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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052
2013
Open to Public Inspection

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

Name of foundation
TR U/W FOR AGING IN AMERICA INC P60103002

A Employer identification number
13-6046634

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
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

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 7,203,273.

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

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

POSTMARK DATE NOV 10 2014
ENVELOPE

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).)*

Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	118,688.	117,736.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	315,939.			
b	Gross sales price for all assets on line 6a 2,782,106.				
7	Capital gain net income (from Part IV, line 2)		315,939.		
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)	-3,577.			STMT 2
12	**Total.** Add lines 1 through 11	431,050.	433,675.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	74,523.	55,892.		18,631.
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	2,281.	2,281.		
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	250.			250.
24	**Total operating and administrative expenses.** Add lines 13 through 23	77,054.	58,173.	NONE	18,881.
25	Contributions, gifts, grants paid	249,986.			249,986.
26	**Total expenses and disbursements** Add lines 24 and 25	327,040.	58,173.	NONE	268,867.
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	104,010.			
b	**Net investment income** (if negative, enter -0-)		375,502.		
c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing		37,325.	37,325.
	2	Savings and temporary cash investments	327,789.	255,020.	255,020.
	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)	3,759,672.	4,049,402.	5,476,856.
	c	Investments - corporate bonds (attach schedule)	1,546,684.	1,155,805.	1,159,999.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	21,824.	271,693.	274,073.
	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)	5,655,969.	5,769,245.	7,203,273.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, ▶ ☒ check here and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	5,655,969.	5,769,245.	
	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)	5,655,969.	5,769,245.	
	31	Total liabilities and net assets/fund balances (see instructions)	5,655,969.	5,769,245.	

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	5,655,969.
2	Enter amount from Part I, line 27a	2	104,010.
3	Other increases not included in line 2 (itemize) ▶ PRIOR YEAR ADJUSTMENT	3	9,266.
4	Add lines 1, 2, and 3	4	5,769,245.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,769,245.

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	2,782,106.		2,466,167.	315,939.
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) **or** Losses (from col (h))
a				315,939.
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	315,939.
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			
2011			
2010			
2009			
2008			

2	**Total** of line 1, column (d) . . .	2	
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	
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 . . .	4	
5	Multiply line 4 by line 3 . . .	5	
6	Enter 1% of net investment income (1% of Part I, line 27b) . . .	6	
7	Add lines 5 and 6 . . .	7	
8	Enter qualifying distributions from Part XII, line 4 . . .	8	

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter: ________________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	7,510.
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	7,510.
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	7,510.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 9,500.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	9,500.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	168.
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	1,822.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 1,822. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13		X

Website address ▶ N/A

14 The books are in care of ▶ JPMORGAN CHASE BANK, NA Telephone no ▶ (866) 888-5157

Located at ▶ 10 S DEARBORN ST IL1-0117, CHICAGO, IL ZIP+4 ▶ 60603

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

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 NONE

		Line	Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

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

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to:		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No *If "Yes," attach the statement required by Regulations section 53 4945-5(d)*		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		X
	If "Yes" to 6b, file Form 8870.		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
J P MORGAN CHASE .N.A. 10 S DEARBORN ST: MC: IL1-0117, CHICAGO, IL 60603	TRUSTEE 2	74,523.	-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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,563,277.
b	Average of monthly cash balances	1b	212,582.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	6,775,859.
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	6,775,859.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	101,638.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,674,221.
6	**Minimum investment return.** Enter 5% of line 5	6	333,711.

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	333,711.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	7,510.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	7,510.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	326,201.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	326,201.
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	326,201.

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	268,867.
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	268,867.
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	268,867.

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				326,201.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			NONE	
b Total for prior years 20 11 ,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008 ...... NONE				
b From 2009 ...... NONE				
c From 2010 ...... NONE				
d From 2011 ...... NONE				
e From 2012 ...... NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 268,867.				
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				268,867.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				57,334.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2009 ... NONE				
b Excess from 2010 ... NONE				
c Excess from 2011 ... NONE				
d Excess from 2012 ... NONE				
e Excess from 2013 ... NONE				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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.

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AGING IN AMERICA INC 1500 PELHAM PARKWAY BRONX NY 10461-1003	N/A	P	GENERAL	249,986.
Total . . . . . . ▶ 3a				249,986.
b *Approved for future payment*				
Total . . . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	118,688.	
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	315,939.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b DEFERRED/ACCU INC			14	-8,602.	
c FEDERAL TAX REFUND			14	5,025.	
d					
e					
12 Subtotal Add columns (b), (d), and (e)				431,050.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 431,050.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee | Date: 10/31/2014 | 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 ☐ if self-employed	PTIN
CAROLYN J. SECHEL	Carolyn J. Sechel	10/31/2014		P01256399

Firm's name ▶ DELOITTE TAX LLP — Firm's EIN ▶ 86-1065772

Firm's address ▶ 127 PUBLIC SQUARE CLEVELAND, OH 44114 — Phone no 216-589-1300

FORM 990PF - REASONABLE CAUSE STATEMENT
==

AS REQUESTED BY ITS INSTRUMENT, THIS TRUST SUPPORTS THE AGING IN AMERICAN INC.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
DEFERRED/ACC INC		-8,602.
FEDERAL TAX REFUND		5,025.
	TOTALS	-3,577.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	22.	22.
FOREIGN TAXES ON QUALIFIED FOR	1,894.	1,894.
FOREIGN TAXES ON NONQUALIFIED	365.	365.
TOTALS	2,281.	2,281.

FORM 990PF, PART I - OTHER EXPENSES

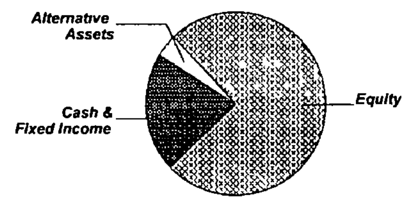
DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OTHER EXPENSES	250.	250.
TOTALS	250.	250.

Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	5,148,841 40	5,476,855 71	328,014 31	65,407 21	75%
Alternative Assets	220,839 74	274,073 24	53,233 50	5,911 25	4%
Cash & Fixed Income	1,471,540 14	1,415,019 31	(56,520 83)	28,067 34	21%
Market Value	**$6,841,221.28**	**$7,165,948.26**	**$324,726.98**	**$99,385.80**	**100%**

Asset Allocation



INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	7,389 52	37,325 03	29,935 51
Accruals	3,499 19	2,728 27	(770 92)
Market Value	**$10,888.71**	**$40,053.30**	**$29,164.59**

Portfolio Activity	PRINCIPAL Current Period Value	PRINCIPAL Year-to-Date Value	INCOME Current Period Value	INCOME Year-to-Date Value
Beginning Market Value	**6,841,221.28**	**6,294,473.14**	**7,389.52**	**34,205.39**
Additions		5,025 00	53,225 07	209,797 92
Withdrawals & Fees	(53,225 07)	(209,797 92)	(81,751 65)	(324,779 89)
Net Additions/Withdrawals	**($53,225.07)**	**($204,772.92)**	**($28,526.58)**	**($114,981.97)**
Income		757 45	58,462 09	118,101 61
Change In Investment Value	377,952 05	1,075,490.59		
Ending Market Value	**$7,165,948 26**	**$7,165,948.26**	**$37,325.03**	**$37,325.03**
Accruals	--	--	2,728 27	2,728 27
Market Value with Accruals	**--**	**--**	**$40,053.30**	**$40,053.30**

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	58,197 34	116,208 38
Foreign Dividends	250 57	1,332 33
Interest Income	14 18	560 90
Original Issue Discount		757 45
Taxable Income	**$58,462.09**	**$118,859.06**

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions	85,974 75	87,269 25
ST Realized Gain/Loss	9,518 04	(3,941 39)
LT Realized Gain/Loss	31,354 72	230,607 52
Realized Gain/Loss	**$126,847.51**	**$313,935.38**

	To-Date Value
Unrealized Gain/Loss	**$1,434,028.61**

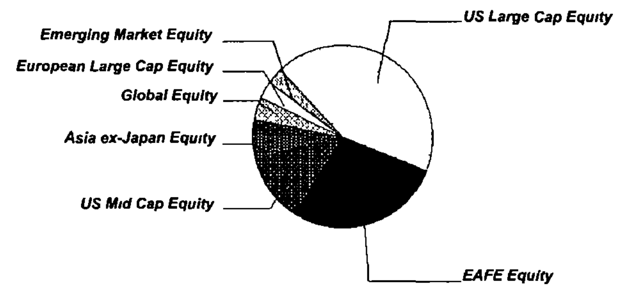
Cost Summary	Cost
Equity	4,049,402 18
Cash & Fixed Income	1,410,824 58
Total	**$5,460,226.76**

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	2,309,147 41	2,399,701 59	90,554 18	33%
US Mid Cap Equity	663,480 99	678,896 47	15,415 48	9%
EAFE Equity	1,374,022 61	1,501,428 27	127,405 66	21%
European Large Cap Equity	73,836 75	151,026 70	77,189 95	2%
Asia ex-Japan Equity	376,970 23	376,629 19	(341 04)	5%
Emerging Market Equity	138,609 18	141,865 85	3,256 67	2%
Global Equity	212,774 23	227,307 64	14,533 41	3%
Total Value	**$5,148,841.40**	**$5,476,855.71**	**$328,014.31**	**75%**

Market Value/Cost	Current Period Value
Market Value	5,476,855 71
Tax Cost	4,049,402 18
Unrealized Gain/Loss	1,427,453 53
Estimated Annual Income	65,407 21
Accrued Dividends	1,277 42
Yield	1 19%

Asset Categories



Equity as a percentage of your portfolio - 75 %

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	149.000	15,425 97	8,450 75	6,975 22	375.48	2 43%
ADOBE SYSTEMS INC 00724F-10-1 ADBE	59 88	133 000	7,963.91	4,733.88	3,230 03		
ALEXION PHARMACEUTICALS INC 015351-10-9 ALXN	132 88	64 000	8,504 58	6,708 51	1,796 07		
ALLERGAN INC 018490-10-2 AGN	111 08	60 000	6,664 80	5,182 43	1,482 37	12.00	0.18%
ALLIANCE DATA SYSTEMS CORP 018581-10-8 ADS	262 93	22 000	5,784 46	3,884 75	1,899 71		
AMAZON COM INC 023135-10-6 AMZN	398 79	22 000	8,773 38	1,834 29	6,939 09		
ANADARKO PETROLEUM CORP 032511-10-7 APC	79 32	87 000	6,900 84	6,386 17	514 67	62 64	0 91%
APACHE CORP 037411-10-5 APA	85 94	81 000	6,961 14	6,369 18	591 96	64 80	0 93%
APPLE INC. 037833-10-0 AAPL	561 02	59 000	33,100 18	10,637 63	22,462 55	719 80	2 17%
ARCHER DANIELS MIDLAND CO 039483-10-2 ADM	43 40	103 000	4,470 20	3,286 48	1,183 72	98 88	2 21%
AUTOZONE INC 053332-10-2 AZO	477.94	17 000	8,124 98	5,386 29	2,738 69		

	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	353 000	18,666 29	12,086 02	6,580 27	353 00	1 89%
BANK OF AMERICA CORP 060505-10-4 BAC	15 57	1,429.000	22,249 53	16,825 54	5,423 99	57 16	0 26%
BBH CORE SELECT FUND-N 05528X-60-4 BBTE X	21 40	11,807 955	252,690 24	189,600.42	63,089 82		
BIOGEN IDEC INC 09062X-10-3 BIIB	279.57	44 000	12,301.17	2,638 86	9,662 31		
BRISTOL MYERS SQUIBB CO 110122-10-8 BMY	53 15	397 000	21,100.55	16,216 72	4,883.83	571 68 142 92	2 71%
CAPITAL ONE FINANCIAL CORP 14040H-10-5 COF	76 61	86 000	6,588 46	4,605 12	1,983 34	103 20	1.57%
CBS CORP CLASS B W/I 124857-20-2 CBS	63 74	135 000	8,604 90	7,120 34	1,484 56	64 80 16.20	0 75%
CELGENE CORPORATION 151020-10-4 CELG	168 97	75.000	12,672 60	3,159 06	9,513.54		
CERNER CORP 156782-10-4 CERN	55 74	110 000	6,131 40	4,824 51	1,306 89		
CHENIERE ENERGY INC 16411R-20-8 LNG	43 12	110 000	4,743 20	1,725 56	3,017 64		
CISCO SYSTEMS INC 17275R-10-2 CSCO	22 43	691 000	15,499 13	9,806.47	5,692 66	469 88	3 03%
CITIGROUP INC NEW 172967-42-4 C	52 11	389 000	20,270 79	14,439 44	5,831 35	15 56	0 08%
COCA-COLA CO 191216-10-0 KO	41 31	220 000	9,088 20	8,759.85	328 35	246 40	2 71%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc. / Accrued Div.	Yield
US Large Cap Equity							
COMCAST CORP CL A 20030N-10-1 CMCS A	51 97	418 000	21,721.37	10,131 89	11,589 48	326 04 81 51	1 50%
COSTCO WHOLESALE CORP 22160K-10-5 COST	119 02	44 000	5,236 88	5,348.76	(111 88)	54.56	1 04%
CSX CORP 126408-10-3 CSX	28 77	330 000	9,494 10	7,152.98	2,341 12	198 00	2 09%
CVS CAREMARK CORPORATION 126650-10-0 CVS	71 57	86 000	6,155 02	4,859.54	1,295.48	94 60	1.54%
DISH NETWORK CORP CL A 25470M-10-9 DISH	57 92	155 000	8,977 60	5,796.14	3,181 46		
DOW CHEMICAL CO 260543-10-3 DOW	44 40	238 000	10,567 20	7,316 64	3,250 56	304 64 76 16	2 88%
P **EATON CORP PLC** G29183-10-3 ETN	76 12	76 000	5,785.12	5,655.98	129 14	127.68	2 21%
EBAY INC 278642-10-3 EBAY	54 87	239 000	13,112 74	13,018.58	94 16		
EDGEWOOD GROWTH FUND-INS 0075W0-75-9 EGFI X	18 74	11,456 503	214,694 87	131,749 79	82,945 08		
EMERSON ELECTRIC CO 291011-10-4 EMR	70 18	128 000	8,983 04	6,239.16	2,743 88	220.16	2 45%
EOG RESOURCES INC 26875P-10-1 EOG	167 84	21 000	3,524 64	1,288 38	2,236 26	15 75	0 45%
EXXON MOBIL CORP 30231G-10-2 XOM	101 20	188 000	19,025 60	5,748 50	13,277 10	473 76	2 49%

	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	239 000	19,189 31	13,459 30	5,730 01	152 96 38 24	0 80%
FREEPORT-MCMORAN COPPER & GOLD INC CL B 35671D-85-7 FCX	37 74	355 000	13,397 70	11,919 52	1,478 18	443 75	3 31%
GENERAL MILLS INC 370334-10-4 GIS	49 91	147 000	7,336 77	4,037 92	3,298 85	223 44	3 05%
GENERAL MOTORS CO 37045V-10-0 GM	40 87	413 000	16,879.31	12,520.13	4,359 18		
GOOGLE INC CL A 38259P-50-8 GOOG	1,120 71	28 000	31,379 88	19,535 79	11,844.09		
HARTFORD FINANCIAL SERVICES GROUP INC 416515-10-4 HIG	36 23	194.000	7,028 62	5,857 11	1,171 51	116 40 29.10	1.66%
HOME DEPOT INC 437076-10-2 HD	82 34	205 000	16,879 70	9,612 01	7,267 69	319 80	1 89%
HONEYWELL INTERNATIONAL INC 438516-10-6 HON	91 37	264 000	24,121 68	14,661 20	9,460 48	475 20	1 97%
HUMANA INC 444859-10-2 HUM	103 22	79 000	8,154 38	5,901.24	2,253 14	85.32 21 33	1.05%
INTERCONTINENTALEXCHANGE GROUP, INC 45866F-10-4 ICE	224.92	50 000	11,246.00	8,089 76	3,156 24	130.00	1 16%
INVESCO LTD G491BT-10-8 IVZ	36 40	92.000	3,348 80	1,697 15	1,651 65	82 80	2.47%
JOHNSON & JOHNSON 478160-10-4 JNJ	91 59	397 000	36,361.23	30,960 65	5,400 58	1,048 08	2 88%

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
JOHNSON CONTROLS INC 478366-10-7 JCI	51 30	196 000	10,054 80	2,719 09	7,335 71	172 48 43 12	1 72%
JPM GROWTH ADVANTAGE FD - SEL FUND 1567 4812A3-71-8 JGAS X	13 85	6,023 300	83,422.71	54,089 24	29,333 47	849 28	1 02%
JPM INTREPID AMER FD - SEL FUND 1206 4812A2-10-8 JPIA X	34 77	2,361 846	82,121 39	41,746 15	40,375 24	1,811 53	2 21%
KLA-TENCOR CORP 482480-10-0 KLAC	64 46	52 000	3,351 92	3,184 13	167 79	93 60	2 79%
LAM RESEARCH CORP 512807-10-8 LRCX	54 45	149 000	8,113 05	6,282.52	1,830 53		
LOWES COMPANIES INC 548661-10-7 LOW	49 55	333 000	16,500.15	6,942 63	9,557 52	239 76	1 45%
MARATHON OIL CORP 565849-10-6 MRO	35 30	196 000	6,918 80	7,086 22	(167 42)	148 96	2 15%
MARATHON PETROLEUM CORPORATION 56585A-10-2 MPC	91 73	37 000	3,394 01	3,222.00	172 01	62 16	1 83%
MARSH & MCLENNAN COMPANIES INC 571748-10-2 MMC	48 36	120 000	5,803 20	5,258.65	544 55	120 00	2 07%
MASCO CORP 574599-10-6 MAS	22 77	492 000	11,202.84	7,451.85	3,750.99	147 60	1 32%
MASTERCARD INC - CLASS A 57636Q-10-4 MA	835.46	21 000	17,544 66	6,609 13	10,935.53	92 40	0 53%
MCKESSON CORP 58155Q-10-3 MCK	161.40	50 000	8,070 00	8,077 38	(7 38)	48 00 12.00	0 59%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
US Large Cap Equity							
MERCK AND CO INC 58933Y-10-5 MRK	50 05	154 000	7,707 70	4,238.43	3,469 27	271 04 67 76	3 52%
METLIFE INC 59156R-10-8 MET	53 92	357 000	19,249 44	11,252.69	7,996 75	392.70	2 04%
METTLER TOLEDO INTERNATIONAL INC 592688-10-5 MTD	242 59	23 000	5,579 57	4,812.85	766 72		
MICROSOFT CORP 594918-10-4 MSFT	37 41	828 000	30,975 48	19,771.69	11,203 79	927 36	2 99%
MONDELEZ INTERNATIONAL-W/I 609207-10-5 MDLZ	35 30	247 000	8,719 10	5,530 41	3,188 69	138.32 34.58	1 59%
MONSANTO CO 61166W-10-1 MON	116 55	97 000	11,305 35	10,449 47	855 88	166 84	1.48%
MORGAN STANLEY 617446-44-8 MS	31 36	460 000	14,425.60	10,131 73	4,293 87	92 00	0 64%
NEUBERGER BER MU/C OPP-INS 64122Q-30-9 NMUL X	15 35	23,238 375	356,709 06	235,637.12	121,071 94	2,509 74	0 70%
NEXTERA ENERGY INC 65339F-10-1 NEE	85 62	114 000	9,760 68	8,997.51	763 17	300 96	3 08%
NISOURCE INC 65473P-10-5 NI	32 88	193 000	6,345 84	5,470.41	875 43	193 00	3 04%
OCCIDENTAL PETROLEUM CORP 674599-10-5 OXY	95 10	145 000	13,789 50	9,167.52	4,621 98	371 20 109.44	2 69%
ORACLE CORP 68389X-10-5 ORCL	38 26	430 000	16,451 80	9,702 71	6,749 09	206 40	1 25%
PACCAR INC 693718-10-8 PCAR	59 17	236 000	13,964 12	7,744 71	6,219 41	188 80 212 40	1 35%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc / Accrued Div	Yield
US Large Cap Equity							
PENTAIR LTD SHS H6169Q-10-8 PNR	77 67	80 000	6,213 60	3,229 81	2,983 79	80 00	1 29%
PEPSICO INC 713448-10-8 PEP	82 94	118 000	9,786 92	8,687.49	1,099 43	267 86 66 97	2.74%
PERRIGO CO LTD G97822-10-3 PRGO	153 46	61 000	9,361 06	9,284 51	76 55		
PHILIP MORRIS INTERNATIONAL 718172-10-9 PM	87 13	114 000	9,932 82	9,448 87	483 95	428 64 107.16	4 32%
PHILLIPS 66 718546-10-4 PSX	77.13	182.000	14,037.66	9,819.55	4,218.11	283.92	2.02%
PRICELINE.COM INC 741503-40-3 PCLN	1,162 40	7 000	8,136 80	4,877 71	3,259 09		
PROCTER & GAMBLE CO 742718-10-9 PG	81 41	173 000	14,083 93	2,615 05	11,468 88	416 23	2 96%
QEP RESOURCES INC 74733V-10-0 QEP	30 65	177 000	5,425 05	5,760 62	(335 57)	14.16	0 26%
QUALCOMM INC 747525-10-3 QCOM	74 25	231 000	17,151 75	10,276 47	6,875 28	323 40	1 89%
SCHLUMBERGER LTD 806857-10-8 SLB	90 11	291 000	26,222 01	24,276 21	1,945 80	363 75 65.63	1 39%
SG REN SPX 05/29/14 2 XLEV- 7 7%CAP- 15 4%MAXPYMT INITIAL LEVEL-05/10/13 SPX.1633.70 78423E-GT-5	110.75	125,000 000	138,437 50	123,750 00	14,687 50		
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	184 69	801.000	147,936 69	129,465 63	18,471.06	2,684 15	1 81%

US Large Cap Equity

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc. / Accrued Div	Yield
STATE STREET CORP 857477-10-3 STT	73 39	125 000	9,173 75	7,399 59	1,774 16	130 00 32 50	1 42%
TIME WARNER INC NEW 887317-30-3 TWX	69 72	444 000	30,955 68	9,380 22	21,575 46	510 60	1 65%
TIME WARNER CABLE INC 88732J-20-7 TWC	135 50	44 000	5,962 00	4,990 71	971 29	114 40	1 92%
UNITEDHEALTH GROUP INC 91324P-10-2 UNH	75 30	241 000	18,147.30	12,169 28	5,978 02	269 92	1 49%
UNITED TECHNOLOGIES CORP 913017-10-9 UTX	113 80	268 000	30,498.40	12,798.76	17,699.64	632 48	2 07%
UNITED CONTINENTAL HOLDINGS INC. 910047-10-9 UAL	37 83	139 000	5,258 37	5,353 95	(95 58)		
VERIZON COMMUNICATIONS INC 92343V-10-4 VZ	49.14	168 000	8,255 52	5,063.09	3,192 43	356 16	4 31%
VERTEX PHARMACEUTICALS INC 92532F-10-0 VRTX	74 30	52 000	3,863 60	1,630 80	2,232 80		
WALT DISNEY CO 254687-10-6 DIS	76 40	140 000	10,696.00	9,307 57	1,388 43	120 40 120 40	1 13%
WELLS FARGO & CO 949746-10-1 WFC	45 40	687 000	31,189 80	17,759 86	13,429 94	824 40	2 64%
WILLIAMS COMPANIES INC 969457-10-0 WMB	38.57	231 000	8,909 67	6,659 68	2,249 99	351 12	3.94%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
US Large Cap Equity							
YUM BRANDS INC 988498-10-1 YUM	75 61	168 000	12,702 48	2,035 32	10,667 16	248 64	1 96%
Total US Large Cap Equity			**$2,399,701.59**	**$1,628,843.38**	**$770,858.21**	**$26,072.58** **$1,277.42**	**1.09%**
US Mid Cap Equity							
ISHARES RUSSELL MIDCAP INDEX FUND 464287-49-9 IWR	149 98	1,574 000	236,068 52	137,208 73	98,859 79	3,102 35	1 31%
JPM MID CAP GROWTH FD - SEL FUND 3120 4812C1-71-0 HLGE X	27 95	9,621 491	268,920 67	138,260 83	130,659 84	2,087 86	0 78%
JPM MKT EXP ENH INDEX FD - SEL FUND 3708 4812C1-63-7 PGMI X	13 13	13,245 033	173,907 28	120,264 90	53,642 38	1,695 36	0 97%
Total US Mid Cap Equity			**$678,896.47**	**$395,734.46**	**$283,162.01**	**$6,885.57**	**1.01%**
EAFE Equity							
ARTISAN INTL VALUE FUND-INV 04314H-88-1 ARTK X	36 77	9,139 887	336,073 64	252,352 29	83,721.35	8,436 11	2 51%
DB BREN MXEA 04/09/14 10%BUFFER-1 5XLEV- 7.1%CAP 10 65%MAXRTRN INITIAL LEVEL-03/22/13.MXEA 1686 72 25152R-CD-3	109 06	65,000 000	70,889 65	64,350 00	6,539 65		

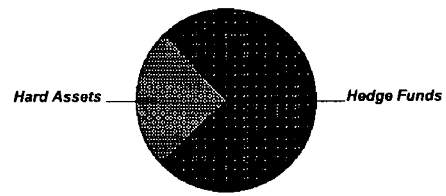
	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
EAFE Equity							
DB REN MXEA 08/06/14 2 XLEV- 11 15%CAP- 22 30%MAXPYMT INITIAL LEVEL-07/19/13 MXEA 1733 470 25152R-DW-0	108 15	65,000.000	70,296 20	64,350 00	5,946 20		
DODGE & COX INTL STOCK FUND 256206-10-3 DODF X	43 04	9,051 389	389,571 78	270,277 12	119,294 66	6,290 71	1 61%
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	67 10	3,647 000	244,695 47	211,382 09	33,313 38	6,210 84	2 54%
OAKMARK INTERNATIONAL FD-I 413838-20-2 OAKI X	26 32	14,813 888	389,901 53	362,391 03	27,510 50	6,458 85	1 66%
Total EAFE Equity			**$1,501,428.27**	**$1,225,102.53**	**$276,325.74**	**$27,396.51**	**1.82%**
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	65,000 000	78,055 90	64,187 50	13,868 40		
VANGUARD FTSE EUROPE ETF 922042-87-4 VGK	58 80	1,241 000	72,970 80	69,952 69	3,018 11	2,021 58	2 77%
Total European Large Cap Equity			**$151,026.70**	**$134,140.19**	**$16,886.51**	**$2,021.58**	**1.34%**

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
Asia ex-Japan Equity							
MATTHEWS PACIFIC TIGER FD-IS 577130-83-4 MIPT X	24 97	6,771 042	169,072 92	125,403 88	43,669 04		
T ROWE PRICE NEW ASIA 77956H-50-0 PRAS X	16 01	12,964.164	207,556 27	207,939 52	(383 25)	1,944 62	0.94 %
Total Asia ex-Japan Equity			**$376,629.19**	**$333,343.40**	**$43,285.79**	**$1,944.62**	**0.52 %**
Emerging Market Equity							
NEUBERGER BERMAN EQUITY FDS GCHINA EQ INST 64122Q-46-5 NCEI X	11 07	6,717 769	74,365 70	68,051 00	6,314 70		
VIRTUS EMERGING MKTS OPPOR-I 92828T-88-9 HIEM X	9 55	7,068 079	67,500 15	65,946 39	1,553 76	742 14	1 10 %
Total Emerging Market Equity			**$141,865.85**	**$133,997.39**	**$7,868.46**	**$742.14**	**0.52 %**
Global Equity							
JPM GLOBAL RES ENH INDEX FD - SEL FUND 3457 46637K-51-3 JEIT X	17 83	12,748 606	227,307 64	198,240.83	29,066 81	344 21	0 15 %

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	199,514 46	202,623 11	3,108 65	3%
Hard Assets	21,325 28	71,450 13	50,124 85	1%
Total Value	**$220,839.74**	**$274,073.24**	**$53,233.50**	**4%**

Asset Categories



Alternative Assets as a percentage of your portfolio - 4 %

Alternative Assets Detail

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
EATON VANCE GLOBAL MACRO-I 277923-72-8 EIGM X	9 42	10,513 492	99,037.09	100,298 71

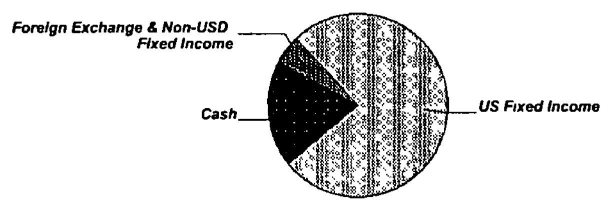
	Price	Quantity	Estimated Value	Cost
Hedge Funds				
GATEWAY FUND-Y 367829-88-4 GTEY X	28 99	3,573.164	103,586 02	100,298 71
Total Hedge Funds			**$202,623.11**	**$200,597.42**

	Price	Quantity	Estimated Value	Cost	Est Annual Income / Accrued Income
Hard Assets					
PIMCO COMMODITYPL STRAT-P 72201P-16-7 PCLP X	10 67	6,696 357	71,450.13	71,095 47	227 67

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	188,522 69	254,256 48	65,733 79	4%
US Fixed Income	1,252,283 26	1,130,166 46	(122,116 80)	16%
Foreign Exchange & Non-USD Fixed Income	30,734 19	30,596 37	(137 82)	1%
Total Value	**$1,471,540.14**	**$1,415,019.31**	**($56,520.83)**	**21%**

Asset Categories



Cash & Fixed Income as a percentage of your portfolio - 21 %

Market Value/Cost	Current Period Value
Market Value	1,415,019 31
Tax Cost	1,410,824 58
Unrealized Gain/Loss	4,194 73
Estimated Annual Income	28,067.34
Accrued Interest	1,450 85
Yield	1 98 %

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months[1]	1,415,019 31	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	254,256 48	17%
Mutual Funds	1,160,762 83	83%
Total Value	**$1,415,019.31**	**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	255,019 96	255,019 96	255,019 96		76 50 6 17	0 03 % [1]
COST OF PENDING PURCHASES	1 00	(763.48)	(763 48)	(763 48)			
Total Cash			**$254,256.48**	**$254,256.48**	**$0.00**	**$76.50** **$6.17**	**0.03 %**
US Fixed Income							
DOUBLELINE TOTAL RET BD-I 258620-10-3	10 78	12,824 12	138,244 00	143,654 41	(5,410 41)	7,143 03	5 17 %
EATON VANCE FLOATING RATE-I 277911-49-1	9 19	13,057 07	119,994 48	117,303 30	2,691 18	4,687.48	3 91 %
JPM STRAT INCOME OPPORT FD - SEL FUND 3844 4812A4-35-1	11 89	5,606 69	66,663 58	58,477 80	8,185 78	1,799 74 151 38	2 70 %
JPM CORE BOND FD - SEL FUND 3720 4812C0-38-1	11 47	14,957 02	171,557 02	173,501 43	(1,944 41)	5,519 14 478 62	3 22 %

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Income / Accrued Interest	Yield
US Fixed Income							
JPM SHORT DURATION BOND FD - SEL FUND 3133 4812C1-33-0	10 89	58,191 68	633,707 38	633,613 64	93 74	8,670 56 814 68	1 37 %
Total US Fixed Income			**$1,130,166.46**	**$1,126,550.58**	**$3,615.88**	**$27,819.95** **$1,444.68**	**2.46 %**
Foreign Exchange & Non-USD Fixed Income							
JPM INTL CURR INCOME FD - SEL FUND 3831 4812A3-29-6	11 10	2,756 43	30,596.37	30,017 52	578 85	170 89	0 56 %