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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter Social Security numbers on this form as it may be made public.**
▶ **Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf*.**

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: JAMES J MCINERNEY AND GARY R FAFARD FOUNDATION INC

Number and street (or P O box number if mail is not delivered to street address): P O BOX 1501, NJ2-130-03-31 | Room/suite:

City or town: PENNINGTON | State: NJ | ZIP code: 08534-1501

Foreign country name | Foreign province/state/county | Foreign postal code

A Employer identification number: 06-1602836

B Telephone number (see instructions): 609-274-6834

C If exemption application is pending, check here ▶ ☐

D **1.** Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 900,069

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	25,528	22,958		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	24,505			
	b	Gross sales price for all assets on line 6a 154,091				
	7	Capital gain net income (from Part IV, line 2)		24,505		
	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	50,033	47,463	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,500			1,500
	c	Other professional fees (attach schedule)	10,648	6,389		4,259
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,566	137		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	147	147		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	13,861	6,673	0	5,759
	25	Contributions, gifts, grants paid	34,000			34,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	47,861	6,673	0	39,759
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	2,172			
	b	**Net investment income** (if negative, enter -0-)		40,790		
	c	**Adjusted net income** (if negative, enter -0-)			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	483	1	1
	2	Savings and temporary cash investments	3,961	1,081	1,081
	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 ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	62,354	87,694	134,665
	c	Investments—corporate bonds (attach schedule)	241,135	292,468	306,959
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	429,696	355,067	457,363
	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)	737,629	736,311	900,069
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)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	737,629	736,311	
	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)	737,629	736,311	
	31	**Total liabilities and net assets/fund balances** (see instructions)	737,629	736,311	

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	737,629
2	Enter amount from Part I, line 27a	2	2,172
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	618
4	Add lines 1, 2, and 3	4	740,419
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	4,108
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	736,311

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	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			

	(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				0
b				0
c				0
d				0
e				0

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

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

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	24,505
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	0

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	42,538	843,901	0 050406
2011	37,436	823,479	0 045461
2010	38,989	787,792	0 049491
2009	53,076	732,409	0 072468
2008	51,587	999,580	0 051609

2	**Total** of line 1, column (d)	2	0 269435
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 053887
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	884,853
5	Multiply line 4 by line 3	5	47,682
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	408
7	Add lines 5 and 6	7	48,090
8	Enter qualifying distributions from Part XII, line 4	8	39,759

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	816
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	816
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	816
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 878		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	878
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	62
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ **Refunded** ▶	11	62

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT			
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 ▶ MLTC, A DIVISION OF BANK OF AMERICA, N A Telephone no ▶ 609-274-6834
Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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	N/A	
	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 ▶ 20____, 20____, 20____, 20____			
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	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
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 ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**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 ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870*	**6b**		X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	**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
JAMES J MCINERNEY 24 LAKE ROAD NEWTOWN, CT 06470	PRESIDENT 2 00	0		

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

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

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

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

3 Five highest-paid independent contractors for professional services (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		
Total number of others receiving over $50,000 for professional services ▶		

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 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	850,114
b	Average of monthly cash balances	1b	48,214
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	898,328
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	
3	Subtract line 2 from line 1d	3	898,328
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	13,475
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	884,853
6	**Minimum investment return.** Enter 5% of line 5	6	44,243

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	44,243
2a	Tax on investment income for 2013 from Part VI, line 5	2a	816		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	816
3	Distributable amount before adjustments Subtract line 2c from line 1			3	43,427
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	43,427
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	43,427

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	39,759
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	39,759
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	39,759

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				43,427
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only			33,540	
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2013				
a	From 2008				
b	From 2009				
c	From 2010				
d	From 2011				
e	From 2012				
f	**Total** of lines 3a through e	0			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 39,759				
a	Applied to 2012, but not more than line 2a			33,540	
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2013 distributable amount				6,219
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b	Prior years' undistributed income Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
e	Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f	Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				37,208
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2009				
b	Excess from 2010				
c	Excess from 2011				
d	Excess from 2012				
e	Excess from 2013				

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

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			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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))

JAMES J MCINERNEY AND GARY FAFARD

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

NONE

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

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Attached Statement				
Total			▶ **3a**	34,000
b *Approved for future payment*				
NONE				
Total			▶ **3b**	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	25,528	
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	24,505	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		50,033	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 50,033

(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
		Not Applicable	

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee: [signature] Date: 5/1/14 Title: President

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
DONALD J ROMAN	[signature]	4/25/2014		P00364310

Firm's name ► PricewaterhouseCoopers, LLP — Firm's EIN ► 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219 — Phone no 412-355-6000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name					
TUESDAY'S ANGELS					
Street					
1994 E SUNRISE BLVD					
City		**State**	**Zip Code**	**Foreign Country**	
FT LAUDERDALE		FL	33304		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					3,000
Name					
AMERICARES					
Street					
88 HAMILTON AVENUE					
City		**State**	**Zip Code**	**Foreign Country**	
STAMFORD		CT	06902		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					6,000
Name					
CONNECTICUT FOOD BANK					
Street					
PO BOX 8686					
City		**State**	**Zip Code**	**Foreign Country**	
EAST HAVEN		CT	06512		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					5,000
Name					
THEATRE WORKS					
Street					
5 BROOKSIDE AVENUE					
City		**State**	**Zip Code**	**Foreign Country**	
NEW MILFORD		CT	06776		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					2,000
Name					
POLYTECHNIC INSTITUTE OF NYU					
Street					
6 METROTECH CENTER					
City		**State**	**Zip Code**	**Foreign Country**	
BROOKLYN		NY	11201		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					6,000
Name					
THIRTEEN/WNET					
Street					
825 8TH AVENUE					
City		**State**	**Zip Code**	**Foreign Country**	
NEW YORK		NY	10019		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					6,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				
TECHNOSERVE				
Street				
1 MECHANIC STREET				
City	**State**	**Zip Code**	**Foreign Country**	
NORWALK	CT	06850		
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATING				6,000

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	2,515
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	154,091	129,586	24,505
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation	Adjustments	Net Gain or Loss
1	X	COHEN & STEERS	19248H401			3/8/2010		5/7/2013	12,144	10,005				0	2,139
2	X	EATON VANCE GLBL MACRO	277923728			3/28/2013		4/9/2013	101	109				0	-8
3	X	EATON VANCE GLBL MACRO	277923728			3/28/2013		4/9/2013	8	9				0	-1
4	X	EATON VANCE GLBL MACRO	277923728			9/30/2010		4/9/2013	987	1,027				0	-40
5	X	EATON VANCE GLBL MACRO	277923728			11/2/2010		4/9/2013	32,519	33,769				0	-1,250
6	X	ISHARES MSCI EAFE	464287465			2/25/2010		3/11/2013	59	51				0	8
7	X	ISHARES MSCI EAFE	464287465			6/29/2011		3/11/2013	889	883				0	6
8	X	ISHARES MSCI EAFE	464287465			12/30/2011		3/11/2013	533	443				0	90
9	X	COHEN & STEERS	19248H401			6/18/2010		5/7/2013	8	6				0	2
10	X	COHEN & STEERS	19248H401			2/25/2010		5/7/2013	18,203	14,288				0	3,915
11	X	ISHARES MSCI EAFE	464287465			12/31/2010		3/11/2013	59	58				0	1
12	X	ISHARES MSCI EAFE	464287465			6/30/2010		3/11/2013	830	658				0	172
13	X	ISHARES MSCI EAFE	464287465			12/28/2012		3/11/2013	533	505				0	28
14	X	ISHARES MSCI EAFE	464287465			12/31/2010		3/11/2013	415	405				0	10
15	X	ISHARES MSCI EAFE	464287465			2/25/2010		3/11/2013	5,572	4,877				0	695
16	X	ISHARES MSCI EAFE	464287465			6/29/2012		3/11/2013	1,126	945				0	181
17	X	ISHARES MSCI EAFE	464287465			2/25/2010		3/11/2013	59	52				0	7
18	X	ISHARES CORE S&P MID-CAP	464287507			10/2/2012		3/11/2013	113	99				0	14
19	X	ISHARES CORE S&P MID-CAP	464287507			2/25/2010		3/11/2013	113	73				0	40
20	X	ISHARES CORE S&P MID-CAP	464287507			4/1/2010		3/11/2013	113	79				0	34
21	X	ISHARES CORE S&P MID-CAP	464287507			12/30/2011		3/11/2013	113	88				0	25
22	X	ISHARES CORE S&P MID-CAP	464287507			4/2/2012		3/11/2013	113	100				0	13
23	X	ISHARES CORE S&P MID-CAP	464287507			6/30/2011		3/11/2013	113	98				0	15
24	X	ISHARES CORE S&P MID-CAP	464287507			2/25/2010		3/11/2013	8,352	5,423				0	2,929
25	X	ISHARES CORE S&P MID-CAP	464287507			2/25/2010		3/11/2013	113	72				0	41
26	X	ISHARES CORE S&P MID-CAP	464287507			6/30/2010		3/11/2013	113	72				0	41
27	X	ISHARES CORE S&P MID-CAP	464287507			10/3/2011		3/11/2013	113	77				0	36
28	X	ISHARES CORE S&P MID-CAP	464287507			1/3/2011		3/11/2013	113	92				0	21
29	X	ISHARES CORE S&P MID-CAP	464287507			2/25/2010		3/11/2013	113	73				0	40
30	X	ISHARES CORE S&P MID-CAP	464287507			6/26/2012		3/11/2013	113	90				0	23
31	X	ISHARES CORE S&P MID-CAP	464287507			10/1/2010		3/11/2013	113	80				0	33
32	X	ISHARES CORE S&P MID-CAP	464287507			2/25/2010		3/11/2013	113	74				0	39
33	X	ISHARES CORE S&P MID-CAP	464287507			12/27/2012		3/11/2013	226	202				0	24
34	X	ISHARES RUSSELL 1000	464287622			12/27/2012		3/11/2013	346	315				0	31
35	X	ISHARES RUSSELL 1000	464287622			10/1/2012		3/11/2013	173	160				0	13
36	X	ISHARES RUSSELL 1000	464287622			2/25/2010		3/11/2013	9,334	6,547				0	2,787
37	X	ISHARES RUSSELL 1000	464287622			2/25/2010		3/11/2013	86	61				0	25
38	X	JOHN HANCOCK GLOBAL ABS	47804M878			4/9/2013		4/24/2013	2	2				0	0
39	X	JOHN HANCOCK GLOBAL ABS	47804M878			4/9/2013		4/24/2013	33,764	33,580				0	184
40	X	LENNAR CORP CL A	526057104			8/19/2010		3/11/2013	42	13				0	29
41	X	LENNAR CORP CL A	526057104			8/19/2010		3/11/2013	9,857	3,099				0	6,758
42	X	MARATHON OIL CORP	565849106			3/12/2013		3/11/2013	267	271				0	-4
43	X	MARATHON OIL CORP	565849106			12/11/2012		3/11/2013	134	122				0	12
44	X	MARATHON OIL CORP	565849106			3/19/2012		3/11/2013	167	170				0	-3
45	X	MARATHON OIL CORP	565849106			3/19/2012		3/11/2013	33	34				1	0
46	X	MARATHON OIL CORP	565849106			8/30/2011		3/11/2013	9,357	7,421				0	1,936
47	X	MARATHON OIL CORP	565849106			8/30/2011		3/11/2013	33	26				0	7
48	X	MARATHON OIL CORP	565849106			8/30/2011		3/11/2013	33	26				0	7
49	X	MARATHON OIL CORP	565849106			8/30/2011		10/18/2013	3,511	2,650				0	861
50	X	SPDR GOLD TRUST	78463V107			6/29/2010		1/7/2013	13	10				0	3
51	X	SPDR GOLD TRUST	78463V107			6/29/2010		2/21/2013	14	11				0	3
52	X	LENNAR CORP CL A	526057104			2/19/2013		3/11/2013	42	40				0	2
53	X	LENNAR CORP CL A	526057104			10/31/2012		3/11/2013	42	38				0	4
54	X	SPDR GOLD TRUST	78463V107			6/29/2010		3/12/2013	13	10				0	3
55	X	SPDR GOLD TRUST	78463V107			6/29/2010		4/9/2013	14	11				0	3
56	X	SPDR GOLD TRUST	78463V107			6/29/2010		5/10/2013	14	12				0	2
57	X	SPDR GOLD TRUST	78463V107			6/29/2010		6/17/2013	12	11				0	1
58	X	SPDR GOLD TRUST	78463V107			6/29/2010		7/10/2013	12	12				0	0
59	X	SPDR GOLD TRUST	78463V107			6/29/2010		8/15/2013	11	10				0	1
60	X	SPDR GOLD TRUST	78463V107			6/29/2010		9/19/2013	12	11				0	1
61	X	SPDR GOLD TRUST	78463V107			6/29/2010		10/14/2013	12	12				0	0
62	X	SPDR GOLD TRUST	78463V107			6/29/2010		11/13/2013	11	10				0	1
63	X	SPDR GOLD TRUST	78463V107			6/29/2010		12/17/2013	10	10				0	0

Part I, Line 16b (990-PF) - Accounting Fees

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		1,500	0	0	1,500
	Description				
1	TAX PREP FEES	1,500			1,500

Part I, Line 16c (990-PF) - Other Professional Fees

		10,648	6,389	0	4,259
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	MERRILL LYNCH FEES AS AGENT	10,648	6,389		4,259

Part I, Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		1,566	137	0	0
1	FOREIGN TAX WITHHELD	137	137		
2	PY EXCISE TAX DUE	551			
3	ESTIMATED EXCISE PAYMENTS	878			

Part I, Line 23 (990-PF) - Other Expenses

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		147	147	0	0
	Description				
1	INVESTMENT FEES	147	147		

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	PY LATE POSTING MUTUAL FUNDS	1	79
2	PURCHASE OF ACCRUED INTEREST C/O FROM PY	2	539
3	Total	3	618

Line 5 - Decreases not included in Part III, Line 2

1	BOND AMORTIZATION	1	2,119
2	COST BASIS ADJUSTMENT	2	250
3	PURCHASE OF ACCRUED INTEREST C/O TO NEXT YEAR	3	1,739
4	Total	4	4,108

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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	2,515
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						151,576	0	1	129,587	21,990	0	0	0	21,990
1	COHEN & STEERS	19248H401		3/8/2010	5/7/2013	12,144		0	10,005	2,139	0	0	0	2,139
2	EATON VANCE GLBL MACRO	277923728		3/28/2013	4/9/2013	101		0	109	-8	0	0	0	-8
3	EATON VANCE GLBL MACRO	277923728		3/28/2013	4/9/2013	8		0	9	-1	0	0	0	-1
4	EATON VANCE GLBL MACRO	277923728		9/30/2010	4/9/2013	987		0	1,027	-40	0	0	0	-40
5	EATON VANCE GLBL MACRO	277923728		11/2/2010	4/9/2013	32,519		0	33,769	-1,250	0	0	0	-1,250
6	ISHARES MSCI EAFE	464287465		2/25/2010	3/11/2013	59		0	51	8	0	0	0	8
7	ISHARES MSCI EAFE	464287465		6/29/2011	3/11/2013	889		0	883	6	0	0	0	6
8	ISHARES MSCI EAFE	464287465		12/30/2011	3/11/2013	533		0	443	90	0	0	0	90
9	COHEN & STEERS	19248H401		6/18/2010	5/7/2013	8		0	6	2	0	0	0	2
10	COHEN & STEERS	19248H401		2/25/2010	5/7/2013	18,203		0	14,288	3 915	0	0	0	3,915
11	ISHARES MSCI EAFE	464287465		12/31/2010	3/11/2013	59		0	58	1	0	0	0	1
12	ISHARES MSCI EAFE	464287465		6/30/2010	3/11/2013	830		0	658	172	0	0	0	172
13	ISHARES MSCI EAFE	464287465		12/28/2012	3/11/2013	533		0	505	28	0	0	0	28
14	ISHARES MSCI EAFE	464287465		12/31/2010	3/11/2013	415		0	405	10	0	0	0	10
15	ISHARES MSCI EAFE	464287465		2/25/2010	3/11/2013	5,572		0	4,877	695	0	0	0	695
16	ISHARES MSCI EAFE	464287465		6/29/2012	3/11/2013	1,126		0	945	181	0	0	0	181
17	ISHARES MSCI EAFE	464287465		2/25/2010	3/11/2013	59		0	52	7	0	0	0	7
18	ISHARES CORE S&P MID-CAP	464287507		10/2/2012	3/11/2013	113		0	99	14	0	0	0	14
19	ISHARES CORE S&P MID-CAP	464287507		2/25/2010	3/11/2013	113		0	73	40	0	0	0	40
20	ISHARES CORE S&P MID-CAP	464287507		4/1/2010	3/11/2013	113		0	79	34	0	0	0	34
21	ISHARES CORE S&P MID-CAP	464287507		12/30/2011	3/11/2013	113		0	88	25	0	0	0	25
22	ISHARES CORE S&P MID-CAP	464287507		4/2/2012	3/11/2013	113		0	100	13	0	0	0	13
23	ISHARES CORE S&P MID-CAP	464287507		6/30/2011	3/11/2013	113		0	98	15	0	0	0	15
24	ISHARES CORE S&P MID-CAP	464287507		2/25/2010	3/11/2013	8 352		0	5 423	2 929	0	0	0	2,929
25	ISHARES CORE S&P MID-CAP	464287507		2/25/2010	3/11/2013	113		0	72	41	0	0	0	41
26	ISHARES CORE S&P MID-CAP	464287507		6/30/2010	3/11/2013	113		0	72	41	0	0	0	41
27	ISHARES CORE S&P MID-CAP	464287507		10/3/2011	3/11/2013	113		0	77	36	0	0	0	36
28	ISHARES CORE S&P MID-CAP	464287507		1/3/2011	3/11/2013	113		0	92	21	0	0	0	21
29	ISHARES CORE S&P MID-CAP	464287507		2/25/2010	3/11/2013	113		0	73	40	0	0	0	40
30	ISHARES CORE S&P MID-CAP	464287507		6/26/2012	3/11/2013	113		0	90	23	0	0	0	23
31	ISHARES CORE S&P MID-CAP	464287507		10/1/2010	3/11/2013	113		0	80	33	0	0	0	33
32	ISHARES CORE S&P MID-CAP	464287507		2/25/2010	3/11/2013	113		0	74	39	0	0	0	39
33	ISHARES CORE S&P MID-CAP	464287507		12/27/2012	3/11/2013	226		0	202	24	0	0	0	24
34	ISHARES RUSSELL 1000	464287622		12/27/2012	3/11/2013	346		0	315	31	0	0	0	31
35	ISHARES RUSSELL 1000	464287622		10/1/2012	3/11/2013	173		0	160	13	0	0	0	13
36	ISHARES RUSSELL 1000	464287622		2/25/2010	3/11/2013	9 334		0	6 547	2 787	0	0	0	2 787
37	ISHARES RUSSELL 1000	464287622		2/25/2010	3/11/2013	86		0	61	25	0	0	0	25
38	JOHN HANCOCK GLOBAL ABS	47804M878		4/9/2013	4/24/2013	2		0	2	0	0	0	0	0
39	JOHN HANCOCK GLOBAL ABS	47804M878		4/9/2013	4/24/2013	33,764		0	33,580	184	0	0	0	184
40	LENNAR CORP CL A	526057104		8/19/2010	3/11/2013	42		0	13	29	0	0	0	29
41	LENNAR CORP CL A	526057104		8/19/2010	3/11/2013	9,857		0	3,099	6,758	0	0	0	6 758
42	MARATHON OIL CORP	565849106		3/12/2013	3/11/2013	267		0	271	-4	0	0	0	-4
43	MARATHON OIL CORP	565849106		12/11/2012	3/11/2013	134		0	122	12	0	0	0	12
44	MARATHON OIL CORP	565849106		3/19/2012	3/11/2013	167		0	170	-3	0	0	0	-3
45	MARATHON OIL CORP	565849106		3/19/2012	3/11/2013	33		1	34	0	0	0	0	0
46	MARATHON OIL CORP	565849106		8/30/2011	3/11/2013	9,357		0	7,421	1,936	0	0	0	1,936
47	MARATHON OIL CORP	565849106		8/30/2011	3/11/2013	33		0	26	7	0	0	0	7
48	MARATHON OIL CORP	565849106		8/30/2011	3/11/2013	33		0	26	7	0	0	0	7
49	MARATHON OIL CORP	565849106		8/30/2011	10/18/2013	3,511		0	2,650	861	0	0	0	861
50	SPDR GOLD TRUST	78463V107		6/29/2010	1/7/2013	13		0	10	3	0	0	0	3
51	SPDR GOLD TRUST	78463V107		6/29/2010	2/21/2013	14		0	11	3	0	0	0	3
52	LENNAR CORP CL A	526057104		2/19/2013	3/11/2013	42		0	40	2	0	0	0	2
53	LENNAR CORP CL A	526057104		10/31/2012	3/11/2013	42		0	38	4	0	0	0	4
54	SPDR GOLD TRUST	78463V107		6/29/2010	3/12/2013	13		0	10	3	0	0	0	3
55	SPDR GOLD TRUST	78463V107		6/29/2010	4/9/2013	14		0	11	3	0	0	0	3
56	SPDR GOLD TRUST	78463V107		6/29/2010	5/10/2013	14		0	12	2	0	0	0	2
57	SPDR GOLD TRUST	78463V107		6/29/2010	6/17/2013	12		0	11	1	0	0	0	1
58	SPDR GOLD TRUST	78463V107		6/29/2010	7/10/2013	12		0	12	0	0	0	0	0
59	SPDR GOLD TRUST	78463V107		6/29/2010	8/15/2013	11		0	10	1	0	0	0	1
60	SPDR GOLD TRUST	78463V107		6/29/2010	9/19/2013	12		0	11	1	0	0	0	1
61	SPDR GOLD TRUST	78463V107		6/29/2010	10/14/2013	12		0	12	0	0	0	0	0
62	SPDR GOLD TRUST	78463V107		6/29/2010	11/13/2013	11		0	10	1	0	0	0	1
63	SPDR GOLD TRUST	78463V107		6/29/2010	12/17/2013	10		0	10	0	0	0	0	0

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										0	0	0
1	JAMES J MCINERNEY		24 LAKE ROAD	NEWTOWN	CT	06470		PRESIDENT	2 00	0		

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	0
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	878
7	Total		7	878

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	33,540
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	33,540

Merrill Lynch Wealth Management
Bank of America Corporation

Primary Account:

MERRILL LYNCH TRUST COMPANY,
A DIVISION OF BANK OF AMERICA, N A.
AGENT OF THE
MCINERNEY AND FAFARD FDN
TUA 12-08-2000

YOUR MERRILL LYNCH REPORT

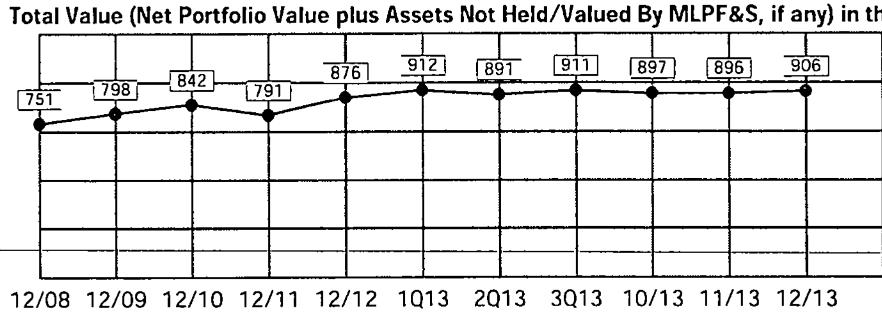
November 30, 2013 - December 31, 2013

PORTFOLIO SUMMARY	*December 31*	*November 29*	*Month Change*
Net Portfolio Value	**$905,992.88**	**$895,790.57**	**$10,202.31** ▲
Your assets	$905,992 88	$895,790 57	$10,202.31 ▲
Your liabilities	-	-	
Your Net Cash Flow (Inflows/Outflows)	($2,607.74)	($911.13)	
Securities You Transferred In/Out	$285 20	$22.43	
Subtotal Net Contributions	***($2,322.54)***	***($888.70)***	
Your Dividends/Interest Income	$5,382.97	$871.59	
Your Market Change	$7,141.88	($1,289.57)	
Subtotal Investment Earnings	***$12,524.85***	***($417.98)***	

Investment Advice and Guidance:
Call Your Financial Advisor

Your Financial Advisor:
THE MCDONALD TACKMAN GROUP
63 COPPS HILL RD
RIDGEFIELD CT 06877
1-800-232-2758

Total Value (Net Portfolio Value plus Assets Not Held/Valued By MLPF&S, if any) in thousands, 2008-2013



SEE OUR OUTLOOK FOR 2014

From the big global trends to new market opportunities, find the latest insights at ml.com/outlook. Here, you can review the latest investment issues shaping the outlook for the year ahead-and what they could mean for your portfolio.

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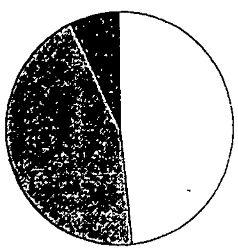
Primary Account:

YOUR PORTFOLIO REVIEW

November 30, 2013 - December 31, 2013

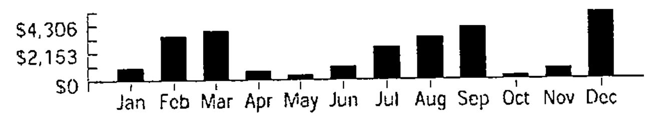
ASSET ALLOCATION*

* Estimated Accrued Interest not included, may not reflect all holdings, does not include asset categories less than 1%, includes the categorical values for the underlying portfolio of individual mutual funds, closed end funds, and UITs



	Current Value	Allocation
Equities	435,366.79	48 43%
Fixed Income	401,821 15	44 70%
Alternative Investments	61,799.17	6.87%
TOTAL	**$898,987.11**	**100%**

CURRENT INCOME



	This Report	Year To Date
Tax-Exempt Interest	-	(412 76)
Taxable Interest	-	13,216.78
Tax-Exempt Dividends	-	76 62
Taxable Dividends	5,382 97	14,710 37
Total	$5,382.97	$27,591 01
Your Estimated Annual Income		$28,817 76

BOND MATURITY SCHEDULE

Does not include Fixed Income Mutual Funds

Maturity Years	*% of Total Bond Assets*	*Par Value*	*Estimated Market Value*
1-2	9%	25,000	26,732 25
2-5	55%	150,000	168,902.50
5-10	36%	100,000	111,324 50
Total	**100%**	**275,000**	**$306,959.25**

TOP FIVE PORTFOLIO HOLDINGS

Based on Estimated Market Value

	Current Value	*% of Portfolio*
ISHARES RUSSELL 1000	48,825 66	5 42%
MARATHON OIL CORP	47,953 22	5 33%
ISHARES MSCI EAFE	47,423.07	5 27%
LENNAR CORP CL A	45,183 32	5 02%
ISHARES CORE S&P MID-CAP	44,169.53	4.91%

Merrill Lynch
Wealth Management
Bank of America Corporation

Account Number

MERRILL LYNCH TRUST COMPANY,
A DIVISION OF BANK OF AMERICA, N A
AGENT OF THE
MCINERNEY AND FAFARD FDN
TUA 12-08-2000

Net Portfolio Value: $905,992.88

Your Financial Advisor:
THE MCDONALD TACKMAN GROUP
63 COPPS HILL RD
RIDGEFIELD CT 06877
1-800-232-2758

Trust Officer:
LINDA A GRANT
609-274-5481

TRUST MANAGEMENT ACCOUNT

This account is enrolled in the Personal Investment Advisory Program

November 30, 2013 - December 31, 2013

ASSETS	*December 31*	*November 29*
Cash/Money Accounts	1,081.75	2,283.90
Fixed Income	306,959.25	309,291 25
Equities	134,664.54	127,945 64
Mutual Funds	457,363.32	451,797 05
Options	-	-
Other	-	-
Subtotal (Long Portfolio)	*900,068.86*	*891,317 84*
Estimated Accrued Interest	5,924.02	4,472 73
TOTAL ASSETS	**$905,992.88**	$895,790 57

LIABILITIES		
Debit Balance	-	-
Short Market Value	-	-
NET PORTFOLIO VALUE	**$905,992.88**	$895,790 57

CASH FLOW	*This Statement*	*Year to Date*
Opening Cash/Money Accounts	**$2,283.90**	
CREDITS		
Funds Received	-	-
Electronic Transfers	-	-
Other Credits	-	35.69
Subtotal	-	*35.69*
DEBITS		
Electronic Transfers	-	-
Other Debits	(1,718.00)	(36,929.00)
ML Trust Fees	(889.74)	(10,789 40)
Non ML Trust Fees	-	-
Bill Payment	-	-
Subtotal	*($2,607.74)*	*($47,718 40)*
Net Cash Flow	($2,607.74)	($47,682 71)
Dividends/Interest Income	5,382.97	27,591 01
Dividend Reinvestments	(3,977.38)	(7,901 05)
Security Purchases/Debits	-	(126,642 34)
Security Sales/Credits	-	151,428 34
Closing Cash/Money Accounts	**$1,081.75**	
Securities You Transferred In/Out	285.20	413 28

ACCOUNT INVESTMENT OBJECTIVE

November 30, 2013 - December 31, 2013

TOTAL RETURN: Objective is to strike a balance between current income and growth. Despite the relatively balanced nature of the portfolio, the investor should be willing to assume the risk of price volatility and principal loss.

If you have changes to your investment objective, please contact your Financial Advisor(s).

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

CORPORATE BONDS Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ VODAFONE GROUP PLC *GLB 05.000% SEP 15 2015* *MOODY'S· A3 S&P· A-< CUSIP: 92857WAG5* *ORIGINAL UNIT/TOTAL COST. 106 8640/26,716 00*	03/08/10	25,000	25,567.34	106 9290	**26,732.25**	1,164 91	368 06	**1,250**	4 67
Δ COMMONWEALTH EDISON *1ST MORTGAGE SER 104 05 950% AUG 15 2016* *MOODY'S A3 S&P· A· CUSIP 202795HN3* *ORIGINAL UNIT/TOTAL COST: 110 5110/27,627 75*	03/08/10	25,000	26,154 34	111 8010	**27,950.25**	1,795.91	561.94	**1,488**	5 32
Δ WELLS FARGO COMPANY *SUBORDINATED GLB 05 125% SEP 15 2016* *MOODY'S: A3 S&P A CUSIP 949746JE2* *ORIGINAL UNIT/TOTAL COST: 105 0610/26,265 25*	07/07/10	25,000	25,594 01	110 0730	**27,518.25**	1,924 24	377 26	**1,282**	4 65
Δ AMERICAN EXPRESS *GLB 06 150% AUG 28 2017* *MOODY'S A3 S&P: BBB+ CUSIP· 025816AX7* *ORIGINAL UNIT/TOTAL COST 106.9850/26,746 25*	03/08/10	25,000	25,936 12	115 3690	**28,842.25**	2,906 13	525.31	**1,538**	5 33
Δ PETROBRAS INTL FIN CO *COMPANY GUARNT GLB 05 875% MAR 01 2018* *MOODY'S BAA1 S&P: BBB< CUSIP. 71645WAM3* *ORIGINAL UNIT/TOTAL COST 105 7330/26,433.25*	09/11/13	25,000	26,347 45	106 5790	**26,644.75**	297 30	485 50	**1,469**	5 51

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MCINERNEY AND FAFARD FDN Account Number.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 30, 2013 - December 31, 2013

CORPORATE BONDS (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ TIME WARNER CABLE INC *COMPANY GUARNT GLB 06 750% JUL 01 2018* *MOODY'S· BAA2 S&P BBB CUSIP. 88732JAL2* *ORIGINAL UNIT/TOTAL COST: 111 4560/27,864 00*	09/11/13	25,000	27,704 49	112 1440	**28,036.00**	331 51	843 75	**1,688**	6.01
Δ METLIFE INC *SER A 06 817% AUG 15 2018* *MOODY'S A3 S&P· A- CUSIP 59156RAR9* *ORIGINAL UNIT/TOTAL COST. 110 8160/27,704 00*	03/08/10	25,000	26,626 22	119 6440	**29,911.00**	3,284 78	643 83	**1,705**	5.69
Δ SOUTHWESTERN ELEC POWER *06.450% JAN 15 2019* *MOODY'S BAA3 S&P. BBB CUSIP 845437BK7* *ORIGINAL UNIT/TOTAL COST: 112 6360/28,159 00*	07/07/10	25,000	27,017.20	114 8160	**28,704.00**	1,686 80	743.54	**1,613**	5.61
Δ BUCKEYE PARTNERS LP *05.500% AUG 15 2019* *MOODY'S. BAA3 S&P. BBB- CUSIP· 118230AH4* *ORIGINAL UNIT/TOTAL COST 107 4700/26,867.50*	08/27/12	25,000	26,549 67	109 9210	**27,480.25**	930.58	519 44	**1,375**	5 00
Δ FIRST NIAGARA FIN GRP *06 750% MAR 19 2020* *MOODY'S· BAA2 S&P: BBB CUSIP· 33582VAB4* *ORIGINAL UNIT/TOTAL COST 116 5000/29,125 00*	08/27/12	25,000	28,485.03	114 9500	**28,737.50**	252 47	478.13	**1,688**	5 87
Δ ENTERGY CORP *05 125% SEP 15 2020* *MOODY'S BAA3 S&P· BBB- CUSIP. 29364GAF0* *PAR CALL DATE 06/15/20 PAR CALL PRICE· 100 00* *ORIGINAL UNIT/TOTAL COST. 106 9470/26,736 75*	08/27/12	25,000	26,485 71	105 6110	**26,402.75**	(82 96)	377 26	**1,282**	4 85
TOTAL		275,000	292,467 58		**306,959.25**	14,491 67	5,924 02	**16,378**	5.34

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 30, 2013 - December 31, 2013

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

EQUITIES *Description*	*Symbol*	*Acquired*	*Quantity*	*Unit Cost Basis*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Annual Income*	*Current Yield%*
INTEL CORP	INTC	06/20/13	1,600	24 2867	38,858.80	25.9550	**41,528.00**	2,669 20	**1,440**	3 46
LENNAR CORP CL A	LEN	08/19/10	1,136	13.0168	14,787 10	39 5600	44,940 16	30,153 06	182	40
		02/09/11	1	15.4100	15 41	39 5600	39 56	24 15	1	40
		05/12/11	1	19.9000	19 90	39.5600	39.56	19 66	1	.40
		11/03/11	1	17 5700	17.57	39 5600	39 56	21 99	1	40
		05/10/12	1	22 2800	22 28	39.5600	39.56	17 28	1	40
		07/26/12	1	29.4500	29 45	39 5600	39 56	10 11	1	40
		02/19/13	1	35.7800	35 78	39 5600	39 56	3 78	1	.40
(.1467 FRACTIONAL SHARE)		02/19/13		40 2181	5.90	39 5600	5 80	(0 10)	1	.40
Subtotal			*1,142.1467*		*14,933.39*		***45,183.32***	*30,249.93*	***189***	*40*
MARATHON OIL CORP	MRO	08/30/11	355	26 4422	9,386 99	35 3000	12,531 50	3,144 51	270	2.15
		09/14/11	500	24.3924	12,196 20	35 3000	17,650.00	5,453 80	380	2.15
		03/19/12	1	30 9500	30 95✦	35 3000	35 30	4 35	1	2 15
		03/20/12	1	32 1900	32 19✦	35.3000	35.30	3 11	1	2 15
		05/23/12	500	24 4255	12,212 75	35 3000	17,650 00	5,437 25	380	2 15
		06/12/12	1	27 1400	27 14	35.3000	35.30	8.16	1	2 15
(4481 FRACTIONAL SHARE)		03/12/13		33 7871	15 14	35 3000	15 82	68	1	2 15
Subtotal			*1,358 4481*		*33,901 36*		***47,953.22***	*14,051 86*	***1,034***	*2.15*
TOTAL					87,693 55		**134,664.54**	46,970 99	**2,663**	1 98

MUTUAL FUNDS/CLOSED END FUNDS/UIT *Description*	*Quantity*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Total Client Investment*	*Cumulative Investment Return ($)*	*Estimated Annual Income*	*Current Yield%*
BLACKROCK GLOBAL	1,709	30,631 08	21 4300	**36,623.87**	5,992 79	29,003	**7,620**	**559**	1 52
ALLOCATION FD INC INSTL									
SYMBOL. MALOX Initial Purchase 02/25/10									
Fixed Income 21% Equity 79%									
4510 Fractional Share		*9.43*	*21.4300*	***9.66***	*23*			***1***	*1 52*

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MCINERNEY AND FAFARD FDN Account Number.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 30, 2013 - December 31, 2013

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
FIDELITY ADV LEVERAGED COMPANY STOCK CL I	692	19,930 74	54.2300	**37,527.16**	17,596 42	19,853	**17,673**	**196**	52
SYMBOL. FLVIX Initial Purchase 02/25/10									
Equity 100%									
.0330 Fractional Share		1.74	54 2300	**1.79**	05			**1**	52
ISHARES CORE S&P MID-CAP ETF	330	24,758 35	133 8100	**44,157.30**	19,398 95	24,394	**19,762**	**570**	1 29
SYMBOL. IJH Initial Purchase 02/25/10									
Equity 100%									
0914 Fractional Share		9 23	133 8100	**12.23**	3 00			**1**	1 29
ISHARES MSCI EAFE	706	37,198 46	67 0950	**47,369.09**	10,170 63	37,038	**10,331**	**1,203**	2.53
SYMBOL: EFA Initial Purchase: 02/25/10									
Equity 100%									
8045 Fractional Share		42.69	67.0950	**53.98**	11 29			**2**	2.53
ISHARES RUSSELL 1000	473	29,111 55	103 1700	**48,799.41**	19,687.86	28,759	**20,040**	**819**	1 67
SYMBOL: IWB Initial Purchase: 02/25/10									
Equity 100%									
2544 Fractional Share		20.28	103 1700	**26.25**	5 97			**1**	1 67
IVY ASSET STRATEGY FUND CL I	1,009	21,926 73	32.2800	**32,570.52**	10,643.79	21,903	**10,666**	**196**	.60
SYMBOL IVAEX Initial Purchase 02/25/10									
Alternative Investments 100%									
1540 Fractional Share		4 80	32 2800	**4.97**	17			**1**	60

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 30, 2013 - December 31, 2013

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
LOOMIS SAYLES STRATEGIC	2,160	30,179.97	16.3500	**35,316.00**	5,136 03	29,977	**5,338**	**1,549**	4.38
INC FD CL Y									
SYMBOL. NEZYX Initial Purchase 02/25/10									
Fixed Income 100%									
.7960 Fractional Share		*12 87*	*16 3500*	***13.01***	*.14*			***1***	*4 38*
OPPENHEIMER	3,890	24,732.90	6 0800	**23,651.20**	(1,081 70)	24,682	**(1,031)**	**961**	4.06
INTERNATIONAL BOND FD Y									
SYMBOL· OIBYX Initial Purchase· 02/25/10									
Fixed Income 100%									
.4050 Fractional Share		*2 46*	*6 0800*	***2.46***				***1***	*4 06*
OPPENHEIMER DEVELOPING	799	22,121 68	37 5600	**30,010.44**	7,888 76	21,949	**8,060**	**130**	43
MARKETS FD CL Y									
SYMBOL. ODVYX Initial Purchase. 02/25/10									
Equity 100%									
.8340 Fractional Share		*30 92*	*37 5600*	***31.33***	*41*			***1***	*43*
RS GLOBAL NATURAL	713	26,161 28	35 7600	**25,496.88**	(664 40)	25,228	**267**		
RESOURCES FUND CL Y									
SYMBOL· RSNYX Initial Purchase· 12/15/10									
Equity 100%									
.0930 Fractional Share		*3.20*	*35 7600*	***3.33***	*13*				
SPDR GOLD TRUST	250	29,946 60	116 1200	**29,030.00**	(916 60)	29,946	**(916)**		
SYMBOL: GLD Initial Purchase: 06/29/10									
Alternative Investments 100%									
TCW EMERGING	2,807	25,665 15	8 4000	**23,578.80**	(2,086 35)	24,997	**(1,418)**	**1,376**	5 83

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MCINERNEY AND FAFARD FDN Account Number.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 30, 2013 - December 31, 2013

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
MARKETS INCOME I SHARE									
SYMBOL TGEIX Initial Purchase. 08/27/12									
Fixed Income 100%									
8070 Fractional Share		*6 77*	*8 4000*	***6.78***	*01*			***1***	*5 83*
TORTOISE ENERGY CAPITAL	1,113	26,188 26	32 6500	**36,339.45**	10,151.19	26,188	**10,151**	**1,904**	5 23
SYMBOL. TYY Initial Purchase. 02/25/10									
Equity 100%									
8474 Fractional Share		*20.40*	*32 6500*	***27.67***	*7 27*			***2***	*5 23*
Subtotal (Fixed Income)				*90,261 29*					
Subtotal (Equities)				*298,796 80*					
Subtotal (Alternative Investments)				*61,605 49*					
TOTAL		348,717 54		**450,663.58**	101,946 04		**106,543**	**9,476**	2 10
TOTAL PRINCIPAL INVESTMENTS		728,878 67		**892,287.37**	163,408 70			**28,517**	3 20

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment.
Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed.

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment). Provided for Tax Planning purposes only and is not applicable to retirement accounts
Initial Purchase: Date of your initial investment in this fund

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

Notes
Δ Debt Instruments purchased at a premium show amortization θ Debt Instruments purchased at a discount show accretion
< Derived from Moody's and/or S & P ratings for other debt securities of this issuer and provided by a third party vendor
✦Cost basis has been adjusted by the deferred loss amount from a previous "Wash Sale" and the acquisition date has been adjusted to

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

November 30, 2013 - December 31, 2013

include the holding period of the lot closed by that previous "Wash Sale".
For Credit Ratings: S&P and Moody's provide credit ratings on the credit quality of certain bonds and preferred stocks For a credit enhanced security, Moody's and S&P publish and provide third party vendors the higher of the rating on the credit enhancer (guarantor) or the stand alone rating on the underlying security

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS *Description*	*Quantity*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Estimated Annual Income*	*Est. Annual Yield%*
CASH	0 75	0.75		**.75**		
BIF MONEY FUND	1,081 00	1,081 00	1 0000	**1,081.00**	**1**	07
TOTAL		1,081 75		**1,081.75**	**1**	.07

MUTUAL FUNDS/CLOSED END FUNDS/UIT *Description*	*Quantity*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Total Client Investment*	*Cumulative Investment Return($)*	*Estimated Annual Income*	*Current Yield%*
BLACKROCK GLOBAL *ALLOCATION FD INC INSTL* *SYMBOL: MALOX* *Initial Purchase REINV* *Fixed Income 21% Equity 79%*	23	485 60	21 4300	**492.89**	7.29	N/A	**492**	**8**	1 52
FIDELITY ADV LEVERAGED *COMPANY STOCK CL I* *SYMBOL: FLVIX* *Initial Purchase.REINV* *Equity 100%*	3	150.17	54 2300	**162.69**	12 52	N/A	**162**	**1**	52
IVY ASSET STRATEGY *FUND CL I* *SYMBOL: IVAEX* *Initial Purchase.REINV* *Alternative Investments 100%*	6	187 08	32 2800	**193.68**	6 60	N/A	**193**	**2**	60

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MCINERNEY AND FAFARD FDN Account Number.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS November 30, 2013 - December 31, 2013

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
LOOMIS SAYLES STRATEGIC	114	1,770 55	16 3500	**1,863.90**	93 35	N/A	**1,863**	**82**	4 38
INC FD CL Y									
SYMBOL· NEZYX Initial Purchase:REINV									
Fixed Income 100%									
OPPENHEIMER	125	776 32	6 0800	**760.00**	(16 32)	N/A	**760**	**31**	4 06
INTERNATIONAL BOND FD Y									
SYMBOL· OIBYX Initial Purchase REINV									
Fixed Income 100%									
OPPENHEIMER DEVELOPING	3	111 23	37 5600	**112.68**	1.45	N/A	**112**	**1**	.43
MARKETS FD CL Y									
SYMBOL· ODVYX Initial Purchase:REINV									
Equity 100%									
TCW EMERGING	223	1,989.09	8 4000	**1,873.20**	(115 89)	N/A	**1,873**	**110**	5 83
MARKETS INCOME I SHARE									
SYMBOL· TGEIX Initial Purchase REINV									
Fixed Income 100%									
TORTOISE ENERGY CAPITAL	38	879 12	32 6500	**1,240.70**	361 58	N/A	**1,240**	**65**	5 23
SYMBOL TYY Initial Purchase·REINV									
Equity 100%									
Subtotal (Fixed Income)				*4,600 61*					
Subtotal (Equities)				*1,905 45*					
Subtotal (Alternative Investments)				*193 68*					

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS November 30, 2013 - December 31, 2013

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
TOTAL		6,349 16		**6,699.74**	350 58		**6,695**	**300**	4.48
TOTAL INCOME INVESTMENTS		7,430 91		**7,781.49**	350 58			**300**	3 87

Total Client Investment: Cost of shares directly purchased and still held Does not include shares purchased through reinvestment Does not apply to income investments "denoted by "N/A"

Cumulative Investment Return: Estimated Market Value minus Total Client Investment Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed.

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment) Provided for Tax Planning purposes only and is not applicable to retirement accounts.

Initial Purchase: Date of your initial investment in this fund

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL PRINCIPAL/INCOME INVESTMENTS	736,309 58	**900,068.86**	163,759.28	5,924.02	**28,818**	3 20

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS

Date	Transaction Type	Quantity	Description	Reinvestment	Income Cash	Principal Cash	Income Year To Date
	Subtotal (Tax-Exempt Interest)						*(412.76)*
	Subtotal (Taxable Interest)						*13,216 78*
	Subtotal (Tax-Exempt Dividends)						*76 62*
12/02	Dividend		INTEL CORP DIVIDEND HOLDING 1600.0000 PAY DATE 12/01/2013		360 00		
12/02	Dividend		TCW EMERGING		105 20		

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