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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

Do not enter Social Security numbers on this form as it may be made public.

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

OMB No. 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation SILVER LINING FOUNDATION		A Employer identification number 20-1987349
Number and street (or P.O. box number if mail is not delivered to street address) C/O 600 17TH STREET	Room/suite 1700N	B Telephone number 303-996-7766
City or town, state or province, country, and ZIP or foreign postal code DENVER, CO 80202		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ 1,593,687. (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		0.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		34,650.	34,650.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		34,341.			
b Gross sales price for all assets on line 6a 1,010,330.					
7 Capital gain net income (from Part IV, line 2)			34,341.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		68,991.	68,991.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		1,525.	763.		762.
c Other professional fees STMT 3		14,797.	14,797.		0.
17 Interest					
18 Taxes STMT 4		1,319.	26.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		17,641.	15,586.		762.
25 Contributions, gifts, grants paid		63,000.			63,000.
26 Total expenses and disbursements. Add lines 24 and 25		80,641.	15,586.		63,762.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-11,650.			
b Net investment income (if negative, enter -0-)			53,405.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		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		35,347.	11,748.	11,748.
	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				
	7	Other notes and loans receivable				
		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				
	b	Investments - corporate stock	STMT 5	768,457.	853,928.	1,016,209.
	c	Investments - corporate bonds	STMT 6	720,630.	647,108.	565,730.
	11	Investments - land, buildings, and equipment basis				
	Less accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment basis					
	Less accumulated depreciation					
15	Other assets (describe)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		1,524,434.	1,512,784.	1,593,687.	
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				
	22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)		0.	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		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		1,524,434.	1,512,784.	
	30	Total net assets or fund balances		1,524,434.	1,512,784.	
31	Total liabilities and net assets/fund balances		1,524,434.	1,512,784.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,524,434.
2	Enter amount from Part I, line 27a	2	-11,650.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	1,512,784.
5	Decreases not included in line 2 (itemize)	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,512,784.

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 ATTACHED	P	VARIOUS	VARIOUS
b SEE ATTACHED	P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS			
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 270,720.		268,845.	1,875.
b 722,175.		707,144.	15,031.
c 17,435.			17,435.
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			1,875.
b			15,031.
c			17,435.
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	34,341.
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). If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	73,500.	1,428,556.	.051451
2011	83,648.	1,450,542.	.057667
2010	90,907.	1,546,471.	.058784
2009	101,360.	1,759,876.	.057595
2008	107,602.	1,912,762.	.056255

2 Total of line 1, column (d)	2	.281752
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	.056350
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,524,125.
5 Multiply line 4 by line 3	5	85,884.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	534.
7 Add lines 5 and 6	7	86,418.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	63,762.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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	1,068.
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	1,068.
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	1,068.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		24.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		1,092.
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"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of J CHARLES & DANA L FARMER Telephone no. 303-996-7766			
	Located at C/O 600 17TH STREET, SUITE 1700N, DENVER, CO ZIP+4 80202			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	16	Yes	No
				X

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?	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> 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)?	<input type="checkbox"/> 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.)	<input type="checkbox"/> 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 instructions)?		N/A
Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	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.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> 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.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☐ N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d). ☐ N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
J CHARLES FARMER	DIRECTOR			
C/O 600 17TH STREET STE 1700N				
DENVER, CO 80202	0.00	0.	0.	0.
DANA L FARMER	DIRECTOR			
C/O 600 17TH STREET STE 1700N				
DENVER, CO 80202	0.00	0.	0.	0.

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

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

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

0

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Part III Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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 instructions.	
3	

Total. Add lines 1 through 3

0.

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Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,547,335.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,547,335.
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	1,547,335.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	23,210.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,524,125.
6	Minimum investment return. Enter 5% of line 5	6	76,206.

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	76,206.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,068.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,068.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	75,138.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	75,138.
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	75,138.

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	63,762.
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	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	63,762.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	63,762.

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				75,138.
2 Undistributed Income, if any, as of the end of 2013:				
a Enter amount for 2012 only			49,639.	
b Total for prior years:		0.		
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	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 63,762.				
a Applied to 2012, but not more than line 2a			49,639.	
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				14,123.
e Remaining amount distributed out of corpus	0.			
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	0.			
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 instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				61,015.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
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				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

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.

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.

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED SCHEDULE				63,000.
Total			3a	63,000.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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	34,650.	
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	34,341.	
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)		0.		68,991.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13 68,991.	

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

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

Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

N/A

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

- | | | Yes | No |
|----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 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
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

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

Preparer's signature

Date

Check ☐ if
self-employed

PTIN

JAMES L BURDICK

5-8-14

P00022343

Firm's name ► **BURDICK & ASSOCIATES, P.C.**

Firm's EIN ► 26-3075049

Firm's address ▶ 8390 EAST CRESCENT PARKWAY, STE 110
GREENWOOD VILLAGE, CO 80111

Phone no. 303-813-1380

SILVER LINING FOUNDATION
ID # 20-1987349
PART XV - SUPPLEMENTARY INFORMATION
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
2013

PAYEE	AMOUNT
COLORADO UPLIFT 3914 KING STREET DENVER, CO 80211-1932	12,500.00
DENVER RESCUE MISSION PO BOX 5206 DENVER, CO 80217	7,500.00
DENVER STREET SCHOOL PO BOX 140069 DENVER, CO 80214	7,500.00
DUMB FRIENDS LEAGUE 2080 S. QUEBEC ST DENVER, CO 80231	7,000.00
MAKE A WISH FOUNDATION 7951 E. MAPLEWOOD AVE STE 126 GREENWOOD VILLAGE, CO 80111	5,000 00
MAXFUND ANIMAL ADOPTION CENTER 1025 GALAPAGO STREET DENVER, CO 80204	3,500.00
UNIVERSITY OF TEXAS AT AUSTIN 1 UNIVERSITY STATION C2100 AUSTIN, TEXAS 78712	12,500.00
WARREN VILLAGE 1323 GILPIN STREET DENVER, CO 80218	7,500.00
	<u>63,000.00</u>

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FIRST WESTERN-3018	52,085.	17,435.	34,650.	34,650.	
TO PART I, LINE 4	52,085.	17,435.	34,650.	34,650.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,525.	763.		762.
TO FORM 990-PF, PG 1, LN 16B	1,525.	763.		762.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	14,797.	14,797.		0.
TO FORM 990-PF, PG 1, LN 16C	14,797.	14,797.		0.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INCOME TAX	1,293.	0.		0.
FOREIGN TAXES	26.	26.		0.
TO FORM 990-PF, PG 1, LN 18	1,319.	26.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIRST WESTERN TRUST BANK	853,928.	1,016,209.
TOTAL TO FORM 990-PF, PART II, LINE 10B	853,928.	1,016,209.

FORM 990-PF	CORPORATE BONDS	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIRST WESTERN TRUST BANK	647,108.	565,730.
TOTAL TO FORM 990-PF, PART II, LINE 10C	647,108.	565,730.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	7
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NAME OF MANAGER

J CHARLES FARMER
DANA L FARMER

ACCT 668N 612383018
 SP:1 ADMN:K.B INV:H.P

FIRST WESTERN TRUST BANK
 TAX TRANSACTION DETAIL

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TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
45	SHORT-TERM GAIN/LOSS - CURRENT SALES ABBVIE INC COM - 00287Y109 - MINOR = 482				
01/08/13	REVERSED ON 01/10/2013 TO CORRECT FOR COST BASIS SOLD 54 SHS 01/03/13 TR TRAN#-01301080001093 TR CD=151 REG=5053 PORT=PRIN		***ADDED STOP*** 02/02/13	344.39	1301000001
01/08/13	SOLD 54 SHS 01/03/13 @ 34.4899 TR TRAN#-01301100002081 TR CD=151 REG=5053 PORT=PRIN	31.10		344.39	1301000002
		31.10	0.00	688.78	
	ANHEUSER BUSCH INBEV SPONSORED ADR - 03524A108 - MINOR = 455				
01/15/13	SOLD 8 SHS 01/10/13 @ 86.5445 TR TRAN#-01301150000411 TR CD=151 REG=5053 PORT=PRIN	148.71		691.94	1301000010
		148.71	0.00	691.94	
	AUTOMATIC DATA PROCESSING INC COM - 053015103 - MINOR = 491				
01/15/13	SOLD 8 SHS 01/10/13 @ 59.17 TR TRAN#-01301150000416 TR CD=151 REG=5053 PORT=PRIN	28.63		472.95	1301000011
		28.63	0.00	472.95	
	DFA LARGE CAP INTERNATIONAL PORTFOLIO INSTL #5028 - 233203868 - MINOR = 572				
12/03/13	SOLD 54.578 SHS 12/02/13 @ 22.19 TR TRAN#-01312030000025 TR CD=151 REG=8182 PORT=PRIN	124.99		1211.09	1312000001
		124.99	0.00	1211.09	
	DODGE & COX INCOME FUND #147 - 256210105 - MINOR = 495				
06/20/13	SOLD 1818.768 SHS 06/19/13 @ 13.68 TR TRAN#-01306200000234 TR CD=151 REG=8182 PORT=PRIN	-308.78		24880.75	1306000008
		-308.78	0.00	24880.75	
	FIRST WESTERN SHORT DURATION BOND FD - 33750W201 - MINOR = 495				
10/21/13	SOLD 9120.091 SHS 10/18/13 @ 9.98 TR TRAN#-01310210000082 TR CD=151 REG=8182 PORT=PRIN	-144.04		91018.51	1310000002
12/03/13	SOLD 1047.447 SHS 12/02/13 @ 10 TR TRAN#-01312030000044 TR CD=151 REG=8182 PORT=PRIN	83.80	SALES EXIST AFTER WASH SALE	10474.47	1312000002
		-60.24	0.00	101492.98	
	ISHARES CORE S&P MID-CAP ETF - 464287507 - MINOR = 541				
01/15/13	SOLD 62 SHS 01/10/13 @ 105.5842 TR TRAN#-01301150000490 TR CD=151 REG=5053 PORT=PRIN	582.91		6542.97	1301000025
06/24/13	SOLD 74 SHS 06/19/13 @ 117.5457 TRADE ID 80646862328 TR TRAN#-01306240000628 TR CD=151 REG=5053 PORT=PRIN	1580.91		8694.53	1306000028
		2163.82	0.00	15237.50	
	ISHARES RUSSELL 2000 ETF - 464287655 - MINOR = 541				
01/15/13	SOLD 33 SHS 01/10/13 @ 87.43 TR TRAN#-01301150000492 TR CD=151 REG=5053 PORT=PRIN	186.14		2883.47	1301000026
06/24/13	SOLD 63 SHS 06/19/13 @ 98.96 TRADE ID 80646868055 TR TRAN#-01306240000631 TR CD=151 REG=5053 PORT=PRIN	1081.76		6231.22	1306000029
		1267.90	0.00	9114.69	
	JP MORGAN MID CAP GROWTH FUND SELECT #3120 - 4812C1710 - MINOR = 570				
03/11/13	SOLD 1536.803 SHS 03/08/13 @ 23.99 TR TRAN#-01303110000140 TR CD=151 REG=8182 PORT=PRIN	423.38		3921.62	1303000002

ACCT 668N 612383018
PREP-1 ADMN.K.B INV:H.P

FIRST WESTERN TRUST BANK
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TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
45	SHORT-TERM GAIN/LOSS - CURRENT SALES (CONTINUED) JP MORGAN MID CAP GROWTH FUND SELECT #3120 - 4812C1710 - MINOR = 570 (CONTINUED)				
06/20/13	SOLD 66.697 SHS 06/19/13 @ 25.25 TR TRAN#-01306200000137 TR CD=151 REG=8182 PORT=PRIN	256.78		1684.10	1306000003
		680.16	0.00	5605.72	
	PIMCO TOTAL RETURN FUND INST #35 - 693390700 - MINOR = 592				
10/21/13	SOLD 5403 247 SHS 10/18/13 @ 10.87 TR TRAN#-01310210000116 TR CD=151 REG=8168 PORT=PRIN	-76.72		18407.48	1310000003
		-76.72	0.00	18407.48	
	PETSMART INC COM - 716768106 - MINOR = 449				
01/15/13	SOLD 6 SHS 01/10/13 @ 69.58 TR TRAN#-01301150000535 TR CD=151 REG=5053 PORT=PRIN	14.79		417.17	1301000034
06/24/13	SOLD 2 SHS 06/19/13 @ 68.48 TRADE ID 80646867757 TR TRAN#-01306240000667 TR CD=151 REG=5053 PORT=PRIN	2.72		136.85	1306000038
		17.51	0.00	554.02	
	PIMCO COMMODITY REALRETURN STRATEGY FUND INST #45 - 722005667 - MINOR = 574				
11/19/13	SOLD 12662.920 SHS 11/18/13 @ 5.54 TR TRAN#-01311190000164 TR CD=151 REG=8182 PORT=PRIN	-2702.78		28722.73	1311000001
		-2702.78	0.00	28722.73	
	PRUDENTIAL JENNISON EQUITY INCOME FUND CLASS Z #427 - 74441L832 - MINOR = 571				
01/11/13	SOLD 323.718 SHS 01/10/13 @ 14.41 TR TRAN#-01301110000138 TR CD=151 REG=8182 PORT=PRIN	239.56		4664.78	1301000005
		239.56	0.00	4664.78	
	VANGUARD SHORT-TERM BOND INDEX - SIG #1349 - 921937850 - MINOR = 592				
04/29/13	SOLD 8131.940 SHS 04/26/13 @ 10.63 TR TRAN#-01304290000310 TR CD=151 REG=8168 PORT=PRIN	153.66		55344.95	1304000004
		153.66	0.00	55344.95	
	VANGUARD INDEX FDS S&P 500 ETF SHS - 922908413 - MINOR = 541				
01/15/13	SOLD 54 SHS 01/10/13 @ 67.2732 TR TRAN#-01301150000592 TR CD=151 REG=5053 PORT=PRIN	167.49		3629.97	1301000044
		167.49	0.00	3629.97	
	TOTAL CODE 45 - SHORT-TERM GAIN/LOSS - CURRENT SALES	1875.01	0.00	270720.33	

507 LONG-TERM CAPITAL GAIN DIVIDENDS/DISTRIBUTIONS

FIRST WESTERN FIXED INCOME FUND - 33750W102 - MINOR = 495

12/31/13	MUTUAL FUND EARNINGS	426.65		
		426.65	0.00	0.00

FORWARD HIGH YIELD BOND FUND - INST #16116 - 34987A103 - MINOR = 495

12/31/13	MUTUAL FUND EARNINGS	731.46		
		731.46	0.00	0.00

HEARTLAND VALUE PLUS FUND IS #120 - 422352849 - MINOR = 496

12/31/13	MUTUAL FUND EARNINGS	10507.39		
		10507.39	0.00	0.00

JP MORGAN MID CAP GROWTH FUND SELECT #3120 - 4812C1710 - MINOR = 570

12/31/13	MUTUAL FUND EARNINGS	2062.59		
		2062.59	0.00	0.00

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FIRST WESTERN TRUST BANK
 TAX TRANSACTION DETAIL

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TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
507 LONG-TERM CAPITAL GAIN DIVIDENDS/DISTRIBUTIONS (CONTINUED)				
NUVEEN REAL ESTATE SECURITIES FUND CLASS I #6818 - 670678507 - MINOR = 570				
12/31/13 MUTUAL FUND EARNINGS	960.02			
	960.02	0.00	0.00	
OPPENHEIMER DEVELOPING MARKETS FUND CLASS Y #788 - 683974505 - MINOR = 572				
12/31/13 MUTUAL FUND EARNINGS	529.28			
	529.28	0.00	0.00	
PIMCO TOTAL RETURN FUND INST #35 - 693390700 - MINOR = 592				
12/31/13 MUTUAL FUND EARNINGS	689.04			
	689.04	0.00	0.00	
PRUDENTIAL JENNISON EQUITY INCOME FUND CLASS Z #427 - 74441L832 - MINOR = 571				
12/31/13 MUTUAL FUND EARNINGS	1485.89			
	1485.89	0.00	0.00	
VANGUARD SHORT-TERM BOND INDEX - SIG #1349 - 921937850 - MINOR = 592				
12/31/13 MUTUAL FUND EARNINGS	42.77			
	42.77	0.00	0.00	
TOTAL CODE 507 - LONG-TERM CAPITAL GAIN DIVIDENDS/DISTRIBUTIO				
	17435.09	0.00	0.00	
=====				
509 LONG-TERM GAIN/LOSS - CURRENT SALES				
ABBOTT LABORATORIES COM - 002824100 - MINOR = 31001				
01/15/13 SOLD 30 SHS 01/10/13	339.23		1013.98	1301000008
@ 33.85				
TR TRAN#-01301150000400 TR CD=151 REG=5053 PORT=PRIN				
06/24/13 SOLD 14 SHS 06/19/13	191.16		511.41	1306000012
@ 36.58				
TRADE ID 80646867096				
TR TRAN#-01306240000565 TR CD=151 REG=5053 PORT=PRIN				
12/05/13 SOLD 5 SHS 12/02/13	45.65		190.11	1312000009
@ 38.0718				
TR TRAN#-01312050000263 TR CD=151 REG=5053 PORT=PRIN				
	576.04	0.00	1715.50	
ABBVIE INC COM - 00287Y109 - MINOR = 482				
01/08/13 REVERSED ON 01/10/2013			1515.32	1301000001
TO CORRECT FOR COST BASIS				
SOLD 54 SHS 01/03/13				
TR TRAN#-01301080001093 TR CD=151 REG=5053 PORT=PRIN				
01/08/13 SOLD 54 SHS 01/03/13	436.33		1515.32	1301000002
@ 34.4899				
TR TRAN#-01301100002081 TR CD=151 REG=5053 PORT=PRIN				
	436.33	0.00	3030.64	
AMERICAN TOWER CORPORATION - 03027X100 - MINOR = 428				
01/15/13 SOLD 10 SHS 01/10/13	272.88		783.38	1301000009
@ 78.39				
TR TRAN#-01301150000406 TR CD=151 REG=5053 PORT=PRIN				
06/24/13 SOLD 2 SHS 06/19/13	48.07		150.17	1306000013
@ 75.14				
TRADE ID 80646867148				
TR TRAN#-01306240000569 TR CD=151 REG=5053 PORT=PRIN				
	320.95	0.00	933.55	
ANHEUSER BUSCH INBEV SPONSORED ADR - 03524A108 - MINOR = 455				
06/24/13 SOLD 5 SHS 06/19/13	121.97		461.49	1306000014
@ 92.35				
TRADE ID 80646867168				
TR TRAN#-01306240000573 TR CD=151 REG=5053 PORT=PRIN				
12/05/13 SOLD 1 SHS 12/02/13	34.03		101.93	1312000010
@ 101.98				
TR TRAN#-01312050000272 TR CD=151 REG=5053 PORT=PRIN				
	156.00	0.00	563.42	

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FIRST WESTERN TRUST BANK
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TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
509 LONG-TERM GAIN/LOSS - CURRENT SALES (CONTINUED)				
AUTOMATIC DATA PROCESSING INC COM - 053015103 - MINOR = 491				
06/24/13 SOLD 5 SHS 06/19/13 @ 69.42 TRADE ID 80646867188 TR TRAN#=01306240000576 TR CD=151 REG=5053 PORT=PRIN	69.14		346.84	1306000015
12/05/13 SOLD 2 SHS 12/02/13 @ 79.55 TR TRAN#=01312050000277 TR CD=151 REG=5053 PORT=PRIN	47.92		159.00	1312000011
	117.06	0.00	505.84	
BAXTER INTERNATIONAL INC COM - 071813109 - MINOR = 31000				
01/15/13 SOLD 13 SHS 01/10/13 @ 68.3496 TR TRAN#=01301150000421 TR CD=151 REG=5053 PORT=PRIN	240.83		887.87	1301000012
06/24/13 SOLD 4 SHS 06/19/13 @ 70.2 TRADE ID 80646867205 TR TRAN#=01306240000580 TR CD=151 REG=5053 PORT=PRIN	77.71		280.59	1306000016
12/05/13 SOLD 2 SHS 12/02/13 @ 68.36 TR TRAN#=01312050000280 TR CD=151 REG=5053 PORT=PRIN	35.17		136.61	1312000012
	353.71	0.00	1305.07	
BLACKROCK INC COM - 09247X101 - MINOR = 469				
01/15/13 SOLD 6 SHS 01/10/13 @ 218.17 TR TRAN#=01301150000426 TR CD=151 REG=5053 PORT=PRIN	267.57		1308.69	1301000013
06/24/13 SOLD 3 SHS 06/19/13 @ 271.59 TRADE ID 80646867223 TR TRAN#=01306240000584 TR CD=151 REG=5053 PORT=PRIN	250.36		814.60	1306000017
	517.93	0.00	2123.29	
CELGENE CORP COM - 151020104 - MINOR = 477				
01/15/13 SOLD 18 SHS 01/10/13 @ 95.318 TR TRAN#=01301150000431 TR CD=151 REG=5053 PORT=PRIN	676.22		1714.79	1301000014
06/24/13 SOLD 9 SHS 06/19/13 @ 118.05 TRADE ID 80646867245 TR TRAN#=01306240000588 TR CD=151 REG=5053 PORT=PRIN	526.93		1061.98	1306000018
12/05/13 SOLD 1 SHS 12/02/13 @ 162.72 TR TRAN#=01312050000288 TR CD=151 REG=5053 PORT=PRIN	103.22		162.67	1312000013
	1306.37	0.00	2939.44	
CHEVRON CORPORATION - 166764100				
01/15/13 SOLD 7 SHS 01/10/13 @ 110.42 TR TRAN#=01301150000436 TR CD=151 REG=5053 PORT=PRIN	170.43		772.57	1301000015
06/24/13 SOLD 4 SHS 06/19/13 @ 121.31 TRADE ID 80646867266 TR TRAN#=01306240000591 TR CD=151 REG=5053 PORT=PRIN	140.95		485.03	1306000019
12/05/13 SOLD 1 SHS 12/02/13 @ 122.19 TR TRAN#=01312050000290 TR CD=151 REG=5053 PORT=PRIN	36.11		122.13	1312000014
	347.49	0.00	1379.73	
CISCO SYS INC COM - 17275R102				
01/15/13 SOLD 67 SHS 01/10/13 @ 20.4524 TR TRAN#=01301150000439 TR CD=151 REG=5053 PORT=PRIN	61.91		1366.93	1301000016
06/24/13 SOLD 35 SHS 06/19/13 @ 24.92 TRADE ID 80646867296 TR TRAN#=01306240000595 TR CD=151 REG=5053 PORT=PRIN	159.32		870.43	1306000020
	221.23	0.00	2237.36	

ACCT 668N 612383018
REP:1 ADMN:K.B INV:H P

FIRST WESTERN TRUST BANK
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TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
509 LONG-TERM GAIN/LOSS - CURRENT SALES (CONTINUED)				
DANAHER CORP COM - 235851102 - MINOR = 31000				
01/15/13 SOLD 20 SHS 01/10/13 @ 59.7 TR TRAN#=01301150000445 TR CD=151 REG=5053 PORT=PRIN	291.89		1192.97	1301000017
06/24/13 SOLD 7 SHS 06/19/13 @ 64.06 TRADE ID 80646867327 TR TRAN#=01306240000601 TR CD=151 REG=5053 PORT=PRIN	129.56		448.06	1306000021
12/05/13 SOLD 3 SHS 12/02/13 @ 74.53 TR TRAN#=01312050000292 TR CD=151 REG=5053 PORT=PRIN	81.81		223.44	1312000015
	503.26	0.00	1864.47	
DISCOVERY COMMUNICATIONS INC NEW COM SER A - 25470F104 - MINOR = 435				
01/15/13 SOLD 19 SHS 01/10/13 @ 67.4237 TR TRAN#=01301150000451 TR CD=151 REG=5053 PORT=PRIN	609.05		1280.07	1301000018
06/24/13 SOLD 9 SHS 06/19/13 @ 77.09 TRADE ID 80646867374 TR TRAN#=01306240000605 TR CD=151 REG=5053 PORT=PRIN	375.49		693.34	1306000022
12/05/13 SOLD 4 SHS 12/02/13 @ 86.23 TR TRAN#=01312050000295 TR CD=151 REG=5053 PORT=PRIN	203.44		344.71	1312000016
	1187.98	0.00	2318.12	
ECOLAB INC COM - 278865100 - MINOR = 3101				
01/15/13 SOLD 11 SHS 01/10/13 @ 73.11 TR TRAN#=01301150000457 TR CD=151 REG=5053 PORT=PRIN	280.81		803.64	1301000019
06/24/13 SOLD 8 SHS 06/19/13 @ 86.03 TRADE ID 80646867391 TR TRAN#=01306240000610 TR CD=151 REG=5053 PORT=PRIN	307.58		687.82	1306000023
12/05/13 SOLD 2 SHS 12/02/13 @ 105.95 TR TRAN#=01312050000298 TR CD=151 REG=5053 PORT=PRIN	113.68		211.80	1312000017
	702.07	0.00	1703.26	
FIRST WESTERN FIXED INCOME FUND - 33750W102 - MINOR = 495				
06/20/13 REVERSED ON 08/02/2013 TO CORRECT CARRYING VALUE SOLD 23795.606 SHS 06/19/13 @ 9.82 TR TRAN#=01306200000087 TR CD=151 REG=8182 PORT=PRIN	23367.98		233672.85	1306000001
		FOUND UPDATE	09/04/13	
07/30/13 TO REVERSE ENTRY OF 06/20/13 RECORD ENTRY NO 1306200000087 TO CORRECT CARRYING VALUE TR TRAN#=01308020000340 TR CD=151 REG=8182 PORT=PRIN	443977.92 -23,367.98		-233672.85	1307000001
07/30/13 SOLD 23795.606 SHS 06/19/13 @ 9.82 TR TRAN#=01308020000961 TR CD=151 REG=8182 PORT=PRIN	3191.46		233672.85	1307000002
10/21/13 SOLD 8764.576 SHS 10/18/13 @ 9.8 TR TRAN#=01310210000072 TR CD=151 REG=8182 PORT=PRIN	1000.24		85892.84	1310000001
	416418.04 4,191.70	SALES EXIST AFTER WASH SALE	319565.69	
FORWARD HIGH YIELD BOND FUND - INST #16116 - 34987A103 - MINOR = 495				
01/11/13 SOLD 899.234 SHS 01/10/13 @ 10.49 TR TRAN#=01301110000062 TR CD=151 REG=8168 PORT=PRIN	350.70		9432.96	1301000003
06/20/13 SOLD 1630.477 SHS 06/19/13 @ 10.45 TR TRAN#=01306200000112 TR CD=151 REG=8168 PORT=PRIN	586.97		17054.79	1306000002
12/03/13 SOLD 221.165 SHS 12/02/13 @ 10.45 TR TRAN#=01312030000054 TR CD=151 REG=8168 PORT=PRIN	79.61		2313.38	1312000003
	1017.28	0.00	28801.13	

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509 LONG-TERM GAIN/LOSS - CURRENT SALES (CONTINUED)				
GILEAD SCIENCES INC COM - 375558103 - MINOR = 477				
01/15/13 SOLD 17 SHS 01/10/13 @ 77.8461 TR TRAN#-01301150000467 TR CD=151 REG=5053 PORT=PRIN	688.90		1322.50	1301000020
04/17/13 SOLD 11 SHS 04/12/13 @ 51.651 TR TRAN#-01304170000540 TR CD=151 REG=5053 PORT=PRIN	367.84		567.60	1304000003
06/24/13 SOLD 11 SHS 06/19/13 @ 51.04 TRADE ID 80646867412 TR TRAN#-01306240000614 TR CD=151 REG=5053 PORT=PRIN	361.12		560.88	1306000024
12/05/13 SOLD 6 SHS 12/02/13 @ 74.32 TR TRAN#-01312050000303 TR CD=151 REG=5053 PORT=PRIN	336.65		445.61	1312000018
	1754.51	0.00	2896.59	
HALLIBURTON CO COM - 406216101 - MINOR = 466				
01/15/13 SOLD 36 SHS 01/10/13 @ 36.72 TR TRAN#-01301150000470 TR CD=151 REG=5053 PORT=PRIN	-294.43		1320.09	1301000021
06/24/13 SOLD 18 SHS 06/19/13 @ 43.46 TRADE ID 80646867484 TR TRAN#-01306240000618 TR CD=151 REG=5053 PORT=PRIN	-119.90		781.36	1306000025
12/05/13 SOLD 3 SHS 12/02/13 @ 52.05 TR TRAN#-01312050000305 TR CD=151 REG=5053 PORT=PRIN	5.79		156.00	1312000019
	-408.54	0.00	2257.45	
HEARTLAND VALUE PLUS FUND IS #120 - 422352849 - MINOR = 496				
01/11/13 SOLD 293.327 SHS 01/10/13 @ 30.68 TR TRAN#-01301110000079 TR CD=151 REG=8182 PORT=PRIN	932.79		8999.28	1301000004
03/11/13 SOLD 556.649 SHS 03/08/13 @ 32.44 TR TRAN#-01303110000093 TR CD=151 REG=8182 PORT=PRIN	2749.85		18057.69	1303000001
12/03/13 SOLD 203.882 SHS 12/02/13 @ 38.36 TR TRAN#-01312030000060 TR CD=151 REG=8182 PORT=PRIN	2214.16		7820.91	1312000004
	5896.80	0.00	34877.88	
HONEYWELL INTERNATIONAL INC COM - 438516106 - MINOR = 410				
01/15/13 SOLD 15 SHS 01/10/13 @ 66.31 TR TRAN#-01301150000476 TR CD=151 REG=5053 PORT=PRIN	224.53		993.88	1301000022
06/24/13 SOLD 10 SHS 06/19/13 @ 80.2 TRADE ID 80646867514 TR TRAN#-01306240000623 TR CD=151 REG=5053 PORT=PRIN	279.63		801.48	1306000026
12/05/13 SOLD 2 SHS 12/02/13 @ 88.17 TR TRAN#-01312050000310 TR CD=151 REG=5053 PORT=PRIN	70.08		176.24	1312000020
	574.24	0.00	1971.60	
INTERNATIONAL BUSINESS MACHS CORP COM - 459200101 - MINOR = 31001				
01/15/13 SOLD 4 SHS 01/10/13 @ 192.73 TR TRAN#-01301150000481 TR CD=151 REG=5053 PORT=PRIN	190.58		770.70	1301000023
06/24/13 SOLD 2 SHS 06/19/13 @ 203.33 TRADE ID 80646867532 TR TRAN#-01306240000626 TR CD=151 REG=5053 PORT=PRIN	116.49		406.55	1306000027
12/05/13 SOLD 1 SHS 12/02/13 @ 177.47 TR TRAN#-01312050000314 TR CD=151 REG=5053 PORT=PRIN	30.47		177.41	1312000021
	337.54	0.00	1354.66	
INTUIT COM - 461202103 - MINOR = 483				

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509 LONG-TERM GAIN/LOSS - CURRENT SALES (CONTINUED)					
INTUIT COM - 461202103 - MINOR = 483 (CONTINUED)					
01/15/13	SOLD 6 SHS 01/10/13 @ 62.35 TR TRAN#-01301150000486 TR CD=151 REG=5053 PORT=PRIN	90.03		373.79	1301000024
12/05/13	SOLD 2 SHS 12/02/13 @ 74.29 TR TRAN#-01312050000316 TR CD=151 REG=5053 PORT=PRIN	53.88		148.47	1312000022
		143.91	0.00	522.26	
ISHARES CORE S&P MID-CAP ETF - 464287507 - MINOR = 541					
12/05/13	SOLD 16 SHS 12/02/13 @ 130.45 TR TRAN#-01312050000317 TR CD=151 REG=5053 PORT=PRIN	548.28		2086.36	1312000023
		548.28	0.00	2086.36	
ISHARES RUSSELL 2000 ETF - 464287655 - MINOR = 541					
12/05/13	SOLD 17 SHS 12/02/13 @ 112.32 TR TRAN#-01312050000318 TR CD=151 REG=5053 PORT=PRIN	519.01		1908.55	1312000024
		519.01	0.00	1908.55	
JP MORGAN MID CAP GROWTH FUND SELECT #3120 - 4812C1710 - MINOR = 570					
03/11/13	SOLD 1536.803 SHS 03/08/13 @ 23.99 TR TRAN#-01303110000140 TR CD=151 REG=8182 PORT=PRIN	2805.18		32946.28	1303000002
12/03/13	SOLD 35.244 SHS 12/02/13 @ 29.38 TR TRAN#-01312030000064 TR CD=151 REG=8182 PORT=PRIN	281.25		1035.47	1312000005
		3086.43	0.00	33981.75	
KOHL'S CORP COM - 500255104 - MINOR = 3101					
06/21/13	SOLD 38 SHS 06/18/13 @ 52.3002 TR TRAN#-01306210000731 TR CD=151 REG=5053 PORT=PRIN	-86.38		1985.47	1306000010
06/24/13	SOLD 5 SHS 06/19/13 @ 52.06 TRADE ID 80646867566 TR TRAN#-01306240000640 TR CD=151 REG=5053 PORT=PRIN	-13.31		260.04	1306000030
12/05/13	SOLD 1 SHS 12/02/13 @ 55.22 TR TRAN#-01312050000325 TR CD=151 REG=5053 PORT=PRIN	11.11		55.17	1312000025
		-88.58	0.00	2300.68	
LAUDER ESTEE COS INC CL A - 518439104 - MINOR = 460					
01/15/13	SOLD 15 SHS 01/10/13 @ 63.52 TR TRAN#-01301150000498 TR CD=151 REG=5053 PORT=PRIN	366.64		952.03	1301000027
06/24/13	SOLD 8 SHS 06/19/13 @ 69.03 TRADE ID 80646867586 TR TRAN#-01306240000643 TR CD=151 REG=5053 PORT=PRIN	232.55		551.83	1306000031
12/05/13	SOLD 3 SHS 12/02/13 @ 75.03 TR TRAN#-01312050000327 TR CD=151 REG=5053 PORT=PRIN	105.20		224.93	1312000026
		704.39	0.00	1728.79	
MCDONALDS CORP COM - 580135101 - MINOR = 31001					
01/15/13	SOLD 5 SHS 01/10/13 @ 91.54 TR TRAN#-01301150000503 TR CD=151 REG=5053 PORT=PRIN	17.78		457.44	1301000028
06/24/13	SOLD 4 SHS 06/19/13 @ 99.04 TRADE ID 80646867603 TR TRAN#-01306240000646 TR CD=151 REG=5053 PORT=PRIN	44.22		395.95	1306000032
12/05/13	SOLD 2 SHS 12/02/13 @ 96.44 TR TRAN#-01312050000328 TR CD=151 REG=5053 PORT=PRIN	16.91		192.77	1312000027

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509 LONG-TERM GAIN/LOSS - CURRENT SALES (CONTINUED)				
MCDONALDS CORP COM - 580135101 - MINOR = 31001 (CONTINUED)				
	78.91	0.00	1046.16	
MICROSOFT CORP COM - 594918104 - MINOR = 31001				
01/15/13 SOLD 14 SHS 01/10/13 @ 26.475 TR TRAN#-01301150000508 TR CD=151 REG=5053 PORT=PRIN	8.00		369.94	1301000029
06/24/13 SOLD 32 SHS 06/19/13 @ 34.88 TRADE ID 80646867627 TR TRAN#-01306240000650 TR CD=151 REG=5053 PORT=PRIN	243.50		1114.54	1306000033
12/05/13 SOLD 10 SHS 12/02/13 @ 38.41 TR TRAN#-01312050000329 TR CD=151 REG=5053 PORT=PRIN	107.13		383.59	1312000028
	358.63	0.00	1868.07	
MONSANTO CO NEW COM - 61166W101 - MINOR = 402				
01/15/13 SOLD 6 SHS 01/10/13 @ 99.19 TR TRAN#-01301150000514 TR CD=151 REG=5053 PORT=PRIN	227.15		594.83	1301000030
06/24/13 SOLD 1 SHS 06/19/13 @ 106.14 TRADE ID 80646867651 TR TRAN#-01306240000654 TR CD=151 REG=5053 PORT=PRIN	44.80		106.08	1306000034
12/05/13 SOLD 1 SHS 12/02/13 @ 113.4 TR TRAN#-01312050000332 TR CD=151 REG=5053 PORT=PRIN	52.07		113.35	1312000029
	324.02	0.00	814.26	
NIKE INC CL B - 654106103 - MINOR = 440				
01/15/13 SOLD 21 SHS 01/10/13 @ 52.6965 TR TRAN#-01301150000519 TR CD=151 REG=5053 PORT=PRIN	200.59		1105.55	1301000031
06/24/13 SOLD 12 SHS 06/19/13 @ 62.05 TRADE ID 80646867676 TR TRAN#-01306240000657 TR CD=151 REG=5053 PORT=PRIN	220.66		743.98	1306000035
12/05/13 SOLD 3 SHS 12/02/13 @ 79.21 TR TRAN#-01312050000336 TR CD=151 REG=5053 PORT=PRIN	106.64		237.47	1312000030
	527.89	0.00	2087.00	
NUVEEN REAL ESTATE SECURITIES FUND CLASS I #6818 - 670678507 - MINOR = 570				
06/20/13 SOLD 200.793 SHS 06/19/13 @ 21.97 TR TRAN#-01306200000159 TR CD=151 REG=8182 PORT=PRIN	915.61		4411.42	1306000004
			SALES EXIST AFTER RETURN OF CAPITAL	
	915.61	0.00	4411.42	
ORACLE CORP COM - 68389X105 - MINOR = 487				
01/15/13 SOLD 32 SHS 01/10/13 @ 34.84 TR TRAN#-01301150000525 TR CD=151 REG=5053 PORT=PRIN	188.96		1113.25	1301000032
06/24/13 SOLD 6 SHS 06/19/13 @ 34.38 TRADE ID 80646867693 TR TRAN#-01306240000659 TR CD=151 REG=5053 PORT=PRIN	30.54		205.98	1306000036
12/05/13 SOLD 10 SHS 12/02/13 @ 35.01 TR TRAN#-01312050000338 TR CD=151 REG=5053 PORT=PRIN	48.75		349.59	1312000031
	268.25	0.00	1668.82	
OPPENHEIMER DEVELOPING MARKETS FUND CLASS Y #788 - 683974505 - MINOR = 572				
06/20/13 SOLD 188.771 SHS 06/19/13 @ 33.66 TR TRAN#-01306200000172 TR CD=151 REG=8182 PORT=PRIN	-124.31		6354.03	1306000005
	-124.31	0.00	6354.03	

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509	LONG-TERM GAIN/LOSS - CURRENT SALES (CONTINUED) PIMCO TOTAL RETURN FUND INST #35 - 693390700 - MINOR = 592				
10/21/13	SOLD 5403.247 SHS 10/18/13 @ 10.87 TR TRAN#-01310210000116 TR CD=151 REG=8168 PORT=PRIN	-354.31		40325.81	1310000003
		-354.31	0.00	40325.81	
	PEPSICO INC COM - 713448108				
01/15/13	SOLD 10 SHS 01/10/13 @ 70.85 TR TRAN#-01301150000530 TR CD=151 REG=5053 PORT=PRIN	61.68		707.98	1301000033
06/24/13	SOLD 9 SHS 06/19/13 @ 81.77 TRADE ID 80646867728 TR TRAN#-01306240000663 TR CD=151 REG=5053 PORT=PRIN	153.68		735.47	1306000037
12/05/13	SOLD 2 SHS 12/02/13 @ 83.91 TR TRAN#-01312050000339 TR CD=151 REG=5053 PORT=PRIN	38.42		167.72	1312000032
		253.78	0.00	1611.17	
	PETSMART INC COM - 716768106 - MINOR = 449				
12/05/13	SOLD 1 SHS 12/02/13 @ 72.61 TR TRAN#-01312050000341 TR CD=151 REG=5053 PORT=PRIN	5.49		72.55	1312000033
		5.49	0.00	72.55	
	PIMCO COMMODITY REALRETURN STRATEGY FUND INST #45 - 722005667 - MINOR = 574				
06/20/13	SOLD 1345.293 SHS 06/19/13 @ 5.99 TR TRAN#-01306200000201 TR CD=151 REG=8182 PORT=PRIN	-3484.30		8058.31	1306000006
11/19/13	SOLD 12662.920 SHS 11/18/13 @ 5.54 TR TRAN#-01311190000164 TR CD=151 REG=8182 PORT=PRIN	-21841.85	SALES EXIST AFTER WASH SALE	41429.85	1311000001
		-25326.15	0.00	49488.16	
	PRUDENTIAL JENNISON EQUITY INCOME FUND CLASS Z #427 - 744411832 - MINOR = 571				
06/20/13	SOLD 2351.116 SHS 06/19/13 @ 15.55 TR TRAN#-01306200000210 TR CD=151 REG=8182 PORT=PRIN	4420.09		36559.85	1306000007
12/03/13	SOLD 134.383 SHS 12/02/13 @ 17.43 TR TRAN#-01312030000096 TR CD=151 REG=8182 PORT=PRIN	505.28		2342.29	1312000006
		4925.37	0.00	38902.14	
	QUALCOMM INC COM - 747525103 - MINOR = 489				
01/15/13	SOLD 13 SHS 01/10/13 @ 64.63 TR TRAN#-01301150000541 TR CD=151 REG=5053 PORT=PRIN	205.30		839.52	1301000035
06/24/13	SOLD 1 SHS 06/19/13 @ 62.17 TRADE ID 80646867774 TR TRAN#-01306240000669 TR CD=151 REG=5053 PORT=PRIN	12.30		62.11	1306000039
12/05/13	SOLD 4 SHS 12/02/13 @ 73.39 TR TRAN#-01312050000345 TR CD=151 REG=5053 PORT=PRIN	94.11		293.35	1312000034
		311.71	0.00	1194.98	
	ROPER INDS INC NEW COM - 776696106 - MINOR = 414				
01/15/13	SOLD 3 SHS 01/10/13 @ 114.44 TR TRAN#-01301150000546 TR CD=151 REG=5053 PORT=PRIN	117.86		343.16	1301000036
06/24/13	SOLD 2 SHS 06/19/13 @ 124.66 TRADE ID 80646867792 TR TRAN#-01306240000671 TR CD=151 REG=5053 PORT=PRIN	99.01		249.21	1306000040
		216.87	0.00	592.37	
	SCHLUMBERGER LTD COM - 806857108 - MINOR = 5020				

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509 LONG-TERM GAIN/LOSS - CURRENT SALES (CONTINUED) SCHLUMBERGER LTD COM - 806857108 - MINOR = 5020 (CONTINUED)				
01/15/13 SOLD 11 SHS 01/10/13 @ 73.1412 TR TRAN#=01301150000551 TR CD=151 REG=5053 PORT=PRIN	-38 55		803.98	1301000037
06/24/13 SOLD 4 SHS 06/19/13 @ 74.01 TRADE ID 80646867812 TR TRAN#=01306240000675 TR CD=151 REG=5053 PORT=PRIN	-27.91		295.83	1306000041
	-66.46	0 00	1099.81	
SCHWAB CHARLES CORP NEW COM - 808513105 - MINOR = 31001				
01/15/13 SOLD 78 SHS 01/10/13 @ 15.2733 TR TRAN#=01301150000555 TR CD=151 REG=5053 PORT=PRIN	-47.36		1187.39	1301000038
06/24/13 SOLD 61 SHS 06/19/13 @ 20.74 TRADE ID 80646867844 TR TRAN#=01306240000679 TR CD=151 REG=5053 PORT=PRIN	225.17		1262 06	1306000042
12/05/13 SOLD 8 SHS 12/02/13 @ 24.83 TR TRAN#=01312050000355 TR CD=151 REG=5053 PORT=PRIN	60.72		198.24	1312000035
	238.53	0.00	2647.69	
STATE STREET CORP COM - 857477103 - MINOR = 5010				
01/15/13 SOLD 21 SHS 01/10/13 @ 50.3437 TR TRAN#=01301150000560 TR CD=151 REG=5053 PORT=PRIN	109.80		1056.14	1301000039
06/24/13 SOLD 18 SHS 06/19/13 @ 67.28 TRADE ID 80646867860 TR TRAN#=01306240000683 TR CD=151 REG=5053 PORT=PRIN	378.10		1210.11	1306000043
12/05/13 SOLD 3 SHS 12/02/13 @ 72.99 TR TRAN#=01312050000358 TR CD=151 REG=5053 PORT=PRIN	79.70		218 81	1312000036
	567.60	0.00	2485.06	
STRYKER CORP COM - 863667101 - MINOR = 479				
01/15/13 SOLD 18 SHS 01/10/13 @ 58 65 TR TRAN#=01301150000565 TR CD=151 REG=5053 PORT=PRIN	121.09		1054.78	1301000040
06/24/13 SOLD 9 SHS 06/19/13 @ 66 94 TRADE ID 80646867879 TR TRAN#=01306240000686 TR CD=151 REG=5053 PORT=PRIN	133 32		601.99	1306000044
12/05/13 SOLD 3 SHS 12/02/13 @ 74 22 TR TRAN#=01312050000360 TR CD=151 REG=5053 PORT=PRIN	62.09		222.50	1312000037
	316 50	0.00	1879.27	
TEXAS INSTRUMENTS INC COM - 882508104 - MINOR = 31001				
01/15/13 SOLD 29 SHS 01/10/13 @ 32.36 TR TRAN#=01301150000571 TR CD=151 REG=5053 PORT=PRIN	-20.47		936.97	1301000041
06/24/13 SOLD 16 SHS 06/19/13 @ 35.9 TRADE ID 80646867902 TR TRAN#=01306240000689 TR CD=151 REG=5053 PORT=PRIN	39 23		573.59	1306000045
12/05/13 SOLD 7 SHS 12/02/13 @ 42.792 TR TRAN#=01312050000364 TR CD=151 REG=5053 PORT=PRIN	71.34		299.19	1312000038
	90.10	0.00	1809.75	
THERMO FISHER CORP COM - 883556102 - MINOR = 477				
01/15/13 SOLD 15 SHS 01/10/13 @ 67.48 TR TRAN#=01301150000577 TR CD=151 REG=5053 PORT=PRIN	229.71		1011.43	1301000042

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509 LONG-TERM GAIN/LOSS - CURRENT SALES (CONTINUED)					
THERMO FISHER CORP COM - 883556102 - MINOR = 477 (CONTINUED)					
06/24/13	SOLD 12 SHS 06/19/13 @ 85.3 TRADE ID 80646867920 TR TRAN#-01306240000692 TR CD=151 REG=5053 PORT=PRIN	364.62		1022.98	1306000046
12/05/13	SOLD 3 SHS 12/02/13 @ 100.88 TR TRAN#-01312050000368 TR CD=151 REG=5053 PORT=PRIN	135.14		302.48	1312000039
		729.47	0.00	2336.89	
THORNBURG INTERNATIONAL VALUE FUND CLASS I #209 - 885215566 - MINOR = 572					
01/11/13	SOLD 744.365 SHS 01/10/13 @ 28.78 TR TRAN#-01301110000161 TR CD=151 REG=8182 PORT=PRIN	-22.33		21422.82	1301000006
06/20/13	SOLD 622.866 SHS 06/19/13 @ 28.87 TR TRAN#-01306200000237 TR CD=151 REG=8182 PORT=PRIN	37.37		17982.14	1306000009
12/03/13	SOLD 162.751 SHS 12/02/13 @ 31.62 TR TRAN#-01312030000114 TR CD=151 REG=8182 PORT=PRIN	457.33		5146.19	1312000007
		472.37	0.00	44551.15	
UNITED PARCEL SERVICES CL B - 911312106 - MINOR = 411					
01/15/13	SOLD 12 SHS 01/10/13 @ 78 TR TRAN#-01301150000582 TR CD=151 REG=5053 PORT=PRIN	42.12		935.38	1301000043
06/24/13	SOLD 6 SHS 06/19/13 @ 86.82 TRADE ID 80646867940 TR TRAN#-01306240000696 TR CD=151 REG=5053 PORT=PRIN	73.98		520.61	1306000047
12/05/13	SOLD 5 SHS 12/02/13 @ 102.33 TR TRAN#-01312050000372 TR CD=151 REG=5053 PORT=PRIN	139.20		511.39	1312000040
		255.30	0.00	1967.38	
VANGUARD SHORT-TERM BOND INDEX - SIG #1349 - 921937850 - MINOR = 592					
04/17/13	SOLD 70.555 SHS 04/16/13 @ 10.62 TR TRAN#-01304170000122 TR CD=151 REG=8168 PORT=PRIN	3.51		749.28	1304000002
04/29/13	SOLD 8131.940 SHS 04/26/13 @ 10.63 TR TRAN#-01304290000310 TR CD=151 REG=8168 PORT=PRIN	85.84		31097.57	1304000004
		89.35	0.00	31846.85	
VANGUARD FTSE DEVELOPED MARKETS ETF - 921943858 - MINOR = 541					
12/05/13	SOLD 89 SHS 12/02/13 @ 40.84 TR TRAN#-01312050000374 TR CD=151 REG=5053 PORT=PRIN	806.87		3630.24	1312000041
		806.87	0.00	3630.24	
VANGUARD INDEX FDS S&P 500 ETF SHS NEW - 922908363 - MINOR = 541					
12/05/13	SOLD 27 SHS 12/02/13 @ 165.42 TR TRAN#-01312050000375 TR CD=151 REG=5053 PORT=PRIN	1002.43		4464.91	1312000042
		1002.43	0.00	4464.91	
VANGUARD INDEX FDS S&P 500 ETF SHS - 922908413 - MINOR = 541					
06/24/13	SOLD 160 SHS 06/19/13 @ 75.1966 TRADE ID 80646868028 TR TRAN#-01306240000700 TR CD=151 REG=5053 PORT=PRIN	1764.05		12023.25	1306000048
		1764.05	0.00	12023.25	
VISA INC COM CL A - 92826C839 - MINOR = 491					
01/15/13	SOLD 3 SHS 01/10/13 @ 160.14 TR TRAN#-01301150000599 TR CD=151 REG=5053 PORT=PRIN	180.61		480.26	1301000045

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
509 LONG-TERM GAIN/LOSS - CURRENT SALES (CONTINUED)				
VISA INC COM CL A - 92826C839 - MINOR = 491 (CONTINUED)				
06/24/13 SOLD 2 SHS 06/19/13 @ 183.67 TRADE ID 80646867960 TR TRAN#-01306240000704 TR CD=151 REG=5053 PORT=PRIN	167.47		367.23	1306000049
	348.08	0.00	847.49	
WAL MART STORES INC COM - 931142103				
01/15/13 SOLD 7 SHS 01/10/13 @ 68.22 TR TRAN#-01301150000604 TR CD=151 REG=5053 PORT=PRIN	96.24		477.18	1301000046
06/24/13 SOLD 7 SHS 06/19/13 @ 74.78 TRADE ID 80646867976 TR TRAN#-01306240000708 TR CD=151 REG=5053 PORT=PRIN	141.50		523.10	1306000050
12/05/13 SOLD 4 SHS 12/02/13 @ 81.02 TR TRAN#-01312050000380 TR CD=151 REG=5053 PORT=PRIN	105.75		323.87	1312000043
	343.49	0.00	1324.15	
WILLIAMS COS INC COM - 969457100 - MINOR = 464				
01/15/13 SOLD 25 SHS 01/10/13 @ 33.66 TR TRAN#-01301150000610 TR CD=151 REG=5053 PORT=PRIN	361.41		840.23	1301000047
06/24/13 SOLD 4 SHS 06/19/13 @ 32.86 TRADE ID 80646868011 TR TRAN#-01306240000711 TR CD=151 REG=5053 PORT=PRIN	54.62		131.23	1306000051
	416.03	0.00	971.46	
ACCENTURE PLC CLASS A ORDINARY SHARES - G1151C101 - MINOR = 488				
01/15/13 SOLD 6 SHS 01/10/13 @ 69.2 TR TRAN#-01301150000394 TR CD=151 REG=5053 PORT=PRIN	78.92		414.89	1301000007
06/24/13 SOLD 5 SHS 06/19/13 @ 82.48 TRADE ID 80646867131 TR TRAN#-01306240000561 TR CD=151 REG=5053 PORT=PRIN	132.16		412.14	1306000011
12/05/13 SOLD 2 SHS 12/02/13 @ 76.36 TR TRAN#-01312050000255 TR CD=151 REG=5053 PORT=PRIN	40.62		152.61	1312000008
	251.70	0.00	979.64	
TOTAL CODE 509 - LONG-TERM GAIN/LOSS - CURRENT SALES	405579.18	0.00	722175.01	

15,039.56