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Form **990-PF**

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

OMB No 1545-0052

**2013**

Department of the Treasury  
Internal Revenue Service

▶ 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](http://www.irs.gov/form990pf).

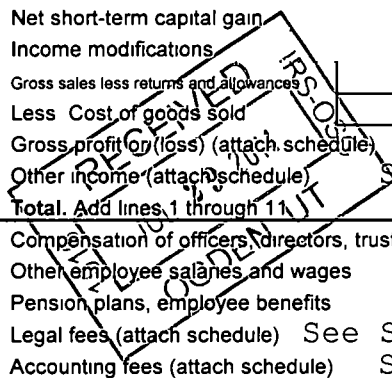
Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation <b>GWR Foundation</b>		<b>A</b> Employer identification number <b>20-2890579</b>
Number and street (or P O box number if mail is not delivered to street address) <b>319 Lipscomb Street</b>	Room/suite	<b>B</b> Telephone number (see instructions) <b>817-810-4220</b>
City or town, state or province, country, and ZIP or foreign postal code <b>Fort Worth TX 76104</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <b>5,071,772</b>	<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)				
	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	128,617	128,617		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	688,492			
	b Gross sales price for all assets on line 6a <b>2,181,491</b>				
	7 Capital gain net income (from Part IV, line 2)		688,492		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) Stmt 1	23,528	4,046			
12 Total. Add lines 1 through 11	840,637	821,155	0		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) See Stmt 2	1,838			1,838
	b Accounting fees (attach schedule) Stmt 3	6,570			6,570
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) Stmt 4	70	70		
	19 Depreciation (attach schedule) and depletion	1,087	1,087		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) Stmt 5	29,537	29,537		
	24 Total operating and administrative expenses. Add lines 13 through 23	39,102	30,694	0	8,408
	25 Contributions, gifts, grants paid	180,000			180,000
26 Total expenses and disbursements. Add lines 24 and 25	219,102	30,694	0	188,408	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	621,535				
b Net investment income (if negative, enter -0-)		790,461			
c Adjusted net income (if negative, enter -0-)			0		

SCANNED JUL 31 2014



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash – non-interest-bearing	73,831	222,490	222,490
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (att. schedule) ▶ Less allowance for doubtful accounts ▶	0		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) See Stmt 6	1,565,076	1,617,227	2,092,381
	c	Investments – corporate bonds (attach schedule) See Stmt 7	1,059,139	764,651	739,266
	11	Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) See Statement 8	1,127,671	1,845,507	2,017,635
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
15	Other assets (describe ▶ )				
16	<b>Total assets</b> (to be completed by all filers – see the instructions Also, see page 1, item I)	3,825,717	4,449,875	5,071,772	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ )			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>				
	24	Unrestricted	3,825,717	4,449,875	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	<b>Total net assets or fund balances</b> (see instructions)	3,825,717	4,449,875		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	3,825,717	4,449,875		

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 3,825,717
2	Enter amount from Part I, line 27a	2 621,535
3	Other increases not included in line 2 (itemize) ▶ See Statement 9	3 3,363
4	Add lines 1, 2, and 3	4 4,450,615
5	Decreases not included in line 2 (itemize) ▶ See Statement 10	5 740
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) – Part II, column (b), line 30	6 4,449,875

**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 Worksheet				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]		2 688,492
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]		3 8,156

**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	166,870	3,818,532	0.043700
2011	134,048	3,669,927	0.036526
2010	124,695	2,674,710	0.046620
2009	134,069	2,543,130	0.052718
2008	164,346	2,950,886	0.055694
2 Total of line 1, column (d)			2 0.235258
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.047052
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 4,901,527
5 Multiply line 4 by line 3			5 230,627
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 7,905
7 Add lines 5 and 6			7 238,532
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			8 188,408

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

<b>1a</b>	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>b</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	15,809
<b>c</b>	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
<b>3</b>	Add lines 1 and 2	3	15,809
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-	5	15,809
<b>6</b>	<b>Credits/Payments</b>		
<b>a</b>	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	13,480
<b>b</b>	Exempt foreign organizations - tax withheld at source	6b	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	6c	10,000
<b>d</b>	Backup withholding erroneously withheld	6d	
<b>7</b>	Total credits and payments Add lines 6a through 6d	7	23,480
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	7,671
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> 7,671 <b>Refunded</b> <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b>		X
<b>1b</b>		X
<b>1c</b>		X
<b>2</b>		X
<b>3</b>		X
<b>4a</b>	X	
<b>4b</b>	X	
<b>5</b>		X
<b>6</b>	X	
<b>7</b>	X	
<b>8a</b>		
<b>8b</b>	X	
<b>9</b>		X
<b>10</b>		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? Website address ▶ N/A	13	X	
14	The books are in care of ▶ Sally Sloan 319 Lipscomb Street Located at ▶ Fort Worth TX ZIP+4 ▶ 76104 Telephone no ▶ 817-810-4220			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/> N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? N/A	1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20 , 20 , 20 , 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions ) 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. ▶ 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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)? (see instructions)  Yes  No

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

**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  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?  Yes  No **6b** 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 (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Gail W. Rawl 319 Lipscomb Street Fort Worth TX 76104	President 0.00	0	0	0
Kim W. Darden 319 Lipscomb Street Fort Worth TX 76104	VP 0.00	0	0	0
Annette L. Williamson 319 Lipscomb Street Fort Worth TX 76104	Secretary 0.00	0	0	0
Philip C. Williamson 319 Lipscomb Street Fort Worth TX 76104	Treasurer 0.00	0	0	0

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

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

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

0

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

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

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

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	4,777,833
<b>b</b>	Average of monthly cash balances	<b>1b</b>	198,337
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	4,976,170
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	4,976,170
<b>4</b>	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	<b>4</b>	74,643
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	4,901,527
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	245,076

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	245,076
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	15,809
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	15,809
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	229,267
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	229,267
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	229,267

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26	<b>1a</b>	188,408
<b>b</b>	Program-related investments – total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	188,408
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	188,408

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7				229,267
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only			178,467	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008				
<b>b</b> From 2009				
<b>c</b> From 2010				
<b>d</b> From 2011				
<b>e</b> From 2012				
<b>f</b> Total of lines 3a through e				
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 188,408				
<b>a</b> Applied to 2012, but not more than line 2a			178,467	
<b>b</b> Applied to undistributed income of prior years (Election required – see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required – see instructions)				
<b>d</b> Applied to 2013 distributable amount				9,941
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount – see instructions				
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions				
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				219,326
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009				
<b>b</b> Excess from 2010				
<b>c</b> Excess from 2011				
<b>d</b> Excess from 2012				
<b>e</b> Excess from 2013				

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

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

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

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

**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  
N/A

**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  
N/A

**b** The form in which applications should be submitted and information and materials they should include  
N/A

**c** Any submission deadlines  
N/A

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

**Part XV Supplementary Information (continued)**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p><b>a</b> Paid during the year                      Community Found of N. TX                      306 West 7th St Ste 850                      Fort Worth TX 76102</p>	N/A	N/A	Donation	180,000
<b>Total</b>				▶ <b>3a</b> 180,000
<p><b>b</b> Approved for future payment                      N/A</p>				
<b>Total</b>				▶ <b>3b</b>





## Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

**2013**

For calendar year 2013, or tax year beginning

, and ending

Name

Employer Identification Number

GWR Foundation

20-2890579

(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.)
(1) See attached schedule	P	Various	Various
(2) See attached schedule	P	Various	Various
(3) See attached schedule	P	Various	Various
(4) See attached schedule	P	Various	Various
(5) See attached schedule	P	Various	Various
(6) See attached schedule	P	Various	Various
(7) See attached schedule	P	Various	Various
(8) O'Connor Global Multi-Strategy Alpha	P	Various	Various
(9) O'Connor Global Multi Strategy Alpha	P	Various	Various
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(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)
(1) 1,182,868		664,821	518,047
(2) 177,436		186,031	-8,595
(3) 243,934		191,715	52,219
(4) 83,631		69,558	14,073
(5) 238,911		173,803	65,108
(6) 74,125		71,137	2,988
(7) 179,840		135,624	44,216
(8)		310	-310
(9) 746			746
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

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

(i) FMV 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))
(1)			518,047
(2)			-8,595
(3)			52,219
(4)			14,073
(5)			65,108
(6)			2,988
(7)			44,216
(8)			-310
(9)			746
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

## Federal Statements

### Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Royalties	\$ 882	\$ 882	\$
PVR Partners LP Royalty	58	58	
Resource Partners LP	5	5	
Enbridge Energy Partners LP	-98		
P/Y Passive Losses Allowed	-2,186	-2,186	
PVR Partners LP	-96	-96	
PVR Partners LP	-1,609		
Rental Income	11	11	
Sec 1231 Gain-PVR Partners LP	20	20	
Passive Losses Allowed	-1,635	-1,635	
Ord Gain-Enbridge Energy Ptnr	1,026	1,026	
Ord Gain-PVR Partners LP	4,765	4,765	
OConnor Global Multi-Strategy	21,189		
Strategy Alpha WM LLC	1,196	1,196	
Total	<u>\$ 23,528</u>	<u>\$ 4,046</u>	<u>\$ 0</u>

### Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Legal fees	\$ 1,838	\$	\$	\$ 1,838
Total	<u>\$ 1,838</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 1,838</u>

### Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Accounting fees	\$ 6,570	\$	\$	\$ 6,570
Total	<u>\$ 6,570</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 6,570</u>

## Federal Statements

### Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Severence tax	\$ 70	\$ 70	\$	\$
<b>Total</b>	<b>\$ 70</b>	<b>\$ 70</b>	<b>\$ 0</b>	<b>\$ 0</b>

### Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				
Investment counsel fees	18,331	18,331		
Foreign tax paid	865	865		
Royalty trust administration	11	11		
Other	6	6		
Miscellaneous fees	9	9		
Sec. 179 deduction	1	1		
Portfolio deductions	16	16		
Investment interest expense	10,298	10,298		
<b>Total</b>	<b>\$ 29,537</b>	<b>\$ 29,537</b>	<b>\$ 0</b>	<b>\$ 0</b>

### Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
1924 shs Baxter Intl Inc	\$ 59,644			
3300 shs ConocoPhillips	72,244			
4300 shs Devon Energy Corp	91,587			
1400 shs Phillips 66	19,328			
1960 shs United Technologies Corp	45,629			
350 shs Bristol Myers Squibb Co	11,850			
90 shs Allegion PLC		2,880		3,977
402 shs American Intl Group Inc	13,420	13,420		20,522
170 shs Amgen Inc	9,296	9,296		19,394
			\$	\$

**Federal Statements**

**Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
182 shs Ashland Inc	\$ 13,447	13,447	\$	17,661
205 shs Autoliv Inc		14,308		18,819
1085 shs Bank of America Corp		12,779		16,893
265 shs Carmax Inc		13,729		12,460
404 shs CBS Corp	7,274	6,009		25,751
265 shs Church & Dwight Co Inc	11,867			
219 shs Check Point Software Tech Lt		13,296		14,125
360 shs Cinn Financial Corp	13,166	13,166		18,853
336 shs Cintas Corp	13,479	13,479		20,022
280 shs Citigroup Inc		14,617		14,591
270 shs Colgate Palmolive Co	12,253	12,253		17,607
820 shs Convergys Corp		14,123		17,261
265 shs CVS Caremark Corp	9,537	9,537		18,966
155 shs Dril-Quip Inc		14,137		17,039
710 shs DR Horton Inc	13,516			
165 shs Exxon Mobil Corp	13,548			
245 shs FMC Technologies Inc				
935 shs Ford Motor Co	10,525	13,611		12,791
555 shs Gentex Corp		12,995		14,427
355 shs Gilead Sciences Inc		13,920		18,304
98 shs Goldman Sachs Group Inc		6,794		26,661
420 shs Haemonetics Corp	12,209	14,121		17,371
360 shs Halliburton Co				
330 shs HCC Insurance Hldgs Inc		14,246		18,270
115 shs Idexx Labs	11,362	14,810		15,226
383 shs Informatica Corp				
270 shs Ingersoll-Rand PLC		14,752		15,895
635 shs Intl Rectifier Corp		11,299		16,632
190 shs Kansas City Sthn	7,010	13,941		16,554
100 shs Lorillard Inc		7,010		23,528
30 shs Mastercard Inc	13,579	13,179		25,064
165 shs Monsanto Co	12,094			
325 shs Moody's Corp	10,085	10,085		25,503
280 shs Northeast Utilities	9,386			
310 shs Oasis Petroleum Inc		14,693		14,561
310 shs Oneok Inc	11,866			
160 shs Open Text Corp		13,415		14,714

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## Federal Statements

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### Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
610 shs Progress Software Corp		16,061		15,756
245 shs Raytheon Co	12,704	12,704		22,222
235 shs Sandisk Corp		12,836		16,577
230 shs Scripps Networks Interact		14,258		19,874
140 shs Smucker J M Co		14,491		14,507
1080 shs Staples Inc		16,147		17,161
192 shs Target Corp	11,915			
147 shs United Technologies Corp		13,836		16,729
220 shs Tellus Corp	10,250			
225 shs Verisk Analytics Inc	10,971	10,971		14,787
305 shs Vulcan Materials Co	12,841			
175 shs Whole Foods Market Inc	6,526			
475 shs Abbvie Inc		18,091		25,085
635 shs AT&T Inc	17,227	21,169		22,327
455 shs Baytex Energy Corp	6,468	19,824		17,818
360 shs BCE Inc		16,048		15,584
795 shs Canadian Oil Sands Ltd	19,122	19,122		14,954
355 shs Cinemark Holdings Inc	15,406	6,525		11,166
290 shs Conagra Food Inc	6,853			
210 shs ConocoPhillips	16,209	11,581		14,837
635 shs Corrections Corp of Amer		22,152		20,364
480 shs Diebold Inc	6,079	14,755		15,845
600 shs Dow Chemical		19,783		26,640
310 shs Du Pont De Nemours	21,694	14,656		20,141
295 shs Eaton Corp PLC	15,238	15,238		22,455
790 shs Enduro Rty Tr	8,421	11,836		9,551
900 shs Exelis Inc	6,096	9,782		17,154
600 shs Federated Investors Inc		14,477		17,280
1580 shs FNB Corp	16,245	16,245		19,940
180 Freeport-McMoran Copper & Gold	6,744			
310 shs Gallagher Arthur J & Co	8,887			
305 shs Garmin Ltd		11,514		14,088
865 shs Giant Interactive Group Inc		7,880		9,723
370 shs Glaxo Smithkline PLC	16,836	16,836		19,754
130 shs Greif Inc	5,998			
880 shs H & R Block Inc	15,351			
480 shs Hasbro Inc	17,492			

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**Federal Statements**

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**Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
	\$	\$		\$
315 shs Heinz H J Co	16,099	15,880		17,975
665 shs Hospitality Properties Trust	15,880	20,417		23,749
915 shs Intel Corp	20,417	15,016		15,095
280 shs Kraft Foods Group Inc	14,666	12,840		15,625
505 shs Leggett & Platt Inc	14,534	9,627		16,353
110 shs Lockheed Martin Corp	18,536	15,209		24,084
300 shs Lyondellbasell Industries	13,282	18,222		25,025
500 shs Merck & Co Inc	13,454			
500 shs Meredith Corp	6,022	19,268		25,284
565 shs Microchip Technology Inc	10,453	9,899		12,575
630 shs National Cinemedia Inc	15,112	9,590		15,480
290 shs Nucor Corp	18,017	18,017		22,302
1475 shs People's United Financial	17,079	14,312		15,348
330 shs Plum Creek Timber Co Inc		15,514		15,986
485 shs Potash Corp Sask Inc		22,965		21,467
670 shs Public Service Enterprise				
120 shs Rayonier Inc Reit	4,545			
410 shs RPM Intl Inc	8,159			
620 shs Ryman Hospitality Pptys Inc		22,413		25,904
340 shs Seagate Technology PLC	14,180	9,465		19,094
465 shs Sonoco Products Co	21,262	15,680		19,400
465 shs Thomas Reuters Corp		15,337		17,586
320 shs Unilever PLC	9,679			
205 shs Vermilion Energy Inc		11,617		12,017
619 shs Adobe Systems Inc	19,267	19,993		37,065
144 shs Amgen Inc	13,832	10,761		16,428
678 shs Autodesk Inc	25,439			
317 shs Bed Bath & Beyond Inc	15,322			
67 shs Biogen Idec Inc		11,788		18,731
109 shs Celgene Corp	15,781	6,477		18,418
640 shs Coach Inc	19,003	33,595		35,923
285 shs Costco Wholesale Corp	15,346	22,751		33,921
446 shs Crown Castle Intl Corp	20,438	29,378		32,750
542 shs CVS Caremark Corp		29,782		38,791
646 shs Ebay Inc		34,211		35,443
1399 shs EMC Corp	20,051	35,829		35,185
542 shs Express Scripts Hldg Co		31,376		38,070

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**Federal Statements**

**Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
246 shs Gilead Sciences Inc	\$	11,385	\$	18,475
764 shs Intel Corp	15,678			
102 shs Intl Business Machines	16,031			
363 shs Johnson & Johnson	20,432	29,487		33,247
469 shs Lauder Estee Cos	15,605	28,501		35,325
618 shs Lowes Companies Inc				
1001 shs Modelez Intl Inc	17,315	28,585		35,335
443 shs Nike Inc	15,861	19,667		34,838
556 shs Nordstrom Inc	20,729	26,496		34,361
1011 shs Oracle Corp	17,123	33,061		38,681
488 shs Qualcomm Inc	17,117	27,280		36,234
324 shs Target Corp				
561 shs TJX Cos Inc	20,415	33,595		35,753
488 shs Walt Disney Co	13,178	25,018		37,283
519 shs Whole Foods Market Inc	11,905	18,758		30,014
210 shs Abbott Labs	11,962			
240 shs Amer Express Co	11,767			
375 shs American Water Works Co	12,590			
200 shs American Tower Corp Reit	11,096			
295 shs AT&T Inc	13,485			
445 shs Community Health Systems Inc	12,583			
150 shs Lockheed Martin Corp	13,577			
475 shs Myriad Genetics Inc	13,475			
288 shs Northern Trust Corp	13,344			
185 shs Wal Mart Stores Inc				
Total	\$ 1,565,076	\$ 1,617,227	\$	\$ 2,092,381

**Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
175,000 FNMA Mtn 5.120% 10/09/13	\$ 175,010		\$	
100,000 Freddie Mac Step-up Nts 2.0%	100,000			
230,000 FNMA Nts Step-Up 2.250%	229,781	229,781		209,466

**Federal Statements**

**Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments (continued)**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
100,000 FHLB Bond Step-Up 2.50%	\$ 49,475	\$ 99,750		\$ 90,008
50,000 FNMA Nts Step-up 2.00%	101,387	49,475		41,043
100,000 Pepsico Inc 03.750% 03/01/14	102,872	100,581		106,359
100,000 ConocoPhillips Nts 04.600%	141,405	130,630		135,355
125,000 Hershey Co 04.850% 08/15/15	59,209	54,434		55,796
50,000 Colgate Palmolive Co 05.200%	100,000	100,000		101,239
Discover Bank 01.300% 07/11/16 CD				
Total	\$ 1,059,139	\$ 764,651		\$ 739,266

**Statement 8 - Form 990-PF, Part II, Line 13 - Other Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
FT Mutual Discovery A	\$ 318,132	\$ 340,352		\$ 368,771
Pimco Total Return Fund C	77,725	79,158		73,144
Pimco Total Return Fund A		102,462		95,769
First Eagle Global Fund	320,579	441,518		483,367
Ivy Asset Strategy Fund	291,319	293,169		396,757
Pimco All Assets All Auth C	76,950	79,739		71,764
Pimco All Assets All Auth A		104,590		91,476
265 Units Alliance Resource Partners	16,586	15,878		20,405
430 Units Enbridge Energy Partners	10,339			
760 Units PVR Partners	16,041			
305 Units Suburban Propane Partners		10,160		14,305
O'Connor Global Multi-Strategy		378,481		401,877
Total	\$ 1,127,671	\$ 1,845,507		\$ 2,017,635

## Federal Statements

### Statement 9 - Form 990-PF, Part III, Line 3 - Other Increases

<u>Description</u>	<u>Amount</u>
Book tax differences - partnerships	\$ <u>3,363</u>
Total	\$ <u><u>3,363</u></u>

### Statement 10 - Form 990-PF, Part III, Line 5 - Other Decreases

<u>Description</u>	<u>Amount</u>
Book/tax difference - gain/loss on sale	\$ 733
Non-deductible expense	<u>7</u>
Total	\$ <u><u>740</u></u>

**Federal Statements**

**Statement 11 - Form 990-PF, Part XVI-A, Line 11 - Other Revenue**

<u>Description</u>	<u>Business Code</u>	<u>Unrelated Amount</u>	<u>Exclusion Code</u>	<u>Exclusion Amount</u>	<u>Related Income</u>
Sec 1231 Gain - Alliance		\$		\$	\$
Resource Partners LP			18	5	
Enbridge Energy Partners LP	900099	-98			
Enbridge Energy Partners LP					
P/Y Passisve Losses Allowed			14	-2,186	
PVR Partners LP			14	-96	
PVR Partners LP	900099	-1,609			
PVR Partners LP-Other Net					
Rental Income			14	11	
Sec 1231 Gain-PVR Partners			18	20	
PVR Partners LP - Prior Yea					
Passive Losses Allowed			14	-1,635	
Ord Gain-Enbridge Energy Pt			18	1,026	
Ord Gain-PVR Partners LP			18	4,765	
OConnor Global Multi-Strate	900099	21,189			
O'Connor Global Multi-					
Strategy Alpha WM LLC			14	1,196	
Total		\$ <u>19,482</u>		\$ <u>3,106</u>	\$ <u>0</u>



Business Services Account

Account name:  
Account number:

GWR FOUNDATION  
FW C0312 10  
#20-2890579

Your Financial Advisor:  
RODGERS / JOHNSTON / THOMPSON  
817-335-4731/800-441-8000

## Realized gains and losses

Estimated 2013 gains and losses for transactions with trade dates through 12/31/13 have been incorporated into this statement. Please note that gain or loss recognized on the sale or redemption of certain Structured Products, like Contingent Debt Securities, may be ordinary, and not capital, gain or loss. Please check with your tax advisor. To calculate gains and losses, we liquidate the oldest security lot first. This is known as the first-in, first-out or FIFO accounting method. We use this method unless you specified which tax lot to close when you placed your order. This is known as a versus purchases or VSP order.

See important information about your statement on the last page of this statement for more information. We may not adjust gains and losses for all capital changes. Cost basis for coupon tax-exempt municipal securities, include securities subject to AMT, has been adjusted for mandatory amortization of bond premium. Estimates in the Unclassified section can not be classified as short term or long term because information is missing, or the product is one in which the gain/loss calculation is not provided.

## Long-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment(\$)	Loss (\$)	Gain (\$)
BAXTER INTL INC	FIFO	813 000	Mar 13, 03	Jan 18, 13	54,478 04	25,822 46			28,655 58
	FIFO	760 000	Apr 22, 03	Jan 18, 13	50,926 59	23,136 74			27,789 85
	FIFO	351 000	Apr 22, 03	Jan 18, 13	23,520 04	10,685 55			12,834 49
CONOCOPHILLIPS	FIFO	3,300 000	Jun 16, 00	Jan 23, 13	196,749 54	72,244 21			124,505 33
DEVON ENERGY CORP NEW	FIFO	160 000	Nov 01, 00	Jan 22, 13	8,625 28	2,837 68			5,787 60
	FIFO	1,840 000	May 09, 01	Jan 22, 13	99,190 75	39,444 44			59,746 31
	FIFO	2,300 000	May 09, 01	Jan 23, 13	125,208 24	49,305 56			75,902 68
FNMA MTN 05 120 % DUE 100913 DTD 100998 FC 04091999	Adjustment	175,000 000	Sep 14, 06	Oct 09, 13	175,000 00	175,000 00			
FREDDIE MAC STEP UP CALL 02.000 % DUE 032122 DTD 032112 FC 09212012	FIFO	100,000 000	Mar 06, 12	Mar 21, 13	100,000 00	100,000 00			
PEPSICO INC B/E 03 750% 030114 DTD030209 CALL@MW T+-308P	FIFO	100,000 000	Jun 02, 09	Aug 26, 13	101,732 00	101,387 25			344 75
PHILLIPS 66	FIFO	1,400,000	Jun 16, 00	Jan 18, 13	77,177 82	19,328 37			57,849 45
UNTD TECHNOLOGIES CORP	FIFO	1,960 000	Sep 28, 01	Jan 22, 13	170,259 69	45,628 80			124,630 89
<b>Total</b>					<b>\$1,182,867.99</b>	<b>\$654,821.06</b>			<b>\$518,046.93</b>
<b>Net long-term capital gains or losses</b>									<b>\$518,046.93</b>
<b>Net capital gains/losses:</b>									<b>\$518,046.93</b>



Business Services Account

Account name: GWR FOUNDATION -  
FW C0324 CV  
Account number: #20-2890579

Your Financial Advisor:  
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Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment (\$)	Loss (\$)	Gain (\$)
AT&T INC	FIFO	295 000	Sep 06, 12	Apr 03, 13	10,961 01	11,096 54		-135 53	
AVON PRODUCTS INC	FIFO	664 000	Aug 06, 13	Nov 06, 13	11,614 79	14,784 81		-3,170 02	
COMMUNITY HEALTH SYSTEMS INC	FIFO	445 000	Dec 05, 12	Oct 07, 13	19,137 82	13,485 00			5,652 82
D R HORTON INC	FIFO	710 000	Dec 05, 12	Sep 06, 13	12,918 76	13,515 57		-596 81	
DEERE AND CO	FIFO	155 000	Jan 04, 13	May 03, 13	14,044 87	13,775 68			269 19
IDEXX LABS	FIFO	115 000	Sep 06, 12	May 03, 13	9,752 52	11,362 07		-1,609 55	
JDS UNIPHASE CORP NEW 2006	FIFO	990 000	Jul 05, 13	Nov 06, 13	12,555 92	14,754 73		-2,198 81	
LORILLARD INC	FIFO	100 000	Jul 06, 12	Jan 04, 13	11,815 75	13,579 28		-1,763 53	
MDC HOLDINGS INC DEL	FIFO	365 000	Jan 04, 13	Jun 05, 13	12,640 70	14,031 36		-1,390 66	
MYRIAD GENETICS INC NEW	FIFO	475 000	Oct 04, 12	Mar 05, 13	11,617 25	13,576 57		-1,959 32	
TARGET CORP	FIFO	192 000	Aug 02, 12	Feb 04, 13	11,601 65	11,914 84		-313 19	
TOLL BROTHERS INC	FIFO	415 000	Jan 04, 13	Aug 06, 13	13,251 20	13,950 55		-699 35	
WAL MART STORES INC	FIFO	185 000	Dec 05, 12	Jun 05, 13	13,825 22	13,343 71			481 51
<b>Total</b>					<b>\$177,436.39</b>	<b>\$186,031.01</b>		<b>-\$14,998.14</b>	<b>\$6,403.52</b>
<b>Net short-term capital gains and losses</b>								<b>-\$8,594.62</b>	

Long-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment (\$)	Loss (\$)	Gain (\$)
ABBOTT LABS	FIFO	210 000	Jan 05, 12	Jul 05, 13	7,222 53	5,711 47			1,511 06
ABBVIE INC COM	FIFO	210 000	Jan 05, 12	Jul 05, 13	8,865 92	6,193 59			2,672 33
AMER EXPRESS CO	FIFO	240 000	Nov 10, 11	Feb 04, 13	14,135 85	11,962 65			2,173 20
AMERICAN TOWER CORP REIT	FIFO	200 000	Mar 05, 12	Aug 06, 13	13,989 64	12,590 05			1,399 59
AMERICAN WATER WORKS CO INC NEW	FIFO	375 000	Dec 08, 11	Dec 03, 13	15,417 28	11,767 00			3,650 28
BRISTOL MYERS SQUIBB CO	FIFO	350 000	Dec 08, 11	Jan 04, 13	11,544 95	11,850 16		-305 21	
CBS CORP NEW CL B	FIFO	85 000	Apr 06, 10	Feb 04, 13	3,510 75	1,264 20			2,246 55
CHURCH & DWIGHT CO INC	FIFO	265 000	Dec 08, 11	Sep 06, 13	14,917 62	11,867 16			3,050 46
EXXON MOBIL CORP	FIFO	165 000	Jun 08, 11	Apr 03, 13	14,820 66	13,547 90			1,272 76

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Realized gains and losses (continued)

Long-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment(\$)	Loss (\$)	Gain (\$)
GILEAD SCIENCES INC	FIFO	55 000	Aug 05, 11	Jan 04, 13	4,076.12	2,105.06			1,971.06
	FIFO	30 000	Aug 05, 11	May 03, 13	1,658.21	574.10			1,084.11
	FIFO	55 000	Aug 05, 11	Sep 06, 13	3,316.20	1,052.53			2,263.67
HAEMONETICS CORP MASS	FIFO	420 000	Aug 05, 11	Jun 05, 13	16,866.14	12,209.25			4,656.89
LOCKHEED MARTIN CORP	FIFO	150 000	Feb 03, 12	Mar 05, 13	13,101.44	12,582.62			518.82
MONSANTO CO NEW	FIFO	165 000	Nov 10, 11	Aug 06, 13	15,506.45	12,094.11			3,412.34
NORTHEAST UTILITIES	FIFO	280 000	Sep 06, 11	Sep 06, 13	11,174.77	9,385.77			1,789.00
NTHN TRUST CORP	FIFO	288 000	Jul 06, 12	Oct 07, 13	15,215.09	13,475.24			1,739.85
ONEOK INC NEW	FIFO	310 000	Nov 10, 11	Jan 04, 13	13,540.38	11,865.58			1,674.80
TELUS CORP CAD	FIFO	220 000	Oct 05, 11	Apr 02, 13	15,092.28	10,249.76			4,842.52
VULCAN MATERIALS CO NEW (HOLDING COMPANY)	FIFO	305 000	May 04, 12	Jul 05, 13	14,069.68	12,840.76			1,228.92
WHOLE FOODS MARKET INC	FIFO	175 000	Sep 03, 10	Jan 04, 13	15,891.77	6,526.09			9,365.68
<b>Total</b>					<b>\$243,933.73</b>	<b>\$191,715.05</b>		<b>-\$305.21</b>	<b>\$52,523.89</b>
<b>Net long-term capital gains or losses</b>									<b>\$52,218.68</b>
<b>Net capital gains/losses:</b>									<b>\$43,624.06</b>





Business Services Account

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Account number:

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FW C0325 10  
#20-2890579

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## Realized gains and losses

Estimated 2013 gains and losses for transactions with trade dates through 12/31/13 have been incorporated into this statement. Please note that gain or loss recognized on the sale or redemption of certain Structured Products, like Contingent Debt Securities, may be ordinary, and not capital, gain or loss. Please check with your tax advisor. To calculate gains and losses, we liquidate the oldest security lot first. This is known as the first-in, first-out or FIFO accounting method. We use this method unless you specified which tax lot to close when you placed your order. This is known as a versus purchases or VSP order.

See important information about your statement on the last page of this statement for more information. We may not adjust gains and losses for all capital changes. Cost basis for coupon tax-exempt municipal securities, include securities subject to AMT, has been adjusted for mandatory amortization of bond premium. Estimates in the Unclassified section can not be classified as short term or long term because information is missing, or the product is one in which the gain/loss calculation is not provided.

## Short-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment(\$)	Loss (\$)	Gain (\$)
CYPRESS SEMICONDUCTOR CP	Adjustment	535,000	Feb 01, 13	Sep 24, 13	5,138.44	5,432.12		-293.68	
	FIFO	90,000	Feb 01, 13	Oct 17, 13	807.80	913.82		-106.02	
	FIFO	615,000	Feb 27, 13	Oct 17, 13	5,519.98	6,133.30		-613.32	
ENBRIDGE ENERGY PARTNERS LP MLP	FIFO	140,000	Sep 06, 12	Jan 03, 13	4,031.50	3,896.49			135.01
FREEMONT-MCMORAN COPPER & GOLD INC	FIFO	70,000	May 31, 12	Jan 18, 13	2,337.63	2,240.84			96.79
GAMESTOP CORP NEW (HOLDING CO) CL A	FIFO	60,000	Mar 08, 13	May 03, 13	2,215.97	1,485.76			730.21
	FIFO	190,000	Mar 08, 13	Jun 26, 13	7,487.24	4,704.92			2,782.32
GARMIN LTD SHS CHF	FIFO	55,000	Feb 01, 13	Oct 22, 13	2,672.54	2,130.62			541.92
GREIF INC CL A	FIFO	130,000	Dec 21, 12	May 21, 13	6,653.73	5,998.33			655.40
H & R BLOCK INC	FIFO	215,000	Sep 28, 12	Feb 06, 13	5,062.50	3,759.09			1,303.41
	FIFO	155,000	Sep 28, 12	Mar 07, 13	3,819.94	2,710.04			1,109.90
	FIFO	235,000	Sep 28, 12	Sep 26, 13	6,078.89	4,108.77			1,970.12
HEINZ H J CO **MERGER EFF: 06/13**	FIFO	110,000	Jun 22, 12	Feb 14, 13	7,913.72	5,964.11			1,949.61
LYONDELBASELL INDUSTRIES N V SHS - A - CL A	Adjustment	65,000	Sep 04, 12	Jan 25, 13	4,003.06	3,073.74			929.32
PLUM CREEK TIMBER CO INC REIT	FIFO	160,000	Feb 06, 12	Jan 29, 13	7,760.67	6,419.00			1,341.67
PVR PARTNERS L P MLP	FIFO	110,000	Nov 09, 12	Oct 10, 13	2,823.51	2,548.14			275.37
SEAGATE TECHNOLOGY PLC SHS	FIFO	65,000	Jun 22, 12	Jun 11, 13	2,836.77	1,532.23			1,304.54

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### Realized gains and losses (continued)

### Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment (\$)	Loss (\$)	Gain (\$)
TRONOX LTD CL A	FIFO	305 000	Mar 05, 13	Nov 21, 13	6,466.82	6,507.13		-40.31	
<b>Total</b>					<b>\$83,630.71</b>	<b>\$69,558.45</b>		<b>-\$1,053.33</b>	<b>\$15,125.59</b>
<b>Net short-term capital gains and losses</b>									<b>\$14,072.26</b>

### Long-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment (\$)	Loss (\$)	Gain (\$)
CINEMARK HOLDINGS INC	FIFO	250.000	Mar 15, 11	Feb 07, 13	7,079.64	4,835.19			2,244.45
	FIFO	20.000	Mar 15, 11	May 09, 13	599.06	386.82			212.24
	FIFO	190.000	Mar 23, 11	May 09, 13	5,691.08	3,658.94			2,032.14
CONAGRA FOOD INC	FIFO	290.000	Mar 10, 11	Apr 03, 13	10,193.44	6,852.52			3,340.92
CONOCOPHILLIPS	FIFO	90.000	Jan 20, 11	Nov 19, 13	6,438.37	4,627.96			1,810.41
DU PONT DE NEMOURS	FIFO	145.000	Jan 20, 11	Nov 25, 13	8,879.21	7,037.66			1,841.55
ENBRIDGE ENERGY PARTNERS LP MLP	FIFO	5 000	Mar 22, 11	Jan 03, 13	143.98	140.04			3.94
	FIFO	195 000	May 05, 11	Jan 03, 13	5,615.31	5,309.06			306.25
	FIFO	90.000	Jun 28, 11	Jan 03, 13	2,591.68	2,373.71			217.97
FREEPORT-MCMORAN COPPER & GOLD INC	FIFO	45.000	Nov 09, 11	Jan 18, 13	1,502.77	1,780.08		-277.31	
	FIFO	65.000	Jan 11, 12	Jan 18, 13	2,170.66	2,722.77		-552.11	
GALLAGHER ARTHUR J & CO	FIFO	130.000	Jul 27, 11	Jun 04, 13	5,543.83	3,771.85			1,771.98
	FIFO	20.000	Jul 28, 11	Jun 04, 13	852.90	568.30			284.60
	FIFO	160.000	Jul 28, 11	Sep 13, 13	6,931.25	4,546.37			2,384.88
H & R BLOCK INC	FIFO	85.000	Sep 28, 12	Nov 01, 13	2,420.72	1,486.15			934.57
	FIFO	190.000	Oct 12, 12	Nov 01, 13	5,411.03	3,287.11			2,123.92
HASBRO INC	FIFO	175.000	Feb 06, 12	Jun 10, 13	7,819.61	6,449.29			1,370.32
	FIFO	135.000	Feb 06, 12	Sep 13, 13	6,263.36	4,975.17			1,288.19
	FIFO	15.000	Feb 29, 12	Sep 13, 13	695.93	535.41			160.52
	FIFO	155.000	Feb 29, 12	Nov 08, 13	7,764.14	5,532.53			2,231.61



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Business Services Account

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Realized gains and losses (continued)

Long-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost adjustment(\$)	Loss (\$)	Gain (\$)
HEINZ H J CO **MERGER EFF: 06/13**	FIFO	105.000	Jan 20, 11	Feb 13, 13	6,315.64	5,191.12			1,124.52
	FIFO	100.000	Jan 20, 11	Feb 14, 13	7,194.30	4,943.92			2,250.38
LEGGETT & PLATT INC	FIFO	115.000	Jan 20, 11	Jan 29, 13	3,354.87	2,643.55			711.32
	FIFO	130.000	Jan 20, 11	Mar 26, 13	4,244.40	2,988.37			1,256.03
	FIFO	90.000	Jan 20, 11	May 21, 13	2,984.62	2,068.87			915.75
LOCKHEED MARTIN CORP	FIFO	95.000	Jan 20, 11	Jun 03, 13	9,889.40	7,445.80			2,443.60
	FIFO	20.000	Jan 20, 11	Oct 22, 13	2,529.59	1,567.54			962.05
	FIFO	5.000	Oct 05, 11	Oct 22, 13	632.40	368.05			264.35
	FIFO	65.000	Oct 05, 11	Dec 03, 13	8,988.11	4,784.65			4,203.46
MEREDITH CORP	FIFO	190.000	Nov 02, 11	Feb 15, 13	7,963.01	5,145.94			2,817.07
	FIFO	60.000	Nov 02, 11	May 22, 13	2,476.85	1,625.03			851.82
	FIFO	35.000	Nov 02, 11	Jul 02, 13	1,638.06	947.94			690.12
	FIFO	70.000	Nov 09, 11	Jul 02, 13	3,276.12	1,867.34			1,408.78
	FIFO	145.000	Nov 09, 11	Sep 12, 13	6,365.98	3,868.05			2,497.93
NUCOR CORP	FIFO	145.000	Aug 26, 11	Nov 14, 13	7,579.14	5,019.90			2,559.24
	FIFO	15.000	Sep 06, 11	Nov 14, 13	784.05	501.68			282.37
PLUM CREEK TIMBER CO INC REIT	FIFO	55.000	Feb 06, 12	May 23, 13	2,861.76	2,206.53			655.23
	FIFO	75.000	May 01, 12	May 23, 13	3,902.41	3,018.97			883.44
PVR PARTNERS L P MLP	FIFO	360.000	Dec 07, 11	Jul 26, 13	9,354.38	8,644.32			710.06
	FIFO	290.000	Dec 07, 11	Oct 10, 13	7,443.80	6,931.82			511.98
RAYONIER INC REIT	FIFO	120.000	Oct 05, 11	Jan 09, 13	6,390.47	4,544.86			1,845.61
RPM INTL INC (DELA)	FIFO	30.000	Jul 28, 11	Jan 10, 13	906.47	648.84			257.63
	FIFO	80.000	Aug 04, 11	Jan 10, 13	2,417.26	1,594.87			822.39
	FIFO	175.000	Aug 04, 11	Feb 27, 13	5,336.37	3,488.77			1,847.60
	FIFO	125.000	Aug 11, 11	Feb 27, 13	3,811.69	2,426.47			1,385.22
SEAGATE TECHNOLOGY PLC SHS	FIFO	135.000	Jun 22, 12	Oct 22, 13	6,662.10	3,182.31			3,479.79
SONOCO PRODUCTS CO	FIFO	155.000	Jan 20, 11	Dec 03, 13	6,132.29	5,581.39			550.90

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Business Services Account

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Your Financial Advisor:  
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Realized gains and losses (continued)

Long-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment(\$)	Loss (\$)	Gain (\$)
UNILEVER PLC AMER SHS	FIFO	160.000	Jan 20, 11	Feb 26, 13	6,189.62	4,858.85			1,330.77
NEW SPON ADR	FIFO	15.000	Jan 20, 11	Jun 04, 13	626.04	455.52			170.52
	FIFO	145.000	Jan 25, 11	Jun 04, 13	6,051.71	4,364.52			1,687.19
<b>Total</b>					<b>\$238,910.88</b>	<b>\$173,602.72</b>		<b>(\$829.42)</b>	<b>\$65,937.58</b> <b>\$65,108.16</b> <b>\$79,180.42</b>

Net long-term capital gains or losses

Net capital gains/losses:





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Account name: GWR FOUNDATION -  
FW C0418 10  
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## Realized gains and losses

Estimated 2013 gains and losses for transactions with trade dates through 12/31/13 have been incorporated into this statement. Please note that gain or loss recognized on the sale or redemption of certain Structured Products, like Contingent Debt Securities, may be ordinary, and not capital, gain or loss. Please check with your tax advisor. To calculate gains and losses, we liquidate the oldest security lot first. This is known as the first-in, first-out or FIFO accounting method. We use this method unless you specified which tax lot to close when you placed your order. This is known as a versus purchases or VSP order.

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## Short-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment(\$)	Loss (\$)	Gain (\$)
AUTODESK INC	FIFO	95,000	Aug 27, 12	Feb 28, 13	3,474.14	2,865.20		-181.05	608.94
	FIFO	62,000	Jan 25, 13	Feb 28, 13	2,267.33	2,448.38		-20.48	
	FIFO	9,000	Jan 30, 13	Feb 28, 13	329.13	349.61		-176.65	
BED BATH & BEYOND INC	FIFO	23,000	Aug 08, 12	Mar 04, 13	1,300.33	1,476.98		-470.25	
	FIFO	176,000	Jan 25, 13	Mar 04, 13	9,950.36	10,420.61		-10.28	
	FIFO	5,000	Jan 30, 13	Mar 04, 13	282.68	292.96			
BIOGEN IDEC INC	FIFO	8,000	Mar 13, 13	Jun 18, 13	1,670.46	1,407.53			262.93
	FIFO	9,000	Mar 13, 13	Oct 29, 13	2,254.69	1,583.48			671.21
CVS CAREMARK CORP	FIFO	12,000	Mar 21, 13	Jun 18, 13	714.35	657.73			56.62
GILEAD SCIENCES INC	FIFO	16,000	Mar 12, 13	Jun 18, 13	824.64	740.49			84.15
	FIFO	60,000	Mar 12, 13	Oct 29, 13	4,117.76	2,776.85			1,340.91
INTEL CORP	FIFO	630,000	Jan 25, 13	Mar 19, 13	13,279.22	13,175.19			104.03
	FIFO	6,000	Jan 31, 13	Mar 19, 13	126.47	127.57		-1.10	
INTL BUSINESS MACH	FIFO	41,000	Jan 25, 13	Oct 29, 13	7,297.45	8,381.89		-1,084.44	
	FIFO	16,000	Apr 19, 13	Oct 29, 13	2,847.79	3,047.68		-199.89	
JOHNSON & JOHNSON COM	FIFO	5,000	Mar 27, 13	Oct 29, 13	464.41	406.08			58.33
LAUDER ESTEE COS CL A	FIFO	2,000	Sep 04, 12	Jan 30, 13	125.93	119.14			6.79
	FIFO	6,000	Sep 04, 12	Jun 18, 13	415.78	357.41			58.37
LOWES COMPANIES INC	FIFO	58,000	Aug 08, 12	Mar 22, 13	2,193.10	1,521.34			671.76
	FIFO	128,000	Jan 25, 13	Mar 22, 13	4,839.94	5,008.64		-168.70	
	FIFO	16,000	Jan 30, 13	Mar 22, 13	604.99	612.00		-7.01	
MONDELEZ INTL INC	FIFO	41,000	Mar 05, 13	Oct 29, 13	1,387.68	1,169.91			217.77
TARGET CORP	FIFO	148,000	Jan 25, 13	Oct 29, 13	9,516.91	9,172.79			344.12
	FIFO	5,000	Jan 30, 13	Oct 29, 13	321.52	304.58			16.94

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Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment(\$)	Loss (\$)	Gain (\$)
WALT DISNEY CO (HOLDING CO) DISNEY COM	FIFO	50,000	Aug 08, 12	Jun 18, 13	3,256.94	2,511.97			744.97
	FIFO	4,000	Aug 09, 12	Jun 18, 13	260.56	200.59			59.97
<b>Total</b>					<b>\$74,124.56</b>	<b>\$71,136.60</b>		<b>-\$2,319.85</b>	<b>\$5,307.81</b>
<b>Net short-term capital gains and losses</b>									

Long-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment(\$)	Loss (\$)	Gain (\$)
ADOBE SYSTEMS INC (DELAWARE)	FIFO	42,000	Jun 20, 11	Jun 18, 13	1,831.51	1,301.16			530.35
	FIFO	105,000	Jun 20, 11	Oct 29, 13	5,685.18	3,252.90			2,432.28
AMGEN INC	FIFO	15,000	Jan 21, 11	Jan 30, 13	1,279.92	851.50			428.42
	FIFO	109,000	Jan 21, 11	Mar 12, 13	9,962.37	6,187.55			3,774.82
	FIFO	5,000	Feb 02, 11	Mar 12, 13	456.99	277.69			179.30
	FIFO	64,000	Mar 18, 11	Mar 12, 13	5,849.46	3,448.32			2,401.14
	FIFO	6,000	Mar 18, 11	Jun 18, 13	602.16	323.28			278.88
	FIFO	13,000	Mar 18, 11	Oct 29, 13	1,523.03	700.44			822.59
AUTODESK INC	FIFO	238,000	Jan 21, 11	Feb 28, 13	8,703.63	9,915.70		-1,212.07	
	FIFO	171,000	Mar 18, 11	Feb 28, 13	6,253.45	6,773.16		-519.71	
	FIFO	63,000	Jun 28, 11	Feb 28, 13	2,303.90	2,395.05		-91.15	
	FIFO	103,000	Dec 19, 11	Feb 28, 13	3,766.70	3,197.95			568.75
	FIFO	8,000	Aug 27, 12	Feb 28, 13	292.56	292.35	51.07		0.21
BED BATH & BEYOND INC	FIFO	159,000	Jan 21, 11	Mar 04, 13	8,989.24	7,655.66			1,333.58
	FIFO	135,000	Mar 18, 11	Mar 04, 13	7,632.38	6,189.75			1,442.63
CELGENE CORP	FIFO	2,000	Jan 21, 11	Jan 30, 13	196.79	112.90			83.89
	FIFO	158,000	Jan 21, 11	Mar 12, 13	17,717.99	8,919.10			8,798.89
	FIFO	5,000	Feb 02, 11	Mar 12, 13	560.70	266.06			294.64
	FIFO	10,000	Feb 02, 11	Oct 29, 13	1,547.45	532.13			1,015.32
	FIFO	14,000	Mar 18, 11	Oct 29, 13	2,166.43	745.77			1,420.66

continued next page





ACCESS

Account name: GWR FOUNDATION -  
FW C0418 10  
Account number: #20-2890579

Your Financial Advisor:  
RODGERS / JOHNSTON / THOMPSON  
817-335-4731/800-441-8000

Realized gains and losses (continued)

Long-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment(\$)	Loss (\$)	Gain (\$)
COACH INC	FIFO	2 000	Jan 21, 11	Jan 30, 13	102 98	102 98	-3.74		83 47
	FIFO	18 000	Jan 21, 11	Jun 18, 13	1,043 93	960 46			29 58
COSTCO WHOLESALE CORP	FIFO	1 000	Jan 21, 11	Jan 30, 13	102 45	72 87			12 50
INTEL CORP	FIFO	31 000	Jan 21, 11	Jan 30, 13	661.02	648 52			64 04
	FIFO	405 000	Jan 21, 11	Mar 19, 13	8,536 64	8,472 60			356 90
	FIFO	328 000	Mar 18, 11	Mar 19, 13	6,913 62	6,556 72			249 07
INTL BUSINESS MACH	FIFO	5 000	Jan 21, 11	Jun 18, 13	1,026 52	777 45			1,237 32
	FIFO	55 000	Jan 21, 11	Oct 29, 13	9,789 27	8,551 95			836 73
	FIFO	39 000	Mar 18, 11	Oct 29, 13	6,941.48	6,104 75			
	FIFO	3 000	Aug 08, 12	Oct 29, 13	533 96	596 68		-62 72	
LOWES COMPANIES INC	FIFO	257 000	Jan 21, 11	Mar 22, 13	9,717 70	6,447 88			3,269 82
	FIFO	15 000	Feb 02, 11	Mar 22, 13	567.18	365 98			201 20
	FIFO	180 000	Mar 18, 11	Mar 22, 13	6,806 17	4,721 13			2,085 04
	FIFO	108 000	Jun 28, 11	Mar 22, 13	4,083 70	2,548 45			1,535 25
NIKE INC CL B	FIFO	32 000	Jan 21, 11	Jun 18, 13	1,989 05	1,324 77			664 28
	FIFO	67 000	Jan 21, 11	Oct 29, 13	5,069 36	2,773.72			2,295 64
ORACLE CORP	FIFO	6 000	Jan 21, 11	Jan 30, 13	211 83	195 36			16 47
QUALCOMM INC	FIFO	21 000	Jan 21, 11	Oct 29, 13	1,453 83	1,083.75			370 08
TARGET CORP	FIFO	24 000	Jan 21, 11	Jun 18, 13	1,678 89	1,345 87			333 02
	FIFO	134 000	Jan 21, 11	Oct 29, 13	8,616 66	7,514.45			1,102 21
	FIFO	10 000	Feb 02, 11	Oct 29, 13	643.04	532.87			110 17
	FIFO	128 000	Mar 18, 11	Oct 29, 13	8,230 84	6,387 05			1,843 79
	FIFO	7 000	Mar 25, 11	Oct 29, 13	450 13	349 84			100 29
	FIFO	21 000	Jun 28, 11	Oct 29, 13	1,350 37	986 53			363 84
WHOLE FOODS MARKET INC	FIFO	1 000	Aug 18, 11	Jan 30, 13	95 10	60 27			34 83
	FIFO	10 000	Aug 18, 11	Jun 18, 13	524 29	301 37			222 92
	FIFO	83 000	Aug 18, 11	Oct 29, 13	5,378 56	2,501.39			2,877 17
<b>Total</b>					<b>\$179,840.41</b>	<b>\$135,624.08</b>		<b>-\$1,885.65</b>	<b>\$46,101.98</b>
<b>Net long-term capital gains or losses</b>									<b>\$44,216.33</b>
<b>Net capital gains/losses:</b>									<b>\$47,204.29</b>

# Application for Extension of Time To File an Exempt Organization Return

(Rev. January 2014)

Department of the Treasury  
Internal Revenue Service

▶ File a separate application for each return.

▶ Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits

**Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).**

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions. <u>GWR Foundation</u>	Employer identification number (EIN) or <u>20-2890579</u>
	Number, street, and room or suite no. If a P.O. box, see instructions. <u>319 Lipscomb Street</u>	Social security number (SSN)
File by the due date for filing your return See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <u>Fort Worth TX 76104</u>	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

Sally Sloan  
319 Lipscomb Street

- The books are in the care of ▶ Fort Worth TX 76104

Telephone No. ▶ 817-810-4220

FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ . If this is for the whole group, check this box  . If it is for part of the group, check this box  and attach

a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15/14 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶  calendar year 2013 or

▶  tax year beginning \_\_\_\_\_ , and ending \_\_\_\_\_

2 If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return

Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	3a	\$	23,480
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit.	3b	\$	13,480
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	\$	10,000

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions