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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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation RAYNIE FOUNDATION		A Employer identification number 13-6086825	
Number and street (or P O box number if mail is not delivered to street address) 1610 CRABAPPLE LANE		B Telephone number (see instructions) (217) 352-4705	
City or town, state or province, country, and ZIP or foreign postal code CHAMPAIGN, IL 61822		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) \$ 2,314,904	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 ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	108	108		
	4 Dividends and interest from securities.	76,463	76,463		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-5,068			
	b Gross sales price for all assets on line 6a 379,403				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	8 Net short-term capital gain			1,990	
	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	71,503	76,571	1,990	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,500	1,500		1,500
	c Other professional fees (attach schedule)	12,635	12,635		12,635
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,244	2,244		2,244
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	26	26		26
	24 Total operating and administrative expenses. Add lines 13 through 23	16,405	16,405		16,405
	25 Contributions, gifts, grants paid	108,400			108,400
	26 Total expenses and disbursements. Add lines 24 and 25	124,805	16,405		124,805
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-53,302			
	b Net investment income (if negative, enter -0-)		60,166		
	c Adjusted net income (if negative, enter -0-)			1,990	

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	10,247	14,909	14,909
	2	Savings and temporary cash investments	164,369	36,815	36,815
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges		2,720	2,720
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	482,951	513,894	706,022
	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)	1,356,087	1,392,014	1,554,438
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,013,654	1,960,352	2,314,904
	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)			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
		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	2,013,654	1,960,352	
	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 page 17 of the instructions)	2,013,654	1,960,352	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,013,654	1,960,352	

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	2,013,654
2	Enter amount from Part I, line 27a	2	-53,302
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	1,960,352
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	1,960,352

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
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	See Additional Data Table		
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	See Additional Data Table		
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	-5,068
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	1,990

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 page 18 of 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	120,819	2,062,833	0 058569
2011	108,351	2,080,658	0 052075
2010	97,046	1,945,570	0 049881
2009	97,500	1,631,827	0 059749
2008	65,000	1,606,964	0 040449

2	Total of line 1, column (d).	2	0 260723
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 052145
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	2,197,039
5	Multiply line 4 by line 3.	5	114,565
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	602
7	Add lines 5 and 6.	7	115,167
8	Enter qualifying distributions from Part XII, line 4.	8	124,805

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 page 18 of the 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	602
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3 Add lines 1 and 2.	3	602
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	602
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,720
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d.	7	2,720
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,118
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 800 Refunded	11	1,318

Part VII-A Statements Regarding Activities			
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	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>	1b		No
c Did the foundation file Form 1120-POL for this year?	1c		No
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? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		
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? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
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	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ IL _____			
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? <i>If "No," attach explanation.</i>	8b	Yes	
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)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of SUSAN LOWRY Telephone no (217) 352-4705 Located at 1610 CRABAPPLE LANE CHAMPAIGN IL ZIP+4 61822			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here.	1b		
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		No
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?. If "Yes," list the years 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes

No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes

No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

Yes

No

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes

No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

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

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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
KRISTIN SAFANIE	TRUSTEE	0	0	0
101 COUNTY ROAD 1500 N SEYMOUR,IL 61875	0			
SUSAN LOWRY	TRUSTEE	0	0	0
1610 CRABAPPLE LANE CHAMPAIGN,IL 61821	5 00			
LINDA SAFANIE-CRAIN	DIST COMMITTEE	0	0	0
806 WEST CHARLES CHAMPAIGN,IL 61820	0			
DOROTHY SAFANIE	DIST COMMITTEE	0	0	0
2346 N 1450 EAST ROAD WHITE HEATH,IL 61884	0			

2

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

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

Total

number of other employees paid over \$50,000.

0

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Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

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	
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	
2	
All other program-related investments. See page 24 of the instructions	
3	
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	2,101,852
b	Average of monthly cash balances.	1b	128,644
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,230,496
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	2,230,496
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	33,457
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,197,039
6	Minimum investment return. Enter 5% of line 5.	6	109,852

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	109,852
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	602
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	602
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	109,250
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	109,250
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	109,250

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	124,805
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	124,805
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	602
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	124,203
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				109,250
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			100,433	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				120
b From 2009.				942
c From 2010.				16,337
d From 2011.				11,996
e From 2012.				19,965
f Total of lines 3a through e.	49,360			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 124,805				
a Applied to 2012, but not more than line 2a			100,433	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				
e Remaining amount distributed out of corpus	24,372			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	73,732			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				109,250
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	120			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	73,612			
10 Analysis of line 9				
a Excess from 2009. . . .				942
b Excess from 2010. . . .				16,337
c Excess from 2011. . . .				11,996
d Excess from 2012. . . .				19,965
e Excess from 2013. . . .				24,372

Part XIV

Private Operating Foundations (see instructions and Part VII-A, question 9)

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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 organization 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

RAYNIE FOUNDATION ATTN SUSAN LOWRY
1610 CRABAPPLE LANE
CHAMPAIGN,IL 61821
(217) 352-4705

b

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

SPECIAL FORM NOT REQUIRED

c

Any submission deadlines

NONE

d

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

ORGANIZATIONS CREATED OR ORGANIZED IN THE UNITED STATES OR ITS POSSESSIONS EXCLUSIVELY FOR RELIGIOUS, SCIENTIFIC, CHARITABLE, LITERARY OR EDUCATIO

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

Form **990-PF** (2013)

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
30 SHS - BAIDU COM	P	2013-05-15	2013-11-20
100 SHS - APACHE CORP	P	2008-06-20	2013-05-01
20 SHS - APACHE CORP	P	2009-03-25	2013-05-01
60 SHS - CELGENE	P	2012-03-28	2013-05-01
100 SHS - GILEAD	P	2012-03-28	2013-05-01
9,500 SHS - ARTIO GLOBAL HIGH INCOME	P	2012-03-28	2013-05-13
165 SHS - CVS CAREMARK	P	2012-03-28	2013-06-04
750 SHS - WISDOMTREE INCOME EQUITY	P	2012-03-28	2013-06-24
560 SHS - WISDOMTREE INCOME EQUITY	P	2012-03-28	2013-07-16
440 SHS - WISDOMTREE INCOME EQUITY	P	2012-04-10	2013-07-16
145 SHS - EXXON MOBIL	P	2001-09-22	2013-08-07
8,230 453 SHS - PIMCO ALL ASSET	P	2012-03-28	2013-08-27
310 SHS - HMS HOLDINGS	P	2012-06-28	2013-11-08
4,000 SHS - PIMCO TOTAL RETURN	P	2012-03-28	2013-11-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,794	0	2,804	1,990
7,327	0	13,706	-6,379
1,465	0	1,344	121
6,986	0	4,662	2,324
5,002	0	2,361	2,641
98,015	0	92,538	5,477
9,482	0	7,364	2,118
34,498	0	43,057	-8,559
27,796	0	32,149	-4,353
21,840	0	24,422	-2,582
13,226	0	6,021	7,205
98,658	0	100,025	-1,367
6,780	0	9,654	-2,874
43,535	0	44,365	-830

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
0	0	0	1,990
0	0	0	-6,379
0	0	0	121
0	0	0	2,324
0	0	0	2,641
0	0	0	5,477
0	0	0	2,118
0	0	0	-8,559
0	0	0	-4,353
0	0	0	-2,582
0	0	0	7,205
0	0	0	-1,367
0	0	0	-2,874
0	0	0	-830

TY 2013 Accounting Fees Schedule**Name:** RAYNIE FOUNDATION**EIN:** 13-6086825

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BRAY DRAKE LILES RICHARDSON ACCOUNTING	1,500	1,500		1,500

**TY 2013 All Other Program
Related Investments Schedule**

Name: RAYNIE FOUNDATION
EIN: 13-6086825

Category	Amount
NONE	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: RAYNIE FOUNDATION

EIN: 13-6086825

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
LONG TERM STOCK SALES	2012-03	Purchased	2013-12		379,403	384,471			-5,068	

**TY 2013 Investments Corporate
Stock Schedule****Name:** RAYNIE FOUNDATION**EIN:** 13-6086825

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCHEDULE ATTACHED	513,894	706,022

TY 2013 Investments - Other Schedule

Name: RAYNIE FOUNDATION

EIN: 13-6086825

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS - SCHEDULE ATTACHED		1,392,014	1,554,438

TY 2013 Other Expenses Schedule

Name: RAYNIE FOUNDATION

EIN: 13-6086825

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
POSTAGE	11	11		11
SUPPLIES	15	15		15

TY 2013 Other Professional Fees Schedule

Name: RAYNIE FOUNDATION

EIN: 13-6086825

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1ST REPUBLIC ACCOUNT MANAGEMENT	12,635	12,635		12,635

TY 2013 Taxes Schedule**Name:** RAYNIE FOUNDATION**EIN:** 13-6086825

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	2,229	2,229		2,229
STATE FILING FEE	15	15		15

Client Service Information

Your Investment Specialist: FRM	Contact Information	Client Service Information
FIRST REPUBLIC INVESTMENT MGMT 111 FINE ST SAN FRANCISCO CA 94111	Telephone Number: (415) 288-1400 Fax Number: (415) 288-1484 E-Mail Address: investments@firstrepublic.com	Services Hours: Weekdays 06:30 am - 04:00 pm. (PST) Client Service Telephone Number: (877) 348-5576 Web Site: WWW.FIRSTREPUBLIC.COM

Portfolio Manager(s):

BILL SLAYNE

Related Bank Account Number: 80001005710

Your Account Information

Investment Objective

Investment Objective: GROWTH

Risk Exposure: MODERATE RISK

Please review your investment objective. If you wish to make a change or have any questions please contact your Investment Specialist

Tax Lot Default Disposition Method

Default Method for Mutual Funds: HIGH COST

Default Method for Stocks in a Dividend Reinvestment Plan: HIGH COST

Default Method for all Other Securities: HIGH COST

Electronic Delivery

You are currently enrolled to receive the following account communications via electronic delivery

Statements and Reports

Trade Confirmations

Tax Documents

Please log in to your account to make any changes to your electronic delivery preferences

E-mail notifications are delivered to the following e-mail address(es):

#####@ad.com

#####@comcast.net

The above e-mail address is partially masked for your security. Please log into your account to review the full e-mail address.

Portfolio Holdings

Opening Date	Quantity	Account Number	Activity Ending	Quarterly Balance	Coding Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits 2.00% of Portfolio									
Cash Balance				682.46	7,465.90				
FDIC Insured Bank Deposits									
EAGLE BANK SWEEP TIER 2 held at FIRST REPUBLIC BANK									
11/30/13	36,814.620	0000001391	12/31/13	14,954.57	36,814.62	0.00	102.34	N/A	N/A
Total FDIC Insured Bank Deposits				\$14,954.57	\$36,814.62	\$0.00	\$102.34		
Total Cash, Money Funds, and Bank Deposits				\$15,617.03	\$44,280.52	\$0.00	\$102.34		

First Republic Securities Company, LLC
Member FINRA/SIPC
111 Pine Street, San Francisco CA 94111-5609
Tel (877)348-5576 Fax (415)362-0888



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Statement Period: 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 30.00% of Portfolio								
Common Stocks								
ABBOTT LABS COM								
Dividend Option, Cash			Security Identifier: ABT CUSIP 002824100					
03/29/12	195,000	29.2450	5,702.72	38.3300	7,474.35	1,771.63	171.60	2.29%
ABBVIE INC COM								
Dividend Option, Cash			Security Identifier: ABBV CUSIP 002871109					
03/29/12	195,000	31.7130	6,184.10	52.8100	10,297.95	4,113.85	312.00	3.02%
ACE LIMITED SHS								
ISIN# CH04438745			Security Identifier: ACE CUSIP H00239105					
Dividend Option, Cash								
03/29/12	220,000	73.0120	16,062.72	103.5300	22,776.60	6,713.88	448.80	1.97%
AMERICAN EXPRESS COMPANY								
Dividend Option, Cash			Security Identifier: AXP CUSIP 025816109					
06/21/10 *13	10,000	42.2730	422.73	90.7300	907.30	484.57	9.20	1.01%
06/21/10 *13	190,000	42.4820	8,071.66	90.7300	17,238.70	9,167.04	174.80	1.01%
07/07/10 *13	30,000	39.9900	1,197.90	90.7300	2,721.90	1,524.00	27.60	1.01%
Total Noncovered	230,000		9,692.29		20,867.90	11,175.61	211.60	
Total	230,000		\$9,692.29		\$20,867.90	\$11,175.61	\$211.60	
APPLE INC COM								
Dividend Option, Cash			Security Identifier: AAPL CUSIP 037833100					
09/29/08 *13	20,000	109.7300	2,194.60	561.0200	11,220.40	9,025.80	244.00	2.17%
03/25/09 *13	10,000	107.1600	1,071.60	561.0200	5,610.20	4,538.60	122.00	2.17%
Total Noncovered	30,000		3,266.20		16,830.60	13,564.40	366.00	
04/22/13	20,000	401.6730	8,033.46	561.0200	11,220.40	3,186.94	244.00	2.17%
Total Covered	20,000		8,033.46		11,220.40	3,186.94	244.00	
Total	50,000		\$11,299.66		\$28,051.00	\$16,751.34	\$610.00	
BAIDU COM INC SPONS ADR REPSTG OFD SHS								
Q. A			Security Identifier: BIDU CUSIP 056752108					
Dividend Option, Cash								
05/15/13	35,000	93.4660	3,271.30	177.8800	6,225.80	2,954.50		
BANK OF NEW YORK MELLON CORP COM								
Dividend Option, Cash			Security Identifier: BK CUSIP 064068100					

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
BANK OF NEW YORK MELLON CORP. COM (continued)								
03/28/12	450,000	23.8270	10,722.00	34.9400	15,723.00	5,001.00	270.00	1.71%
CATERPILLAR INC. COM								
Dividend Option: Cash			Security Identifier: CAT CUSIP 149123101					
06/16/10 * 13	100,000	64.3480	6,434.82	90.8100	9,081.00	2,646.18	240.00	2.64%
Total Noncovered	100,000		6,434.82		9,081.00	2,646.18	240.00	
03/28/12	10,000	105.0900	1,050.90	90.8100	908.10	-142.80	24.00	2.64%
Total Covered	10,000		1,050.90		908.10	-142.80	24.00	
Total	110,000		\$7,485.72		\$9,989.10	\$2,503.38	\$264.00	
CELGENE CORP.								
Dividend Option: Cash			Security Identifier: CELG CUSIP 151020104					
03/28/12	115,000	77.6950	8,934.93	168.9690	19,431.32	10,496.39		
CHEVRON CORP. NEW COM								
Dividend Option: Cash			Security Identifier: CVX CUSIP 165764100					
03/28/12	105,000	105.4920	11,076.66	124.9100	13,115.55	2,038.86	420.00	3.20%
08/07/13	30,000	123.8550	3,715.65	124.9100	3,747.30	31.65	120.00	3.20%
Total Covered	135,000		14,792.34		16,862.85	2,070.51	540.00	
Total	135,000		\$14,792.34		\$16,862.85	\$2,070.51	\$540.00	
QSCQ SYSTEMS INC.								
Dividend Option: Cash			Security Identifier: CSQQ CUSIP 172759102					
03/28/12	805,000	20.9130	16,834.89	22.4300	18,056.15	1,221.26	547.40	3.03%
COGNIZANT TECHNOLOGY SOLUTIONS CORP. CL A								
Dividend Option: Cash			Security Identifier: CTSH CUSIP 192446102					
10/11/11 * 13	40,000	67.4800	2,689.21	100.9800	4,039.20	1,339.99		
10/11/11 * 13	20,000	67.5430	1,350.86	100.9800	2,019.60	668.75		
10/12/11 * 13	30,000	71.8430	2,155.29	100.9800	3,029.40	874.11		
Total Noncovered	90,000		6,205.35		9,088.20	2,882.85		
03/28/12	25,000	76.6800	1,917.00	100.9800	2,524.50	607.50		
Total Covered	25,000		1,917.00		2,524.50	607.50		
Total	115,000		\$8,122.35		\$11,612.70	\$3,490.35	\$0.00	
CONTINENTAL RES INC. COM								
ISIN# UE2120151012			Security Identifier: CLR CUSIP 212015101					
Dividend Option: Cash								
10/02/13	80,000	110.9460	8,875.67	112.5200	9,001.60	125.93		
CVS CAREMARK CORP.								
Dividend Option: Cash			Security Identifier: CVS CUSIP 126501000					
03/28/12	245,000	44.6280	10,933.93	71.5700	17,534.65	6,600.72	220.50	1.25%



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Statement Period: 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
DEVON ENERGY CORP NEW COM								
Dividend Option: Cash								
03/29/12	135,000	71.0030	9,595.66	61.8700	8,352.45	-1,233.21	118.80	1.42%
05/01/13	160,000	55.6710	8,907.36	61.8700	9,889.20	981.84	140.80	1.42%
Total Covered	295,000		18,493.02		18,251.65	-241.37	259.60	
Total	295,000		\$18,493.02		\$18,251.65	-\$241.37	\$259.60	
FEDEX CORP COM								
Dividend Option: Cash								
01/26/12 *13	26,000	92.6230	2,408.24	143.7700	3,738.02	1,329.78	15.60	0.41%
01/27/12 *13	64,000	92.5830	5,925.28	143.7700	9,201.28	3,276.00	38.40	0.41%
Total Noncovered	90,000		8,333.52		12,939.30	4,605.78	54.00	
03/29/12	20,000	91.4400	1,828.80	143.7700	2,875.40	1,046.60	12.00	0.41%
Total Covered	20,000		1,828.80		2,875.40	1,046.60	12.00	
Total	110,000		\$10,162.32		\$15,814.70	\$5,652.38	\$66.00	
FORD MOTOR CO DEL COM PAR								
Dividend Option: Cash								
06/04/13	610,000	15.8320	9,657.23	15.4300	9,412.30	-244.93	244.00	2.59%
FREEMONT-MCMORAN COPPER & GOLD INC								
CL B								
Dividend Option: Cash								
03/29/12	340,000	37.1350	12,625.93	37.7400	12,831.60	205.67	425.00	3.31%
GENERAL ELECTRIC CO COM								
Dividend Option: Cash								
06/21/00 *13	500,000	50.8330	25,416.66	28.0300	14,015.00	-11,401.66	440.00	3.13%
06/20/08 *13	110,000	27.7280	3,049.81	28.0300	3,083.30	33.49	96.80	3.13%
06/26/08 *13	40,000	28.1300	1,125.20	28.0300	1,121.20	-4.00	36.20	3.13%
03/25/09 *13	70,000	10.8300	758.10	28.0300	1,962.10	1,204.00	61.60	3.13%
01/29/11 *13	210,000	20.2690	4,256.49	28.0300	5,886.30	1,629.81	184.80	3.13%
Total Noncovered	930,000		34,606.29		26,067.90	-8,538.39	818.40	
03/29/12	65,000	20.0050	1,300.30	28.0300	1,821.95	521.65	57.20	3.13%

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
GENERAL ELECTRIC CO COM (continued)								
Total Covered	65,000		1,300.30		1,821.95	521.65	57.20	
Total	995,000		\$35,906.59		\$27,889.85	-\$8,016.74	\$875.60	
GILEAD SCIENCES INC								
Dividend Option, Cash			Security Identifier: GLD CUSIP: 375558103					
03/29/12	250,000	23.6140	5,903.57	75.1000	18,775.00	12,871.43		
GOOGLE INC CL A								
Dividend Option, Cash			Security Identifier: GOOG CUSIP: 38259F508					
06/05/09 *13	7,000	442.5400	3,097.78	1,120.7100	7,844.97	4,747.19		
Total Noncovered	7,000		3,097.78		7,844.97	4,747.19		
03/29/12	10,000	656.8100	6,568.10	1,120.7100	11,207.10	4,639.00		
Total Covered	10,000		6,568.10		11,207.10	4,639.00		
Total	17,000		\$9,665.88		\$19,052.07	\$9,386.19	\$0.00	
INTEL CORP COM								
Dividend Option, Cash			Security Identifier: INTC CUSIP: 458140100					
03/29/12	560,000	27.9100	15,629.39	25.9500	14,534.80	-1,094.59	504.00	3.46%
INTERNATIONAL BUSINESS MACHS CORP COM								
Dividend Option, Cash			Security Identifier: IBM CUSIP: 459300101					
09/29/04 *13	62,000	86.3380	5,290.97	187.5700	11,629.34	6,338.37	235.60	2.02%
Total Noncovered	62,000		5,290.97		11,629.34	6,338.37	235.60	
03/29/12	70,000	207.1910	14,503.40	187.5700	13,129.90	-1,373.50	266.00	2.02%
Total Covered	70,000		14,503.40		13,129.90	-1,373.50	266.00	
Total	132,000		\$19,794.37		\$24,759.24	\$4,964.87	\$501.60	
INTUITIVE SURGICAL INC COM NEW								
Dividend Option, Cash			Security Identifier: ISRG CUSIP: 46120E002					
06/29/13	10,000	506.0300	5,060.35	384.0800	3,840.80	-1,219.55		
11/09/13	15,000	383.3000	5,749.50	384.0800	5,761.20	11.70		
Total Covered	25,000		10,809.85		9,602.00	-1,207.85		
Total	25,000		\$10,809.85		\$9,602.00	-\$1,207.85	\$0.00	
J.P. MORGAN CHASE & CO COM								
ISIN# US46625H1005			Security Identifier: JPM CUSIP: 46625H100					
Dividend Option, Cash								
06/20/08 *13	130,000	38.5000	5,005.00	58.4800	7,602.40	2,597.40	197.60	2.59%
02/06/09 *13	60,000	27.3300	1,640.31	58.4800	3,508.80	1,868.49	91.20	2.59%
03/03/09 *13	70,000	21.6600	1,516.20	58.4800	4,093.60	2,577.40	106.40	2.59%
03/25/09 *13	40,000	27.4100	1,096.38	58.4800	2,339.20	1,242.82	60.80	2.59%
Total Noncovered	300,000		9,257.89		17,544.00	8,286.11	456.00	
Total	300,000		\$9,257.89		\$17,544.00	\$8,286.11	\$456.00	



FIRST REPUBLIC INVESTMENT MANAGEMENT
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Statement Period: 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Actual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
LOWES COS INC COM								
Dividend Option: Cash								
03/29/12	440,000	31.0760	13,673.52	49.5500	21,802.00	8,128.48	316.80	1.45%
MCDONALDS CORP								
Dividend Option: Cash								
11/09/12	135,000	84.8870	11,459.80	97.0000	13,099.05	1,639.25	437.40	3.33%
MICROSOFT CORP COM								
Dividend Option: Cash								
03/28/12	650,000	32.1760	20,914.64	37.4100	24,316.50	3,401.86	728.00	2.99%
MONSANTO CO NEW COM								
Dividend Option: Cash								
03/29/12	155,000	78.3260	12,140.53	116.5500	18,065.25	5,924.72	286.60	1.47%
MORGAN STANLEY COM NEW								
Dividend Option: Cash								
03/29/12	375,000	20.2210	7,582.76	31.3600	11,760.00	4,177.24	75.00	0.63%
NATIONAL OILWELL VARCO INC								
Dividend Option: Cash								
08/28/13	80,000	74.9250	5,994.00	79.5300	6,362.40	368.40	83.20	1.30%
NORFOLK SOUTHERN CORP								
Dividend Option: Cash								
03/28/12	125,000	65.7540	8,219.25	92.8300	11,603.75	3,384.50	280.00	2.24%
OCCIDENTAL PETE CORP COM								
Dividend Option: Cash								
04/23/09 * 13	65,000	55.5330	3,609.63	95.1000	6,181.50	2,571.87	166.40	2.69%
04/23/09 * 13	10,000	55.4800	554.80	95.1000	951.00	396.20	25.60	2.69%
Total Noncovered	75,000		4,164.43		7,132.50	2,968.07	192.00	
08/07/13	115,000	87.9600	10,115.35	95.1000	10,936.50	821.15	294.40	2.69%
Total Covered	115,000		10,115.35		10,936.50	821.15	294.40	
Total	190,000		\$14,279.78		\$18,069.00	\$3,789.22	\$486.40	



Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Yield
Equities (continued)								
Common Stocks (continued)								
PEPSICO INC COM								
Dividend Option, Cash								
06/20/08 *13	135,000	65,2800	8,812.80	82,9400	11,193.90	2,381.10	306.45	2.73%
09/25/09 *13	20,000	52,2430	1,044.86	82,9400	1,658.80	613.94	45.40	2.73%
Total Noncovered	155,000		9,857.66		12,855.70	2,998.04	351.85	
Total	155,000		\$9,857.66		\$12,855.70	\$2,998.04	\$351.85	
PRIZER INC COM								
Dividend Option, Cash								
06/20/08 *13	200,000	17,5700	3,514.00	30,6300	6,126.00	2,612.00	208.00	3.39%
09/25/09 *13	60,000	14,0800	844.80	30,6300	1,837.80	993.00	62.40	3.39%
07/07/09 *13	26,000	14,6730	381.51	30,6300	798.38	414.87	27.04	3.39%
07/07/09 *13	24,000	14,6380	351.31	30,6300	735.12	383.81	24.96	3.39%
07/07/09 *13	17,000	14,6880	249.70	30,6300	520.71	271.01	17.68	3.39%
07/07/09 *13	98,000	14,7020	1,440.83	30,6300	3,001.74	1,560.91	101.92	3.39%
07/07/09 *13	200,000	14,6430	2,928.60	30,6300	6,126.00	3,197.40	208.00	3.39%
07/09/09 *13	5,000	14,7880	73.79	30,6300	153.15	79.36	5.20	3.39%
07/09/09 *13	19,000	14,7440	280.13	30,6300	581.97	301.84	19.76	3.39%
07/09/09 *13	71,000	14,7310	1,045.91	30,6300	2,174.73	1,128.82	73.84	3.39%
Total Noncovered	720,000		11,110.58		22,063.60	10,943.02	748.80	
Total	720,000		\$11,110.58		\$22,063.60	\$10,943.02	\$748.80	
PROCTER & GAMBLE CO COM								
Dividend Option, Cash								
06/20/08 *13	140,000	63,9500	8,933.00	81,4100	11,397.40	2,464.40	336.84	2.95%
09/25/09 *13	20,000	47,7840	956.68	81,4100	1,628.20	672.52	48.12	2.95%
Total Noncovered	160,000		9,908.68		13,025.60	3,116.92	384.96	
09/28/12	80,000	67,1700	5,373.60	81,4100	6,512.80	1,139.20	192.48	2.95%
Total Covered	80,000		5,373.60		6,512.80	1,139.20	192.48	
Total	240,000		\$15,282.28		\$19,538.40	\$4,256.12	\$577.44	
QUALCOMM INC								
Dividend Option, Cash								
01/09/10 *13	35,000	48,0570	1,681.98	74,2500	2,588.75	916.77	49.00	1.88%
09/09/10 *13	30,000	38,9730	3,507.53	74,2500	6,682.50	3,174.97	126.00	1.88%
09/11/10 *13	20,000	39,2310	784.62	74,2500	1,485.00	700.38	28.00	1.88%
08/11/10 *13	10,000	39,3450	393.45	74,2500	742.50	349.05	14.00	1.88%
09/11/10 *13	20,000	39,2550	785.10	74,2500	1,485.00	699.90	28.00	1.88%
09/11/10 *13	20,000	39,2400	784.79	74,2500	1,485.00	700.21	28.00	1.88%
Total Noncovered	195,000		7,937.47		14,478.75	6,541.28	273.00	
Total	195,000		\$7,937.47		\$14,478.75	\$6,541.28	\$273.00	
SCHLUMBERGER LTD COM ISIN# AN8068571086								
Dividend Option, Cash								

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FIRST REPUBLIC INVESTMENT MANAGEMENT
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Statement Period: 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)							
Common Stocks (continued)							
SCHLUMBERGER LTD COM ISIN# AN8068571086 (continued)	240,000	69.3710					
03/29/12			16,649.11	90.1100			
			Security Identifier: SBUX		4,977.29	300.00	1.38%
			CUSIP 855244109				
STARBUCKS CORP COM	120,000	55.6250					
Dividend Option: Cash			6,674.96	78.9900	2,731.84	124.80	1.32%
02/07/13			Security Identifier: TGT				
			CUSIP 87612E106				
TARGET CORP COM	50,000	53.0780	2,653.91	63.2700	3,163.50	86.00	2.71%
Dividend Option: Cash	30,000	52.1080	1,563.25	63.2700	1,898.10	51.60	2.71%
11/18/11 *13	40,000	53.8310	2,153.24	63.2700	2,530.80	68.80	2.71%
11/21/11 *13	120,000		6,370.40	7,592.40	1,222.00	206.40	
12/09/11 *13	125,000	58.2640	7,283.00	7,908.75	625.75	215.00	2.71%
Total Noncovered	125,000						
03/29/12	245,000		\$13,653.40	\$15,501.15	\$1,847.75	\$421.40	
Total Covered							
03/29/12	165,000	79.7030	13,150.95	105.0800	4,187.25	409.20	2.38%
			Security Identifier: UPS				
			CUSIP 911312106				
UNITED PARCEL SVC INC CL B	110,000	81.3070	8,943.78	113.8000	3,574.22	259.60	2.07%
Dividend Option: Cash			Security Identifier: UTX				
			CUSIP 913017109				
UNITED TECHNOLOGIES CORP COM	220,000	24.8870	5,469.20	45.4000	4,518.80	264.00	2.64%
Dividend Option: Cash	30,000	16.3990	491.96	45.4000	870.04	36.00	2.64%
06/20/08 *13	50,000	24.8170	1,240.87	45.4000	1,029.13	60.00	2.64%
03/29/09 *13	300,000		7,202.03	13,620.00	6,417.97	360.00	
03/02/10 *13	300,000		\$7,202.03	\$13,620.00	\$6,417.97	\$360.00	
Total Noncovered							
03/29/12	3M CO COM		Security Identifier: MMM				
			CUSIP 88679101				
Dividend Option: Cash							



Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
3M CO COM (continued)	140,000	88.2640	12,356.92	140.2500	19,635.00	7,278.08	478.80	2.43%
03/28/12			\$513,894.08		\$706,022.13	\$192,128.05	\$13,885.99	
Total Common Stocks			\$513,894.08		\$706,022.13	\$192,128.05	\$13,885.99	
Total Equities								

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds 40.00% of Portfolio								
ALLIANZ CONVERTIBLE FUND								
INSTITUTIONAL CLASS								
Open End Fund								
Dividend Option: Cash, Capital Gains Option: Cash								
06/13/13	3,086,975	32.3080	100,025.00	34.5100	106,842.10	6,817.10	2,544.48	2.38%
ABERDEEN GLOBAL HIGH INCOME FUND								
CLASS I								
Open End Fund								
Dividend Option: Cash, Capital Gains Option: Cash								
03/28/12	884,615	9.7410	8,616.88	10.0500	8,890.38	273.50	641.11	7.21%
03/30/12	10,319,917	9.6820	99,913.55	10.0500	103,715.17	3,801.62	7,479.20	7.21%
Total Covered	11,204,532		108,530.43		112,605.55	4,075.12	8,120.31	
Total	11,204,532		\$108,530.43		\$112,605.55	\$4,075.12	\$8,120.31	
COHEN & STEERS INFRASTRUCTURE FUND								
CLASS I								
Open End Fund								
Dividend Option: Cash, Capital Gains Option: Cash								
03/28/12	550,000	16.9510	9,323.16	20.6000	11,330.00	2,006.84	792.00	6.99%
COLUMBIA SELECT LARGE CAP GROWTH FUND CLASS I								
Open End Fund								
Dividend Option: Cash, Capital Gains Option: Cash								
03/28/12	5,117,245	14.6560	75,000.00	19.6000	100,298.00	25,298.00		
04/04/12	1,708,307	14.6260	25,000.00	19.6000	33,502.42	8,502.42		
04/10/12	3,506,396	14.2800	50,000.00	19.6000	68,725.36	18,725.36		
Total Covered	10,332,948		150,000.00		202,525.78	52,525.78		
Total	10,332,948		\$150,000.00		\$202,525.78	\$52,525.78	\$0.00	
FPA CRESCENT PORTFOLIO								
Open End Fund								
Dividend Option: Cash, Capital Gains Option: Cash								
06/27/13	1,587,806	31.5060	50,025.00	32.9600	52,334.08	2,309.08	412.83	0.78%
09/09/13	1,576,790	31.7260	50,025.00	32.9600	51,971.00	1,946.00	409.96	0.78%

First Republic Securities Company, LLC
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FIRST REPUBLIC INVESTMENT MANAGEMENT
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Statement Period: 12/01/2013 - 12/31/2013

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds (continued)								
FPA CRESCENT PORTFOLIO (continued)								
Total Covered	3,164.596		100,050.00		104,305.08	4,255.08	822.79	
Total	3,164.596		\$100,050.00		\$104,305.08	\$4,255.08	\$822.79	
FIMCO TOTAL RETURN FUND INSTITUTIONAL CLASS								
Open End Fund			Security Identifier: PTTFRX CUSIP: 66330700					
Dividend Option: Cash, Capital Gains Option: Cash								
03/28/12	18,288.548	11.0910	180,660.07	10.6900	174,124.58	-6,535.49	4,502.25	2.58%
THE OSTROWIS STRATEGIC INCOME FUND								
Open End Fund			Security Identifier: OSTIX CUSIP: 742335489					
Dividend Option: Cash, Capital Gains Option: Cash								
03/28/12	8,643.042	11.5730	100,025.00	11.8400	102,333.62	2,308.62	4,514.66	4.41%
RIDGEMOUTH SEX FLOATING RATE HIGH INCOME FUND CLASS I								
Open End Fund			Security Identifier: SAMBX CUSIP: 766281678					
Dividend Option: Cash, Capital Gains Option: Cash								
09/05/13	11,111.111	9.0000	100,000.00	9.0600	100,666.67	666.67	4,206.21	4.18%
Total Mutual Funds			\$848,613.66		\$914,733.38	\$66,119.72	\$25,504.70	

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Exchange-Traded Products 28.00% of Portfolio								
FIRST TR NASDAQ 100 EQUAL WEIGHTED INDEX (SPY# US3373441050 FD SHS)								
Dividend Option: Cash, Capital Gains Option: Cash			Security Identifier: QQQW CUSIP: 337344105					
06/13/13	800.000	30.6550	24,524.00	36.3700	29,096.00	4,572.00	136.04	0.46%
ISHARES TR S&P 500 DIVIDEND INDEX FUND								
Dividend Option: Cash, Capital Gains Option: Cash			Security Identifier: PFF CUSIP: 464288687					
11/26/12	1,260.000	39.7680	50,107.71	36.8300	46,405.80	-3,701.91	3,064.61	6.60%
06/13/13	1,200.000	41.0240	49,238.44	36.8300	44,196.00	-5,042.44	2,918.67	6.60%
Total Covered	2,460.000		99,336.15		90,601.80	-8,734.35	5,983.28	
Total	2,460.000		\$99,336.15		\$90,601.80	-\$8,734.35	\$5,983.28	

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Account Number: A93-020324
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UNRATED CREDIT RATING

Created through Portfolio LLC, a wholly owned subsidiary
of The Bank of New York Mellon Corporation (BNY Mellon)
Portfolio LLC, member S&P, NYSE, NYSE

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Exchange-Traded Products (continued)								
SPDR S&P 500 DIVID ETF								
Dividend Option: Cash, Capital Gains Option: Cash								
03/28/12	1,322,000		74,677.24	72.6200	96,003.64	21,326.40	2,188.61	2.25%
04/04/12	1,300,000		73,460.70	72.6200	94,406.00	20,945.30	2,132.52	2.25%
Total Covered	2,622,000		148,137.94		190,409.64	42,271.70	4,301.13	
Total	2,622,000		\$148,137.94		\$190,409.64	\$42,271.70	\$4,301.13	
VANGUARD TAX-MANAGED INTL FD FTSE DEVELOPED MKTSEIF								
Dividend Option: Cash, Capital Gains Option: Cash								
03/28/12	1,462,000		48,646.90	41.6800	60,936.16	11,289.26	1,583.35	2.59%
04/04/12	1,462,000		48,212.68	41.6800	60,936.16	12,723.48	1,583.34	2.59%
Total Covered	2,924,000		97,859.58		121,872.32	24,012.74	3,166.69	
Total	2,924,000		\$97,859.58		\$121,872.32	\$24,012.74	\$3,166.69	
VANGUARD SCOTTSDALE FDS VANGUARD RUSSELL 2000 INDEX FD EIF SFS								
Dividend Option: Cash, Capital Gains Option: Cash								
03/28/12	749,000		49,490.79	92.0100	68,915.49	19,424.70	716.79	1.04%
04/10/12	400,000		24,999.96	92.0100	36,804.00	11,804.04	382.80	1.04%
Total Covered	1,149,000		74,490.75		105,719.49	31,228.74	1,099.59	
Total	1,149,000		\$74,490.75		\$105,719.49	\$31,228.74	\$1,099.59	
VANGUARD INDEX FDS VANGUARD REIT EIF								
Dividend Option: Cash, Capital Gains Option: Cash								
03/28/12	790,000		49,233.74	64.5600	51,002.40	1,768.66	2,204.89	4.32%
03/30/12	790,000		49,817.79	64.5600	51,002.40	1,184.61	2,204.89	4.32%
Total Covered	1,580,000		99,051.53		102,004.80	2,953.27	4,409.78	
Total	1,580,000		\$99,051.53		\$102,004.80	\$2,953.27	\$4,409.78	
Total Exchange-Traded Products			\$543,399.95		\$639,704.05	\$96,304.10	\$19,095.51	

Total Portfolio Holdings

Cost Basis	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income
\$1,950,188.21	\$2,304,740.08	\$354,551.87	\$0.00	\$58,588.54

* Noncovered under the cost basis rules as defined below

Securities acquired before 2011 are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P.L. 110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered "noncovered" under the new cost basis reporting rules, and marked or denoted as such. All other securities in this section are securities which are "covered" under the new cost basis reporting rules. Securities which are "covered" under the new cost basis reporting rules are defined as securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed.

RAYNIE FOUNDATION
Charitable Contributions
January 1 – December 31, 2013

Christopher and Dana Reeve Foundation	3000 00
Toys for Tots	2,500 00
National Alliance for the Mentally Ill	4000 00
Salvation Army	1,000 00
Eastern Illinois Food Bank	3,000 00
Center for Women in Transition	2,000 00
Crisis Nursery in Champaign County	1,500 00
Feeding America	2,000 00
Greenpeace	2,000 00
Oxfam America	4,000 00
American Cancer Society	4,000 00
World Wildlife Fund	2,000 00
National Disaster Search Dog Foundation	1,500 00
Champaign Public Library Foundation	1,000 00
Heifer International	4,000 00
Compassion and Choices	4,000 00
Community Elements	2,000 00
Susan B Komen Breast Cancer Foundation	4,000 00
Don Moyer Boys and Girls Club	500 00
American Foundation for AIDS Research	1,000 00
The Carter Center	1,500 00
Natural Resources Defense Council	1,000 00
Habitat for Humanity of Champaign County	1,500 00
Community Elements	2,000 00
International Rescue Committee	4,000 00
Environmental Defense	150 00
Human Rights Watch	3 000 00
Amnesty International	4,000 00
U S Fund for UNICEF	500 00
Humane Farming Association	250 00
American Diabetes Association	500 00
American Parkinson Disease Association	1,000 00
Arthritis Foundation	4,000 00
Project Hope	2 000 00
Alzheimer Association	4 000 00

Leukemia & Lymphoma Society	1,000 00
World Vision	3,000 00
American Heart Association	1,000 00
Charity Water	2,000 00
Doctors Without Borders USA	4,000 00
Wounded Warrior Project	3,000 00
USO	1,000 00
Developmental Services Center	1,000 00
Special Olympics Illinois	500 00
American Red Cross	3,000 00
University of Illinois Foundation	5,000 00
Reading Group	1,000 00
Champaign-Urbana Schools Foundation	2,000 00
UIF Friends of WILL	2,000 00
Food for Seniors	<u>500 00</u>
 TOTAL	 108,400 00