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Form 990-PF

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.

2013

Open to Public
Inspection

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

Name of foundation MILLER PIERSON POST DOD		A Employer identification number 16-6552192
Number and street (or P O box number if mail is not delivered to street address) 1100 WEHRLE DRIVE 2ND FLOOR		B Telephone number (see instructions) (716) 842-5506
City or town, state or province, country, and ZIP or foreign postal code BUFFALO, NY 14221		C If exemption application is pending, check here ► <input type="checkbox"/>
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 type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 10,585,322	J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>

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 ► <input 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.	282,216	282,660		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	890,015			
	b Gross sales price for all assets on line 6a 3,422,440				
	7 Capital gain net income (from Part IV, line 2)		890,015		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				0
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	1,172,231	1,172,675		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	58,245	58,245		
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	10,913	2,135		0
	19 Depreciation (attach schedule) and depletion	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)	4	4		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	69,162	60,384	0	0
	25 Contributions, gifts, grants paid.	481,040			481,040
	26 Total expenses and disbursements. Add lines 24 and 25	550,202	60,384	0	481,040
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	622,029			
	b Net investment income (if negative, enter -0-)		1,112,291		
	c Adjusted net income (if negative, enter -0-)			0	

	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	43,660	99,835	99,835		
	3 Accounts receivable ►					
	Less allowance for doubtful accounts ►		0	0		
	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 ► 0					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments—U S and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule)					
	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)	8,702,083	9,267,770	10,485,487			
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)	8,745,743	9,367,605	10,585,322			
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ►)					
	23 Total liabilities (add lines 17 through 22)	0				
	Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
		and complete lines 24 through 26 and lines 30 and 31.				
		24 Unrestricted				
		25 Temporarily restricted				
		26 Permanently restricted				
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
		and complete lines 27 through 31.				
		27 Capital stock, trust principal, or current funds	8,745,743	9,367,605		
		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)		8,745,743	9,367,605			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)		8,745,743	9,367,605			

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	8,745,743
2	Enter amount from Part I, line 27a	2	622,029
3	Other increases not included in line 2 (itemize) ►	3	3
4	Add lines 1, 2, and 3	4	9,367,775
5	Decreases not included in line 2 (itemize) ►	5	170
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	9,367,605

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.)
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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)
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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

(i) 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	890,015
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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	444,732	9,332,139	0 047656
2011	465,594	9,169,823	0 050775
2010			
2009			
2008			

2 Total of line 1, column (d).	2	0 098431
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 049216
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	9,940,315
5 Multiply line 4 by line 3.	5	489,223
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	11,123
7 Add lines 5 and 6.	7	500,346
8 Enter qualifying distributions from Part XII, line 4.	8	481,040

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 <input type="checkbox"/> and enter "N/A" on line 1		
b	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	22,246
c	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
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	22,246
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	22,246
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	6,604
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	6,604
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	15,642
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 0 Refunded <input type="checkbox"/>	11	0

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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	<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>		
1c	Did the foundation file Form 1120-POL for this year?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> 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>	<input type="checkbox"/> Yes	<input type="checkbox"/> No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
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>	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
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>	<input type="checkbox"/> Yes	<input type="checkbox"/> No
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> PA		
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>	<input type="checkbox"/> Yes	<input type="checkbox"/> No
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>	<input type="checkbox"/> Yes	<input type="checkbox"/> No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No

Part VII-A Statements Regarding Activities (continued)

11		No
12		No
13	Yes	

Website address ►

14 The books are in care of ► M & T BANK Telephone no ► (716) 842-5506
 Located at ► 1100 WEHRLE DR 2ND FL BUFFALO NY ZIP +4 ► 14221

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

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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ► Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ► Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ► Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? 1b Organizations relying on a current notice regarding disaster assistance check here ►			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? 1c 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? ► Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions) 2b No			
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? 3a ► Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) 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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (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). (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	5b
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? <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).

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
M AND T TRUST CO 1100 WEHRLE DR 2ND FL BUFFALO NY 14221	TRUSTEE 5	58,245		

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

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				

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		

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

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	10,008,674
b	Average of monthly cash balances.	1b	83,016
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	10,091,690
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	10,091,690
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	151,375
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,940,315
6	Minimum investment return. Enter 5% of line 5.	6	497,016

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	497,016
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	22,246
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	22,246
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	474,770
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	474,770
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	474,770

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	481,040
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	481,040
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	481,040

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				474,770
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			3,744	
b Total for prior years 2011, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.	0			
b From 2009.	0			
c From 2010.	0			
d From 2011.	0			
e From 2012.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 481,040				
a Applied to 2012, but not more than line 2a			3,744	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.			474,770	
e Remaining amount distributed out of corpus	2,526			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,526			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	2,526			
10 Analysis of line 9				
a Excess from 2009.	0			
b Excess from 2010.	0			
c Excess from 2011.	0			
d Excess from 2012.	0			
e Excess from 2013.	2,526			

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. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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.			
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))

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

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 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	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	481,040
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments.						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities.				14	282,216	
5 Net rental income or (loss) from real estate						
a Debt-financed property.						
b Not debt-financed property.						
6 Net rental income or (loss) from personal property.						
7 Other investment income.						
8 Gain or (loss) from sales of assets other than inventory				18	890,015	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory.						
11 Other revenue a						
b						
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e).					1,172,231	
13 Total Add line 12, columns (b), (d), and (e).				13	1,172,231	

Part XII-B. Relationship of Activities to the Accomplishment of Exempt Purposes

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization or

b Other transactions

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

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

b If "Yes," complete the following schedule

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

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

***** | 2014-05-05

* * * * *

May the IRS discuss this return
with the preparer shown below
(see instr.)? Yes No

Paid Preparer Use Only

Signature of officer or trustee		Date	Title	(see instr.)? <input checked="" type="checkbox"/> Yes	
Paid Preparer Use Only	Print/Type preparer's name MICHELE L DORE EA		Preparer's Signature	Date 2014-05-05	Check if self-employed <input checked="" type="checkbox"/>
	Firm's name ►		ERNST & YOUNG US LLP		Firm's EIN ►
	Firm's address ►		9711 FARRAR COURT SUITE 110 RICHMOND, VA 23236		Phone no (804) 727-3150

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.)
3466 204 WELLS FARGO INTERNATIONAL BOND INST		2005-06-30	2013-02-19
166 KRAFT FOODS GROUP INC		2006-05-30	2013-04-15
500 TRANSOCEAN LIMITED		2008-03-26	2013-04-15
3422 309 GUINNESS ATKINSON CHINA HONG KONG FD		2011-12-29	2013-06-12
700 CATERPILLAR INC COMMON		2006-06-05	2013-09-20
500 GOLDMAN SACHS GROUP INCORPORATED		2008-03-26	2013-09-20
2000 AT&T INC		2008-03-26	2013-10-31
1500 ABBOTT LABORATORIES COMMON ~		2008-03-26	2013-10-31
1500 ABBVIE INC		2008-03-26	2013-10-31
1000 ALTRIA GROUP INC		2006-05-30	2013-10-31
351 APPLE COMPUTER INC COMMON		2008-03-26	2013-10-31
3000 BANK OF AMERICA CORPORATION		2006-05-30	2013-10-31
1453 CHEVRONTEXACO CORPORATION		2006-05-30	2013-10-31
4000 CISCO SYS INC COMMON		2008-03-26	2013-10-31
1210 COACH INCORPORATED		2008-03-26	2013-10-31
4000 COCA COLA CO COMMON ~		2006-05-30	2013-10-31
392 CONOCOPHILLIPS		2006-05-30	2013-10-31
425 EXPRESS SCRIPTS HOLDING C		2004-06-07	2013-10-31
1834 EXXON MOBIL CORPORATION		2006-05-30	2013-10-31
700 FEDEX CORPORATION		2008-03-26	2013-10-31
7271 GENERAL ELECTRIC CO COMMON ~		2004-03-20	2013-10-31
649 421 HARBOR INTERNATIONAL FUND #11		2008-03-26	2013-10-31
800 HOME DEPOT INC COMMON		2004-06-07	2013-10-31
929 INTL BUSINESS MACHINES CORP		2006-05-30	2013-10-31
2890 ISHARES HIGH DIVIDEND ETF		2012-09-06	2013-10-31
1324 JOHNSON & JOHNSON COMMON ~		2006-05-30	2013-10-31
6891 495 LAZARD EMRG MARKETS EQUITY FD CL-I		2011-01-24	2013-10-31
2000 MICROSOFT CORP COMMON		2006-05-30	2013-10-31
245 PEPSICO INC COMMON ~		2004-06-07	2013-10-31
465 PHILIP MORRIS INTL INC		2006-05-30	2013-10-31

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.)
7140 421 TIAA-CREF MID-CAP VALUE FD RETAIL CL		2012-09-06	2013-10-31
132 233 TIAA-CREF MID-CAP VALUE FD RETAIL CL		2012-12-07	2013-10-31
746 UNITED TECHNOLOGIES COMMON ~		2008-03-26	2013-10-31
4000 VERIZON COMMUNICATIONS		2004-04-20	2013-10-31
5892 186 CRM MID-CAP VALUE CLI		2012-09-06	2013-10-31
CAPITAL GAIN DIVIDENDS	P		

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)
40,000		38,510	1,490
8,583		4,322	4,261
24,943		66,165	-41,222
94,490		104,767	-10,277
60,148		49,868	10,280
82,827		87,844	-5,017
72,274		75,320	-3,046
55,420		38,915	16,505
72,805		42,200	30,605
36,987		16,685	20,302
183,651		50,817	132,834
42,329		142,986	-100,657
174,542		66,412	108,130
89,949		99,720	-9,771
61,646		37,613	24,033
158,188		88,382	69,806
28,916		18,797	10,119
26,549		4,200	22,349
163,703		94,422	69,281
91,060		65,429	25,631
190,479		217,839	-27,360
45,973		42,998	2,975
62,117		28,742	33,375
168,046		77,465	90,581
201,364		176,656	24,708
122,435		79,692	42,743
138,519		146,169	-7,650
70,954		46,860	24,094
20,653		13,402	7,251
41,383		17,787	23,596

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)
164,087		130,813	33,274
3,039		2,370	669
79,221		53,636	25,585
201,307		133,071	68,236
223,962		171,551	52,411
			119,891

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	
			1,490
			4,261
			-41,222
			-10,277
			10,280
			-5,017
			-3,046
			16,505
			30,605
			20,302
			132,834
			-100,657
			108,130
			-9,771
			24,033
			69,806
			10,119
			22,349
			69,281
			25,631
			-27,360
			2,975
			33,375
			90,581
			24,708
			42,743
			-7,650
			24,094
			7,251
			23,596

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	
			33,274
			669
			25,585
			68,236
			52,411

TY 2013 Investments - Other Schedule

Name: MILLER PIERSON POST DOD**EIN:** 16-6552192

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ABBOTT LABORATORIES			
ALTRIA GROUP			
APPLE IC	AT COST	21,572	83,592
AT&T INC			
BANK OF AMERICA CORP			
BRIDGEWAY ULTRA SM COMPANY MKT	AT COST	128,968	137,651
CATERPILLAR INC			
CHEVRON	AT COST	32,233	68,326
CISCO SYSTEMS			
COACH INC	AT COST	9,015	16,278
COCA COLA			
CONOCOPHILLIPS	AT COST	29,154	42,955
CRM MID CAP VALUE			
EXPRESS SCRIPS INC	AT COST	2,717	19,316
EXXON MOBIL	AT COST	10,136	16,799
FEDERATED STRATEGIC VALUE	AT COST	205,612	270,624
FEDEX CORP			
GENERAL ELECTRIC COMPANY	AT COST	81,761	76,494
GOLDMAN SACHS GROUP			
HOME DEPOT			
IBM	AT COST	5,741	13,317
JOHNSON & JOHNSON	AT COST	40,688	61,915
KRAFT FOODS INC			
LITMAN GREGORY MASTERS INTL	AT COST	185,033	208,184
LSV VALUE EQUITY FD	AT COST	232,316	327,838
MAINSTAY EPOCH GLBL EQ YLD FD	AT COST	123,527	159,436
MICROSOFT CORP			
MORGAN STANLEY FOCUS GRWTH	AT COST	206,283	282,938
PEPSICO INC	AT COST	32,643	46,032
PHILIP MORRIS INTL	AT COST	20,464	46,615

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
T ROWE PRICE DIVIDEND GRWTH FD	AT COST	161,733	231,883
T ROWE PRICE LGE CAP GRWTH	AT COST	236,912	385,565
TRANSOCEAN LIMITED			
UNITED PARCEL SERVICE	AT COST	34,541	37,198
UNITED TECHNOLOGIES CORP	AT COST	17,648	28,905
VANGUARD INDEX	AT COST	407,588	542,842
VANGUARD SM CAP VALUE INDEX	AT COST	228,547	322,500
VERIZON COMMUNICATIONS			
WELLS FARGO & CO	AT COST	35,230	51,393
ARTIO GLBL HIGH INC			
DREYFUS HIGH YIELD FD	AT COST	240,500	254,998
FEDERATED TOTAL RETURN	AT COST	601,503	597,975
GOLDMAN SACHS 6.250%	AT COST	148,215	171,729
MFS EMERGING MKTS DEBT FD	AT COST	340,332	328,360
PIMCO TOTAL RETURN	AT COST	396,980	376,190
RIDGEWORTH SEIX FLOATING RATE	AT COST	438,270	466,778
VANGUARD INTERM TRM BD INDEX	AT COST	250,223	245,301
VANGUARD INTERM TRM INV GRADE	AT COST	216,625	210,640
WACHOVIA CORP 5.250%	AT COST	99,667	102,719
WELLS FARGO ADV INTL FD	AT COST	147,302	142,116
GUINNESS ATKINSON CH & HK			
HARBOR INTL	AT COST	664,933	773,039
LAZARD EMERGING MKTS	AT COST	157,189	145,327
MONDELEZ INTL INC	AT COST	9,965	19,627
FORWARD SELECT INCOME FD	AT COST	52,072	50,430
MORGAN STANLEY MID CAP GROWTH	AT COST	192,122	223,898
TIAA CREF MID CAP VALUE FD			
ISHARES HIGH DIV EQUITY ETF			
ABERDEEN GLOBAL HIGH INCOME	AT COST	225,494	227,551
AIR PRODUCTS & CHEMICALS	AT COST	35,904	37,558

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DANAHER CORP	AT COST	47,987	51,415
EMERSON ELECTRIC COMPANY	AT COST	10,014	10,527
LOCKHEED MARTIN CORP	AT COST	23,302	25,867
PRECISION CASTPARTS CORP	AT COST	15,117	16,158
UNION PACIFIC CORP	AT COST	27,182	30,240
VODAFONE GROUP	AT COST	35,492	38,602
COMCAST CORP	AT COST	36,471	39,597
DICKS SPORTING GOODS	AT COST	18,722	20,451
LOWES COMPANIES	AT COST	30,162	30,027
NORDSTROMS INC	AT COST	19,900	20,394
OMNICOM GROUP	AT COST	26,572	29,004
PRICELINE.COM	AT COST	8,471	9,299
STARBUCKS CORP	AT COST	16,235	15,992
TARGET CORP	AT COST	38,528	37,329
ANHEUSER BUSCH INBEV	AT COST	14,514	14,904
COSTCO WHOLESALE	AT COST	10,610	10,712
CVS CAREMARK	AT COST	19,749	22,759
NATIONAL OILWELL VARCO	AT COST	18,700	18,292
SCHLUMBERGER	AT COST	50,697	48,659
ACE LIMITED	AT COST	23,286	25,054
AMERICAN TOWER CORP	AT COST	19,818	19,795
BB&T CORP	AT COST	27,461	29,781
CITIGROUP INC	AT COST	21,161	22,303
JPMORGAN CHASE & CO	AT COST	45,251	50,644
METLIFE INCORP	AT COST	48,340	54,675
PEOPLES UNITED FIN	AT COST	8,487	8,830
PNC FINANCIAL SERVICES	AT COST	37,301	38,635
T ROWE PRICE GROUP INC	AT COST	46,435	49,927
TRAVELERS COMPANIES	AT COST	27,654	28,792
US BANCORP	AT COST	9,375	10,019

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AMGEN INC	AT COST	29,073	28,520
BRISTOL MYERS SQUIBB	AT COST	30,199	30,296
CARDINAL HEALTH INC	AT COST	25,975	30,065
MERCK & COMPANY	AT COST	38,482	42,543
PFIZER INC	AT COST	53,754	53,419
TEVA PHARMACEUTICAL	AT COST	11,230	12,024
ZOETIS INC	AT COST	23,210	23,798
EMC CORP	AT COST	12,269	12,776
GOOGLE INC	AT COST	34,951	38,104
INTEL CORP	AT COST	14,067	14,846
MAXIM INTEGRATED PRODS	AT COST	11,545	10,881
ORACLE CORP	AT COST	20,116	22,803
QUALCOMM INC	AT COST	56,721	60,885
PPL CORP	AT COST	20,166	19,920
SOUTHERN CO	AT COST	13,907	13,977
ARTISAN MID CAP VALUE	AT COST	485,061	483,276
STERLING CAPITAL MID CAP	AT COST	384,937	386,673
T ROWE PRICE NEW HORIZONS	AT COST	165,737	166,745
MFS INTERNATIONAL NEW DISC	AT COST	155,491	156,947
VANGUARD HIGH DIVIDEND YIELD	AT COST	155,091	160,287
OCCIDENTAL PETRO	AT COST	35,436	35,187

TY 2013 Other Decreases Schedule

Name: MILLER PIERSON POST DOD**EIN:** 16-6552192

Description	Amount
COST BASIS ADJUSTMENT FOR RETURN OF CAPITAL	170

TY 2013 Other Expenses Schedule

Name: MILLER PIERSON POST DOD

EIN: 16-6552192

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER NON-ALLOCABLE EXPENSE -	4	4		0

TY 2013 Other Increases Schedule

Name: MILLER PIERSON POST DOD**EIN:** 16-6552192

Description	Amount
ROUNDING	3

TY 2013 Taxes Schedule

Name: MILLER PIERSON POST DOD**EIN:** 16-6552192

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	43	43		0
FEDERAL TAXES PRIOR YEAR BALAN	2,174	0		0
FEDERAL ESTIMATED TAX DEPOSITS	6,604	0		0
FOREIGN TAXES ON QUALIFIED FOR	999	999		0
FOREIGN TAXES ON NONQUALIFIED	1,093	1,093		0