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Form 990-PF

Return of Private Foundation

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

- Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.
- Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

2013

Open to Public
Inspection

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

Name of foundation MARSHALL AND ELLEN PETERS FAMILY FOUNDATION		A Employer identification number 20-3708101							
Number and street (or P O box number if mail is not delivered to street address) PO DRAWER 913		B Telephone number (see instructions) (979) 260-6063							
C If exemption application is pending, check here ► <input type="checkbox"/>									
D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>									
E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>									
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>									
G Check all that apply <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<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		
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H Check type of organization <table border="0"> <tr> <td><input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation</td> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> <tr> <td><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust</td> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> </table>				<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/> Other taxable private foundation	<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation		
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I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 966,753	J Accounting method <table border="0"> <tr> <td><input type="checkbox"/> Cash</td> <td><input checked="" type="checkbox"/> Accrual</td> </tr> <tr> <td colspan="2"><input type="checkbox"/> Other (specify) _____</td> </tr> </table>	<input type="checkbox"/> Cash	<input checked="" type="checkbox"/> Accrual	<input type="checkbox"/> Other (specify) _____		(Part I, column (d) must be on cash basis.)			
<input type="checkbox"/> Cash	<input checked="" type="checkbox"/> Accrual								
<input type="checkbox"/> Other (specify) _____									

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)
Revenue	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.	20,640	20,640		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	15,681			
	b Gross sales price for all assets on line 6a 419,029				
	7 Capital gain net income (from Part IV, line 2) . . .		15,681		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	36,321	36,321		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,133	0		2,133
	c Other professional fees (attach schedule)	10,371	7,778		2,593
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	3	3		0
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	12,507	7,781		4,726
	25 Contributions, gifts, grants paid.	43,000			43,000
	26 Total expenses and disbursements. Add lines 24 and 25	55,507	7,781		47,726
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-19,186			
	b Net investment income (if negative, enter -0-) . . .		28,540		
	c Adjusted net income (if negative, enter -0-) . . .				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year		
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments	35,422	37,029	37,029	
	3	Accounts receivable ► 1,117				
		Less allowance for doubtful accounts ►	2,787	1,117	1,117	
	4	Pledges receivable ►				
		Less allowance for doubtful accounts ►				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ►				
		Less allowance for doubtful accounts ►				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)	92,755	85,376	133,201	
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)	743,237	731,578	795,406		
14	Land, buildings, and equipment basis ►					
	Less accumulated depreciation (attach schedule) ►					
15	Other assets (describe ►)					
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	874,201	855,100	966,753		
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	Total liabilities (add lines 17 through 22)	0	0		
	Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
		24	Unrestricted			
		25	Temporarily restricted			
		26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
		27	Capital stock, trust principal, or current funds	997,078	997,163	
		28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
		29	Retained earnings, accumulated income, endowment, or other funds	-122,877	-142,063	
		30	Total net assets or fund balances (see page 17 of the instructions)	874,201	855,100	
31		Total liabilities and net assets/fund balances (see page 17 of the instructions)	874,201	855,100		

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	874,201
2	Enter amount from Part I, line 27a	2	-19,186
3	Other increases not included in line 2 (itemize) ►	3	475
4	Add lines 1, 2, and 3	4	855,490
5	Decreases not included in line 2 (itemize) ►	5	390
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	855,100

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.)
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1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	15,681
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	44,877	892,633	0 050275
2011	42,231	913,332	0 046238
2010	37,551	857,652	0 043783
2009	48,393	748,553	0 064649
2008	56,899	985,711	0 057724
2 Total of line 1, column (d).			2 0 262669
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 052534
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.			4 935,345
5 Multiply line 4 by line 3.			5 49,137
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 285
7 Add lines 5 and 6.			7 49,422
8 Enter qualifying distributions from Part XII, line 4.			8 47,726

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		
b	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	571
c	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	2	0
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)	3	571
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
3	Add lines 1 and 2.	5	571
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	651
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	651
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	80
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 80 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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>		
1c	Did the foundation file Form 1120-POL for this year?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0		
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>	<input type="checkbox"/> Yes	<input type="checkbox"/> No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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>	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
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>	<input type="checkbox"/> 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>	<input type="checkbox"/> 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>	<input type="checkbox"/> Yes	<input type="checkbox"/> No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No

Part VII-A Statements Regarding Activities (continued)

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

Website address ► N/A

14	The books are in care of ► WELLS FARGO BANK NA	Telephone no ► (979) 776-3267
	Located at ► PO DRAWER 913 BRYAN TX	ZIP +4 ► 77805

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15
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16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
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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.

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 page 20 of the instructions)?		1b	
	Organizations relying on a current notice regarding disaster assistance check here. ►			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c	No
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)		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)		3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b	No

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

5a	During the year did the foundation pay or incur any amount to			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<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 any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
c	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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<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?		6b	No
If "Yes" to 6b, file Form 8870.				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <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	

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
M BOOKMAN PETERS PO BOX 4744 BRYAN, TX 778054744	DIRECTOR 0 00	0	0	0
MERVIN D PETERS 810 LEE HOLLOW DRIVE BRYAN, TX 77802	DIRECTOR 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		

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 <hr/>	
2 <hr/>	
3 <hr/>	
4 <hr/>	

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 _____

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	911,610
b	Average of monthly cash balances.	1b	37,979
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	949,589
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	949,589
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	14,244
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	935,345
6	Minimum investment return. Enter 5% of line 5.	6	46,767

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	46,767
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	571
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	571
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	46,196
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	46,196
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	46,196

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	47,726
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	47,726
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	0
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).	6	47,726
6	Adjusted qualifying distributions. Subtract line 5 from line 4.		

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				46,196
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			40,281	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ _____ 47,726				
a Applied to 2012, but not more than line 2a			40,281	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.			7,445	
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				38,751
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009.				
b Excess from 2010.				
c Excess from 2011.				
d Excess from 2012.				
e Excess from 2013.				

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

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. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input 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

WELLS FARGO BANK TRUST DEPARTMENT
PO DRAWER 913
BRYAN, TX 77805
(979) 776-3267

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

ORGANIZATIONS ARE TO SUBMIT REQUESTS ON TRUST DEPARTMENT'S GRANT APPLICATION

c Any submission deadlines

JULY 31 OF EACH YEAR

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

RESTRICTED TO CHARITABLE ORGANIZATIONS IN BRAZOS COUNTY, TX OR ANY CHURCHES OR AGENCIES OF THE PRESBYTERIAN CHURCH USA INCLUDING THOSE LOCATED IN BRAZOS OR GRIMES COUNTY, TX AND WHICH QUALIFY AS AN ORGANIZATION IN SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE

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)				
a Paid during the year				
BRAZOS VALLEY FOOD BANK 1514 SHILOH AVE BRYAN, TX 77803	N/A	CHARITY	FOR CHARITABLE PURPOSES	21,500
HOSPICE BRAZOS VALLEY 502 W 26TH STREET BRYAN, TX 77803	N/A	CHARITY	FOR CHARITABLE PURPOSES	21,500
Total			► 3a	43,000
b Approved for future payment				
Total			► 3b	0

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	
1 Program service revenue	a _____ b _____ c _____ d _____ e _____ f _____						
g Fees and contracts from government agencies							
2 Membership dues and assessments.							
3 Interest on savings and temporary cash investments							
4 Dividends and interest from securities.					14	20,640	
5 Net rental income or (loss) from real estate	a Debt-financed property.						
	b Not debt-financed property.						
6 Net rental income or (loss) from personal property.							
7 Other investment income.							
8 Gain or (loss) from sales of assets other than inventory					18	15,681	
9 Net income or (loss) from special events							
10 Gross profit or (loss) from sales of inventory.							
11 Other revenue a _____ b _____ c _____ d _____ e _____							
12 Subtotal Add columns (b), (d), and (e).			0			36,321	
13 Total. Add line 12, columns (b), (d), and (e).					13		36,321

Part XII-B: Relationship of Activities to the Accomplishment of Exempt Purposes

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

a Transfers from the reporting foundation to a noncharitable exempt organization or

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization.
- (2) Purchases of assets from a noncharitable exempt organization.
- (3) Rental of facilities, equipment, or other assets.
- (4) Reimbursement arrangements.
- (5) Loans or loan guarantees.
- (6) Performance of services or membership or fundraising solicitations.

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations?

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

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

* * * * *

2014-08-06

* * * * *

May the IRS discuss this return with the preparer shown below (see instr.)? Yes No

Signature of officer or trustee

Date _____

Title

Print/Type preparer's name **Preparer's Signature** Date **Check if self-employed** PTIN **P0016329**

JAMES D INGRAM IV		employed	PO BOX 3299
Firm's name		Ingram Wallis & Company PC	
Firm's address		2100 East Villa Maria Rd Ste 100 Bryan, TX 77802	
		Phone no (979) 776-2600	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
AFLAC		2006-08-29	2013-07-11
AQR MANAGED FUTURES		2013-07-15	2013-10-09
AFFILIATED MANAGERS GROUP		2013-02-08	2013-02-25
AFFILIATED MANAGERS GROUP		2011-10-12	2013-02-25
AFFILIATED MANAGERS GROUP		2010-10-12	2013-07-11
AFFILIATED MANAGERS GROUP		2011-10-12	2013-07-11
ANHEUSER-BUSCH INBEV		2011-09-02	2013-12-02
APACHE CORPORATION		2011-05-12	2013-12-02
APPLE COMPUTER		2013-01-29	2013-07-11
BERSHIRE HATHAWAY		2011-05-12	2013-07-11
BOEING		2011-03-17	2013-12-02
CME GROUP		2012-06-07	2013-07-11
CVS/CAREMARK CORP		2006-10-27	2013-12-02
CAPITAL ONE FINANCIAL		2011-05-12	2013-12-02
CHEVRON CORP		2013-02-08	2013-07-11
CHEVRON CORP		2006-08-29	2013-07-11
CISCO SYSTEMS		2011-05-12	2013-07-11
COACH INC		2013-01-09	2013-07-11
COMCAST CORP		2006-08-29	2013-07-11
CREDIT SUSIIE COMM RT		2011-05-16	2013-10-09
CREDIT SUSIIE COMM RT		2011-04-16	2013-10-09
CREDIT SUSIIE COMM RT		2011-05-16	2013-12-02
DIAGEO PLC		2010-12-17	2013-12-02
DIAMOND HILL LONG-SHORT		2009-12-04	2013-07-11
DIAMOND HILL LONG-SHORT		2010-06-25	2013-07-11
WALT DISNEY		2013-02-08	2013-07-11
WALT DISNEY		2011-12-01	2013-07-11
DREYFUS EMG MKT DEBT LOC		2011-05-16	2013-02-08
DREYFUS EMG MKT DEBT LOC		2011-05-16	2013-10-09
DREYFUS EMG MKT DEBT LOC		2011-08-11	2013-10-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
DREYFUS EMG MKT DEBT LOC		2011-08-11	2013-12-02
DRIEHAUS ACTIVE INCOME FUND		2013-07-15	2013-12-02
GATEWAY FUND		2013-02-12	2013-07-11
GATEWAY FUND		2012-08-13	2013-07-11
GILEAD SCIENCES		2011-12-08	2013-04-02
GILEAD SCIENCES		2011-12-08	2013-07-11
GILEAD SCIENCES		2011-12-08	2013-12-12
HUSSMAN STRATEGIC GROWTH FUND		2012-11-20	2013-02-08
HUSSMAN STRATEGIC GROWTH FUND		2012-04-11	2013-02-08
HUSSMAN STRATEGIC GROWTH FUND		2010-05-26	2013-02-08
HUSSMAN STRATEGIC GROWTH FUND		2012-05-11	2013-02-08
HUSSMAN STRATEGIC GROWTH FUND		2011-05-16	2013-02-08
INTEL CORP		2006-08-29	2013-06-17
IBM		2013-06-17	2013-12-02
ISHARES S&P 500 INDEX FUND		2011-05-12	2013-07-11
ISHARES S&P 500 INDEX FUND		2011-05-12	2013-12-02
ISHARES MSCI EAFE		2011-10-21	2013-02-08
ISHARES MSCI EAFE		2011-05-12	2013-02-08
ISHARES MSCI EAFE		2012-05-09	2013-02-08
ISHARES S&P MIDCAP 400 GROWTH		2013-02-08	2013-07-11
ISHARES S&P MIDCAP 400 GROWTH		2011-05-12	2013-10-09
ISHARES S&P MIDCAP 400 GROWTH		2011-05-12	2013-12-02
ISHARES S&P MIDCAP 400 VALUE		2013-02-08	2013-07-11
ISHARES S&P MIDCAP 400 VALUE		2011-05-13	2013-07-11
ISHARES S&P MIDCAP 400 VALUE		2011-05-12	2013-12-02
ISHARES TR SMALLCAP 600 INDEX FD		2011-05-12	2013-02-08
ISHARES TR SMALLCAP 600 INDEX FD		2011-05-12	2013-10-09
ISHARES TR SMALLCAP 600 INDEX FD		2011-05-12	2013-12-02
JPMORGAN CHASE		2013-02-08	2013-07-11
JPMORGAN CHASE		2009-02-03	2013-07-11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
JOHNSON CONTROLS		2011-05-12	2013-07-11
JOHNSON CONTROLS		2011-07-08	2013-07-11
JOHNSON CONTROLS		2011-05-12	2013-12-02
LAUDUS MONDRIAN INTL		2011-05-16	2013-07-11
MCKESSON CORP		2012-11-07	2013-10-09
MERGER FD SH BEN INT		2011-05-16	2013-07-11
MICROSOFT CORP		2006-08-29	2013-07-11
NESTLE S A		2010-12-17	2013-12-02
NOVARTIS AG		2011-05-12	2013-01-29
ORACLE CORP		2010-06-25	2013-12-02
PIMCO FOREIGN BD FD		2011-08-11	2013-07-11
RIDGEWORTH SEIX HY BD		2011-05-16	2013-02-08
RIDGEWORTH SEIX HY BD		2011-05-16	2013-12-02
SPDR DJ WILSHIRE INTERNATIONAL REAL		2013-02-08	2013-12-02
SCHLUMBERGER LTD		2013-02-08	2013-07-11
TJX COS		2011-06-29	2013-10-09
TARGET CORP		2006-08-29	2013-07-11
TEVA PHARMACEUTICAL INDUSTRIES		2010-06-25	2013-08-19
THERMO FISHER SCIENTIFIC		2007-11-01	2013-07-11
THERMO FISHER SCIENTIFIC		2007-11-01	2013-08-29
3M CO		2010-12-17	2013-07-11
TOTAL FINA ELF S A		2012-07-05	2013-10-09
US BANCORP		2011-05-12	2013-10-09
UNION PACIFIC CORP		2010-06-25	2013-07-11
UNION PACIFIC CORP		2013-02-08	2013-07-11
UNITED PARCEL SERVICE		2011-08-12	2013-12-02
UNITEDHEALTH GROUP		2013-04-02	2013-07-11
VANGUARD INTERMEDIATE TERM B		2012-11-16	2013-02-08
VANGUARD INTERMEDIATE TERM B		2011-05-12	2013-07-11
VANGUARD INTERMEDIATE TERM B		2012-11-16	2013-07-11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
VANGUARD INTERMEDIATE TERM B		2012-05-09	2013-07-11
VANGUARD INTERMEDIATE TERM B		2011-05-12	2013-12-02
VANGUARD BD INDEX FD		2012-01-16	2013-02-08
VANGUARD BD INDEX FD		2011-05-12	2013-02-08
VANGUARD BD INDEX FD		2012-05-09	2013-02-08
VANGUARD BD INDEX FD		2011-05-12	2013-07-11
VANGUARD BD INDEX FD		2011-05-12	2013-12-02
VANGUARD EUROPE PACIFIC ETF		2013-02-08	2013-07-11
VANGUARD EUROPE PACIFIC ETF		2013-02-08	2013-10-09
VANGUARD EUROPE PACIFIC ETF		2013-02-08	2013-12-02
VANGUARD EMERGING MARKETS ETF		2011-05-12	2013-10-09
VANGUARD EMERGING MARKETS ETF		2011-05-12	2013-12-02
VODAFONE GROUP PLC		2006-08-29	2013-01-09
Capital Gains Dividends	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
765		579	186
7,756		8,048	-292
1,003		1,028	-25
430		262	168
504		254	250
336		175	161
510		272	238
548		738	-190
1,692		1,835	-143
1,389		969	420
535		274	261
537		375	162
668		298	370
504		371	133
619		575	44
1,732		917	815
665		441	224
709		700	9
565		304	261
5,614		7,102	-1,488
1,200		1,552	-352
1,042		1,352	-310
506		294	212
5,059		3,888	1,171
17,392		12,474	4,918
593		490	103
658		361	297
8,598		8,316	282
8,163		8,647	-484
4,094		4,296	-202

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
956		1,026	-70
960		954	6
15,073		14,875	198
22,551		21,973	578
337		136	201
782		273	509
845		233	612
1,325		1,422	-97
557		641	-84
307		401	-94
6,560		7,386	-826
12,142		14,500	-2,358
2,585		2,013	572
534		611	-77
21,632		17,462	4,170
1,091		812	279
8,067		7,134	933
96,574		101,697	-5,123
5,437		4,742	695
2,563		2,353	210
1,494		1,246	248
1,171		906	265
2,438		2,212	226
2,756		2,252	504
1,480		1,126	354
14,779		13,118	1,661
1,168		894	274
1,599		1,118	481
558		484	74
670		291	379

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
619		669	-50
364		421	-57
1,502		1,181	321
2,608		2,977	-369
536		379	157
10,032		10,170	-138
490		362	128
578		464	114
1,558		1,406	152
527		343	184
3,012		3,027	-15
8,753		8,753	0
1,347		1,355	-8
961		955	6
924		940	-16
493		234	259
507		340	167
2,143		2,832	-689
1,064		698	366
626		407	219
572		432	140
526		406	120
501		355	146
1,268		578	690
1,426		1,192	234
513		327	186
1,024		929	95
2,095		2,172	-77
10,153		10,203	-50
583		634	-51

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,997		2,121	-124
999		1,004	-5
2,669		2,686	-17
6,389		6,384	5
2,911		2,923	-12
6,410		6,465	-55
1,850		1,859	-9
3,037		2,981	56
7,536		7,015	521
3,025		2,690	335
13,435		15,855	-2,420
2,734		3,239	-505
1,842		1,507	335
3,513			3,513

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			186
			-292
			-25
			168
			250
			161
			238
			-190
			-143
			420
			261
			162
			370
			133
			44
			815
			224
			9
			261
			-1,488
			-352
			-310
			212
			1,171
			4,918
			103
			297
			282
			-484
			-202

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-70
			6
			198
			578
			201
			509
			612
			-97
			-84
			-94
			-826
			-2,358
			572
			-77
			4,170
			279
			933
			-5,123
			695
			210
			248
			265
			226
			504
			354
			1,661
			274
			481
			74
			379

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-50
			-57
			321
			-369
			157
			-138
			128
			114
			152
			184
			-15
			0
			-8
			6
			-16
			259
			167
			-689
			366
			219
			140
			120
			146
			690
			234
			186
			95
			-77
			-50
			-51

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-124
			-5
			-17
			5
			-12
			-55
			-9
			56
			521
			335
			-2,420
			-505
			335
			3,513

TY 2013 Accounting Fees Schedule

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION

EIN: 20-3708101

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,133	0		2,133

**TY 2013 Investments Corporate
Stock Schedule**

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION
EIN: 20-3708101

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO.	2,072	3,366
AFFILIATED MANAGERS GROUP	1,270	3,253
AFLAC INC	1,948	2,806
ANHEUSER BUSCH	1,525	2,981
APACHE CORP	2,960	2,406
APPLE INC	3,921	6,171
BAXTER INT'L	2,661	2,643
BERKSHIRE HATHAWAY	3,069	4,505
BHP BILLITON LIMITED	2,408	1,841
BOEING	1,646	3,276
CAPITAL ONE FINANCIAL	1,854	2,681
CELANESE CORP	1,832	2,378
CHEVRON CORP	1,376	2,623
CISCO SYSTEMS	2,553	3,522
CME GROUP INC	2,260	3,295
COACH INC	2,413	2,470
COMCAST CORP CLASS A	1,825	4,053
CVS/CAREMARK CORP	1,339	3,221
DIAGEO PLC	1,321	2,384
E M C CORP	2,326	2,113
EATON CORP	2,067	3,045
GILEAD SCIENCES	760	2,929
GOLDMAN SACHS GROUP	2,316	2,659
GOOGLE INC	2,323	4,483
HSBC - ADR	1,691	1,709
IBM	2,037	1,876
JOHNSON CONTROLS	1,871	3,027
JP MORGAN CHASE	1,695	4,094
MCKESSON CORP	1,991	3,389
MICROSOFT CORP	1,603	2,319

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MONSTER BEVERAGE	1,686	2,372
NATIONAL OILWELL VARCO	1,798	1,829
NESTLE S.A.	1,912	2,428
ORACLE CORP.	1,465	2,449
SCHLUMBERGER LTD	2,849	3,424
TARGET CORP	2,744	3,417
THERMO FISHER SCIENTIFIC INC	1,280	2,450
TJX COS	1,250	3,059
TOTAL S.A.	1,806	2,451
UNION PACIFIC CORP	1,663	3,864
UNITED PARCEL SERVICE	1,503	2,417
UNITEDHEALTH GROUP	1,712	4,066
US BANCORP DEL NEW	1,064	2,949
WALT DISNEY CO	1,711	4,508

TY 2013 Investments - Other Schedule

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION**EIN:** 20-3708101

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AQR MANAGED FUTURES STRATEGY FUND	AT COST	9,748	10,121
ASG GLOBAL ALTERNATIVES FUND	AT COST	36,720	36,433
CREDIT SUISSE COMMODITY RT	AT COST	44,225	36,498
DIAMOND HILL LONG-SHORT FUND	AT COST	14,175	19,603
DREYFUS EMERGING MARKETS DEBT LOCAL	AT COST	33,110	31,777
DRIEHAUS ACTIVE INCOME FUND	AT COST	27,721	27,861
FIDELITY ADVISORS EMERGING MARKETS INCOME FUND	AT COST	14,321	14,078
ISHARES CORE S&P 500 ETF	AT COST	16,649	22,835
ISHARES CORE SMALLCAP ETF	AT COST	36,735	56,966
ISHARES S&P MIDCAP 400 GROWTH	AT COST	32,125	43,105
ISHARES S&P MIDCAP 400 VALUE	AT COST	20,382	28,941
LAUDUS MONDRIAN INT'L FIXED	AT COST	5,009	4,462
MERGER FD SH BEN INT	AT COST	17,953	18,058
PIMCO FOREIGN BOND FUND	AT COST	4,543	4,500
RIDGEWORTH SEIX HIGH YIELD BOND FD	AT COST	46,772	45,423
ROBECO BOSTON PARTNERS LONG/SHORT RESEARCH FUND	AT COST	27,333	29,655
SPDR DJ WILSHIRE INTERNATIONAL REAL	AT COST	31,647	35,844
VANGUARD FTSE DEVELOPED MARKETS ETF	AT COST	93,017	106,659
VANGUARD FTSE EMERGING MARKETS ETF	AT COST	100,585	96,103
VANGUARD INTERMEDIATE TERM B	AT COST	26,740	26,144
VANGUARD REIT VIPER	AT COST	25,906	34,798
VANGUARD SHORT TERM BOND ETF	AT COST	66,162	65,542

TY 2013 Other Decreases Schedule

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION

EIN: 20-3708101

Description	Amount
BASIS ADJUSTMENT	390

TY 2013 Other Expenses Schedule

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION

EIN: 20-3708101

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS ADR FEES	3	3		0

TY 2013 Other Increases Schedule**Name:** MARSHALL AND ELLEN PETERS FAMILY FOUNDATION**EIN:** 20-3708101

Description	Amount
NONTAXABLE DIVIDEND/RETURN OF CAPITAL	475

TY 2013 Other Professional Fees Schedule

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION**EIN:** 20-3708101

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUSTEE FEES	10,371	7,778		2,593