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Return of Private Foundation

2013

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

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

Name of foundation **39-15C044664768 SUCC TTEE U/W WILLIAM PETERMAN**

Number and street (or P O box number if mail is not delivered to street address) **ONE COURT SQUARE 19TH FLOOR**

Room/suite

City or town, state or province, country, and ZIP or foreign postal code **LONG ISLAND CITY, NY 11120**

A Employer identification number
13-6057795

B Telephone number (see instructions)
-

C If exemption application is pending, check here

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

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

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

G Check all that apply

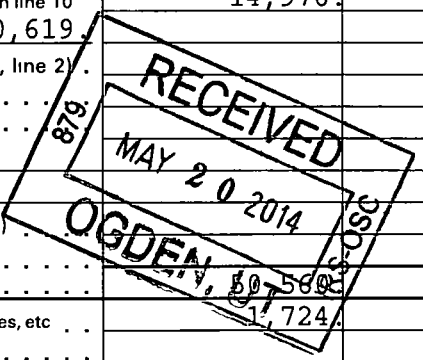
<input type="checkbox"/>	Initial return	<input type="checkbox"/>	Initial return of a former public charity
<input type="checkbox"/>	Final return	<input type="checkbox"/>	Amended return
<input checked="" type="checkbox"/>	Address change	<input type="checkbox"/>	Name change

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 1,586,115.**

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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		35,584.	36,072.		STMT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		14,976.			
b Gross sales price for all assets on line 6a 510,619.					
7 Capital gain net income (from Part IV, line 2)			14,978.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		507,560.	51,050.		
13 Compensation of officers, directors, trustees, etc.		1,724.	862.		862.
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 2		410.	546.		
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 3		385.			385.
24 Total operating and administrative expenses. Add lines 13 through 23		2,519.	1,408.	NONE	1,247.
25 Contributions, gifts, grants paid		66,227.			66,227.
26 Total expenses and disbursements. Add lines 24 and 25		68,746.	1,408.	NONE	67,474.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-18,186.			
b Net investment income (if negative, enter -0-)			49,642.		
c Adjusted net income (if negative, enter -0-)					



ENVELOPE POSTMARK DATE MAY 14 2014

SCANNED MAY 28 2014

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
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	38,775.	68,318.	68,318.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			NONE
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 4	1,314,497.	1,266,768.	1,517,797.
	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)	1,353,272.	1,335,086.	1,586,115.	
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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,346,031.	1,329,343.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	7,241.	5,743.	
	30	Total net assets or fund balances (see instructions)	1,353,272.	1,335,086.	
31	Total liabilities and net assets/fund balances (see instructions)	1,353,272.	1,335,086.		

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	1,353,272.
2	Enter amount from Part I, line 27a	2	-18,186.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,335,086.
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	1,335,086.

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 510,619.		495,641.	14,978.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any		
a			14,978.	
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 14,978.
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		{ 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	72,381.	1,457,710.	0.049654
2011	87,548.	1,461,611.	0.059898
2010	36,579.	1,397,212.	0.026180
2009	46,623.	1,264,543.	0.036869
2008	72,857.	1,358,643.	0.053625
2 Total of line 1, column (d)			2 0.226226
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 0.045245
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 1,506,206.
5 Multiply line 4 by line 3			5 68,148.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 496.
7 Add lines 5 and 6			7 68,644.
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 67,474.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 580, with a note 'PAID BY EFTPS'.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements. Includes questions about political influence, unrelated business income, and substantial contributors. Includes handwritten 'NY' and 'N/A'.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of SEE STATEMENT 5 Telephone no Located at ZIP+4
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
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 Yes No 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.

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

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A N/A

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) N/A

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. Yes No

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
CITIBANK, N.A. ONE COURT SQUARE, 19TH FL, LONG ISLAND CITY, NY 11120	TRUSTEE, AS REQ'	1,724.	-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	1,468,989.
b	Average of monthly cash balances	1b	60,154.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,529,143.
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	1,529,143.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,937.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,506,206.
6	Minimum investment return. Enter 5% of line 5	6	75,310.

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	75,310.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	993.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	993.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	74,317.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	74,317.
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	74,317.

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	67,474.
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	67,474.
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	67,474.

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				74,317.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			31,268.	
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: ► \$ 67,474.				
a Applied to 2012, but not more than line 2a			31,268.	
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				36,206.
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				38,111.
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				(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:

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 <i>Paid during the year</i> SEE STATEMENT 10				66,227.
Total ► 3a				66,227.
b <i>Approved for future payment</i>				
Total ► 3b				

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST	35,584.	36,072.
TOTAL	35,584.	36,072.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES		
CURRENT ESTIMATE	410.	546.
	-----	-----
TOTALS	410.	546.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES

REVENUE AND EXPENSES PER BOOKS

CHARITABLE PURPOSES

DESCRIPTION

NY LAW PUB NOTICE
NY AG FILING FEE

135.
250.

135.
250.

TOTALS

385.
=====

385.
=====

39-15C044664768 SUCC TTEE U/W WILLIAM

13-6057795

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV		BEGINNING BOOK VALUE
	C	F	
SEE ATTACHED STATEMENTS	C		1,314,497.
TOTALS			1,314,497.

SEE ATTACHED STATEMENTS

C 1,314,497.

TOTALS

1,314,497.

=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: CITIBANK, N.A.

ADDRESS: ONE COURT SQUARE, 19TH FL
LONG ISLAND CITY, NY 11120

TELEPHONE NUMBER: (800)770-8444

=====

RECIPIENT NAME:
FRANCISCAN SISTERS OF THE POOR
ADDRESS:
133 REMSEN STREET
BROOKLYN, NY 11201
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 4,731.

RECIPIENT NAME:
THE NEW YORK FOUNDLING HOSPITAL
ADDRESS:
590 AVE. OF THE AMERICAS
NEW YORK, NY 10011
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 4,730.

RECIPIENT NAME:
CATHOLIC FOREIGN MISSION
SOCIETY OF AMERICA, INC
ADDRESS:
P.O. BOX 306
MARYKNOLL, NY 10545-0306
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 4,731.

RECIPIENT NAME:
INSTITUTE OF CHRISTIAN DOCTRINE INC
ADDRESS:
P.O. BOX 881
NYACK, NY 10960
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 4,730.

RECIPIENT NAME:
ST JOSEPHS SEMINARY
ADDRESS:
201 SEMINARY AVENUE
YONKERS, NY 10704
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 4,731.

RECIPIENT NAME:
FORDHAM UNIVERSITY
ADDRESS:
EAST FORDHAM ROAD
BRONX, NY 10458
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 4,730.

=====

RECIPIENT NAME:
THE CATHOLIC CHARITIES OF
ARCHDIOCESE OF NEW YORK
ADDRESS:
1011 1ST AVENUE
NEW YORK, NY 10022
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 4,731.

RECIPIENT NAME:
LAVELLE SCHOOL FOR THE BLIND
ADDRESS:
3830 PAULDING AVE
BRONX, NY 10469
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 4,730.

RECIPIENT NAME:
HOLY NAME CENTER FOR HOMELESS
MEN, INC
ADDRESS:
1011 1ST AVE, 11TH FL
NEW YORK, NY 10012
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 4,731.

=====

RECIPIENT NAME:
MISSION OF THE IMMACULATE VIRGIN
FOR THE PROTECTION OF HOMLESS & DES
ADDRESS:
6581 HYLAN BOULEVARD
STATEN ISLAND, NY 10309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 4,730.

RECIPIENT NAME:
MOUNT MANRESA
ADDRESS:
239 FINGERBOARD ROAD
STATEN ISLAND, NY 10305-3726
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 4,731.

RECIPIENT NAME:
JOHN A. COLEMAN SCHOOL
ADDRESS:
317 NORTH STREET
WHITE PLAINS, NY 10605
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 4,730.

=====

RECIPIENT NAME:
THE SERVANTS OF RELIEF
FOR INCURABLE CANCER
ADDRESS:
600 LINDA AVE
NEW YORK, NY 10002
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 4,731.

RECIPIENT NAME:
ST. JOSEPH'S SCHOOL FOR THE DEAF
ADDRESS:
1000 HUTCHISON RIVER PARKWAY
BRONX, NY 10465
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 4,730.

TOTAL GRANTS PAID: 66,227.
=====

**SCHEDULE D
(Form 1041)**

Capital Gains and Losses

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

▶ 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

2013

Name of estate or trust

Employer identification number

39-15C044664768 SUCC TTEE U/W WILLIAM

13-6057795

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	41,029.	41,254.		-225.
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 -225.

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	467,835.	454,387.		13,448.
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 1,755.
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 15,203.

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

Schedule D (Form 1041) 2013

JSA
3F1210 1 000

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		-225.
18	Net long-term gain or (loss):			
a	Total for year	18a		15,203.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh.)	18b		
c	28% rate gain	18c		
19	Total net gain or (loss). Combine lines 17 and 18a. ▶	19		14,978.

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:	20	()
a	The loss on line 19, column (3) or b \$3,000		

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		

Sales and Other Dispositions of Capital Assets

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

2013

Department of the Treasury
Internal Revenue Service

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

Attachment
Sequence No **12A**

Name(s) shown on return: 39-15C044664768 SUCC TTEE U/W WILLIAM
Social security number or taxpayer identification number: 13-6057795

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	
30.	VANGUARD BD IDX FD INC BD	02/08/2013	08/09/2013	2,409.00	2,427.00			-18.00
71.	VANGUARD BD IDX FD TOT ETF	02/08/2013	08/09/2013	5,743.00	5,917.00			-174.00
144.	VANGUARD FTSE DEVELOP ETF	08/09/2013	11/12/2013	5,805.00	5,517.00			288.00
3511.499	VANGUARD HIGH-YIE FUND	04/08/2013	08/09/2013	20,929.00	21,500.00			-571.00
67.	VANGUARD TOTAL STOCK M	08/09/2013	11/12/2013	6,143.00	5,893.00			250.00
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) ▶				41,029.	41,254.			-225.

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.

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

39-15C044664768 SUCC TTEE U/W WILLIAM

13-6057795

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

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

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

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

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

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

(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	
42.	VANGUARD BD IDX FD INC BD	03/02/2012	04/08/2013	3,402.00	3,409.00			-7.00
625.	VANGUARD BD IDX FD IN BD	03/02/2012	08/09/2013	50,188.00	50,285.00			-97.00
154.	VANGUARD BD IDX FD TO ETF	03/02/2012	04/08/2013	12,923.00	12,894.00			29.00
2375.	VANGUARD BD IDX FD T ETF	03/02/2012	08/09/2013	192,111.00	183,094.00			9,017.00
1695.	VANGUARD BD IDX FD T ETF	12/31/1973	11/12/2013	136,412.00	128,888.00			7,524.00
950.	VANGUARD FTSE DEVELOP ETF	07/09/2008	02/08/2013	34,497.00	39,874.00			-5,377.00
104.	VANGUARD FTSE DEVELOP ETF	07/09/2008	11/12/2013	4,193.00	4,365.00			-172.00
1696.563	VANGUARD HIGH-YIE FUND	07/14/2008	08/09/2013	10,112.00	9,297.00			815.00
174.	VANGUARD TOTAL STOCK	12/31/1973	02/08/2013	13,610.00	12,753.00			857.00
130.	VANGUARD TOTAL STOCK	12/31/1973	04/08/2013	10,387.00	9,528.00			859.00
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) ▶				467,835.	454,387.			13,448.

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.

FEDERAL CAPITAL GAIN DISTRIBUTIONS

=====

LONG-TERM CAPITAL GAIN DISTRIBUTIONS

15% RATE CAPITAL GAIN DISTRIBUTIONS

VANGUARD BD IDX FD INC SHORT TERM BD	634.00
VANGUARD BD IDX FD TOTAL BD MKT ETF	1,121.00

TOTAL 15% RATE CAPITAL GAIN DISTRIBUTIONS 1,755.00

TOTAL LONG-TERM CAPITAL GAIN DISTRIBUTIONS 1,755.00

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Statement of Accounts

Statement Period 1 Dec 2013 - 31 Dec 2013

196 398 1
39



STATEMENT OVERVIEW

Reference Currency: USD

This duplicate statement has been prepared for
Successor TTEE UW William Peterman *

Legal Entity
CITIBANK N.A.

	<u>LAST PERIOD</u>	<u>THIS PERIOD</u>	<u>Page</u>
	Total Value USD	Total Value USD	Number
TOTAL ASSETS	1,584,149.05	1,586,480.20	
Investment Assets In This Statement	1,584,149.05	1,586,480.20	
Vanguard Portfolios - Taxable L5 — 15C044664768	1,584,149.05	1,586,480.20	4

Total Value = Market Value + Accrued Interest + Accrued Dividend

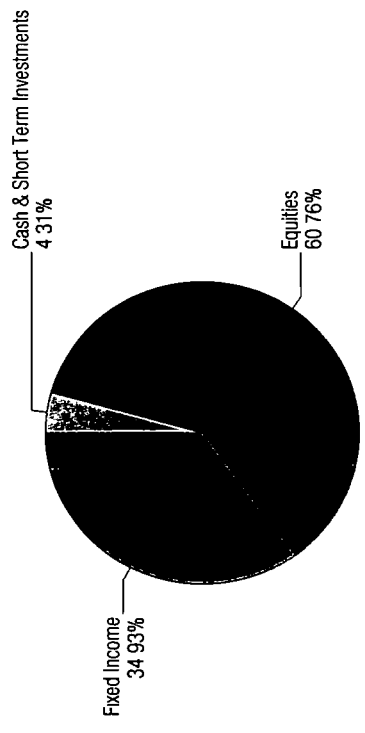


ACCOUNT SUMMARY

Reference Currency: USD

	TOTAL ACTIVITY		PRINCIPAL ACTIVITY		INCOME ACTIVITY	
	This Period	Year to Date	This Period	Year to Date	This Period	Year to Date
Opening Market Value	1,584,145.90	1,487,900.50	1,568,379.01	1,480,659.14	15,766.89	7,241.36
Deposits to Account	0.20	796.20	0.16	398.16	0.04	398.04
Withdrawals from Account	(16,871.04)	(67,023.60)	—	(31,666.00)	(16,871.04)	(35,357.60)
Securities Transferred In	—	—	—	—	—	—
Securities Transferred Out	—	—	—	—	—	—
Dividends and Interest	7,576.58	35,614.40	729.32	1,755.05	6,847.26	33,859.35
Market Change	11,263.48	129,622.62	11,263.48	129,622.62	0.00	0.00
Other Income or Expense	—	(795.00)	—	(397.00)	—	(398.00)
Closing Market Value	1,586,115.12	1,586,115.12	1,580,371.97	1,580,371.97	5,743.15	5,743.15

ASSET ALLOCATION TABLE SHOWN ON NEXT PAGE



Values less than 1% not graphed.



Vanguard Portfolios - Taxable L5 - 15C044664768

Statement Period 1 Dec 2013 - 31 Dec 2013

ACCOUNT SUMMARY

Reference Currency: USD

ASSET ALLOCATION & UNREALIZED GAIN/(LOSS)

Asset Class	Total Value Last Period	Change	Total Value This Period	Percent of Total Account	Cost	Unrealized Gain/(Loss)	Estimated Annual Income	Accrued Interest/Dividend
Cash & Short Term Investments	77,615.36	(9,294.59)	68,320.77	4.31	68,317.95	0.00	34.16	2.82
Cash	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Short Term Investments	77,615.36	(9,294.59)	68,320.77	4.31	68,317.95	0.00	34.16	2.82
Equities	947,748.62	16,259.12	964,007.74	60.76	731,434.12	232,573.62	19,415.75	0.00
Mutual Funds	947,748.62	16,259.12	964,007.74	60.76	731,434.12	232,573.62	19,415.75	0.00
Fixed Income	558,785.07	(4,633.38)	554,151.69	34.93	535,333.58	18,455.85	13,383.76	362.26
Mutual Funds	558,785.07	(4,633.38)	554,151.69	34.93	535,333.58	18,455.85	13,383.76	362.26
Total Assets	1,584,149.05	2,331.15	1,586,480.20	100.00	1,335,085.65	251,029.47	32,833.67	365.08

Total Value = Market Value + Accrued Interest + Accrued Dividend



Vanguard Portfolios - Taxable L5 - 15C044664768
 Statement Period 1 Dec 2013 - 31 Dec 2013

ACCOUNT SUMMARY

Reference Currency: USD

	TOTAL		PRINCIPAL		INCOME	
	Total Value	Accrued Interest/Dividend	Market Value	Accrued Interest/Dividend	Market Value	Accrued Interest/Dividend
Cash & Short Term Investments	68,320.77	2.46	62,574.80	2.46	5,743.15	0.36
Equities	964,007.74	0.00	964,007.74	0.00	—	—
Fixed Income	554,151.69	362.26	553,789.43	362.26	—	—
Convertible Bonds	—	—	—	—	—	—
Multi Asset Class Funds	—	—	—	—	—	—
Alternative Investments	—	—	—	—	—	—
Capital Markets	—	—	—	—	—	—
Others	—	—	—	—	—	—
Total	1,586,480.20	364.72	1,580,371.97	364.72	5,743.15	0.36

Total Value = Market Value + Accrued Interest + Accrued Dividend

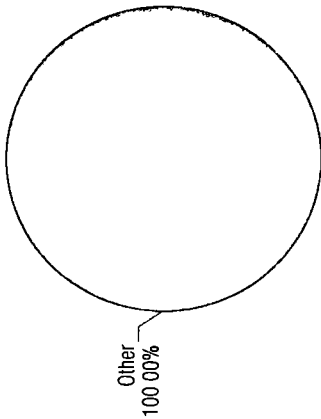
	TOTAL ACTIVITY		PRINCIPAL ACTIVITY		INCOME ACTIVITY	
	This Period	Year to Date	This Period	Year to Date	This Period	Year to Date
Opening Cash Balance	77,612.21	38,774.96	61,845.32	31,533.60	15,766.89	7,241.36
Cash Deposits	0.20	796.20	0.16	398.16	0.04	398.04
Cash Withdrawals	(16,871.04)	(67,023.60)	—	(31,666.00)	(16,871.04)	(35,357.60)
Assets Purchased	—	(447,911.49)	—	(447,911.49)	—	—
Assets Sold	—	508,862.48	—	508,862.48	—	—
Income Received	7,576.58	36,614.40	729.32	1,755.05	6,847.26	33,859.35
Taxes / Fees / Miscellaneous	—	(795.00)	—	(397.00)	—	(398.00)
Closing Cash Balance	68,317.95	68,317.95	62,574.80	62,574.80	5,743.15	5,743.15

EQUITY INVESTMENTS ANALYSIS

Reference Currency USD

SECTOR ALLOCATION

Sector Name	Market Value	% Total
Consumer Discretionary	0.00	0.0
Consumer Staples	0.00	0.0
Energy	0.00	0.0
Financials	0.00	0.0
Foreign Equities	0.00	0.0
Health Care	0.00	0.0
Industrials	0.00	0.0
Information Technology	0.00	0.0
Materials	0.00	0.0
Miscellaneous - Foreign	0.00	0.0
Other	964,007.74	100.0
Telecommunication Services	0.00	0.0
Utilities	0.00	0.0
Total	964,007.74	100.0



Values less than 1% not graphed.

TOP TEN HOLDINGS BY VALUE

Description	Sector	Market Value	% Total	Yield
VANGUARD TOTAL STOCK M	Other	674,989.04	70.02	1.74
ETF VANGUARD FTSE	Other	191,311.20	19.85	2.60
VANGUARD FTSE EMERGING	Other	97,707.50	10.14	2.73
Total		964,007.74	100.00	



Vanguard Portfolios - Taxable L5 - 15C044664768

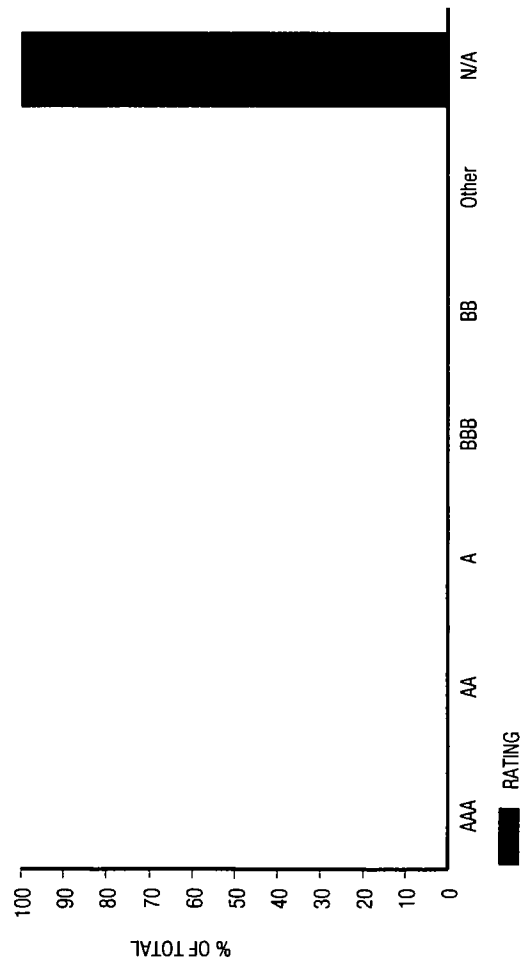
Statement Period 1 Dec 2013 - 31 Dec 2013

FIXED INCOME INVESTMENTS ANALYSIS

Reference Currency USD

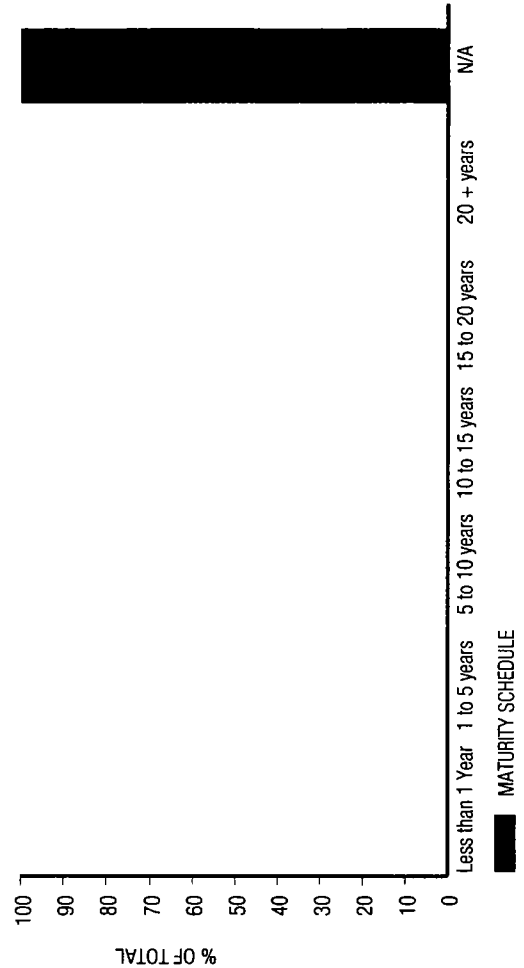
BOND QUALITY RATINGS

S&P Rating	Market Value	% Total
AAA	0.00	0
AA	0.00	0
A	0.00	0
BBB	0.00	0
BB	0.00	0
Other	0.00	0
N/A	553,789.43	100
Total	553,789.43	100%



BOND MATURITY SCHEDULE

Maturity Schedule	Market Value	% Total
Less than 1 year	0.00	0
1 to 5 years	0.00	0
5 to 10 years	0.00	0
10 to 15 years	0.00	0
15 to 20 years	0.00	0
20+ years	0.00	0
N/A	553,789.43	100
Total	553,789.43	100%



Vanguard Portfolios - Taxable L5 - 15C044664768

Statement Period 1 Dec 2013 - 31 Dec 2013

INVESTMENT POSITIONS - PRINCIPAL

Reference Currency USD

CASH AND SHORT TERM INVESTMENTS 3.96% SORTED BY LIQUIDITY

Description	Qty	Average/ Unit Cost	Total Cost	Market Price As of Date	Market Value	Accrued Interest	Total Value	Unrealized Gain/Loss	Est. Annual Income
Cash									
USD	0.00	0.000	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Short Term Investments									
CITIBANK M.D.A. (L) CUSIP 99000CST72 Yield 05%	62,574.8	100.000	62,574.80	1.00	62,574.80	2.46	62,577.26	0.00	31.29
Total Cash and Short Term Investments			62,574.80		62,574.80	2.46	62,577.26	0.00	31.29

EQUITIES 60.98% SORTED ALPHABETICALLY

Description	Qty	Average/ Unit Cost	Total Cost	Market Price As of Date	Market Value	Accrued Dividend	Total Value	Unrealized Gain/Loss	Est. Annual Income
Mutual Funds									
ETF VANGUARD FTSE Ticker/CUSIP VEA/921943858 Yield 2.6% Sector Other	4,590	32.261	148,079.97	41.68 31 Dec 13	191,311.20	0.00	191,311.20	43,231.23	4,970.97
VANGUARD FTSE EMERGING Ticker/CUSIP VWO/922042858 Yield 2.73% Sector Other	2,375	32.948	78,250.73	41.14 31 Dec 13	97,707.50	0.00	97,707.50	19,456.77	2,671.88
VANGUARD TOTAL STOCK MKT ETF Ticker/CUSIP VTI/922908769 Yield 1.74% Sector Other	7,037	71.778	505,103.42	95.92 31 Dec 13	674,989.04	0.00	674,989.04	169,885.62	11,772.90
Total Equities			731,434.12		964,007.74	0.00	964,007.74	232,573.62	19,415.75



Vanguard Portfolios - Taxable L5 - 15C044664768
 Statement Period 1 Dec 2013 - 31 Dec 2013

INVESTMENT POSITIONS - PRINCIPAL

Reference Currency USD

FIXED INCOME 35.06% SORTED BY CALL DATE/MATURITY DATE

Description	Qty	Average/ Unit Cost	Total Cost	Market Price As of Date	Market Value	Accrued Interest	Total Value	Unrealized Gain/Loss	Est. Annual Income
Mutual Funds									
VANGUARD BD INDEX FD INC Rate 2.031%	2,986	76.040	227,055.41	80.05 31 Dec 13	239,029.30	0.00	239,029.30	11,973.89	6,065.38
CUSIP 921937835 Yield 2.54%									
VANGUARD BOND INDEX FUNDS Rate 95%	2,990	80.368	240,301.44	79.93 31 Dec 13	238,990.70	0.00	238,990.70	(1,310.74)	2,839.15
CUSIP 921937827 Yield 1.19%									
VANGUARD HIGH YIELD CORPORATE Rate 3.56%	12,565 412	5.410	67,976.73	6.03 31 Dec 13	75,769.43	362.26	76,131.69	7,792.70	4,479.23
CUSIP 922031760 Yield 5.91%									
Total Fixed Income			535,333.58		553,789.43	362.26	554,151.69	18,455.85	13,383.76

TOTAL INVESTMENT POSITIONS - PRINCIPAL

1,329,342.50 1,580,371.97 364.72 1,580,736.69 251,029.47 32,830.80

Vanguard Portfolios - Taxable L5 - 15C044664768

Statement Period 1 Dec 2013 - 31 Dec 2013

INVESTMENT POSITIONS - INCOME

Reference Currency: USD

CASH AND SHORT TERM INVESTMENTS 100.00% SORTED BY LIQUIDITY										
Description	Qty	Average/ Unit Cost	Total Cost	Market Price As of Date	Market Value	Accrued Interest	Total Value	Unrealized Gain/Loss	Est. Annual Income	
Cash										
USD	0 00	0 000	0 00	0 00	0 00	0 00	0 00	0 00	0 00	
Short Term Investments										
CITIBANK M D A (L) CUSIP 9900CST72 Yield 05%	5,743 15	100 000	5,743 15	1 00	5,743 15	0 36	5,743 51	0 00	2 87	
Total Cash and Short Term Investments			5,743.15		5,743.15	0.36	5,743.51	0.00	2.87	
TOTAL INVESTMENT POSITIONS - INCOME										
			5,743.15		5,743.15	0.36	5,743.51	0.00	2.87	
TOTAL INVESTMENT POSITIONS - PRINCIPAL AND INCOME										
			1,335,085.65		1,586,115.12	365.08	1,586,480.20	251,029.47	32,833.67	