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

Name of foundation REGINA BAUER FRANKENBERG FOUNDATION P60633008		A Employer identification number 13-3741659												
Number and street (or P.O. box number if mail is not delivered to street address) 10 S DEARBORN IL1-0117		B Telephone number (see instructions) 866-888-5157												
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60603														
G Check all that apply: <table style="display: inline-table; vertical-align: top;"> <tr><td><input type="checkbox"/></td><td>Initial return</td></tr> <tr><td><input type="checkbox"/></td><td>Final return</td></tr> <tr><td><input type="checkbox"/></td><td>Address change</td></tr> </table> <table style="display: inline-table; vertical-align: top;"> <tr><td><input type="checkbox"/></td><td>Initial return of a former public charity</td></tr> <tr><td><input type="checkbox"/></td><td>Amended return</td></tr> <tr><td><input type="checkbox"/></td><td>Name change</td></tr> </table>		<input type="checkbox"/>	Initial return	<input type="checkbox"/>	Final return	<input type="checkbox"/>	Address change	<input type="checkbox"/>	Initial return of a former public charity	<input type="checkbox"/>	Amended return	<input type="checkbox"/>	Name change	C If exemption application is pending check here <input type="checkbox"/> D 1 Foreign organizations check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A) check here <input type="checkbox"/> F If the foundation is in a 60 month termination under section 507(b)(1)(B) check here <input type="checkbox"/>
<input type="checkbox"/>	Initial return													
<input type="checkbox"/>	Final return													
<input type="checkbox"/>	Address change													
<input type="checkbox"/>	Initial return of a former public charity													
<input type="checkbox"/>	Amended return													
<input type="checkbox"/>	Name change													
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation														
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 22,586,519		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	338,770.	328,411		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	971,685			
b Gross sales price for all assets on line 6a 10,400,563.				
7 Capital gain net income (from Part IV, line 2)		971,685		
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)	-1,546.	14,124		STMT 2
12 Total. Add lines 1 through 11	1,308,909	1,314,220		
13 Compensation of officers, directors, trustees, etc.	198,369	148,776		49,592.
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)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 3	18,302.	8,254		
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	750.	1,585		750.
24 Total operating and administrative expenses. Add lines 13 through 23	217,421.	158,615	NONE	50,342.
25 Contributions, gifts, grants paid	859,742			859,742.
26 Total expenses and disbursements. Add lines 24 and 25	1,077,163	158,615	NONE	910,084
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	231,746			
b Net investment income (if negative, enter -0-)		1,155,605		
c Adjusted net income (if negative, enter -0-)				

5

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Revenue

Operating and Administrative Expenses

Part II Balance Sheets

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

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest bearing	NONE		
	2 Savings and temporary cash investments	559,559.	1,284,451	1,284,451.
	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)	9,652,391	12,651,429	15,904,935.
	c Investments - corporate bonds (attach schedule)	4,718,515.	2,385,980	2,404,594
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)	3,896,916	2,737,390	2,992,539	
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)	18,827,381	19,059,250	22,586,519	
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 ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	18,827,381.	19,059,250	
	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)	18,827,381	19,059,250		
31 Total liabilities and net assets/fund balances (see instructions)	18,827,381	19,059,250		

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	18,827,381.
2 Enter amount from Part I, line 27a	2	231,746.
3 Other increases not included in line 2 (itemize) ▶ RECOVERY OF THIRD QUARTER 2012 TAX PAYMENT	3	270.
4 Add lines 1, 2, and 3	4	19,059,397.
5 Decreases not included in line 2 (itemize) ▶ BASIS ADJUSTMENT	5	147.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	19,059,250.

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Part IV Capital Gains and Losses for Tax on Investment Income(a) List and describe the kind(s) of property sold (e.g., real estate,
2 story brick warehouse, or common stock, 200 shs MLC Co.)(b) How
acquired
P Purchase
D Donation(c) Date
acquired
(mo., day, yr.)(d) Date sold
(mo., day, yr.)**1a PUBLICLY TRADED SECURITIES**

b			
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 10,400,563.		9,428,878	971,685
b			
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			971,685.
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	971,685
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	921,200	20,082,698	0.045870
2011	883,322.	20,730,798	0.042609
2010	920,052	19,943,163	0.046134
2009	1,142,783.	17,246,151	0.066263
2008	1,249,998	22,636,245.	0.055221

2 Total of line 1, column (d)	2	0.256097
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	0.051219
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	21,430,630.
5 Multiply line 4 by line 3	5	1,097,655
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	11,556
7 Add lines 5 and 6	7	1,109,211
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	910,084

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	23,112
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	23,112
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	23,112.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	18,876	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	11,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	29,876.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,764	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 6,764. Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>n/a</u>	13	X	
14	The books are in care of <u>JPMORGAN CHASE BANK, NA</u> Telephone no <u>(888) 866-5157</u> Located at <u>10 S DEARBORN ST 21 IL1-0117, CHICAGO, IL</u> ZIP+4 <u>60603</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990 PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <u></u>	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/>	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <u></u>		
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) <input type="checkbox"/>	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 <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions)

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account other allowances
JPMorgan Chase Bank, NA 10 S Dearborn St Fl 21, Chicago, IL 60603	trustee 4	198,369	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ **NONE**

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions) If none, enter "NONE"

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	21,062,137.
b	Average of monthly cash balances	1b	694,848
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	21,756,985
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	21,756,985
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	326,355
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	21,430,630.
6	Minimum investment return. Enter 5% of line 5	6	1,071,532

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	1,071,532
2a	Tax on investment income for 2013 from Part VI, line 5	2a	23,112
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	23,112.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,048,420
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	1,048,420
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	1,048,420

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	910,084.
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	910,084
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	910,084

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				1,048,420.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			NONE	
b Total for prior years 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	29,139.			
e From 2012	NONE			
f Total of lines 3a through e	29,139.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>910,084</u>				
a Applied to 2012, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				910,084.
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))	29,139.			29,139
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				109,197
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			(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					
b 85% of line 2a					
c Qualifying distributions from Part XII line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a Assets* alternative test enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b Endowment* alternative test enter 2/3 of minimum investment return shown in Part X line 6 for each year listed					
c Support* alternative test enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)) or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions)**1 Information Regarding Foundation Managers**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 5

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE STATEMENT 14				859,742.
Total ▶ 3a	859,742
b <i>Approved for future payment</i>				
Total ▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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	338,770		
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	971,685		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . . .						
11 Other revenue a _____						
b <u>DEFERRED INCOME</u>			14	-4,464		
c <u>BASIS ADJUSTMENT A</u>			18	2,918		
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e) . . .				1,308,909		
13 Total. Add line 12, columns (b), (d), and (e)				13		1,308,909

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

[illegible]

		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		

[illegible]

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

b If "Yes," complete the following schedule

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

**Sign
Here**

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

Anthony Ward
Signature of officer or trustee

06/12/2014
Date

Title

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 <input type="checkbox"/> if self employed	PTIN
--	------

Firm's name ▶

Firm's EIN

Firm's address ▶

Phone no

Form **990-PF** (2013)

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS	315,430.	315,430
INTEREST	10,457.	10,457.
ORIGINAL ISSUE DISCOUNT	2,524.	2,524.
NONTAXABLE DISTRIBUTIONS	10,359.	
	-----	-----
TOTAL	338,770.	328,411.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
AP ALTERNATIVE ASSETS		26.
DEFERRED INCOME	-4,464.	
BASIS ADJUSTMENT AP ALTERNATIVE INVT	2,918.	
BASIS ADJUSTMENTS AP ALTERNATIVE INVESTM		14,098.
	-----	-----
TOTALS	-1,546.	14,124.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL EXCISE TAX- ESTIMATED	8,800.	
NY STATE TAX	1,248.	
FOREIGN TAX WITHHELD	8,254.	8,254
	-----	-----
TOTALS	18,302.	8,254.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
NY STATE ATTORNEY GENERAL FILI AP ALTERNATIVE ASSETS- PORTFOL	750.	1,585	750.
TOTALS	750.	1,585	750.

RECIPIENT NAME:

Carolyn R. O'Brien

ADDRESS:

JPMorgan Chase Bank, 270 Park Ave Fl 16
New York, NY 10017

RECIPIENT'S PHONE NUMBER: 212-464-2350

FORM, INFORMATION AND MATERIALS:

no mandatory format but
must include a copy of IRS
501 (c)(3) letter

SUBMISSION DEADLINES:

September 30

RESTRICTIONS OR LIMITATIONS ON AWARDS:

organizations must operate exclusively
for the care of animals

RECIPIENT NAME:
see attached

RECIPIENT NAME:
Humane Research Council
ADDRESS:
P.O. BOX 6476
Olympia, WA 98507
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY

RECIPIENT NAME:
Fauna and Flora International Inc
ADDRESS:
1720 N STREET, NW
Washington, DC 20036
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT: RESOLVING HUMAN AND CARNIVORE CONFLICT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY

RECIPIENT NAME:
Compassion in World Farming
ADDRESS:
RIVER COURT, MILL LANE
Goldaming,
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:

American Society for the
Prevention of Cruelty rto Animals

ADDRESS:

520 EIGHTH AVE, 7TH FL
New York, NY 10018

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT: MEDICAL EQUIPMENT FOR BERGH ANIMAL HOS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

RECIPIENT NAME:

THE ANIMAL MEDICAL CENTER

ADDRESS:

510 E 62 ND STREET
NEW YORK, NY 10065

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 90,000.

RECIPIENT NAME:

Friends of Animals Inc

ADDRESS:

777 POST ROAD, STE 205
Darien, CT 06820

RELATIONSHIP

NONE

PURPOSE OF GRANT:

GRANT; SPAY NUETER PROJECT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:

Humane Society of Rochester
and Monroe County , Inc

ADDRESS:

99 VICTOR ROAD
Fairport, NY 14450

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT; PURCHASE COMMERCIAL CAGE & RACK WASHER

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

RECIPIENT NAME:

African People and Wildlife Fund

ADDRESS:

P.O. BOX 624
Bernardsville, NJ 07924

RELATIONSHIP:

NONE

PURPOSE OF GRANT.

GRANT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:

Environmental Grantmakers Associati

ADDRESS:

55 EXCHANGE PLACE #405
New York, NY 10005

RELATIONSHIP.

NONE

PURPOSE OF GRANT:

2012 MEMBERSHIP ANIMAL GRANTMAKERS

FOUNDATION STATUS OF RECIPIENT.

CONTRIBUTION

AMOUNT OF GRANT PAID 4,742.

RECIPIENT NAME:
St. Hubert's Giralda, Inc
ADDRESS:
575 WOODLAND AVENUE, P.O. BOX 159
Madison, NJ 07940
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT; CONSTRUCTION OF SPAY NUETER CLINIC
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY

RECIPIENT NAME.
Alliance for Contraception in Cats
ADDRESS:
14245 NW BELLE CT
Portland, OR 97229
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
Xerces Society Inc
ADDRESS:
2828 SE HAWTHORNE BLVD
Portland, OR 97215
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY

RECIPIENT NAME:

Farm Sanctuary

ADDRESS:

P.O. BOX 150

WATKINS GLEN, NY 14891

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

African Wildlife Foundation

ADDRESS:

1400 16TH ST NW STE 120

Washington, DC 20036

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

RECIPIENT NAME:

Physicians Committee for Responsibl

ADDRESS:

5100 WISCONSIN AVE., NW SUITE 400

Washington, DC 20016

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
AMERICAN BIRD CONSERVANCY
ADDRESS:
P.O. BOX 249
THE PLAINS, VA 20198
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME.
Nature Serve
ADDRESS:
4600 N FAIRFAX DRIVE 7TH FL
Arlington, VA 22203
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT
FOUNDATION STATUS OF RECIPIENT.
PUBLIC CHARITY
AMOUNT OF GRANT PAID 55,000.

RECIPIENT NAME:
The Humane Society of the United St
ADDRESS:
2100 L STREET NW
Washington, DC 20037
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT; ANIMAL RESCUE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:

The Nature Conservancy

ADDRESS:

42445 FAIRFAX DRIVE STE 100

Arlington, VA 22203

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT; ST HUBERTS GIRALDA, NJ

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

Mayor's Alliance for NYC'S Animals

ADDRESS:

244 FIFTH AVE. STE R290

New York, NY 10001

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 150,000.

RECIPIENT NAME:

Northern Rockies Conservation Coope

ADDRESS:

P.O. BOX 2705

Jackson, WY 83001

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

RECIPIENT NAME:

University of Montana Foundation

ADDRESS:

P.O. BOX 7159
Missoula, MT 59807

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT; MONTANA COOPERATIVE WILDLIFE GREY WOLF

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

Wildearth Guardians

ADDRESS:

516 ALTO STREET
Santa Fe, NM 87501

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ... 50,000.

RECIPIENT NAME:

International Snow Leopard Fund

ADDRESS:

4649 SUNNYSIDE AVE N #325
Seattle, WA 98103

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

RECIPIENT NAME:
Turtle Island Restoration Network
ADDRESS:
PO BOX 370
Forest Knolls, CA 94933
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY

TOTAL GRANTS PAID: 859,742.
=====

**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

REGINA BAUER FRANKENBERG FOUNDATION P60633008

Employer identification number

13-3741659

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	2,045,293.	2,064,479.		-19,186
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 -19,186

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	8,150,126	7,364,399		785,727.
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				13 205,144.
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 ▶				16 990,871

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

Schedule D (Form 1041) 2013

JSA
3F1210 1 000

PF6516 501G 06/12/2014 16:06:27

P60633008

33 -

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution Read the instructions before completing this part				
17	Net short-term gain or (loss)	17		-19,186
18	Net long-term gain or (loss)			
a	Total for year	18a		990,871.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh)	18b		
c	28% rate gain	18c		25,228
19	Total net gain or (loss) Combine lines 17 and 18a ▶	19		971,685.

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		

Schedule D (Form 1041) 2013

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949**2013**Attachment
Sequence No **12A**

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

Name(s) shown on return

REGINA BAUER FRANKENBERG FOUNDATION P60633008

Social security number or taxpayer identification number

13-3741659

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
- ☒ (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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
1	GOLDMAN SACHS GROUP INC	01/26/2012	01/23/2013	146 00	109 00			37 00
92	KINDER MORGAN INC	VAR	01/23/2013	3,461 00	2,869 00			592 00
29	LINKEDIN CORP - A	04/09/2012	01/23/2013	3,501 00	2,871 00			630 00
3	AMERICAN EXPRESS CO	10/22/2012	02/01/2013	180 00	170 00			10 00
2	AMERICAN EXPRESS CO	10/22/2012	02/01/2013	120 00	113 00			7 00
2	AMERICAN EXPRESS CO	10/22/2012	02/01/2013	120 00	113 00			7 00
1	AMERICAN EXPRESS CO	10/22/2012	02/01/2013	60 00	57 00			3 00
4	AMERICAN EXPRESS CO	10/23/2012	02/01/2013	240 00	224 00			16 00
3	AMERICAN EXPRESS CO	VAR	02/01/2013	180 00	168 00			12 00
1	AMERICAN EXPRESS CO	10/23/2012	02/01/2013	60 00	56 00			4 00
4	AMERICAN EXPRESS CO	10/23/2012	02/01/2013	240 00	223 00			17 00
1	AMERICAN EXPRESS CO	10/23/2012	02/04/2013	60 00	56 00			4 00
3	AMERICAN EXPRESS CO	10/23/2012	02/04/2013	178 00	167 00			11 00
4	AMERICAN EXPRESS CO	10/23/2012	02/04/2013	238 00	223 00			15 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.

JSA
3X2615 2 000Form **8949** (2013)

Department of the Treasury
Internal Revenue Service► 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

2013Attachment
Sequence No **12A**

Name(s) shown on return

REGINA BAUER FRANKENBERG FOUNDATION P60633008

Social security number or taxpayer identification number

13-3741659

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 1 **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)

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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.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
2	AMERICAN EXPRESS CO	10/23/2012	02/04/2013	119 00	112 00			7 00
1	AMERICAN EXPRESS CO	10/23/2012	02/04/2013	59 00	56 00			3 00
2	AMERICAN EXPRESS CO	10/23/2012	02/04/2013	119 00	112 00			7 00
4	AMERICAN EXPRESS CO	10/23/2012	02/04/2013	238 00	223 00			15 00
1	AMERICAN EXPRESS CO	10/23/2012	02/04/2013	59 00	56 00			3 00
2	AMERICAN EXPRESS CO	10/23/2012	02/05/2013	120 00	112 00			8 00
4	AMERICAN EXPRESS CO	10/23/2012	02/05/2013	241 00	223 00			18 00
1	AMERICAN EXPRESS CO	10/23/2012	02/05/2013	60 00	56 00			4 00
2	AMERICAN EXPRESS CO	10/23/2012	02/05/2013	121 00	112 00			9 00
4	AMERICAN EXPRESS CO	VAR	02/05/2013	241 00	223 00			18 00
1	AMERICAN EXPRESS CO	10/23/2012	02/05/2013	60 00	56 00			4 00
5	PFIZER INC	12/31/2012	02/05/2013	137 00	125 00			12 00
31	PFIZER INC	12/31/2012	02/05/2013	851 00	773 00			78 00
5	PFIZER INC	12/31/2012	02/05/2013	137 00	125 00			12 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) ►								

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Form **8949** (2013)JSA
3X2615 2 060

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949

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2013Attachment
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REGINA BAUER FRANKENBERG FOUNDATION P60633008

Social security number or taxpayer identification number

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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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
19	PFIZER INC	12/31/2012	02/06/2013	520.00	474.00			46.00
1594	255 JPMORGAN SHORT DU FUND	06/01/2012	02/11/2013	17,521.00	17,521.00			
1350	SPDR TR UNIT SER 1	08/24/2012	02/19/2013	206,364.00	189,610.00			16,754.00
14300	189 JPMORGAN SHORT D FUND	06/01/2012	04/16/2013	157,016.00	157,159.00			-143.00
13	BAIDU COM-ADR	09/26/2012	06/14/2013	1,295.00	1,469.00			-174.00
145	CBS COPP	12/31/2012	06/14/2013	6,831.00	5,433.00			1,398.00
20	CME GROUP INC	12/31/2012	06/14/2013	1,484.00	1,005.00			479.00
8	CAMERON INTERNATIONAL C	VAR	06/14/2013	500.00	443.00			57.00
50	CAREFUSION CORPORATION	VAR	06/14/2013	1,900.00	1,391.00			509.00
78	CHENIERE ENERGY INC	VAR	06/14/2013	2,143.00	1,402.00			741.00
100	CISCO SYS INC	12/31/2012	06/14/2013	2,426.00	1,947.00			479.00
1	EOG RESOURCES INC	09/07/2012	06/14/2013	133.00	113.00			20.00
30	HALLIBURTON CO	01/23/2013	06/14/2013	1,298.00	1,138.00			160.00
52	MICROSOFT CORP	07/06/2012	06/14/2013	1,794.00	1,565.00			229.00
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) ►								

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JSA
3X2615 2 000Form **8949** (2013)

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949**2013**Attachment
Sequence No **12A**

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

Name(s) shown on return

REGINA BAUER FRANKENBERG FOUNDATION P60633008

Social security number or taxpayer identification number

13-3741659

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

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☒ (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.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
39	NETAPP INC	07/06/2012	06/14/2013	1,498.00	1,158.00			340.00
15	PPG INDS INC	01/23/2013	06/14/2013	2,323.00	2,148.00			175.00
4	PACCAR INC	VAR	06/14/2013	215.00	173.00			42.00
5	PHILLIPS 66	12/31/2012	06/14/2013	323.00	256.00			67.00
25	QUALCOMM INC	12/31/2012	06/14/2013	1,544.00	1,527.00			17.00
25	3M CO	01/23/2013	06/14/2013	2,779.00	2,491.00			288.00
35	TIME WARNER CABLE INC	07/27/2012	06/14/2013	3,362.00	2,960.00			402.00
32	WILLIAMS COS INC	01/23/2013	06/14/2013	1,073.00	1,121.00			-48.00
16	OCCIDENTAL PETE CORP	VAR	06/21/2013	1,438.00	1,472.00			-34.00
3	ALLERGAN INC	06/14/2013	06/24/2013	253.00	305.00			-52.00
2	ALLERGAN INC	06/14/2013	06/24/2013	168.00	203.00			-35.00
4	ALLERGAN INC	06/14/2013	06/24/2013	334.00	406.00			-72.00
3	ALLERGAN INC	06/14/2013	06/24/2013	257.00	305.00			-48.00
3	ALLERGAN INC	06/14/2013	06/24/2013	251.00	305.00			-54.00
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.

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Form **8949** (2013)

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949

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2013Attachment
Sequence No. **12A**

Name(s) shown on return

REGINA BAUER FRANKENBERG FOUNDATION P60633008

Social security number or taxpayer identification number

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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.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
1	ALLERGAN INC	06/14/2013	06/24/2013	85 00	102 00			-17 00
2	ALLERGAN INC	06/14/2013	06/24/2013	164 00	203 00			-39 00
2	ALLERGAN INC	06/14/2013	06/24/2013	172 00	203 00			-31 00
1	INVESCO LTD SHS	12/31/2012	06/28/2013	32 00	26 00			6 00
2	INVESCO LTD SHS	12/31/2012	06/28/2013	64 00	52 00			12 00
2	INVESCO LTD SHS	12/31/2012	06/28/2013	64 00	52 00			12 00
4	INVESCO LTD SHS	12/31/2012	06/28/2013	127 00	103 00			24 00
3	INVESCO LTD SHS	12/31/2012	06/28/2013	96 00	78 00			18 00
1	INVESCO LTD SHS	12/31/2012	07/01/2013	32 00	26 00			6 00
19	PHILLIPS 66	12/31/2012	07/02/2013	1,084 00	972 00			112 00
1	INVESCO LTD SHS	12/31/2012	07/02/2013	32 00	26 00			6 00
4	APACHE CORP	06/14/2013	07/03/2013	323 00	342 00			-19 00
1	APACHE CORP	06/14/2013	07/03/2013	81 00	85 00			-4 00
1	INVESCO LTD SHS	12/31/2012	07/03/2013	32 00	26 00			6 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) ►								

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Sequence No. **12A**Department of the Treasury
Internal Revenue Service

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Name(s) shown on return

Social security number or taxpayer identification number

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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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
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1	INVESCO LTD SHS	12/31/2012	07/05/2013	32.00	26.00			6.00
1	INVESCO LTD SHS	12/31/2012	07/08/2013	32.00	26.00			6.00
3	INVESCO LTD SHS	12/31/2012	07/09/2013	96.00	78.00			18.00
4182	ISHARES MSCI CHINA I	VAR	07/10/2013	169,140.00	202,134.00			-32,994.00
3	INVESCO LTD SHS	12/31/2012	07/10/2013	94.00	78.00			16.00
1	INVESCO LTD SHS	12/31/2012	07/11/2013	32.00	26.00			6.00
6	INVESCO LTD SHS	12/31/2012	07/11/2013	192.00	155.00			37.00
2	INVESCO LTD SHS	12/31/2012	07/11/2013	64.00	52.00			12.00
6	PHILIP MORRIS INTERNATI	06/14/2013	07/12/2013	536.00	554.00			-18.00
1	PHILIP MORRIS INTERNATI	06/14/2013	07/12/2013	90.00	92.00			-2.00
17	TIME WARNER INC	06/14/2013	07/12/2013	1,043.00	981.00			62.00
1	INVESCO LTD SHS	12/31/2012	07/12/2013	32.00	26.00			6.00
2	INVESCO LTD SHS	12/31/2012	07/12/2013	64.00	52.00			12.00
10	PHILIP MORRIS INTERNAT	06/14/2013	07/15/2013	898.00	923.00			-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) ►								

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2013Attachment
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Social security number or taxpayer identification number

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☐ (B) Short term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☒ (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.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
1	GOOGLE INC	06/14/2013	07/16/2013	917 00	880 00			37 00
2	GOOGLE INC	06/14/2013	07/16/2013	1,836 00	1,760 00			76 00
1	GOOGLE INC	06/14/2013	07/17/2013	919 00	880 00			39 00
1	GOOGLE INC	06/14/2013	07/17/2013	918 00	880 00			38 00
1	WALTER INDS INC	09/07/2012	07/24/2013	12 00	35 00			-23 00
2	WALTER INDS INC	09/07/2012	07/25/2013	23 00	69 00			-46 00
9	LINKEDIN CORP - A	06/14/2013	07/29/2013	1,824 00	1,548 00			276 00
9108 42	JPMORGAN INTERNATI CURRENCY	02/11/2013	07/31/2013	100,830 00	102,424 00			-1,594 00
5	ONYX PHARMACEUTICALS IN	06/14/2013	07/31/2013	662 00	447 00			215 00
5	ONYX PHARMACEUTICALS IN	06/14/2013	07/31/2013	659 00	447 00			212 00
2	ONYX PHARMACEUTICALS IN	06/14/2013	07/31/2013	264 00	179 00			85 00
36198 908	VIRTUS EMERGING	02/11/2013	07/31/2013	374,731 00	397,269 00			-22,538 00
3	WALTER INDS INC	09/07/2012	07/31/2013	35 00	104 00			-69 00
3	NISOURCE INC	06/14/2013	08/01/2013	93 00	86 00			7 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.

Form **8949** (2013)

3X2615 2 000

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949**2013**Attachment
Sequence No **12A**

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

Name(s) shown on return

Social security number or taxpayer identification number

REGINA BAUER FRANKENBERG FOUNDATION P60633008

13-3741659

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
- ☒ (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		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
15	ONYX PHARMACEUTICALS I	06/14/2013	08/01/2013	2,000.00	1,341.00			659.00
1	ONYX PHARMACEUTICALS IN	06/14/2013	08/01/2013	134.00	89.00			45.00
16	WALTER INDS INC	09/07/2012	08/01/2013	186.00	552.00			-366.00
3	NISOURCE INC	06/14/2013	08/02/2013	93.00	86.00			7.00
13	XILINX INC	06/14/2013	08/02/2013	600.00	504.00			96.00
4	XILINX INC	06/14/2013	08/05/2013	184.00	155.00			29.00
10	XILINX INC	06/14/2013	08/05/2013	461.00	388.00			73.00
3	NISOURCE INC	06/14/2013	08/06/2013	91.00	86.00			5.00
5	WALTER INDS INC	09/07/2012	08/06/2013	53.00	173.00			-120.00
3	WALTER INDS INC	09/07/2012	08/06/2013	31.00	104.00			-73.00
15	XILINX INC	06/14/2013	08/06/2013	688.00	582.00			106.00
7	XILINX INC	06/14/2013	08/06/2013	320.00	271.00			49.00
3	NISOURCE INC	06/14/2013	08/07/2013	92.00	86.00			6.00
3	WALTER INDS INC	09/07/2012	08/07/2013	31.00	104.00			-73.00
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.

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Form **8949** (2013)

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949**2013**Attachment
Sequence No. **12A**

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

Name(s) shown on return

Social security number or taxpayer identification number

REGINA BAUER FRANKENBERG FOUNDATION P60633008

13-3741659

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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

☒ (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.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
9	WALTER INDS INC	09/07/2012	09/07/2013	91.00	311.00			-220.00
1	XILINK INC	06/14/2013	08/07/2013	46.00	39.00			7.00
8	XILINK INC	06/14/2013	08/07/2013	365.00	310.00			55.00
1	XILINK INC	06/14/2013	08/07/2013	46.00	39.00			7.00
7	XILINK INC	06/14/2013	08/08/2013	319.00	271.00			48.00
3	XILINK INC	06/14/2013	08/09/2013	136.00	116.00			20.00
7	NISOURCE INC	06/14/2013	08/12/2013	213.00	201.00			12.00
1	XILINK INC	06/14/2013	08/12/2013	45.00	39.00			6.00
3	XILINK INC	06/14/2013	08/12/2013	136.00	116.00			20.00
34	NISOURCE INC	06/14/2013	08/13/2013	1,047.00	977.00			70.00
200000	SG QARN PALLADIUM	04/26/2013	08/13/2013	207,010.00	198,000.00			9,010.00
1	XILINK INC	06/14/2013	08/13/2013	45.00	39.00			6.00
1	XILINK INC	06/14/2013	08/13/2013	45.00	39.00			6.00
1	XILINK INC	06/14/2013	08/13/2013	45.00	39.00			6.00
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.

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Form **8949** (2013)

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949**2013**Attachment
Sequence No **12A**

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

Name(s) shown on return

Social security number or taxpayer identification number

REGINA BAUER FRANKENBERG FOUNDATION P60633008

13-3741659

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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).

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- ☐ (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
- ☒ (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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
1	XILINX INC	06/14/2013	08/13/2013	45 00	39 00			6 00
1	NISOURCE INC	06/14/2013	08/14/2013	31 00	29 00			2 00
6	NISOURCE INC	06/14/2013	08/14/2013	184 00	172 00			12 00
2	TARGET CORP	06/14/2013	08/14/2013	141 00	139 00			2 00
1	TARGET CORP	06/14/2013	08/14/2013	70 00	69 00			1 00
1	TARGET CORP	06/14/2013	08/14/2013	70 00	69 00			1 00
5	TARGET CORP	06/14/2013	08/14/2013	350 00	347 00			3 00
1	XILINX INC	06/14/2013	08/14/2013	45 00	39 00			6 00
4	CERNER CORP	06/14/2013	08/15/2013	189 00	197 00			-8 00
10	CERNER CORP	06/14/2013	08/15/2013	471 00	493 00			-22 00
1	NISOURCE INC	06/14/2013	08/15/2013	31 00	29 00			2 00
1	TARGET CORP	06/14/2013	08/15/2013	69 00	69 00			
2	TARGET CORP	06/14/2013	08/15/2013	138 00	139 00			-1 00
2	TARGET CORP	06/14/2013	08/15/2013	138 00	139 00			-1 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) ►								

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Form **8949** (2013)

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949**2013**Attachment
Sequence No. **12A**

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

Name(s) shown on return

Social security number or taxpayer identification number

REGINA BAUER FRANKENBERG FOUNDATION P60633008

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- ☐ (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
- ☒ (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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
8	TARGET CORP	VAR	08/15/2013	554.00	552.00			2.00
14	ASML HOLDING N V	10/26/2012	08/15/2013	1,279.00	999.00			280.00
16	CERNER CORP	06/14/2013	08/16/2013	754.00	788.00			-34.00
4	CERNER CORP	06/14/2013	08/19/2013	191.00	197.00			-6.00
8	NISOURCE INC	06/14/2013	08/19/2013	238.00	230.00			8.00
9	EDISON INTL	06/14/2013	09/11/2013	406.00	427.00			-21.00
1	EDISON INTL	06/14/2013	09/11/2013	45.00	47.00			-2.00
17	ASML HOLDING N V	10/26/2012	09/11/2013	1,517.00	1,213.00			304.00
3	EDISON INTL	06/14/2013	09/12/2013	134.00	142.00			-8.00
17	EDISON INTL	06/14/2013	09/12/2013	758.00	806.00			-48.00
1	EDISON INTL	06/14/2013	09/12/2013	45.00	47.00			-2.00
41	DOW CHEM CO	06/14/2013	09/13/2013	1,626.00	1,414.00			212.00
4	EDISON INTL	06/14/2013	09/13/2013	180.00	190.00			-10.00
16	EDISON INTL	06/14/2013	09/13/2013	720.00	759.00			-39.00
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) ►								

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JSA
3X2615 2 000Form **8949** (2013)

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949**2013**Attachment
Sequence No **12A**

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

Name(s) shown on return

Social security number or taxpayer identification number

REGINA BAUER FRANKENBERG FOUNDATION P60633008

13-3741659

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- ☐ (B) Short term transactions reported on Form(s) 1099 B showing basis was not reported to the IRS
- ☒ (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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
17	ASML HOLDING N V	VAR	09/18/2013	1,594 00	1,198 00			396 00
3	CVS CORP	06/14/2013	09/19/2013	179 00	178 00			1 00
4	CVS CORP	06/14/2013	09/19/2013	239 00	237 00			2 00
1	CVS CORP	06/14/2013	09/19/2013	60 00	59 00			1 00
9	CVS CORP	06/14/2013	09/19/2013	538 00	534 00			4 00
1	CVS CORP	06/14/2013	09/19/2013	60 00	59 00			1 00
67	HEWLETT PACKARD CO	VAR	09/19/2013	1,432 00	1,816 00			-384 00
132	HEWLETT PACKARD CO	VAR	09/19/2013	2,841 00	3,553 00			-712 00
12	CVS CORP	06/14/2013	09/20/2013	713 00	711 00			2 00
38	CVS CORP	06/14/2013	09/20/2013	2,221 00	2,253 00			-32 00
1	HEWLETT PACKARD CO	08/09/2013	09/20/2013	21 00	27 00			-6 00
7	INTUITIVE SURGICAL INC	06/14/2013	09/26/2013	2,571 00	3,532 00			-961 00
9	AXIAL CORPORATION	06/14/2013	10/02/2013	343 00	398 00			-55 00
13	AXIAL CORPORATION	06/14/2013	10/02/2013	496 00	575 00			-79 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).								

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JSA
3X2615 2 000Form **8949** (2013)

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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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
38	AXIALL CORPORATION	06/14/2013	10/03/2013	1,441 00	1,680 00			-239 00
24	AXIALL CORPORATION	06/14/2013	10/04/2013	915 00	1,061 00			-146 00
11	AXIALL CORPORATION	06/14/2013	10/04/2013	421 00	486 00			-65 00
4	DTE ENERGY CO	VAR	10/17/2013	265 00	286 00			-21 00
4	DTE ENERGY CO	VAR	10/17/2013	268 00	286 00			-18 00
12	DTE ENERGY CO	VAR	10/17/2013	801 00	846 00			-45 00
2	DTE ENERGY CO	VAR	10/17/2013	134 00	137 00			-3 00
1	DTE ENERGY CO	08/20/2013	10/17/2013	67 00	68 00			-1 00
2	DTE ENERGY CO	VAR	10/17/2013	132 00	135 00			-3 00
6	AVAGO TECHNOLOGIES LTD	06/14/2013	10/17/2013	269 00	223 00			46 00
2	AVAGO TECHNOLOGIES LTD	06/14/2013	10/17/2013	90 00	74 00			16 00
4	DTE ENERGY CO	VAR	10/18/2013	269 00	269 00			
2	DTE ENERGY CO	VAR	10/18/2013	135 00	134 00			1 00
2	DTE ENERGY CO	VAR	10/18/2013	135 00	134 00			1 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

Form **8949** (2013)

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949**2013**Attachment
Sequence No **12A**

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

Name(s) shown on return

Social security number or taxpayer identification number

REGINA BAUER FRANKENBERG FOUNDATION P60633008

13-3741659

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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).

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- ☐ (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
- ☒ (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		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
2	DTE ENERGY CO	09/11/2013	10/18/2013	135 00	134 00			1 00
6	AVAGO TECHNOLOGIES LTD	06/14/2013	10/18/2013	275 00	223 00			52 00
1	DTE ENERGY CO	09/11/2013	10/21/2013	67 00	67 00			
3	DTE ENERGY CO	VAR	10/21/2013	200 00	200 00			
3	DTE ENERGY CO	09/11/2013	10/21/2013	200 00	200 00			
10	AVAGO TECHNOLOGIES LTD	06/14/2013	10/21/2013	468 00	372 00			96 00
47	BAXTER INTL INC	VAR	10/22/2013	3,069 00	3,412 00			-343 00
9	BAXTER INTL INC	VAR	10/22/2013	588 00	634 00			-46 00
4	DTE ENERGY CO	09/11/2013	10/22/2013	270 00	267 00			3 00
4	DTE ENERGY CO	VAR	10/22/2013	270 00	266 00			4 00
1	AVAGO TECHNOLOGIES LTD	06/14/2013	10/22/2013	47 00	37 00			10 00
9	BAXTER INTL INC	VAR	10/23/2013	587 00	628 00			-41 00
18	CHENIERE ENERGY INC	VAR	10/23/2013	689 00	285 00			404 00
47	EATON CORP PLC	VAR	10/23/2013	3,184 00	3,130 00			54 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) ►								

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Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949**2013**Attachment
Sequence No **12A**

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Name(s) shown on return

Social security number or taxpayer identification number

REGINA BAUER FRANKENBERG FOUNDATION P60633008

13-3741659

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- ☒ (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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
5	EATON CORP PLC	08/05/2013	10/23/2013	339 00	332 00			7 00
2	AVAGO TECHNOLOGIES LTD	06/14/2013	10/23/2013	91 00	74 00			17 00
1	AVAGO TECHNOLOGIES LTD	06/14/2013	10/23/2013	45 00	37 00			8 00
18	CAMERON INTERNATIONAL	11/05/2012	10/24/2013	971 00	937 00			34 00
1	CAMERON INTERNATIONAL C	11/05/2012	10/24/2013	54 00	52 00			2 00
33	EATON CORP PLC	VAR	10/24/2013	2,247 00	2,183 00			64 00
12	BROADCOM CORP CL A	11/19/2012	10/25/2013	317 00	372 00			-55 00
24	BROADCOM CORP CL A	VAR	10/25/2013	635 00	739 00			-104 00
14	BROADCOM CORP CL A	11/16/2012	10/25/2013	372 00	421 00			-49 00
11	BROADCOM CORP CL A	VAR	10/25/2013	291 00	330 00			-39 00
3	AVAGO TECHNOLOGIES LTD	06/14/2013	10/25/2013	136 00	111 00			25 00
1	AVAGO TECHNOLOGIES LTD	06/14/2013	10/25/2013	46 00	37 00			9 00
6	AVAGO TECHNOLOGIES LTD	06/14/2013	10/25/2013	273 00	223 00			50 00
6	AVAGO TECHNOLOGIES LTD	06/14/2013	10/28/2013	273 00	223 00			50 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) ►								

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Form **8949** (2013)JSA
3X2615 2 000

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

REGINA BAUER FRANKENBERG FOUNDATION P60633008

Social security number or taxpayer identification number

13-3741659

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- ☒ (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		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
10	AVAGO TECHNOLOGIES LTD	06/14/2013	10/29/2013	460.00	372.00			88.00
14260	579 JPMORGAN HIGH YIELD FUND	07/31/2013	11/04/2013	117,222.00	115,939.00			1,283.00
8	DOW CHEM CO	10/22/2013	11/07/2013	313.00	333.00			-20.00
1	DOW CHEM CO	10/22/2013	11/07/2013	39.00	42.00			-3.00
2	DOW CHEM CO	10/22/2013	11/07/2013	78.00	83.00			-5.00
3	DOW CHEM CO	10/22/2013	11/08/2013	118.00	125.00			-7.00
2	DOW CHEM CO	10/22/2013	11/11/2013	79.00	83.00			-4.00
4	DOW CHEM CO	10/22/2013	11/11/2013	158.00	166.00			-8.00
3	ARCHER DANIELS MIDLAND	06/14/2013	11/12/2013	121.00	100.00			21.00
2	DOW CHEM CO	10/22/2013	11/12/2013	79.00	83.00			-4.00
1	DOW CHEM CO	10/22/2013	11/12/2013	40.00	42.00			-2.00
4	ARCHER DANIELS MIDLAND	06/14/2013	11/13/2013	164.00	133.00			31.00
2	ARCHER DANIELS MIDLAND	06/14/2013	11/13/2013	82.00	67.00			15.00
1	DOW CHEM CO	10/22/2013	11/13/2013	39.00	42.00			-3.00
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).								

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

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

► 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

2013
Attachment
Sequence No **12A**

Name(s) shown on return

Social security number or taxpayer identification number

REGINA BAUER FRANKENBERG FOUNDATION P60633008

13-3741659

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- ☒ (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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
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18	DOW CHEM CO	VAR	11/13/2013	708 00	663 00			45 00
1	DOW CHEM CO	06/14/2013	11/13/2013	39 00	34 00			5 00
1	DOW CHEM CO	06/14/2013	11/13/2013	39 00	34 00			5 00
6	ARCHER DANIELS MIDLAND	06/14/2013	11/14/2013	251 00	200 00			51 00
20	CITRIX SYS INC	12/31/2012	11/14/2013	1,103 00	1,290 00			-187 00
7	DOW CHEM CO	06/14/2013	11/14/2013	280 00	241 00			39 00
1	DOW CHEM CO	06/14/2013	11/14/2013	40 00	34 00			6 00
25	ASML HOLDING N V	VAR	11/14/2013	2,218 00	1,621 00			597 00
4	ARCHER DANIELS MIDLAND	06/14/2013	11/15/2013	163 00	133 00			30 00
3	ARCHER DANIELS MIDLAND	06/14/2013	11/15/2013	122 00	100 00			22 00
10	DAVITA INC	09/20/2013	11/15/2013	589 00	590 00			-1 00
2	DAVITA INC	09/20/2013	11/15/2013	118 00	118 00			
14	DAVITA INC	VAR	11/15/2013	825 00	821 00			4 00
1	ARCHER DANIELS MIDLAND	06/14/2013	11/18/2013	41 00	33 00			8 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).								

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JSA
3X2615 2 000

Form **8949** (2013)

Department of the Treasury
Internal Revenue ServiceInformation about Form 8949 and its separate instructions is at www.irs.gov/form8949**2013**Attachment
Sequence No. **12A**

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

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Social security number or taxpayer identification number

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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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
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3	ARCHER DANIELS MIDLAND	06/14/2013	11/18/2013	123 00	100 00			23 00
3	ARCHER DANIELS MIDLAND	06/14/2013	11/19/2013	123 00	100 00			23 00
2	ARCHER DANIELS MIDLAND	06/14/2013	11/19/2013	82 00	67 00			15 00
73	MICROSOFT CORP	VAR	11/19/2013	2,690 00	2,475 00			215 00
25	UNITEDHEALTH GROUP INC	VAR	11/19/2013	1,787 00	1,812 00			-25 00
5	ARCHER DANIELS MIDLAND	06/14/2013	11/20/2013	202 00	167 00			35 00
31	ARCHER DANIELS MIDLAND	06/14/2013	11/21/2013	1,273 00	1,034 00			239 00
17	STRYKER CORP	VAR	11/25/2013	1,273 00	1,264 00			9 00
8	STRYKER CORP	VAR	11/26/2013	599 00	592 00			7 00
10	STRYKER CORP	VAR	11/26/2013	749 00	738 00			11 00
6	STRYKER CORP	VAR	11/27/2013	449 00	439 00			10 00
18860 08	PIMCO UNCONSTRAIN	06/19/2013	12/11/2013	210,101 00	213,873 00			-3,772 00
1835	SPDR TR UNIT SER 1	11/04/2013	12/11/2013	329,415 00	324,298 00			5,117 00
3	APPLIED MATLS INC	06/14/2013	12/13/2013	50 00	47 00			3 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).								

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Form **8949** (2013)

Name(s) shown on return

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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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
90	APPLIED MATLS INC	06/14/2013	12/13/2013	1,503 00	1,408 00			95 00
146	APPLIED MATLS INC	06/14/2013	12/13/2013	2,438 00	2,284 00			154 00
22	EMERSON ELEC CO	09/19/2013	12/13/2013	1,457 00	1,463 00			-6 00
1	LINKEDIN CORP - A	06/14/2013	12/13/2013	234 00	172 00			62 00
17	LINKEDIN CORP - A	06/14/2013	12/13/2013	3,924 00	2,925 00			999 00
11	PENTAIR LTD	10/23/2013	12/13/2013	771 00	714 00			57 00
58	APPLIED MATLS INC	06/14/2013	12/16/2013	969 00	907 00			62 00
19	APPLIED MATLS INC	06/14/2013	12/16/2013	317 00	297 00			20 00
2	EMERSON ELEC CO	09/19/2013	12/16/2013	134 00	133 00			1 00
7	PENTAIR LTD	10/23/2013	12/16/2013	500 00	454 00			46 00
27	JOHNSON & JOHNSON	VAR	12/19/2013	2,476 00	2,482 00			-6 00
61	MICROSOFT CORP	09/11/2013	12/19/2013	2,219 00	2,003 00			216 00
47	PERRIGO CO	VAR	12/19/2013	7,154 00	7,207 00			-53 00
47	PERRIGO CO LTD		12/19/2013	147 00				147 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).				2,045,293	2,064,479			-19,186

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.

Form 8949 (2013)

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

REGINA BAUER FRANKENBERG FOUNDATION P60633008

13-3741659

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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.

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

☒ **(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.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
19	GOLDMAN SACHS GROUP IN	VAR	01/23/2013	2,768 00	1,628 00			1,140 00
165000	DB 95% PPN FX BASK	07/29/2011	02/01/2013	156,750 00	165,114 00			-8,364 00
11	MERCK & CO INC	04/18/2011	02/05/2013	451 00	374 00			77 00
15	MERCK & CO INC	04/18/2011	02/05/2013	619 00	510 00			109 00
9	MERCK & CO INC	04/18/2011	02/05/2013	372 00	306 00			66 00
9	MERCK & CO INC	04/18/2011	02/06/2013	369 00	306 00			63 00
8	MEPCK & CO INC	VAR	02/06/2013	328 00	267 00			61 00
8	PFIZER INC	02/20/2009	02/06/2013	219 00	111 00			108 00
5	PFIZER INC	02/20/2009	02/06/2013	137 00	69 00			68 00
799	ISHARES TR S & P MIDC FD	VAR	02/11/2013	88,254 00	67,515 00			20,739 00
37206	945 JPMORGAN GROWTH FUND	01/04/2011	02/11/2013	398,858 00	330,026 00			68,832 00
12728	844 JPMORGAN US REAL	12/17/2009	02/11/2013	211,299 00	151,346 00			59,953 00
17053	558 JPMORGAN SHORT D FUND	07/20/2011	02/11/2013	187,419 00	188,101 00			-682 00
225000	CS BREN EAFE 03/1	02/24/2012	03/13/2013	237,380 00	222,750 00			14,630 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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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

☒ (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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
13633	196 JPMORGAN US LARG PLUS FUND SEL	01/28/2008	04/16/2013	334,968.00	261,621.00			73,347.00
12406	317 JPMORGAN US REAL	12/17/2009	04/16/2013	218,723.00	147,511.00			71,212.00
37789	669 JPMORGAN HIGH YI FUND	10/06/2009	04/16/2013	314,032.00	281,155.00			32,877.00
200000	UBS PALLADIUM CBEV	04/13/2012	04/25/2013	216,000.00	198,000.00			18,000.00
	BANK OF AMERICA CORPORAT		05/21/2013	16.00				16.00
	BANK OF AMERICA CORPORAT		05/21/2013	4.00				4.00
	MF GLOBAL HOLDINGS LTD D		05/21/2013	370.00				370.00
650	SPDR GOLD TRUST	07/17/2008	06/10/2013	86,588.00	61,568.00	C		25,020.00
21840	AP ALTERNATIVE ASSE	VAR	06/12/2013	463,647.00	426,376.00			37,271.00
16	AMAZON COM INC	VAR	06/14/2013	4,400.00	2,329.00			2,071.00
3	ANADARKO PETE CORP	10/28/2011	06/14/2013	262.00	248.00			14.00
1	APPLE COMPUTER INC	06/16/2010	06/14/2013	435.00	266.00			169.00
20	BAIDU COM-ADR	09/21/2010	06/14/2013	1,992.00	1,841.00			151.00
16	BIOGEN IDEC INC	08/16/2011	06/14/2013	3,392.00	1,454.00			1,938.00
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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☐ (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

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☒ (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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
115	CME GROUP INC	VAR	06/14/2013	8,531.00	6,597.00			1,934.00
66	CSX CORP	VAR	06/14/2013	1,654.00	1,421.00			233.00
56	CARDINAL HEALTH INC	VAR	06/14/2013	2,675.00	2,165.00			510.00
35	CAREFUSION CORPORATION	VAR	06/14/2013	1,330.00	910.00			420.00
19	CELGENE CORP	03/30/2011	06/14/2013	2,283.00	1,079.00			1,204.00
8	CISCO SYS INC	09/28/2011	06/14/2013	194.00	130.00			64.00
94	COGNIZANT TECHNOLOGY S A	VAR	06/14/2013	5,996.00	5,034.00			962.00
20	EOG RESOURCES INC	VAR	06/14/2013	2,670.00	2,102.00			568.00
44	EMERSON ELEC CO	VAR	06/14/2013	2,490.00	2,470.00			20.00
33	EXXON MOBIL CORP	VAR	06/14/2013	3,008.00	1,061.00			1,947.00
102	FREEPORT-MCMORAN COPP B	VAR	06/14/2013	3,038.00	2,438.00			600.00
74	GENERAL MILS INC	VAR	06/14/2013	3,628.00	2,867.00			761.00
7	GENERAL MOTORS CO	11/18/2010	06/14/2013	241.00	249.00			-8.00
41	GOLDMAN SACHS GROUP IN	12/16/2008	06/14/2013	6,794.00	3,037.00			3,757.00
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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☐ (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

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☒ (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.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
4	HOME DEPOT INC	03/20/2012	06/14/2013	305.00	198.00			107.00
4	HUMANA INC	10/31/2011	06/14/2013	325.00	342.00			-17.00
61	JOHNSON CTLS INC	VAR	06/14/2013	2,310.00	976.00			1,334.00
179	JUNIPER NETWORKS INC	VAR	06/14/2013	3,442.00	2,929.00			513.00
60	LENNAR CORP	10/21/2011	06/14/2013	2,315.00	993.00			1,322.00
14	LOWES COS INC	02/19/2010	06/14/2013	574.00	323.00			251.00
137	MERCK & CO INC	VAR	06/14/2013	6,566.00	3,838.00			2,728.00
158	MICROSOFT CORP	VAR	06/14/2013	5,452.00	3,157.00			2,295.00
88	NETAPP INC	VAR	06/14/2013	3,381.00	3,605.00			-224.00
65	ORACLE CORP	VAR	06/14/2013	2,219.00	1,887.00			332.00
532	PFIZER INC	VAR	06/14/2013	15,417.00	6,457.00			8,960.00
38	PIONEER NAT RES CO	VAR	06/14/2013	5,588.00	3,344.00			2,244.00
28	PROCTER & GAMBLE CO	11/06/1997	06/14/2013	2,195.00	981.00			1,214.00
125	PRUDENTIAL FINL INC	VAR	06/14/2013	8,940.00	3,388.00			5,552.00

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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☒ (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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
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67	QUALCOMM INC	VAR	06/14/2013	4,138.00	3,720.00			418.00
3	SCHLUMBERGER LTD	05/12/2011	06/14/2013	217.00	251.00			-34.00
30	VERTEX PHARMACEUTICALS	12/15/2011	06/14/2013	2,480.00	941.00			1,539.00
112	WELLS FARGO & CO NEW	VAR	06/14/2013	4,572.00	3,691.00			881.00
3	YUM BRANDS INC	09/10/2009	06/14/2013	215.00	101.00			114.00
38	COVIDIEN PLC NEW	VAR	06/14/2013	2,463.00	1,873.00			590.00
3	ALLEPCAN INC	01/19/2012	06/25/2013	255.00	261.00			-6.00
6	ALLERGAN INC	01/19/2012	06/25/2013	505.00	522.00			-17.00
	TYCO INTL LTD NEW		07/02/2013	82.00				82.00
200000	BNP BREN EAFE 07	06/22/2012	07/10/2013	245,200.00	198,000.00			47,200.00
6	TIME WARNER INC	12/17/2010	07/12/2013	368.00	189.00			179.00
3	TIME WARNER INC	12/17/2010	07/12/2013	185.00	94.00			91.00
7	INVESCO LTD SHS	10/28/2011	07/12/2013	223.00	146.00			77.00
4	PHILIP MORRIS INTERNATI	06/21/2012	07/15/2013	359.00	343.00			16.00

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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☒ (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.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g).
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14	TIME WARNER INC	VAR	07/15/2013	860 00	440 00			420 00
2	TIME WARNER INC	07/28/2010	07/15/2013	123 00	63 00			60 00
1	INVESCO LTD SHS	10/28/2011	07/15/2013	32 00	21 00			11 00
2	INVESCO LTD SHS	10/28/2011	07/15/2013	64 00	42 00			22 00
1	INVESCO LTD SHS	10/28/2011	07/15/2013	32 00	21 00			11 00
15	TIME WARNER INC	VAR	07/16/2013	918 00	471 00			447 00
1	INVESCO LTD SHS	10/28/2011	07/16/2013	32 00	21 00			11 00
1	INVESCO LTD SHS	10/28/2011	07/16/2013	32 00	21 00			11 00
1	INVESCO LTD SHS	10/28/2011	07/17/2013	32 00	21 00			11 00
5	AMAZON COM INC	08/13/2010	07/18/2013	1,521 00	630 00			891 00
2	INVESCO LTD SHS	10/28/2011	07/18/2013	65 00	42 00			23 00
3	INVESCO LTD SHS	10/28/2011	07/18/2013	98 00	63 00			35 00
2	INVESCO LTD SHS	10/28/2011	07/18/2013	65 00	42 00			23 00
1	INVESCO LTD SHS	10/28/2011	07/18/2013	33 00	21 00			12 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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☒ (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.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
3	INVESCO LTD SHS	10/28/2011	07/19/2013	97.00	63.00			34.00
1	INVESCO LTD SHS	10/28/2011	07/19/2013	32.00	21.00			11.00
1	INVESCO LTD SHS	10/28/2011	07/19/2013	32.00	21.00			11.00
3	WALTER INDS INC	02/02/2012	07/22/2013	41.00	223.00			-182.00
1	WALTER INDS INC	02/02/2012	07/22/2013	14.00	74.00			-60.00
3	WALTER INDS INC	02/02/2012	07/22/2013	40.00	223.00			-183.00
2	WALTER INDS INC	02/02/2012	07/22/2013	27.00	148.00			-121.00
1	INVESCO LTD SHS	10/28/2011	07/22/2013	33.00	21.00			12.00
1	INVESCO LTD SHS	10/28/2011	07/22/2013	33.00	21.00			12.00
1	INVESCO LTD SHS	10/28/2011	07/22/2013	33.00	21.00			12.00
1	INVESCO LTD SHS	10/28/2011	07/22/2013	33.00	21.00			12.00
1	INVESCO LTD SHS	10/28/2011	07/22/2013	33.00	21.00			12.00
1	INVESCO LTD SHS	10/28/2011	07/22/2013	33.00	21.00			12.00
1	INVESCO LTD SHS	10/28/2011	07/22/2013	33.00	21.00			12.00
1	INVESCO LTD SHS	10/28/2011	07/22/2013	33.00	21.00			12.00
1	INVESCO LTD SHS	10/28/2011	07/22/2013	33.00	21.00			12.00
1	INVESCO LTD SHS	10/28/2011	07/22/2013	33.00	21.00			12.00
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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Social security number or taxpayer identification number

REGINA BAUER FRANKENBERG FOUNDATION P60633008

13-3741659

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

☒ (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.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
1	INVESCO LTD SHS	10/28/2011	07/22/2013	33.00	21.00			12.00
10	WALTER INDS INC	02/02/2012	07/23/2013	143.00	742.00			-599.00
1	WALTER INDS INC	02/02/2012	07/23/2013	14.00	74.00			-60.00
2	WALTER INDS INC	02/02/2012	07/23/2013	29.00	148.00			-119.00
6	WALTER INDS INC	02/02/2012	07/23/2013	86.00	445.00			-359.00
5	WALTER INDS INC	VAR	07/23/2013	69.00	363.00			-294.00
4	WALTER INDS INC	02/10/2012	07/23/2013	57.00	286.00			-229.00
1	WALTER INDS INC	02/10/2012	07/23/2013	14.00	72.00			-58.00
2	WALTER INDS INC	02/10/2012	07/24/2013	24.00	143.00			-119.00
10	WALTER INDS INC	02/10/2012	07/24/2013	120.00	716.00			-596.00
	MALLINCKRODT PUB LTD CO		07/29/2013	5.00				5.00
4	JOHNSON CTLS INC	03/19/2009	07/30/2013	165.00	45.00			120.00
1	JOHNSON CTLS INC	03/19/2009	07/30/2013	41.00	11.00			30.00
1	JOHNSON CTLS INC	03/19/2009	07/30/2013	41.00	11.00			30.00
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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☒ (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.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
1	JOHNSON CTLS INC	03/19/2009	07/30/2013	40.00	11.00			29.00
2	JOHNSON CTLS INC	03/19/2009	07/30/2013	81.00	23.00			58.00
5	JOHNSON CTLS INC	03/19/2009	07/31/2013	202.00	57.00			145.00
1	JOHNSON CTLS INC	03/19/2009	07/31/2013	40.00	11.00			29.00
6615	923 JPMORGAN INTERNAT CURRENCY	12/10/2009	07/31/2013	73,238.00	71,882.00			1,356.00
20028	209 JPMORGAN SHORT D FUND	06/01/2012	07/31/2013	218,508.00	220,110.00			-1,602.00
19107	177 VANGUARD FXD INC TM CORP*	06/01/2012	07/31/2013	187,824.00	195,275.00			-7,451.00
8000	VANGUARD EMERGING MA	VAR	07/31/2013	313,076.00	353,752.00			-40,676.00
5	JOHNSON CTLS INC	03/19/2009	08/01/2013	206.00	57.00			149.00
2	JOHNSON CTLS INC	03/19/2009	08/01/2013	82.00	23.00			59.00
1	CAREFUSION CORPORATION	04/13/2012	08/02/2013	36.00	26.00			10.00
13	CAREFUSION CORPORATION	VAR	08/02/2013	469.00	336.00			133.00
71	CAREFUSION CORPORATION	VAR	08/02/2013	2,582.00	1,816.00			766.00
3	JOHNSON CTLS INC	03/19/2009	08/02/2013	124.00	34.00			90.00
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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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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
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1	JOHNSON CTLS INC	03/19/2009	08/02/2013	41.00	11.00			30.00
1	JOHNSON CTLS INC	03/19/2009	08/05/2013	41.00	11.00			30.00
1	JOHNSON CTLS INC	03/19/2009	08/06/2013	40.00	11.00			29.00
200000	BARC BRENT CBEN 08	07/27/2012	08/07/2013	225,000.00	198,000.00			27,000.00
2	COVIDIEN PLC NEW	06/05/2009	08/08/2013	128.00	66.00			62.00
1	COVIDIEN PLC NEW	06/05/2009	08/08/2013	64.00	33.00			31.00
2	APPLE COMPUTER INC	06/16/2010	08/09/2013	910.00	532.00			378.00
4	APPLE COMPUTER INC	06/16/2010	08/09/2013	1,833.00	1,065.00			768.00
1	APPLE COMPUTER INC	06/16/2010	08/09/2013	458.00	266.00			192.00
3	APPLE COMPUTER INC	VAR	08/09/2013	1,370.00	783.00			587.00
34	VERIZON COMMUNICATIONS	09/20/2002	08/09/2013	1,672.00	899.00			773.00
1	COVIDIEN PLC NEW	06/05/2009	08/09/2013	64.00	33.00			31.00
1	COVIDIEN PLC NEW	06/05/2009	08/09/2013	64.00	33.00			31.00
1	COVIDIEN PLC NEW	06/05/2009	08/12/2013	64.00	33.00			31.00
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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1	COVIDIEN PLC NEW	06/05/2009	08/12/2013	64.00	33.00			31.00
1	COVIDIEN PLC NEW	06/05/2009	08/13/2013	64.00	33.00			31.00
1	COVIDIEN PLC NEW	06/05/2009	08/13/2013	64.00	33.00			31.00
2	COVIDIEN PLC NEW	06/05/2009	08/13/2013	127.00	66.00			61.00
1	COVIDIEN PLC NEW	06/05/2009	08/14/2013	63.00	33.00			30.00
1	COVIDIEN PLC NEW	06/05/2009	08/14/2013	63.00	33.00			30.00
33	TYCO INTERNATIONAL LTD	VAR	08/14/2013	1,138.00	838.00			300.00
1	COVIDIEN PLC NEW	06/05/2009	08/15/2013	62.00	33.00			29.00
9	MALLINCKRODT PUB LTD CO	06/05/2009	08/15/2013	388.00				388.00
63	TYCO INTERNATIONAL LTD	VAR	08/15/2013	2,151.00	1,249.00			902.00
18	TYCO INTERNATIONAL LTD	06/01/2010	08/15/2013	615.00	326.00			289.00
30	TYCO INTERNATIONAL LTD	06/01/2010	08/16/2013	1,025.00	544.00			481.00
3	COVIDIEN PLC NEW	06/05/2009	08/19/2013	183.00	99.00			84.00
2	COVIDIEN PLC NEW	06/05/2009	08/20/2013	122.00	66.00			56.00
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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1	COVIDIEN PLC NEW	06/05/2009	08/20/2013	61 00	33 00			28 00
200000	BARC BREN ASIA BAS	08/03/2012	08/21/2013	228,000 00	198,000 00			30,000 00
1	COVIDIEN PLC NEW	06/05/2009	08/22/2013	61 00	33 00			28 00
2	COVIDIEN PLC NEW	06/05/2009	08/22/2013	121 00	66 00			55 00
1	COVIDIEN PLC NEW	06/05/2009	08/23/2013	61 00	33 00			28 00
1	COVIDIEN PLC NEW	06/05/2009	08/23/2013	61 00	33 00			28 00
2	COVIDIEN PLC NEW	06/05/2009	08/23/2013	121 00	66 00			55 00
1	COVIDIEN PLC NEW	06/05/2009	08/26/2013	61 00	33 00			28 00
1	COVIDIEN PLC NEW	06/05/2009	08/26/2013	61 00	33 00			28 00
1	COVIDIEN PLC NEW	06/05/2009	08/26/2013	61 00	33 00			28 00
1	COVIDIEN PLC NEW	06/05/2009	08/27/2013	60 00	33 00			27 00
1	COVIDIEN PLC NEW	06/05/2009	08/27/2013	60 00	33 00			27 00
420000	BNP CONT BUFF EQ S	08/10/2012	08/28/2013	483,000 00	415,800 00			67,200 00
200000	CS BREN EAFE 08/2	08/10/2012	08/28/2013	238,400 00	198,000 00			40,400 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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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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
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2	COVIDIEN PLC NEW	06/05/2009	08/28/2013	120 00	66 00			54 00
	INTERNATIONAL GAME TECHN		08/29/2013	81 00				81 00
3	COVIDIEN PLC NEW	06/05/2009	08/29/2013	181 00	99 00			82 00
1	COVIDIEN PLC NEW	06/05/2009	08/30/2013	59 00	33 00			26 00
31	CARDINAL HEALTH INC	VAR	09/03/2013	1,559 00	947 00			612 00
18	CARDINAL HEALTH INC	06/08/2009	09/03/2013	903 00	394 00			509 00
7	CARDINAL HEALTH INC	06/08/2009	09/03/2013	351 00	153 00			198 00
31	VERIZON COMMUNICATIONS	09/20/2002	09/03/2013	1,419 00	819 00			600 00
3	COVIDIEN PLC NEW	06/05/2009	09/03/2013	179 00	99 00			80 00
2	COVIDIEN PLC NEW	06/05/2009	09/03/2013	119 00	66 00			53 00
18	CARDINAL HEALTH INC	06/08/2009	09/04/2013	908 00	394 00			514 00
2	CARDINAL HEALTH INC	06/08/2009	09/04/2013	101 00	44 00			57 00
1	CARDINAL HEALTH INC	06/08/2009	09/04/2013	51 00	22 00			29 00
1	COVIDIEN PLC NEW	06/05/2009	09/04/2013	61 00	33 00			28 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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REGINA BAUER FRANKENBERG FOUNDATION P60633008

13-3741659

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☒ (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 <i>Column (e)</i> 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		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
2	COVIDIEN PLC NEW	06/05/2009	09/04/2013	122.00	66.00			56.00
1	COVIDIEN PLC NEW	06/05/2009	09/04/2013	60.00	33.00			27.00
5	COVIDIEN PLC NEW	06/05/2009	09/04/2013	303.00	165.00			138.00
1	COVIDIEN PLC NEW	06/05/2009	09/04/2013	60.00	33.00			27.00
1	COVIDIEN PLC NEW	06/05/2009	09/04/2013	60.00	33.00			27.00
22	CARDINAL HEALTH INC	06/08/2009	09/05/2013	1,108.00	482.00			626.00
1	COVIDIEN PLC NEW	06/05/2009	09/05/2013	61.00	33.00			28.00
3	COVIDIEN PLC NEW	06/05/2009	09/06/2013	183.00	99.00			84.00
2	COVIDIEN PLC NEW	06/05/2009	09/09/2013	122.00	66.00			56.00
2	COVIDIEN PLC NEW	06/05/2009	09/09/2013	122.00	66.00			56.00
2	COVIDIEN PLC NEW	06/05/2009	09/10/2013	123.00	66.00			57.00
1	COVIDIEN PLC NEW	06/05/2009	09/10/2013	61.00	33.00			28.00
3	APPLE COMPUTER INC	08/13/2010	09/11/2013	1,405.00	752.00			653.00
1	CELGENE CORP	03/30/2011	09/11/2013	147.00	57.00			90.00
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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2	CELGENE CORP	04/01/2009	09/11/2013	297.00	77.00			220.00
5	CELGENE CORP	04/01/2009	09/11/2013	744.00	194.00			550.00
1	COVIDIEN PLC NEW	06/05/2009	09/11/2013	62.00	33.00			29.00
3	COVIDIEN PLC NEW	06/05/2009	09/12/2013	185.00	99.00			86.00
2	COVIDIEN PLC NEW	06/05/2009	09/12/2013	123.00	66.00			57.00
1	COVIDIEN PLC NEW	06/05/2009	09/12/2013	61.00	33.00			28.00
150000	BARC 93% PPN CURRE 9/13/13	09/09/2011	09/13/2013	139,500.00	154,512.00			-15,012.00
14	COSTCO WHSL CORP NEW	06/15/2012	09/13/2013	1,641.00	1,275.00			366.00
3	COSTCO WHSL CORP NEW	06/15/2012	09/13/2013	354.00	273.00			81.00
1	COVIDIEN PLC NEW	06/05/2009	09/13/2013	61.00	33.00			28.00
13	COSTCO WHSL CORP NEW	06/15/2012	09/16/2013	1,535.00	1,184.00			351.00
1	APPLE COMPUTER INC	04/07/2006	09/19/2013	473.00	69.00			404.00
80	LENNAR CORP	09/30/2011	09/19/2013	2,901.00	1,105.00			1,796.00
1	TD AMERITRADE HOLDING C	04/18/2007	09/19/2013	27.00	16.00			11.00
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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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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
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9	TD AMERITRADE HOLDING C	04/18/2007	09/19/2013	239 00	141 00			98 00
14	TD AMERITRADE HOLDING	04/18/2007	09/19/2013	371 00	219 00			152 00
3	TD AMERITRADE HOLDING C	04/18/2007	09/19/2013	79 00	47 00			32 00
4	TD AMERITRADE HOLDING C	04/18/2007	09/19/2013	106 00	63 00			43 00
3	TD AMERITRADE HOLDING C	04/18/2007	09/19/2013	79 00	47 00			32 00
1	ENSCO PLC	07/18/2012	09/19/2013	56 00	50 00			6 00
3	ENSCO PLC	07/18/2012	09/19/2013	167 00	150 00			17 00
4	ENSCO PLC	VAR	09/19/2013	222 00	200 00			22 00
3	APPLE COMPUTER INC	04/07/2006	09/20/2013	1,416 00	208 00			1,208 00
1	TD AMERITRADE HOLDING C	04/18/2007	09/20/2013	27 00	16 00			11 00
2	TD AMERITRADE HOLDING C	04/18/2007	09/20/2013	53 00	31 00			22 00
17	TD AMERITRADE HOLDING	04/18/2007	09/20/2013	453 00	266 00			187 00
14	ENSCO PLC	07/18/2012	09/20/2013	770 00	699 00			71 00
200000	CS BREN EAFE 09/	09/07/2012	09/25/2013	241,000 00	198,000 00			43,000 00
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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.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
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86	TD AMERITRADE HOLDING	VAR	10/02/2013	2,249.00	1,312.00			937.00
38	TARGET CORP	VAR	10/02/2013	2,413.00	2,483.00			-70.00
6	AMAZON COM INC	08/13/2010	10/17/2013	1,856.00	756.00			1,100.00
55	INVESCO LTD SHS	VAR	10/17/2013	1,779.00	1,108.00			671.00
3	CHENIERE ENERGY INC	VAR	10/23/2013	115.00	48.00			67.00
17	CAMERON INTERNATIONAL	VAR	10/24/2013	923.00	939.00			-16.00
36	CAMERON INTERNATIONAL	VAR	10/24/2013	1,941.00	1,975.00			-34.00
89	BROADCOM CORP CL A	08/13/2012	10/25/2013	2,354.00	3,089.00			-735.00
1	BIOGEN IDEC INC	08/16/2011	10/31/2013	246.00	91.00			155.00
1	BIOGEN IDEC INC	08/16/2011	10/31/2013	247.00	91.00			156.00
2	TARGET CORP	VAR	10/31/2013	131.00	129.00			2.00
2	TARGET CORP	VAR	10/31/2013	130.00	129.00			1.00
1	TARGET CORP	09/18/2012	10/31/2013	66.00	64.00			2.00
4	TARGET CORP	09/18/2012	10/31/2013	260.00	256.00			4.00
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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1	TARGET CORP	09/18/2012	10/31/2013	66 00	64 00			2 00
3	BIOGEN IDEC INC	08/16/2011	11/01/2013	728 00	273 00			455 00
1	BIOGEN IDEC INC	08/16/2011	11/01/2013	243 00	91 00			152 00
2	TARGET CORP	09/18/2012	11/01/2013	129 00	128 00			1 00
	WASHINGTON MUT INC		11/01/2013	477 00				477 00
29962 191	THE ARBITRAGE FU	VAR	11/04/2013	385,014 00	392,778 00			-7,764 00
1	BIOGEN IDEC INC	08/16/2011	11/04/2013	243 00	91 00			152 00
22022 73	EATON VANCE MUT F	09/20/2010	11/04/2013	202,169 00	192,919 00			9,250 00
16013 792	EATON VANCE MUT	VAR	11/04/2013	150,690 00	161,925 00			-11,235 00
2620 458	JPMORGAN INTREPID FUND	06/08/2004	11/04/2013	87,550 00	52,828 00			34,722 00
12539 028	JPMORGAN HIGH YI FUND	10/06/2009	11/04/2013	103,071 00	93,290 00			9,781 00
62289 859	JPMORGAN SHORT D FUND	VAR	11/04/2013	680,205 00	683,996 00			-3,791 00
4	TARGET CORP	09/18/2012	11/04/2013	261 00	256 00			5 00
1	BIOGEN IDEC INC	08/16/2011	11/05/2013	244 00	91 00			153 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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3	TARGET CORP	10/26/2012	11/05/2013	194.00	192.00			2.00
1	BIOMGEN IDEC INC	08/16/2011	11/06/2013	239.00	91.00			148.00
2	TARGET CORP	10/26/2012	11/06/2013	131.00	128.00			3.00
5	TARGET CORP	VAR	11/06/2013	327.00	317.00			10.00
5	TARGET CORP	VAR	11/07/2013	327.00	315.00			12.00
2	TARGET CORP	10/25/2012	11/08/2013	130.00	126.00			4.00
5	TARGET CORP	VAR	11/08/2013	324.00	314.00			10.00
2	TARGET CORP	10/24/2012	11/11/2013	131.00	126.00			5.00
1	TARGET CORP	10/24/2012	11/11/2013	66.00	63.00			3.00
1	TARGET CORP	10/24/2012	11/12/2013	65.00	63.00			2.00
2	TARGET CORP	10/24/2012	11/12/2013	131.00	126.00			5.00
1	TARGET CORP	10/24/2012	11/12/2013	66.00	63.00			3.00
2	TARGET CORP	10/24/2012	11/12/2013	131.00	126.00			5.00
49	INVESCO LTD SHS	07/23/2010	11/12/2013	1,627.00	958.00			669.00
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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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		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
3	TARGET CORP	10/24/2012	11/13/2013	200 00	188 00			12 00
4	TARGET CORP	10/24/2012	11/13/2013	266 00	251 00			15 00
1	TARGET CORP	10/24/2012	11/13/2013	67 00	63 00			4 00
35	CITRIX SYS INC	VAR	11/14/2013	1,930 00	2,020 00			-90 00
4	TARGET CORP	VAR	11/14/2013	266 00	251 00			15 00
2	TARGET CORP	10/24/2012	11/14/2013	133 00	126 00			7 00
13	DAVITA INC	11/07/2012	11/15/2013	766 00	737 00			29 00
11	DAVITA INC	VAR	11/18/2013	657 00	618 00			39 00
1	DAVITA INC	10/26/2012	11/18/2013	60 00	55 00			5 00
1	DAVITA INC	10/26/2012	11/18/2013	59 00	55 00			4 00
7	DAVITA INC	VAR	11/19/2013	409 00	388 00			21 00
3	DAVITA INC	VAR	11/19/2013	175 00	166 00			9 00
3	DAVITA INC	10/12/2012	11/20/2013	175 00	165 00			10 00
1	DAVITA INC	10/12/2012	11/20/2013	58 00	55 00			3 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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Social security number or taxpayer identification number

REGINA BAUER FRANKENBERG FOUNDATION P60633008

13-3741659

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						(f) Code(s) from instructions	(g) Amount of adjustment	
5	DAVITA INC	VAR	11/21/2013	285 00	275 00			10 00
3	DAVITA INC	10/15/2012	11/21/2013	171 00	164 00			7 00
5	DAVITA INC	VAR	11/22/2013	282 00	274 00			8 00
1	DAVITA INC	10/15/2012	11/22/2013	56 00	55 00			1 00
2	DAVITA INC	10/04/2012	11/22/2013	113 00	108 00			5 00
5	DAVITA INC	10/04/2012	11/25/2013	300 00	271 00			29 00
13	DAVITA INC	VAR	11/25/2013	793 00	703 00			90 00
1	DAVITA INC	10/09/2012	11/25/2013	60 00	54 00			6 00
3	DAVITA INC	10/09/2012	11/25/2013	182 00	162 00			20 00
1	ENSCO PLC	07/18/2012	11/25/2013	59 00	50 00			9 00
1	ENSCO PLC	07/18/2012	11/25/2013	60 00	50 00			10 00
1	ENSCO PLC	07/18/2012	11/25/2013	59 00	50 00			9 00
14	ENSCO PLC	VAR	11/25/2013	835 00	686 00			149 00
6	ENSCO PLC	07/03/2012	11/25/2013	355 00	291 00			64 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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						(f) Code(s) from instructions	(g) Amount of adjustment	
2	ENSCO PLC	07/03/2012	11/25/2013	120.00	97.00			23.00
1	ENSCO PLC	07/03/2012	11/25/2013	60.00	49.00			11.00
1	ENSCO PLC	07/03/2012	11/26/2013	59.00	49.00			10.00
3	ENSCO PLC	07/03/2012	11/26/2013	178.00	146.00			32.00
14	ENSCO PLC	VAR	11/26/2013	831.00	680.00			151.00
3	ENSCO PLC	07/03/2012	11/26/2013	180.00	145.00			35.00
8	ENSCO PLC	VAR	11/26/2013	474.00	376.00			98.00
13	ENSCO PLC	07/02/2012	11/26/2013	779.00	608.00			171.00
1	ENSCO PLC	07/02/2012	11/27/2013	60.00	47.00			13.00
2	ENSCO PLC	07/02/2012	11/27/2013	119.00	94.00			25.00
3	ENSCO PLC	07/02/2012	11/27/2013	179.00	140.00			39.00
16	EOG RESOURCES INC	VAR	12/03/2013	2,644.00	1,068.00			1,576.00
2	OCCIDENTAL PETE CORP	09/13/2012	12/05/2013	187.00	181.00			6.00
4	OCCIDENTAL PETE CORP	VAR	12/05/2013	376.00	359.00			17.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 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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5	OCCIDENTAL PETE CORP	04/24/2012	12/06/2013	469 00	441 00			28 00
3	OCCIDENTAL PETE CORP	04/24/2012	12/06/2013	278 00	265 00			13 00
2	OCCIDENTAL PETE CORP	04/24/2012	12/06/2013	186 00	176 00			10 00
2	OCCIDENTAL PETE CORP	04/24/2012	12/09/2013	186 00	176 00			10 00
1	OCCIDENTAL PETE CORP	04/24/2012	12/09/2013	93 00	88 00			5 00
3	OCCIDENTAL PETE CORP	VAR	12/09/2013	279 00	246 00			33 00
1	OCCIDENTAL PETE CORP	10/06/2011	12/09/2013	94 00	79 00			15 00
1	OCCIDENTAL PETE CORP	10/06/2011	12/09/2013	93 00	79 00			14 00
1	OCCIDENTAL PETE CORP	10/06/2011	12/09/2013	93 00	79 00			14 00
2	OCCIDENTAL PETE CORP	10/06/2011	12/09/2013	187 00	158 00			29 00
30379	017 JPMORGAN SHORT D FUND	VAR	12/11/2013	331,739 00	331,028 00			711 00
16131	236 JPMORGAN MARKET INDEX FUND	03/07/2011	12/11/2013	221,159 00	183,251 00			37,908 00
6	EMERSON ELEC CO	05/18/2011	12/16/2013	402 00	325 00			77 00
7	EMERSON ELEC CO	05/18/2011	12/17/2013	466 00	379 00			87 00
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7	EMERSON ELEC CO	05/18/2011	12/19/2013	476.00	379.00			97.00
78	MONDELEZ INTERNATIONAL	VAR	12/19/2013	2,667.00	2,041.00			626.00
225000	GS CONT BUFF EQ SP	12/07/2012	12/26/2013	258,750.00	222,750.00			36,000.00
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) ▶				8,150,126	7,364,399			785,727

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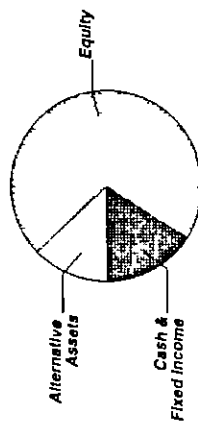
Account Summary

PRINCIPAL

Asset Allocation					
	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	10,817,646 36	15,904,935 05	5,087,288 69	217,601 25	71%
Alternative Assets	4,060,684 53	2,993,538 81	(1,067,145 72)	19,764 82	13%
Cash & Fixed Income	5,266 717 48	3,528,644 85	(1,738,072 63)	53,533 98	16%
Market Value	\$20,145,048 37	\$22,427,118 71	\$2,282,070 34	\$290,900 05	100%

INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	93,603 13	160,400 16	66,797 03
Accruals	24,174 45	3,676 95	(20,497 50)
Market Value	\$117,777 58	\$164,077 11	\$46,299 53



PRINCIPAL

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	20,145,048 37	20,145,048 37
Additions	540 00	540 00
Withdrawals & Fees	(805,270 00)	(805,270 00)
Net Additions/Withdrawals	(\$804,730 00)	(\$804,730 00)
Income	2,523 61	2,523 61
Change In Investment Value	3,084,276 73	3,084,276 73
Ending Market Value	\$22,427,118 71	\$22,427,118 71
Accruals	--	--
Market Value with Accruals	--	--

INCOME

Current Period Value	Year-to-Date Value
93,603 13	93,603 13
50,000 00	50,000 00
(313,912 23)	(313,912 23)
(\$263,912 23)	(\$263,912 23)
330,709 26	330,709 26
\$160,400 16	\$160,400 16
3,676 95	3 676 95
\$164,077 11	\$164,077 11



REGINA B FRANKENBERG FOUNDATION ACCT P60633008
For the Period 1/1/13 to 12/31/13

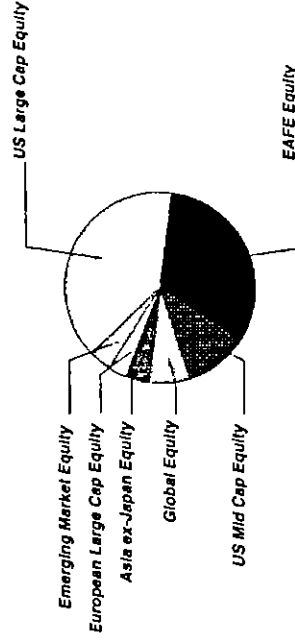
Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	5,501,158.94	6,059,775.27	558,616.33	28%
US Mid Cap Equity	1,632,586.81	1,792,925.26	160,338.45	8%
EAFE Equity	2,371,221.29	5,232,578.78	2,861,357.49	23%
European Large Cap Equity	203,482.00	464,670.40	261,188.40	2%
Asia ex-Japan Equity	752,957.32	781,869.40	28,912.08	3%
Emerging Market Equity	356,240.00	449,159.37	92,919.37	2%
Global Equity	0.00	1,123,956.57	1,123,956.57	5%
Total Value	\$10,817,646.36	\$15,904,935.05	\$5,087,288.69	71%

Market Value/Cost

	Current Period Value
Market Value	15,904,935.05
Tax Cost	12,651,428.89
Unrealized Gain/Loss	3,253,506.16
Estimated Annual Income	217,601.25
Accrued Dividends	989.28
Yield	1.36%

Asset Categories



Equity as a percentage of your portfolio - 71 %



REGINA B FRANKENBERG FOUNDATION ACCT P60633008
For the Period 1/1/13 to 12/31/13

Note P indicates position adjusted for Pending Trade Activity

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
ACE LTD NEW H0023R-10-5 ACE	103.53	118 000	12,216.54	6,829.52	5,387.02	297.36	2.43%
ADOBE SYSTEMS INC 00724F-10-1 ADBE	59.88	102 000	6,107.66	3,582.88	2,524.78		
ALEXION PHARMACEUTICALS INC 015351-10-9 ALXN	132.88	50 000	6,644.20	5,150.05	1,494.15		
ALLERGAN INC 018490-10-2 AGN	111.08	46 000	5,109.68	3,972.79	1,136.89	9.20	0.18%
ALLIANCE DATA SYSTEMS CORP 018581-10 8 ADS	262.93	18 000	4,732.74	3,246.66	1,486.08		
AMAZON COM INC 023135-10-6 AMZN	398.79	17 000	6,779.43	1,502.65	5,276.78		
ANADARKO PETROLEUM CORP 032511-10-7 APC	79.32	80 000	6,345.60	5,809.22	536.38	57.60	0.91%
APACHE CORP 037411-10-5 APA	85.94	63 000	5,414.22	5,378.58	35.64	50.40	0.93%
APPLE INC 037833-10-0 AAPL	561.02	46 000	25,806.92	3,184.05	22,622.87	561.20	2.17%
ARCHER DANIELS MIDLAND CO 039483-10-2 ADM	43.40	80 000	3,472.00	2,667.39	804.61	76.80	2.21%
AUTOZONE INC 053332-10-2 AZO	477.94	13 000	6,213.22	4,065.52	2,147.70		

J.P.Morgan



REGINA B FRANKENBERG FOUNDATION ACCT P60633008
For the Period 1/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
AVAGO TECHNOLOGIES LTD Y0486S-10-4 AVGO	52 88	274 000	14,488 85	10,181 84	4,307 01	274 00	1 89%
BANK OF AMERICA CORP 06050S-10-4 BAC	15 57	1,108 000	17,251 56	9,104 96	8,146 60	44 32	0 26%
BARC REN SPX 09/04/14 2 XLEV- 7 85%CAP- 15 70% MAXPYMT INITIAL LEVEL-08/16/13 SPX 1655 83 06741T-D4-6	109 43	275,000 000	300,932 50	272,250 00	28,682 50		
BIOGEN IDEC INC 09062X-10-3 BIIB	279 57	34 000	9,505 45	2,317 14	7,188 31		
BRISTOL MYERS SQUIBB CO 110122-10-8 BMY	53 15	308 000	16,370 20	14,517 12	1,853 08	443 52 110 88	2 71%
CAPITAL ONE FINANCIAL CORP 14040H-10-5 COF	76 61	99 000	7,584 39	6,160 77	1,423 62	118 80	1 57%
CBS CORP CLASS B W/I 124857-20-2 CBS	63 74	105 000	6,692 70	5,538 09	1,154 61	50 40 12 60	0 75%
CELGENE CORPORATION 151020-10-4 CELG	168 97	58 000	9,800 14	2,246 92	7,553 22		
CERNER CORP 156782-10-4 CERN	55 74	85 000	4,737 90	3,719 49	1,018 41		
CHENIERE ENERGY INC 16411R-20 8 LNG	43 12	85 000	3,665 20	1,333 38	2,331 82		
CISCO SYSTEMS INC 17275R-10-2 CSCO	22 43	535 000	12,000 05	6,695 11	5,304 94	363 80	3 03%
CITIGROUP INC NEW 172967-42-4 C	52 11	301 000	15,685 11	11,052 77	4,632 34	12 04	0 08%



REGINA B FRANKENBERG FOUNDATION ACCT P60633008
For the Period 1/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
US Large Cap Equity							
COCA-COLA CO 191216-10-0 KO	41 31	170 000	7,022 70	6,768 98	253 72	190 40	2 71 %
COMCAST CORP CL A 20030N-10-1 CMCS A	51 97	325 000	16,888 63	7,689 53	9,199 10	253 50 63 38	1 50 %
COSTCO WHOLESALE CORP 22160K-10-5 COST	119 02	34 000	4,046 68	4,128 82	(82 14)	42 16	1 04 %
CSX CORP 126408 10-3 CSX	28 77	256 000	7,365 12	5,546 18	1,818 94	153 60	2 09 %
CVS CAREMARK CORPORATION 126650-10-0 CVS	71 57	66 000	4,723 62	3,913 14	810 48	72 60	1 54 %
DISH NETWORK CORP CL A 25470M-10-9 DISH	57 92	120 000	6,950 40	4,428 60	2,521 80		
DOW CHEMICAL CO 260543-10-3 DOW	44 40	185 000	8,214 00	5,919 59	2,294 41	236 80 59 20	2 88 %
EATON CORP PLC G29183-10-3 ETN	76 12	59 000	4,491 08	4,396 11	94 97	99 12	2 21 %
EBAY INC 278642-10-3 EBAY	54 87	185 000	10,150 03	10,078 44	71 59		
EMERSON ELECTRIC CO 291011-10-4 EMR	70 18	99 000	6,947 82	4,820 70	2,127 12	170 28	2 45 %
EOG RESOURCES INC 26875P-10-1 EOG	167 84	16 000	2,685 44	981 62	1,703 82	12 00	0 45 %
EXXON MOBIL CORP 30231G-10-2 XOM	101 20	146 000	14,775 20	3,670 40	11,104 80	367 92	2 49 %



REGINA B FRANKENBERG FOUNDATION ACCT P60633008
For the Period 1/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
FLUOR CORP							
343412-10-2 FLR	80 29	185 000	14,853 65	10,386 00	4,467 65	118 40 29 60	0 80 %
FREEMPORT-MCMORAN COPPER & GOLD INC							
CL B							
35671D-85-7 FCX	37 74	275 000	10,378 50	9,231 95	1,146 55	343 75	3 31 %
GENERAL MILLS INC							
370334-10-4 GIS	49 91	114 000	5,689 74	4,208 32	1,481 42	173 28	3 05 %
GENERAL MOTORS CO							
37045V-10-0 GM	40 87	320 000	13,078 40	9,816 56	3,261 84		
GOOGLE INC							
CL A							
38259P-50-8 GOOG	1,120 71	21 000	23,534 91	14,521 55	9,013 36		
HARTFORD FINANCIAL SERVICES GROUP							
INC							
416515-10-4 HIG	36 23	150 000	5,434 50	4,612 71	821 79	90 00 22 50	1 66 %
HARTFORD CAPITAL APPREC-I							
416649-30-9 ITHI X	46 69	12,887 397	601,712 57	377,936 26	223,776 31	2,822 33	0 47 %
HOME DEPOT INC							
437076-10-2 HD	82 34	159 000	13,092 06	7,526 02	5,566 04	248 04	1 89 %
HONEYWELL INTERNATIONAL INC							
438516-10-6 HON	91 37	204 000	18,639 48	11,340 12	7,299 36	367 20	1 97 %
HUMANA INC							
444859-10-2 HUM	103 22	58 000	5,986 76	4,291 99	1,694 77	62 64 15 66	1 05 %
INTERCONTINENTAL EXCHANGE GROUP, INC							
45866F-10-4 ICE	224 92	39 000	8,771 89	6,532 27	2,239 61	101 40	1 16 %
INVECO LTD							
G491BT-10-8 IVZ	36 40	71 000	2,584 40	1,303 47	1,280 93	63 90	2 47 %



REGINA B FRANKENBERG FOUNDATION ACCT P60633008
For the Period 1/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
JOHNSON & JOHNSON 478160-10-4 JNJ	91 59	306 000	28,026 54	24,505 99	3,520 55	807 84	2 88 %
JOHNSON CONTROLS INC 478366-10-7 JCI	51 30	152 000	7,797 60	1,725 59	6,072 01	133 76 33 44	1 72 %
JPM INTREPID AMER FD - SEL FUND 1206 4812A2-10-8 JPIA X	34 77	13,636 143	474,128 69	274,904 65	199,224 04	10,458 92	2 21 %
JPM LARGE CAP GROWTH FD - SEL FUND 3118 4812C0-53-0 SEEG X	31 78	24,441 686	776,756 78	520,024 88	256,731 90	5,963 77	0 77 %
JPM US LARGE CAP CORE PLUS FD - SEL FUND 1002 4812A2-38-9 JLPS X	27 74	16,678 961	462,674 36	318,378 97	144,295 41	7,121 91	1 54 %
KLA-TENCOR CORP 482480-10-0 KLAC	64 46	40 000	2,578 40	2,449 32	129 08	72 00	2 79 %
LAM RESEARCH CORP 512807-10-8 LRCX	54 45	116 000	6,316 20	5,271 38	1,044 82		
LOWES COMPANIES INC 548661-10-7 LOW	49 55	249 000	12,337 95	5,160 55	7,177 40	179 28	1 45 %
MARATHON OIL CORP 565849-10-6 MRO	35 30	152 000	5,365 60	5,496 09	(130 49)	115 52	2 15 %
MARATHON PETROLEUM CORPORATION 56585A-10-2 MPC	91 73	29 000	2,660 17	2,525 65	134 52	48 72	1 83 %
MARSH & MCLENNAN COMPANIES INC 571748-10-2 MMC	48 36	94 000	4,545 84	4,116 79	429 05	94 00	2 07 %
MASCO CORP 574599-10-6 MAS	22 77	381 000	8,675 37	5,704 33	2,971 04	114 30	1 32 %



REGINA B FRANKENBERG FOUNDATION ACCT P60633008
For the Period 1/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
MASTERCARD INC - CLASS A 57636Q-10-4 MA	835 46	16 000	13,367 36	5,338 67	8,028 69	70 40	0 53%
MCKESSON CORP 58155Q-10-3 MCK	161 40	39 000	6,294 60	6,300 40	(5 80)	37 44 9 36	0 59%
MERCK AND CO INC 58933Y-10-5 MRK	50 05	119 000	5,955 95	2,980 46	2,975 49	209 44 52 36	3 52%
METLIFE INC 59156R-10-8 MET	53 92	262 000	14,127 04	8,124 75	6,002 29	288 20	2 04%
METTLER TOLEDO INTERNATIONAL INC 592688-10-5 MTD	242 59	18 000	4,366 62	3,877 56	489 06		
MICROSOFT CORP 594918-10-4 MSFT	37 41	640 000	23,942 40	12,640 40	11,302 00	716 80	2 99%
MONDELEZ INTERNATIONAL-W/I 609207-10-5 MDLZ	35 30	191 000	6,742 30	4,276 27	2,466 03	106 96 26 74	1 59%
MONSANTO CO 61166W-10-1 MON	116 55	75 000	8,741 25	8,081 80	659 45	129 00	1 48%
MORGAN STANLEY 617446-44-8 MS	31 36	357 000	11,195 52	9,363 80	1,831 72	71 40	0 64%
NEXTERA ENERGY INC 65339F-10-1 NEE	85 62	88 000	7,534 56	7,042 33	492 23	232 32	3 08%
NISOURCE INC 65473P-10-5 NI	32 88	149 000	4,899 12	4,390 85	508 27	149 00	3 04%
OCCIDENTAL PETROLEUM CORP 674599-10-5 OXY	95 10	113 000	10,746 30	5,193 21	5,553 09	289 28 85 76	2 69%
ORACLE CORP 68389X-10-5 ORCL	38 26	333 000	12,740 58	7,741 82	4,998 76	159 84	1 25%



REGINA B FRANKENBERG FOUNDATION ACCT P60633008
For the Period 1/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
PACCAR INC 693718-10-8 PCAR	59 17	182 000	10,768 94	4,715 39	6,053 55	145 60 163 80	1 35 %
PENTAIR LTD SHS H6169Q-10-8 PNR	77 67	62 000	4,815 54	2,721 22	2,094 32	62 00	1 29 %
PEPSICO INC 713448-10-8 PEP	82 94	91 000	7,547 54	6,679 88	867 66	206 57 51 64	2 74 %
PERRIGO CO LTD G97822-10-3 PRGO	153 46	47 000	7,212 62	7,153 64	58 98		
PHILIP MORRIS INTERNATIONAL 718172-10-9 PM	87 13	88 000	7,667 44	7,288 37	379 07	330 88 82 72	4 32 %
PHILLIPS 66 718546-10-4 PSX	77 13	141 000	10,875 33	7,563 53	3,311 80	219 96	2 02 %
PRICELINE COM INC 741503-40-3 PCLN	1,162 40	5 000	5,812 00	4,064 25	1,747 75		
PROCTER & GAMBLE CO 742718-10-9 PG	81 41	134 000	10,908 94	4,694 33	6,214 61	322 40	2 96 %
QEP RESOURCES INC 74733V-10-0 QEP	30 65	137 000	4,199 05	4,458 72	(259 67)	10 96	0 26 %
QUALCOMM INC 747525-10 3 QCOM	74 25	179 000	13,290 75	7,876 09	5,414 66	250 60	1 89 %
SCHLUMBERGER LTD 806857-10-8 SLB	90 11	225 000	20 274 75	18,732 80	1,541 95	281 25 50 94	1 39 %
SPDR S&P 500 ETF TRUST 78462E-10-3 SPY	184 69	13,947 000	2,575,871 43	1,953,717 86	622,153 57	46,736 39	1 81 %
STATE STREET CORP 857477-10-3 STT	73 39	96 000	7,045 44	6,363 84	681 60	99 84 24 96	1 42 %



REGINA B FRANKENBERG FOUNDATION ACCT P60633008
For the Period 1/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
TIME WARNER INC NEW 887317-30-3 TWX	69 72	345 000	24,053 40	6,728 24	17,325 16	396 75	1 65%
TIME WARNER CABLE INC 88732J-20-7 TWC	135 50	34 000	4,607 00	3,856 52	750 48	88 40	1 92%
UNITEDHEALTH GROUP INC 91324P-10-2 UNH	75 30	186 000	14,005 80	9,354 32	4,651 48	208 32	1 49%
UNITED TECHNOLOGIES CORP 913017-10-9 UTX	113 80	208 000	23,670 40	8,699 46	14,970 94	490 88	2 07%
UNITED CONTINENTAL HOLDINGS INC 910047-10-9 UAL	37 83	74 000	2,799 42	2,891 87	(92 45)		
VERIZON COMMUNICATIONS INC 92343V-10-4 VZ	49 14	130 000	6,388 20	3,436 02	2,952 18	275 60	4 31%
VERTEX PHARMACEUTICALS INC 92532F-10-0 VRTX	74 30	40 000	2,972 00	1,254 46	1,717 54		
WALT DISNEY CO 254687-10-6 DIS	76 40	109 000	8,327 60	7,246 21	1,081 39	93 74 93 74	1 13%
WELLS FARGO & CO 949746-10-1 WFC	45 40	481 000	21,837 40	8,520 08	13,317 32	577 20	2 64%
WILLIAMS COMPANIES INC 969457-10-0 WMB	38 57	179 000	6,904 03	5,228 65	1,675 38	272 08	3 94%
YUM BRANDS INC 988498-10-1 YUM	75 61	130 000	9,829 30	4,362 45	5,466 85	192 40	1 96%
Total US Large Cap Equity			\$6,059,775 27	\$4,267,780 94	\$1,791,994 33	\$87,180 68 \$989 28	1 44%



REGINA B FRANKENBERG FOUNDATION ACCT P60633008
For the Period 1/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Mid Cap Equity							
ASTON/FAIRPOINTE MID CAP-I 00078H-15-8 ABMI X	44 67	19,873 738	887,759 88	622,145 18	265,614 70	1,212 29	0 14 %
ISHARES CORE S&P MID-CAP ETF 464287-50-7 IJH	133 81	3,701 000	495,230 81	260,032 26	235,198 55	6,395 32	1 29 %
JPM MKT EXP ENH INDEX FD - SEL FUND 3708 4812C1-63-7 PGMI X	13 13	31,221 216	409,934 57	309,680 94	100,253 63	3,996 31	0 97 %
Total US Mid Cap Equity			\$1,792,925 26	\$1,191,858 38	\$601,066 88	\$11,603 92	0 65 %
EAFE Equity							
BARC BREN MXEA 04/16/14 10%BUFFER-1 50 XLEV- 6 60%CAP 9 9%MAXRTRN INITIAL LEVEL-03/28/13 MXEA 1674 60 06741T-RT-6	108 59	225,000 000	244,327 50	222,750 00	21,577 50		
CS LEV CONT BUFF EQ MXEA 9/4/14 90% CONTIN BARRIER- 8%CAP 2X LEV - 16 % MAXPYMT INITIAL LEVEL-08/16/13 MXEA 1765 470 22547Q-7K-6	107 34	225,000 000	241,503 75	222,750 00	18,753 75		
DODGE & COX INTL STOCK FUND 256206-10-3 DODF X	43 04	27,087 748	1,165,856 67	870,095 70	295,760 97	18,825 98	1 61 %
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	67 10	28,941 000	1,941,796 40	1,839,375 93	102,420 47	49,286 52	2 54 %



REGINA B FRANKENBERG FOUNDATION ACCT P60633008
For the Period 1/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
EAFE Equity							
MANNING & NAPIER WORLD OPPOR 563821-54-5 EXWA X	9 05	60,568 641	548,146 20	529,369 93	18,776 27	6,238 57	1 14%
MFS INTL VALUE-I 55273E-82-2 MINI X	35 18	31,010 468	1,090,948 26	958,937 07	132,011 19	20,497 91	1 88%
Total EAFE Equity			\$5,232,578 78	\$4,643,278 63	\$589,300.15	\$94,848 98	1 81%
European Large Cap Equity							
DB MARKET PLUS SX5E 03/19/14 80% CONTIN BARRIER- 7 6%CPN ,UNCAPPED INITIAL LEVEL-09/14/12 SX5E 2594 56 2515A1-LR-0	120 09	200,000 000	240,172 00	197,500 00	42,672 00		
VANGUARD FTSE EUROPE ETF 922042-87-4 VGK	58 80	3,818 000	224,498 40	216,470 29	8,028 11	6,219 52	2 77%
Total European Large Cap Equity			\$464,670 40	\$413,970 29	\$50,700 11	\$6,219 52	1 34%
Asia ex-Japan Equity							
ISHARES MSCI ALL COUNTRY ASIA EX JAPAN INDEX FUND 464288-18-2 AAXJ	60 31	5,750 000	346,782 50	291,234 30	55,548 20	6,129 50	1 77%



REGINA B FRANKENBERG FOUNDATION ACCT P60633008
For the Period 1/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
Asia ex-Japan Equity							
T ROWE PRICE NEW ASIA 77956H-50-0 PRAS X	16 01	27,175 946	435,086 90	429,363 82	5,723 08	4,076 39	0 94 %
Total Asia ex-Japan Equity			\$781,869 40	\$720,598 12	\$61,271 28	\$10,205 89	1 31 %
Emerging Market Equity							
JPM CHINA REGION FD - SEL FUND 3810 4812A3-52-8 JCHS X	21 24	9,158 708	194,530 96	167,238 00	27,292 96	3,040 69	1 56 %
VIRTUS EMERGING MKTS OPPOR-I 92828T-88-9 HIEM X	9 55	26,662 661	254,628 41	275,298 42	(20,670 01)	2,799 57	1 10 %
Total Emerging Market Equity			\$449,159 37	\$442,536 42	\$6,622 95	\$5,840 26	1 30 %
Global Equity							
JPM GLOBAL RES ENH INDEX FD - SEL FUND 3457 46637K-51-3 JEIT X	17 83	63,037 385	1,123,956 57	971,406 11	152,550 46	1,702 00	0 15 %

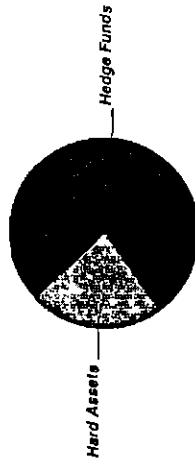


REGINA B FRANKENBERG FOUNDATION ACCT P60633008
For the Period 1/1/13 to 12/31/13

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	2,383,429 67	2,229,331 61	(154,098 06)	10%
Private Investments	324,542 40	0 00	(324,542 40)	
Real Estate & Infrastructure	400,151 76	0 00	(400,151 76)	
Hard Assets	952,580 70	764,207 20	(188,353 50)	3%
Total Value	\$4,060,684 53	\$2,993,538 81	(\$1,067,145.72)	13%

Asset Categories



Alternative Assets Detail

Alternative Assets as a percentage of your portfolio - 13 %

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
BLACKSTONE PARTNERS OFFSHORE FUND	1,319 37	703 370	928,005 28	750,000 00
LTD CLASS H2 - NEW ISSUES	11/29/13			
INELIGIBLE NON-SELF DEALING				
FIDUCIARY INVESTORS - LEAD SERIES				
N/O Client				
092911-96 5				

J.P.Morgan



REGINA B FRANKENBERG FOUNDATION ACCT P60633008
For the Period 1/1/13 to 12/31/13

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
EATON VANCE GLOBAL MACRO-I 277923-72-8 EIGM X	9 42	24,052 542	226,574 95	245,003 88
GATEWAY FUND-Y 367829-88-4 GTEY X	28 99	14,784 695	428,608 31	381,832 23
K2 OVERSEAS LONG SHORT FUND LTD CLASS B (ERISA INVESTORS) - NEW ISSUES INELIGIBLE NON-SELF DEALING FIDUCIARY INVESTORS 05-08 N/O Client 12998D-95-1	1,153 39 11/29/13	360 000	415,221 99	360,000 00
PIMCO UNCONSTRAINED BOND-P 72201M-45-3 PUCP X	11 09	20,822 460	230,921 08	236,126 69
Total Hedge Funds			\$2,229,331 61	\$1,972,962 80

	Price	Quantity	Estimated Value	Cost	Est Annual Income Accrued Income
Hard Assets					
PIMCO COMMODITYPL STRAT-P 72201P-16-7 PCLP X	10 67	60,148 379	641,783 20	645,627 09	2,045 04



REGINA B FRANKENBERG FOUNDATION ACCT P60633008
For the Period 1/1/13 to 12/31/13

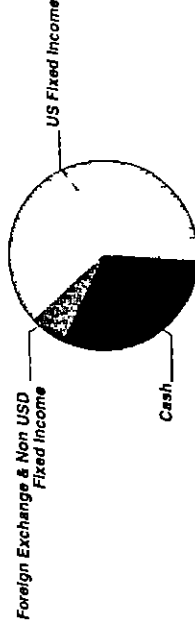
	Price	Quantity	Estimated Value	Cost	Est Annual Income	
					Accrued	Income
Hard Assets						
SG CONT BUFF EQ BRENT 08/12/14 LNKD TO CO1 80% BARRIER- 4 6%CPN 15 00%CAP INITIAL LEVEL-08/01/13 CO1 109 43 78423E-HT-4	102 02	120,000 000	122,424 00	118,800 00		
Total Hard Assets			\$764,207 20	\$764,427 09		\$2,045 04



REGINA B FRANKENBERG FOUNDATION ACCT P60633008
For the Period 1/1/13 to 12/31/13

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	465,955 50	1,124,051 03	658,095 53	5%
US Fixed Income	4,348 250 90	2,183,685 69	(2,164,565 21)	10%
Complementary Structured Strategies	297,633 00	0 00	(297,633 00)	
Foreign Exchange & Non-USD Fixed Income	154,878 08	220,908 13	66,030 05	1%
Total Value	\$5,266,717.48	\$3,528,644 85	(\$1,738,072 63)	16%



Cash & Fixed Income as a percentage of your portfolio - 16 %

Market Value/Cost

	Current Period Value
Market Value	3,528,644 85
Tax Cost	3,510,031 19
Unrealized Gain/Loss	18,613 66
Estimated Annual Income	53,533 98
Accrued Interest	2,687 67
Yield	1 51%

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0 6 months ¹	3,528,644 85	100%

¹ The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity.

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	1,124,051 03	31%
Mutual Funds	2,404,593 82	69%
Total Value	\$3,528,644.85	100%



Note ¹ This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1 00	1,124,738 33	1,124,738 33	1,124,738 33		337 42	0 03 % ¹
COST OF PENDING PURCHASES	1 00	(687 30)	(687 30)	(687 30)			
Total Cash			\$1,124,051 03	\$1,124,051 03	\$0 00	\$337 42	0 03 %
US Fixed Income							
DOUBLELINE TOTAL RET BD-I 258620-10-3	10 78	39,714 74	428,124 90	443,983 43	(15,858 53)	22,121 11	5 17 %
JPM STRAT INCOME OPPORT FD - SEL FUND 3844 4812A4-35-1	11 89	36,770 94	437,206 45	429,029 68	8,176 77	11,803 47 992 82	2 70 %
JPM SHORT DURATION BOND FD - SEL FUND 3133 4812C1-33-0	10 89	121,061 01	1,318,354 34	1,292,931 53	25,422 81	18,038 08 1,694 85	1 37 %
Total US Fixed Income			\$2,183,685 69	\$2,165,944 64	\$17,741 05	\$51,962 66 \$2,687 67	2 38 %



REGINA B FRANKENBERG FOUNDATION ACCT P60633008
For the Period 1/1/13 to 12/31/13

		Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
Foreign Exchange & Non-USD Fixed Income								
JPM INTL CURR INCOME FD - SEL		11 10	19,901 63	220,908 13	220,035 52	872 61	1,233 90	0 56 %
FUND 3831								
4812A3-29-6								