CORP	3011.000	20,123.21	33,226 39
518439104	LAUDER ESTEE COS INC	1786 000	110,741.77	134,521 52
521865204	LEAR CORP	745 000	36,087.00	60,322 65
52602E102	LENDER PROCESSING SVCS INC	452 000	12,973.71	16,895.76
535678106	LINEAR TECHNOLOGY CORP	592 000	21,008 19	26,965 60
53578A108	LINKEDIN CORP	576.000	75,967 92	124,894 08
539830109	LOCKHEED MARTIN CORP	1098.000	116,746 06	163,228 68
540424108	LOEWS CORP	509 000	21,084.00	24,554.16
544147101	LORILLARD INC	2536 000	108,338.66	128,524.48
552848103	MGIC INVT CORP WIS	2716 000	20,874.17	22,923.04
55354G100	MSCI INC	1298.000	43,218 08	56,748 56
554382101	MACERICH CO	363.000	21,020.17	21,377.07
55616P104	MACYS INC	1620 000	69,939.41	86,508.00
556269108	MADDEN STEVEN LTD	435 000	13,729.48	15,916.65
559079207	MAGELLAN HEALTH SVCS INC	389 000	21,644.22	23,304.99
55973B102	MAGNUM HUNTER RES CORP DEL	3536.000	12,056.70	25,848.16
55973B110	MAGNUM HUNTER RES CORP DEL	367.000	0.00	628.56
563571108	MANITOWOC INC	634.000	11,667.49	14,784.88
56418H100	MANPOWERGROUP INC	417 000	16,579.57	35,803.62
565849106	MARATHON OIL CORP	405.000	13,099.53	14,296.50

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Cusip	Asset	Units	Basis	Market Value
56585A102	MARATHON PETE CORP	162 000	13,199.26	14,860 26
571748102	MARSH & MCLENNAN COS INC	1784.000	62,059 43	86,274 24
571903202	MARRIOTT INTL INC NEW	487 000	20,259.16	24,033.94
574599106	MASCO CORP	798 000	13,029 11	18,170 46
577128101	MATTHEWS INTL CORP	397.000	15,128 40	16,916 17
580135101	MCDONALDS CORP	902 000	84,805 03	87,521.06
580645109	MCGRAW HILL FINL INC	290 000	16,917.33	22,678.00
58155Q103	MCKESSON CORP	665.000	92,054 82	107,331 00
582839106	MEAD JOHNSON NUTRITION CO	1020 000	77,402 69	85,435 20
58501N101	MEDIVATION INC	606 000	29,106 67	38,674.92
58502B106	MEDNAX INC	274 000	11,953.05	14,626.12
58933Y105	MERCK & CO INC	1627.000	73,026.30	81,431 35
59156R108	METLIFE INC	2454 000	109,110 66	132,319 68
592688105	METTLER TOLEDO INTERNATIONAL	60 000	12,543 00	14,555 40
594901100	MICROS SYS INC	423 000	18,437.25	24,267.51
594918104	MICROSOFT CORP	2843 000	89,480 95	106,356 63
59522J103	MID-AMER APT CMNTYS INC	265.000	16,371 86	16,096 10
603158106	MINERALS TECHNOLOGIES INC	725 000	32,399 83	43,550 75
609207105	MONDELEZ INTL INC	3678 000	116,445.12	129,833.40
610236101	MONRO MUFFLER BRAKE INC	428.000	19,096.85	24,122.08
61166W101	MONSANTO CO	1182.000	116,251.72	137,762.10
615369105	MOODYS CORP	161.000	7,407 44	12,633.67
61747YDT9	MORGAN STANLEY	51000 000	53,969 22	55,657.32
625453105	MULTIMEDIA GAMES HLDG CO INC	448 000	16,519 44	14,049.28
631103108	NASDAQ OMX GROUP	1078 000	41,056.92	42,904 40
637071101	NATIONAL OILWELL VARCO INC	704.000	58,083.20	55,989.12
641069406	NESTLE S A	1914.000	119,013.18	140,533.54
64110D104	NETAPP INC	270 000	10,808.99	11,107.80
651229106	NEWELL RUBBERMAID INC	1086.000	23,785.35	35,197 26
65339F101	NEXTERA ENERGY INC	333 000	22,956.30	28,511 46
654106103	NIKE INC	1524.000	93,877.81	119,847 36
655044105	NOBLE ENERGY INC	253.000	12,156.86	17,231.83
655664100	NORDSTROM INC	238.000	13,718.72	14,708.40
668074305	NORTHWESTERN CORP	671.000	29,474 94	29,067.72

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66987V109	NOVARTIS A G	447 000	28,368.12	35,929.86
670100205	NOVO-NORDISK A S	155 000	21,013.82	28,637 80
674599105	OCCIDENTAL PETE CORP DEL	2241.000	189,143 85	213,119 10
675232102	OCEANEERING INTL INC	1061.000	58,998 87	83,691 68
681904108	OMNICARE INC	979 000	34,849.16	59,092.44
681919106	OMNICOM GROUP INC	301 000	15,966.45	22,385 37
682159108	ON ASSIGNMENT INC	480.000	10,131.04	16,761 60
682189105	ON SEMICONDUCTOR CORP	2305 000	17,860 60	18,993 20
68389X105	ORACLE CORP	2338 000	69,082.85	89,451 88
690768403	OWENS ILL INC	767 000	17,558.72	27,443 26
69331C108	PG&E CORP	225.000	9,173.74	9,063 00
693390841	PIMCO HIGH YIELD FD	130030.151	1,202,692 96	1,249,589 75
693475105	PNC FINL SVCS GROUP INC	654 000	42,958 31	50,737 32
693506107	PPG INDS INC	159 000	24,061.41	30,155 94
69360J107	PS BUSINESS PKS INC CALIF	303 000	20,495 92	23,155.26
693656100	PVH CORP	482.000	48,191.78	65,561 64
69367U105	PT BK MANDIRI PERSERO TBK	4469.000	30,142 40	28,825 05
695263103	PACWEST BANCORP DEL	589.000	20,678 32	24,867 58
698354107	PANDORA MEDIA INC	983 000	13,634 80	26,147.80
69840W108	PANERA BREAD CO	160 000	26,966.83	28,270.40
698813102	PAPA JOHNS INTL INC	352.000	11,253.04	15,980.80
701094104	PARKER HANNIFIN CORP	564.000	49,102.01	72,552.96
713448108	PEPSICO INC	1464.000	121,680.53	121,424 16
714046109	PERKINELMER INC	544.000	19,883.74	22,429 12
716768106	PETSMART INC	667.000	44,765.46	48,524.25
716933106	PHARMACYCLICS INC	126.000	10,328.47	13,328 28
717081103	PFIZER INC	8871.000	206,820 04	271,718 73
717081DB6	PFIZER INC	67000.000	80,422.11	79,423.81
718172109	PHILIP MORRIS INTL INC	4022.000	365,215 67	350,436 86
718546104	PHILLIPS 66	444.000	27,439.90	34,245 72
71BB59993	EXCELSIOR PRIVATE MARKETS FUND	60.000	60,000.00	60,000.00
723664108	PIONEER ENERGY SVCS CORP	1534.000	10,388.40	12,287 34
729132100	PLEXUS CORP	790.000	29,040.56	34,199.10
73935S105	POWERSHARES DB COMMODITY	59599.000	1,562,566.54	1,529,310.34

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Cusip	Asset	Units	Basis	Market Value
74005P104	PRAXAIR INC	879 000	94,360.50	114,296.37
740189105	PRECISION CASTPARTS CORP	599 000	96,793.62	161,310.70
74144T108	PRICE T ROWE GROUP INC	1009 000	70,458.98	84,523.93
741503403	PRICELINE COM INC	188 000	140,651.78	218,531.20
742718109	PROCTER & GAMBLE CO	2289 000	172,860.70	186,347.49
743312100	PROGRESS SOFTWARE CORP	1069 000	27,361.38	27,612.27
743424103	PROOFPOINT INC	1017 000	24,048.54	33,733.89
744320102	PRUDENTIAL FINL INC	730 000	52,836.60	67,320.60
74460D109	PUBLIC STORAGE INC	150 000	21,382.12	22,578.00
74463M106	PUBLICIS S A NEW	2867 000	44,405.06	65,688.70
74733T105	QLIK TECHNOLOGIES INC	780 000	22,375.33	20,771.40
747525103	QUALCOMM INC	3846.000	217,772.63	285,565.50
74758T303	QUALYS INC	704 000	15,630.77	16,269.44
74762E102	QUANTA SVCS INC	828.000	22,617.65	26,131.68
749685103	RPM INTL INC	907 000	26,283.95	37,649.57
751212101	RALPH LAUREN CORP	696 000	118,797.09	122,892.72
754730109	RAYMOND JAMES FINL INC	747.000	28,892.04	38,985.93
755111507	RAYTHEON CO	692.000	40,353.74	62,764.40
75689M101	RED ROBIN GOURMET BURGERS INC	425 000	23,802.42	31,254.50
758205207	REED ELSEVIER P L C	1469 000	62,087.44	88,213.45
758849103	REGENCY CTRS CORP	418.000	20,521.20	19,353.40
75886F107	REGENERON PHARMACEUTICALS	82 000	18,916.09	22,569.68
759351604	REINSURANCE GROUP AMER INC	378 000	23,681.91	29,260.98
761248103	RESPONSYS INC	967.000	15,411.98	26,505.47
761283100	RESTORATION HARDWARE HLDGS INC	484 000	32,062.92	32,573.20
770323103	ROBERT HALF INTL INC	972.000	26,554.54	40,814.28
771195104	ROCHE HLDG LTD	1121 000	56,792.23	78,527.17
772739207	ROCK-TENN CO	106 000	8,038.66	11,131.06
776696106	ROPER INDS INC NEW	115.000	12,735.10	15,948.20
777779307	ROSETTA RES INC	261.000	11,096.99	12,538.44
780259107	ROYAL DUTCH SHELL PLC	681.000	43,889.70	51,149.91
780259206	ROYAL DUTCH SHELL PLC	654.000	46,637.79	46,610.58
781846209	RUSH ENTERPRISES INC	821.000	21,311.19	24,342.65
78388J106	SBA COMMUNICATIONS CORP	797.000	52,634.51	71,602.48

MARTHA DANA MERCER TRUST

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Balance Sheet

12/31/2013

Bank of America



Cusip	Asset	Units	Basis	Market Value
784117103	SEI INVESTMENTS CO	679.000	15,855.07	23,581.67
78440X101	SL GREEN RLTY CORP	227.000	20,396.88	20,970.26
78442P106	SLM CORP	1939.000	39,291.30	50,956.92
78467J100	SS&C TECHNOLOGIES HLDGS INC	561.000	18,253.90	24,829.86
790849103	ST JUDE MED INC	661.000	29,284.15	40,948.95
79466L302	SALESFORCE COM INC	4056.000	154,774.12	223,850.64
803054204	SAP AG	890.000	55,425.52	77,554.60
806407102	SCHEIN HENRY INC	348.000	26,959.56	39,762.48
806857108	SCHLUMBERGER LTD	1974.000	152,987.20	177,877.14
80687P106	SCHNEIDER ELEC SA	1040.000	12,468.54	18,170.88
808513105	SCHWAB CHARLES CORP NEW	3680.000	51,177.70	95,680.00
811065101	SCRIPPS NETWORKS INTERACTIVE INC	450.000	30,074.04	38,884.50
816300107	SELECTIVE INS GROUP INC	1148.000	27,255.59	31,064.88
816850101	SEMTECH CORP	363.000	12,644.06	9,176.64
816851109	SEMPRA ENERGY	266.000	17,211.68	23,876.16
81762P102	SERVICENOW INC	265.000	14,168.25	14,842.65
822582AW2	SHELL INTL FIN B V	55000.000	55,137.50	54,672.20
824348106	SHERWIN WILLIAMS CO	530.000	83,634.12	97,255.00
82481R106	SHIRE PLC	549.000	51,817.72	77,568.21
82669G104	SIGNATURE BK NEW YORK N Y	190.000	17,314.51	20,409.80
828336107	SILVER WHEATON CORP	2610.000	86,671.87	52,695.90
828806109	SIMON PPTY GROUP INC NEW	165.000	25,931.41	25,106.40
82966C103	SIRONA DENTAL SYS INC	264.000	16,727.13	18,532.80
83175M205	SMITH & NEPHEW PLC	572.000	32,591.51	41,035.28
845467109	SOUTHWESTERN ENERGY CO	292.000	9,761.91	11,484.36
84760C107	SPECTRANETICS CORP	840.000	14,402.17	21,000.00
848637104	SPLUNK INC	1417.000	63,825.10	97,305.39
85254C305	STAGE STORES INC	1067.000	20,858.89	23,708.74
854502101	STANLEY BLACK & DECKER INC	149.000	10,366.67	12,022.81
855244109	STARBUCKS CORP	3239.000	175,438.03	253,905.21
857477103	STATE STR CORP	2288.000	135,556.21	167,916.32
863667101	STRYKER CORP	1007.000	65,475.34	75,665.98
867224107	SUNCOR ENERGY INC	1352.000	43,963.77	47,387.60
867914103	SUNTRUST BKS INC	737.000	22,257.00	27,128.97

MARTHA DANA MERCER TRUST
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Balance Sheet
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Cusip	Asset	Units	Basis	Market Value
870195104	SWEDBANK A B	1229 000	24,282.45	34,635.68
871237103	SYKES ENTERPRISES INC	1039 000	17,888.26	22,660.59
871503108	SYMANTEC CORP	805 000	12,281.26	18,981.90
87151Q106	SYMETRA FINL CORP	476 000	6,185.86	9,024.96
87157B103	SYNCHRONOSS TECHNOLOGIES INC	696 000	20,577.75	21,624.72
87160A100	SYNGENTA AG	506 000	31,955.47	40,449.64
87236Y108	TD AMERITRADE HLDG CORP	1618 000	28,113.89	49,575.52
872540109	TJX COS INC NEW	2264 000	104,358.52	144,284.72
87264S106	TRW AUTOMOTIVE HLDGS CORP	375 000	22,754.46	27,896.25
87311L104	TW TELECOM INC	1216 000	31,951.25	37,051.52
874039100	TAIWAN SEMICONDUCTOR MFG LTD	2518 000	37,376.15	43,913.92
87612E106	TARGET CORP	985.000	60,870.47	62,320.95
880349105	TENNECO INC	216 000	11,527.90	12,219.12
881609101	TESORO CORP	263 000	14,884.63	15,385.50
881624209	TEVA PHARMACEUTICAL INDS LTD	1365 000	57,095.49	54,709.20
882508104	TEXAS INSTRS INC	1039 000	31,491.83	45,622.49
883556102	THERMO FISHER SCIENTIFIC CORP	874.000	57,254.57	97,319.90
885175307	THORATEC CORP	570.000	18,639.04	20,862.00
88579Y101	3M CO	541 000	59,139.94	75,875.25
88632Q103	TIBCO SOFTWARE INC	799 000	16,798.17	17,961.52
886547108	TIFFANY & CO NEW	1525.000	112,413.00	141,489.50
88706M103	TIM HORTONS INC	620.000	35,810.23	36,195.60
887317303	TIME WARNER INC	1021 000	46,777.35	71,184.12
887317AG0	TIME WARNER INC	50000.000	53,021.00	53,084.50
887389104	TIMKEN CO	188.000	10,225.19	10,353.16
891027104	TORCHMARK CORP	475.000	24,675.53	37,121.25
891092108	TORO CO	496.000	26,565.86	31,545.60
89151E109	TOTAL S A	883.000	47,747.93	54,101.41
891894107	TOWERS WATSON & CO	284.000	14,052.11	36,241.24
891906109	TOTAL SYS SVCS INC	288.000	8,933.73	9,584.64
892331307	TOYOTA MOTOR CORP	352.000	36,763.78	42,915.84
89233P6S0	TOYOTA MTR CR CORP	56000 000	54,162.08	54,974.08
89353D107	TRANSCANADA CORP	780.000	31,528.28	35,614.80
89417E109	TRAVELERS COS INC	1124.000	64,566.49	101,766.96

MARTHA DANA MERCER TRUST
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Balance Sheet
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Cusip	Asset	Units	Basis	Market Value
89469A104	TREEHOUSE FOODS INC	871 000	58,596.07	60,029.32
896215209	TRIMAS CORP	423.000	16,132.18	16,873.47
896818101	TRIUMPH GROUP INC NEW	273 000	21,119.94	20,767.11
8EQO29993	EXCELSIOR MULTI-STRATEGY HEDGE	3606 219	5,991,958.30	5,902,807.11
8EQQ69994	GROSVENOR REGISTERED MULTI-	3164 734	2,907,201.00	3,430,751.41
902494103	TYSON FOODS INC	691 000	18,046.15	23,120.86
902788108	UMB FINL CORP	401.000	21,709.94	25,776.28
902973304	US BANCORP DEL	1629.000	55,398.93	65,811.60
904214103	UMPQUA HLDGS CORP	1425.000	23,040.26	27,274.50
904784709	UNILEVER N V	840 000	29,502.29	33,793.20
909907107	UNITED BANKSHARES INC WEST VA	428 000	12,070.88	13,460.60
911312106	UNITED PARCEL SVC INC	2462 000	208,188.52	258,706.96
911312AH9	UNITED PARCEL SVC INC	47000 000	53,924.04	53,763.30
912810EY0	UNITED STATES TREAS BD	40000 000	55,039.06	53,425.20
912828KQ2	UNITED STATES TREAS NT	130000.000	139,041.50	138,531.90
912828QN3	UNITED STATES TREAS NT	305000.000	321,927.50	317,938.10
912828QV5	UNITED STATES TREAS NT	211405 200	216,471.67	214,593.19
912828SP6	UNITED STATES TREAS NT	3000 000	3,001.17	3,006.90
912828TK6	UNITED STATES TREAS NT	299000 000	297,993.21	298,883.39
912828TM2	UNITED STATES TREAS NT	57000 000	55,409.38	55,931.25
912828UZ1	UNITED STATES TREAS NT	182000 000	174,795.36	175,517.16
912828VS6	UNITED STATES TREAS NT	165000.000	163,402.22	158,451.15
913004107	UNITED STATIONERS INC	377 000	16,197.81	17,300.53
913017109	UNITED TECHNOLOGIES CORP	1043.000	83,706.24	118,693.40
918204108	V F CORP	384.000	16,245.16	23,938.56
920355104	VALSPAR CORP	171.000	11,928.00	12,190.59
921943858	VANGUARD FTSE DEVELOPED	31255.000	1,071,302.54	1,302,708.40
922042858	VANGUARD FTSE EMERGING MKTS	144484.000	5,961,790.78	5,944,071.76
92210H105	VANTIV INC	597.000	16,305.59	19,468.17
92276F100	VENTAS INC	256.000	16,304.60	14,663.68
922908553	VANGUARD REIT	55671.000	3,656,467.19	3,594,119.76
92343V104	VERIZON COMMUNICATIONS INC	4313.000	202,354.84	211,940.82
92343VBT0	VERIZON COMMUNICATIONS INC	52000.000	56,095.00	60,837.92
92345Y106	VERISK ANALYTICS INC	1655.000	80,083.76	108,766.60

MARTHA DANA MERCER TRUST
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Cusip	Asset	Units	Basis	Market Value
92532F100	VERTEX PHARMACEUTICALS INC	462 000	20,446.81	34,326 60
92826C839	VISA INC	1238 000	140,406.71	275,677.84
928563402	VMWARE INC	1007 000	91,693 90	90,337 97
92857W209	VODAFONE GROUP PLC	2311.000	75,596.48	90,845 41
928662402	VOLKSWAGEN A G	617 000	21,486 15	34,713.04
92937A102	WPP PLC	688 000	53,320.36	79,023.68
929903DT6	WACHOVIA CORP	48000 000	54,584.11	54,753 60
930427109	WAGEWORKS INC	442 000	14,720.50	26,272.48
931142103	WAL-MART STORES INC	408 000	30,456.76	32,105.52
931142DF7	WAL-MART STORES INC	85000.000	82,118.50	82,492 50
94106L109	WASTE MGMT INC DEL	544.000	17,734 53	24,409 28
94946T106	WELLCARE GROUP INC	285 000	14,976 43	20,069 70
949746101	WELLS FARGO & CO	9094 000	307,568.78	412,867 60
95082P105	WESCO INTL INC	292 000	16,613.48	26,592 44
95709T100	WESTAR ENERGY INC	1215.000	36,208 03	39,086 55
958102105	WESTERN DIGITAL CORP	512 000	15,971 52	42,956.80
966387102	WHITING PETE CORP	612.000	28,419 42	37,864 44
966837106	WHOLE FOODS MKT INC	1557.000	87,313.54	90,041 31
969904101	WILLIAMS SONOMA INC	232.000	10,954.00	13,520.96
976657106	WISCONSIN ENERGY CORP	423 000	15,603.88	17,486.82
980745103	WOODWARD INC	332.000	13,345.27	15,142 52
983793100	XPO LOGISTICS INC	969.000	16,872.10	25,475.01
983919101	XILINX INC	1224.000	42,661.36	56,206 08
989207105	ZEBRA TECHNOLOGIES CORP	518.000	23,737 04	28,013.44
98978V103	ZOETIS INC	508.000	15,061 34	16,606.52
989817101	ZUMIEZ INC	467.000	12,369 57	12,142.00
991030271	PRIVATE EQUITY PORT FD II B LLC	182354.510	49,500 00	182,354 51
99Z378921	EXCELSIOR PRIVATE MARKETS FUND	1279.337	920,000.00	1,133,903.67
9O8532962	OIL GAS OR OTHER MINERALS	1.000	1.00	179,649.00
G02602103	AMDOCS LTD	737.000	23,171 04	30,393.88
G0450A105	ARCH CAP GROUP LTD	188.000	8,321.82	11,221.72
G0464B107	ARGO GROUP INTL HLDGS LTD	608.000	25,974.98	28,265.92
G0692U109	AXIS CAP HLDGS LTD	545.000	20,487.44	25,925.65
G1151C101	ACCENTURE PLC	2598.000	199,361.90	213,607.56

MARTHA DANA MERCER TRUST

04-6009617

Balance Sheet

12/31/2013

Bank of America



Cusip	Asset	Units	Basis	Market Value
G2554F113	COVIDIEN PLC	907 000	56,995 30	61,766.70
G27823106	DELPHI AUTOMOTIVE PLC	827 000	42,026.76	49,727 51
G3157S106	ENSCO PLC	248.000	14,442.28	14,180.64
G3323L100	FABRINET	1440 000	23,446 37	29,606.40
G4388N106	HELEN OF TROY LTD	385 000	16,797 32	19,011.30
G4705A100	ICON PLC	323 000	7,988.02	13,054 37
G5315B107	KOSMOS ENERGY LLC	854.000	9,272.22	9,547.72
G66721104	NORWEGIAN CRUISE LINE HLDGS LTD	684 000	22,536.88	24,261.48
G7945M107	SEAGATE TECH	447 000	12,827 22	25,103.52
H0023R105	ACE LTD	2513 000	185,057 07	260,170.89
H84989104	TE CONNECTIVITY LTD	306.000	10,457.71	16,863 66
H89128104	TYCO INTL LTD	1675.000	54,674 71	68,742 00
H89231338	UBS AG	1291.000	24,296 97	24,851 75
M0854Q105	ALLOT COMMUNICATIONS LTD	1262 000	15,648 53	19,094 06
M51363113	MELLANOX TECHNOLOGIES LTD	479 000	17,771.24	19,145.63
N22717107	CORE LABORATORIES N V	106.000	10,821.55	20,240 70
N47279109	INTERXION HLDG NV	507.000	9,479 96	11,970 27
N53745100	LYONDELLBASELL INDUSTRIES NV	413.000	26,763 74	33,155.64
N7902X106	SENSATA TECH HLDG NV	1397 000	49,426 49	54,161.69
Y0486S104	AVAGO TECHNOLOGIES LTD	1582 000	63,286.35	83,654.58
Y2573F102	FLEXTRONICS	2866 000	17,960.94	22,268 82
		Totals.	57,364,699.69	64,225,624.71

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► File a separate application for each return.
► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

**Type or
print**

File by the
due date for
filing your
return. See
instructions.

Name of exempt organization or other filer, see instructions

Employer identification number (EIN) or

MARTHA DANA MERCER TRUST

04-6009617

Number, street, and room or suite, no. If a P.O. box, see instructions

Social security number (SSN)

P O BOX 1802

City, town or post office, state, and ZIP code For a foreign address, see instructions

PROVIDENCE, RI 02901-1802

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► US TRUST FIDUCIARY TAX SERVICES

Telephone No. ► (888) 866-3275

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 14, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year 20 13 or
- ☐ tax year beginning , 20 , and ending , 20 .

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	115,165.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	80,165.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	35,000.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2014)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return See instructions	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	MARTHA DANA MERCER TRUST	04-6009617
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	P O BOX 1802	
	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	PROVIDENCE, RI 02901-1802	

Enter the Return code for the return that this application is for (file a separate application for each return) **014**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **US TRUST FIDUCIARY TAX SERVICES**
Telephone No **(888) 866-3275** Fax No.
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4** I request an additional 3-month extension of time until **11/17, 2014**.
- 5** For calendar year **2013**, or other tax year beginning , 20 , and ending , 20 .
- 6** If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7** State in detail why you need the extension **ADDITIONAL TIME IS REQUIRED TO PREPARE A COMPLETE AND ACCURATE RETURN.**

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	115,165.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	115,165.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	NONE

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature **David J. Klein** Title **SVP, Tax** Date **7/31/14**

Form 8868 (Rev. 1-2014)