Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation: EDWARD J & VIRGINIA M ROUTHIER FOUNDATION 1011000633

A Employer identification number: 05-0485198

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

Room/suite:

B Telephone number (see instructions): 401-454-2323

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

C If exemption application is pending, check here ▶ ☐

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: [X] 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) ▶ $ 18,471,800.

J Accounting method: [X] 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) (see instructions).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	454,735.	477,017.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	898,097.			
	b Gross sales price for all assets on line 6a 6,313,020.				
	7 Capital gain net income (from Part IV, line 2)		903,746.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	1,352,832.	1,380,763.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	105,785.	52,893.		52,892.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	575.	NONE	NONE	575.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 3	24,161.	1,101.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 4	50.			50.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	130,571.	53,994.	NONE	53,517.
	25 Contributions, gifts, grants paid	855,813.			855,813.
	26 **Total expenses and disbursements.** Add lines 24 and 25	986,384.	53,994.	NONE	909,330.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	366,448.			
	b **Net investment income** (if negative, enter -0-)		1,326,769.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	112,917.	421,475.	421,475.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 5	14,651,424.	14,737,516.	18,050,325.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	14,764,341.	15,158,991.	18,471,800.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, ▶ ☒ **check here and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	14,764,341.	15,158,991.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	14,764,341.	15,158,991.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	14,764,341.	15,158,991.	

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	14,764,341.
2	Enter amount from Part I, line 27a	2	366,448.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	28,202.
4	Add lines 1, 2, and 3	4	15,158,991.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,158,991.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	6,313,020.		5,409,274.	903,746.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	
a				903,746.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** 903,746.

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

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	836,909.	16,901,869.	0.049516
2011	777,988.	16,582,076.	0.046917
2010	759,528.	15,456,183.	0.049141
2009	717,145.	14,000,112.	0.051224
2008	893,108.	16,089,085.	0.055510

2	**Total** of line 1, column (d)	2	0.252308
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.050462
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	17,766,798.
5	Multiply line 4 by line 3	5	896,548.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	13,268.
7	Add lines 5 and 6	7	909,816.
8	Enter qualifying distributions from Part XII, line 4	8	909,330.

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	26,535.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	26,535.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	26,535.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 18,030.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	18,030.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** PAID VIA EFTPS ▶	9	8,505.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ NONE **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? *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.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ RI			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation.*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ RBS CITIZENS, N.A. Telephone no ▶ (401)454-2323			
	Located at ▶ ONE CAPITAL PLAZA, PROVIDENCE, RI ZIP+4 ▶ 02903			
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			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

5a	During the year did the foundation pay or incur any amount to:				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	Yes	[X] No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	Yes	[X] No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	Yes	[X] No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	Yes	[X] No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	Yes	[X] No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?			**5b**	N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶ [ ]				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	Yes	No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	Yes	[X] No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			**6b**	No: X
	If "Yes" to 6b, file Form 8870				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	Yes	[X] No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			**7b**	N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		105,785.		

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	17,802,679.
b	Average of monthly cash balances	1b	234,679.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	18,037,358.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	18,037,358.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	270,560.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,766,798.
6	**Minimum investment return.** Enter 5% of line 5	6	888,340.

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	888,340.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	26,535.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	26,535.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	861,805.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	861,805.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	861,805.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	909,330.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	909,330.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	909,330.

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				861,805.
2	Undistributed income, if any, as of the end of 2013:				
a	Enter amount for 2012 only			570,281.	
b	Total for prior years 20 11 ,20 ,20		NONE		
3	Excess distributions carryover, if any, to 2013:				
a	From 2008 ...... NONE				
b	From 2009 ...... NONE				
c	From 2010 ...... NONE				
d	From 2011 ...... NONE				
e	From 2012 ...... NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 909,330.				
a	Applied to 2012, but not more than line 2a			570,281.	
b	Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see instructions)	NONE			
d	Applied to 2013 distributable amount				339,049.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e	Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f	Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				522,756.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9:				
a	Excess from 2009 ... NONE				
b	Excess from 2010 ... NONE				
c	Excess from 2011 ... NONE				
d	Excess from 2012 ... NONE				
e	Excess from 2013 ... NONE				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here ▶ [X] 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 17				855,813.
Total . . . . . . ▶ **3a**				855,813.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	454,735.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	898,097.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				1,352,832.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 1,352,832.

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

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

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

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Gary M Goldditch | 04/25/2014 | TAX OFFICER

Signature of officer or trustee | Date | Title

GARY M. GOLDITCH

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEFFREY E. KUHLIN	Jeffrey E Kuhlin	04/25/2014		P00353001
Firm's name ▶ KPMG LLP			Firm's EIN ▶ 13-5565207	
Firm's address ▶ 100 WESTMINSTER ST, 6TH FLOOR STE A PROVIDENCE, RI 02903-2321			Phone no 855-549-6955	

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2013

Name of estate or trust: EDWARD J & VIRGINIA M ROUTHIER FOUNDATION

Employer identification number: 05-0485198

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

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

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked				
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	1,161,722.	1,113,430.	2,992.	51,284.

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ▶	7	51,284.

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

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked				
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked				
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	5,170,514.	4,330,771.	2,663.	842,406.

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	12	
13 Capital gain distributions	13	10,056.
14 Gain from Form 4797, Part I	14	
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back ▶	16	852,462.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III Summary of Parts I and II

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

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			51,284.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			852,462.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b			1,203.
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			903,746.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		454,735.	477,017.
	TOTAL	454,735.	477,017.

FORM 990PF, PART I - ACCOUNTING FEES

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

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	196.	1,101.
2012 990PF BALANCE DUE	5,935.	
2013 990PF ESTIMATES	18,030.	
TOTALS	24,161.	1,101.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
2012 RI AG FILING FEE	50.	50.
TOTALS	50.	50.

EDWARD J & VIRGINIA M ROUTHIER FOUNDATION 05-0485198

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	C	14,651,424.	14,737,516.	18,050,325.
TOTALS		14,651,424.	14,737,516.	18,050,325.

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

DESCRIPTION		AMOUNT
WASH SALE ADJUSTMENT		5,654.
ACCRUED MARKET DISCOUNT		22,548.
	TOTAL	28,202.

STATEMENT 6

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

OFFICER NAME:
RBS CITIZENS, N.A.
ADDRESS:
ONE CAPITAL PLAZA
PROVIDENCE, RI 02903
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5
COMPENSATION .... 53,785.

OFFICER NAME:
JAMES E. MURPHY
ADDRESS:
2210 ONION CREEK PARKWAY, UNIT 1001
AUSTIN, TX 78747
TITLE:
DISTRIBUTION COMMITTEE MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 2,000.

OFFICER NAME:
PETER ARDEN
ADDRESS:
60 TAYLOR DRIVE
EAST PROVIDENCE, RI 02916
TITLE:
DISTRIBUTION COMMITTEE MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 3,000.

OFFICER NAME:
PHYLLIS NIGRIS
ADDRESS:
38 ROTARY DRIVE
JOHNSTON, RI 02919
TITLE:
DISTRIBUTION COMMITTEE MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 23,000.

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

OFFICER NAME:
DENNIS DIBENEDETTO
ADDRESS:
1130 TEN ROD RD., SUITE F201
NORTH KINGSTOWN, RI 02852
TITLE:
DISTRIBUTION COMMITTEE MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 23,000.

OFFICER NAME:
DAVID F RAMPONE
ADDRESS:
PO BOX C 954
SMITHFIELD, RI 02828
TITLE:
DISTRIBUTION COMMITTEE MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 1,000.

TOTAL COMPENSATION: 105,785.

RECIPIENT NAME:
URI FOUNDATION
C/O KATHERINE HZARD FLYNN
ADDRESS:
79 UPPER COLLEGE ROAD

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 37,500.

RECIPIENT NAME:
WOMEN & INFANTS HOSPITAL OF RI
C/O KAREN DAVIE, PHILANTHROPY VP
ADDRESS:
101 DUDLEY STREET
PROVIDENCE, RI 02905
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
VIPS INSPIRING MINDS
C/O TERRI ADELMAN, EXEC DIR
ADDRESS:
763 WESTMINSTER STREET
PROVIDENCE, RI 02903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
RHODE ISLAND HOSPITAL
C/O TIMOTHY J. BABINEAU, MD
ADDRESS:
593 EDDY STREET
PROVIDENCE, RI 02903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
RHODE ISLAND FOUNDATION
ADDRESS:
ONE UNION STATION
PROVIDENCE, RI 02903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
DONOR-ADVISED FUND
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 251,000.

RECIPIENT NAME:
PROVIDENCE PUBLIC LIBRARY
ADDRESS:
225 WASHINGTON STREET
PROVIDENCE, RI 02903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
AMERICAN RED CROSS-RI CHAPTER
ADDRESS:
105 GANO STREET
PROVIDENCE, RI 02906
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
COMPREHENSIVE COMMUNITY ACTION
PROGRAM
ADDRESS:
311 DORIC AVENUE
CRANSTON, RI 02910
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
MIRIAM HOSPITAL
C/O ARTHUR J. SAMPSON, EXEC DIR
ADDRESS:
164 SUMMIT AVENUE
PROVIDENCE, RI 02906
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
MASSACHUSETTS HOSPITAL RESEARCH
& EDUCATION ASSOCIATION
ADDRESS:
5 NEW ENGLAND EXECUTIVE PARK
BURLINGTON, MA 01803
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
KENT HOSPITAL
C/O SANDRA COLETTA, PRES & CEO
ADDRESS:
455 TOLL GATE ROAD
WARWICK, RI 02886
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
THE GOLF FOUNDATION OF RI
D/B/A BUTTON HOLE
ADDRESS:
ONE BUTTON HOLE DRIVE
PROVIDENCE, RI 02909
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 60,000.

RECIPIENT NAME:
THE JOHN P BURKE MEMORIAL FUND, INC
ADDRESS:
ONE BUTTON HOLE DR., SUITE 2
PROVIDENCE, RI 02909
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
ST THOMAS MOORE CHURCH
ADDRESS:
53 ROCKLAND STREET
NARRAGANSETT, RI 02882
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
CROSSROADS RHODE ISLAND
ADDRESS:
160 BROAD STREET
PROVIDENCE, RI 02903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
ST PAUL SCHOOL
C/O JOHN F. CORRY, PRESIDENT
ADDRESS:
1789 BROAD STREET
CRANSTON, RI 02905
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
ST PATRICK WORD OF GOD SCHOOL
C/O STEPHEN RAYMOND, PRESIDENT
ADDRESS:
244 SMITH STREET
PROVIDENCE, RI 02908
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
ST MARY STAR OF THE SEA CHURCH
ADDRESS:
PO BOX 3329
NARRAGANSETT, RI 02882
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
ST JOHN BAPTIST DE LA SALLE
INSTITUTE/LASALLE ACADEMY
ADDRESS:
612 ACADEMY AVENUE
PROVIDENCE, RI 02908
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
RHODE ISLAND COMMUNITY FOOD BANK
ADDRESS:
200 NIANTIC AVENUE
PROVIDENCE, RI 02907
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
RI SOCIETY FOR THE PREVENTION
OF CRUELTY TO ANIMALS
ADDRESS:
186 AMARAL STREET
PROVIDENCE, RI 02915
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 6,480.

RECIPIENT NAME:
HOPE ALZHEIMER'S CENTER
ADDRESS:
25 BRAYTON AVENUE
CRANSTON, RI 02920
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 14,333.

RECIPIENT NAME:
HOME AND HOSPICE CARE OF RI
ADDRESS:
1085 NORTH MAIN STREET
PROVIDENCE, RI 02904
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
SAN MUGUEL SCHOOL
C/O JENNIFER FOSTER, DIR OF DEV
ADDRESS:
525 BRANCH AVENUE
PROVIDENCE, RI 02904
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 10,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SOUTH COUNTY HOSPITAL HEALTHCARE
C/O LOUIS R. CIANCOLA, PRES & CEO
ADDRESS:
100 KENYON AVENUE
WAKEFIELD, RI 02879
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 50,000.

TOTAL GRANTS PAID: 855,813.

FEDERAL CAPITAL GAIN DISTRIBUTIONS

LONG-TERM CAPITAL GAIN DISTRIBUTIONS

15% RATE CAPITAL GAIN DISTRIBUTIONS

APARTMENT INVT & MGMT CO	263.00	
FIDELITY REAL ESTATE INCOME	951.00	
ISHARES CORE TOTAL US BD MKT ETF	25.00	
JPMORGAN MORTGAGE BACKED SEC FD	331.00	
METROPOLITAN WEST HIGH YD BD I #514	3,935.00	
RAYONIER INC COM	648.00	
TEMPLETON GLOBAL BOND ADVISOR #616	68.00	
VANGUARD INFL-PROTD SEC ADMIN #5119	671.00	
VANGUARD LONG-TERM INVESTMENT-GRADE	423.00	
VANGUARD ADMIRAL GNMA FD #536	323.00	
VANGUARD ADMIRAL FIXED STCORP #539	1,201.00	
CLASS ACTION SETTLEMENT	15.00	
TOTAL 15% RATE CAPITAL GAIN DISTRIBUTIONS		8,853.00
TOTAL LONG-TERM CAPITAL GAIN DISTRIBUTIONS		8,853.00

Citizens Bank

Investment Detail

1011000633 | ROUTHIER FOUNDATION 10-Apr-2014 3 2:

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

SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Cash & Cash Equivalents	2 282%	$421,475 45	$421,475 45	$0 00
Equities	60 268%	$11,132,591 28	$7,814,841 65	$3,317,749 63
Fixed Income -Taxable	37 450%	$6,917,733 62	$6,922,674.31	($4,940 69)
Totals		**$18,471,800.35**	**$15,158,991.41**	**$3,312,808.94**

DETAIL

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	U C
Cash & Cash Equivalents: 2.282%								
RBS CITIZENS N A CASH SWEEP ACCOUNT Ticker PP510QGQ0 | Asset ID 990110702	990110702 - - PP510QGQ0	2 282%	421,475 4500	100 0000%	31-Dec-2013	$421,475 45	$421,475 45	
Subtotal		**2.282%**				**$421,475.45**	**$421,475.45**	
Equities: 60.268%								
ABBOTT LABORATORIES Ticker ABT | Asset ID 002824100	002824100 US0028241000 - ABT	0.488%	2,350 0000	38 3300	31-Dec-2013	$90,075 50	$70,127 24	$1
ABBVIE INC Ticker ABBV | Asset ID 00287Y109	00287Y109 US00287Y1091 B92SR70 ABBV	0 324%	1,135 0000	52 8100	31-Dec-2013	$59,939 35	$31,083 77	$2
ACCENTURE PLC IRELAND Ticker ACN | Asset ID G1151C101	G1151C101 IE00B4BNMY34 B4BNMY3 ACN	0 901%	2,025 0000	82 2200	31-Dec-2013	$166,495 50	$157,732 29	$
ACTUANT CORP Ticker ATU | Asset ID 00508X203	00508X203 US00508X2036 2716792 ATU	0 498%	2,510 0000	36 6400	31-Dec-2013	$91,966 40	$75,949 83	$1
AFFILIATED MANAGERS GROUP INC Ticker AMG | Asset	008252108 US0082521081 -	0 652%	555 0000	216 8800	31-Dec-2013	$120,368.40	$47,826 17	$7

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	U C
ID 008252108	AMG							
ALLERGAN, INC Ticker AGN | Asset ID 018490102	018490102 US0184901025 - AGN	0 848%	1,410 0000	111 0800	31-Dec-2013	$156,622.80	$150,585 06	$
AMETEK INC Ticker AME | Asset ID 031100100	031100100 US0311001004 - AME	0 791%	2,775 0000	52 6700	31-Dec-2013	$146,159 25	$83,976 95	$6
AMGEN INC Ticker AMGN | Asset ID.031162100	031162100 US0311621009 - AMGN	0 818%	1,325 0000	114 0800	31-Dec-2013	$151,156 00	$94,743 06	$5
ANADARKO PETE CORP Ticker APC | Asset ID 032511107	032511107 US0325111070 - APC	0 442%	1,030 0000	79 3200	31-Dec-2013	$81,699 60	$100,756 45	($1[illegible]
APPLE COMPUTER INC Ticker AAPL | Asset ID 037833100	037833100 US0378331005 - AAPL	1 631%	537 0000	561 0200	31-Dec-2013	$301,267 74	$98,624 47	$20
AT & T INC Ticker T | Asset ID 00206R102	00206R102 US00206R1023 - T	0 667%	3,504 0000	35 1600	31-Dec-2013	$123,200 64	$118,817 85	$
BANK OF AMERICA CORPORATION Ticker BAC | Asset ID 060505104	060505104 US0605051046 - BAC	1 118%	13,265.0000	15 5700	31-Dec-2013	$206,536 05	$152,368 84	$5
BARD CR INC Ticker BCR | Asset ID 067383109	067383109 US0673831097 - BCR	0 580%	800 0000	133 9400	31-Dec-2013	$107,152 00	$87,091 05	$2
BB&T CORP Ticker BBT | Asset ID 054937107	054937107 US0549371070 - BBT	0 713%	3,530 0000	37.3200	31-Dec-2013	$131,739 60	$82,061 91	$4
BOEING CO Ticker BA | Asset ID 097023105	097023105 US0970231058 - BA	1 175%	1,590 0000	136 4900	31-Dec-2013	$217,019 10	$100,606 61	$11
CHARLES SCHWAB CORP NEW Ticker.SCHW | Asset ID 808513105	808513105 US8085131055 - SCHW	0 500%	3,550 0000	26 0000	31-Dec-2013	$92,300 00	$82,744 26	$
CHEVRON CORP Ticker CVX | Asset ID 166764100	166764100 US1667641005 - CVX	0 527%	780 0000	124 9100	31-Dec-2013	$97,429 80	$74,892 78	$2
CHUBB CORP Ticker CB | Asset ID 171232101	171232101 US1712321017 - CB	0 837%	1,600 0000	96 6300	31-Dec-2013	$154,608 00	$96,365 75	$5

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Ui C
CIGNA Ticker CI | Asset ID 125509109	125509109 US1255091092 - CI	0 826%	1,745 0000	87 4800	31-Dec-2013	$152,652.60	$79,063 28	$7
CINTAS CORPORATION Ticker CTAS | Asset ID 172908105	172908105 US1729081059 - CTAS	0 879%	2,725.0000	59 5900	31-Dec-2013	$162,382.75	$125,021 53	$3
CISCO SYSTEMS Ticker CSCO | Asset ID 17275R102	17275R102 US17275R1023 - CSCO	0 438%	3,605 0000	22 4300	31-Dec-2013	$80,860 15	$90,344 71	($9
CITIGROUP INC Ticker C | Asset ID 172967424	172967424 US1729674242 2297907 C	1 190%	4,220.0000	52 1100	31-Dec-2013	$219,904 20	$121,693 73	$9
COCA-COLA CO Ticker.KO | Asset ID 191216100	191216100 US1912161007 - KO	0 663%	2,966 0000	41 3100	31-Dec-2013	$122,525 46	$93,428 66	$2
COLGATE-PALMOLIVE CO Ticker CL | Asset ID 194162103	194162103 US1941621039 - CL	0 498%	1,410 0000	65 2100	31-Dec-2013	$91,946 10	$63,287 71	$2
CONOCOPHILLIPS Ticker COP | Asset ID 20825C104	20825C104 US20825C1045 - COP	1 302%	3,405 0000	70 6500	31-Dec-2013	$240,563 25	$199,605 69	$4
CVS/CAREMARK CORPORATION Ticker CVS | Asset ID 126650100	126650100 US1266501006 - CVS	0 756%	1,950 0000	71.5700	31-Dec-2013	$139,561 50	$68,119 95	$7
DANAHER CORP Ticker DHR | Asset ID 235851102	235851102 US2358511028 2250870 DHR	0 832%	1,990 0000	77 2000	31-Dec-2013	$153,628 00	$125,027 89	$2
DUKE ENERGY CORP NEW Ticker DUK | Asset ID 26441C204	26441C204 US26441C2044 B7VD3F2 DUK	0 432%	1,155 0000	69 0100	31-Dec-2013	$79,706 55	$84,927 73	($5
EXXON MOBIL CORP Ticker XOM | Asset ID 30231G102	30231G102 US30231G1022 - XOM	1 444%	2,635 0000	101 2000	31-Dec-2013	$266,662 00	$179,264 14	$8
GENERAL DYNAMICS Ticker GD | Asset ID 369550108	369550108 US3695501086 - GD	0.996%	1,925 0000	95 5500	31-Dec-2013	$183,933 75	$169,497 42	$1
GENERAL ELECTRIC CO Ticker GE | Asset ID 369604103	369604103 US3696041033 - GE	1 411%	9,299 0000	28 0300	31-Dec-2013	$260,650 97	$186,891 42	$7
GENWORTH FINL	37247D106	0 708%	8,420 0000	15 5300	31-Dec-	$130,762 60	$79,255 19	$5

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Ui C
INCCL A Ticker GNW | Asset ID 37247D106	US37247D1063 B011WL6 GNW				2013			
GOOGLE INC CL A Ticker GOOGL | Asset ID 38259P508	38259P508 US38259P5089 B020QX2 GOOGL	1 213%	200 0000	1,120 7100	31-Dec-2013	$224,142 00	$105,002 73	$11
HANESBRANDS INC Ticker HBI | Asset ID 410345102	410345102 US4103451021 - HBI	1 058%	2,780 0000	70 2700	31-Dec-2013	$195,350 60	$97,197 70	$9
HARMAN INT'L INDUSTRIES INC Ticker HAR | Asset ID 413086109	413086109 US4130861093 2411138 HAR	0 640%	1,445 0000	81 8500	31-Dec-2013	$118,273 25	$97,230 22	$2
HERSHEY COMPANY Ticker HSY | Asset ID 427866108	427866108 US4278661081 - HSY	0 592%	1,125 0000	97 2300	31-Dec-2013	$109,383 75	$68,511 19	$4
ISHARES CORE S&P SMALL-CAP ETF Ticker IJR | Asset ID 464287804	464287804 US4642878049 2678869 IJR	0 886%	1,500 0000	109 1300	31-Dec-2013	$163,695 00	$76,869 91	$8
ISHARES NASDAQ BIOTECHNOLOGY ETF Ticker IBB | Asset ID 464287556	464287556 US4642875565 2724892 IBB	0 947%	770 0000	227 0600	31-Dec-2013	$174,836 20	$103,295 92	$7
ISHARES RUSSELL 2000 VALUE ETF Ticker IWN | Asset ID 464287630	464287630 US4642876308 - IWN	0 539%	1,000 0000	99 5000	31-Dec-2013	$99,500 00	$53,271 13	$4
ISHARES TR RUSSELL MIDCAP ETF Ticker IWR | Asset ID 464287499	464287499 US4642874998 B4ZD2Y9 IWR	0 406%	500 0000	149 9800	31-Dec-2013	$74,990 00	$32,987 87	$4
ISHARES US OIL EQUIP & SVCS ETF Ticker IEZ | Asset ID 464288844	464288844 US4642888444 B14MFQ9 IEZ	0 794%	2,263 0000	64 8100	31-Dec-2013	$146,665 03	$133,020 02	$1
JOHNSON & JOHNSON Ticker JNJ | Asset ID 478160104	478160104 US4781601046 - JNJ	0.850%	1,715 0000	91 5900	31-Dec-2013	$157,076 85	$121,263 90	$3
JPMORGAN ALERIAN MLP INDEX Ticker AMJ | Asset ID 46625H365	46625H365 US46625H3654 B3SRKZ8 AMJ	0 376%	1,500 0000	46 3500	31-Dec-2013	$69,525.00	$57,134 12	$1
JPMORGAN CHASE & CO Ticker JPM | Asset ID 46625H100	46625H100 US46625H1005 - JPM	0 732%	2,311 0000	58 4800	31-Dec-2013	$135,147 28	$91,008 17	$4
KLA TENCOR CORP	482480100 US4824801009	0.667%	1,910 0000	64.4600	31-Dec-2013	$123,118 60	$115,297 01	$

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	U C
Ticker KLAC | Asset ID 482480100	- KLAC							
LOWES COMPANIES INC Ticker LOW | Asset ID 548661107	548661107 US5486611073 - LOW	0 868%	3,235 0000	49 5500	31-Dec-2013	$160,294 25	$69,206 39	$9
MARSH & MCLENNAN COMPANIES, Ticker MMC | Asset ID 571748102	571748102 US5717481023 - MMC	0 724%	2,765 0000	48 3600	31-Dec-2013	$133,715 40	$115,668 38	$1
MEAD JOHNSON NUTRITION CO Ticker MJN | Asset ID 582839106	582839106 US5828391061 B4W9F29 MJN	0 535%	1,180 0000	83 7600	31-Dec-2013	$98,836 80	$100,921 68	($
MICROSOFT CORP Ticker MSFT | Asset ID 594918104	594918104 US5949181045 - MSFT	0 918%	4,535 0000	37 4100	31-Dec-2013	$169,654 35	$136,576 46	$3
MONSANTO CO NEW Ticker MON | Asset ID 61166W101	61166W101 US61166W1018 4658524 MON	0 924%	1,465 0000	116 5500	31-Dec-2013	$170,745 75	$107,196 30	$6
MORGAN STANLEY DEAN WITTER Ticker MS | Asset ID 617446448	617446448 US6174464486 - MS	0 567%	3,340 0000	31 3600	31-Dec-2013	$104,742 40	$97,478 56	$
NETAPP INC COM Ticker NTAP | Asset ID 64110D104	64110D104 US64110D1046 2630643 NTAP	0 620%	2,785 0000	41 1400	31-Dec-2013	$114,574 90	$115,564 69	(
NEXTERA ENERGY INC COM Ticker NEE | Asset ID 65339F101	65339F101 US65339F1012 2328915 NEE	0 714%	1,540 0000	85 6200	31-Dec-2013	$131,854 80	$88,743 93	$4
PEPSICO INC Ticker PEP | Asset ID 713448108	713448108 US7134481081 - PEP	0 828%	1,845.0000	82 9400	31-Dec-2013	$153,024 30	$129,230 90	$2
PFIZER INC Ticker PFE | Asset ID 717081103	717081103 US7170811035 - PFE	0 829%	5,000 0000	30 6300	31-Dec-2013	$153,150 00	$89,050 00	$6
PIMCO INST'L COMMODITY REALRETURN 45 Ticker PCRIX | Asset ID 722005667	722005667 - 2645067 PCRIX	0 302%	10,163 3330	5 4900	31-Dec-2013	$55,796 70	$81,424 83	($2
PNC FINANCIAL SERVICES GROUP Ticker PNC | Asset ID 693475105	693475105 US6934751057 - PNC	0 449%	1,070 0000	77 5800	31-Dec-2013	$83,010 60	$56,618 51	$2
PRICELINE GROUP INC	741503403 US7415034039	0 975%	155 0000	1,162 4000	31-Dec-2013	$180,172 00	$112,254 10	$6

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	U C
Ticker PCLN | Asset ID 741503403	7613724 PCLN							
PROCTER & GAMBLE CO Ticker PG | Asset ID 742718109	742718109 US7427181091 - PG	0 621%	1,410 0000	81 4100	31-Dec-2013	$114,788 10	$89,146 69	$2
QUALCOMM CORP Ticker QCOM | Asset ID 747525103	747525103 US7475251036 - QCOM	0.663%	1,650 0000	74 2500	31-Dec-2013	$122,512 50	$97,490 21	$2
SELECT SEC SPDR MATLS Ticker XLB | Asset ID 81369Y100	81369Y100 US81369Y1001 B1HKVC8 XLB	0 643%	2,570 0000	46 2200	31-Dec-2013	$118,785 40	$87,447 90	$3
SPDR INDEX SHS FDS MSCI ACWI EXUS Ticker CWI | Asset ID 78463X848	78463X848 US78463X8487 - CWI	2 893%	15,000 0000	35 6300	31-Dec-2013	$534,450 00	$473,657 47	$6
SPDR S&P MIDCAP 400 ETF TR Ticker MDY | Asset ID 78467Y107	78467Y107 US78467Y1073 2550688 MDY	2 049%	1,550 0000	244 2000	31-Dec-2013	$378,510 00	$169,833 50	$20
TE CONNECTIVITY LTD Ticker TEL | Asset ID H84989104	H84989104 - - TEL	0 692%	2,320 0000	55 1100	31-Dec-2013	$127,855 20	$105,910 76	$2
THERMO FISHER SCIENTIFIC INC Ticker TMO | Asset ID 883556102	883556102 US8835561023 - TMO	0 892%	1,480 0000	111 3500	31-Dec-2013	$164,798 00	$94,536 51	$7
TIME WARNER INC Ticker TWX | Asset ID 887317303	887317303 US8873173038 B63QTN2 TWX	1 072%	2,840 0000	69 7200	31-Dec-2013	$198,004 80	$182,050 85	$1
TJX COMPANIES NEW Ticker TJX | Asset ID 872540109	872540109 US8725401090 - TJX	0 800%	2,320 0000	63 7300	31-Dec-2013	$147,853 60	$45,889 24	$10
UNITED TECHNOLOGIES CORP Ticker UTX | Asset ID 913017109	913017109 US9130171096 - UTX	0 742%	1,205 0000	113 8000	31-Dec-2013	$137,129 00	$94,796 28	$4
VERIZON COMMUNICATIONS Ticker VZ | Asset ID.92343V104	92343V104 US92343V1044 - VZ	0.642%	2,412 0000	49 1400	31-Dec-2013	$118,525 68	$87,301 46	$3
VISA INC Ticker V | Asset ID 92826C839	92826C839 US92826C8394 - V	1 175%	975 0000	222 6800	31-Dec-2013	$217,113 00	$110,974 15	$10
WAL-MART STORES Ticker WMT | Asset ID.931142103	931142103 US9311421039 -	0 580%	1,362 0000	78 6900	31-Dec-2013	$107,175 78	$80,479 88	$2

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Ui C
	WMT							
WELLS FARGO & CO NEW Ticker WFC | Asset ID 949746101	949746101 US9497461015 - WFC	1 116%	4,540 0000	45 4000	31-Dec-2013	$206,116 00	$137,226 80	$6
WYNDHAM WORLDWIDE CORP Ticker.WYN | Asset ID 98310W108	98310W108 US98310W1080 - WYN	0 846%	2,120 0000	73 6900	31-Dec-2013	$156,222 80	$134,291 94	$2
Subtotal		**60.268%**				**$11,132,591.28**	**$7,814,841.65**	**$3,31**
Fixed Income -Taxable: 37.450%								
BECTON DICKINSON 3.250% 11/12/20 Asset ID 075887AW9	075887AW9 US075887AW93 B57GNH3 -	0 540%	100,000 0000	99 8400%	31-Dec-2013	$99,840 00	$99,949 00	(
CONOCOPHILLIPS 4 600% 1/15/15 Asset ID 20825CAT1	20825CAT1 US20825CAT18 B4X2Q80 -	0.564%	100,000 0000	104.2380%	31-Dec-2013	$104,238 00	$99,911 00	$
CREDIT SUISSE NY 5 500% 5/01/14 Asset ID 22546QAA5	22546QAA5 US22546QAA58 B41KC66 -	0 550%	100,000 0000	101 6300%	31-Dec-2013	$101,630 00	$100,700 00	
DEUTHSCHE BANK 3 250% 1/11/16 Asset ID 2515A14E8	2515A14E8 US2515A14E85 B3N2JR3 -	0 566%	100,000 0000	104 5870%	31-Dec-2013	$104,587 00	$99,908 00	$
DUNKIRK NY GO 4 000% 6/15/21 Asset ID 265561HB9	265561HB9 - - -	0 517%	100,000 0000	95 5730%	31-Dec-2013	$95,573 00	$101,516 00	($
DWS FLOATING RATE PLUS IN Ticker DFRTX | Asset ID 23337F870	23337F870 US23337F8703 - DFRTX	1 128%	22,000 0000	9 4700	31-Dec-2013	$208,340 00	$207,646 10	
FARMER MAC GTD TR 5 125% 4/19/17 Asset ID 30769QAA8	30769QAA8 US30769QAA85 - -	1 530%	250,000 0000	113 0720%	31-Dec-2013	$282,680 00	$256,475 00	$2
FED FARM CR BK 1 625% 1/17/19 Asset ID 31331K6L9	31331K6L9 - - -	0 531%	100,000 0000	98 1270%	31-Dec-2013	$98,127 00	$100,000 00	($
FED FARM CR BK 2 875% 12/16/20 Asset ID 3133EDBS0	3133EDBS0 US3133EDBS00 - -	1 082%	200,000 0000	99 9310%	31-Dec-2013	$199,862.00	$200,000 00	(
FED FARM CR BKS 1 400% 8/01/19 Asset ID 3133EAD70	3133EAD70 - -	1 037%	200,000 0000	95 7650%	31-Dec-2013	$191,530 00	$200,000 00	($

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Ui G
FED FARM CR BKS 1 520% 3/18/20 Asset ID 3133ECJ54	3133ECJ54 - -	1 023%	200,000 0000	94 4470%	31-Dec-2013	$188,894 00	$200,356 00	($1'
FED FARM CR BKS 3 650% 9/25/23 Asset ID 3133ED3A8	3133ED3A8 US3133ED3A86 - -	0 531%	100,000 0000	98 1700%	31-Dec-2013	$98,170 00	$100,000 00	($'
FED FARM CR BKS CONS 5 300% 2/18/14 Asset ID 31331VX68	31331VX68 - - -	1 090%	200,000 0000	100.6600%	31-Dec-2013	$201,320 00	$199,900 00	$
FED HOME LN BK 5 250% 6/18/14 Asset ID 3133X7FK5	3133X7FK5 - - -	1 385%	250,000 0000	102 3540%	31-Dec-2013	$255,885 00	$250,000 00	$
FED HOME LN BKS 1 100% 12/27/18 Asset ID 313382F73	313382F73 - - -	1 041%	200,000 0000	96 1900%	31-Dec-2013	$192,380 00	$200,000 00	($7
FEDERAL HOME LN MTG 0 875% 3/07/18 Asset ID 3137EADP1	3137EADP1 US3137EADP18 B9DKC47 -	1 052%	200,000 0000	97 1390%	31-Dec-2013	$194,278 00	$199,899 40	($!
ILLINOIS TOOL WKS 6.250% 4/01/19 Asset ID 452308AJ8	452308AJ8 US452308AJ84 B4Q27J5 -	0.646%	100,000 0000	119 2630%	31-Dec-2013	$119,263 00	$99,984 00	$1
INTEL CORP 1 950% 10/01/16 Asset ID 458140AH3	458140AH3 US458140AH36 B5ND958 -	1 113%	200,000 0000	102 8000%	31-Dec-2013	$205,600 00	$199,694 00	$
ISHARES CORE TOTAL US BD MKT ETF Ticker AGG | Asset ID 464287226	464287226 US4642872265 2897404 AGG	1 268%	2,200 0000	106 4300	31-Dec-2013	$234,146 00	$223,747 03	$1
JPMORGAN MORTGAGE BACKED SEC FD Ticker OMBIX | Asset ID 4812C1215	4812C1215 US4812C12150 - OMBIX	2 126%	35,029 3480	11 2100	31-Dec-2013	$392,678 99	$405,995 96	($1:
KIMBERLY CLARK 2 400% 3/01/22 Asset ID 494368BH5	494368BH5 US494368BH50 B6TC2V3 -	0 503%	100,000 0000	92 9520%	31-Dec-2013	$92,952.00	$98,474 00	($!
LOWE'S CO 2 125% 4/15/16 Asset ID 548661CS4	548661CS4 US548661CS46 B460F95 -	0 555%	100,000.0000	102 5680%	31-Dec-2013	$102,568 00	$99,950 00	$
MADISON WI TAXABLE 1 650% 10/01/17 Asset ID 55844RFF6	55844RFF6 - - -	0 542%	100,000 0000	100 1800%	31-Dec-2013	$100,180 00	$100,000 00	
MET LIE GLOB FNDG 3 125% 1/11/16	59217GAD1 US59217GAD16	0.564%	100,000 0000	104 2340%	31-Dec-2013	$104,234 00	$99,858 00	$

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	U C
Asset ID 59217GAD1	B66NDB6 -							
METROPOLITAN WEST HIGH YD BD I #514 Ticker MWHIX | Asset ID 592905848	592905848 US5929058486 - MWHIX	1 997%	35,962 2790	10 2600	31-Dec-2013	$368,972.98	$376,444 84	($
NATL AUSTRALIA BK 1 600% 8/07/15 Ticker NAB1615 | Asset ID 63254AAC2	63254AAC2 US63254AAC27 B8KF2H1 NAB1615	0 550%	100,000 0000	101 5940%	31-Dec-2013	$101,594 00	$101,586 00	
NEW YORK NY GO 3 480% 10/01/18 Asset ID 64966H4F4	64966H4F4 - - -	0 568%	100,000 0000	104 9030%	31-Dec-2013	$104,903 00	$100,000 00	$
NYSE EURONEXT 2 000% 10/05/17 Ticker NE22017 | Asset ID 629491AB7	629491AB7 US629491AB74 B88FHQ7 NE22017	0 542%	100,000 0000	100 1300%	31-Dec-2013	$100,130 00	$99,669 00	
PRIVATE EXPORT FDG 2 250% 12/15/17 Asset ID 742651DK5	742651DK5 US742651DK51 B4TJ920 -	1 394%	250,000 0000	102 9870%	31-Dec-2013	$257,467 50	$249,377 50	$
PRIVATE EXPORT FUNDI 1 450% 8/15/19 Ticker PEF1419 | Asset ID 742651DQ2	742651DQ2 - B8Q8QB6 PEF1419	0 515%	100,000 0000	95 1170%	31-Dec-2013	$95,117 00	$99,801 00	($
SHELL INTERNATIONAL 3 250% 9/22/15 Asset ID 822582AH5	822582AH5 US822582AH53 B4JNH40 -	1 133%	200,000 0000	104 6600%	31-Dec-2013	$209,320 00	$199,590 00	$
SIMON PPTY GROUP 2 150% 9/15/17 Asset ID 828807CJ4	828807CJ4 US828807CJ48 B7RL628 -	0 549%	100,000 0000	101 3800%	31-Dec-2013	$101,380 00	$99,814 00	$
SMALL BUSINESS ADMIN 2 245% 9/10/22 Asset ID 831641EX9	831641EX9 - - -	0 524%	99,943 9100	96 7630%	31-Dec-2013	$96,708 73	$99,943 91	($
STARBUCKS CORP 0 875% 12/05/16 Ticker SC00816 | Asset ID 855244AE9	855244AE9 US855244AE98 BH458C7 SC00816	0 538%	100,000.0000	99 3700%	31-Dec-2013	$99,370 00	$99,805 00	(
TEMPLETON GLOBAL BOND ADVISOR #616 Ticker TGBAX | Asset ID 880208400	880208400 - 2068404 TGBAX	1 559%	21,999 1520	13 0900	31-Dec-2013	$287,968 90	$294,642.41	($
VANGUARD ADMIRAL FIXED STCORP #539 Ticker VFSUX | Asset ID 922031836	922031836 - - VFSUX	2 612%	45,084 3480	10 7000	31-Dec-2013	$482,402 52	$479,338 62	$
VANGUARD ADMIRAL GNMA FD #536	922031794 - -	1 974%	35,000.0000	10 4200	31-Dec-2013	$364,700 00	$375,555 03	($1

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	U C
Ticker VFIJX | Asset ID 922031794	VFIJX							
VANGUARD INFL-PROTD SEC ADMIN #5119 Ticker VAIPX | Asset ID 922031737	922031737 US9220317377 - VAIPX	0 965%	7,000.0000	25 4700	31-Dec-2013	$178,290.00	$203,143 51	($2
VIRGINIA ST TAX 1 754% 7/01/17 Asset ID 928075FM7	928075FM7 - - -	0 544%	100,000 0000	100 4530%	31-Dec-2013	$100,453 00	$100,000 00	
Subtotal		**37.450%**				**$6,917,733.62**	**$6,922,674.31**	**($**

Form **8949**

Department of the Treasury Internal Revenue Service

Sales and Other Dispositions of Capital Assets

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

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

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return: EDWARD J & VIRGINIA M ROUTHIER FOUNDATION

Social security number or taxpayer identification number: 05-0485198

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

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

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

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

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

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

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

1 (a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
50. ALLERGAN, INC	03/26/2013	11/15/2013	4,797.00	5,578.00	W	781.00	
50. ALLERGAN, INC	03/26/2013	11/15/2013	4,797.00	5,578.00			-781.00
100. ANADARKO PET CORP.	10/16/2013	12/03/2013	8,918.00	9,767.00	W	849.00	
125. APARTMENT INVT & MGMT	11/27/2012	11/05/2013	3,427.00	3,098.00			329.00
50. BANK OF AMERICA CORP N	12/07/2012	11/15/2013	742.00	534.00			208.00
850. BANK OF AMERICA CORP	12/07/2012	12/03/2013	13,141.00	9,073.00			4,068.00
100. C R BARD INC	05/14/2013	12/03/2013	13,836.00	10,687.00			3,149.00
49.99968 CISCO SYSTEMS	06/18/2013	12/03/2013	1,056.00	1,251.00			-195.00
350.00032 CISCO SYSTEMS	06/18/2013	12/03/2013	7,395.00	8,757.00	W	1,362.00	
50. DANAHER CORP.	03/11/2013	12/03/2013	3,688.00	3,116.00			572.00
1740. DR PEPPER SNAPPLE IN	04/30/2013	10/08/2013	75,530.00	84,054.00			-8,524.00
50. DUKE ENERGY CORP NEW	04/16/2013	12/03/2013	3,479.00	3,677.00			-198.00
425. E M C CORP MASS	11/27/2012	11/05/2013	9,922.00	10,527.00			-605.00
150. EBAY INC	11/15/2013	11/19/2013	7,799.00	7,938.00			-139.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

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

For Paperwork Reduction Act Notice, see your tax return instructions.

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Form **8949** (2013)

DKA132 L767

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

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

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

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
EDWARD J & VIRGINIA M ROUTHIER FOUNDATION	05-0485198

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

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

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

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

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

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

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

1 (a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr.)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions: (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
225. EDISON INTERNATIONAL	11/27/2012	09/05/2013	9,994.00	10,042.00			-48.00
3522.209 FIDELITY REAL EST	05/23/2013	10/11/2013	39,907.00	43,077.00			-3,170.00
6600. FIDELITY REAL ESTATE	09/06/2013	10/25/2013	76,362.00	79,792.00			-3,430.00
400. FORD MOTOR CO	02/05/2013	12/03/2013	6,588.00	5,318.00			1,270.00
6125. FORD MOTOR CO	02/05/2013	12/05/2013	101,695.00	81,432.00			20,263.00
2575. GAP, INC.	01/09/2013	10/16/2013	94,911.00	82,058.00			12,853.00
150. GENERAL DYNAMICS	08/05/2013	12/03/2013	13,579.00	13,127.00			452.00
1050. GENWORTH FINL INCCL	02/14/2013	12/03/2013	15,845.00	9,716.00			6,129.00
50. HARMAN INT'L INDUSTRIE	09/16/2013	12/03/2013	3,971.00	3,364.00			607.00
150. IBM	11/27/2012	07/16/2013	29,081.00	28,824.00			257.00
100000. IBM CORP 8/01/22	07/25/2012	04/01/2013	95,591.00	98,398.00			-2,807.00
662. ISHARES US OIL EQUIP	08/09/2012	04/16/2013	36,085.00	35,118.00			967.00
705. ISHARES US OIL EQUIP	09/19/2012	06/04/2013	40,841.00	38,184.00			2,657.00
250. KLA INSTRUMENTS CORP	10/08/2013	12/03/2013	16,005.00	15,044.00			961.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

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

Form **8949**

Department of the Treasury Internal Revenue Service

Sales and Other Dispositions of Capital Assets

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

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

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
EDWARD J & VIRGINIA M ROUTHIER FOUNDATION	05-0485198

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

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

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

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

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

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

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

1 (a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
150. MARSH & MCLENNAN COMP	07/16/2013	12/03/2013	7,102.00	6,260.00			842.00
75. MCGRAW-HILL, INC.	11/27/2012	02/05/2013	3,305.00	3,892.00			-587.00
425. MERCK & CO INC NEW	11/27/2012	03/26/2013	18,770.00	18,743.00			27.00
50. MORGAN STANLEY DEAN WI	11/05/2013	11/15/2013	1,520.00	1,459.00			61.00
100. MORGAN STANLEY DEAN W	11/05/2013	12/03/2013	3,109.00	2,919.00			190.00
2075. MOTOROLA SOLUTIONS I	10/26/2012	08/05/2013	115,949.00	105,198.00			10,751.00
50. NETAPP INC COM	08/05/2013	11/15/2013	2,046.00	2,075.00			-29.00
50. NETAPP INC COM	08/05/2013	12/03/2013	2,045.00	2,075.00			-30.00
150. NORDSTROM INC	11/27/2012	03/11/2013	8,132.00	8,126.00			6.00
1310. ORACLE SYSTEMS CORP.	12/07/2012	08/05/2013	42,816.00	41,937.00			879.00
3070. QUANTA SVCS INC	11/09/2012	06/18/2013	82,762.00	81,264.00			1,498.00
100. CHARLES SCHWAB CORP N	11/05/2013	11/15/2013	2,436.00	2,331.00			105.00
50. CHARLES SCHWAB CORP NE	11/05/2013	12/03/2013	1,232.00	1,165.00			67.00
24.93 SMALL BUSINESS ADMIN 9/10/22	09/18/2012	03/10/2013	25.00	25.00			
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

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

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

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

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

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return: EDWARD J & VIRGINIA M ROUTHIER FOUNDATION

Social security number or taxpayer identification number: 05-0485198

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

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

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

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

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

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

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

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
31.16 SMALL BUSINESS ADMIN 9/10/22	09/18/2012	09/11/2013	31.00	31.00			
2964. SUNTRUST BANKS INC.	09/19/2012	04/30/2013	86,265.00	85,996.00			269.00
150. TIME WARNER INC	09/05/2013	12/03/2013	9,753.00	9,312.00			441.00
118.326 VANGUARD LONG-TERM GRADE	03/28/2013	05/21/2013	1,264.00	1,283.00			-19.00
50. WASTE MGMT INC	11/27/2012	03/11/2013	1,844.00	1,604.00			240.00
150. WYNDHAM WORLDWIDE COR	08/20/2013	12/03/2013	10,827.00	8,959.00			1,868.00
150. YUM BRANDS INC COM	11/27/2012	01/09/2013	9,695.00	11,070.00			-1,375.00
50. ACCENTURE PLC IRELAND	04/02/2013	11/15/2013	3,894.00	3,850.00			44.00
150. TE CONNECTIVITY LTD	05/14/2013	12/03/2013	7,918.00	6,727.00			1,191.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			1,161,722.	1,113,430.		2,992.	51,284.

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

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)
EDWARD J & VIRGINIA M ROUTHIER FOUNDATION

Social security number or taxpayer identification number
05-0485198

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

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

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

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

[ ] (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
[ ] (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
[X] (F) Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
200.00041 AT&T INC	04/09/2007	12/03/2013	6,920.00	7,904.00	W	984.00	
49.99959 AT&T INC	04/09/2007	12/03/2013	1,730.00	1,976.00			-246.00
50. ABBOTT LABORATORIES	10/11/2011	11/15/2013	1,894.00	1,263.00			631.00
50. ABBOTT LABORATORIES	10/11/2011	12/03/2013	1,869.00	1,263.00			606.00
100. ABBVIE INC	10/11/2011	12/03/2013	4,982.00	2,739.00			2,243.00
200. ACTUANT CORP	03/21/2012	12/03/2013	7,656.00	5,890.00			1,766.00
545. AFFILIATED MANAGERS G	09/28/2011	06/27/2013	87,003.00	44,709.00			42,294.00
50. AFFILIATED MANAGERS GR	09/28/2011	11/15/2013	10,088.00	4,102.00			5,986.00
500. AMERICAN TOWER CORP	09/23/2008	12/23/2013	39,534.00	18,400.00			21,134.00
100. AMETEK INC NEW	12/02/2011	12/03/2013	4,857.00	2,879.00			1,978.00
100. AMGEN INC.	04/30/2012	12/03/2013	11,361.00	7,150.00			4,211.00
775. ANADARKO PET CORP.	09/28/2011	04/16/2013	63,285.00	54,031.00			9,254.00
2250. APARTMENT INVT & MGM	09/28/2011	11/05/2013	61,694.00	52,293.00			9,401.00
50. APPLE COMPUTER INC.	01/30/2008	12/03/2013	28,050.00	6,589.00			21,461.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
EDWARD J & VIRGINIA M ROUTHIER FOUNDATION	05-0485198

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

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

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

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

1 (a) Description of property (Example: 100 sh. XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
50. BB&T CORP	10/25/2011	11/15/2013	1,684.00	1,162.00			522.00
350. BB&T CORP	10/25/2011	12/03/2013	12,029.00	8,136.00			3,893.00
250000. BANK OF AMERICA CO 1/15/13	06/14/2004	01/15/2013	250,000.00	254,197.00			-4,197.00
250. BERKSHIRE HATHAWAY IN NEW	11/21/2008	12/03/2013	28,552.00	13,367.00			15,185.00
410. BOEING CO.	09/28/2011	09/20/2013	48,480.00	25,798.00			22,682.00
50. BOEING CO.	09/28/2011	11/15/2013	6,818.00	3,146.00			3,672.00
100. CIGNA	09/28/2011	12/03/2013	8,621.00	4,299.00			4,322.00
50. CVS CORP	09/28/2011	11/15/2013	3,269.00	1,718.00			1,551.00
50. CVS CORP	09/28/2011	12/03/2013	3,331.00	1,718.00			1,613.00
2025. CAPITAL ONE FINL COR	09/28/2011	02/14/2013	111,957.00	86,629.00			25,328.00
830. CHEVRONTEXACO CORP	09/28/2011	09/05/2013	100,624.00	77,574.00			23,050.00
450. CHEVRONTEXACO CORP	09/28/2011	10/16/2013	53,623.00	42,058.00			11,565.00
360. CHEVRONTEXACO CORP	09/28/2011	11/05/2013	42,334.00	33,647.00			8,687.00
50. CHEVRONTEXACO CORP	09/28/2011	12/03/2013	6,103.00	4,673.00			1,430.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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EDWARD J & VIRGINIA M ROUTHIER FOUNDATION | 05-0485198

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

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
200. THE CHUBB CORP	09/28/2011	11/15/2013	18,954.00	11,940.00			7,014.00
50. THE CHUBB CORP	09/28/2011	12/03/2013	4,769.00	2,985.00			1,784.00
250. CINTAS CORPORATION	09/28/2012	12/03/2013	13,700.00	10,405.00			3,295.00
500. CITIGROUP INC	09/28/2011	11/15/2013	25,275.00	13,311.00			11,964.00
250. CITIGROUP INC	09/28/2011	12/03/2013	13,020.00	6,656.00			6,364.00
2250. COCA-COLA CO.	07/02/2008	02/14/2013	82,522.00	58,002.00			24,520.00
50. COCA-COLA CO.	07/02/2008	11/15/2013	2,000.00	1,289.00			711.00
150. COCA-COLA CO.	07/02/2008	12/03/2013	6,027.00	3,867.00			2,160.00
100. COLGATE-PALMOLIVE CO.	09/28/2011	11/15/2013	6,554.00	4,488.00			2,066.00
50. COLGATE-PALMOLIVE CO.	09/28/2011	12/03/2013	3,254.00	2,244.00			1,010.00
100000. CONOCO INC 4/15/29	08/12/2003	12/03/2013	126,751.00	109,193.00			17,558.00
200. CONOCOPHILLIPS	09/28/2011	12/03/2013	14,462.00	9,790.00			4,672.00
2340. E M C CORP MASS	09/28/2011	01/28/2013	58,708.00	50,887.00			7,821.00
3260. E M C CORP MASS	09/28/2011	11/05/2013	76,109.00	70,894.00			5,215.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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EDWARD J & VIRGINIA M ROUTHIER FOUNDATION | 05-0485198

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

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

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
2205. EBAY INC	04/30/2012	11/19/2013	114,642.00	91,257.00			23,385.00
500. ECOLAB, INC.	06/08/2004	11/15/2013	53,751.00	15,556.00			38,195.00
1750. EDISON INTERNATIONAL	09/28/2011	09/05/2013	77,734.00	66,463.00			11,271.00
440. EXXON MOBIL CORP	08/31/2000	10/16/2013	38,389.00	17,999.00			20,390.00
50. EXXON MOBIL CORP	08/31/2000	11/15/2013	4,707.00	2,045.00			2,662.00
50000. FED FARM CR BKS CON 2/18/14	08/15/2006	05/24/2013	51,686.00	49,975.00			1,711.00
200. GENERAL ELECTRIC CO.	06/09/2004	11/15/2013	5,432.00	6,252.00			-820.00
200. GENERAL ELECTRIC CO.	06/09/2004	12/03/2013	5,282.00	6,252.00			-970.00
250000. GOLDMAN SACHS GROU 7/15/13	06/14/2004	07/15/2013	250,000.00	249,937.00			63.00
50. GOOGLE INC	02/01/2008	11/15/2013	51,709.00	25,803.00			25,906.00
150. HANESBRANDS INC	11/09/2012	12/03/2013	10,497.00	5,051.00			5,446.00
100. HERSHEY FOODS CORP.	09/28/2011	12/03/2013	9,670.00	5,917.00			3,753.00
4290. INTEL CORP	11/25/2008	04/02/2013	92,046.00	80,475.00			11,571.00
479. IBM	02/13/2009	05/14/2013	97,237.00	45,160.00			52,077.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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EDWARD J & VIRGINIA M ROUTHIER FOUNDATION	05-0485198

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1 (a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
471. IBM	02/13/2009	07/16/2013	91,313.00	44,406.00			46,907.00
100000. INTL BUSN MACHS CO 1/15/28	08/12/2003	12/03/2013	122,536.00	103,897.00			18,639.00
500. ISHARES TR RUSSELL MI	02/21/2006	03/28/2013	63,210.00	46,200.00			17,010.00
100. ISHARES NASDAQ BIOTEC	06/26/2012	12/03/2013	22,195.00	12,843.00			9,352.00
500. ISHARES TR RUSSELL 20	07/07/2005	05/23/2013	42,784.00	32,485.00			10,299.00
500. ISHARES TR RUSSELL 20	07/07/2005	11/01/2013	46,949.00	32,485.00			14,464.00
296. ISHARES CORE S&P SMAL	06/02/2004	05/17/2013	27,036.00	13,904.00			13,132.00
700. ISHARES CORE S&P SMAL	06/02/2004	05/23/2013	63,167.00	32,881.00			30,286.00
833. ISHARES US OIL EQUIP	03/21/2012	04/16/2013	45,406.00	38,582.00			6,824.00
50. ISHARES US OIL EQUIP &	09/19/2012	11/15/2013	3,379.00	2,731.00			648.00
50. ISHARES US OIL EQUIP &	09/19/2012	12/03/2013	3,219.00	2,731.00			488.00
50. JP MORGAN CHASE & CO	11/27/2001	11/15/2013	2,740.00	1,990.00			750.00
100. JP MORGAN CHASE & CO	11/27/2001	12/03/2013	5,652.00	3,980.00			1,672.00
100. JOHNSON & JOHNSON	09/28/2011	12/03/2013	9,354.00	6,368.00			2,986.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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EDWARD J & VIRGINIA M ROUTHIER FOUNDATION | 05-0485198

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29.34783 JPMORGAN MORTGAGE FD	05/11/2012	12/03/2013	332.00	339.00	W	7.00	
4970.65217 JPMORGAN MORTGA SEC FD	05/11/2012	12/03/2013	56,218.00	57,361.00			-1,143.00
615. LOWE'S COMPANIES INC	09/28/2011	09/16/2013	28,798.00	12,409.00			16,389.00
100. LOWE'S COMPANIES INC	09/28/2011	11/15/2013	5,189.00	2,018.00			3,171.00
2180. MARRIOTT INTL' INC.	02/07/2012	08/20/2013	87,207.00	78,526.00			8,681.00
1730. MCGRAW-HILL, INC.	01/10/2012	02/05/2013	76,234.00	81,107.00			-4,873.00
500. MEADWESTVACO CORP	02/19/2010	11/15/2013	17,346.00	10,435.00			6,911.00
3150. MERCK & CO INC NEW	09/28/2011	03/26/2013	139,119.00	102,342.00			36,777.00
1780. MICROSOFT CORP	09/28/2011	02/08/2013	48,982.00	46,612.00			2,370.00
200. MICROSOFT CORP	09/28/2011	11/15/2013	7,566.00	5,184.00			2,382.00
200. MICROSOFT CORP	09/28/2011	12/03/2013	7,634.00	5,184.00			2,450.00
50. MONSANTO CO NEW	10/15/2008	11/15/2013	5,515.00	4,474.00			1,041.00
50. NEXTERA ENERGY INC COM	02/13/2009	11/15/2013	4,378.00	2,547.00			1,831.00
2000. NORDSTROM INC	09/28/2011	03/11/2013	108,428.00	95,025.00			13,403.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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2540. ORACLE SYSTEMS CORP.	09/28/2011	08/05/2013	83,018.00	76,226.00			6,792.00
1160. PNC BANK CORP	10/20/2011	02/14/2013	74,097.00	57,145.00			16,952.00
50. PNC BANK CORP	10/20/2011	11/15/2013	3,757.00	2,646.00			1,111.00
50. PNC BANK CORP	10/20/2011	12/03/2013	3,821.00	2,646.00			1,175.00
655. PANERA BREAD CO CL A	09/28/2011	09/16/2013	109,769.00	72,645.00			37,124.00
50. PEPSICO INC	09/28/2011	12/03/2013	4,186.00	3,135.00			1,051.00
300000. PEPSI INC 2/15/13	11/30/2007	02/15/2013	300,000.00	299,763.00			237.00
100. PFIZER INC	09/28/2011	11/15/2013	3,194.00	1,781.00			1,413.00
150. PFIZER INC	09/28/2011	12/03/2013	4,695.00	2,672.00			2,023.00
8485.439 PIMCO INST'L COMM REALRETURN 45	06/28/2005	05/23/2013	52,864.00	134,155.00			-81,291.00
9836.66703 PIMCO INST'L CO REALRETURN 45	10/14/2005	12/03/2013	54,790.00	165,340.00			-110,550.00
163.33297 PIMCO INST'L COM REALRETURN 45	06/28/2005	12/03/2013	910.00	2,582.00	W	1,672.00	
50. PROCTER & GAMBLE CO	09/28/2011	11/15/2013	4,225.00	3,161.00			1,064.00
100. QUALCOMM CORP	01/10/2012	12/03/2013	7,313.00	5,599.00			1,714.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
EDWARD J & VIRGINIA M ROUTHIER FOUNDATION	05-0485198

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

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

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

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

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

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

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

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
900. RAYONIER INC COM	11/06/2009	12/23/2013	38,362.00	24,147.00			14,215.00
850. SCHLUMBERGER LTD	02/13/2009	05/14/2013	65,185.00	35,510.00			29,675.00
2165. SELECT SEC SPDR MATL	09/28/2011	05/23/2013	88,061.00	66,998.00			21,063.00
1225. SELECT SEC SPDR MATL	09/28/2011	06/18/2013	49,564.00	37,909.00			11,655.00
50. SELECT SEC SPDR MATLS	09/28/2011	11/15/2013	2,240.00	1,547.00			693.00
50. SELECT SEC SPDR MATLS	09/28/2011	12/03/2013	2,186.00	1,547.00			639.00
1000. SOUTHERN CO	02/13/2009	11/15/2013	42,069.00	31,708.00			10,361.00
50. TJX COMPANIES	04/03/2009	12/03/2013	3,111.00	651.00			2,460.00
50. THERMO ELECTRON	10/26/2012	12/03/2013	5,021.00	3,058.00			1,963.00
50. UNITED TECHNOLOGIES CO	10/26/2011	12/03/2013	5,484.00	3,797.00			1,687.00
1113.231 VANGUARD INFL-PRO #5119	06/06/2012	12/03/2013	28,955.00	32,089.00			-3,134.00
10000. VANGUARD LONG-TERM RADE	03/30/2012	05/21/2013	106,800.00	77,351.00			29,449.00
5378.153 VANGUARD ADMIRAL	03/03/2009	12/03/2013	56,417.00	56,847.00			-430.00
100. VERIZON COMMUNICATION	02/13/2009	12/03/2013	4,925.00	2,781.00			2,144.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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

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EDWARD J & VIRGINIA M ROUTHIER FOUNDATION	05-0485198

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

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1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
100. VISA INC	09/28/2011	12/03/2013	20,194.00	8,922.00			11,272.00
250000. VODAFONE GROUP PLC 12/16/13	02/12/2004	12/16/2013	250,000.00	253,230.00			-3,230.00
725. WAL-MART STORES	07/02/2008	10/08/2013	52,887.00	41,310.00			11,577.00
50. WAL-MART STORES	07/02/2008	11/15/2013	3,941.00	2,849.00			1,092.00
50. WAL-MART STORES	07/02/2008	12/03/2013	4,054.00	2,849.00			1,205.00
2129. WASTE MGMT INC	04/09/2007	03/11/2013	78,521.00	73,840.00			4,681.00
100. WELLS FARGO & CO NEW	09/28/2011	11/15/2013	4,342.00	2,502.00			1,840.00
350. WELLS FARGO & CO NEW	09/28/2011	12/03/2013	15,341.00	8,756.00			6,585.00
1100. YUM BRANDS INC COM	09/28/2011	01/09/2013	71,094.00	58,628.00			12,466.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			5,170,514.	4,330,771.		2,663.	842,406.

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