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
THE PRENTICE FAMILY FOUNDATION

A Employer identification number
20-2557712

Number and street (or P O box number if mail is not delivered to street address)
1805 OSCEOLA STREET

Room/suite

B Telephone number
716-250-7500

City or town, state or province, country, and ZIP or foreign postal code
JACKSONVILLE, FL 32204

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 15,467,206.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

			(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	509,259.		N/A	
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	23.	23.		STATEMENT 1
	4	Dividends and interest from securities	303,914.	303,914.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,195,327.			
	b	Gross sales price for all assets on line 6a 6,734,477.				
	7	Capital gain net income (from Part IV, line 2)		1,195,327.		
	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	2,008,523.	1,499,264.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	80,000.	0.		64,000.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 3	5,498.	0.		4,124.
	b	Accounting fees STMT 4	5,009.	0.		0.
	c	Other professional fees				
	17	Interest	38.	0.		0.
	18	Taxes STMT 5	19,908.	2,885.		5,344.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	848.	0.		848.
	22	Printing and publications				
	23	Other expenses STMT 6	71,095.	70,114.		0.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	182,396.	72,999.		74,316.
	25	Contributions, gifts, grants paid	664,752.			664,752.
	26	**Total expenses and disbursements.** Add lines 24 and 25	847,148.	72,999.		739,068.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	1,161,375.			
	b	**Net investment income** (if negative, enter -0-)		1,426,265.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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10-10-13 LHA For Paperwork Reduction Act Notice, see instructions.

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	151,964.	182,434.	182,434.
	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 8	7,862,066.	8,487,359.	11,864,950.
	c	Investments - corporate bonds STMT 9	3,122,722.	3,367,472.	3,409,422.
	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 ▶ STATEMENT 10)	5,406.	10,400.	10,400.
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	11,142,158.	12,047,665.	15,467,206.
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 ▶ STATEMENT 11)	2,596.	2,729.	
	23	**Total liabilities** (add lines 17 through 22)	2,596.	2,729.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	11,038,451.	11,038,451.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	101,111.	1,006,485.	
	30	**Total net assets or fund balances**	11,139,562.	12,044,936.	
	31	**Total liabilities and net assets/fund balances**	11,142,158.	12,047,665.	

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	11,139,562.
2	Enter amount from Part I, line 27a	2	1,161,375.
3	Other increases not included in line 2 (itemize) ▶ NON-TAXABLE DIVIDENDS	3	1,861.
4	Add lines 1, 2, and 3	4	12,302,798.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	257,862.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,044,936.

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				
b	SEE ATTACHED STATEMENT			
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				
b				
c				
d				
e	6,734,477.		5,539,150.	1,195,327.

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				
b				
c				
d				
e				1,195,327.

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	1,195,327.
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	739,203.	12,707,513.	.058171
2011	627,433.	12,805,636.	.048997
2010	475,294.	12,779,913.	.037191
2009	499,362.	11,759,813.	.042463
2008	78,266.	10,064,537.	.007776

2 **Total** of line 1, column (d)	2	.194598
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	.038920
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	14,237,569.
5 Multiply line 4 by line 3	5	554,126.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	14,263.
7 Add lines 5 and 6	7	568,389.
8 Enter qualifying distributions from Part XII, line 4	8	739,068.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	14,263.
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	14,263.
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	14,263.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	10,400.		
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	10,400.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	17.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** SEE STATEMENT 12 ▶			9	3,880.
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** ▶	**Refunded** ▶		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?	1a		X
b 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.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		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.*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Yes	No
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 ▶ BRYANT H PRENTICE III Telephone no. ▶ 716-250-7500

Located at ▶ 1805 OSCEOLA STREET, JACKSONVILLE, FL ZIP+4 ▶ 32204

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

		Yes	No
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		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
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? ☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)* 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)? N/A **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? N/A ☐ 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: X

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? N/A **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.

(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 STATEMENT 15		80,000.	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

Part VIII 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 SEE STATEMENT 16	664,753.
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.

Form **990-PF** (2013)

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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	14,022,036.
b	Average of monthly cash balances	1b	432,349.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	14,454,385.
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	14,454,385.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	216,816.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,237,569.
6	**Minimum investment return.** Enter 5% of line 5	6	711,878.

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	711,878.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	14,263.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	14,263.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	697,615.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	697,615.
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	697,615.

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	739,068.
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	739,068.
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	14,263.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	724,805.

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				697,615.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			510,515.	
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: ▶ $ 739,068.				
a Applied to 2012, but not more than line 2a			510,515.	
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				228,553.
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				469,062.
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				

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

1 a 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 ▶ 09/23/07

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

BRYANT H. PRENTICE, III

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CANISIUS COLLEGE BUFFALO, NY 14208	NONE	PC	ADMINISTRATION OF THE SCHOLARSHIP PROGRAM AND AWARD	221,564.
UNIVERSITY OF BUFFALO FOUNDATION BUFFALO, NY 14260	NONE	PC	ADMINISTRATION OF THE SCHOLARSHIP PROGRAM AND AWARD	443,188.
Total			▶ 3a	664,752.
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) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			03	23.	
4 Dividends and interest from securities			03	303,914.	
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					1,195,327.
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.		303,937.	1,195,327.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,499,264.

(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).
	OTHER INVESTMENT INCOME IS USED TO FUND SCHOLARSHIP PROGRAM.

Part XVII 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.

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

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 11-11-14

Title Chairman

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
JEFFREY ARNOL		11/4/14		P00082023

Firm's name ▶ KESSLER, ORLEAN, SILVER & CO. P.C.

Firm's EIN ▶ 36-3117333

Firm's address ▶ 1101 LAKE COOK ROAD, SUITE C
DEERFIELD, IL 60015

Phone no. (847) 580-4100

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

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 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

THE PRENTICE FAMILY FOUNDATION

Employer identification number

20-2557712

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 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 33 1/3% 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 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 to 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 990-PF, 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	Employer identification number
THE PRENTICE FAMILY FOUNDATION	20-2557712

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
1	BRYANT PRENTICE III 1805 OSCEOLA STREET JACKSONVILLE, FL 32204-4607	$ 504,259.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
2	MARC C. HUTCHINSON 1092 MCCUE COURT GREAT FALLS, VA 22066	$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
THE PRENTICE FAMILY FOUNDATION	20-2557712

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
1	3,300 SHARES OF CELGENE CORP	$ 504,259.	11/18/13

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
THE PRENTICE FAMILY FOUNDATION	20-2557712

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) ▶ $

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

THE PRENTICE FAMILY FOUNDATION

CONTINUATION FOR 990-PF, PART IV
20-2557712 PAGE 1 OF 1

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	ASSOCIATED TRUST CO. CAPITAL GAIN DISTRIBUTIONS		VARIOUS	12/31/13
b	ASSOCIATED TRUST CO. ST - SEE ATTACHED		VARIOUS	12/31/13
c	ASSOCIATED TRUST CO. ST - SEE ATTACHED		VARIOUS	12/31/13
d	ASSOCIATED TRUST CO. LT - SEE ATTACHED		VARIOUS	12/31/13
e	ASSOCIATED TRUST CO. LT - SEE ATTACHED		VARIOUS	12/31/13
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	76,106.			76,106.
b	1,550,985.		1,385,713.	165,272.
c	85,238.		87,359.	<2,121.>
d	2,920,535.		2,525,701.	394,834.
e	2,101,613.		1,540,377.	561,236.
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				76,106.
b				165,272.
c				<2,121.>
d				394,834.
e				561,236.
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	1,195,327.
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

2013 Tax Information Statement

Ref: 4AG

Payer's Name and Address:
ASSOCIATED TRUST COMPANY, NA
PO BOX 12800
GREEN BAY, WI 54307-2800

Account Number:	61G114004
Recipient's Tax ID Number:	XX-XXX7712
Payer's Federal ID Number:	30-0219031
Payer's State ID Number:	
State:	NY
Questions?	(920)433-3231

☒ **Corrected** ☐ **2nd TIN notice**
Revised: 03/25/2014

Recipient's Name and Address:
PRENTICE FAMILY FOUNDATION
BRYANT PRENTICE III AUTHORIZED REP
1805 OSCEOLA STREET
JACKSONVILLE, FL 32204-4607

2013 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip	Description (Box 8)		Stock or Other Symbol (Box 1d)					
Quantity Sold (Box 1e)	Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
Short Term Sales Reported on 1099-B								
037411105	APACHE CORP COM		APA					
225.0000	11/18/2013		20,794.20	18,564.38	0.00	2,229.82	0.00	0.00
09247X101	BLACKROCK INC COM		BLK					
400.0000	01/02/2013		84,885.99	76,247.76	0.00	8,638.23	0.00	0.00
M22465104	CHECK POINT SOFTWARE TECH LT ORD		CHKP					
465.0000	01/08/2013	10/17/2012	22,389.40	19,268.95	0.00	3,120.45	0.00	0.00
M22465104	CHECK POINT SOFTWARE TECH LT ORD		CHKP					
1935.0000	01/29/2013	10/17/2012	94,068.50	80,183.69	0.00	13,884.81	0.00	0.00
191216100	COCA COLA CO COM		KO					
140.0000	08/06/2013	05/17/2013	5,632.80	6,016.50	0.00	-383.70	0.00	0.00
191216100	COCA COLA CO COM		KO					
4745.0000	11/19/2013		190,328.70	181,828.71	0.00	8,499.99	0.00	0.00
192446102	COGNIZANT TECH SOLUTIONS CORP CL A		CTSH					
540.0000	05/09/2013		36,709.40	37,438.74	0.00	-729.34	0.00	0.00
25470F302	DISCOVERY COMMUNICATIONS INC CL C		DISCK					
575.0000	03/07/2013		39,800.11	35,204.94	0.00	4,595.17	0.00	0.00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2013 Tax Information Statement

Ref: 4AG

Payer's Name and Address:
ASSOCIATED TRUST COMPANY, NA
PO BOX 12800
GREEN BAY, WI 54307-2800

Account Number: 61G114004
Recipient's Tax ID Number: XX-XXX7712
Payer's Federal ID Number: 30-0219031
Payer's State ID Number:
State: NY
Questions? (920)433-3231

☒ **Corrected** ☐ **2nd TIN notice**
Revised: 03/25/2014

Recipient's Name and Address:
PRENTICE FAMILY FOUNDATION
BRYANT PRENTICE III AUTHORIZED REP
1805 OSCEOLA STREET
JACKSONVILLE, FL 32204-4607

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.

Covered (Box 6a is not checked)

Cusip	Description (Box 8)		Stock or Other Symbol (Box 1d)					
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
(Box 1e)	*(Box 1a)*	*(Box 1b)*	*(Box 2a)*	*(Box 3)*	*(Box 5)*		*(Box 4)*	*(Box 15)*
25470F302	DISCOVERY COMMUNICATIONS INC CL C		DISCK					
815.0000	07/23/2013		62,966.88	46,008.81	0.00	16,958.07	0.00	0.00
30219G108	EXPRESS SCRIPTS HOLDING CO COM		ESRX					
70.0000	08/06/2013	05/17/2013	4,622.36	4,336.15	0.00	286.21	0.00	0.00
35671D857	FREEPORT MCMORAN COPPER & GOLD CL B COM		FCX					
300.0000	08/29/2013	05/17/2013	9,128.66	9,834.99	0.00	-706.33	0.00	0.00
369604103	GENERAL ELEC CO COM		GE					
820.0000	07/23/2013		20,209.64	19,249.22	0.00	960.42	0.00	0.00
369604103	GENERAL ELEC CO COM		GE					
400.0000	08/06/2013	02/15/2013	9,719.83	9,322.68	0.00	397.15	0.00	0.00
375558103	GILEAD SCIENCES INC COM		GILD					
85.0000	08/06/2013	06/07/2013	5,096.08	4,471.42	0.00	624.66	0.00	0.00
444859102	HUMANA INC COM		HUM					
145.0000	09/05/2013	10/03/2012	13,813.71	10,707.52	0.00	3,106.19	0.00	0.00
458140100	INTEL CORP COM		INTC					
440.0000	03/27/2013	10/03/2012	9,642.34	9,994.56	0.00	-352.22	0.00	0.00
45857P400	INTERCONTINENTAL HOTELS GROUP ADR		IHG					
155.0000	08/06/2013	05/17/2013	4,811.88	4,586.45	0.00	225.43	0.00	0.00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2013 Tax Information Statement

7102.05 pg 3 of 17

Page 10 of 41

Ref: 4AG

Payer's Name and Address:
ASSOCIATED TRUST COMPANY, NA
PO BOX 12800
GREEN BAY, WI 54307-2800

Account Number:	61G114004
Recipient's Tax ID Number:	XX-XXX7712
Payer's Federal ID Number:	30-0219031
Payer's State ID Number:	
State:	NY
Questions?	(920)433-3231

☒ **Corrected** ☐ **2nd TIN notice**

Revised: 03/25/2014

Recipient's Name and Address:
PRENTICE FAMILY FOUNDATION
BRYANT PRENTICE III AUTHORIZED REP
1805 OSCEOLA STREET
JACKSONVILLE, FL 32204-4607

Reported to the IRS Is Sales Price of stocks, bonds etc., less commissions and option premiums.

Covered (Box 6a is not checked)

Cusip	Description (Box 8)		Stock or Other Symbol (Box 1d)					
Quantity Sold (Box 1e)	Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
45857P400	INTERCONTINENTAL HOTELS GROUP ADR		IHG					
5155.0000	08/22/2013		149,609.56	151,886.72	0.00	-2,277.16	0.00	0.00
501797104	L BRANDS INC COM		LB					
100.0000	08/06/2013	05/17/2013	5,688.40	5,009.28	0.00	679.12	0.00	0.00
501797104	L BRANDS INC COM		LB					
3430.0000	11/20/2013		221,238.02	159,530.03	0.00	61,707.99	0.00	0.00
55616P104	MACYS INC COM		M					
95.0000	08/06/2013	05/21/2013	4,569.90	4,661.98	0.00	-92.08	0.00	0.00
57636Q104	MASTERCARD INC CL A COM		MA					
10.0000	08/06/2013	02/08/2013	6,488.13	5,215.33	0.00	1,272.80	0.00	0.00
577081102	MATTEL INC COM		MAT					
2585.0000	05/21/2013	01/08/2013	119,672.92	90,467.97	0.00	29,204.95	0.00	0.00
594918104	MICROSOFT CORP COM		MSFT					
270.0000	08/06/2013	09/26/2012	8,496.60	8,159.02	0.00	337.58	0.00	0.00
G6359F103	NABORS INDUSTRIES LTD SHS		NBR					
1820.0000	08/22/2013	10/03/2012	28,576.65	24,742.72	0.00	3,833.93	0.00	0.00
655664100	NORDSTROM INC COM		JWN					
1550.0000	03/04/2013		83,222.75	88,845.25	0.00	-5,622.50	0.00	0.00

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7102.05 pg 4 of 17

2013 Tax Information Statement

Ref: 4AG

Payer's Name and Address:
ASSOCIATED TRUST COMPANY, NA
PO BOX 12800
GREEN BAY, WI 54307-2800

Account Number: 61G114004
Recipient's Tax ID Number: XX-XXX7712
Payer's Federal ID Number: 30-0219031
Payer's State ID Number:
State: NY
Questions? (920)433-3231

☒ Corrected ☐ 2nd TIN notice
Revised: 03/25/2014

Recipient's Name and Address:
PRENTICE FAMILY FOUNDATION
BRYANT PRENTICE III AUTHORIZED REP
1805 OSCEOLA STREET
JACKSONVILLE, FL 32204-4607

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.

Covered (Box 6a is not checked)

Cusip	Description (Box 8)		Stock or Other Symbol (Box 1d)					
Quantity Sold (Box 1e)	Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
73755L107	POTASH CORP OF SASKATCHEWAN INC COM		POT					
210.0000	07/11/2013	03/15/2013	8,279.42	8,636.15	0.00	-356.73	0.00	0.00
74144T108	T ROWE PRICE GROUP INC COM		TROW					
155.0000	01/30/2013	10/03/2012	11,028.09	9,747.16	0.00	1,280.93	0.00	0.00
74144T108	T ROWE PRICE GROUP INC COM		TROW					
1505.0000	02/15/2013		109,527.18	94,377.05	0.00	15,150.13	0.00	0.00
881624209	TEVA PHARMACEUTICAL IND ADR		TEVA					
2400.0000	02/20/2013	10/16/2012	91,595.39	95,668.80	0.00	-4,073.41	0.00	0.00
92849E101	VITAMIN SHOPPE INC COM		VSI					
690.0000	05/21/2013	01/10/2013	30,518.30	37,929.74	0.00	-7,411.44	0.00	0.00
931422109	WALGREEN CO COM		WAG					
775.0000	08/16/2013	08/22/2012	37,853.24	27,570.63	0.00	10,282.61	0.00	0.00
Total Short Term Sales Reported on 1099-B			1,550,985.03	1,385,713.30	0.00	165,271.73	0.00	0.00
Report on Form 8949, Part I, with Box A checked			7102.01	7102.01		7102.01		
Long Term Sales Reported on 1099-B								
037411105	APACHE CORP COM		APA					
195.0000	07/23/2013		16,320.22	23,052.90	0.00	-6,732.68	0.00	0.00

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2013 Tax Information Statement

7102.05 pg 5 of 17

Page 12 of 41
Ref: 4AG

Payer's Name and Address:
ASSOCIATED TRUST COMPANY, NA
PO BOX 12800
GREEN BAY, WI 54307-2800

Account Number: 61G114004
Recipient's Tax ID Number: XX-XXX7712
Payer's Federal ID Number: 30-0219031
Payer's State ID Number:
State: NY
Questions? (920)433-3231

☒ **Corrected** ☐ **2nd TIN notice**
Revised: 03/25/2014

Recipient's Name and Address:
PRENTICE FAMILY FOUNDATION
BRYANT PRENTICE III AUTHORIZED REP
1805 OSCEOLA STREET
JACKSONVILLE, FL 32204-4607

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.

Covered (Box 6a is not checked)

Cusip	Description (Box 8)		Stock or Other Symbol (Box 1d)					
Quantity Sold (Box 1e)	Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
037411105	APACHE CORP COM		APA					
110.0000	08/06/2013	11/09/2011	8,996.19	11,097.35	0.00	-2,101.16	0.00	0.00
037411105	APACHE CORP COM		APA					
560.0000	09/09/2013		48,357.62	52,661.69	0.00	-4,304.07	0.00	0.00
037411105	APACHE CORP COM		APA					
1075.0000	11/07/2013		96,025.83	98,548.58	0.00	-2,522.75	0.00	0.00
037411105	APACHE CORP COM		APA					
640.0000	11/18/2013	08/22/2012	59,147.95	56,921.72	0.00	2,226.23	0.00	0.00
037833100	APPLE COMPUTER INC COM		AAPL					
230.0000	07/23/2013		97,254.68	134,254.30	0.00	-36,999.62	0.00	0.00
084670702	BERKSHIRE HATHAWAY INC CL B COM		BRK B					
200.0000	07/23/2013	03/01/2011	23,666.58	17,180.62	0.00	6,485.96	0.00	0.00
084670702	BERKSHIRE HATHAWAY INC CL B COM		BRK B					
95.0000	08/06/2013	03/01/2011	11,190.32	8,160.79	0.00	3,029.53	0.00	0.00
09247X101	BLACKROCK INC COM		BLK					
110.0000	04/09/2013	01/20/2012	28,039.87	20,075.04	0.00	7,964.83	0.00	0.00
09247X101	BLACKROCK INC COM		BLK					
25.0000	08/06/2013	01/20/2012	7,116.74	4,562.51	0.00	2,554.23	0.00	0.00

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7102.05 pg 6 of 17

2013 Tax Information Statement

Ref: 4AG.

Payer's Name and Address:
ASSOCIATED TRUST COMPANY, NA
PO BOX 12800
GREEN BAY, WI 54307-2800

Account Number: 61G114004
Recipient's Tax ID Number: XX-XXX7712
Payer's Federal ID Number: 30-0219031
Payer's State ID Number:
State: NY
Questions? (920)433-3231
☒ **Corrected** ☐ **2nd TIN notice**
Revised: 03/25/2014

Recipient's Name and Address:
PRENTICE FAMILY FOUNDATION
BRYANT PRENTICE III AUTHORIZED REP
1805 OSCEOLA STREET
JACKSONVILLE, FL 32204-4607

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip Quantity Sold (Box 1e)	Description (Box 8) Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
149123101	CATERPILLAR INC COM		CAT					
745.0000	07/23/2013		63,829.25	78,798.67	0.00	-14,969.42	0.00	0.00
149123101	CATERPILLAR INC COM		CAT					
50.0000	08/06/2013	06/02/2011	4,118.18	5,145.50	0.00	-1,027.32	0.00	0.00
149123101	CATERPILLAR INC COM		CAT					
1685.0000	09/04/2013		140,662.02	160,433.79	0.00	-19,771.77	0.00	0.00
151020104	CELGENE CORP COM		CELG					
250.0000	01/09/2013	03/14/2011	23,017.61	13,628.75	0.00	9,388.86	0.00	0.00
151020104	CELGENE CORP COM		CELG	7103.01				
3300.0000	11/18/2013		504,258.61	248,734.82	0.00	255,523.79	0.00	0.00
192446102	COGNIZANT TECH SOLUTIONS CORP CL A		CTSH					
750.0000	01/17/2013	05/03/2011	58,833.93	56,726.25	0.00	2,107.68	0.00	0.00
192446102	COGNIZANT TECH SOLUTIONS CORP CL A		CTSH					
2100.0000	05/09/2013		142,758.78	147,479.22	0.00	-4,720.43	0.00	0.00
20030N101	COMCAST CORP NEW CL A		CMCSA					
1745.0000	07/23/2013	05/30/2012	78,550.08	50,803.06	0.00	27,747.02	0.00	0.00
20030N101	COMCAST CORP NEW CL A		CMCSA					
205.0000	08/06/2013	05/30/2012	9,180.71	5,968.27	0.00	3,212.44	0.00	0.00

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2013 Tax Information Statement

Payer's Name and Address:
ASSOCIATED TRUST COMPANY, NA
PO BOX 12800
GREEN BAY, WI 54307-2800

Account Number: 61G114004
Recipient's Tax ID Number: XX-XXX7712
Payer's Federal ID Number: 30-0219031
Payer's State ID Number:
State: NY
Questions? (920)433-3231

☒ Corrected ☐ 2nd TIN notice
Revised: 03/25/2014

Recipient's Name and Address: Ref: 4AG
PRENTICE FAMILY FOUNDATION
BRYANT PRENTICE III AUTHORIZED REP
1805 OSCEOLA STREET
JACKSONVILLE, FL 32204-4607

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.

Covered (Box 6a is not checked)

Cusip Quantity Sold (Box 1e)	Description (Box 8) Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
231021106	CUMMINS INC COM		CMI					
10.0000	01/18/2013	06/23/2011	1,137.33	944.50	0.00	192.83	0.00	0.00
25470F302	DISCOVERY COMMUNICATIONS INC CL C		DISCK					
135.0000	08/06/2013	08/01/2012	10,163.29	6,207.97	0.00	3,955.32	0.00	0.00
25470F302	DISCOVERY COMMUNICATIONS INC CL C		DISCK					
1200.0000	08/29/2013	08/22/2012	86,166.18	59,453.76	0.00	26,712.42	0.00	0.00
268648102	EMC CORP MASS COM		EMC					
335.0000	08/06/2013	05/30/2012	8,801.61	8,079.93	0.00	721.68	0.00	0.00
35671D857	FREEPORT MCMORAN COPPER & GOLD CL B COM		FCX					
85.0000	08/06/2013	03/07/2011	2,484.07	4,260.45	0.00	-1,776.38	0.00	0.00
35671D857	FREEPORT MCMORAN COPPER & GOLD CL B COM		FCX					
2605.0000	08/29/2013		79,267.21	101,522.66	0.00	-22,255.45	0.00	0.00
444859102	HUMANA INC COM		HUM					
475.0000	02/06/2013		38,319.31	35,682.06	0.00	2,637.25	0.00	0.00
444859102	HUMANA INC COM		HUM					
1500.0000	04/02/2013		121,560.28	104,264.76	0.00	17,295.52	0.00	0.00
444859102	HUMANA INC COM		HUM					
400.0000	06/07/2013	05/30/2012	32,242.68	30,757.20	0.00	1,485.48	0.00	0.00

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2013 Tax Information Statement

Payer's Name and Address:
ASSOCIATED TRUST COMPANY, NA
PO BOX 12800
GREEN BAY, WI 54307-2800

Account Number: 61G114004
Recipient's Tax ID Number: XX-XXX7712
Payer's Federal ID Number: 30-0219031
Payer's State ID Number:
State: NY
Questions? (920)433-3231

☒ **Corrected** ☐ **2nd TIN notice**
Revised: 03/25/2014

Recipient's Name and Address: **Ref: 4AG**
PRENTICE FAMILY FOUNDATION
BRYANT PRENTICE III AUTHORIZED REP
1805 OSCEOLA STREET
JACKSONVILLE, FL 32204-4607

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip Quantity Sold (Box 1e)	Description (Box 8) Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
444859102	HUMANA INC COM		HUM					
70.0000	08/06/2013		6,389.83	5,218.61	0.00	1,171.22	0.00	0.00
444859102	HUMANA INC COM		HUM					
2155.0000	09/05/2013		205,300.26	145,635.95	0.00	59,664.31	0.00	0.00
G6359F103	NABORS INDUSTRIES LTD SHS		NBR					
2150.0000	03/15/2013	01/03/2011	36,345.26	50,305.06	0.00	-13,959.80	0.00	0.00
G6359F103	NABORS INDUSTRIES LTD SHS		NBR					
705.0000	08/12/2013	05/30/2012	10,921.02	9,712.93	0.00	1,208.09	0.00	0.00
G6359F103	NABORS INDUSTRIES LTD SHS		NBR					
3165.0000	08/22/2013	05/30/2012	49,695.11	43,604.83	0.00	6,090.28	0.00	0.00
655664100	NORDSTROM INC COM		JWN					
1300.0000	02/06/2013		71,917.14	65,839.92	0.00	6,077.22	0.00	0.00
655664100	NORDSTROM INC COM		JWN					
1225.0000	03/04/2013	10/07/2011	65,772.82	59,578.86	0.00	6,193.96	0.00	0.00
47103C183	PERKINS SMALL CAP VALUE FUND CL I		JSCOX					
1991.2390	08/06/2013	06/06/2012	50,000.00	41,099.17	0.00	8,900.83	0.00	0.00
47103C183	PERKINS SMALL CAP VALUE FUND CL I		JSCOX					
95.6760	11/19/2013	06/06/2012	2,500.00	1,974.75	0.00	525.25	0.00	0.00

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2013 Tax Information Statement

Payer's Name and Address:
ASSOCIATED TRUST COMPANY, NA
PO BOX 12800
GREEN BAY, WI 54307-2800

Account Number:	61G114004
Recipient's Tax ID Number:	XX-XXX7712
Payer's Federal ID Number:	30-0219031
Payer's State ID Number:	
State:	NY
Questions?	(920)433-3231

☒ **Corrected** ☐ **2nd TIN notice**
Revised: 03/25/2014

Recipient's Name and Address: Ref: 4AG
PRENTICE FAMILY FOUNDATION
BRYANT PRENTICE III AUTHORIZED REP
1805 OSCEOLA STREET
JACKSONVILLE, FL 32204-4607

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip	Description (Box 8)		Stock or Other Symbol (Box 1d)					
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
(Box 1e)	(Box 1a)	(Box 1b)	(Box 2a)	(Box 3)	(Box 5)		(Box 4)	(Box 15)
73755L107	POTASH CORP OF SASKATCHEWAN INC COM		POT					
2400.0000	07/11/2013		94,621.98	121,291.70	0.00	-26,669.72	0.00	0.00
747525103	QUALCOMM INC COM		QCOM					
130.0000	08/06/2013	02/14/2012	8,563.10	7,955.34	0.00	607.76	0.00	0.00
806857108	SCHLUMBERGER LTD COM		SLB					
770.0000	04/09/2013		58,159.64	61,069.19	0.00	-2,909.55	0.00	0.00
806857108	SCHLUMBERGER LTD COM		SLB					
230.0000	07/23/2013		19,194.61	17,260.91	0.00	1,933.70	0.00	0.00
806857108	SCHLUMBERGER LTD COM		SLB					
200.0000	08/06/2013	03/21/2012	16,482.71	14,846.48	0.00	1,636.23	0.00	0.00
806857108	SCHLUMBERGER LTD COM		SLB					
525.0000	08/12/2013	03/21/2012	42,094.35	38,972.01	0.00	3,122.34	0.00	0.00
806857108	SCHLUMBERGER LTD COM		SLB					
500.0000	08/22/2013		40,819.47	35,073.42	0.00	5,746.05	0.00	0.00
91324P102	UNITEDHEALTH GROUP INC COM		UNH					
650.0000	04/02/2013	03/08/2011	41,113.51	28,638.03	0.00	12,475.48	0.00	0.00
902973304	US BANCORP DEL NEW COM		USB					
1055.0000	01/29/2013	03/01/2011	35,083.43	28,732.93	0.00	6,350.50	0.00	0.00

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2013 Tax Information Statement

Payer's Name and Address:
ASSOCIATED TRUST COMPANY, NA
PO BOX 12800
GREEN BAY, WI 54307-2800

Account Number: 61G114004
Recipient's Tax ID Number: XX-XXX7712
Payer's Federal ID Number: 30-0219031
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☒ **Corrected** ☐ **2nd TIN notice**
Revised: 03/25/2014

Recipient's Name and Address:
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BRYANT PRENTICE III AUTHORIZED REP
1805 OSCEOLA STREET
JACKSONVILLE, FL 32204-4607

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip	Description *(Box 8)*		Stock or Other Symbol *(Box 1d)*					
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
(Box 1e)	*(Box 1a)*	*(Box 1b)*	*(Box 2a)*	*(Box 3)*	*(Box 5)*		*(Box 4)*	*(Box 15)*
902973304	US BANCORP DEL NEW COM		USB					
260.0000	08/06/2013	02/14/2012	9,763.12	7,505.08	0.00	2,258.04	0.00	0.00
92857W209	VODAFONE GROUP PLC ADR (CONSOLIDATION)		ZZZZ					
325.0000	08/06/2013	03/02/2012	9,892.69	8,845.69	0.00	1,047.00	0.00	0.00
92927K102	WABCO HOLDINGS INC COM		WBC					
1265.0000	01/15/2013		82,310.19	74,623.89	0.00	7,686.30	0.00	0.00
931422109	WALGREEN CO COM		WAG					
1305.0000	08/05/2013	03/28/2012	66,185.01	45,456.28	0.00	20,728.73	0.00	0.00
931422109	WALGREEN CO COM		WAG					
800.0000	08/05/2013	03/28/2012	40,646.41	27,865.92	0.00	12,780.49	0.00	0.00
931422109	WALGREEN CO COM		WAG					
55.0000	08/06/2013	03/28/2012	2,776.62	1,915.78	0.00	860.84	0.00	0.00
931422109	WALGREEN CO COM		WAG					
245.0000	08/12/2013	03/28/2012	12,224.25	8,533.94	0.00	3,690.31	0.00	0.00
931422109	WALGREEN CO COM		WAG					
825.0000	08/16/2013	03/28/2012	40,295.38	28,736.73	0.00	11,558.65	0.00	0.00
Total Long Term Sales Reported on 1099-B			2,920,535.04	2,525,700.52	0.00	394,834.53	0.00	0.00
			7102.01	7102.01		7102.01		

Report on Form 8949, Part II, with Box D checked

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2013 Tax Information Statement

Ref: 4AG

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ASSOCIATED TRUST COMPANY, NA
PO BOX 12800
GREEN BAY, WI 54307-2800

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☒ Corrected ☐ 2nd TIN notice
Revised: 03/25/2014

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BRYANT PRENTICE III AUTHORIZED REP
1805 OSCEOLA STREET
JACKSONVILLE, FL 32204-4607

2013 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds, etc., less commissions and option premiums.
For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.

Cusip Quantity Sold (Box 1e)	Description (Box 8) Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stock or Other Symbol (Box 1d) Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
Short Term Sales Reported on 1099-B								
3135G0JM6	FEDERAL NATIONAL MTG ASSOC 2.700 03/28/2022 CALLABLE 03/28/2013 @ 100		FEDE22					
65000.0000	03/28/2013	05/25/2012	65,000.00	65,586.30	0.00	-586.30	0.00	0.00
36178LL35	GOVT NATL MTG ASSN POOL GN AB 1246 2.500 07/15/2027							
1235.0300	11/15/2013	10/08/2013	1,235.03	1,235.03	0.00	0.00	0.00	0.00
36178LL35	GOVT NATL MTG ASSN POOL GN AB 1246 2.500 07/15/2027							
332.1600	12/16/2013	10/08/2013	332.16	332.16	0.00	0.00	0.00	0.00
36178LL35	GOVT NATL MTG ASSN POOL GN AB 1246 2.500 07/15/2027							
1279.3500	12/31/2013	10/08/2013	1,279.35	1,279.35	0.00	0.00	0.00	0.00
500255AP9	KOHLS CORP 6.25 12/15/2017		KSS 17					
15000.0000	03/22/2013	03/22/2012	17,391.75	17,846.40	0.00	-454.65	0.00	0.00
92857WUFD	VODAFONE GROUP PLC PUT OPTION 09/21/2013 @ 28.00		VOD					
108.0000	09/23/2013	08/30/2013	0.00	1,080.00	0.00	-1,080.00	0.00	0.00
Total Short Term Sales Reported on 1099-B			85,238.29	87,359.24	0.00	-2,120.95	0.00	0.00
Report on Form 8949, Part I, with Box B checked			7102.01	7102.01		7102.01		

Long Term Sales Reported on 1099-B

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7102.05 pg 12 of 17

Ref: 4AG.

2013 Tax Information Statement

Payer's Name and Address:
ASSOCIATED TRUST COMPANY, NA
PO BOX 12800
GREEN BAY, WI 54307-2800

Account Number: 61G114004
Recipient's Tax ID Number: XX-XXX7712
Payer's Federal ID Number: 30-0219031
Payer's State ID Number:
State: NY
Questions? (920)433-3231

☒ **Corrected** ☐ **2nd TIN notice**
Revised: 03/25/2014

Recipient's Name and Address:
PRENTICE FAMILY FOUNDATION
BRYANT PRENTICE III AUTHORIZED REP
1805 OSCEOLA STREET
JACKSONVILLE, FL 32204-4607

For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.

Cusip	Description (Box 8)		Stock or Other Symbol (Box 1d)					
Quantity Sold (Box 1e)	Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
037411AU9	APACHE CORP 6.00 09/15/2013		APA 13					
100000.0000	01/11/2013	05/28/2009	103,380.00	107,550.00	0.00	-4,170.00	0.00	0.00
037411105	APACHE CORP COM		APA					
425.0000	11/07/2013	10/02/2009	37,963.70	38,456.30	0.00	-492.60	0.00	0.00
037411105	APACHE CORP COM		APA					
750.0000	11/18/2013		69,314.00	54,583.14	0.00	14,730.86	0.00	0.00
037833100	APPLE COMPUTER INC COM		AAPL					
15.0000	07/23/2013	11/30/2009	6,342.70	3,006.54	0.00	3,336.16	0.00	0.00
037833100	APPLE COMPUTER INC COM		AAPL					
35.0000	08/06/2013	11/30/2009	16,299.73	7,015.25	0.00	9,284.48	0.00	0.00
037833100	APPLE COMPUTER INC COM		AAPL					
175.0000	08/26/2013		88,817.74	20,940.87	0.00	67,876.87	0.00	0.00
037833100	APPLE COMPUTER INC COM		AAPL					
150.0000	10/30/2013		78,167.38	14,074.81	0.00	64,092.57	0.00	0.00
037833100	APPLE COMPUTER INC COM		AAPL					
85.0000	10/30/2013	02/27/2009	44,458.05	7,733.85	0.00	36,724.20	0.00	0.00
114223D80	BROOKLYN PARK MN TAXABLE TAX INCREMENT SER B 4.90 02/01/2015							
50000.0000	02/01/2013	03/25/2009	50,000.00	50,000.00	0.00	0.00	0.00	0.00
151020104	CELGENE CORP COM		CELG					
800.0000	01/09/2013		73,656.35	41,635.45	0.00	32,020.90	0.00	0.00

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2013 Tax Information Statement

Ref: 4AG

Account Number: 61G114004
Recipient's Tax ID Number: XX-XXX7712
Payer's Federal ID Number: 30-0219031
Payer's State ID Number:
State: NY
Questions? (920)433-3231
☒ Corrected ☐ 2nd TIN notice
Revised: 03/25/2014

Payer's Name and Address:
ASSOCIATED TRUST COMPANY, NA
PO BOX 12800
GREEN BAY, WI 54307-2800

Recipient's Name and Address:
PRENTICE FAMILY FOUNDATION
BRYANT PRENTICE III AUTHORIZED REP
1805 OSCEOLA STREET
JACKSONVILLE, FL 32204-4607

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Cusip Quantity Sold (Box 1e)	Description (Box 8) Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stock or Other Symbol (Box 1d) Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
151020104	CELGENE CORP COM		CELG					
280.0000	01/18/2013	10/30/2009	25,717.48	13,365.14	0.00	12,352.34	0.00	0.00
151020104	CELGENE CORP COM		CELG					
505.0000	03/04/2013	10/30/2009	52,751.07	25,959.22	0.00	26,791.85	0.00	0.00
151020104	CELGENE CORP COM		CELG					
575.0000	06/07/2013		68,621.66	27,582.89	0.00	41,038.77	0.00	0.00
151020104	CELGENE CORP COM		CELG					
55.0000	08/06/2013	03/20/2009	7,876.63	2,529.69	0.00	5,346.94	0.00	0.00
17275RAC6	CISCO SYSTEMS INC SR NT 5.500 02/22/2016		CSCO16					
100000.0000	04/29/2013	04/13/2009	113,443.00	106,804.00	0.00	6,639.00	0.00	0.00
231021106	CUMMINS INC COM		CMI					
285.0000	01/18/2013	11/20/2009	32,414.01	13,169.25	0.00	19,244.76	0.00	0.00
231021106	CUMMINS INC COM		CMI					
390.0000	03/08/2013	11/20/2009	46,391.51	18,021.08	0.00	28,370.43	0.00	0.00
231021106	CUMMINS INC COM		CMI					
205.0000	04/09/2013	11/20/2009	23,492.68	9,472.62	0.00	14,020.06	0.00	0.00
231021106	CUMMINS INC COM		CMI					
45.0000	08/06/2013	11/20/2009	5,461.77	2,079.36	0.00	3,382.41	0.00	0.00
235851102	DANAHER CORP COM		DHR					
125.0000	08/06/2013	10/27/2009	8,366.72	4,321.64	0.00	4,045.08	0.00	0.00

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2013 Tax Information Statement

Ref: 4AG

Account Number: 61G114004
Recipient's Tax ID Number: XX-XXX7712
Payer's Federal ID Number: 30-0219031
Payer's State ID Number:
State: NY
Questions? (920)433-3231
☒ Corrected ☐ 2nd TIN notice
Revised: 03/25/2014

Recipient's Name and Address:
PRENTICE FAMILY FOUNDATION
BRYANT PRENTICE III AUTHORIZED REP
1805 OSCEOLA STREET
JACKSONVILLE, FL 32204-4607

Payer's Name and Address:
ASSOCIATED TRUST COMPANY, NA
PO BOX 12800
GREEN BAY, WI 54307-2800

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Cusip Quantity Sold (Box 1e)	Description (Box 8) Date of Sale or Exchange (Box 1a)	Stock or Other Symbol (Box 1d) Date of Acquisition	Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
3137A6KT8 1494.2000	FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023 01/15/2013	02/11/2011	1,494.20	1,486.26	0.00	7.94	0.00	0.00
3137A6KT8 1327.2100	FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023 02/15/2013	02/11/2011	1,327.21	1,320.16	0.00	7.05	0.00	0.00
3137A6KT8 1226.4100	FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023 03/15/2013	02/11/2011	1,226.41	1,219.89	0.00	6.52	0.00	0.00
3137A6KT8 752.9400	FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023 04/15/2013	02/11/2011	752.94	748.94	0.00	4.00	0.00	0.00
3137A6KT8 893.5500	FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023 05/15/2013		893.55	888 81	0.00	4.74	0.00	0.00
3137A6KT8 1572.9900	FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023 06/15/2013		1,572.99	1,564.63	0.00	8.36	0.00	0.00
3137A6KT8 1330.7800	FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023 07/15/2013		1,330.78	1,323.71	0.00	7.07	0.00	0.00
3137A6KT8 798.4400	FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023 08/15/2013		798.44	794.19	0.00	4.25	0.00	0.00
3137A6KT8 876.1100	FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023 09/15/2013		876.11	871.45	0.00	4.66	0.00	0.00
3137A6KT8 486.5300	FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023 10/15/2013		486 53	483.94	0.00	2.59	0.00	0.00

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2013 Tax Information Statement

7102.05 pg 15 of 17

Account Number: 61G114004
Recipient's Tax ID Number: XX-XXX7712
Payer's Federal ID Number: 30-0219031
Payer's State ID Number:
State: NY
Questions? (920)433-3231
☒ Corrected ☐ 2nd TIN notice
Revised: 03/25/2014

Recipient's Name and Address:
PRENTICE FAMILY FOUNDATION
BRYANT PRENTICE III AUTHORIZED REP
1805 OSCEOLA STREET
JACKSONVILLE, FL 32204-4607

Payer's Name and Address:
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GREEN BAY, WI 54307-2800

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Cusip	Description (Box 8)		Stock or Other Symbol (Box 1d)					
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
(Box 1e)	(Box 1a)		(Box 2a)				(Box 4)	(Box 15)
3137A6KT8	FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023							
534.2400	11/15/2013		534.24	534.24	0.00	0.00	0.00	0.00
3137A6KT8	FEDERAL HOME LOAN MTG SER 3814 CL A 3.000 10/15/2023							
473.9100	12/15/2013		473.91	473.91	0.00	0.00	0.00	0.00
368710AG4	GENENTECH INC NT 4.750 07/15/2015		GENE15					
100000.0000	01/11/2013	04/27/2009	109,520.00	102,800.00	0.00	6,720.00	0.00	0.00
458140AJ9	INTEL CORP 3.30 10/01/2021							
50000.0000	09/25/2013	09/15/2011	49,850.00	49,809.00	0.00	41.00	0.00	0.00
458140100	INTEL CORP COM		INTC					
4325.0000	03/27/2013		94,779.81	84,360.19	0.00	10,419.62	0.00	0.00
478366107	JOHNSON CTLS INC COM		JCI					
3170.0000	02/15/2013	07/08/2010	101,432.20	89,237.40	0.00	12,194.80	0.00	0.00
500255AP9	KOHLS CORP 6.25 12/15/2017		KSS 17					
15000.0000	03/25/2013	03/22/2012	17,388.90	17,846.40	0.00	-457.50	0.00	0.00
585515AD1	MELLON FUNDING CORP 5.00 12/01/2014		MELO14					
50000.0000	01/11/2013	04/23/2009	53,525.00	51,700.00	0.00	1,825.00	0.00	0.00
G6359F103	NABORS INDUSTRIES LTD SHS		NBR					
2070.0000	03/15/2013		34,992.87	41,049.61	0.00	-6,056.74	0.00	0.00
G6359F103	NABORS INDUSTRIES LTD SHS		NBR					
260.0000	08/06/2013	08/28/2009	3,990.63	4,768.12	0.00	-777.49	0.00	0.00

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2013 Tax Information Statement

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Account Number: 61G114004
Recipient's Tax ID Number: XX-XXX7712
Payer's Federal ID Number: 30-0219031
Payer's State ID Number:
State: NY
Questions? (920)433-3231
☒ Corrected ☐ 2nd TIN notice
Revised: 03/25/2014

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JACKSONVILLE, FL 32204-4607

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Cusip / Quantity Sold	Description (Box 8) / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
(Box 1e)	(Box 1a)		(Box 2a)				(Box 4)	(Box 15)
G6359F103	NABORS INDUSTRIES LTD SHS		NBR					
3095.0000	08/12/2013	08/28/2009	47,944.06	56,758.95	0.00	-8,814.89	0.00	0.00
66989GAA8	NOVARTIS SEC INV NOVART 5.125 02/10/2019							
75000.0000	01/11/2013	04/29/2009	89,707.50	76,466.25	0.00	13,241.25	0.00	0.00
47103C183	PERKINS SMALL CAP VALUE FUND CL I		JSCOX					
4317.7890	04/01/2013		100,000.00	87,009.31	0.00	12,990.69	0.00	0.00
718172109	PHILIP MORRIS INTERNATIONAL INC COM		PM					
100.0000	08/06/2013	03/13/2009	8,875.44	3,586.39	0.00	5,289.05	0.00	0.00
806605AJ0	SCHERING PLOUGH CORP SR NT 6.000 09/15/2017		SGP 17					
100000.0000	05/01/2013	08/06/2009	121,752.00	109,212.00	0.00	12,540.00	0.00	0.00
74144T108	T ROWE PRICE GROUP INC COM		TROW					
535.0000	01/07/2013	02/02/2010	36,552.87	27,357.05	0.00	9,195.82	0.00	0.00
74144T108	T ROWE PRICE GROUP INC COM		TROW					
510.0000	01/30/2013	02/02/2010	36,285.96	26,078.69	0.00	10,207.27	0.00	0.00
91324P102	UNITEDHEALTH GROUP INC COM		UNH					
550.0000	04/02/2013	07/23/2010	34,788.35	17,033.94	0.00	17,754.41	0.00	0.00
91324P102	UNITEDHEALTH GROUP INC COM		UNH					
625.0000	06/07/2013	07/23/2010	38,953.32	19,356.75	0.00	19,596.57	0.00	0.00
91324P102	UNITEDHEALTH GROUP INC COM		UNH					
90.0000	08/06/2013	07/23/2010	6 570.33	2,787.37	0.00	3,782.96	0.00	0.00

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ASSOCIATED TRUST COMPANY, NA
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GREEN BAY, WI 54307-2800

Account Number: 61G114004
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☒ Corrected
Revised: 03/25/2014

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Cusip	Description (Box 8)		Stock or Other Symbol (Box 1d)					
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
(Box 1e)	(Box 1a)		(Box 2a)				(Box 4)	(Box 16)
936772102	WASATCH ADVISORS FDS INC SMALL CAP GROWTH FD		WAAEX					
2249.2130	04/01/2013		100,000.00	65,493.71	0.00	34,506.29	0.00	0.00
936772102	WASATCH ADVISORS FDS INC SMALL CAP GROWTH FD		WAAEX					
1002.0040	08/06/2013		50,000.00	27,654.96	0.00	22,345.04	0.00	0.00
Total Long Term Sales Reported on 1099-B			2,101,612.73	1,540,377.32	0.00	561,235.41	0.00	0.00
Report on Form 8949, Part II, with Box E checked			7102.01	7102.01		7102.01		

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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	23.	23.	
TOTAL TO PART I, LINE 3	23.	23.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS	180,479.	0.	180,479.	180,479.	
INTEREST	123,435.	0.	123,435.	123,435.	
TO PART I, LINE 4	303,914.	0.	303,914.	303,914.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	5,498.	0.		4,124.
TO FM 990-PF, PG 1, LN 16A	5,498.	0.		4,124.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5,009.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	5,009.	0.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE FILING FEE	100.	0.		100.
PAYROLL TAXES	6,555.	0.		5,244.
FEDERAL TAX	10,368.	0.		0.
FOREIGN TAX PAID	2,885.	2,885.		0.
TO FORM 990-PF, PG 1, LN 18	19,908.	2,885.		5,344.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	458.	0.		0.
INVESTMENT EXPENSE	70,046.	70,046.		0.
BANK FEES	68.	68.		0.
TELEPHONE	199.	0.		0.
PENALTIES	79.	0.		0.
OFFICE EXPENSE	245.	0.		0.
TO FORM 990-PF, PG 1, LN 23	71,095.	70,114.		0.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
BOOK/FMV DIFFERENCE ON DONATED SECURITIES	257,862.
TOTAL TO FORM 990-PF, PART III, LINE 5	257,862.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	8,487,359.	11,864,950.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,487,359.	11,864,950.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME INVESTMENTS	3,367,472.	3,409,422.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,367,472.	3,409,422.

FORM 990-PF OTHER ASSETS STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PREPAID FEDERAL INCOME TAX	5,406.	10,400.	10,400.
TO FORM 990-PF, PART II, LINE 15	5,406.	10,400.	10,400.

FORM 990-PF OTHER LIABILITIES STATEMENT 11

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAX LIABILITY	2,596.	2,729.
TOTAL TO FORM 990-PF, PART II, LINE 22	2,596.	2,729.

FORM 990-PF INTEREST AND PENALTIES STATEMENT 12

TAX DUE FROM FORM 990-PF, PART VI	3,863.
UNDERPAYMENT PENALTY	17.
LATE PAYMENT INTEREST	59.
LATE PAYMENT PENALTY	116.
TOTAL AMOUNT DUE	4,055.

FORM 990-PF LATE PAYMENT PENALTY STATEMENT 13

DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	05/15/14	3,863.	3,863.	6	116.
DATE FILED	11/15/14		3,863.		
TOTAL LATE PAYMENT PENALTY					116.

FORM 990-PF LATE PAYMENT INTEREST STATEMENT 14

DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST
TAX DUE	05/15/14	3,863.	3,863.	.0300	184	59.
DATE FILED	11/15/14		3,922.			
TOTAL LATE PAYMENT INTEREST						59.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
BRYANT H. PRENTICE, III 1805 OSCEOLA STREET JACKSONVILLE, FL 32204	PRESIDENT 5.00	0.	0.	0.
JOAN P. PRENTICE 1805 OSCEOLA STREET JACKSONVILLE, FL 32204	VICE PRES. 5.00	0.	0.	0.
COLETTE P. PIKE 1539 FOXHALL ROAD NW, WASHINGTON, DC 20007	SECRETARY 5.00	0.	0.	0.
MARC C. HUTCHINSON 1092 MCCUE COURT GREAT FALLS, VA 22066	TREASURER 5.00	0.	0.	0.
GAIL JOHNSTONE 284 RIVER MIST BUFFALO, NY 14202	EXECUTIVE DIREC 40.00	80,000.	0.	0.
ROBERT ZAK MERCHANTS MUTUAL 250 MAIN STREET BUFFALO, NY 14202	DIRECTOR 5.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		80,000.	0.	0.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 16

ACTIVITY ONE

SCHOLARSHIP PROGRAM FOR INDIVIDUALS WHO ARE OR PLAN TO PURSUE POST SECONDARY SCHOOL EDUCATION.

SCHOLARSHIPS MAY BE AWARDED FOR TWO YEAR JUNIOR COLLEGES, PUBLIC FOUR YEAR COLLEGES AND UNIVERSITIES AND PRIVATE FOUR YEAR COLLEGES AND UNIVERSITIES. THE GRANTING OF THE SCHOLARSHIP WILL DEPEND ON ELIGIBILITY, NEED, AND STUDENT MIX,AS WELL AS THE STUDENT'S ABILITY TO COMPLY WITH THE

SCHOOL'S STANDARD OF PROGRESS TO MEET FEDERAL SCHOLARSHIP GUIDELINES.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 1	664,753.