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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 BOOTH FOUNDATION INC		A Employer identification number 20-0667161	
% NICHOLAS D ENDRES CPA		B Telephone number (see instructions) (772) 225-4391	
Number and street (or P O box number if mail is not delivered to street address) 2001 SAILFISH POINT BLVD 316 Suite	Room/suite		
City or town, state or province, country, and ZIP or foreign postal code STUART, FL 34996		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 (<i>from Part II, col. (c), line 16</i>)▶ \$ 31,736,615		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(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)	4,893,306			
	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.	620,337	620,337		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	422,630			
	b Gross sales price for all assets on line 6a 13,224,132				
	7 Capital gain net income (from Part IV, line 2) . . .		422,630		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-626,082	120,359		
	12 Total. Add lines 1 through 11	5,310,191	1,163,326		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	669	669	0	0
	b Accounting fees (attach schedule)	6,082	4,562	0	304
	c Other professional fees (attach schedule)	51,226	51,226		
	17 Interest	725	725		
	18 Taxes (attach schedule) (see instructions)	64,884	5,827		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,654	3,654		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	127,240	66,663	0	304
	25 Contributions, gifts, grants paid	1,200,000			1,200,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,327,240	66,663	0	1,200,304
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	3,982,951			
	b Net investment income (if negative, enter -0-)		1,096,663		
	c Adjusted net income (if negative, enter -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	6,013	5,284	5,284
	2	Savings and temporary cash investments	3,531,581	4,745,967	4,745,967
	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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	21,626,839	20,283,355	26,952,014
	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)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	66,822	33,350	33,350	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	25,231,255	25,067,956	31,736,615	
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 ▶ _____)	0	31,000	
	23	Total liabilities (add lines 17 through 22)	0	31,000	
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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	25,231,255	25,036,956	
	30	Total net assets or fund balances (see page 17 of the instructions)	25,231,255	25,036,956	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	25,231,255	25,067,956	

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 25,231,255
2	Enter amount from Part I, line 27a	2 3,982,951
3	Other increases not included in line 2 (itemize) ▶ _____	3 26,050
4	Add lines 1, 2, and 3	4 29,240,256
5	Decreases not included in line 2 (itemize) ▶ _____	5 4,203,300
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 25,036,956

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	422,630
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	1,430,924	22,881,296	0 062537
2011	1,266,011	22,556,282	0 056127
2010	892,500	13,354,436	0 066832
2009	1,885,024	9,215,356	0 204552
2008	2,023,871	24,554,667	0 082423

2	Total of line 1, column (d).	2	0 472471
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 094494
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	26,233,613
5	Multiply line 4 by line 3.	5	2,478,919
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	10,967
7	Add lines 5 and 6.	7	2,489,886
8	Enter qualifying distributions from Part XII, line 4.	8	1,200,304

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 VIExcise 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		
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	21,933
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	21,933
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	21,933
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	16,900
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	10,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	26,900
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	8	165
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	4,802
11	Enter the amount of line 10 to be Credited to 2014 estimated tax 4,802 Refunded	11	

Part VII-AStatements 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	No
		1a		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)?	1b		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>			
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 <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>	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> <input type="checkbox"/>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	
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"/>	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): <input type="checkbox"/> FL _____			
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> <input type="checkbox"/>	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 NICHOLAS D ENDRES CPA Telephone no (713) 622-0016 Located at 2950 NORTH LOOP WEST HOUSTON TX ZIP+4 77092			
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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(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).			
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		
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?			
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
See Additional Data Table				

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

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
Total number of others receiving over \$50,000 for professional services.		

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 N/A	
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 N/A	
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	22,596,717
b	Average of monthly cash balances.	1b	4,036,392
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	26,633,109
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	0
3	Subtract line 2 from line 1d.	3	26,633,109
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	399,496
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	26,233,613
6	Minimum investment return. Enter 5% of line 5.	6	1,311,681

Part XI

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	1,311,681
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	21,933
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	21,933
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,289,748
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,289,748
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	1,289,748

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	1,200,304
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	1,200,304
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,200,304
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			
2		Undistributed income, if any, as of the end of 2013			
a		Enter amount for 2012 only.			
b		Total for prior years 2011 , 2010 , 2009			
3		Excess distributions carryover, if any, to 2013			
a		From 2008.			
b		From 2009.			
c		From 2010.			
d		From 2011.			
e		From 2012.			
f		Total of lines 3a through e.			
4		Qualifying distributions for 2013 from Part XII, line 4			
a		Applied to 2012, but not more than line 2a			
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			
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			
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.			
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).			
9		Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.			
10		Analysis of line 9			
a		Excess from 2009.			
b		Excess from 2010.			
c		Excess from 2011.			
d		Excess from 2012.			
e		Excess from 2013.			

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 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

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)

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 of

1

Cash.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

d

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

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

2a

Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes

☒ No

If "Yes," complete the following schedule

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

Sign Here

Signature of officer or trustee

2014-11-15

Date

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes

☐ No

Paid Preparer Use Only

Print/Type preparer's name
NICHOLAS D ENDRES

Preparer's Signature

Date

Check if self-employed ☐

PTIN
P00178386

Firm's name ☐

EEPB PC

Firm's EIN ☐

Firm's address ☐

2950 NORTH LOOP WEST STE 1200 HOUSTON, TX 77092

Phone no (713) 622-0016

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)
RBC 529 - SEE ATTACHED STATEMENT	P		
RBC 529 - SEE ATTACHED STATEMENT	P		
RBC 528 - SEE ATTACHED STATEMENT	P		
RBC 528 - SEE ATTACHED STATEMENT	P		
RBC 528 - SEE ATTACHED STATEMENT	P		
RBC 529 - SEE ATTACHED STATEMENT	P		
RBC 529 - SEE ATTACHED STATEMENT	P		
6,000 UNITS ECA MARCELLUS TR I	P	2010-07-01	2013-02-19
1,500 UNITS GLOBAL PARTNERS LP	P	2006-09-29	2013-06-28
5,000 SHS RHINO RESOURCES PARTNERS LP	P	2010-01-01	2013-03-04
1,674 SHS SUBURBAN PROPANE PTRS LP	P	2010-01-01	2013-01-16
14,000 SHS BREITBURN ENERGY PARTNERS LP	P	2010-01-01	2013-11-01
1,000 SHS MARKWEST ENERGY PARTNERS LP	P	2009-01-28	2013-05-13
BNY - SEE ATTACHED STATEMENT	P		
BNY - SEE ATTACHED STATEMENT	P		
1,000 SHS ACCESS MIDSTREAM PARTNERS LP	P	2012-12-13	2013-01-10
700 SHS TEEKAY OFFSHORE PTRS	P	2012-09-12	2013-01-25
1,870 SHS TEEKAY OFFSHORE PTRS	P	2012-09-12	2013-01-25
2,000 SHS GENESIS ENERGY LP	P	2012-10-02	2013-01-29
1,000 SHS MARKWEST ENERGY PARTNERS	P	2012-03-13	2013-02-08
3,350 SHS SANDRIDGE MISSISSIPPIAN TRUST II	P	2013-02-06	2013-04-19
1,300 SHS CALUMET SPECIALTY PRODUCTS	P	2013-03-26	2013-05-31
680 SHS EL PASO PIPELINE PARTNERS LP	P	2012-09-11	2013-06-12
1500 SHS LINN ENERGY LLC	P	2012-01-12	2013-03-26
650 SHS EL PASO PIPELINE PARTNERS LP	P	2012-05-24	2013-06-12
500 SHS WILLIAMS PARTNERS LP	P	2012-01-25	2013-12-04
1,000 SHS KKR FINANCIAL HLDGS LLC	P	2013-01-17	2013-05-06
LEHMAN BROS NOTE	P	2007-01-01	2013-12-31
EFTPS PALLADIUM	P	2010-01-01	2013-12-31
CAPITAL GAIN DISTRIBUTIONS	P	2010-01-01	2013-12-31

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)
KINDER MORGAN CASH IN LIEU		2010-01-01	2013-12-31
SPDR GOLD TR GOLD SHS	P	2010-01-01	2013-12-31

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)
570,455		459,784	108,671
359,909		312,850	47,059
739,479		863,243	-123,764
610,884		746,720	-135,836
385,310		529,728	-144,418
497,058		445,788	51,270
5,117,175		1,659,951	3,457,224
111,089		103,022	8,067
59,068		17,928	41,140
68,286		85,167	-16,881
67,899		64,594	3,305
271,332		143,590	127,742
67,087		533	66,554
967,092		970,857	-3,765
513,108		499,050	14,058
35,124		31,646	3,478
20,235		17,789	2,446
54,055		51,706	2,349
79,934		62,199	17,735
55,739		50,864	4,875
35,933		49,300	-13,367
44,250		46,930	-2,680
28,217		21,914	6,303
55,355		37,583	17,772
26,972		19,045	7,927
24,650		21,368	3,282
26,553		25,091	1,462
2,312,069		5,461,262	-3,149,193
392			392
19,353			19,353

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)
19			19
51			51

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	
			110,671
			47,059
			-123,764
			-135,836
			-144,418
			51,270
			3,457,224
			8,067
			41,140
			-16,881
			3,305
			127,742
			66,554
			-3,765
			14,058
			3,478
			2,446
			2,349
			17,735
			4,875
			-13,367
			-2,680
			6,303
			17,772
			7,927
			3,282
			1,462
			-3,149,193
			392
			19,353

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	
			19
			51

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
ALEX E BOOTH JR	PRESIDENT & TREASURER 10 0	0	0	0
2001 SAILFISH PT BLVD APT 316 STUART,FL 34996				
BETH TERDO PRINZ	SECRETARY & DIRECTOR 0	0	0	0
815 COLORADO AVENUE STE 103 STUART,FL 34994				
KATHERINE BOOTH	VICE PRESIDENT & DIRECTOR 5 0	0	0	0
2001 SAILFISH PT BLVD APT 316 STUART,FL 34996				
WILLIAM BRYANT	DIRECTOR 0	0	0	0
318 SEABOARD LANE STE 205 FRANKLIN,TN 37067				
SUSAN MACHAMER	ASST SECR & DIRECTOR 0	0	0	0
1000 NO US 1 TOWNHOUSE 752 JUPITER,FL 33477				

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization BOOTH FOUNDATION INC	Employer identification number 20-0667161
--	--

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization BOOTH FOUNDATION INC	Employer identification number 20-0667161
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Part I	Contributors (see instructions) Use duplicate copies of Part I if additional space is needed		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	ALEX E BOOTH 2001 SAILFISH POINT BLVD 316 STUART, FL 34996	\$ 4,893,306	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
 		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
 		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
 		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
 		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
 		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
 		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
 		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	12,000 SHS ALEXION PHARMACEUTICALS, INC	\$ <u>1,480,296</u>	<u>2013-11-04</u>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	4,687 SHS BIOGEN IDEC INC	\$ <u>1,139,410</u>	<u>2013-11-04</u>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	12,000 SHS CYBERONICS INC	\$ <u>679,440</u>	<u>2013-11-04</u>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	11,000 shs IDEXX LABORATORIES CORP	\$ <u>1,190,200</u>	<u>2013-11-04</u>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	2,985 SHS SHIRE PLC	\$ <u>403,960</u>	<u>2013-11-12</u>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u> </u>	<u> </u> <u> </u> <u> </u> <u> </u>	\$ <u> </u>	<u> </u>

Name of organization BOOTH FOUNDATION INC	Employer identification number 20-0667161
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Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

TY 2013 Accounting Fees Schedule

Name: BOOTH FOUNDATION INC

EIN: 20-0667161

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	6,082	4,562		304

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

TY 2013 Depreciation Schedule

Name: BOOTH FOUNDATION INC

EIN: 20-0667161

TY 2013 Investments Corporate Stock Schedule

Name: BOOTH FOUNDATION INC

EIN: 20-0667161

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VARIOUS STOCKS, BONDS & PTPS	20,283,355	26,952,014

TY 2013 Investments - Land Schedule**Name:** BOOTH FOUNDATION INC**EIN:** 20-0667161

TY 2013 Land, Etc. Schedule**Name:** BOOTH FOUNDATION INC**EIN:** 20-0667161

TY 2013 Legal Fees Schedule

Name: BOOTH FOUNDATION INC

EIN: 20-0667161

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	669	669		

TY 2013 Other Assets Schedule

Name: BOOTH FOUNDATION INC

EIN: 20-0667161

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INVESTMENT INCOME RECEIVABLE	45,650	23,750	23,750
PREPAID TAXES	21,172	9,600	9,600

TY 2013 Other Decreases Schedule

Name: BOOTH FOUNDATION INC

EIN: 20-0667161

Description	Amount
ADJUSTMENT TO DONATED SECURITIES	4,203,300

TY 2013 Other Expenses Schedule

Name: BOOTH FOUNDATION INC

EIN: 20-0667161

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS EXPENSE	3,654	3,654		

TY 2013 Other Income Schedule**Name:** BOOTH FOUNDATION INC**EIN:** 20-0667161

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
RENT AND ROYALTY INCOME	45,587	45,587	
PTP INCOME	-652,403	94,038	
OTHER PTP INVESTMENT INCOME	-18	-18	
PTP ROYALTY INCOME	-19,948	-19,948	
OTHER INCOME	700	700	

TY 2013 Other Increases Schedule

Name: BOOTH FOUNDATION INC

EIN: 20-0667161

Description	Amount
PRIOR PERIOD BASIS ADJUSTMENT	26,050

TY 2013 Other Liabilities Schedule

Name: BOOTH FOUNDATION INC

EIN: 20-0667161

Description	Beginning of Year - Book Value	End of Year - Book Value
TAXES AND INTEREST PAYABLE	0	31,000

TY 2013 Other Professional Fees Schedule**Name:** BOOTH FOUNDATION INC**EIN:** 20-0667161

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISOR FEES	44,496	44,496		
OTHER PROF FEES	6,679	6,679		
SPDR GOLD INVESTMENT FEES	51	51		

TY 2013 Substantial Contributors Schedule

Name: BOOTH FOUNDATION INC

EIN: 20-0667161

Name	Address
ALEX E BOOTH	2001 SAILFISH POINT BLVD 316 STUART, FL 34996

TY 2013 Taxes Schedule**Name:** BOOTH FOUNDATION INC**EIN:** 20-0667161

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	5,827	5,827		
FEDERAL EXCISE TAX	39,261			
UNRELATED BUSINESS INCOME TAX	19,796			

Capital Gains RBC 528

ST COVERED

	Date Acquired	Date Sold	Proceeds	Basis	Adjustments	Gain/Loss
2,500 SHS Agnico Eagle Mines	VARIOUS	2/13/2013	110,350 02	116,621 75		(6,271 73)
2,500 SHS Allied Nevada Gold	VARIOUS	2/13/2013	58,323 94	82,216 00		(23,892 06)
4,000 SHS American Capital Agency Corp	3/1/2013	5/29/2013	100,482 25	127,194 60		(26,712 35)
3,000 SHS Cobalt Intl Energy Inc	8/5/2013	12/9/2013	51,091 11	88,904 25		(37,813 14)
7,500 SHS Elan Corporation PLC	VARIOUS	4/3/2013	87,299 19	77,275 82		10,023 37
3,000 SHS Market Vectors ETF TR JR	VARIOUS	2/13/2013	53,279 10	75,539 70		(22,260 60)
5,000 SHS Nevsun Resources Ltd	11/27/2012	10/1/2013	16,150 22	21,496 56		(5,346 34)
20,000 SHS North American Palladium Ltd	12/28/2012	11/14/2013	13,604 52	25,798 44		(12,193 92)
2,000 SHS Proshares Short	6/21/2013	9/11/2013	55,979 02	60,055 00		(4,075 98)
2,000 SHS Proshares Tr Ultrashort Financials	6/21/2013	11/14/2013	38,119 33	48,504 00		(10,384 67)
4,000 SHS Warner Chilcott PLC Class A	VARIOUS	6/12/2013	78,639 63	73,133 31		5,506 32
4,000 SHS Warner Chilcott PLC Class A	VARIOUS	6/21/2013	76,160 67	66,503 52		9,657 15
Totals			739,479 00	863,242 95		(123,763 95)

LT COVERED

	Date Acquired	Date Sold	Proceeds	Basis	Adjustments	Gain/Loss
27,500 SHS Annaly Capital Management Inc	VARIOUS	5/29/2013	371,414 56	476,938 75		(105,524 19)
5,000 SHS CenturyLink Inc	12/1/2011	10/1/2013	158,999 98	183,500 00		(24,500 02)
10,000 SHS Frontier Communications Corp	VARIOUS	12/31/2013	46,931 18	46,382 91		548 27
5,000 SHS Nevsun Resources Ltd	9/25/2012	10/1/2013	16,150 22	21,945 00		(5,794 78)
182 400 SHS Prothema Corporation PLC	VARIOUS	10/29/2013	4,394 56	1,492 38		2,902 18
100 SHS SPDR Gold Tr Gold Shs	9/4/2012	10/29/2013	12,985 97	16,453 90		(3,467 93)
0 500 SHS Vector Group Ltd	12/9/2011	9/27/2013	8 02	7 04		0 98
Totals			610,884 49	746,719 98		(135,835 49)

LT NONCOVERED

	Date Acquired	Date Sold	Proceeds	Basis	Adjustments	Gain/Loss
30,000 SHS Anworth Mortgage Asset Corp	VARIOUS	5/29/2013	159,539 82	227,299 42		(67,759 60)
14,000 SHS Breitburn Energy Partners LP	VARIOUS	11/1/2013	271,332 44	241,814 50	98,224 50	127,742 44
5,000 SHS Commonwealth REIT Com	VARIOUS	2/27/2013	110,907 52	132,621 40		(21,713 88)
5,000 SHS Elan Corporation PLC	VARIOUS	4/3/2013	58,199 45	73,839 87		(15,640 42)
10,000 SHS Frontier Communications Corp	8/31/2010	12/31/2013	46,931 19	64,491 04		(17,559 85)
1,000 SHS Markwest Energy Partners LP	1/28/2009	5/13/2013	67,087 49	13,019 99	13,019 99	67,087 49
10,000 SHS North American Palladium Ltd	9/3/2009	11/14/2013	6,802 26	30,049 95		(23,247 69)
121 600 SHS Prothema Corporation PLC	8/7/2012	10/29/2013	2,929 70	1,426 03		1,503 67
Less Breitburn Energy Partners LP	VARIOUS	11/1/2013	(271,332 44)	(241,814 50)	(98,224 50)	(127,742 44)
Less Markwest Energy Partners LP	1/28/2009	5/13/2013	(67,087 49)	(13,019 99)	(13,019 99)	(67,087 49)
Totals			385,309 94	529,727 71	-	(144,417 77)

Grand total proceeds per 1099-B			2,074,093 36			(404,017 21)
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Capital Gains RBC

	Date Acquired	Date Sold	*Note Purchase and Sales Factors Adjusted on 1099				Subtotal	Per Book	Book Adjustments
			Proceeds	Basis	Adjustments	Gain			
Short - Term Covered									
4,500 SHS Campus Crest Communities Inc	3/1/2013	4/4/2013	62,362 93	54,522 86	(602 14)	7,237 93			
16,000 SHS Spirit Realty Capital Inc	VARIOUS	VARIOUS	313,763 51	238,602 51	(1,397 49)	73,763 51			
10,000 SHS Warner Chilcott PLC	VARIOUS	VARIOUS	194,328 14	166,659 02		27,669 12			
Totals			570,454 58	459,784 39	(1,999 63)	108,670 56			
Short Term Noncovered	Date Acquired	Date Sold							
500,000 SHS Carrington Mtg Ln Tr SER	5/10/2013	5/25/2013	5,510 29	5,200 33		309 96			
500,000 SHS Carrington Mtg Ln Tr SER	5/10/2013	6/25/2013	6,353 29	5,995 92		357 37			
500,000 SHS Carrington Mtg Ln Tr SER	5/10/2013	7/25/2013	5,386 80	5,083 79		303 01			
500,000 SHS Carrington Mtg Ln Tr SER	5/10/2013	8/25/2013	7,289 07	6,879 06		410 01			
500,000 SHS Carrington Mtg Ln Tr SER	5/10/2013	9/25/2013	3,721 52	3,512 18		209 34			
500,000 SHS Carrington Mtg Ln Tr SER	5/10/2013	10/25/2013	3,120 11	2,944 60		175 51			
500,000 SHS Carrington Mtg Ln Tr SER	5/10/2013	11/25/2013	3,262 71	3,079 18		183 53			
500,000 SHS Carrington Mtg Ln Tr SER	5/10/2013	12/25/2013	6,158 03	5,811 64		346 39	2,295 12		
350,000 SHS Chaseflex Trust MTGPC/SERIES 2006	10/16/2013	11/25/2013	1,194 07	1,143 32		50 75			
350,000 SHS Chaseflex Trust MTGPC/SERIES 2006	10/16/2013	12/25/2013	6,197 08	5,933 71		263 37	314 12		
400,000 SHS CHL Mortgage Pass-Through	1/30/2012	1/25/2013	1,616 29	1,165 35		450 94	450 94		
50,000 SHS First Horizon Mortgage Pass Through	8/17/2012	4/25/2013	182 38	156 85		25 53			
50,000 SHS First Horizon Mortgage Pass Through	8/17/2012	5/25/2013	2,138 51	1,839 12		299 39			
50,000 SHS First Horizon Mortgage Pass Through	8/17/2012	6/25/2013	1,526 23	1,312 56		213 67			
50,000 SHS First Horizon Mortgage Pass Through	8/17/2012	7/25/2013	414 42	356 40		58 02	596 61		
4,000 SHS Government Properties Income Trust	10/16/2012	2/26/2013	100,271 08	92,498 00		7,773 08			
4,000 SHS Government Properties Income Trust	10/16/2012	2/27/2013	104,072 45	92,498 00		11,574 45			
3,500 SHS Government Properties Income Trust	10/16/2012	2/28/2013	92,068 41	80,935 75		11,132 66			
3,500 SHS Government Properties Income Trust	10/16/2012	3/4/2013	94,022 38	80,935 75		13,086 63	43,566 82		
250,000 SHS Mastr Asset Sec	2/8/2013	3/25/2013	1,310 22	1,274 19		36 03			
250,000 SHS Mastr Asset Sec	2/8/2013	4/25/2013	3,928 46	3,820 43		108 03			
250,000 SHS Mastr Asset Sec	2/8/2013	5/25/2013	924 06	898 65		25 41			
250,000 SHS Mastr Asset Sec	2/8/2013	6/25/2013	3,481 61	3,385 86		95 75			
250,000 SHS Mastr Asset Sec	2/8/2013	7/25/2013	2,695 93	2,621 79		74 14			
250,000 SHS Mastr Asset Sec	2/8/2013	8/25/2013	2,298 10	2,234 90		63 20			
250,000 SHS Mastr Asset Sec	2/8/2013	9/25/2013	525 05	510 61		14 44			
250,000 SHS Mastr Asset Sec	2/8/2013	10/25/2013	801 00	778 97		22 03			
250,000 SHS Mastr Asset Sec	2/8/2013	11/25/2013	1,227 10	1,193 35		33 75			
250,000 SHS Mastr Asset Sec	2/8/2013	12/25/2013	3,224 55	3,135 88		88 67	561 45		
3,000,000 SHS Morgan Stanley Home Eq	5/23/2013	6/25/2013	10,900 53	9,973 98		926 55			
3,000,000 SHS Morgan Stanley Home Eq	5/23/2013	7/25/2013	12,086 00	11,058 70		1,027 30			
3,000,000 SHS Morgan Stanley Home Eq	5/23/2013	9/25/2013	530 82	485 70		45 12			
3,000,000 SHS Morgan Stanley Home Eq	5/23/2013	10/25/2013	717 21	656 25		60 96			
3,000,000 SHS Morgan Stanley Home Eq	5/23/2013	11/25/2013	1,028 17	940 77		87 40			
3,000,000 SHS Morgan Stanley Home Eq	5/23/2013	12/25/2013	543 33	497 15		46 18	2,193 51		
600,000 SHS Residential Asset Securitization Trust	11/18/2013	12/25/2013	2,695 52	1,772 31		923 21	923 21		
125,000 SHS Washington Mutual Mortgage Secs Corp	8/17/2012	1/25/2013	110 86	109 75		1 11			

125,000 SHS Washington Mutual Mortgage Secs Corp	8/17/2012	2/25/2013	182 17	180 35	1 82	
125,000 SHS Washington Mutual Mortgage Secs Corp	8/17/2012	3/25/2013	284 20	281 36	2 84	
125,000 SHS Washington Mutual Mortgage Secs Corp	8/17/2012	4/25/2013	136 96	135 59	1 37	
125,000 SHS Washington Mutual Mortgage Secs Corp	8/17/2012	5/25/2013	128 38	127 10	1 28	
125,000 SHS Washington Mutual Mortgage Secs Corp	8/17/2012	6/25/2013	147 66	146 19	1 47	
125,000 SHS Washington Mutual Mortgage Secs Corp	8/17/2012	7/25/2013	89 37	88 47	0 90	
100,000 SHS Washington Mutual Mortgage Secs Corp	8/17/2012	1/25/2013	683 23	587 58	95 65	
100,000 SHS Washington Mutual Mortgage Secs Corp	8/17/2012	2/25/2013	501 18	431 01	70 17	
100,000 SHS Washington Mutual Mortgage Secs Corp	8/17/2012	3/25/2013	397 55	341 90	55 65	
100,000 SHS Washington Mutual Mortgage Secs Corp	8/17/2012	4/25/2013	185 76	159 76	26 00	
100,000 SHS Washington Mutual Mortgage Secs Corp	8/17/2012	5/25/2013	228 76	196 76	32 00	
100,000 SHS Washington Mutual Mortgage Secs Corp	8/17/2012	6/25/2013	363 92	312 97	50 95	
100,000 SHS Washington Mutual Mortgage Secs Corp	8/17/2012	7/25/2013	195 52	168 15	27 37	368 58
Totals - ST Noncovered			497,058 30	445,787 94	51,270 36	51,270 36
Long-Term Covered						
15,000 SHS Commonwealth REIT Com SH BEN INT	VARIOUS	VARIOUS	359,908 86	312,850 12	47,058 74	47,058 74
			359,908 86	312,850 12	47,058 74	47,058 74
Long Term-Noncovered					-	
7,000 SHS Alexion Pharmaceuticals Inc	VARIOUS	VARIOUS	846,913 91	41,828 03	805,085 88	805,085 88
1,000,000 SHS Alternative Loan Trust MTGPC/Series 2005	2/3/2011	1/25/2013	606 57	606 20	0 37	
1,000,000 SHS Alternative Loan Trust MTGPC/Series 2005	2/3/2011	2/25/2013	431 49	431 22	0 27	
1,000,000 SHS Alternative Loan Trust MTGPC/Series 2005	2/3/2011	3/25/2013	360 29	360 07	0 22	
1,000,000 SHS Alternative Loan Trust MTGPC/Series 2005	2/3/2011	4/25/2013	345 87	345 64	0 23	
1,000,000 SHS Alternative Loan Trust MTGPC/Series 2005	2/3/2011	5/25/2013	308 46	308 27	0 19	
1,000,000 SHS Alternative Loan Trust MTGPC/Series 2005	2/3/2011	6/25/2013	370 41	370 19	0 22	
1,000,000 SHS Alternative Loan Trust MTGPC/Series 2005	2/3/2011	7/25/2013	527 28	526 95	0 33	
1,000,000 SHS Alternative Loan Trust MTGPC/Series 2005	2/3/2011	8/25/2013	958 23	957 62	0 61	
1,000,000 SHS Alternative Loan Trust MTGPC/Series 2005	2/3/2011	9/25/2013	302 60	302 41	0 19	
1,000,000 SHS Alternative Loan Trust MTGPC/Series 2005	2/3/2011	10/25/2013	485 82	485 52	0 30	
1,000,000 SHS Alternative Loan Trust MTGPC/Series 2005	2/3/2011	11/25/2013	485 34	485 04	0 30	
1,000,000 SHS Alternative Loan Trust MTGPC/Series 2005	2/3/2011	12/25/2013	289 97	289 78	0 19	
					-	3 42
500,000 SHS Alternative Loan Trust MTGPC/Series 2006	1/18/2011	1/25/2013	627 86	1,684 12	(1,056 26)	
500,000 SHS Alternative Loan Trust MTGPC/Series 2006	1/18/2011	2/25/2013	3,145 42	4,239 37	(1,093 95)	
500,000 SHS Alternative Loan Trust MTGPC/Series 2006	1/18/2011	3/25/2013	1,432 55	1,732 00	(299 45)	
500,000 SHS Alternative Loan Trust MTGPC/Series 2006	1/18/2011	4/25/2013	3,345 23	3,952 56	(607 33)	
500,000 SHS Alternative Loan Trust MTGPC/Series 2006	1/18/2011	5/25/2013	1,494 18	1,649 63	(155 45)	
500,000 SHS Alternative Loan Trust MTGPC/Series 2006	1/18/2011	6/25/2013	681 98	965 27	(283 29)	
500,000 SHS Alternative Loan Trust MTGPC/Series 2006	1/18/2011	7/25/2013	2,076 28	2,379 09	(302 81)	
500,000 SHS Alternative Loan Trust MTGPC/Series 2006	1/18/2011	8/25/2013	1,285 63	1,511 92	(226 29)	
500,000 SHS Alternative Loan Trust MTGPC/Series 2006	1/18/2011	9/25/2013	1,328 10	1,387 90	(59 80)	
500,000 SHS Alternative Loan Trust MTGPC/Series 2006	1/18/2011	10/25/2013	2,240 25	1,961 69	278 56	
500,000 SHS Alternative Loan Trust MTGPC/Series 2006	1/18/2011	11/25/2013	1,576 47	2,037 94	(461 47)	
500,000 SHS Alternative Loan Trust MTGPC/Series 2006	1/18/2011	12/25/2013	458 07	407 63	50 44	(4,217 10)
					-	
250,000 SHS Banc of America Alternate Ln Trust Series 2006-7	2/11/2011	1/25/2013	813 05	723 62	89 43	
250,000 SHS Banc of America Alternate Ln Trust Series 2006-7	2/11/2011	2/25/2013	521 75	464 36	57 39	
250,000 SHS Banc of America Alternate Ln Trust Series 2006-7	2/11/2011	3/25/2013	827 88	736 82	91 06	
250,000 SHS Banc of America Alternate Ln Trust Series 2006-7	2/11/2011	4/25/2013	826 84	735 89	90 95	
250,000 SHS Banc of America Alternate Ln Trust Series 2006-7	2/11/2011	5/25/2013	857 22	762 93	94 29	

250,000 SHS Banc of America Alternate Ln Trust Series 2006-7	2/11/2011	6/25/2013	1,012 34	900 98	111 36	
250,000 SHS Banc of America Alternate Ln Trust Series 2006-7	2/11/2011	7/25/2013	1,282 52	1,141 45	141 07	
250,000 SHS Banc of America Alternate Ln Trust Series 2006-7	2/11/2011	8/25/2013	1,279 46	1,138 72	140 74	
250,000 SHS Banc of America Alternate Ln Trust Series 2006-7	2/11/2011	9/25/2013	1,015 50	903 80	111 70	
250,000 SHS Banc of America Alternate Ln Trust Series 2006-7	2/11/2011	10/25/2013	1,491 02	1,327 01	164 01	
250,000 SHS Banc of America Alternate Ln Trust Series 2006-7	2/11/2011	11/25/2013	1,147 95	1,021 68	126 27	
250,000 SHS Banc of America Alternate Ln Trust Series 2006-7	2/11/2011	12/25/2013	437 88	389 71	48 17	1,266 44
					-	
600,000 SHS Bank of America Funding Corp Series 2007-2 Class 1A7	4/20/2011	1/25/2013	1,912 11	1,810 53	101 58	
600,000 SHS Bank of America Funding Corp Series 2007-2 Class 1A7	4/20/2011	2/25/2013	881 84	834 99	46 85	
600,000 SHS Bank of America Funding Corp Series 2007-2 Class 1A7	4/20/2011	3/25/2013	2,731 18	2,586 09	145 09	
600,000 SHS Bank of America Funding Corp Series 2007-2 Class 1A7	4/20/2011	4/25/2013	2,012 64	1,905 71	106 93	
600,000 SHS Bank of America Funding Corp Series 2007-2 Class 1A7	4/20/2011	5/25/2013	1,201 29	1,258 03	(56 74)	
600,000 SHS Bank of America Funding Corp Series 2007-2 Class 1A7	4/20/2011	6/25/2013	4,108 58	4,572 04	(463 46)	
600,000 SHS Bank of America Funding Corp Series 2007-2 Class 1A7	4/20/2011	7/25/2013	700 47	761 44	(60 97)	
600,000 SHS Bank of America Funding Corp Series 2007-2 Class 1A7	4/20/2011	8/25/2013	3,528 50	4,115 15	(586 65)	
600,000 SHS Bank of America Funding Corp Series 2007-2 Class 1A7	4/20/2011	9/25/2013	3,778 29	4,339 74	(561 45)	
600,000 SHS Bank of America Funding Corp Series 2007-2 Class 1A7	4/20/2011	10/25/2013	5,689 57	5,623 14	66 43	
600,000 SHS Bank of America Funding Corp Series 2007-2 Class 1A7	4/20/2011	11/25/2013	2,339 50	2,628 94	(289 44)	
600,000 SHS Bank of America Funding Corp Series 2007-2 Class 1A7	4/20/2011	12/25/2013	2,444 01	2,618 41	(174 40)	(1,726 23)
					-	
2,300 SHS Biogen IDEC INC	VARIOUS	11/5/2013	559,407 76	32,559 86	526,847 90	
2,387 SHS Biogen IDEC INC	VARIOUS	11/5/2013	569,563 97	33,800 00	535,763 97	
500,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2006-15	1/26/2011	1/25/2013	1,543 30	1,706 70	(163 40)	
500,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2006-15	1/26/2011	2/25/2013	349 62	1,184 02	(834 40)	
500,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2006-15	1/26/2011	3/25/2013	975 96	1,657 44	(681 48)	
500,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2006-15	1/26/2011	4/25/2013	180 56	473 81	(293 25)	
500,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2006-15	1/26/2011	5/25/2013	924 88	852 18	72 70	
500,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2006-15	1/26/2011	6/25/2013	934 87	1,119 48	(184 61)	
500,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2006-15	1/26/2011	7/25/2013	1,007 85	963 36	44 49	
500,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2006-15	1/26/2011	8/25/2013	329 32	509 38	(180 06)	
500,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2006-15	1/26/2011	9/25/2013	804 57	957 88	(153 31)	
500,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2006-15	1/26/2011	10/25/2013	464 23	665 92	(201 69)	
500,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2006-15	1/26/2011	11/25/2013	1,353 26	1,333 68	19 58	
500,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2006-15	1/26/2011	12/25/2013	1,083 79	1,168 12	(84 33)	(2,639 76)
400,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2003-24	1/30/2012	2/25/2013	4,874 43	3,514 47	1,359 96	
400,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2003-24	1/30/2012	3/25/2013	1,734 92	1,250 88	484 04	
400,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2003-24	1/30/2012	4/25/2013	2,047 67	1,476 37	571 30	
400,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2003-24	1/30/2012	5/25/2013	5,236 14	3,775 26	1,460 88	
400,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2003-24	1/30/2012	6/25/2013	2,090 89	1,507 53	583 36	
400,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2003-24	1/30/2012	7/25/2013	2,869 89	2,069 19	800 70	
400,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2003-24	1/30/2012	8/25/2013	1,288 25	928 82	359 43	
400,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2003-24	1/30/2012	9/25/2013	2,707 71	1,952 26	755 45	
400,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2003-24	1/30/2012	10/25/2013	1,938 15	1,397 40	540 75	
400,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2003-24	1/30/2012	11/25/2013	1,425 00	1,027 43	397 57	
400,000 SHS CHL Mortgage Pass Through Tr MTGPC/Series 2003-24	1/30/2012	12/25/2013	1,119 25	806 98	312 27	7,625 71
16,000 SHS Commonwealth REIT Com SH Ben Int	VARIOUS	VARIOUS	355,122 29	358,375 01	(3,252 72)	
					-	
600,000 SHS Countrywide Alt Ln Tr Series 2005-64CB	1/19/2011	1/25/2013	899 11	1,190 61	(291 50)	
600,000 SHS Countrywide Alt Ln Tr Series 2005-64CB	1/19/2011	2/25/2013	630 53	772 61	(142 08)	
600,000 SHS Countrywide Alt Ln Tr Series 2005-64CB	1/19/2011	3/25/2013	646 97	910 98	(264 01)	
600,000 SHS Countrywide Alt Ln Tr Series 2005-64CB	1/19/2011	4/25/2013	680 28	689 62	(9 34)	

600,000 SHS Countrywide Alt Ln Tr Series 2005-64CB	1/19/2011	5/25/2013	1,212 80	1,223 38	(10 58)	
600,000 SHS Countrywide Alt Ln Tr Series 2005-64CB	1/19/2011	6/25/2013	1,080 81	1,196 23	(115 42)	
600,000 SHS Countrywide Alt Ln Tr Series 2005-64CB	1/19/2011	7/25/2013	890 59	1,144 46	(253 87)	
600,000 SHS Countrywide Alt Ln Tr Series 2005-64CB	1/19/2011	8/25/2013	1,222 87	1,267 54	(44 67)	
600,000 SHS Countrywide Alt Ln Tr Series 2005-64CB	1/19/2011	9/25/2013	853 47	1,016 09	(162 62)	
600,000 SHS Countrywide Alt Ln Tr Series 2005-64CB	1/19/2011	10/25/2013	828 46	877 87	(49 41)	
600,000 SHS Countrywide Alt Ln Tr Series 2005-64CB	1/19/2011	11/25/2013	604 62	672 30	(67 68)	-
600,000 SHS Countrywide Alt Ln Tr Series 2005-64CB	1/19/2011	12/25/2013	724 91	799 02	(74 11)	(1,485 29)
9,000 units Cyberoics Inc	VARIOUS	11/7/2013	514,857 94	114,487 29	400,370 65	400,370 65
3,000 units Cyberonics Inc	VARIOUS	11/7/2013	170,261 03	69,711 54	100,549 49	100,549 49
6,000 SHS ECA Marcellus Tr I	VARIOUS	VARIOUS	111,089 42	103,022 00	8,067 42	8,067 42
200,000 SHS First Horizon Mortgage Pass Through Series 2006-2	6/22/2011	4/25/2013	729 54	703 27	26 27	
200,000 SHS First Horizon Mortgage Pass Through Series 2006-2	6/22/2011	5/25/2013	8,554 03	8,246 08	307 95	
200,000 SHS First Horizon Mortgage Pass Through Series 2006-2	6/22/2011	6/25/2013	6,104 90	5,885 13	219 77	
200,000 SHS First Horizon Mortgage Pass Through Series 2006-2	6/22/2011	7/25/2013	1,657 68	1,598 00	59 68	
50,000 SHS First Horizon Mortgage Pass Through Series 2006-2	8/17/2012	8/25/2013	1,534 84	1,319 97	214 87	
200,000 SHS First Horizon Mortgage Pass Through Series 2006-2	6/22/2011	8/25/2013	6,139 38	5,918 36	221 02	
50,000 SHS First Horizon Mortgage Pass Through Series 2006-2	8/17/2012	9/25/2013	751 87	646 61	105 26	
200,000 SHS First Horizon Mortgage Pass Through Series 2006-2	6/22/2011	9/25/2013	3,007 49	2,899 22	108 27	
50,000 SHS First Horizon Mortgage Pass Through Series 2006-2	8/17/2012	10/25/2013	1,220 68	1,049 78	170 90	
200,000 SHS First Horizon Mortgage Pass Through Series 2006-2	6/22/2011	10/25/2013	4,882 72	4,706 94	175 78	
50,000 SHS First Horizon Mortgage Pass Through Series 2006-2	8/17/2012	11/25/2013	474 48	408 05	66 43	
200,000 SHS First Horizon Mortgage Pass Through Series 2006-2	6/22/2011	11/25/2013	1,897 90	1,829 58	68 32	
50,000 SHS First Horizon Mortgage Pass Through Series 2006-2	8/17/2012	12/25/2013	794 21	683 02	111 19	
200,000 SHS First Horizon Mortgage Pass Through Series 2006-2	6/22/2011	12/25/2013	3,176 85	3,062 48	114 37	1,970 08
2,000 SHS General Motors	11/18/2010	11/21/2013	105,236 16	100,000 00	5,236 16	5,236 16
500 SHS Global Partners LP	9/29/2006	6/28/2013	59,067 96	17,928 00	41,139 96	41,139 96
500,000 SHS GSR Mortgage loan Trust MTGPC/SERIES 2005-8F	8/29/2011	1/25/2013	7,591 78	7,335 56	256 22	
500,000 SHS GSR Mortgage loan Trust MTGPC/SERIES 2005-8F	8/29/2011	2/25/2013	261 43	7,335 56	(7,074 13)	
500,000 SHS GSR Mortgage loan Trust MTGPC/SERIES 2005-8F	8/29/2011	3/25/2013	317 74	316 62	1 12	
500,000 SHS GSR Mortgage loan Trust MTGPC/SERIES 2005-8F	8/29/2011	4/25/2013	211 56	209 93	1 63	
500,000 SHS GSR Mortgage loan Trust MTGPC/SERIES 2005-8F	8/29/2011	5/25/2013	217 86	230 57	(12 71)	
500,000 SHS GSR Mortgage loan Trust MTGPC/SERIES 2005-8F	8/29/2011	6/25/2013	340 56	342 31	(1 75)	
500,000 SHS GSR Mortgage loan Trust MTGPC/SERIES 2005-8F	8/29/2011	7/25/2013	415 62	406 24	9 38	
500,000 SHS GSR Mortgage loan Trust MTGPC/SERIES 2005-8F	8/29/2011	8/25/2013	205 70	198 70	7 00	
500,000 SHS GSR Mortgage loan Trust MTGPC/SERIES 2005-8F	8/29/2011	9/25/2013	296 50	294 87	1 63	
500,000 SHS GSR Mortgage loan Trust MTGPC/SERIES 2005-8F	8/29/2011	10/25/2013	235 28	227 27	8 01	
500,000 SHS GSR Mortgage loan Trust MTGPC/SERIES 2005-8F	8/29/2011	11/25/2013	205 44	204 67	0 77	
500,000 SHS GSR Mortgage loan Trust MTGPC/SERIES 2005-8F	8/29/2011	12/25/2013	242 56	242 02	0 54	(6,802 29)
5,500 SHS Idexx Laboratories Corp	VARIOUS	11/7/2013	598,039 28	191,967 54	406,071 74	406,071 74
5,500 SHS Idexx Laboratories Corp	VARIOUS	11/7/2013	590,652 33	113,038 88	477,613 45	477,613 45
Inergy Midstream Lp Cash-In-Lieu	VARIOUS	6/18/2013	17 88	-	17 88	17 88
12,000 SHS Medical Properties Trust Inc	VARIOUS	VARIOUS	225,205 67	136,599 37	88,606 30	88,606 30
5,000 SHS Rhino Resource Partners Lp	VARIOUS	3/4/2013	68,285 95	85,167 00	(16,881 05)	(16,881 05)

600,000 SHS RFMSI Series Trust MTGPC/SER 2006-S9	11/29/2010	1/25/2013	2,293 94	2,714 78	(420 84)	
600,000 SHS RFMSI Series Trust MTGPC/SER 2006-S9	11/29/2010	2/25/2013	562 89	642 58	(79 69)	
600,000 SHS RFMSI Series Trust MTGPC/SER 2006-S9	11/29/2010	3/25/2013	1,200 80	1,544 39	(343 59)	
600,000 SHS RFMSI Series Trust MTGPC/SER 2006-S9	11/29/2010	4/25/2013	1,221 42	1,440 35	(218 93)	
600,000 SHS RFMSI Series Trust MTGPC/SER 2006-S9	11/29/2010	5/25/2013	1,908 70	2,688 68	(779 98)	
600,000 SHS RFMSI Series Trust MTGPC/SER 2006-S9	11/29/2010	6/25/2013	672 87	1,166 04	(493 17)	
600,000 SHS RFMSI Series Trust MTGPC/SER 2006-S9	11/29/2010	7/25/2013	1,810 69	1,986 33	(175 64)	
600,000 SHS RFMSI Series Trust MTGPC/SER 2006-S9	11/29/2010	8/25/2013	2,084 90	2,291 18	(206 28)	
600,000 SHS RFMSI Series Trust MTGPC/SER 2006-S9	11/29/2010	9/25/2013	2,308 81	2,866 37	(557 56)	
600,000 SHS RFMSI Series Trust MTGPC/SER 2006-S9	11/29/2010	10/25/2013	1,207 98	1,432 43	(224 45)	
600,000 SHS RFMSI Series Trust MTGPC/SER 2006-S9	11/29/2010	11/25/2013	1,501 89	1,612 05	(110 16)	
600,000 SHS RFMSI Series Trust MTGPC/SER 2006-S9	11/29/2010	12/25/2013	2,208 72	2,447 64	(238 92)	(3,849 21)
650,000 SHS RFSMI Series Trust MTGPC/SER 2005-S7	2/16/2011	1/25/2013	6,050 05	5,994 01	56 04	
650,000 SHS RFSMI Series Trust MTGPC/SER 2005-S7	2/16/2011	2/25/2013	798 92	817 03	(18 11)	
650,000 SHS RFSMI Series Trust MTGPC/SER 2005-S7	2/16/2011	3/25/2013	785 60	792 55	(6 95)	
650,000 SHS RFSMI Series Trust MTGPC/SER 2005-S7	2/16/2011	4/25/2013	1,461 25	1,578 68	(117 43)	
650,000 SHS RFSMI Series Trust MTGPC/SER 2005-S7	2/16/2011	5/25/2013	1,508 30	1,518 45	(10 15)	
650,000 SHS RFSMI Series Trust MTGPC/SER 2005-S7	2/16/2011	6/25/2013	1,479 54	1,540 98	(61 44)	
650,000 SHS RFSMI Series Trust MTGPC/SER 2005-S7	2/16/2011	7/25/2013	1,495 62	1,634 60	(138 98)	
650,000 SHS RFSMI Series Trust MTGPC/SER 2005-S7	2/16/2011	8/25/2013	1,329 29	1,361 50	(32 21)	
650,000 SHS RFSMI Series Trust MTGPC/SER 2005-S7	2/16/2011	9/25/2013	1,834 04	1,835 43	(1 39)	
650,000 SHS RFSMI Series Trust MTGPC/SER 2005-S7	2/16/2011	10/25/2013	531 17	550 76	(19 59)	
650,000 SHS RFSMI Series Trust MTGPC/SER 2005-S7	2/16/2011	11/25/2013	1,713 54	1,821 25	(107 71)	
650,000 SHS RFSMI Series Trust MTGPC/SER 2005-S7	2/16/2011	12/25/2013	143 16	196 09	(52 93)	(510 85)
1,000 SHS Shire PLC	12/26/1995	11/14/2013	136,531 71	18,749 94	117,781 77	117,781 77
1,874 SHS Suburban Propane Partners LP	VARIOUS	1/16/2013	67,899 19	-	64,594 19	3,305 00
					-	
125,000 SHS Washington Mut Mtg Secs Corp Series 2003-MS2 CL	8/17/2012	8/25/2013	146 43	144 97	1 46	
125,000 SHS Washington Mut Mtg Secs Corp Series 2003-MS2 CL	8/17/2012	9/25/2013	119 34	118 15	1 19	
125,000 SHS Washington Mut Mtg Secs Corp Series 2003-MS2 CL	8/17/2012	10/25/2013	47 44	46 96	0 48	
125,000 SHS Washington Mut Mtg Secs Corp Series 2003-MS2 CL	8/17/2012	11/25/2013	44 87	44 43	0 44	
125,000 SHS Washington Mut Mtg Secs Corp Series 2003-MS2 CL	8/17/2012	12/25/2013	132 68	131 35	1 33	4 90
750,000 SHS Washington Mut Mortgage Securities COMTGPC/SER 2005-5	12/14/2010	1/25/2013	5,124 24	5,008 94	115 30	
750,000 SHS Washington Mut Mortgage Securities COMTGPC/SER 2005-5	12/14/2010	2/25/2013	3,758 83	3,674 25	84 58	
750,000 SHS Washington Mut Mortgage Securities COMTGPC/SER 2005-5	12/14/2010	3/25/2013	2,981 66	2,914 58	67 08	
750,000 SHS Washington Mut Mortgage Securities COMTGPC/SER 2005-5	12/14/2010	4/25/2013	1,393 24	1,361 88	31 36	
750,000 SHS Washington Mut Mortgage Securities COMTGPC/SER 2005-5	12/14/2010	5/25/2013	1,715 66	1,677 07	38 59	
750,000 SHS Washington Mut Mortgage Securities COMTGPC/SER 2005-5	12/14/2010	6/25/2013	2,729 40	2,667 99	61 41	
750,000 SHS Washington Mut Mortgage Securities COMTGPC/SER 2005-5	12/14/2010	7/25/2013	1,466 38	1,433 39	32 99	
100,000 SHS Washington Mut Mortgage Securities COMTGPC/SER 2005-5	8/17/2012	8/25/2013	248 03	213 30	34 73	
750,000 SHS Washington Mut Mortgage Securities COMTGPC/SER 2005-5	12/14/2010	8/25/2013	1,860 20	1,818 35	41 85	
100,000 SHS Washington Mut Mortgage Securities COMTGPC/SER 2005-5	8/17/2012	9/25/2013	289 49	248 96	40 53	
750,000 SHS Washington Mut Mortgage Securities COMTGPC/SER 2005-5	12/14/2010	9/25/2013	2,171 18	2,122 32	48 86	
100,000 SHS Washington Mut Mortgage Securities COMTGPC/SER 2005-5	8/17/2012	10/25/2013	338 92	291 47	47 45	
750,000 SHS Washington Mut Mortgage Securities COMTGPC/SER 2005-5	12/14/2010	10/25/2013	2,541 91	2,484 72	57 19	
100,000 SHS Washington Mut Mortgage Securities COMTGPC/SER 2005-5	8/17/2012	11/25/2013	167 76	144 27	23 49	
750,000 SHS Washington Mut Mortgage Securities COMTGPC/SER 2005-5	12/14/2010	11/25/2013	1,258 16	1,229 85	28 31	
100,000 SHS Washington Mut Mortgage Securities COMTGPC/SER 2005-5	8/17/2012	12/25/2013	225 84	194 22	31 62	
750,000 SHS Washington Mut Mortgage Securities COMTGPC/SER 2005-5	12/14/2010	12/25/2013	1,693 78	1,655 67	38 11	823 45
200,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-16	4/29/2011	4/25/2013	778 67	755 31	23 36	
200,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-16	4/29/2011	5/25/2013	35,361 67	34,300 82	1,060 85	
200,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-16	4/29/2011	6/25/2013	38,520 48	37,364 86	1,155 62	

200,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-16	4/29/2011	7/25/2013	45,282 04	43,923 57	1,358 47	
200,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-16	4/29/2011	8/25/2013	30,016 61	29,116 11	900 50	
200,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-16	4/29/2011	9/25/2013	44,346 84	43,016 43	1,330 41	
200,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-16	4/29/2011	10/25/2013	5,693 71	5,528 89	164 82	5,994 03
86,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-2	2/24/2011	1/25/2013	710 05	705 61	4 44	
86,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-2	2/24/2011	2/25/2013	379 30	376 93	2 37	
86,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-2	2/24/2011	3/25/2013	695 70	691 35	4 35	
86,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-2	2/24/2011	4/25/2013	1,427 68	1,418 75	8 93	
86,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-2	2/24/2011	5/25/2013	753 59	748 88	4 71	
86,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-2	2/24/2011	6/25/2013	825 30	820 14	5 16	
86,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-2	2/24/2011	7/25/2013	748 11	743 43	4 68	
86,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-2	2/24/2011	8/25/2013	1,356 96	1,348 48	8 48	
86,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-2	2/24/2011	9/25/2013	842 95	837 68	5 27	
86,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-2	2/24/2011	10/25/2013	1,102 64	1,095 75	6 89	
86,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-2	2/24/2011	11/25/2013	358 62	356 38	2 24	
86,000 SHS Wells Fargo Mortgage backed Securities 2006-9 I-A-2	2/24/2011	12/25/2013	547 10	543 68	3 42	60 94
William Lyon Homes Inc	VARIOUS	5/17/2013	13 47	-	13 47	13 47
Totals - LT Noncovered			5,423,517 74	1,866,068 04	64,594 19	3,492,855 51
Less ECA Marcellus Tr I (reported separately)			(111,089 42)	(103,022 00)		(8,067 42)
Less Global Partners LP (reported separately)			(59,067 96)	(17,928 00)		(41,139 96)
Less Rhino Resources Partners LP (reported separately)			(68,285 95)	(85,167 00)		16,881 05
Less Suburban Propane Partners LP (reported separately)			(67,899 19)	-	(64,594 19)	(3,305 00)
LT Noncovered totals to be reported on Schedule D			5,117,175 22	1,659,951 04	-	3,457,224 18

Totals	6,544,596 96	2,878,373 49	(1,999 63)	3,664,223 84
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Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
APPLE COMPUTER INC COM	AAPL	037833100	43	11/08/12	04/18/13	\$16,977.60	\$23,569.41	\$-6,591.81
JPMRR 2009-7 17A1	J215837	46633PBG6	413.45	03/19/13	04/27/13	\$413.45	\$413.45	\$0.00
PRUDENTIAL FINANCIAL INC PFD		744320706	2000	03/07/13	05/03/13	\$51,218.84	\$50,000.00	\$1,218.84
KKR FINANCIAL HOLDINGS PFD		48248A603	1000	01/11/13	05/06/13	\$26,553.00	\$24,970.00	\$1,583.00
KINDER MORGAN MGMT LLC	KMR	49455U100	0.79	08/08/12	05/23/13	\$67.28	\$55.42	\$11.86
JPMRR 2009-7 17A1	J215837	46633PBG6	605.47	03/19/13	05/27/13	\$605.47	\$605.47	\$0.00
CITIGROUP CAP IX PFD	C PS	173066200	400	07/26/12	05/30/13	\$10,066.63	\$9,992.00	\$74.63
CITIGROUP CAP IX PFD	C PS	173066200	450	07/20/12	05/30/13	\$11,324.95	\$11,263.50	\$61.45
DOUBLELINE INCOME SOLUTIONS	DSL	258622109	2100	04/25/13	05/31/13	\$51,911.09	\$52,500.00	\$-588.91
DOUBLELINE INCOME SOLUTIONS	DSL	258622109	1100	04/29/13	05/31/13	\$27,191.53	\$27,662.36	\$-470.83
SILVER BAY REALTY TRUST CORP	SBY	82735Q102	2700	04/25/13	06/05/13	\$47,333.14	\$51,749.28	\$-4,416.14
ANNALY CAP MGMT INC PFD SER D	NLY PD	035710805	800	09/06/12	06/11/13	\$19,815.65	\$20,000.00	\$-184.35
KINDER MORGAN HOLDCO LLC	KMI	49456B101	1290	07/26/12	06/11/13	\$49,160.78	\$45,848.92	\$3,311.86
MEDLEY CAPITAL CORP	MCC	58503F106	1610	04/09/13	06/12/13	\$22,571.65	\$23,667.00	\$-1,095.35
UNITED INSURANCE HOLDINGS CO	UIHC	910710102	1000	12/27/12	06/17/13	\$6,559.89	\$5,980.70	\$579.19
P N C FINANCIAL SERVICES PFD	PNC PQ	693475832	600	09/14/12	06/20/13	\$13,863.84	\$15,000.00	\$-1,136.16
JPMRR 2009-7 17A1	J215837	46633PBG6	364.61	03/19/13	06/27/13	\$364.61	\$364.61	\$0.00
GOLDMAN SACHS GROUP INC/THE	GS PI	38145G209	2400	12/10/12	07/02/13	\$58,942.97	\$59,685.60	\$-742.63
CYS INVTS INC	CYS	12673A108	2225	04/19/13	07/19/13	\$19,490.22	\$26,894.69	* \$-7,404.47
CYS INVTS INC	CYS	12673A108	4300	03/11/13	07/19/13	\$37,666.48	\$50,093.28	* \$-12,426.80
JPMRR 2009-7 17A1	J215837	46633PBG6	387.25	03/19/13	07/27/13	\$387.25	\$387.25	\$0.00
JPMRR 2009-7 17A1	J215837	46633PBG6	427.21	03/19/13	08/27/13	\$427.21	\$427.21	\$0.00
PIMCO DYNAMIC INCOME FUND	PDI	72201Y101	200	01/23/13	08/30/13	\$5,559.20	\$6,094.00	\$-534.80
FARMER MAC PFD		313148801	1000	01/14/13	08/30/13	\$21,112.93	\$25,000.00	\$-3,887.07
JPMRR 2009-7 17A1	J215837	46633PBG6	158.5	03/19/13	10/27/13	\$158.50	\$158.50	\$0.00
SYSCO CORP	SY	871829107	1575	09/16/13	11/18/13	\$53,087.12	\$52,029.34	\$1,057.78
JPMRR 2009-7 17A1	J215837	46633PBG6	574.76	03/19/13	11/27/13	\$574.76	\$574.76	\$0.00
LEXINGTON CORP PPTYS TR COM	LXP	529043101	1950	07/30/13	12/03/13	\$19,841.68	\$24,866.01	* \$-5,024.33

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
RAIT FINANCIAL TRUST	RAS	749227609	3000	03/28/13	12/26/13	\$27,209.52	\$22,410.00 *	\$4,799.52
RAIT FINANCIAL TRUST	RAS	749227609	4000	03/28/13	12/26/13	\$36,279.37	\$29,880.00 *	\$6,399.37
JPMRR 2009-7 17A1	J215837	46633PBG6	488.39	03/19/13	12/27/13	\$488.39	\$488.39	\$0.00
Total short term gain/loss from sales:						\$967,092.08	\$970,856.83	\$-3,764.75

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
GOLDMAN SACHS GROUP INC	GS PB	38144X500	10000	01/24/11	01/14/13	\$254,230.30	\$236,900.00	\$17,330.30
TWO HARBORS INVESTMENT CORP	TWO	90187B101	1000	05/17/11	01/22/13	\$12,464.02	\$10,790.00	\$1,674.02
TWO HARBORS INVESTMENT CORP	TWO	90187B101	3050	05/17/11	01/24/13	\$37,732.23	\$32,909.50	\$4,822.73
ENDURO ROYALTY TRUST	NDRO	29269K100	3000	11/03/11	03/07/13	\$46,408.36	\$66,022.21	\$-19,613.85
KINDER MORGAN MGMT LLC	KMR	49455U100	0.23	08/08/12	08/26/13	\$18.89	\$16.20	\$2.69
PIMCO DYNAMIC INCOME FUND	PDI	72201Y101	670	05/24/12	08/30/13	\$18,623.34	\$16,750.00	\$1,873.34
PIMCO DYNAMIC INCOME FUND	PDI	72201Y101	1830	05/24/12	09/11/13	\$50,736.97	\$45,750.00	\$4,986.97
CITIGROUP CAP X	C PR	173064205	400	07/23/12	10/01/13	\$10,000.00	\$9,986.00	\$14.00
PROSPECT ENERGY CORP	PSEC	74348T102	4000	07/11/12	11/22/13	\$45,756.40	\$44,333.83	\$1,422.57
KINDER MORGAN MGMT LLC	KMR	49455U100	0.1	08/08/12	12/02/13	\$7.40	\$6.57	\$0.83
DR PEPPER SNAPPLE GROUP INC	DPS	26138E109	780	12/11/12	12/19/13	\$37,129.92	\$35,585.78	\$1,544.14
Total long term gain/loss from sales:						\$513,107.83	\$499,050.09	\$14,057.74

Master Limited Partnership (MLP) Proceeds

This account holds an interest in one or more limited partnerships. If available, the original cost basis of the partnership has been provided to assist you in your tax preparation. Please consult your tax advisor regarding the tax treatment applicable to these items.



Account Number 10570514400

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Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
								Ordinary portion Wash sale loss disallowed
ACCESS MIDSTREAM PARTNERS LP	ACMP	00434L109	1000	12/13/12	01/10/13	\$35,123.61	\$32,150.00	\$2,973.61 \$0.00
c TEEKAY OFFSHORE PART	TOO	Y8565J101	700	09/12/12	01/25/13	\$20,234.58	\$17,788.60	\$2,445.98 \$0.00
c TEEKAY OFFSHORE PART	TOO	Y8565J101	1870	09/12/12	01/25/13	\$54,055.25	\$51,705.50	\$2,349.75 \$0.00
GENESIS ENERGY LP UNIT LP INTE	GEL	371927104	2000	10/02/12	01/29/13	\$79,933.80	\$64,300.00	\$15,633.80 \$0.00
MARKWEST ENERGY PARTNERS L P	MWE	570759100	1000	03/13/12	02/08/13	\$55,738.85	\$59,540.00	\$-3,801.15 \$0.00
SANDRIDGE MISSISSIPPIAN TRUS	SDR	80007V106	3350	02/06/13	04/19/13	\$35,933.30	\$49,940.80	\$-14,007.50 \$0.00
CALUMET SPECIALTY PRODS	CLMT	131476103	1300	03/26/13	05/31/13	\$44,250.06	\$48,750.00	\$-4,499.94 \$0.00
EL PASO PIPELINE PARTNERS LP	EPB	283702108	680	09/11/12	06/12/13	\$28,216.72	\$23,611.98	\$4,604.74 \$0.00
Total short term gain/loss from MLP transactions:						\$353,486.17	\$347,786.88	\$5,699.29
Total short term loss from MLP transactions disallowed from wash sale:								\$0.00
Portion classified as ordinary income:								\$0.00

Long Term Master Limited Partnership Transactions

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss	
									Ordinary portion Wash sale loss disallowed
LINN ENERGY LLC	LINE	536020100	1500	01/12/12	03/26/13	\$55,355.06	\$53,925.00	\$1,430.06	
								\$0.00	
EL PASO PIPELINE PARTNERS LP	EPB	283702108	650	05/24/12	06/12/13	\$26,971.87	\$20,869.88	\$6,101.99	
								\$0.00	
WILLIAMS PARTNERS L P	WPZ	96950F104	500	01/25/12	12/04/13	\$24,649.92	\$31,405.00	\$-6,755.08	
								\$0.00	
Total long term gain/loss from MLP transactions:						\$106,976.85	\$106,199.88	\$776.97	
Total long term loss from MLP transactions disallowed from wash sale:									\$0.00
Portion classified as ordinary income:								\$0.00	