EXTENSION GRANTED TO NOVEMBER 17, 2014

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 , and ending

Name of foundation
CAROL AND ALAN J. BERNON FAMILY
CHARITABLE FOUNDATION

A Employer identification number 04-6661364

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 8510 BERNON FAMILY OFFICE

Room/suite:

B Telephone number 401-943-3000

City or town, state or province, country, and ZIP or foreign postal code: CRANSTON, RI 02920-0510

C If exemption application is pending, check here ▶☐

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

D 1. Foreign organizations, check here ▶☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 10,838,938.

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

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

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

	Line		(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			N/A	
	2	Check ▶☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	52,472.	52,105.		STATEMENT 1
	4	Dividends and interest from securities	67,388.	67,388.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	196,633.			
	b	Gross sales price for all assets on line 6a 2,612,675.				
	7	Capital gain net income (from Part IV, line 2)		196,633.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	258,070.	258,070.		STATEMENT 3
	12	**Total.** Add lines 1 through 11	574,563.	574,196.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees				
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 4	2,456.	2,331.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 5	123,406.	123,406.		0.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	125,862.	125,737.		0.
	25	Contributions, gifts, grants paid	990,125.			990,125.
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,115,987.	125,737.		990,125.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-541,424.			
	b	**Net investment income** (if negative, enter -0-)		448,459.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

P 8

Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	1,517,441.	1,058,741.	1,058,741.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 6	840,772.	604,999.	598,410.
	b	Investments - corporate stock STMT 7	1,511,414.	1,822,387.	2,483,905.
	c	Investments - corporate bonds STMT 8	546,279.	512,813.	526,027.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 9	5,730,907.	5,705,522.	6,171,855.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	10,146,813.	9,704,462.	10,838,938.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	10,146,813.	9,704,462.	
	30	**Total net assets or fund balances**	10,146,813.	9,704,462.	
	31	**Total liabilities and net assets/fund balances**	10,146,813.	9,704,462.	

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	10,146,813.
2	Enter amount from Part I, line 27a	2	-541,424.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	99,073.
4	Add lines 1, 2, and 3	4	9,704,462.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,704,462.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	2,612,675.		2,416,042.	196,633.

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				
b				
c				
d				
e				196,633.

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	196,633.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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	231,000.	9,515,566.	.024276
2011	1,563,041.	10,393,454.	.150387
2010	774,450.	10,362,909.	.074733
2009	192,300.	10,452,491.	.018398
2008	1,360,515.	10,116,578.	.134484

2	**Total** of line 1, column (d)	2	.402278
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	.080456
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	9,760,850.
5	Multiply line 4 by line 3	5	785,319.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,485.
7	Add lines 5 and 6	7	789,804.
8	Enter qualifying distributions from Part XII, line 4	8	990,125.

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	4,485.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	4,485.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	4,485.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	9,249.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	9,249.
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	4,764.
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶		4,764. **Refunded** ▶	11	0.

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. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	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? N/A	4b		
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) ▶ 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*	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)*

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 ▶ GERALD T. RENZA Telephone no. ▶401-943-3000

Located at ▶P.O BOX 8510 BERNON FAMILY OFFICE, CRANSTON, RI ZIP+4 ▶02920-0510

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		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)?	N/A	1b		
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.)	N/A	2b		
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here.				
▶ ____, ____, ____, ____				
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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.)*	N/A	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (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? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALAN J. BERNON 3721 BEVERLY DRIVE DALLAS, TX 75205	TRUSTEE 10.00	0.	0.	0.
CAROL BERNON 3721 BEVERLY DRIVE DALLAS, TX 75205	TRUSTEE 0.00	0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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	9,423,013.
b	Average of monthly cash balances			1b	486,479.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	9,909,492.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	9,909,492.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	148,642.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	9,760,850.
6	**Minimum investment return** Enter 5% of line 5			6	488,043.

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	488,043.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	4,485.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	4,485.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	483,558.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	483,558.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	483,558.

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	990,125.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	990,125.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	4,485.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	985,640.

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					483,558.
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only				0.	
b Total for prior years: _____, _____, _____			0.		
3 Excess distributions carryover, if any, to 2013:					
a From 2008	854,686.				
b From 2009					
c From 2010	266,111.				
d From 2011	1,056,106.				
e From 2012					
f **Total** of lines 3a through e		2,176,903.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 990,125.					
a Applied to 2012, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2013 distributable amount					483,558.
e Remaining amount distributed out of corpus		506,567.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)		0.			0.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		2,683,470.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7		854,686.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		1,828,784.			
10 Analysis of line 9:					
a Excess from 2009					
b Excess from 2010	266,111.				
c Excess from 2011	1,056,106.				
d Excess from 2012					
e Excess from 2013	506,567.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. 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).)

SEE STATEMENT 10

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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE STATEMENT 11				990,125.
Total			▶ 3a	990,125.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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			14	52,472.	
4 Dividends and interest from securities			14	67,388.	
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			01	258,035.	
8 Gain or (loss) from sales of assets other than inventory			18	196,633.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a PAUL ASSOCIATES II, L.P.			01	35.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		574,563.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 574,563.

(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).
	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

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

▶ Alan J Bernon | 11-14-14 | ▶ TRUSTEE

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DONNA T. CACCIA, CPA, MST, CFP	Donna T. Caccia CPA	11/14/14		P00372862

Firm's name ▶ CAYER CACCIA, LLP
Firm's EIN ▶ 14-1887712

Firm's address ▶ 931 JEFFERSON BLVD SUITE 2007
WARWICK, RI 02886
Phone no. 401-732-8900

CAROL AND ALAN J. BERNON FAMILY
CHARITABLE FOUNDATION

CONTINUATION FOR 990-PF, PART IV
04-6661364 PAGE 1 OF 1

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	PAUL ASSOCIATES II, L.P.	P	VARIOUS	VARIOUS
b	PAUL ASSOCIATES II, L.P.	P	VARIOUS	VARIOUS
c	SEE BNY MELLON A/C #200 REALIZED GAIN/LOSS SCHEDU	P	VARIOUS	VARIOUS
d	SEE BNY MELLON A/C #200 REALIZED GAIN/LOSS SCHEDU	P	VARIOUS	VARIOUS
e	SEE BNY MELLON A/C #200 REALIZED GAIN/LOSS SCHEDU	P	VARIOUS	VARIOUS
f	SEE BNY MELLON A/C #200 REALIZED GAIN/LOSS SCHEDU	P	VARIOUS	VARIOUS
g	SUMMIT ROCK SELECT EQUITY PORTFOLIO	P	VARIOUS	VARIOUS
h	SUMMIT ROCK HEDGED EQUITY PORTFOLIO	P	VARIOUS	VARIOUS
i	SUMMIT STRATEGIC FIXED INCOME PORTFOLIO	P	VARIOUS	VARIOUS
j	SUMMIT ROCK DIVERSIFIED STRATEGIES PORTFOLIO	P	VARIOUS	VARIOUS
k	SEE BNY MELLON A/C #005 REALIZED GAIN/LOSS SCHEDU	P	VARIOUS	VARIOUS
l	SEE BNY MELLON A/C #005 REALIZED GAIN/LOSS SCHEDU	P	VARIOUS	VARIOUS
m	SUMMIT ROCK NATURAL RESOURCES PORTFOLIO		VARIOUS	VARIOUS
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	4.			4.
b	24,381.			24,381.
c	830,856.		841,633.	-10,777.
d	9,540.		9,583.	-43.
e	483,588.		466,865.	16,723.
f	21,698.		21,818.	-120.
g	16,992.			16,992.
h	5,679.			5,679.
i	40,090.			40,090.
j	9,452.			9,452.
k	708,483.		679,858.	28,625.
l	461,912.		384,036.	77,876.
m			12,249.	-12,249.
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				4.
b				24,381.
c				-10,777.
d				-43.
e				16,723.
f				-120.
g				16,992.
h				5,679.
i				40,090.
j				9,452.
k				28,625.
l				77,876.
m				-12,249.
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	196,633.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BNY MELLON, N.A. #200	49,510.	49,510.	
BNY MELLON, N.A. #200 ACCRETION OF DISCOUNT	2,352.	2,352.	
BNY MELLON, N.A. #200 TAX-EXEMPT INTEREST	367.	0.	
PAUL ASSOCIATES II, L.P.	243.	243.	
TOTAL TO PART I, LINE 3	52,472.	52,105.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BNY MELLON, N.A. #005	43,908.	0.	43,908.	43,908.	
BNY MELLON, N.A. #300	19,362.	0.	19,362.	19,362.	
PAUL ASSOCIATES II, L.P.	1,155.	0.	1,155.	1,155.	
SUMMIT ROCK DIVERSIFIED STRATEGIES	443.	0.	443.	443.	
SUMMIT ROCK HEDGED EQUITY PORTFOLIO	165.	0.	165.	165.	
SUMMIT ROCK NATURAL RESOURCES PORTFOLIO	125.	0.	125.	125.	
SUMMIT ROCK SELECT EQUITY PORTFOLIO	835.	0.	835.	835.	
SUMMIT ROCK STRATEGIC FIXED INCOME PORTFOLIO	1,395.	0.	1,395.	1,395.	
TO PART I, LINE 4	67,388.	0.	67,388.	67,388.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
PAUL ASSOCIATES II, L.P.	-485.	-485.	
LONE PINON, LTD.	258,520.	258,520.	
PAUL ASSOCIATES II, L.P.	35.	35.	
TOTAL TO FORM 990-PF, PART I, LINE 11	258,070.	258,070.	

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE TAXES PAID	125.	0.		0.
FOREIGN TAXES PAID	2,331.	2,331.		0.
TO FORM 990-PF, PG 1, LN 18	2,456.	2,331.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAUL ASSOCIATES II, L.P.	3,057.	3,057.		0.
LONE PINON, LTD MANAGEMENT FEE	45,384.	45,384.		0.
INVESTMENT ADVISORY FEES	30,090.	30,090.		0.
SUMMIT ROCK INVESTMENT FEES	44,875.	44,875.		0.
TO FORM 990-PF, PG 1, LN 23	123,406.	123,406.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
BNY MELLON N A	X		604,999.	598,410.
TOTAL U.S. GOVERNMENT OBLIGATIONS			604,999.	598,410.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			604,999.	598,410.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BNY MELLON N A	1,822,387.	2,483,905.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,822,387.	2,483,905.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BNY MELLON N A	512,813.	526,027.
TOTAL TO FORM 990-PF, PART II, LINE 10C	512,813.	526,027.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LONE PINON, LTD	COST	1,000,000.	1,473,863.
PAUL ASSOCIATES II, L.P.	COST	62,522.	84,695.
SUMMIT ROCK HEDGED EQUITY	COST	396,000.	0.
SUMMIT ROCK DIVERSIFIED STRATEGIES	COST	1,647,000.	1,806,529.
SUMMIT ROCK STRATEGIC FIXED INCOME	COST	800,000.	930,198.
SUMMIT ROCK NATURAL RESOURCES	COST	600,000.	37,024.
SUMMIT ROCK SELECT EQUITY	COST	1,200,000.	1,839,546.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,705,522.	6,171,855.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 10

NAME OF MANAGER

ALAN J. BERNON
CAROL BERNON

Carol and Alan J. Bernon Family Charitable Foundation
Account QuickReport
January through December 2013

Date	Num	Name	Amount	Address
01/08/2013	2104	Watermark Community Church	1,500 00	7540 LBJ Freeway, Suite 800, Dallas TX 75251
03/21/2013	2106	Big Brothers Big Sisters of North Texas	20,000 00	450 East John Carpenter Freeway, Irving TX 75062
03/21/2013	2107	George W Bush Foundation	25,000 00	PO Box 600610, Dallas TX 75360
03/27/2013	2108	USA Film Festival	1,000 00	6116 N Central Expwy, Suite 105, Dallas TX 75206
04/16/2013	2110	The American Ireland Fund	5,000 00	1501 Broadway, Suite 1808, New York, NY 10036
05/02/2013	2111	Hofstra University	125,000.00	102C Hofstra Hall, Hempstead, NY 11549
05/02/2013	2112	Hofstra University	100,000 00	102C Hofstra Hall, Hempstead, NY 11549
05/02/2013	2113	Hofstra University	25,000 00	102C Hofstra Hall, Hempstead, NY 11549
05/07/2013	2114	Rise School of Dallas	2,000 00	5923 Royal Lane, Dallas TX 75220
06/07/2013	2115	Worcester Academy	5,625 00	81 Providence St, Worcester, MA 01604
06/14/2013	2116	Big Brothers Big Sisters of America	50,000 00	450 East John Carpenter Freeway, Irving TX 75062
06/14/2013	2117	Jewish Federation of Greater Dallas	50,000 00	7800 Northaven Road, Dallas TX 75230
06/29/2013	2118	The New Victory Theater	10,000 00	229 West 42nd Street, New York, NY 10036
06/29/2013	2119	Bethel University	5,000 00	3900 Bethel Drive, St. Paul, MN 55112
07/09/2013	2120	Worcester Academy	50,000 00	81 Providence St, Worcester, MA 01604
09/10/2013	2122	Big Brothers Big Sisters of America	150,000 00	450 East John Carpenter Freeway, Irving TX 75062
09/10/2013	2123	Big Brothers Big Sisters of America	50,000 00	450 East John Carpenter Freeway, Irving TX 75062
10/28/2013	2125	YMCA of Metropolitan Dallas	100,000.00	601 N. Akard St, Dallas TX 75201
10/28/2013	2126	Jewish Big Brothers Big Sisters	20,000.00	333 Nahanton St, Newton, MA 02459
10/28/2013	2127	Jewish Big Brothers Big Sisters	20,000.00	333 Nahanton St, Newton, MA 02459
11/15/2013	2129	March of Dimes	10,000.00	1275 Mamaroneck Ave, White Plains, NY 10605
12/03/2013	2131	Big Brothers Big Sisters of America	100,000 00	450 East John Carpenter Freeway, Irving TX 75062
12/09/2013	2130	DFA Cares Foundation	10,000.00	10220 N Ambassador Dr, Kansas City MO 64153
12/30/2013	2132	Berkshire Hills Music Academy, Inc	20,000 00	48 Woodbridge St, South Hadley, MA 01075
12/30/2013	2133	Friends of B'Nai Israel Cemetery	20,000 00	PO Box 250, Slatersville, RI 02876
12/30/2013	2135	Dallas Tennis Association	15,000 00	6060 Dilbeck Lane, Dallas, TX 75240
			990,125 00	

STATEMENT 11

Income for 2013

This section reports your proceeds from sales during the year. We are not required nor do we report your net gains and losses to the Internal Revenue Service. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully before preparing your tax return.

Additionally, to provide you with complete information for your tax returns, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss.

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
ISHARES RUSSELL 3000 INDEX	IWV	464287689	1808	01/28/13	04/01/13	$168,791.99	$161,733.74	$7,058.25
ISHARES MSCI ACWI EX US INDX	ACWX	464288240	3960	01/28/13	04/01/13	$168,757.95	$170,416.62	$-1,658.67
ISHARES RUSSELL 3000 INDEX	IWV	464287689	1545	01/28/13	04/25/13	$145,857.55	$138,207 20	$7,650.35
ISHARES RUSSELL 3000 INDEX	IWV	464287689	243	07/05/12	04/25/13	$22,940.70	$19,717.09	$3,223 61
ISHARES MSCI ACWI EX US INDX	ACWX	464288240	3011	01/28/13	04/25/13	$131,585.57	$129,576 88	$2,008.69
ISHARES RUSSELL 3000 INDEX	IWV	464287689	660	07/05/12	05/02/13	$62,586.19	$53,552.60	$9,033.59
ISHARES RUSSELL 3000 INDEX	IWV	464287689	82	07/05/12	06/14/13	$7,963.51	$6,653.51	$1,310.00
Total short term gain/loss from sales:						$708,483 46	$679,857.64	$28,625.82

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
ISHARES MSCI ACWI EX US INDX	ACWX	464288240	851	11/03/11	04/25/13	$37,190.08	$33,324.73	$3,865.35

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
ISHARES MSCI ACWI EX US INDX	ACWX	464288240	1415	11/03/11	05/02/13	$62,527.44	$55,410.69	$7,116.75
ISHARES RUSSELL 3000 INDEX	IWV	464287689	536	02/06/12	06/14/13	$52,054.14	$42,766 85	$9,287.29
ISHARES MSCI ACWI EX US INDX	ACWX	464288240	1417	11/03/11	06/14/13	$60,008.90	$55,489.01	$4,519.89
ISHARES RUSSELL 3000 INDEX	IWV	464287689	252	02/06/12	07/11/13	$25,033.40	$20,106.80	$4,926 60
ISHARES MSCI ACWI EX US INDX	ACWX	464288240	593	11/03/11	07/11/13	$25,021.95	$23,221.59	$1,800.36
ISHARES MSCI ACWI EX US INDX	ACWX	464288240	1948	11/03/11	10/23/13	$90,681.51	$76,282.71	$14,398.80
ISHARES MSCI ACWI EX US INDX	ACWX	464288240	201	04/03/09	10/23/13	$9,356.77	$5,736.62	$3,620.15
ISHARES RUSSELL 3000 INDEX	IWV	464287689	477	02/06/12	10/23/13	$50,030.68	$38,059 31	$11,971 37
ISHARES MSCI ACWI EX US INDX	ACWX	464288240	544	04/03/09	12/26/13	$25,003.56	$15,525.98	$9,477 58
ISHARES RUSSELL 3000 INDEX	IWV	464287689	227	02/06/12	12/26/13	$25,004.04	$18,112.08	$6,891.96
Total long term gain/loss from sales:						$461,912.47	$384,036.37	$77,876 10

Income for 2013

This section reports your proceeds from sales during the year. We are not required nor do we report your net gains and losses to the Internal Revenue Service. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully before preparing your tax return.

Additionally, to provide you with complete information for your tax returns, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss.

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FNMA POOL AB5471 3.5% 6	AB5471A	31417CCH6	26279.18	06/06/12	01/10/13	$27,901.10	$27,543.87	$357.23
AMERICAN INTL GROUP	AIG 14	026874CA3	10000	01/18/12	01/10/13	$10,549.70	$9,939.78	$609.92
FHLMC GOLD J18958 2.5% 4	J18958F	3128PY5T7	8789.5	07/11/12	01/14/13	$9,158.93	$9,127.35	$31.58
FNMA POOL AB5994 3.0% 8	AB5994A	31417CUU7	23928.6	08/06/12	01/14/13	$25,249.35	$25,356.84	$-107.49
CATHOLIC HEALTH INITI 2.95% 11	CTHC22	14916RAC8	5000	10/25/12	01/15/13	$5,037.20	$4,986.70	$50.50
U.S. TREASURY NOTE 2 0% 2	UNIT22	912828SF8	5000	05/18/12	01/16/13	$5,141.00	$5,142.21	$-1.21
U S TREASURE NOTE	UNIT22	912828SV3	5000	01/15/13	01/16/13	$5,015.80	$5,005.68	$10.12
U S TREASURY NOTE 0.25% 10	UNIT14	912828TU4	5000	12/10/12	01/23/13	$5,001.55	$5,001.19	$0.36
COMMIT TO PUR FNMA SF MTG	FNMA42	01F032625	20000	01/10/13	02/07/13	$21,143.75	$21,196.09	$-52.34
COMMIT TO PUR FHLMC GOLD SFM	CTP0043B	02R032620	15000	01/10/13	02/07/13	$15,813.28	$15,855.47	$-42.19
COMMIT TO PUR FHLMC GOLD 2	CTP0027B	02R030426	15000	01/14/13	02/11/13	$15,712.50	$15,759.38	$-46.88
COMMIT TO PUR FNMA SF MTG	CTP0027A	01F030421	15000	01/14/13	02/12/13	$15,757.03	$15,815.63	$-58.60
COMMIT TO PUR FHLMC GOLD SFM		02R022423	15000	01/14/13	02/12/13	$15,520.31	$15,609.38	$-89.07
FHLMC GOLD G18305 4.0% 4	G18305F	3128MMKT9	510.56	12/07/12	02/15/13	$510.56	$542.71	$-32.15

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FHLMC GOLD POOL Q12934 3.0% 11	Q12934F	3132HPHK3	30.31	11/21/12	02/15/13	$30.31	$31.83	$-1.52
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	691.1	04/18/12	02/15/13	$691.10	$748.01	$-56.91
FHLMC GOLD G04219 5.5% 4	G04219F	3128M6AU2	1159.66	10/22/12	02/15/13	$1,159.66	$1,270.92	$-111.26
FNMA POOL 0AK5762	AK5762A	3138EAML8	137.41	03/28/12	02/25/13	$137.41	$144.62	$-7.21
FNMA POOL 0AL1946	AL1946A	3138EJEU8	294 82	06/14/12	02/25/13	$294.82	$309.88	$-15 06
FNMA POOL 0MA1200	MA1200A	31418AKN7	75.52	09/17/12	02/25/13	$75.52	$79.46	$-3.94
COMMIT TO PUR FHLMC GOLD SFM	CTP0042D	02R032638	20000	02/07/13	03/07/13	$21,009.38	$21,038.28	$-28.90
COMMIT TO PUR FNMA SF MTG	CTP0042E	01F032633	15000	02/07/13	03/07/13	$15,813.28	$15,820.31	$-7.03
U S TREASURY NOTE 0.25% 10	UNIT14	912828TU4	5000	12/12/12	03/07/13	$5,001.35	$5,000.80	$0.55
COMMIT TO PURCHASE FHLMC	CTP0027F	02R030434	15000	02/11/13	03/11/13	$15,684.38	$15,689.06	$-4.68
COMMIT TO PUR FNMA SF MTG	FNMA28	01F030439	15000	02/12/13	03/11/13	$15,735.94	$15,735.94	$0.00
FHLMC POOL #J1-8345	J18345F	3128PYHW7	12578.06	03/11/13	03/13/13	$13,159.80	$13,159.80	$0.00
FHLMC GOLD G04219 5.5% 4	G04219F	3128M6AU2	1321.79	10/22/12	03/15/13	$1,321.79	$1,448.60	$-126.81
FHLMC GOLD G18305 4.0% 4	G18305F	3128MMKT9	463.55	12/07/12	03/15/13	$463.55	$492.74	$-29.19
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	384.51	04/18/12	03/15/13	$384.51	$416.17	$-31.66
FHLMC GOLD POOL Q12934 3 0% 11	Q12934F	3132HPHK3	30.93	11/21/12	03/15/13	$30.93	$32.48	$-1 55
FHLMC GOLD E09025 2.5% 3	E09025F	31294UA29	82.09	02/12/13	03/15/13	$82.09	$85.01	$-2.92
FNMA POOL 0AK5762	AK5762A	3138EAML8	243.85	03/28/12	03/25/13	$243.85	$256.65	$-12.80
FNMA POOL 0AL1946	AL1946A	3138EJEU8	22	06/14/12	03/25/13	$22.00	$23.12	$-1.12
FNMA POOL 0MA1200	MA1200A	31418AKN7	90.07	09/17/12	03/25/13	$90.07	$94.77	$-4.70
U S TREASURY NOTE 1.25% 10	UST1119	912828TV2	5000	12/10/12	03/27/13	$5,044 71	$5,078.73	$-34.02
U.S. TREASURY NOTE 1.25% 4	UNIT19	912828ST8	5000	09/21/12	03/27/13	$5,073.81	$5,058.62	$15.19
U S TREASURY NOTE 1.25% 10	UST1119	912828TV2	5000	12/12/12	03/27/13	$5,044.71	$5,065.65	$-20.94
U.S. TREASURY NOTE 1.25% 4	UNIT19	912828ST8	5000	09/21/12	04/05/13	$5,105.25	$5,058.61	$46.64
U S TREASURY NOTE	UNIT17	912828TS9	5000	10/12/12	04/10/13	$4,997.45	$4,993.05	$4 40
COMMIT TO PUR FHLMC GOLD SFM	CTP0026A	02R030442	15000	03/13/13	04/10/13	$15,764.06	$15,656.25	$107.81
U S TREASURY NOTE	UNIT17	912828TS9	5000	10/22/12	04/10/13	$4,997.45	$4,963.36	$34.09
U S TREASURY NOTE	WTN0717	912828TB6	5000	08/08/12	04/10/13	$5,033.97	$5,009.77	$24.20

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FHLMC GOLD E09025 2.5% 3	E09025F	31294UA29	14824.18	02/12/13	04/11/13	$15,422.94	$15,352.30	$70.64
FHLMC GOLD E09025 2.5% 3	E09025F	31294UA29	93.73	02/12/13	04/15/13	$93.73	$97.07	$-3.34
FHLMC C09032 3.5% 2	C09032F	31292SA91	70.24	03/07/13	04/15/13	$70.24	$73.93	$-3.69
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	177.53	03/13/13	04/15/13	$177.53	$194.28	$-16 75
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	88.76	03/13/13	04/15/13	$88.76	$97.14	$-8 38
FHLMC GOLD G18305 4.0% 4	G18305F	3128MMKT9	446.79	12/07/12	04/15/13	$446.79	$474.92	$-28.13
FHLMC GOLD G04219 5.5% 4	G04219F	3128M6AU2	1450.06	10/22/12	04/15/13	$1,450.06	$1,589.17	$-139.11
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	532.59	04/18/12	04/15/13	$532.59	$576.45	$-43 86
FHLMC GOLD POOL Q12934 3.0% 11	Q12934F	3132HPHK3	31.72	11/21/12	04/15/13	$31 72	$33.31	$-1.59
FED HOME LN MTG DISC NOTE 4		313397EK3	16000	03/18/13	04/16/13	$15,999.00	$15,999.00	$0.00
U.S. TREASURY NOTE 0.875% 12	UNIT16	912828RX0	5000	12/27/12	04/17/13	$5,078.11	$5,066.62	$11.49
FNMA POOL 0MA1200	MA1200A	31418AKN7	85 89	09/17/12	04/25/13	$85.89	$90.37	$-4.48
FNMA POOL AP0457 3.0% 7	AP0457A	3138M3QK3	311 09	03/11/13	04/25/13	$311.09	$326.84	$-15.75
FNMA AQ5362 3.5% 12	AQ5362A	3138ML5Y6	226.79	03/07/13	04/25/13	$226.79	$239.41	$-12.62
FNMA POOL 0AL1946	AL1946A	3138EJEU8	301.07	06/14/12	04/25/13	$301 07	$316.45	$-15.38
COMMIT TO PUR FHLMC GOLD SFM	CTP0027G	02R030459	15000	04/10/13	04/29/13	$15,825.00	$15,731.25	$93.75
COMMIT TO PUR FHLMC GOLD SFM	CTP0028D	02R022456	15000	04/11/13	05/14/13	$15,564.84	$15,571.88	$-7.04
U S TREASURY NOTE	UNIT15	912828TK6	15000	08/20/12	05/14/13	$14,992 92	$14,929.15	$63.77
U S TREASURY NOTE	UNIT15	912828TK6	5000	08/14/12	05/14/13	$4,997 64	$4,980.29	$17.35
U S TREASURY NOTE	UNIT15	912828TK6	5000	08/24/12	05/14/13	$4,997.64	$4,984.98	$12.66
FHLMC C09032 3.5% 2	C09032F	31292SA91	115.22	03/07/13	05/15/13	$115.22	$121.27	$-6.05
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	62 34	03/13/13	05/15/13	$62.34	$68 22	$-5.88
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	124.69	03/13/13	05/15/13	$124.69	$136.46	$-11.77
FHLMC GOLD G04219 5.5% 4	G04219F	3128M6AU2	1389.6	10/22/12	05/15/13	$1,389.60	$1,522.91	$-133.31
FHLMC GOLD G18305 4.0% 4	G18305F	3128MMKT9	455.44	12/07/12	05/15/13	$455.44	$484.12	$-28.68
FHLMC GOLD POOL Q12934 3.0% 11	Q12934F	3132HPHK3	120.68	11/21/12	05/15/13	$120.68	$126.73	$-6.05
U S TREASURY NT	UNIT15	912828TP5	5000	09/12/12	05/15/13	$4,995.69	$4,987.31	$8.38
FEDERAL NAT'L MTGE ASSN POOL	745418A	31403DDX4	282.54	04/01/13	05/25/13	$282.54	$310.79	$-28.25

Short term transactions

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Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FNMA POOL 0AL1946	AL1946A	3138EJEU8	216.69	06/14/12	05/25/13	$216.69	$227.76	$-11.07
FNMA POOL AP0457 3.0% 7	AP0457A	3138M3QK3	94.45	03/11/13	05/25/13	$94.45	$99.23	$-4.78
FNMA POOL 0MA1200	MA1200A	31418AKN7	85.66	09/17/12	05/25/13	$85.66	$90.13	$-4.47
FNMA AQ5362 3.5% 12	AQ5362A	3138ML5Y6	241.87	03/07/13	05/25/13	$241.87	$255.32	$-13.45
FNMA AR8467 2.5% 3	AR8467A	3138W6MR4	26.97	04/09/13	05/25/13	$26.97	$28.15	$-1.18
FEDERAL NATL MTG ASSN	FNM2624	3135G0PX5	5000	09/24/12	06/04/13	$4,851.00	$5,000.00	$-149.00
FHLMC C09032 3.5% 2	C09032F	31292SA91	24585.22	03/07/13	06/11/13	$25,276.68	$25,875.94	$-599.26
FNMA POOL 0AL1946	AL1946A	3138EJEU8	11917.84	06/14/12	06/11/13	$12,285.15	$12,526.77	$-241.62
COMMIT TO PUR FHLMC GOLD SFM		02R030467	15000	04/29/13	06/12/13	$15,577.73	$15,792.19	$-214 46
COMMIT TO PUR FHLMC GO 6	CTP0029	02R022464	20000	05/14/13	06/12/13	$20,400.00	$20,714.06	$-314.06
FHLMC C09032 3.5% 2	C09032F	31292SA91	188.29	03/07/13	06/15/13	$188.29	$198.18	$-9.89
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	56.31	03/13/13	06/15/13	$56.31	$61.62	$-5.31
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	112.62	03/13/13	06/15/13	$112.62	$123.25	$-10.63
FHLMC GOLD G04219 5.5% 4	G04219F	3128M6AU2	1170.52	10/22/12	06/15/13	$1,170.52	$1,282.82	$-112.30
FHLMC GOLD G18305 4.0% 4	G18305F	3128MMKT9	502 56	12/07/12	06/15/13	$502.56	$534.21	$-31.65
FHLMC GOLD POOL Q12934 3.0% 11	Q12934F	3132HPHK3	34.53	11/21/12	06/15/13	$34.53	$36.26	$-1 73
FEDERAL NAT'L MTGE ASSN POOL	745418A	31403DDX4	282.82	04/01/13	06/25/13	$282.82	$311.10	$-28.28
FNMA POOL 0AD0207	AD0207A	31418MGR7	113.18	05/16/13	06/25/13	$113.18	$123.99	$-10.81
FNMA POOL AP0457 3.0% 7	AP0457A	3138M3QK3	352.56	03/11/13	06/25/13	$352.56	$370.41	$-17.85
FNMA POOL 0MA1200	MA1200A	31418AKN7	117.62	09/17/12	06/25/13	$117.62	$123.76	$-6.14
FNMA AQ5362 3.5% 12	AQ5362A	3138ML5Y6	78.24	03/07/13	06/25/13	$78.24	$82.59	$-4.35
FNMA AR8467 2.5% 3	AR8467A	3138W6MR4	26.06	04/09/13	06/25/13	$26 06	$27.20	$-1.14
FNMA POOL # AT4941 3% 5/1/43	AT4941A	3138WSP36	33.46	05/06/13	06/25/13	$33.46	$34.85	$-1.39
FNMA POOL # AT5380 3% 4/1/43	AT5380A	3138WS6S2	67.11	05/08/13	06/25/13	$67.11	$69.80	$-2.69
COMMIT TO PUR FHLMC GOLD SFM	CTP0028B	02R030475	15000	06/12/13	06/26/13	$15,356.25	$15,543.75	$-187.50
COMMIT TO PUR FHLMC GOLD SFM	CTP0042U	02R032679	20000	06/11/13	07/08/13	$19,918.75	$20,500.00	$-581.25
COMMIT TO PUR FNMA SF MTG	FNMA42	01F032674	15000	06/11/13	07/08/13	$14,981.25	$15,417.19	$-435.94
COMMIT TO PUR FHLMC SF 7	CTP0028A	02R022472	20000	06/12/13	07/15/13	$19,950.00	$20,359.38	$-409.38

Short term transactions

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Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FHLMC GOLD POOL Q12934 3.0% 11	Q12934F	3132HPHK3	30.81	11/21/12	07/15/13	$30.81	$32.36	$-1.55
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	79.78	03/13/13	07/15/13	$79.78	$87.31	$-7.53
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	159.55	03/13/13	07/15/13	$159.55	$174.61	$-15.06
FHLMC GOLD G04219 5.5% 4	G04219F	3128M6AU2	895 33	10/22/12	07/15/13	$895.33	$981.23	$-85.90
FHLMC GOLD G18305 4.0% 4	G18305F	3128MMKT9	427.16	12/07/12	07/15/13	$427.16	$454.06	$-26.90
FNMA POOL # AT4941 3% 5/1/43	AT4941A	3138WSP36	16.98	05/06/13	07/25/13	$16.98	$17.68	$-0.70
FNMA AR8467 2.5% 3	AR8467A	3138W6MR4	34.1	04/09/13	07/25/13	$34.10	$35.59	$-1.49
FNMA AQ5362 3.5% 12	AQ5362A	3138ML5Y6	22.55	03/07/13	07/25/13	$22.55	$23.80	$-1.25
FNMA POOL 0MA1200	MA1200A	31418AKN7	113.83	09/17/12	07/25/13	$113.83	$119.77	$-5.94
FNMA POOL AP0457 3.0% 7	AP0457A	3138M3QK3	319.55	03/11/13	07/25/13	$319.55	$335.73	$-16.18
FNMA POOL 0AD0207	AD0207A	31418MGR7	104.59	05/16/13	07/25/13	$104.59	$114.57	$-9.98
FNMA POOL 889668 6 0% 6	889668A	31410KMR2	121.61	05/15/13	07/25/13	$121.61	$133.20	$-11.59
FNMA POOL # AT5380 3% 4/1/43	AT5380A	3138WS6S2	24.51	05/08/13	07/25/13	$24.51	$25.49	$-0.98
FEDERAL NAT'L MTGE ASSN POOL	745418A	31403DDX4	240.75	04/01/13	07/25/13	$240.75	$264.83	$-24.08
COMMIT TO PUR FHLMC SF 8	CTP0028E	02R030483	15000	06/26/13	08/01/13	$15,379.69	$15,318.75	$60.94
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	110.64	03/13/13	08/15/13	$110.64	$121.08	$-10.44
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	55.32	03/13/13	08/15/13	$55.32	$60.54	$-5.22
FHLMC GOLD J24695 2.5% 7	J24695F	31307DGC4	91.42	07/15/13	08/15/13	$91.42	$91.28	$0.14
FHLMC GOLD POOL Q12934 3.0% 11	Q12934F	3132HPHK3	30 53	11/21/12	08/15/13	$30 53	$32.06	$-1.53
FHLMC GOLD Q19384 3.5% 6	Q19384F	3132JA2S3	248.93	07/08/13	08/15/13	$248.93	$248.39	$0.54
FHLMC GOLD G18305 4.0% 4	G18305F	3128MMKT9	333.74	12/07/12	08/15/13	$333.74	$354.75	$-21.01
FHLMC GOLD G04219 5.5% 4	G04219F	3128M6AU2	941.62	10/22/12	08/15/13	$941.62	$1,031.96	$-90.34
FEDERAL NAT'L MTGE ASSN POOL	745418A	31403DDX4	260.97	04/01/13	08/25/13	$260.97	$287.07	$-26.10
FNMA POOL 889668 6.0% 6	889668A	31410KMR2	120.52	05/15/13	08/25/13	$120.52	$132.01	$-11.49
FNMA POOL 0AD0207	AD0207A	31418MGR7	115.66	05/16/13	08/25/13	$115.66	$126.70	$-11.04
FNMA POOL AP0457 3.0% 7	AP0457A	3138M3QK3	308.49	03/11/13	08/25/13	$308.49	$324.11	$-15.62
FNMA POOL 0MA1200	MA1200A	31418AKN7	83.18	09/17/12	08/25/13	$83.18	$87.52	$-4.34
FNMA AR8596 3.5% 6	AR8596A	3138W6RS7	194.87	07/08/13	08/25/13	$194.87	$194.81	$0.06

Short term transactions

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Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FNMA AQ5362 3.5% 12	AQ5362A	3138ML5Y6	356.36	03/07/13	08/25/13	$356.36	$376.18	$-19.82
FNMA AR8467 2.5% 3	AR8467A	3138W6MR4	54 66	04/09/13	08/25/13	$54.66	$57.04	$-2.38
FNMA POOL # AT4941 3% 5/1/43	AT4941A	3138WSP36	17.59	05/06/13	08/25/13	$17.59	$18.32	$-0.73
FNMA POOL # AT5380 3% 4/1/43	AT5380A	3138WS6S2	27.3	05/08/13	08/25/13	$27.30	$28.39	$-1.09
FNMA POOL 0MA1200	MA1200A	31418AKN7	41.59	07/11/13	08/25/13	$41.59	$41.43	$0.16
U S TREASURY NOTE 0.75% 10/	UNIT17	912828TW0	5000	11/23/12	09/09/13	$4,864.44	$5,015.82	$-151.38
U S TREASURY NOTE 0.75% 10/	UNIT17	912828TW0	10000	11/14/12	09/09/13	$9,728.87	$10,056.67	$-327.80
U S TREASURY NOTE 0.125% 01/15		912828UH1	15176.1	03/27/13	09/09/13	$14,253.02	$16,376.39	$-2,123.37
UNITED STATES TREAS 0.625% 8		912828VR8	5000	08/22/13	09/09/13	$4,968.93	$4,971.50	$-2.57
UNITED STATES TREAS 0.625% 8		912828VR8	5000	08/19/13	09/09/13	$4,968.93	$4,983.42	$-14.49
UNITED STATES TREAS 0.5% 6	UST0516	912828VG2	10000	06/18/13	09/09/13	$9,926.53	$10,003.55	$-77.02
US TREASURY N/B 1% 5/31/18	UST1018	912828VE7	10000	06/19/13	09/09/13	$9,718.33	$9,901.21	$-182 88
U S TREASURY NOTE 0.75% 10/	UNIT17	912828TW0	15000	11/27/12	09/09/13	$14,593.31	$15,063.34	$-470.03
UNITED STATES TREAS 0.25% 4	UST0216	912828UW8	15000	05/10/13	09/09/13	$14,827.68	$14,953.76	$-126.08
U S TREASURY NOTE 1.75% 5		912828VB3	10000	06/18/13	09/09/13	$9,041.76	$9,619.18	$-577.42
U S TREASURY NOTE 1.75% 5		912828VB3	15000	06/19/13	09/09/13	$13,562.64	$14,387.76	$-825.12
U S TREASURY NOTE 1.75% 5		912828VB3	10000	06/27/13	09/09/13	$9,041.76	$9,368.01	$-326.25
US TREASURY N/B 1% 5/31/18	UST1018	912828VE7	5000	06/06/13	09/09/13	$4,859.16	$4,957.08	$-97.92
FHLMC GOLD G04219 5.5% 4	G04219F	3128M6AU2	797.18	10/22/12	09/15/13	$797.18	$873.66	$-76.48
FHLMC GOLD G18305 4.0% 4	G18305F	3128MMKT9	227.88	12/07/12	09/15/13	$227.88	$242.23	$-14.35
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	45 69	03/13/13	09/15/13	$45.69	$50.00	$-4.31
FHLMC GOLD J24695 2.5% 7	J24695F	31307DGC4	95.13	07/15/13	09/15/13	$95.13	$94.98	$0.15
FHLMC GOLD G18473 3.0% 7	G18473F	3128MMQ30	130.92	08/01/13	09/15/13	$130.92	$134.34	$-3.42
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	91.38	03/13/13	09/15/13	$91.38	$100.00	$-8.62
FHLMC GOLD Q19384 3.5% 6	Q19384F	3132JA2S3	42.46	07/08/13	09/15/13	$42.46	$42.37	$0.09
FHLMC GOLD POOL Q12934 3.0% 11	Q12934F	3132HPHK3	118.57	11/21/12	09/15/13	$118.57	$124.52	$-5.95
FNMA POOL 889668 6.0% 6	889668A	31410KMR2	2026.28	05/15/13	09/23/13	$2,214.98	$2,219.41	$-4.43
FNMA POOL 0AD0207	AD0207A	31418MGR7	1673.2	05/16/13	09/23/13	$1,829.02	$1,832.94	$-3.92

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FNMA POOL # AT4941 3% 5/1/43	AT4941A	3138WSP36	56.59	05/06/13	09/25/13	$56.59	$58.93	$-2.34
FNMA AR8467 2.5% 3	AR8467A	3138W6MR4	35 26	04/09/13	09/25/13	$35 26	$36.80	$-1.54
FNMA AQ5362 3.5% 12	AQ5362A	3138ML5Y6	233.97	03/07/13	09/25/13	$233.97	$246.98	$-13.01
FEDERAL NAT'L MTGE ASSN POOL	745418A	31403DDX4	216.29	04/01/13	09/25/13	$216.29	$237.92	$-21.63
FNMA AR8596 3.5% 6	AR8596A	3138W6RS7	24.35	07/08/13	09/25/13	$24.35	$24.34	$0.01
FNMA POOL 0AD0207	AD0207A	31418MGR7	103.36	05/16/13	09/25/13	$103.36	$113.23	$-9.87
FNMA POOL AP0457 3.0% 7	AP0457A	3138M3QK3	233.11	03/11/13	09/25/13	$233 11	$244.91	$-11.80
FNMA POOL 0MA1200	MA1200A	31418AKN7	35.86	07/11/13	09/25/13	$35.86	$35.73	$0.13
FNMA POOL # AT5380 3% 4/1/43	AT5380A	3138WS6S2	25.2	05/08/13	09/25/13	$25.20	$26.21	$-1.01
FNMA POOL 889668 6.0% 6	889668A	31410KMR2	166.9	05/15/13	09/25/13	$166.90	$182.81	$-15.91
FHLMC GOLD G18305 4.0% 4	G18305F	3128MMKT9	198.31	12/07/12	10/15/13	$198.31	$210.80	$-12.49
FHLMC GOLD Q19384 3.5% 6	Q19384F	3132JA2S3	44	07/08/13	10/15/13	$44.00	$43.90	$0.10
FHLMC GOLD POOL Q12934 3.0% 11	Q12934F	3132HPHK3	118.99	11/21/12	10/15/13	$118.99	$124.96	$-5.97
FHLMC GOLD G18473 3.0% 7	G18473F	3128MMQ30	135.63	08/01/13	10/15/13	$135.63	$139.17	$-3.54
FHLMC GOLD J24695 2.5% 7	J24695F	31307DGC4	211.21	07/15/13	10/15/13	$211.21	$210.88	$0.33
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	48.97	03/13/13	10/15/13	$48.97	$53.59	$-4.62
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	97.93	03/13/13	10/15/13	$97.93	$107.17	$-9.24
FHLMC GOLD G04219 5.5% 4	G04219F	3128M6AU2	485.61	10/22/12	10/15/13	$485.61	$532.20	$-46.59
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	2157.52	03/13/13	10/23/13	$2,317.99	$2,361.14	$-43.15
FNMA POOL 889668 6 0% 6	889668A	31410KMR2	115.57	05/15/13	10/25/13	$115.57	$126.58	$-11.01
FNMA POOL 0AD0207	AD0207A	31418MGR7	76.04	05/16/13	10/25/13	$76.04	$83.30	$-7.26
FNMA AR8596 3.5% 6	AR8596A	3138W6RS7	135.75	07/08/13	10/25/13	$135.75	$135 71	$0.04
FNMA POOL # AT5380 3% 4/1/43	AT5380A	3138WS6S2	25.16	05/08/13	10/25/13	$25.16	$26.17	$-1.01
FNMA POOL # AT4941 3% 5/1/43	AT4941A	3138WSP36	28.75	05/06/13	10/25/13	$28.75	$29.94	$-1.19
FNMA AR8467 2.5% 3	AR8467A	3138W6MR4	38.57	04/09/13	10/25/13	$38.57	$40.25	$-1.68
FNMA AQ5362 3.5% 12	AQ5362A	3138ML5Y6	21.62	03/07/13	10/25/13	$21.62	$22.82	$-1.20
FNMA POOL 0MA1200	MA1200A	31418AKN7	26.91	07/11/13	10/25/13	$26 91	$26.81	$0.10
FEDERAL NAT'L MTGE ASSN POOL	745418A	31403DDX4	164.91	04/01/13	10/25/13	$164.91	$181.40	$-16.49

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FNMA POOL AP0457 3.0% 7	AP0457A	3138M3QK3	177.8	03/11/13	10/25/13	$177.80	$186.80	$-9 00
FHLMC GOLD J24695 2.5% 7	J24695F	31307DGC4	19457.91	07/15/13	11/12/13	$19,421.42	$19,427.51	$-6.09
FHLMC GOLD G18473 3.0% 7	G18473F	3128MMQ30	14588.93	08/01/13	11/12/13	$14,994.68	$14,969.60	$25.08
FHLMC GOLD POOL Q12934 3.0% 11	Q12934F	3132HPHK3	14271.22	11/21/12	11/14/13	$13,794.03	$14,987.00	$-1,192.97
FHLMC GOLD J24695 2.5% 7	J24695F	31307DGC4	144.32	07/15/13	11/15/13	$144.32	$144.09	$0.23
FHLMC GOLD G18473 3.0% 7	G18473F	3128MMQ30	90.69	08/01/13	11/15/13	$90.69	$93.06	$-2.37
FHLMC GOLD POOL Q12934 3.0% 11	Q12934F	3132HPHK3	31.28	11/21/12	11/15/13	$31.28	$32.85	$-1.57
FHLMC GOLD Q19384 3.5% 6	Q19384F	3132JA2S3	43.87	07/08/13	11/15/13	$43.87	$43.77	$0.10
FHLMC GOLD G18305 4.0% 4	G18305F	3128MMKT9	162.91	12/07/12	11/15/13	$162.91	$173.17	$-10.26
FNMA POOL AP0457 3.0% 7	AP0457A	3138M3QK3	11085.86	03/11/13	11/18/13	$11,489 45	$11,647.08	$-157.63
FNMA POOL AP0457 3.0% 7	AP0457A	3138M3QK3	119.95	03/11/13	11/25/13	$119.95	$126.02	$-6.07
FNMA POOL 0MA1200	MA1200A	31418AKN7	28.72	07/11/13	11/25/13	$28.72	$28.61	$0.11
FNMA AQ5362 3.5% 12	AQ5362A	3138ML5Y6	22.59	03/07/13	11/25/13	$22.59	$23.85	$-1.26
FNMA AR8467 2.5% 3	AR8467A	3138W6MR4	77.06	04/09/13	11/25/13	$77.06	$80.42	$-3.36
FEDERAL NAT'L MTGE ASSN POOL	555528A	31385XD95	15.9	10/07/13	11/25/13	$15.90	$17.41	$-1.51
FNMA POOL # AT5380 3% 4/1/43	AT5380A	3138WS6S2	25 59	05/08/13	11/25/13	$25 59	$26.61	$-1.02
FNMA AR8596 3.5% 6	AR8596A	3138W6RS7	23.25	07/08/13	11/25/13	$23.25	$23.24	$0.01
UNITED STATES TREAS 0.375% 8		912828VU1	10000	09/23/13	11/25/13	$10,019.50	$10,008.24	$11.26
FEDERAL NAT'L MTGE ASSN POOL	745418A	31403DDX4	150.05	04/01/13	11/25/13	$150.05	$165.05	$-15.00
FNMA POOL # AT4941 3% 5/1/43	AT4941A	3138WSP36	16.95	05/06/13	11/25/13	$16.95	$17.65	$-0.70
UNITED STATES TREAS 0.375% 2		912828UM0	5000	02/25/13	12/12/13	$5,000.57	$4,997.28	$3.29
UNITED STATES TREASURY NOTE 1	121515	912828UC2	5000	01/16/13	12/12/13	$4,991.58	$4,986.15	$5.43
UNITED STATES TREAS 0.375% 3		912828US7	5000	04/05/13	12/13/13	$4,997.64	$5,009.00	$-11.36
UNITED STATES TREAS 0 375% 3		912828US7	10000	11/12/13	12/13/13	$9,995.28	$9,987.14	$8.14
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	31 87	04/12/13	12/15/13	$31.87	$34.84	$-2 97
FHLMC GOLD POOL J15724 4.0% 6	J15724F	3128PVLD0	70.96	10/23/13	12/15/13	$70.96	$75.84	$-4.88
FHLMC GOLD Q19384 3.5% 6	Q19384F	3132JA2S3	44.24	07/08/13	12/15/13	$44.24	$44.14	$0.10
FNMA AQ5362 3.5% 12	AQ5362A	3138ML5Y6	21.03	03/07/13	12/25/13	$21.03	$22.20	$-1.17

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FNMA AR8467 2.5% 3	AR8467A	3138W6MR4	25.1	04/09/13	12/25/13	$25.10	$26.19	$-1.09
FNMA POOL # AT4941 3% 5/1/43	AT4941A	3138WSP36	103.19	05/06/13	12/25/13	$103.19	$107.46	$-4.27
FNMA POOL # AT5380 3% 4/1/43	AT5380A	3138WS6S2	26.5	05/08/13	12/25/13	$26.50	$27.56	$-1.06
FNMA AR8596 3.5% 6	AR8596A	3138W6RS7	24.09	07/08/13	12/25/13	$24.09	$24.08	$0.01
FNMA POOL AP0457 3.0% 7	AP0457A	3138M3QK3	231 04	03/11/13	12/25/13	$231.04	$242.74	$-11.70
FEDERAL NAT'L MTGE ASSN POOL	745418A	31403DDX4	127.8	04/01/13	12/25/13	$127.80	$140.58	$-12.78
FEDERAL NAT'L MTGE ASSN POOL	555528A	31385XD95	15.02	10/07/13	12/25/13	$15.02	$16.45	$-1.43
FNMA POOL 0MA1200	MA1200A	31418AKN7	30.8	07/11/13	12/25/13	$30.80	$30.68	$0.12
FHLMC GOLD Q19384 3.5% 6	Q19384F	3132JA2S3	44.44	07/08/13	01/15/14	$44.44	$44.34	$0.10
FHLMC GOLD G18489 3.0% 11	G18489F	3128MMRK1	196.11	11/18/13	01/15/14	$196 11	$202.76	$-6 65
FHLMC GOLD POOL J15724 4.0% 6	J15724F	3128PVLD0	227.08	10/23/13	01/15/14	$227.08	$242.69	$-15.61
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	11.95	04/12/13	01/15/14	$11 95	$13.06	$-1.11
FNMA AR8467 2.5% 3	AR8467A	3138W6MR4	43.72	04/09/13	01/25/14	$43.72	$45.63	$-1.91
FNMA POOL # AT4941 3% 5/1/43	AT4941A	3138WSP36	37.13	05/06/13	01/25/14	$37.13	$38.67	$-1.54
FNMA POOL # AT5380 3% 4/1/43	AT5380A	3138WS6S2	26.49	05/08/13	01/25/14	$26.49	$27.55	$-1.06
FNMA AR8596 3.5% 6	AR8596A	3138W6RS7	23.96	07/08/13	01/25/14	$23 96	$23.95	$0.01
FNMA AQ5362 3.5% 12	AQ5362A	3138ML5Y6	23.13	03/07/13	01/25/14	$23.13	$24.42	$-1.29
F N M A POOL AU1660 2.5% 7	AU1660A	3138X0Z27	91.04	12/11/13	01/25/14	$91.04	$90.87	$0 17
FEDERAL NAT'L MTGE ASSN POOL	555528A	31385XD95	14.42	10/07/13	01/25/14	$14.42	$15.79	$-1.37
FEDERAL NAT'L MTGE ASSN POOL	745418A	31403DDX4	121.3	04/01/13	01/25/14	$121.30	$133.43	$-12.13
FNMA POOL 0MA1200	MA1200A	31418AKN7	29 35	07/11/13	01/25/14	$29 35	$29.24	$0 11
Total short term gain/loss from sales:						$830,856.49	$841,633.47	$-10,776.98

Short term transactions with loss disallowed due to wash sale

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Portion subject to 988	Net gain or loss Wash sale loss disallowed
US TREASURY N/B 1% 5/31/18	UST1018	912828VE7	5000	06/19/13	07/11/13	$4,904.08	$4,950.60		$-46.52
								$0.00	$46.52
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	4315.03	03/13/13	10/23/13	$4,635 96	$4,722.27		$-86.31
								$0.00	$43.89
Total short term gain/loss from sales:						$9,540.04	$9,672.87		$-132.83
Total short term loss disallowed from wash sales:									$90.41
Total short term Section 988 translation gain/loss from securities subject to wash sale:								$0.00	

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
AMERICAN INTL GROUP	AIG 14	026874CA3	5000	09/08/11	01/10/13	$5,274.85	$4,972.40	$302.45
MORGAN STANLEY	MS 14	61748AAE6	20000	06/09/09	01/11/13	$20,725.20	$19,436.00	$1,289.20
WORLD OMNI AUTO RECEIVABL A A3		98158KAC3	699.96	03/02/11	01/15/13	$699.96	$699.94	$0.02
THERMO FISHER SCIENTIFIC	TMO 16	883556BA9	5000	08/10/11	01/24/13	$5,161.70	$5,063.65	$98.05
THERMO FISHER SCIENTIFIC	TMO 16	883556BA9	5000	08/09/11	01/24/13	$5,161.70	$4,991.30	$170.40
GOV'T NAT'L MTGE ASSN POOL	781830X	36241KA73	173.59	12/29/11	02/15/13	$173.59	$192.90	$-19.31
FHLMC GOLD G04719 5.5% 1	G04719F	3128M6SG4	105.41	03/09/11	02/15/13	$105.41	$112.82	$-7.41
FHLMC POOL Q0-3517	Q03517F	3132GJSE0	573.16	09/23/11	02/15/13	$573.16	$611.13	$-37.97
WORLD OMNI AUTO RECEIVABL A A3		98158KAC3	742.35	03/02/11	02/15/13	$742.35	$742.33	$0.02
FHLMC POOL G0-6222	G06222F	3128M8G73	603.39	04/08/11	02/15/13	$603.39	$593.93	$9.46
FHLMC GOLD A95828 4.5% 12	A95828F	312944PM7	516.28	12/17/10	02/15/13	$516.28	$526.04	$-9.76
FHLMC GOLD A92821 5 0% 7	A92821F	312941D20	970.39	07/22/10	02/15/13	$970.39	$1,030.74	$-60.35
FHLMC GOLD G04216 5.5% 12	G04216F	3128M6AR9	101.27	12/29/10	02/15/13	$101.27	$108.08	$-6 81

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FHLMC POOL G0-5337	G05337F	3128M7HN9	172.89	06/10/10	02/15/13	$172.89	$185 69	$-12.80
FHLMC GOLD POOL A90393 5.0% 12	A90393F	312938NJ8	263.46	03/08/10	02/15/13	$263.46	$274.33	$-10.87
FHLMC GOLD POOL A82899 5.5% 11	A82899F	312929GG1	345.65	08/06/09	02/15/13	$345.65	$356.51	$-10.86
FHLMC GOLD G05521 5.5% 5	G05521F	3128M7PE0	452.87	08/20/09	02/15/13	$452.87	$472.40	$-19 53
FNMA POOL 0975268	975268A	31414S6D0	346.12	04/20/11	02/25/13	$346.12	$369.77	$-23.65
FNMA POOL 0AL0201	AL0201A	3138EGGK4	180.15	04/15/11	02/25/13	$180.15	$193.52	$-13.37
FNMA POOL 0AH3519	AH3519A	3138A44D4	267.51	11/15/11	02/25/13	$267.51	$278.46	$-10.95
FNMA POOL 0AH4794	AH4794A	3138A6KG4	103.59	12/29/11	02/25/13	$103.59	$111.84	$-8.25
FNMA POOL 0AL0219	AL0219A	3138EGG57	572.04	10/20/11	02/25/13	$572.04	$581.34	$-9.30
FEDERAL NAT'L MTGE ASSN POOL	255364A	31371LTV1	50.78	02/15/11	02/25/13	$50.78	$55.20	$-4.42
FNMA POOL 0AK2717	AK2717A	3138E7AT1	595.57	02/23/12	02/25/13	$595.57	$631.21	$-35.64
FNMA POOL 0AJ1758	AJ1758A	3138AS5U2	587.18	09/14/11	02/25/13	$587.18	$616.17	$-28.99
FNMA POOL 0AH3620	AH3620A	3138A5AW2	499.99	01/18/11	02/25/13	$499.99	$504 60	$-4.61
COMCAST CORP NEW	CMCS16	20030NAL5	20000	06/01/09	03/08/13	$22,932.80	$20,359.80	$2,573.00
GOV'T NAT'L MTGE ASSN POOL	781830X	36241KA73	91.9	12/29/11	03/15/13	$91.90	$102.12	$-10.22
FHLMC POOL Q0-3517	Q03517F	3132GJSE0	609.68	09/23/11	03/15/13	$609.68	$650.07	$-40.39
WORLD OMNI AUTO RECEIVABL A A3		98158KAC3	653.4	03/02/11	03/15/13	$653.40	$653.38	$0.02
FHLMC POOL G0-6222	G06222F	3128M8G73	588.52	04/08/11	03/15/13	$588.52	$579.47	$9.05
FHLMC GOLD A95828 4.5% 12	A95828F	312944PM7	558.93	12/17/10	03/15/13	$558.93	$569.50	$-10.57
FHLMC GOLD A92821 5.0% 7	A92821F	312941D20	905.73	07/22/10	03/15/13	$905.73	$962.05	$-56.32
FHLMC GOLD G04216 5.5% 12	G04216F	3128M6AR9	75.66	12/29/10	03/15/13	$75.66	$80.75	$-5.09
FHLMC POOL G0-5337	G05337F	3128M7HN9	95.32	06/10/10	03/15/13	$95 32	$102.38	$-7.06
FHLMC GOLD POOL A90393 5.0% 12	A90393F	312938NJ8	139.45	03/08/10	03/15/13	$139.45	$145.20	$-5.75
FHLMC GOLD G04719 5.5% 1	G04719F	3128M6SG4	109.66	03/09/11	03/15/13	$109.66	$117.37	$-7.71
FHLMC GOLD POOL A82899 5.5% 11	A82899F	312929GG1	470.75	08/06/09	03/15/13	$470.75	$485.53	$-14.78
FHLMC GOLD G05521 5.5% 5	G05521F	3128M7PE0	346.76	08/20/09	03/15/13	$346.76	$361.71	$-14.95
FNMA POOL 0AL0201	AL0201A	3138EGGK4	192.17	04/15/11	03/25/13	$192.17	$206 43	$-14.26
FNMA POOL 0AH3519	AH3519A	3138A44D4	168.98	11/15/11	03/25/13	$168.98	$175.90	$-6.92

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FNMA POOL 0AH4794	AH4794A	3138A6KG4	95.06	12/29/11	03/25/13	$95.06	$102.64	$-7.58
FNMA POOL 0AH3620	AH3620A	3138A5AW2	296.74	01/18/11	03/25/13	$296.74	$299.48	$-2.74
FNMA POOL 0AL0219	AL0219A	3138EGG57	158.62	10/20/11	03/25/13	$158.62	$161.20	$-2.58
FNMA POOL 0AK2717	AK2717A	3138E7AT1	370.21	02/23/12	03/25/13	$370.21	$392.37	$-22.16
FNMA POOL 0AJ1758	AJ1758A	3138AS5U2	684.87	09/14/11	03/25/13	$684.87	$718.69	$-33.82
FNMA POOL 0975268	975268A	31414S6D0	293.23	04/20/11	03/25/13	$293.23	$313.26	$-20.03
FEDERAL NAT'L MTGE ASSN POOL	255364A	31371LTV1	31.95	02/15/11	03/25/13	$31.95	$34.73	$-2.78
U.S. TREASURY NOTE 1.75% 7	UNIT15	912828NP1	5000	09/08/10	04/01/13	$5,170.68	$5,073.45	$97.23
WORLD OMNI AUTO RECEIVABL A A3		98158KAC3	5452.36	03/02/11	04/03/13	$5,465.99	$5,452.19	$13.80
U.S. TREASURY NOTE 1.75% 7	UNIT15	912828NP1	5000	09/08/10	04/03/13	$5,170.29	$5,073.46	$96.83
AMCAR 2011-3 A3 1.17% 1	CM7000000	03064PAC5	805.04	06/08/11	04/08/13	$805.04	$804.94	$0.10
FHLMC GOLD POOL A90393 5.0% 12	A90393F	312938NJ8	83.83	03/08/10	04/15/13	$83.83	$87.29	$-3.46
FHLMC POOL G0-5337	G05337F	3128M7HN9	151.01	06/10/10	04/15/13	$151.01	$162.19	$-11.18
FHLMC GOLD G04216 5.5% 12	G04216F	3128M6AR9	100.07	12/29/10	04/15/13	$100.07	$106.80	$-6.73
FHLMC GOLD A92821 5.0% 7	A92821F	312941D20	791.39	07/22/10	04/15/13	$791.39	$840.60	$-49.21
FHLMC GOLD G05521 5 5% 5	G05521F	3128M7PE0	270 22	08/20/09	04/15/13	$270.22	$281.87	$-11 65
FHLMC GOLD POOL A82899 5.5% 11	A82899F	312929GG1	419.95	08/06/09	04/15/13	$419.95	$433.14	$-13.19
FHLMC GOLD G04719 5.5% 1	G04719F	3128M6SG4	102.88	03/09/11	04/15/13	$102.88	$110.11	$-7.23
GOV'T NAT'L MTGE ASSN POOL	781830X	36241KA73	177.62	12/29/11	04/15/13	$177.62	$197.38	$-19.76
FHLMC GOLD A95828 4.5% 12	A95828F	312944PM7	602.33	12/17/10	04/15/13	$602.33	$613.72	$-11.39
FHLMC POOL Q0-3517	Q03517F	3132GJSE0	707.41	09/23/11	04/15/13	$707.41	$754.28	$-46.87
FHLMC POOL G0-6222	G06222F	3128M8G73	308.76	04/08/11	04/15/13	$308.76	$304.11	$4.65
US TREASURY NOTE 0.875% 11	UNIT16	912828RU6	25000	11/30/11	04/17/13	$25,392.49	$24,899.50	$492.99
FNMA POOL 0AH3620	AH3620A	3138A5AW2	436.79	01/18/11	04/25/13	$436.79	$440.82	$-4.03
FNMA POOL 0AH4794	AH4794A	3138A6KG4	24 45	12/29/11	04/25/13	$24.45	$26.40	$-1.95
FNMA POOL 0AH3519	AH3519A	3138A44D4	81.64	11/15/11	04/25/13	$81.64	$84.98	$-3.34
FNMA POOL 0AL0219	AL0219A	3138EGG57	545.92	10/20/11	04/25/13	$545.92	$554.79	$-8.87
FNMA POOL 0975268	975268A	31414S6D0	285.03	04/20/11	04/25/13	$285.03	$304.50	$-19.47

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FNMA POOL 0AJ1758	AJ1758A	3138AS5U2	656.56	09/14/11	04/25/13	$656.56	$688.98	$-32.42
FNMA POOL 0AK5762	AK5762A	3138EAML8	182.1	03/28/12	04/25/13	$182.10	$191.66	$-9.56
FNMA POOL 0AK2717	AK2717A	3138E7AT1	177.15	02/23/12	04/25/13	$177.15	$187.75	$-10.60
FEDERAL NAT'L MTGE ASSN POOL	255364A	31371LTV1	30.47	02/15/11	04/25/13	$30.47	$33.12	$-2.65
FNMA POOL 0AL0201	AL0201A	3138EGGK4	160.47	04/15/11	04/25/13	$160.47	$172.38	$-11.91
U.S. TREASURY NOTE 1.75% 7	UNIT15	912828NP1	5000	09/08/10	05/06/13	$5,166.58	$5,073.45	$93.13
FNMA POOL 0AH3620	AH3620A	3138A5AW2	12979.14	01/18/11	05/07/13	$13,938.38	$13,098.79	$839.59
U.S. TREASURY NOTE 1.75% 7	UNIT15	912828NP1	5000	07/29/10	05/08/13	$5,165.02	$5,019.53	$145.49
AMCAR 2011-3 A3 1.17% 1	CM7000000	03064PAC5	2089.74	06/08/11	05/08/13	$2,089.74	$2,089.47	$0.27
U.S. TREASURY NOTE 1.75% 7	UNIT15	912828NP1	5000	07/29/10	05/14/13	$5,163.85	$5,019.53	$144.32
FHLMC POOL G0-5337	G05337F	3128M7HN9	190.67	06/10/10	05/15/13	$190.67	$204.79	$-14.12
FHLMC GOLD G04216 5.5% 12	G04216F	3128M6AR9	103.44	12/29/10	05/15/13	$103.44	$110 40	$-6.96
FHLMC GOLD A92821 5.0% 7	A92821F	312941D20	843.18	07/22/10	05/15/13	$843.18	$895.61	$-52.43
FHLMC GOLD A95828 4.5% 12	A95828F	312944PM7	468.17	12/17/10	05/15/13	$468.17	$477.02	$-8.85
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	374.06	04/18/12	05/15/13	$374.06	$404.86	$-30 80
FHLMC POOL Q0-3517	Q03517F	3132GJSE0	784 96	09/23/11	05/15/13	$784.96	$836.96	$-52.00
FHLMC GOLD POOL A90393 5.0% 12	A90393F	312938NJ8	13.34	03/08/10	05/15/13	$13.34	$13.89	$-0.55
FHLMC GOLD G05521 5.5% 5	G05521F	3128M7PE0	528 67	08/20/09	05/15/13	$528.67	$551.47	$-22.80
FHLMC GOLD POOL A82899 5.5% 11	A82899F	312929GG1	385.22	08/06/09	05/15/13	$385.22	$397.32	$-12.10
FHLMC GOLD G04719 5.5% 1	G04719F	3128M6SG4	126.93	03/09/11	05/15/13	$126.93	$135.85	$-8.92
GOV'T NAT'L MTGE ASSN POOL	781830X	36241KA73	128.61	12/29/11	05/15/13	$129 61	$144.03	$-14.42
FHLMC POOL G0-6222	G06222F	3128M8G73	708.27	04/08/11	05/15/13	$708.27	$697.84	$10.43
FEDERAL NAT'L MTGE ASSN POOL	255364A	31371LTV1	26.52	02/15/11	05/25/13	$26.52	$28.83	$-2.31
FNMA POOL 0AH4794	AH4794A	3138A6KG4	365.66	12/29/11	05/25/13	$365.66	$394.80	$-29.14
FNMA POOL 0AH3519	AH3519A	3138A44D4	529 99	11/15/11	05/25/13	$529.99	$551.68	$-21.69
FNMA POOL 0AL0201	AL0201A	3138EGGK4	219.23	04/15/11	05/25/13	$219.23	$235.50	$-16.27
FNMA POOL 0AL0219	AL0219A	3138EGG57	469.15	10/20/11	05/25/13	$469.15	$476.77	$-7.62
FNMA POOL 0AJ1758	AJ1758A	3138AS5U2	681.38	09/14/11	05/25/13	$681.38	$715.02	$-33.64

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FNMA POOL 0AK2717	AK2717A	3138E7AT1	568.75	02/23/12	05/25/13	$568.75	$602.79	$-34.04
FNMA POOL 0AK5762	AK5762A	3138EAML8	329.55	03/28/12	05/25/13	$329.55	$346.85	$-17.30
FNMA POOL 0AH3620	AH3620A	3138A5AW2	228.56	01/18/11	05/25/13	$228.56	$230.67	$-2.11
FNMA POOL 0975268	975268A	31414S6D0	221.57	04/20/11	05/25/13	$221.57	$236.71	$-15.14
TYCO INTL FIN 3.375% 10	TYC 15	902118BN7	1000	04/28/10	06/06/13	$1,045.90	$996.76	$49.14
RABOBANK NEDERLAND		21685WCJ4	10000	05/17/11	06/06/13	$10,929.70	$9,842.60	$1,087.10
AMCAR 2011-3 A3 1.17% 1	CM7000000	03064PAC5	2097.14	06/08/11	06/08/13	$2,097.14	$2,096.87	$0.27
FHLMC GOLD G05521 5.5% 5	G05521F	3128M7PE0	488 49	08/20/09	06/15/13	$488.49	$509.56	$-21.07
FHLMC GOLD POOL A90393 5.0% 12	A90393F	312938NJ8	150.04	03/08/10	06/15/13	$150.04	$156.23	$-6.19
FHLMC POOL G0-5337	G05337F	3128M7HN9	108.33	06/10/10	06/15/13	$108.33	$116.35	$-8.02
FHLMC GOLD G04216 5.5% 12	G04216F	3128M6AR9	77.32	12/29/10	06/15/13	$77.32	$82.52	$-5.20
FHLMC GOLD A92821 5.0% 7	A92821F	312941D20	846.8	07/22/10	06/15/13	$846.80	$899.46	$-52.66
FHLMC GOLD A95828 4.5% 12	A95828F	312944PM7	336.87	12/17/10	06/15/13	$336.87	$343.24	$-6.37
FHLMC POOL G0-6222	G06222F	3128M8G73	607.97	04/08/11	06/15/13	$607.97	$599.21	$8.76
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	337.87	04/18/12	06/15/13	$337.87	$365.69	$-27 82
FHLMC GOLD POOL A82899 5.5% 11	A82899F	312929GG1	396.39	08/06/09	06/15/13	$396.39	$408.84	$-12.45
FHLMC GOLD G04719 5.5% 1	G04719F	3128M6SG4	109.08	03/09/11	06/15/13	$109.08	$116.75	$-7.67
GOV'T NAT'L MTGE ASSN POOL	781830X	36241KA73	177.68	12/29/11	06/15/13	$177.68	$197.45	$-19.77
FHLMC POOL Q0-3517	Q03517F	3132GJSE0	672 31	09/23/11	06/15/13	$672 31	$716.85	$-44.54
CALIFORNIA ST 7.3% 10		13063A7D0	15000	10/08/09	06/18/13	$19,834.35	$15,123.45	$4,710.90
CALIFORNIA ST 7.3% 10		13063A7D0	10000	10/08/09	06/19/13	$13,220.60	$10,082.30	$3,138.30
FHLMC POOL G0-6222	G06222F	3128M8G73	15188.08	04/08/11	06/19/13	$16,013.93	$14,970.18	$1,043 75
FNMA POOL 0AH3519	AH3519A	3138A44D4	378.69	11/15/11	06/25/13	$378.69	$394.19	$-15.50
FNMA POOL 0AH4794	AH4794A	3138A6KG4	149.44	12/29/11	06/25/13	$149.44	$161.35	$-11.91
FEDERAL NAT'L MTGE ASSN POOL	255364A	31371LTV1	58.86	02/15/11	06/25/13	$58.86	$63.98	$-5.12
FNMA POOL 0AL0201	AL0201A	3138EGGK4	147.25	04/15/11	06/25/13	$147 25	$158.18	$-10.93
FNMA POOL 0975268	975268A	31414S6D0	475.61	04/20/11	06/25/13	$475.61	$508.10	$-32.49
FNMA POOL 0AJ1758	AJ1758A	3138AS5U2	418.4	09/14/11	06/25/13	$418.40	$439.06	$-20.66

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FNMA POOL 0AK2717	AK2717A	3138E7AT1	140.13	02/23/12	06/25/13	$140.13	$148.52	$-8.39
FNMA POOL 0AK5762	AK5762A	3138EAML8	614.58	03/28/12	06/25/13	$614.58	$646.85	$-32.27
FNMA POOL 0AL1946	AL1946A	3138EJEU8	376.59	06/14/12	06/25/13	$376.59	$395.83	$-19.24
FNMA POOL 0AL0219	AL0219A	3138EGG57	306.93	10/20/11	06/25/13	$306.93	$311.92	$-4.99
NEW JERSEY ST TPK AUTH TPK REV		646139X83	10000	12/08/10	06/27/13	$12,846.70	$10,000.00	$2,846.70
AMCAR 2011-3 A3 1.17% 1	CM7000000	03064PAC5	1882.78	06/08/11	07/08/13	$1,882.78	$1,882.54	$0.24
GOV'T NAT'L MTGE ASSN POOL	781830X	36241KA73	180.96	12/29/11	07/15/13	$180.96	$201.09	$-20.13
FHLMC POOL Q0-3517	Q03517F	3132GJSE0	337.68	09/23/11	07/15/13	$337.68	$360.05	$-22.37
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	478.66	04/18/12	07/15/13	$478.66	$518.07	$-39 41
FHLMC GOLD A95828 4.5% 12	A95828F	312944PM7	694.64	12/17/10	07/15/13	$694.64	$707.77	$-13.13
FHLMC GOLD A92821 5.0% 7	A92821F	312941D20	774.99	07/22/10	07/15/13	$774.99	$823.18	$-48.19
FHLMC GOLD G04216 5.5% 12	G04216F	3128M6AR9	79.07	12/29/10	07/15/13	$79.07	$84.39	$-5.32
FHLMC POOL G0-5337	G05337F	3128M7HN9	37.74	06/10/10	07/15/13	$37.74	$40.54	$-2.80
FHLMC GOLD POOL A90393 5.0% 12	A90393F	312938NJ8	9.44	03/08/10	07/15/13	$9.44	$9.83	$-0.39
FHLMC GOLD G05521 5.5% 5	G05521F	3128M7PE0	490.37	08/20/09	07/15/13	$490.37	$511.52	$-21.15
FHLMC GOLD G04719 5.5% 1	G04719F	3128M6SG4	80.8	03/09/11	07/15/13	$80.80	$86.48	$-5.68
FHLMC GOLD POOL A82899 5.5% 11	A82899F	312929GG1	282.8	08/06/09	07/15/13	$282.80	$291.68	$-8.88
FNMA POOL 0AJ1758	AJ1758A	3138AS5U2	341.23	09/14/11	07/25/13	$341.23	$358.08	$-16.85
FNMA POOL 0975268	975268A	31414S6D0	537.43	04/20/11	07/25/13	$537.43	$574.15	$-36.72
FNMA POOL 0AL0201	AL0201A	3138EGGK4	136.36	04/15/11	07/25/13	$136.36	$146.48	$-10.12
FNMA POOL 0AH3519	AH3519A	3138A44D4	130.94	11/15/11	07/25/13	$130.94	$136.30	$-5 36
FNMA POOL 0AL0219	AL0219A	3138EGG57	133 19	10/20/11	07/25/13	$133.19	$135.35	$-2.16
FEDERAL NAT'L MTGE ASSN POOL	255364A	31371LTV1	51.62	02/15/11	07/25/13	$51.62	$56.11	$-4.49
FNMA POOL 0AK5762	AK5762A	3138EAML8	363.14	03/28/12	07/25/13	$363.14	$382.21	$-19.07
FNMA POOL 0AK2717	AK2717A	3138E7AT1	302.52	02/23/12	07/25/13	$302.52	$320.62	$-18.10
FNMA POOL 0AH4794	AH4794A	3138A6KG4	385.19	12/29/11	07/25/13	$385.19	$415.88	$-30.69
AMCAR 2011-3 A3 1.17% 1	CM7000000	03064PAC5	1975.12	06/08/11	08/08/13	$1,975.12	$1,974.86	$0.26
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	331.92	04/18/12	08/15/13	$331.92	$359.25	$-27.33

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FHLMC POOL Q0-3517	Q03517F	3132GJSE0	497 53	09/23/11	08/15/13	$497.53	$530.49	$-32.96
GOV'T NAT'L MTGE ASSN POOL	781830X	36241KA73	82.8	12/29/11	08/15/13	$82.80	$92.01	$-9.21
FHLMC GOLD G04719 5.5% 1	G04719F	3128M6SG4	84.03	03/09/11	08/15/13	$84.03	$89.94	$-5.91
FHLMC GOLD POOL A82899 5.5% 11	A82899F	312929GG1	288.03	08/06/09	08/15/13	$288.03	$297.08	$-9.05
FHLMC GOLD G05521 5.5% 5	G05521F	3128M7PE0	358.56	08/20/09	08/15/13	$358.56	$374.02	$-15.46
FHLMC GOLD POOL A90393 5.0% 12	A90393F	312938NJ8	95.06	03/08/10	08/15/13	$95.06	$98.98	$-3.92
FHLMC POOL G0-5337	G05337F	3128M7HN9	138.85	06/10/10	08/15/13	$138.85	$149.13	$-10.28
FHLMC GOLD G04216 5.5% 12	G04216F	3128M6AR9	103.1	12/29/10	08/15/13	$103.10	$110.04	$-6.94
FHLMC GOLD A92821 5.0% 7	A92821F	312941D20	465.42	07/22/10	08/15/13	$465.42	$494.36	$-28.94
FHLMC GOLD A95828 4.5% 12	A95828F	312944PM7	429.26	12/17/10	08/15/13	$429.26	$437.38	$-8.12
FEDERAL NAT'L MTGE ASSN POOL	255364A	31371LTV1	46.26	02/15/11	08/25/13	$46.26	$50.29	$-4.03
FNMA POOL 0AH4794	AH4794A	3138A6KG4	128.18	12/29/11	08/25/13	$128 18	$138.39	$-10.21
FNMA POOL 0AL0219	AL0219A	3138EGG57	288.61	10/20/11	08/25/13	$288.61	$293.30	$-4.69
FNMA POOL 0AK5762	AK5762A	3138EAML8	17.15	03/28/12	08/25/13	$17.15	$18.05	$-0.90
FNMA POOL 0AK2717	AK2717A	3138E7AT1	232.49	02/23/12	08/25/13	$232.49	$246.40	$-13.91
FNMA POOL 0AJ1758	AJ1758A	3138AS5U2	423.04	09/14/11	08/25/13	$423.04	$443.93	$-20.89
FNMA POOL 0975268	975268A	31414S6D0	319.42	04/20/11	08/25/13	$319.42	$341.24	$-21.82
FNMA POOL 0AL0201	AL0201A	3138EGGK4	151.26	04/15/11	08/25/13	$151.26	$162.49	$-11.23
FNMA POOL 0AH3519	AH3519A	3138A44D4	99.43	11/15/11	08/25/13	$99.43	$103.50	$-4.07
AMCAR 2011-3 A3 1.17% 1	CM7000000	03064PAC5	1898.57	06/08/11	09/08/13	$1,898.57	$1,898.32	$0.25
U S TREASURY NOTE	UNIT16	912828QX1	5000	08/09/12	09/09/13	$5,094.51	$5,181.85	$-87.34
U S TREASURY NOTE	UNIT16	912828QX1	20000	08/24/11	09/09/13	$20,378.06	$20,475.85	$-97.79
U S TREASURY NOTE 3.25% 5	UNIT16	912828KW9	20000	09/30/09	09/09/13	$21,346.81	$20,478.21	$868.60
US TREAS-CPI	UNIT21	912828QV5	20723	08/05/11	09/09/13	$20,894.53	$21,526.59	$-632 06
US TREASURY NOTE 0.875% 11	UNIT16	912828RU6	35000	11/30/11	09/09/13	$34,864.53	$34,859.29	$5.24
VERIZON COMMUNICATIONS INC	VZ 18	92343VAL8	5000	06/01/09	09/10/13	$5,438.30	$4,949.90	$488.40
VERIZON COMMUNICATIONS INC	VZ 18	92343VAL8	5000	06/01/09	09/12/13	$5,560.10	$4,949.90	$610.20
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	274.13	04/18/12	09/15/13	$274.13	$296.70	$-22.57

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FHLMC POOL Q0-3517	Q03517F	3132GJSE0	204.99	09/23/11	09/15/13	$204.99	$218.57	$-13.58
FHLMC GOLD A95828 4.5% 12	A95828F	312944PM7	351.45	12/17/10	09/15/13	$351.45	$358.09	$-6.64
FHLMC GOLD A92821 5.0% 7	A92821F	312941D20	427.39	07/22/10	09/15/13	$427.39	$453.97	$-26.58
FHLMC GOLD G04216 5.5% 12	G04216F	3128M6AR9	64.05	12/29/10	09/15/13	$64.05	$68.36	$-4.31
FHLMC POOL G0-5337	G05337F	3128M7HN9	236.86	06/10/10	09/15/13	$236.86	$254.40	$-17.54
FHLMC GOLD POOL A90393 5.0% 12	A90393F	312938NJ8	8.8	03/08/10	09/15/13	$8.80	$9.16	$-0.36
FHLMC GOLD G05521 5 5% 5	G05521F	3128M7PE0	312 87	08/20/09	09/15/13	$312.87	$326 36	$-13.49
FHLMC GOLD POOL A82899 5.5% 11	A82899F	312929GG1	105.22	08/06/09	09/15/13	$105.22	$108.52	$-3.30
FHLMC GOLD G04719 5.5% 1	G04719F	3128M6SG4	83.95	03/09/11	09/15/13	$83.95	$89.85	$-5.90
GOV'T NAT'L MTGE ASSN POOL	781830X	36241KA73	137 57	12/29/11	09/15/13	$137.57	$152.87	$-15.30
UBS COM MTG TR 2012-C1 3.4% 5		90269GAC5	30000	04/24/12	09/19/13	$29,306.25	$30,448.98	$-1,142.73
FHLMC GOLD G04719 5.5% 1	G04719F	3128M6SG4	1204.73	03/09/11	09/23/13	$1,305.25	$1,289.44	$15.81
FNMA POOL 0975268	975268A	31414S6D0	226.77	04/20/11	09/25/13	$226.77	$242.26	$-15.49
FNMA POOL 0AL0201	AL0201A	3138EGGK4	131.29	04/15/11	09/25/13	$131.29	$141.03	$-9.74
FNMA POOL 0AH3519	AH3519A	3138A44D4	126.95	11/15/11	09/25/13	$126.95	$132.15	$-5.20
FNMA POOL 0AH4794	AH4794A	3138A6KG4	171.59	12/29/11	09/25/13	$171 59	$185.26	$-13.67
FEDERAL NAT'L MTGE ASSN POOL	255364A	31371LTV1	34.19	02/15/11	09/25/13	$34.19	$37.17	$-2.98
FNMA POOL 0AJ1758	AJ1758A	3138AS5U2	298.61	09/14/11	09/25/13	$298.61	$313.35	$-14.74
FNMA POOL 0AK5762	AK5762A	3138EAML8	127.69	03/28/12	09/25/13	$127.69	$134.39	$-6.70
FNMA POOL 0AK2717	AK2717A	3138E7AT1	183.21	02/23/12	09/25/13	$183.21	$194.17	$-10.96
FNMA POOL 0MA1200	MA1200A	31418AKN7	71.72	09/17/12	09/25/13	$71.72	$75.46	$-3.74
FNMA POOL 0AL0219	AL0219A	3138EGG57	129.68	10/20/11	09/25/13	$129.68	$131.79	$-2.11
FHLMC GOLD A95828 4 5% 12	A95828F	312944PM7	11325.33	12/17/10	09/26/13	$12,089.79	$11,539.45	$550.34
LOS ANGELES CALIF CMN 6.75% 8		54438CPA4	5000	10/17/11	10/02/13	$6,193.80	$6,306.15	$-112.35
LOS ANGELES CALIF CMN 6.75% 8		54438CPA4	5000	10/19/11	10/08/13	$6,232.65	$6,216.80	$15.85
AMCAR 2011-3 A3 1.17% 1	CM7000000	03064PAC5	1586 95	06/08/11	10/08/13	$1,586.95	$1,586.75	$0.20
FHLMC GOLD POOL A82899 5.5% 11	A82899F	312929GG1	4.91	08/06/09	10/15/13	$4.91	$5.06	$-0.15
FHLMC GOLD G05521 5.5% 5	G05521F	3128M7PE0	277.84	08/20/09	10/15/13	$277.84	$289.82	$-11.98

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FHLMC GOLD POOL A90393 5.0% 12	A90393F	312938NJ8	324.85	03/08/10	10/15/13	$324.85	$338.25	$-13.40
FHLMC POOL G0-5337	G05337F	3128M7HN9	51.47	06/10/10	10/15/13	$51 47	$55.28	$-3.81
FHLMC GOLD G04216 5.5% 12	G04216F	3128M6AR9	50.3	12/29/10	10/15/13	$50.30	$53.68	$-3.38
FHLMC GOLD A92821 5.0% 7	A92821F	312941D20	371.95	07/22/10	10/15/13	$371.95	$395.08	$-23.13
FHLMC GOLD A95828 4.5% 12	A95828F	312944PM7	242.81	12/17/10	10/15/13	$242.81	$247.40	$-4.59
FHLMC GOLD G05477 4 5% 5	G05477F	3128M7M29	293.8	04/18/12	10/15/13	$293.80	$317.99	$-24.19
CRH AMER INC	CRH 13	12626PAE3	15000	06/02/09	10/15/13	$15,000.00	$15,000.00	$0.00
FHLMC GOLD G04719 5.5% 1	G04719F	3128M6SG4	59.56	03/09/11	10/15/13	$59.56	$63.75	$-4.19
GOV'T NAT'L MTGE ASSN POOL	781830X	36241KA73	71.19	12/29/11	10/15/13	$71.19	$79.11	$-7.92
FHLMC POOL Q0-3517	Q03517F	3132GJSE0	244.02	09/23/11	10/15/13	$244.02	$260.19	$-16.17
FNMA POOL 0MA1200	MA1200A	31418AKN7	53.83	09/17/12	10/25/13	$53.83	$56.64	$-2.81
FNMA POOL 0AL0219	AL0219A	3138EGG57	322.59	10/20/11	10/25/13	$322.59	$327.83	$-5.24
FEDERAL NAT'L MTGE ASSN POOL	255364A	31371LTV1	30.26	02/15/11	10/25/13	$30.26	$32.89	$-2.63
FNMA POOL 0AH4794	AH4794A	3138A6KG4	21.97	12/29/11	10/25/13	$21.97	$23.72	$-1.75
FNMA POOL 0AH3519	AH3519A	3138A44D4	39.58	11/15/11	10/25/13	$39.58	$41.20	$-1.62
FNMA POOL 0AL0201	AL0201A	3138EGGK4	129 81	04/15/11	10/25/13	$129.81	$139.44	$-9.63
FNMA POOL 0975268	975268A	31414S6D0	89.49	04/20/11	10/25/13	$89.49	$95.60	$-6.11
FNMA POOL 0AJ1758	AJ1758A	3138AS5U2	90.18	09/14/11	10/25/13	$90.18	$94.63	$-4.45
FNMA POOL 0AK2717	AK2717A	3138E7AT1	28.23	02/23/12	10/25/13	$28.23	$29.92	$-1 69
FNMA POOL 0AK5762	AK5762A	3138EAML8	17.02	03/28/12	10/25/13	$17.02	$17.91	$-0.89
AMCAR 2011-3 A3 1.17% 1	CM7000000	03064PAC5	1702.61	06/08/11	11/08/13	$1,702.61	$1,702.39	$0 22
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	6417.15	04/18/12	11/14/13	$6,850.81	$6,945.56	$-94.75
FHLMC GOLD POOL A90393 5.0% 12	A90393F	312938NJ8	9.86	03/08/10	11/15/13	$9.86	$10.27	$-0.41
FHLMC POOL G0-5337	G05337F	3128M7HN9	63 38	06/10/10	11/15/13	$63.38	$68.07	$-4.69
FHLMC GOLD G04219 5.5% 4	G04219F	3128M6AU2	598.6	10/22/12	11/15/13	$598.60	$656 03	$-57.43
FHLMC GOLD G04216 5.5% 12	G04216F	3128M6AR9	36.9	12/29/10	11/15/13	$36.90	$39.38	$-2.48
FHLMC GOLD A92821 5 0% 7	A92821F	312941D20	319.81	07/22/10	11/15/13	$319.81	$339.70	$-19.89
FHLMC GOLD A95828 4.5% 12	A95828F	312944PM7	264.27	12/17/10	11/15/13	$264.27	$269.27	$-5.00

BNY MELLON
WEALTH MANAGEMENT

CAROL ALAN BERNON FAM FDN-IMA

2013 Tax Information

Account Number 10648006200

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	166.19	04/18/12	11/15/13	$166.19	$179.87	$-13.68
FHLMC POOL Q0-3517	Q03517F	3132GJSE0	166.17	09/23/11	11/15/13	$166.17	$177.18	$-11.01
FHLMC GOLD G05521 5.5% 5	G05521F	3128M7PE0	179.32	08/20/09	11/15/13	$179.32	$187.05	$-7.73
FHLMC GOLD POOL A82899 5.5% 11	A82899F	312929GG1	5.49	08/06/09	11/15/13	$5.49	$5.66	$-0.17
GOV'T NAT'L MTGE ASSN POOL	781830X	36241KA73	92.5	12/29/11	11/15/13	$92.50	$102.79	$-10.29
FEDERAL NAT'L MTGE ASSN POOL	255364A	31371LTV1	17.48	02/15/11	11/25/13	$17.48	$19.00	$-1.52
FNMA POOL 0AH4794	AH4794A	3138A6KG4	133	12/29/11	11/25/13	$133.00	$143.60	$-10.60
FNMA POOL 0AH3519	AH3519A	3138A44D4	10.33	11/15/11	11/25/13	$10.33	$10.75	$-0.42
FNMA POOL 0AL0201	AL0201A	3138EGGK4	118.45	04/15/11	11/25/13	$118.45	$127.24	$-8.79
FNMA POOL 0AL0219	AL0219A	3138EGG57	358.48	10/20/11	11/25/13	$358.48	$364.31	$-5.83
FNMA POOL 0AJ1758	AJ1758A	3138AS5U2	155.9	09/14/11	11/25/13	$155.90	$163.60	$-7.70
FNMA POOL 0AK2717	AK2717A	3138E7AT1	172.1	02/23/12	11/25/13	$172.10	$182.40	$-10.30
FNMA POOL 0AK5762	AK5762A	3138EAML8	17.04	03/28/12	11/25/13	$17.04	$17.93	$-0.89
FNMA POOL 0MA1200	MA1200A	31418AKN7	57.44	09/17/12	11/25/13	$57.44	$60.44	$-3.00
FNMA POOL 0975268	975268A	31414S6D0	137.81	04/20/11	11/25/13	$137.81	$147.23	$-9.42
U S TREASURY NT	UNIT15	912828TP5	5000	09/12/12	11/26/13	$4,998.23	$4,987.30	$10.93
AMCAR 2011-3 A3 1.17% 1	CM7000000	03064PAC5	1548.96	06/08/11	12/08/13	$1,548.96	$1,548.76	$0.20
UNITED STATES T-NOTE 2.125% 2	UNIT16	912828QJ2	5000	03/04/11	12/12/13	$5,192.76	$4,986.54	$206.22
FHLMC GOLD POOL A90393 5.0% 12	A90393F	312938NJ8	144.56	03/08/10	12/15/13	$144.56	$150.52	$-5.96
FHLMC POOL G0-5337	G05337F	3128M7HN9	98.24	06/10/10	12/15/13	$98.24	$105.52	$-7.28
FHLMC GOLD G18305 4.0% 4	G18305F	3128MMKT9	158.16	12/07/12	12/15/13	$158.16	$168.12	$-9.96
FHLMC GOLD G04219 5.5% 4	G04219F	3128M6AU2	110.79	11/03/12	12/15/13	$110.79	$122.04	$-11.25
FHLMC GOLD G04216 5.5% 12	G04216F	3128M6AR9	40.06	12/29/10	12/15/13	$40.06	$42.75	$-2.69
FHLMC GOLD A92821 5.0% 7	A92821F	312941D20	223.87	07/22/10	12/15/13	$223.87	$237.79	$-13.92
FHLMC GOLD A95828 4.5% 12	A95828F	312944PM7	274.45	12/17/10	12/15/13	$274.45	$279.64	$-5.19
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	92.4	05/18/12	12/15/13	$92.40	$99.91	$-7.51
FHLMC POOL Q0-3517	Q03517F	3132GJSE0	201.29	09/23/11	12/15/13	$201.29	$214.63	$-13.34
FHLMC GOLD G05521 5.5% 5	G05521F	3128M7PE0	227.52	08/20/09	12/15/13	$227.52	$237.33	$-9.81

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FHLMC GOLD POOL A82899 5.5% 11	A82899F	312929GG1	161.96	08/06/09	12/15/13	$161.96	$167.05	$-5.09
GOV'T NAT'L MTGE ASSN POOL	781830X	36241KA73	75.06	12/29/11	12/15/13	$75.06	$83.41	$-8.35
FEDERAL NAT'L MTGE ASSN POOL	255364A	31371LTV1	14.28	02/15/11	12/25/13	$14.28	$15.52	$-1.24
FNMA POOL 0AH4794	AH4794A	3138A6KG4	175 08	12/29/11	12/25/13	$175.08	$189.03	$-13.95
FNMA POOL 0AH3519	AH3519A	3138A44D4	10.23	11/15/11	12/25/13	$10.23	$10.65	$-0.42
FNMA POOL 0AL0201	AL0201A	3138EGGK4	109.81	04/15/11	12/25/13	$109.81	$117.96	$-8.15
FNMA POOL 0MA1200	MA1200A	31418AKN7	61.6	09/17/12	12/25/13	$61.60	$64.81	$-3.21
FNMA POOL 0AJ1758	AJ1758A	3138AS5U2	86.99	09/14/11	12/25/13	$86.99	$91.29	$-4.30
FNMA POOL 0AL0219	AL0219A	3138EGG57	227.28	10/20/11	12/25/13	$227.28	$230.97	$-3.69
FNMA POOL 0AK2717	AK2717A	3138E7AT1	224 46	02/23/12	12/25/13	$224.46	$237.89	$-13.43
FNMA POOL 0AK5762	AK5762A	3138EAML8	122.12	03/28/12	12/25/13	$122.12	$128.53	$-6.41
FNMA POOL 0975268	975268A	31414S6D0	191.86	04/20/11	12/25/13	$191.86	$204.97	$-13.11
GOV'T NAT'L MTGE ASSN POOL	781830X	36241KA73	59.7	12/29/11	01/15/14	$59.70	$66.34	$-6.64
FHLMC GOLD POOL A82899 5.5% 11	A82899F	312929GG1	3.91	08/06/09	01/15/14	$3.91	$4.03	$-0.12
FHLMC POOL Q0-3517	Q03517F	3132GJSE0	166.85	09/23/11	01/15/14	$166.85	$177.90	$-11.05
FHLMC GOLD G05477 4.5% 5	G05477F	3128M7M29	34.65	05/18/12	01/15/14	$34.65	$37.47	$-2.82
FHLMC GOLD A95828 4.5% 12	A95828F	312944PM7	134.14	12/17/10	01/15/14	$134.14	$136.68	$-2.54
FHLMC GOLD A92821 5.0% 7	A92821F	312941D20	409.93	07/22/10	01/15/14	$409.93	$435 42	$-25.49
FHLMC GOLD G04216 5.5% 12	G04216F	3128M6AR9	34.47	12/29/10	01/15/14	$34.47	$36.79	$-2.32
FHLMC GOLD G04219 5.5% 4	G04219F	3128M6AU2	139.1	11/03/12	01/15/14	$139.10	$153.23	$-14.13
FHLMC GOLD G18305 4.0% 4	G18305F	3128MMKT9	153.44	12/07/12	01/15/14	$153.44	$163.10	$-9.66
FHLMC POOL G0-5337	G05337F	3128M7HN9	125.47	06/10/10	01/15/14	$125.47	$134.76	$-9.29
FHLMC GOLD POOL A90393 5.0% 12	A90393F	312938NJ8	9.89	03/08/10	01/15/14	$9.89	$10.30	$-0.41
FHLMC GOLD G05521 5.5% 5	G05521F	3128M7PE0	182.69	08/20/09	01/15/14	$182.69	$190.57	$-7.88
FNMA POOL 0MA1200	MA1200A	31418AKN7	58.7	09/17/12	01/25/14	$58.70	$61.76	$-3.06
FNMA POOL 0AK5762	AK5762A	3138EAML8	16.46	03/28/12	01/25/14	$16.46	$17.32	$-0.86
FNMA POOL 0AK2717	AK2717A	3138E7AT1	17.38	02/23/12	01/25/14	$17.38	$18.42	$-1.04
FNMA POOL 0975268	975268A	31414S6D0	203.61	04/20/11	01/25/14	$203.61	$217.52	$-13.91

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
FNMA POOL 0AJ1758	AJ1758A	3138AS5U2	125.24	09/14/11	01/25/14	$125.24	$131.42	$-6.18
FNMA POOL 0AH3519	AH3519A	3138A44D4	73.42	11/15/11	01/25/14	$73.42	$76.43	$-3.01
FEDERAL NAT'L MTGE ASSN POOL	255364A	31371LTV1	15.89	02/15/11	01/25/14	$15.89	$17.27	$-1.38
FNMA POOL 0AH4794	AH4794A	3138A6KG4	520.67	12/29/11	01/25/14	$520.67	$562.16	$-41.49
FNMA POOL 0AL0219	AL0219A	3138EGG57	10.86	10/20/11	01/25/14	$10.86	$11.04	$-0.18
FNMA POOL 0AL0201	AL0201A	3138EGGK4	100.92	04/15/11	01/25/14	$100.92	$108.41	$-7.49
Total long term gain/loss from sales:						$483,587.54	$466,864 65	$16,722.89

Long term transactions with loss disallowed due to wash sale

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Portion subject to 988	Net gain or loss Wash sale loss disallowed
FHLMC GOLD G05477 4 5% 5	G05477F	3128M7M29	6361.75	04/18/12	10/23/13	$6,834.90	$6,885.61		$-50.71
								$0.00	$50.71
FHLMC GOLD G04219 5.5% 4	G04219F	3128M6AU2	13707 05	10/22/12	11/14/13	$14,863.58	$15,022.04		$-158.46
								$0.00	$38 03
Total long term gain/loss from sales:						$21,698.48	$21,907.65		$-209.17
Total long term loss disallowed from wash sales:									$88.74
Total long term Section 988 translation gain/loss from securities subject to wash sale:								$0.00	

Form **8868**
(Rev January 2014)

Department of the Treasury
al Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

f you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . ▶ ☒

- 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
Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. CAROL AND ALAN J. BERNON FAMILY CHARITABLE FOUNDATION	Employer identification number (EIN) or 04-6661364
	Number, street, and room or suite no. If a P.O. box, see instructions. P.O. BOX 8510 BERNON FAMILY OFFICE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CRANSTON, RI 02920-0510	

Enter the Return code for the return that this application is for (file a separate application for each return) . . 0 4

Application For	Return Code	Application Is For	Return Code
m 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 ▶ GERALD T. RENZA - P.O BOX 8510 BERNON FAMILY OFFICE - CRANSTON, RI 02920-0510

  Telephone No.▶ 401-943-3000 Fax No. ▶ 866-832-7888
- 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 AUGUST 15, 2014 , to file the exempt organization return for the organization named above The extension is for the organization's return for:

▶ ☒ calendar year 2013 or

▶ ☐ tax year beginning ________________ , and ending ________________

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 Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 9,249.
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.	3b	$ 9,249.
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	$ 0.

aution. 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.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ ☒

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).

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.
CAROL AND ALAN J. BERNON FAMILY CHARITABLE FOUNDATION

Employer identification number (EIN) or
04-6661364

Number, street, and room or suite no. If a P.O. box, see instructions.
P.O. BOX 8510 BERNON FAMILY OFFICE

Social security number (SSN)

City, town or post office, state, and ZIP code. For a foreign address, see instructions.
CRANSTON, RI 02920-0510

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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 ▶ GERALD T. RENZA - P.O BOX 8510 BERNON FAMILY OFFICE - CRANSTON, RI 02920-0510

Telephone No ▶ 401-943-3000 Fax No. ▶ 866-832-7888

- 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 NOVEMBER 15, 2014.

5 For calendar year 2013 , or other tax year beginning __________ , and ending __________ .

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 NEEDED TO COMPILE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX 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	$ 9,249.
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	$ 9,249.
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	$ 0.

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 ▶ Donna T. Caccia. Title ▶ CPA Date ▶ 6/18/14

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