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Form 990-PF

## Return of Private Foundation

2013

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Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

Name of foundation ROTARY CLUB OF BROWNSVILLE CHARITABLE FOUNDATION		A Employer identification number 20-3589282
Number and street (or P O box number if mail is not delivered to street address) P O Box 5110		B Telephone number (see instructions) (956) 982-9821
City or town, state or province, country, and ZIP or foreign postal code Brownsville, TX 78523		
<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>C</b> If exemption application is pending, check here <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>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>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$</b> 291,392		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> (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)	690			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,079	2,079	2,079	
	4 Dividends and interest from securities. . . . .	4,681	4,681	4,681	
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	6,819			
	b Gross sales price for all assets on line 6a 104,297				
	7 Capital gain net income (from Part IV, line 2) . . .		6,819		
	8 Net short-term capital gain . . . . .			3,111	
	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) . . . . .				
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	14,269	13,579	9,871	
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .				
	c Other professional fees (attach schedule) . . . . .				
	17 Interest . . . . .	22	22	22	
	18 Taxes (attach schedule) (see instructions) . . . . .	328	119	119	209
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	2,992	2,992	2,992	
	<b>24 Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	3,342	3,133	3,133	209
	25 Contributions, gifts, grants paid . . . . .	16,140			16,140
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	19,482	3,133	3,133	16,349
	<b>27 Subtract line 26 from line 12</b>				
	<b>a Excess of revenue over expenses and disbursements</b>	-5,213			
	<b>b Net investment income</b> (if negative, enter -0-) . . .		10,446		
	<b>c Adjusted net income</b> (if negative, enter -0-) . . .			6,738	

<b>Part II</b> <b>Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )		
		End of year		
	(a) Book Value	(b) Book Value	(c) Fair Market Value	
<b>Assets</b>				
1	Cash—non-interest-bearing . . . . .	3,543	4,706	4,706
2	Savings and temporary cash investments . . . . .	7,079	10,385	10,385
3	Accounts receivable ►			
	Less allowance for doubtful accounts ►			
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable . . . . .			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
7	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
8	Inventories for sale or use . . . . .			
9	Prepaid expenses and deferred charges . . . . .			
10a	Investments—U S and state government obligations (attach schedule)	18,544	19,216	18,267
b	Investments—corporate stock (attach schedule)	201,033	188,571	219,699
c	Investments—corporate bonds (attach schedule)	37,469	39,815	38,335
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans . . . . .			
13	Investments—other (attach schedule) . . . . .			
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►) . . . . .			
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	267,668	262,693	291,392
<b>Liabilities</b>				
17	Accounts payable and accrued expenses . . . . .	388	209	
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) . . . . .	388	209	
<b>Net Assets or Fund Balances</b>				
24	Unrestricted . . . . .	267,280	262,484	
25	Temporarily restricted . . . . .			
26	Permanently restricted . . . . .			
27	<b>Foundations that do not follow SFAS 117, check here ►</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
28	Capital stock, trust principal, or current funds . . . . .			
29	Paid-in or capital surplus, or land, bldg , and equipment fund			
30	Retained earnings, accumulated income, endowment, or other funds			
31	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	267,280	262,484	
	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	267,668	262,693	

**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	267,280
2	Enter amount from Part I, line 27a . . . . .	2	-5,213
3	Other increases not included in line 2 (itemize) ►	3	417
4	Add lines 1, 2, and 3 . . . . .	4	262,484
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	262,484

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

**1** Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2012			
2011			
2010			
2009			
2008			
<b>2</b>	<b>Total</b> of line 1, column (d). . . . .		<b>2</b>
<b>3</b>	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 . . .		<b>3</b>
<b>4</b>	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .		<b>4</b>
<b>5</b>	Multiply line 4 by line 3. . . . .		<b>5</b>
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b). . . . .		<b>6</b>
<b>7</b>	Add lines 5 and 6. . . . .		<b>7</b>
<b>8</b>	Enter qualifying distributions from Part XII, line 4. . . . .		<b>8</b>

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ <b>(attach copy of letter if necessary—see instructions)</b>		1	209
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 . . . . .		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	2	
3	Add lines 1 and 2. . . . .	3	209
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	4	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5	209
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	
b	Exempt foreign organizations—tax withheld at source . . . . .	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld . . . . .	6d	
7	Total credits and payments Add lines 6a through 6d. . . . .	7	
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <input type="checkbox"/>	9	209
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . . <input type="checkbox"/>	10	
11	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

		<b>Yes</b>	<b>No</b>
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	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .	1b	No
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
c	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a	No
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	4b	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> TX		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	Yes
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). . . . .	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . .	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No

Website address ► N/A

14 The books are in care of ► Roger McKnight Telephone no ► (956) 466-8096  
 Located at ► P O Box 5110 Brownsville TX ZIP +4 ► 785235110

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

16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .  Yes  No  
 See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>1a</b>	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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . . . . Organizations relying on a current notice regarding disaster assistance check here . . . . . ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>c</b>	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? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>2</b>	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))		
<b>a</b>	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>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions) . . . . .		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
<b>3a</b>	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>b</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) . . . . .		
<b>4a</b>	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
<b>b</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? . . . . .		

**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))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? . . . . .  Organizations relying on a current notice regarding disaster assistance check here. . . . .      ► <input type="checkbox"/>	5b	No
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? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .  <i>If "Yes" to 6b, file Form 8870.</i>	6b	No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .	7b	No

## **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)**

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

E - Compensation of five highest paid employees (other than those included on line 2 - See instructions). If none, enter "NONE".				
<b>(a)</b> Name and address of each employee paid more than \$50,000	<b>(b)</b> Title, and average hours per week devoted to position	<b>(c)</b> Compensation	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	<b>(e)</b> Expense account, other allowances
NONE				
<b>Total</b> number of other employees paid over \$50,000. . . . .				

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total</b> 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 Contribution to the Gladys Porter Zoo in Brownsville Texas for construction of educational building for zoological and wildlife classes open to the public Benefits 25,000 children	6,500
2 Contribution to Brownsville Spay/Neuter Clinic to subsidize cost of spaying, neutering, immunizations and adoptions of cats, dogs and other pets in the Brownsville area Benefitted 100 families directly and related advertising publicized need for responsible pet ownership	3,500
3 Equipment and services for the treatment of handicapped children in the local community Benefits over 2,200 disadvantaged children	4,000
4 Disaster relief and reconstruction following major fire in West, Texas, which destroyed or damaged 150 homes and buildings Benefitted more than 160 individuals	1,640

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	
<b>Total.</b> Add lines 1 through 3 . . . . .	►

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	279,799
b	Average of monthly cash balances. . . . .	1b	8,658
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	<b>Total</b> (add lines 1a, b, and c). . . . .	1d	288,457
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	
3	Subtract line 2 from line 1d. . . . .	3	288,457
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	4,327
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	284,130
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	6	14,207

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

**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	16,349
b	Program-related investments—total from Part IX-B. . . . .	1b	
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	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	16,349
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	5	
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	6	16,349

**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				
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only. . . . .				
<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 Total</b> of lines 3a through e. . . . .				
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ► \$ _____				
<b>a</b> Applied to 2012, but not more than line 2a				
<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. . . . .				
<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. . . . .				
<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.				2006-05-12
b	Check box to indicate whether the organization is a private operating foundation described in section <input checked="" type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.				
b	85% of line 2a				
c	Qualifying distributions from Part XII, line 4 for each year listed				
d	Amounts included in line 2c not used directly for active conduct of exempt activities				
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				
3	Complete 3a, b, or c for the alternative test relied upon				
a	"Assets" alternative test—enter				
(1)	Value of all assets				
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
c	"Support" alternative test—enter				
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III)				
(3)	Largest amount of support from an exempt organization				
(4)	Gross investment income				

**Part XV Supplementary Information** (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

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

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

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

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

Sandy Ray  
P O Box 5110  
Brownsville, TX 78523  
(956) 592-2003

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

Applications may be made by organizations exempt under 501(c)(3) that have active direct support projects that meet our stated exempt purpose, and have a proven system of management and oversight A description of how the request will benefit the local community, number of persons benefited, detail and justification for requested amount should be included No such applications are pending at this time

c Any submission deadlines

To be established, response expected to be within 2 months

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

Preference will be given to requests that will benefit the local community Grants will be primarily for educational and/or humanitarian purposes, for example sending students to leadership camp or purchasing medical equipment for the local clinics

**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)				
<b>a Paid during the year</b> See Additional Data Table				
<b>Total</b> . . . . .			► 3a	16,140
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Line	Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
			(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue							
<b>a</b>							
<b>b</b>							
<b>c</b>							
<b>d</b>							
<b>e</b>							
<b>f</b>							
<b>g</b> Fees and contracts from government agencies							
<b>2</b> Membership dues and assessments.							
<b>3</b> Interest on savings and temporary cash investments.							
<b>4</b> Dividends and interest from securities.					14	2,079	
<b>5</b> Net rental income or (loss) from real estate					14	4,681	
<b>a</b> Debt-financed property.							
<b>b</b> Not debt-financed property.							
<b>6</b> Net rental income or (loss) from personal property.							
<b>7</b> Other investment income.							
<b>8</b> Gain or (loss) from sales of assets other than inventory.							6,819
<b>9</b> Net income or (loss) from special events							
<b>10</b> Gross profit or (loss) from sales of inventory.							
<b>11</b> Other revenue <b>a</b>							
<b>b</b>							
<b>c</b>							
<b>d</b>							
<b>e</b>							
<b>12</b> Subtotal Add columns (b), (d), and (e).						6,760	6,819
<b>13</b> <b>Total.</b> Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations.)						13	13,579

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



## TY 2013 IRS Payment

**Name:** ROTARY CLUB OF BROWNSVILLE  
CHARITABLE FOUNDATION

**EIN:** 20-3589282

**Software ID:** 13000170

**Software Version:** 2013v3.1

**Type of Account:** Checking

**Payment Amount in Dollars and  
Cents:** 209

**Requested Payment Date:** 2014-08-08

**Taxpayer's Daytime Phone  
Number:** (956) 982-9821

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

<b>(a) Name and address</b>	<b>(b) Title, and average hours per week devoted to position</b>	<b>(c) Compensation (If not paid, enter -0-)</b>	<b>(d) Contributions to employee benefit plans and deferred compensation</b>	<b>(e) Expense account, other allowances</b>
Sandy Ray	President 0 20	0		
P O Box 5110 Brownsville, TX 785235110				
Marshall Ray	Director 0 20	0		
P O Box 5110 Brownsville, TX 785235110				
Roger McKnight	Treasurer 0 20	0		
P O Box 5110 Brownsville, TX 785235110				
Valda S Rispoli	Secretary 0 20	0		
P O Box 5110 Brownsville, TX 785235110				
Ivan Welker	Director 0 20	0		
P O Box 5110 Brownsville, TX 785235110				

## Form 990PF Part XV Line 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)				
<b>a Paid during the year</b>				
Gladys Porter Zoo 500 Ringgold Brownsville, TX 78520	N/A	501(c)(3)	educational building for zoological and wildlife classes offered to the public	6,500
Brownsville SpayNeuter Clinic 416 FM 511 Brownsville, TX 78521	N/A	501(c)(3)	Prevention of cruelty to animals	3,500
Moody Clinic 1150 Paredes Line Road Brownsville, TX 78520	N/A	501(c)(3)	Provide services and equipment to handicapped children Benefits more than 2,200 children	4,000
Rotary District 5870 P O Box 86 Shiner, TX 77984	N/A	501(c)(3)	Disaster relief and rehabilitation	1,640
Cub Scout Troop Food Drive 34 North Coria Street Brownsville, TX 78520	N/A	501(c)(3)	Grant to provide food to needy families Benefits 50 families	500
<b>Total . . . . .</b>			<b>► 3a</b>	<b>16,140</b>

## TY 2013 Investments Corporate Bonds Schedule

**Name:** ROTARY CLUB OF BROWNSVILLE  
CHARITABLE FOUNDATION

**EIN:** 20-3589282

**Software ID:** 13000170

**Software Version:** 2013v3.1

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Wells Fargo Advisors account 6934 US	35,605	34,340
Wells Fargo Account 6934 foreign	4,210	3,995

## TY 2013 Investments Corporate Stock Schedule

**Name:** ROTARY CLUB OF BROWNSVILLE  
CHARITABLE FOUNDATION

**EIN:** 20-3589282

**Software ID:** 13000170

**Software Version:** 2013v3.1

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Wells Fargo Advisors Account 6934	188,571	219,699

## TY 2013 Investments Government Obligations Schedule

**Name:** ROTARY CLUB OF BROWNSVILLE  
CHARITABLE FOUNDATION

**EIN:** 20-3589282

**Software ID:** 13000170

**Software Version:** 2013v3.1

**US Government Securities - End of  
Year Book Value:** 19,216

**US Government Securities - End of  
Year Fair Market Value:** 18,267

**State & Local Government  
Securities - End of Year Book  
Value:**

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

## TY 2013 Other Expenses Schedule

**Name:** ROTARY CLUB OF BROWNSVILLE  
CHARITABLE FOUNDATION

**EIN:** 20-3589282

**Software ID:** 13000170

**Software Version:** 2013v3.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Brokerage fees	2,917	2,917	2,917	
Other investment expenses	75	75	75	

## TY 2013 Other Increases Schedule

**Name:** ROTARY CLUB OF BROWNSVILLE  
CHARITABLE FOUNDATION

**EIN:** 20-3589282

**Software ID:** 13000170

**Software Version:** 2013v3.1

Description	Amount
Non dividend distributions	69
Timing differences	348

## TY 2013 Taxes Schedule

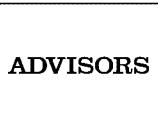
**Name:** ROTARY CLUB OF BROWNSVILLE  
CHARITABLE FOUNDATION

**EIN:** 20-3589282

**Software ID:** 13000170

**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2013 Federal excise tax	209			209
Foreign taxes	119	119	119	



## 2013 SUMMARY AMENDMENT

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Amended Date: 2/14/14

ROTARY CLUB OF BROWNSVILLE  
CHARITABLE FOUNDATION  
PO BOX 5110  
BROWNSVILLE TX 78523-5110

Your Financial Advisor :  
MERRILL\*-BUENROSTRO  
2334 BOCA CHICA  
SUITE 400  
BROWNSVILLE TX 78521  
(956) 541-6344

Account Number: 4247-6934

### Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes.  
Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

For noncovered transactions, we provide supplemental cost basis information, when it is available, to assist you with completing your tax return, however, THIS INFORMATION IS NOT PROVIDED TO THE INTERNAL REVENUE SERVICE

#### SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
ACCENTURE PLC IRELAND / G1151C101 SHARES CLASS A 01/23/13	3 0000	08/24/12	213 21	183 00	30 21	SALE
AMERICAN TOWER CORP / 03027X100 REIT 01/23/13	2 0000	08/24/12	158 36	138 89	19 47	SALE
	44 0000	08/24/12	3,031 89	3,055 44	-23 55	SALE
AMERISOURCEBERGEN CORP / 03073E105 11/12/13	3 0000	06/28/13	204 45	167 96	36 49	SALE
ASCENA RETAIL GROUP INC / 04351G101 01/23/13	2 0000	08/24/12	32 96	38 44	-5 48	SALE
	74 0000	08/24/12	1,217 23	1,422 16	-204 93	SALE
AT & T INC / 00206R102 01/23/13	5 0000	08/24/12	169 35	184 49	-15 14	SALE
	45 0000	08/24/12	1,612 39	1,660 32	-47 93	SALE
	39 0000	08/24/12	1,394 30	1,438 94	-44 64	SALE
BRINKER INTL INC / 109641100 01/23/13	1 0000	08/24/12	32 65	34 48	-1 83	SALE
CARDTRONICS INC / 14161H108 01/23/13	2 0000	08/24/12	52 14	58 39	-6 25	SALE

# 2013 SUMMARY AMENDMENT

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Amended Date: 2/14/14

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CHARITABLE FOUNDATION  
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BROWNSVILLE TX 78523-5110

Your Financial Advisor :  
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2334 BOCA CHICA  
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(956) 541-6344

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## Year-End Account Summary

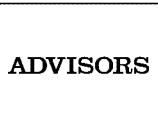
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### SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

*continued*

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
CHURCH & DWIGHT INC / 171340102 01/23/13	1 0000	08/24/12	56 84	55 14	1 70	SALE
04/15/13	1 0000	08/24/12	63 89	55 14	8 75	SALE
CISCO SYSTEMS INC / 17275R102 01/23/13	6 0000	08/24/12	124 86	115 00	9 86	SALE
04/15/13	1 0000	08/24/12	21 47	19 17	2 30	SALE
CITIGROUP INC NEW / 172967424 11/12/13	3 0000	05/29/13	149 31	156 88	-7 57	SALE
COSTCO WHSL CORP NEW / 22160K105 COM 01/23/13	1 0000	01/04/13	102 24	102 12	0 12	SALE
11/12/13	2 0000	01/04/13	243 50	204 24	39 26	SALE
CULLEN FROST BANKERS INC / 229899109 01/23/13	1 0000	08/24/12	58 06	56 32	1 74	SALE
DELPHI AUTOMOTIVE PLC / G27823106 11/12/13	3 0000	05/29/13	165 24	149 06	16 18	SALE
DICKS SPORTING GOODS / 253393102 INC 01/23/13	3 0000	08/24/12	144 27	147 14	-2 87	SALE
DONALDSON COMPANY INC / 257651109 01/23/13	2 0000	08/24/12	73 38	70 61	2 77	SALE
07/18/13	18 0000	08/24/12	668 62	635 49	33 13	SALE



## 2013 SUMMARY AMENDMENT

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Amended Date: 2/14/14

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#### SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

*continued*

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
07/19/13	18 0000	08/24/12	663.31	635.49	27.82	SALE
07/22/13	19 0000	08/24/12	696.79	670.78	26.01	SALE
E M C CORP MASS / 268648102						
01/23/13	4 0000	08/24/12	97.88	105.04	-7.16	SALE
	48 0000	08/24/12	1,119.55	1,260.48	-140.93	
	68 0000	12/18/12	1,586.03	1,754.99	-168.96	
05/06/13	116 0000	Various	2,705.58	3,015.47	-309.89	SALE
						TOTAL 2 LOTS
EASTMAN CHEMICAL CO / 277432100						
01/23/13	2 0000	08/24/12	141.72	110.08	31.64	SALE
ENSCO PLC / G3157S106						
CLASS A						
01/23/13	1 0000	08/24/12	61.80	56.69	5.11	SALE
EXPRESS SCRIPTS HLDG CO / 30219G108						
04/15/13	1 0000	08/24/12	56.41	61.58	-5.17	SALE
06/28/13	23 0000	08/24/12	1,423.65	1,416.26	7.39	SALE
EXXON MOBIL CORP / 30231G102						
01/23/13	1 0000	08/24/12	90.61	87.63	2.98	SALE
GILEAD SCIENCES INC / 375558103						
11/12/13	2 0000	06/28/13	134.98	102.64	32.34	SALE
GRACO INCORPORATED COM / 384109104						
01/23/13	1 0000	08/24/12	55.26	50.03	5.23	SALE

# 2013 SUMMARY AMENDMENT

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Amended Date: 2/14/14

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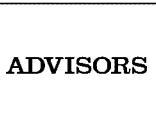
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### SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

*continued*

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
HUBBELL INC CL B 01 PAR / 443510201 01/23/13	1 0000	08/24/12	87 17	82 95	4 22	SALE
HUNTINGTON BANCSHRES INC / 446150104 01/23/13	6 0000	10/09/12	42 19	42 85	-0 66	SALE
	1 0000	10/09/12	7 36	7 15	0 21	SALE
	93 0000	10/09/12	769 62	664 14	105 48	SALE
	92 0000	10/09/12	772 04	656 99	115 05	SALE
INTEL CORP / 458140100 01/18/13	45 0000	08/24/12	953 09	1,122 12	-169 03	SALE
	1 0000	08/24/12	21 07	24 94	-3 87	SALE
INTERNATIONAL PAPER CO / 460146103 01/23/13	3 0000	08/24/12	126 96	103 22	23 74	SALE
ISHARES CORE S&P SMALLCAP ET / 464287804 01/23/13	1 0000	10/09/12	82 51	76 39	6 12	SALE
	17 0000	01/04/13	1,705 42	1,373 47	331 95	SALE
ISHARES CORE S&P MIDCAP / 464287507 ETF 11/12/13	3 0000	04/29/13	384 56	344 34	40 22	SALE
ISHARES MSCI SOUTH KOREA CAPPED ET / 464286772 01/23/13	2 0000	08/24/12	122 86	113 96	8 90	SALE
	2 0000	08/24/12	111 50	113 95	-2 45	SALE



## 2013 SUMMARY AMENDMENT

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Amended Date: 2/14/14

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#### SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

*continued*

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
10/29/13	26 0000	08/01/13	1,696.38	1,464.07	232.31	SALE
ISHARES MSCI AUSTRALIA ET / 464286103 10/29/13	97 0000	08/01/13	2,601.76	2,259.23	342.53	SALE
ISHARES MSCI UNITED KINGDOM ET / 464286699 01/23/13	6 0000	08/24/12	109.26	102.71	6.55	SALE
ISHARES MSCI GERMANY ET / 464286806 11/12/13	5 0000	04/30/13	145.70	127.10	18.60	SALE
KBR INC / 48242W106 01/23/13	3 0000	08/24/12	90.87	81.41	9.46	SALE
KROGER COMPANY COMMON / 501044101 11/12/13	3 0000	05/16/13	125.64	105.57	20.07	SALE
MASIMO CORP / 574795100 01/23/13	1 0000	08/24/12	20.91	22.24	-1.33	SALE
	1 0000	08/24/12	19.92	22.24	-2.32	SALE
04/15/13	32 0000	08/24/12	681.51	711.68	-30.17	SALE
06/28/13	8 0000	08/24/12	173.50	177.92	-4.42	SALE
07/01/13	6 0000	08/24/12	129.80	133.44	-3.64	SALE
METLIFE INC / 59156R108 01/23/13	3 0000	08/24/12	111.39	103.88	7.51	SALE

# 2013 SUMMARY AMENDMENT

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ROTARY CLUB OF BROWNSVILLE  
CHARITABLE FOUNDATION  
PO BOX 5110  
BROWNSVILLE TX 78523-5110

Your Financial Advisor :  
MERRILL\*-BUENROSTRO  
2334 BOCA CHICA  
SUITE 400  
BROWNSVILLE TX 78521  
(956) 541-6344

Account Number: 4247-6934

## Year-End Account Summary

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### SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

*continued*

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
MICROSOFT CORP / 594918104 01/23/13	2 0000	08/24/12	55 01	60 82	-5 81	SALE
07/19/13	47 0000	08/24/12	1,471 69	1,429 27	42 42	SALE
11/12/13	4 0000	05/06/13	149 52	134 73	14 79	SALE
MONDELEZ INTL INC / 609207105 01/23/13	3 0000	10/03/12	83 07	83 60	-0 53	SALE
05/16/13	59 0000	10/03/12	1,856 96	1,644 02	212 94	SALE
OMNICOM GROUP / 681919106 01/23/13	1 0000	08/24/12	53 64	51 16	2 48	SALE
ONEOK INC NEW / 682680103 04/15/13	1 0000	08/24/12	49 61	44 68	4 93	SALE
05/29/13	23 0000	08/24/12	1,055 42	1,027 64	27 78	SALE
ORACLE CORPORATION / 68389X105 01/23/13	4 0000	08/24/12	140 00	127 15	12 85	SALE
PEPSICO INCORPORATED / 713448108 01/04/13	33 0000	08/24/12	2,288 46	2,415 13	-126 67	SALE
PFIZER INCORPORATED / 717081103 01/23/13	2 0000	11/09/12	53 12	48 46	4 66	SALE
04/15/13	1 0000	11/09/12	30 97	24 23	6 74	SALE
PHILIP MORRIS / 718172109 INTERNATIONAL INC 01/23/13	1 0000	08/24/12	88 83	88 61	0 22	SALE



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#### SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

*continued*

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
PHILLIPS 66 / 718546104 01/23/13	2 0000	11/01/12	109.44	94.34	15.10	SALE
POWERSHARES S&P ET / 73937B506 SMALLCAP CONSUMER DISCRETIONARY PORTFOLIO 01/23/13	4 0000	08/24/12	140.16	125.71	14.45	SALE
POWERSHARES S&P ET / 73937B837 SMALLCAP UTILITIES PORTFOLIO 01/23/13 04/15/13	2 0000 1 0000	08/24/12 08/24/12	61.46 33.02	61.70 30.85	-0.24 2.17	SALE SALE
POWERSHARES S&P ET / 73937B803 SMALLCAP FINANCIALS PORTFOLIO 01/23/13 04/15/13	6 0000 1 0000	08/24/12 08/24/12	194.82 34.49	182.08 30.35	12.74 4.14	SALE SALE
POWERSHARES S&P ET / 73937B860 SMALLCAP INFORMATION TECHNOLOGY PORTFOLIO 01/23/13	5 0000	08/24/12	162.40	150.44	11.96	SALE
POWERSHARES S&P ET / 73937B878 SMALLCAP INDUSTRIALS PORTFOLIO 01/23/13	1 0000	08/24/12	34.08	29.35	4.73	SALE

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## Year-End Account Summary

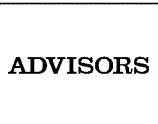
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### SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

*continued*

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
POWERSHARES S&P 500 SMALLCAP HEALTH CARE PORTFOLIO						
01/23/13	3 0000	08/24/12	112.38	107.73	4.65	SALE
04/15/13	1 0000	08/24/12	39.09	35.91	3.18	SALE
PVH CORP	693656100					
01/23/13	1 0000	08/24/12	116.56	87.81	28.75	SALE
ROBERT HALF INTL INC	770323103					
11/12/13	4 0000	07/18/13	154.60	142.33	12.27	SALE
SELECT SECTOR SPDR FD MATERIALS	81369Y100					
01/23/13	1 0000	01/15/13	39.49	39.01	0.48	SALE
08/01/13	42 0000	01/15/13	1,716.94	1,638.08	78.86	SALE
SPDR EURO STOXX 50	ET / 78463X202					
11/12/13	5 0000	10/29/13	199.45	205.35	-5.90	SALE
SPDR S&P BIOTECH	ET / 78464A870					
01/23/13	1 0000	10/22/12	95.22	89.06	6.16	SALE
06/28/13	18 0000	10/22/12	1,883.76	1,603.08	280.68	SALE
SPDR S&P 500 TRUST	ET / 78462F103					
01/04/13	14 0000	08/24/12	2,045.90	1,977.44	68.46	SALE
01/23/13	2 0000	08/24/12	298.29	282.50	15.79	SALE
08/01/13	20 0000	08/24/12	3,407.47	2,824.91	582.56	SALE



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#### SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

*continued*

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
TIME WARNER INC NEW / 887317303 01/23/13	2 0000	08/24/12	101 02	84 62	16 40	SALE
07/18/13	32 0000	08/24/12	1,988 20	1,353 78	634 42	SALE
UNION PACIFIC CORP / 907818108 01/23/13	1 0000	11/27/12	134 53	122 61	11 92	SALE
UNITEDHEALTH GROUP / 91324P102 INC 01/23/13	1 0000	08/24/12	55 78	54 21	1 57	SALE
05/15/13	27 0000	08/24/12	1,660 34	1,463 43	196 91	SALE
US BANCORP NEW / 902973304 01/23/13	2 0000	11/29/12	66 10	64 99	1 11	SALE
05/06/13	40 0000	11/29/12	1,314 71	1,299 66	15 05	SALE
VANGUARD FTSE ET / 921943858 DEVELOPED MARKETS ETF 04/30/13	37 0000	08/24/12	1,415 49	1,220 48	195 01	SALE
08/01/13	40 0000	08/24/12	1,516 96	1,319 44	197 52	SALE
VANGUARD TOTAL BOND ET / 921937835 MARKET 01/23/13	5 0000	08/24/12	419 71	423 67	-3 96	SALE
WHITING PETROLEUM CORP / 966387102 01/23/13	1 0000	08/24/12	47 89	43 93	3 96	SALE
<b>TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES</b>			<b>54,187.64</b>	<b>50,866.82</b>	<b>3,320.82</b>	

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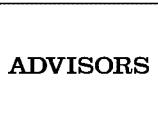
## Year-End Account Summary

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### SHORT TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6)

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
BLACKROCK INC / 09247XAJ0 SR UNSECURED CPN 3 375% DUE 06/01/22 DTD 05/25/12 FC 12/01/12 04/15/13	1,000 0000	08/24/12	1,070 49	1,055 37	15 12	SALE
CVS CAREMARK CORP / 126650BZ2 SR UNSECURED CPN 2 750% DUE 12/01/22 DTD 11/29/12 FC 06/01/13 04/15/13	1,000 0000	12/04/12	1,002 71	1,007 57	-4 86	SALE
GENERAL ELEC CAP CORP / 36962G4T8 SR UNSECURED CPN 2 250% DUE 11/09/15 DTD 11/09/10 FC 05/09/11 01/15/13	2,000 0000	08/24/12	2,066 50	2,067 74	-1 24	SALE
US TREASURY / 912828HH6 NOTES CPN 4 250% DUE 11/15/17 DTD 11/15/07 FC 05/15/08 01/23/13	1,000 0000	08/24/12	1,167 46	1,178 29	-10 83	SALE
<b>TOTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES</b>			<b>5,307.16</b>	<b>5,308.97</b>	<b>-1.81</b>	



## 2013 SUMMARY AMENDMENT

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#### LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
ACCENTURE PLC IRELAND / G1151C101 SHARES CLASS A 11/12/13	3 0000	08/24/12	228.81	182.99	45.82	SALE
AT & T INC / 00206R102 11/12/13	2 0000	08/24/12	69.98	73.80	-3.82	SALE
CARDTRONICS INC / 14161H108 11/12/13	4 0000	08/24/12	163.44	116.77	46.67	SALE
CHEVRON CORPORATION / 166764100 01/23/13	1 0000	01/07/11	115.33	90.57	24.76	SALE
CHURCH & DWIGHT INC / 171340102 11/12/13	2 0000	08/24/12	128.66	110.27	18.39	SALE
CISCO SYSTEMS INC / 17275R102 11/12/13	10 0000	08/24/12	237.50	191.66	45.84	SALE
DICKS SPORTING GOODS / 253393102 INC 11/12/13	4 0000	08/24/12	219.46	196.19	23.27	SALE
EASTMAN CHEMICAL CO / 277432100 11/12/13	2 0000	08/24/12	158.21	110.08	48.13	SALE
ENSCO PLC / G3157S106 CLASS A 11/12/13	2 0000	08/24/12	123.32	113.37	9.95	SALE
EXXON MOBIL CORP / 30231G102 11/12/13	2 0000	08/24/12	185.64	175.26	10.38	SALE

# 2013 SUMMARY AMENDMENT

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### LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

*continued*

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
GRACO INCORPORATED COM / 384109104 11/12/13	2 0000	08/24/12	154.16	100.06	54.10	SALE
INTEL CORP / 458140100 11/12/13	3 0000	08/24/12	73.17	74.81	-1.64	SALE
INTERNATIONAL PAPER CO / 460146103 11/12/13	5 0000	08/24/12	221.05	172.03	49.02	SALE
ISHARES ET / 464288638 INTERMEDIATE CREDIT BOND 01/23/13	1 0000	01/07/11	111.33	105.49	5.84	SALE
ISHARES CORE S&P ET / 464287804 SMALLCAP 10/11/13	17 0000	10/09/12	1,705.40	1,298.62	406.78	SALE
ISHARES IBOXX & ET / 464287242 INVESTMENT GRADE CORP BD 01/23/13	1 0000	01/07/11	120.77	108.91	11.86	SALE
ISHARES MSCI ET / 464286772 SOUTH KOREA CAPPED 09/13/13	40 0000	08/24/12	2,456.36	2,279.00	177.36	SALE
	15 0000	08/24/12	978.68	854.62	124.06	SALE
ISHARES MSCI ET / 464286699 UNITED KINGDOM 11/12/13	8 0000	08/24/12	160.64	136.94	23.70	SALE
JPMORGAN CHASE & CO / 46625H100 01/23/13	4 0000	01/07/11	184.72	172.40	12.32	SALE



## 2013 SUMMARY AMENDMENT

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Amended Date: 2/14/14

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#### LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

*continued*

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
04/15/13	2 0000	01/07/11	98 07	86 20	11 87	SALE
11/12/13	4 0000	01/07/11	215 48	172 40	43 08	SALE
KBR INC / 48242W106						
11/12/13	4 0000	08/24/12	137 76	108 55	29 21	SALE
12/17/13	34 0000	08/24/12	1,016 52	922 64	93 88	SALE
12/18/13	26 0000	08/24/12	769 09	705 54	63 55	SALE
METLIFE INC / 59156R108						
11/12/13	5 0000	08/24/12	246 56	173 13	73 43	SALE
MICROSOFT CORP / 594918104						
11/12/13	3 0000	08/24/12	112 14	91 22	20 92	SALE
ORACLE CORPORATION / 68389X105						
11/12/13	7 0000	08/24/12	243 25	222 51	20 74	SALE
PFIZER INCORPORATED / 717081103						
11/12/13	7 0000	11/09/12	220 22	169 61	50 61	SALE
PHILLIPS 66 / 718546104						
11/12/13	2 0000	11/01/12	130 24	94 34	35 90	SALE
POWERSHARES S&P 500 SMALLCAP CONSUMER DISCRETIONARY PORTFOLIO						
11/12/13	6 0000	08/24/12	275 28	188 55	86 73	SALE

# 2013 SUMMARY AMENDMENT

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### LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

*continued*

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
POWERSHARES S&P SMALLCAP UTILITIES PORTFOLIO 11/12/13	ET / 73937B837 2 0000	08/24/12	67 94	61 70	6 24	SALE
POWERSHARES S&P SMALLCAP FINANCIALS PORTFOLIO 11/12/13	ET / 73937B803 7 0000	08/24/12	266 14	212 43	53 71	SALE
POWERSHARES S&P SMALLCAP INFORMATION TECHNOLOGY PORTFOLIO 11/12/13	ET / 73937B860 5 0000	08/24/12	208 15	150 44	57 71	SALE
POWERSHARES S&P SMALLCAP INDUSTRIALS PORTFOLIO 11/12/13	ET / 73937B878 2 0000	08/24/12	84 92	58 70	26 22	SALE
POWERSHARES S&P SMALLCAP HEALTH CARE PORTFOLIO 11/12/13 12/19/13	ET / 73937B886 6 0000 44 0000	08/24/12 08/24/12	316 07 2,360 18	215 46 1,580 04	100 61 780 14	SALE SALE
PVH CORP / 693656100 10/23/13 10/24/13	15 0000 16 0000	08/24/12 08/24/12	1,822 66 1,913 00	1,317 09 1,404 88	505 57 508 12	SALE SALE



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#### LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

*continued*

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
SPDR BARCLAYS HIGH YIELD BOND ETF 01/23/13	6 0000	01/07/11	248 05	240 24	7 81	SALE
	04/15/13	1 0000	01/07/11	41 10	40 04	1 06
	11/12/13	6 0000	01/07/11	241 50	240 24	1 26
SPDR S&P 500 TRUST 11/12/13	3 0000	08/24/12	529 94	423 74	106 20	SALE
UNITED TECHNOLOGIES CORP / 913017109 01/23/13	1 0000	01/07/11	87 84	79 03	8 81	SALE
	11/12/13	2 0000	01/07/11	214 86	158 06	56 80
VANGUARD FTSE DEVELOPED MARKETS ETF 01/23/13	8 0000	01/07/11	288 11	285 04	3 07	SALE
	59 0000	01/07/11	2,251 08	2,102 13	148 95	
	9 0000	04/08/11	343 39	343 80	-0 41	
04/29/13	68 0000	Various	2,594 47	2,445 93	148 54	SALE
04/30/13	31 0000	04/08/11	1,185 95	1,184 20	1 75	SALE
10/11/13	41 0000	08/24/12	1,636 67	1,352 43	284 24	SALE
11/12/13	21 0000	08/24/12	846 08	692 71	153 37	SALE
						TOTAL 2 LOTS
VANGUARD INTL EQUITY ET / 922042858 INDEX FDS FTSE EMERGING MKTIS ETF 01/04/13	32 0000	01/07/11	1,443 30	1,524 05	-80 75	SALE

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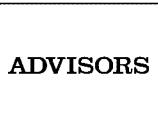
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### LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

*continued*

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
01/23/13	15 0000	01/07/11	671.53	714.40	-42.87	SALE
04/15/13	1 0000	01/07/11	41.84	47.63	-5.79	SALE
11/12/13	25 0000	01/07/11	1,000.53	1,190.66	-190.13	SALE
VANGUARD REIT ET / 922908553						
01/23/13	4 0000	01/07/11	273.80	213.63	60.17	SALE
X 04/15/13	1.0000	01/07/11	73.63	53.26	20.37	SALE
X 11/12/13	3.0000	01/07/11	197.64	158.63	39.01	SALE
VANGUARD TOTAL BOND ET / 921937835						
MARKET						
11/12/13	5 0000	08/24/12	402.44	423.67	-21.23	SALE
12/11/13	12 0000	08/24/12	966.85	1,016.80	-49.95	SALE
VERIZON COMMUNICATIONS / 92343V104						
COM						
01/23/13	1 0000	01/07/11	42.64	35.54	7.10	SALE
05/29/13	29 0000	01/07/11	1,434.92	1,030.66	404.26	SALE
11/12/13	2 0000	01/07/11	100.28	71.08	29.20	SALE
WHITING PETROLEUM CORP / 966387102						
11/12/13	2 0000	08/24/12	130.18	87.86	42.32	SALE
3M CO / 88579Y101						
04/15/13	1 0000	09/22/11	107.47	72.13	35.34	SALE
<b>TOTAL LONG TERM GAINS OR LOSSES FOR</b>						
<b>COVERED SECURITIES</b>			<b>33,101.92</b>	<b>28,380.93</b>	<b>4,720.99</b>	



## 2013 SUMMARY AMENDMENT

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Amended Date: 2/14/14

ROTARY CLUB OF BROWNSVILLE  
CHARITABLE FOUNDATION  
PO BOX 5110  
BROWNSVILLE TX 78523-5110

Your Financial Advisor :  
MERRILL\*-BUENROSTRO  
2334 BOCA CHICA  
SUITE 400  
BROWNSVILLE TX 78521  
(956) 541-6344

Account Number: 4247-6934

### Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes.  
Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

#### LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6)

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
BEAR STEARNS CO INC / 073902PR3 SENIOR NOTES CPN 6 400% DUE 10/02/17 DTD 10/02/07 FC 04/02/08 12/11/13	2,000 0000	08/24/12	2,329 82	2,396 38	-66 56	SALE
DIAGEO CAPITAL PLC / 25243YAR0 COMPANY GTD CPN 1 500% DUE 05/11/17 DTD 05/11/12 FC 11/11/12 11/12/13	1,000 0000	08/24/12	1,003 02	1,015 56	-12 54	SALE
LOWE'S COMPANIES INC / 548661CW5 SR UNSECUREC CALLABLE CPN 3 120% DUE 04/15/22 11/12/13	1,000 0000	08/24/12	963 98	1,038 72	-74 74	SALE
RIO TINTO FIN USA LTD / 767201AQ9 NOTE CPN 3 750% DUE 09/20/21 DTD 09/19/11 FC 03/20/12 11/12/13	1,000 0000	08/24/12	997 52	1,089 40	-91 88	SALE
US TREASURY NOTES / 912828EW6 CPN 4 500% DUE 02/15/16 DTD 02/15/06 FC 08/15/06 11/12/13	1,000 0000	08/24/12	1,092 30	1,140 16	-47 86	SALE
<b>TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES</b>			<b>6,386.64</b>	<b>6,680.22</b>	<b>-293.58</b>	

# 2013 SUMMARY AMENDMENT

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Amended Date: 2/14/14

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### PARTNERSHIP DISPOSITIONS FOR NONCOVERED SECURITIES

#### Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information	
					Gain or Loss Amount	Additional Information
POWERSHARES DB ET / 73935S105 COMMODITY INDEX TRACKING FUND 01/23/13	16 0000	08/24/12	449 81	458 48	-8 67	SALE
	173 0000	08/24/12	4,588 40	4,957 23	-368 83	SALE
	10 0000	08/24/12	252 50	286 55	-34 05	SALE
<b>TOTAL PARTNERSHIP DISPOSITIONS</b>			<b>5,290.71</b>	<b>5,702.26</b>	<b>-411.55</b>	

\*Box 2a Sales price less commissions and option premiums