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Form

990-PF

Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

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

Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.

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OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation RIVER BRANCH FOUNDATION		A Employer identification number  22-6054887	
Number and street (or P O box number if mail is not delivered to street address) 177 4TH AVENUE N 2ND FLOOR		B Telephone number (see instructions)  (904) 396-5831	
City or town, state or province, country, and ZIP or foreign postal code JACKSONVILLE, FL 32250		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 21,473,063		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	11,066			
	2 Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities. . . . .	307,335	307,335		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,049,788			
	b Gross sales price for all assets on line 6a 3,677,237				
	7 Capital gain net income (from Part IV, line 2) . . .		1,049,788		
	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 <b>Total.</b> Add lines 1 through 11 . . . . .	1,368,189	1,357,123		
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) . . . . .	11,045	0		11,045
	b Accounting fees (attach schedule) . . . . .	13,105	9,829		3,276
	c Other professional fees (attach schedule) . . . . .	93,373	93,373		0
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions)	33,623	8,789		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	503	0		0
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	151,649	111,991		14,321
	25 Contributions, gifts, grants paid . . . . .	1,053,243			1,053,243
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	1,204,892	111,991		1,067,564
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	163,297			
	b <b>Net investment income</b> (if negative, enter -0-)		1,245,132		
	c <b>Adjusted net income</b> (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 . . . . .	514,262	754,618	754,618
	3	Accounts receivable ▶ <u>29,711</u>			
		Less allowance for doubtful accounts ▶ _____		29,711	
	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 . . . . .	19,318		
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	14,807,170	14,748,333	20,718,445
	c	Investments—corporate bonds (attach schedule). . . . .			
	11	Investments—land, buildings, and equipment basis ▶ _____			
Liabilities		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)	15,340,750	15,532,662	21,473,063
	17	Accounts payable and accrued expenses . . . . .		23,099	
	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 ▶ _____)	0	5,516	
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	28,615	
Net Assets or Fund Balances		<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>			
		<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/>			
		<b>and complete lines 27 through 31.</b>			
	27	Capital stock, trust principal, or current funds . . . . .	15,340,750	15,504,047	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	15,340,750	15,504,047	
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	15,340,750	15,532,662	

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	15,340,750
2	Enter amount from Part I, line 27a . . . . .	2	163,297
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3 . . . . .	4	15,504,047
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	15,504,047

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1a	See 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			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a 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	1,049,788
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	1,135,320	17,436,272	0 065113
2011	747,791	17,256,157	0 043335
2010	718,918	16,101,103	0 044650
2009	1,614,626	15,910,037	0 101485
2008	1,591,577	22,225,354	0 071611

2	Total of line 1, column (d). . . . .	2	0 326194
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 065239
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .	4	19,611,839
5	Multiply line 4 by line 3. . . . .	5	1,279,457
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	12,451
7	Add lines 5 and 6. . . . .	7	1,291,908
8	Enter qualifying distributions from Part XII, line 4. . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	1,067,564

<b>Part VI    Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)</b>		
<b>1a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	24,903
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b> Add lines 1 and 2. . . . .	<b>3</b>	24,903
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b> <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	24,903
<b>6</b> Credits/Payments		
<b>a</b> 2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	19,357
<b>b</b> Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	15,000
<b>d</b> Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b> Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	34,357
<b>8</b> Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	67
<b>9</b> <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <input type="checkbox"/>	<b>9</b>	
<b>10</b> <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . <input type="checkbox"/>	<b>10</b>	9,387
<b>11</b> Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> 9,387 <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0

<b>Part VII-A    Statements Regarding Activities</b>			
<b>1a</b> 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? . . . . .	<b>1a</b>	Yes	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . . <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>	<b>1b</b>		No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?. . . . .	<b>1c</b>		No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: <b>(1)</b> On the foundation <input type="checkbox"/> \$ _____ 0 <b>(2)</b> On foundation managers <input type="checkbox"/> \$ _____ 0			
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0			
<b>2</b> 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>	<b>2</b>		No
<b>3</b> 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> . . . . .	<b>3</b>		No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?. . . . .	<b>4a</b>		No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?. . . . .	<b>4b</b>		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>	<b>5</b>		No
<b>6</b> 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? . . . . .	<b>6</b>	Yes	
<b>7</b> 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>	<b>7</b>	Yes	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions): <input type="checkbox"/> FL <input type="checkbox"/> NJ _____			
<b>b</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>	<b>8b</b>	Yes	
<b>9</b> 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> . . . . .	<b>9</b>		No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	<b>10</b>		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 ▶RIVERBRANCHFOUNDATION.ORG				
14	The books are in care of ▶EDWARD P SCHMITZER Telephone no ▶(904) 396-5831 Located at ▶5011 GATE PARKWAY BLDG 100 SUITE 300 JACKSONVILLE FL ZIP +4 ▶32256			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	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.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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 <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"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?. . . . .	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 <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 ). . . . .	2b		
c	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____			
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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i> ). . . . .	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 <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)?		5b		
Organizations relying on a current notice regarding disaster assistance check here.				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?		<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
JENNIFER JOHNSON DUKE 177 4TH AVENUE NORTH JACKSONVILLE, FL 32250	DIRECTOR 0 00	0	0	0
JUDITH LEROUX 177 4TH AVENUE NORTH JACKSONVILLE, FL 32250	TRUSTEE 0 00	0	0	0
SIMON GREGG 177 4TH AVENUE NORTH JACKSONVILLE, FL 32250	TRUSTEE 0 00	0	0	0
JASON GREGG 177 4TH AVENUE NORTH JACKSONVILLE, FL 32250	TRUSTEE 0 00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. . . . .		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	0
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	0
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3. . . . .	0



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	19,461,786
b	Average of monthly cash balances. . . . .	1b	448,710
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	19,910,496
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	19,910,496
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	298,657
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	19,611,839
6	Minimum investment return. Enter 5% of line 5. . . . .	6	980,592

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	980,592
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	24,903
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	24,903
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	955,689
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	955,689
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	955,689

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	1,067,564
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,067,564
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	1,067,564
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			
2		Undistributed income, if any, as of the end of 2013			
a		Enter amount for 2012 only.			
b		Total for prior years 20____, 20____, 20____			
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.			
4		Qualifying distributions for 2013 from Part XII, line 4			
a		Applied to 2012, but not more than line 2a			
b		Applied to undistributed income of prior years (Election required—see instructions).			
c		Treated as distributions out of corpus (Election required—see instructions).			
d		Applied to 2013 distributable amount.			
e		Remaining amount distributed out of corpus			
5		Excess distributions carryover applied to 2013			
		(If an amount appears in column (d), the same amount must be shown in column (a).)			
6		Enter the net total of each column as indicated below:			
a		Corpus Add lines 3f, 4c, and 4e Subtract line 5			
b		Prior years' undistributed income Subtract line 4b from line 2b.			
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.			
d		Subtract line 6c from line 6b Taxable amount—see instructions.			
e		Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions.			
f		Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014.			
7		Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).			
8		Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).			
9		Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.			
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.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b	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

TRUSTEE THE RIVER BRANCH FOUNDATION  
177 4TH AVENUE NORTH  
JACKSONVILLE,FL 32250  
(904) 396-5831

b

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

WRITTEN REQUESTS ACCEPTED FROM RECOGNIZED NONPROFIT ORGANIZATIONS NO PRESCRIBED APPLICATION FORMAT

c

Any submission deadlines

NONE

d

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

ALL GRANTS ARE MADE TO ORGANIZATIONS RECOGNIZED BY IRS AS CHARITABLE ORGANIZATIONS MOST OF THESE ARE IN THE JACKSONVILLE AREA

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 See Additional Data Table				
Total . . . . .			3a	1,053,243
b Approved for future payment				
Total . . . . .			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

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?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

(1)

Cash.

(2)

Other assets.

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

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) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a

Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes

No

b

If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

\*\*\*\*\*

Signature of officer or trustee

2014-07-17

Date

\*\*\*\*\*

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

Yes

No

Paid Preparer Use Only

Print/Type preparer's name

EDWARD P SCHMITZER

Preparer's Signature

Date

Check if self-employed

PTIN

P00411157

Firm's name

SMOAK DAVIS & NIXON LLP

Firm's EIN

59-0602635

Firm's address

5011 GATE PARKWAY BLDG 100 STE 300 JACKSONVILLE, FL 322560562

Phone no

(904) 396-5831

Form 990-PF (2013)

<b>Schedule B</b> (Form 990, 990-EZ, or 990-PF) <small>Department of the Treasury Internal Revenue Service</small>	<b>Schedule of Contributors</b>	OMB No 1545-0047
	<b>▶ Attach to Form 990, 990-EZ, or 990-PF.</b> <b>▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>.</b>	<b>2013</b>

<b>Name of the organization</b> RIVER BRANCH FOUNDATION	<b>Employer identification number</b> 22-6054887
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Organization type (check one)

<b>Filers of:</b>	<b>Section:</b>
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)( ) (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.  
**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33<sup>1</sup>/<sub>3</sub>% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. . . . . ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JENNIFER JOHNSON DUKE 177 4TH AVENUE N 2ND FLOOR  JACKSONVILLE BEACH, FL 322507016	\$ 11,045	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/>  (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )



Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<div>1</div>	LEGAL FEES PAID RELATED TO CONSEVATION EASEMENT AND CLOSING COSTS	\$ 11,045	2013-04-25
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<div></div>	<div></div>	\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<div></div>	<div></div>	\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<div></div>	<div></div>	\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<div></div>	<div></div>	\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<div></div>	<div></div>	\$	

<b>Name of organization</b> RIVER BRANCH FOUNDATION	<b>Employer identification number</b> 22-6054887
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Part III

**Exclusively** religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions ) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		

TY 2013 Accounting Fees Schedule

**Name:** RIVER BRANCH FOUNDATION

**EIN:** 22-6054887

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	13,105	9,829		3,276

**TY 2013 Investments Corporate  
Stock Schedule**

**Name:** RIVER BRANCH FOUNDATION  
**EIN:** 22-6054887

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1501 SHS - 3M COMPANY	128,055	210,515
3550 SHS - ABBOTT LABS	94,467	136,071
500 SHS - ACCENTURE LTD CL A	22,609	41,110
2496 SHS - ADOBE SYSTEMS INC.	70,144	149,458
2175 SHS - AIR PRODUCTS & CHEMICALS, INC.	177,348	243,122
1300 SHS - ALLERGAN, INC.	91,175	144,404
4582 SHS - ALTERA CORP COM	146,795	148,965
506 SHS - AMAZON.COM, INC.	86,698	201,788
3686 SHS - AMERICAN EXPRESS	169,329	334,431
1400 SHS - AMERISOURCEBERGEN CORP COM	53,504	98,434
4602 SHS - ANALOG DEVICES	141,004	234,380
377 SHS - APPLE, INC.	134,235	211,505
3027 SHS - BAKER HUGHES INC	127,777	167,272
1423 SHS - BECTON DICKINSON & CO.	110,716	157,227
900 SHS - BED BATH & BEYOND, INC.	48,578	72,270
14650 SHS - BERKSHIRE HATHAWAY CL B	673,929	1,736,904
492 SHS - BIOGEN IDEC, INC.	71,685	137,549
3902 SHS - CANADIAN NAT RES LTD	122,289	132,044
1241 SHS - CANADIAN PACIFIC LTD	104,701	187,788
659 SHS - CARBO CERAMICS INC.	49,000	76,793
1758 SHS - CATERPILLAR INC. DEL	117,234	159,644
9716 SHS - CISCO SYSTEMS, INC.	214,826	217,930
6794 SHS - COCA COLA COM	192,440	280,660
1800 SHS - COLGATE-PALMOLIVE CO.	70,023	117,378
3917 SHS - COMCAST CORP.	66,560	203,547
1709 SHS - COSTCO WHSL. CORP.	100,930	203,405
10086 SHS - DANONE	153,801	146,449
2758 SHS - DISNEY (WALT) HOLDING CO.	93,391	210,711
5312 SHS - EBAY INC	230,253	291,443
1100 SHS - EMC CORP	26,314	27,665

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2535 SHS - EMERSON ELEC CO	111,152	177,906
1800 SHS - ESTEE LAUDER COMPANIES INC C1 A	121,721	135,576
2123 SHS - FACEBOOK	77,923	116,020
1672 SHS - FEDEX CORP.	138,474	240,383
900 SHS - FRKLN RES INC COM	44,575	51,957
5200 SHS - GENERAL ELECTRIC CO	101,183	145,756
2100 SHS - GILEAD SCIENCES INC COM	135,361	157,710
441 SHS - GOOGLE, INC.	274,073	494,233
767 SHS - INTERNATIONAL BUSINESS MACHS CORP COM	99,362	143,866
2650 SHS - JOHNSON & JOHNSON	171,010	242,714
1600 SHS - JOHNSON CTL INC COM	46,979	82,080
3800 SHS - JUNIPER NETWORKS	69,315	85,766
1822 SHS - MCGRAW HILL FINANCIAL INC	120,974	142,480
426 SHS - MCKESSON CORP	69,479	68,756
2705 SHS - MEG ENERGY CORP	84,194	77,769
6918 SHS - MICROSOFT	210,101	258,802
3700 SHS - MONDELEZ INTERNATIONAL	75,904	130,610
3396 SHS - MONSANTO CO NEW COM	254,592	395,804
4366 SHS - NESTLE SA	205,262	321,294
1560 SHS - NIKE INC CL B	67,687	122,678
2311 SHS - NOVARTIS ADR	120,049	185,758
3169 SHS - OCCIDENTAL PETROLEUM CORP.	262,883	301,372
3434 SHS - PEPSICO, INC.	221,240	284,816
900 SHS - PHILIP MORRIS INTERNATIONAL INC.	80,194	78,417
67 SHS - PRICELINE COM INC COM NEW	63,322	77,881
3869 SHS - PROCTER & GAMBLE CO.	254,014	314,976
6492 SHS - PROGRESSIVE CORP OHIO	112,770	177,037
3617 SHS - QUALCOMM, INC.	169,325	268,563
510 SHS - RALPH LAUREN CORP	85,889	90,051
2785 SHS - ROCHE HOLDINGS LTD.	115,645	195,507

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
3824 SHS - SOUTHWESTERN ENERGY	152,036	150,398
1200 SHS - STARBUCKS CORP	60,405	94,068
1400 SHS - STATE STREET CORP	93,283	102,746
1000 SHS - STRYKER CORP.	49,201	75,140
5032 SHS - TEXAS INSTRS INC.	128,120	220,955
1186 SHS - TIFFANY & CO.	55,692	110,037
1700 SHS - TJX COMPANIES, INC.	50,682	108,341
1069 SHS - UNION PACIFIC	95,304	179,592
1150 SHS - UNITED PARCEL SERVICES INC. CL B	76,707	120,842
3772 SHS - US BANCORP	92,100	152,389
5050 SHS - UTI WORLDWIDE INC	72,942	88,678
481 SHS - VISA INC. CL A	41,672	107,109
7007 SHS - WELLS FARGO & CO NEW COM STK	214,062	318,118
900 SHS - W W GRAINGER INC	88,673	229,878
1649 SHS - YUM BRANDS INC	122,709	124,681
77173 SHS - LONGLEAF PARTNERS INTERNATIONAL	2,144,000	2,505,047
41879 SHS - OAKMARK INTERNATIONAL FUND	681,790	1,102,254
31537 SHS - OAKMARK INTERNATIONAL SMALL CAP	562,385	544,961
39804 SHS - TWEEDY BROWNE GLOBAL VALUE	1,046,848	1,059,572
100583 SHS - VANGUARD S/T INVESTMENT GRADE	1,065,260	1,076,239

## TY 2013 Legal Fees Schedule

**Name:** RIVER BRANCH FOUNDATION

**EIN:** 22-6054887

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ATTORNEY FEES	11,045	0		11,045

## TY 2013 Other Expenses Schedule

**Name:** RIVER BRANCH FOUNDATION

**EIN:** 22-6054887

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK SERVICE CHARGES	125	0		0
MISCELLANEOUS	378	0		0



TY 2013 Other Liabilities Schedule

**Name:** RIVER BRANCH FOUNDATION

**EIN:** 22-6054887

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED EXPENSES	0	5,516

**TY 2013 Other Professional Fees Schedule**

**Name:** RIVER BRANCH FOUNDATION

**EIN:** 22-6054887

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	93,373	93,373		0

**TY 2013 Taxes Schedule****Name:** RIVER BRANCH FOUNDATION**EIN:** 22-6054887

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	8,789	8,789		0
EXCISE TAXES	24,834	0		0

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 )
16 SHS APPLE INC	P	2011-02-15	2013-06-19
12 SHS APPLE INC	P	2011-02-15	2013-10-24
142 SHS ADOBE SYSTEMS INC	P	2010-11-24	2013-06-19
100 SHS ADOBE SYSTEMS INC	P	2010-11-24	2013-10-24
679 SHS ADOBE SYSTEMS INC	P	2010-11-24	2013-12-04
101 SHS ADOBE SYSTEMS INC	P	2010-11-23	2013-12-04
100 SHS ANALOG DEVICES	P	2010-01-07	2013-06-19
100 SHS ANALOG DEVICES	P	2010-01-07	2013-06-19
141 SHS ANALOG DEVICES	P	2010-01-07	2013-10-24
140 SHS ALTERA CORP COM	P	2012-12-04	2013-06-19
98 SHS ALTERA CORP COM	P	2012-12-04	2013-10-24
30 SHS AMAZON COM INC	P	2012-01-03	2013-06-19
21 SHS AMAZON COM INC	P	2012-01-03	2013-10-24
114 SHS AMAZON COM INC	P	2012-01-03	2013-11-12
69 SHS AMAZON COM INC	P	2011-03-02	2013-11-12
95 SHS AIR PRODUCTS & CHEMICALS	P	2012-09-26	2013-06-19
67 SHS AIR PRODUCTS & CHEMICALS	P	2012-09-26	2013-10-24
126 SHS AMERICAN EXPRESS	P	2010-01-07	2013-06-19
89 SHS AMERICAN EXPRESS	P	2010-01-07	2013-10-24
62 SHS BECTON DICKINSON & CO	P	2010-01-07	2013-06-19
44 SHS BECTON DICKINSON & CO	P	2010-01-07	2013-10-24
132 SHS BAKER HUGHES INC	P	2011-12-21	2013-06-19
93 SHS BAKER HUGHES INC	P	2011-12-21	2013-10-24
54 SHS CATERPILLAR INC	P	2010-01-07	2013-06-19
38 SHS CATERPILLAR INC	P	2010-01-07	2013-10-24
170 SHS COMCAST CORP NEW CL A	P	2010-01-07	2013-06-19
120 SHS COMCAST CORP NEW CL A	P	2010-01-07	2013-10-24
169 SHS CANADIAN NAT RES LTD	P	2010-01-07	2013-06-19
119 SHS CANADIAN NAT RES LTD	P	2010-01-07	2013-10-24
48 SHS COSTCO WHSL CORP NEW	P	2010-01-07	2013-06-19

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 )
34 SHS COSTCO WHSL CORP NEW	P	2010-01-07	2013-10-24
325 SHS CANADIAN PACIFIC LTD	P	2012-12-20	2013-04-02
48 SHS CANADIAN PACIFIC LTD	P	2012-12-20	2013-06-19
6 SHS CANADIAN PACIFIC LTD	P	2012-08-13	2013-06-19
38 SHS CANADIAN PACIFIC LTD	P	2012-08-13	2013-10-24
44 SHS CARBO CERAMICS INC	P	2013-04-02	2013-06-19
31 SHS CARBO CERAMICS INC	P	2013-04-02	2013-10-24
86 SHS CARBO CERAMICS INC	P	2013-04-02	2013-11-04
71 SHS CARBO CERAMICS INC	P	2013-04-02	2013-11-05
53 SHS CARBO CERAMICS INC	P	2012-07-24	2013-11-05
64 SHS CARBO CERAMICS INC	P	2012-07-24	2013-11-06
50 SHS CARBO CERAMICS INC	P	2012-07-11	2013-11-06
21 SHS CARBO CERAMICS INC	P	2012-06-28	2013-11-06
421 SHS CISCO SYSTEMS INC	P	2010-01-07	2013-06-19
297 SHS CISCO SYSTEMS INC	P	2010-01-07	2013-10-24
739 SHS DISNEY (WALT) HOLDING CO	P	2012-01-03	2013-01-02
7 SHS DISNEY (WALT) HOLDING CO	P	2012-01-03	2013-06-19
113 SHS DISNEY (WALT) HOLDING CO	P	2011-08-31	2013-06-19
85 SHS DISNEY (WALT) HOLDING CO	P	2011-08-31	2013-10-24
104 SHS EBAY INC	P	2012-05-10	2013-06-19
73 SHS EBAY INC	P	2012-05-10	2013-10-24
430 SHS EMERSON ELECTRIC CO	P	2010-01-07	2013-02-26
110 SHS EMERSON ELECTRIC CO	P	2010-01-07	2013-06-19
78 SHS EMERSON ELECTRIC CO	P	2010-01-07	2013-10-24
36 SHS EOG RES INC	P	2010-01-07	2013-06-19
490 SHS EOG RES INC	P	2010-01-07	2013-10-24
330 SHS EOG RES INC	P	2010-01-07	2013-11-12
23 SHS EOG RES INC	P	2011-08-31	2013-11-12
159 SHS EXELON CORP	P	2010-01-07	2013-06-19
1610 SHS EXELON CORP	P	2010-01-07	2013-08-02

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 )
804 SHS EXELON CORP	P	2010-03-16	2013-08-02
71 SHS EXELON CORP	P	2011-08-31	2013-08-02
1308 SHS EXELON CORP	P	2013-02-26	2013-08-02
91 SHS FACEBOOK INC	P	2012-05-18	2013-06-19
65 SHS FACEBOOK INC	P	2012-05-18	2013-10-24
77 SHS FEDEX CORP	P	2010-11-22	2013-06-19
53 SHS FEDEX CORP	P	2010-11-22	2013-10-24
1 SH FEDEX CORP	P	2010-01-07	2013-10-24
101 SHS FEDEX CORP	P	2010-01-07	2013-12-30
13 SHS GOOGLE INC CL A	P	2010-01-07	2013-06-19
9 SHS GOOGLE INC CL A	P	2010-01-07	2013-10-24
41 SHS GOOGLE INC CL A	P	2010-01-07	2013-12-17
47 SHS W W GRAINGER INC	P	2010-01-07	2013-06-19
33 SHS W W GRAINGER INC	P	2010-01-07	2013-10-24
78 SHS W W GRAINGER INC	P	2010-01-07	2013-12-02
94 SHS W W GRAINGER INC	P	2010-01-07	2013-12-03
33 SHS INTERNATIONAL BUS MACHINES	P	2010-01-07	2013-06-19
24 SHS INTERNATIONAL BUS MACHINES	P	2010-01-07	2013-10-24
115 SHS JOHNSON & JOHNSON	P	2012-09-26	2013-06-19
81 SHS JOHNSON & JOHNSON	P	2012-09-26	2013-10-24
161 SHS COCA-COLA COMPANY	P	2010-01-07	2013-06-19
112 SHS COCA-COLA COMPANY	P	2010-01-07	2013-10-24
82 SHS MEG ENERGY CORP	P	2013-06-14	2013-10-24
56 SHS MCGRAW HILL FINANCIAL INC	P	2013-10-10	2013-10-24
65 SHS 3M CO	P	2010-09-17	2013-06-19
46 SHS 3M CO	P	2010-09-17	2013-10-24
78 SHS MONSANTO CO NEW COM	P	2010-01-07	2013-06-19
55 SHS MONSANTO CO NEW COM	P	2010-01-07	2013-10-24
301 SHS MICROSOFT CORP	P	2010-01-07	2013-06-19
211 SHS MICROSOFT CORP	P	2010-01-07	2013-10-24

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 )
46 SHS M&T BANK CORP	P	2011-01-11	2013-06-19
56 SHS M&T BANK CORP	P	2011-01-11	2013-10-08
35 SHS M&T BANK CORP	P	2011-08-31	2013-10-08
229 SHS M&T BANK CORP	P	2010-01-07	2013-10-08
320 SHS M&T BANK CORP	P	2010-01-07	2013-10-09
320 SHS M&T BANK CORP	P	2010-01-07	2013-10-10
128 SHS M&T BANK CORP	P	2010-01-07	2013-10-11
190 SHS NESTLE SA	P	2010-01-07	2013-06-19
134 SHS NESTLE SA	P	2010-01-07	2013-10-24
101 SHS NOVARTIS ADR	P	2010-01-07	2013-06-19
71 SHS NOVARTIS ADR	P	2010-01-07	2013-10-24
77 SHS OCCIDENTAL PETROLEUM	P	2011-05-09	2013-06-19
54 SHS OCCIDENTAL PETROLEUM	P	2011-05-09	2013-10-24
35 SHS PEPSICO INC	P	2010-01-07	2013-06-19
53 SHS PEPSICO INC	P	2010-01-07	2013-06-19
62 SHS PEPSICO INC	P	2010-01-07	2013-10-24
25 SHS PROCTER & GAMBLE CO	P	2010-01-07	2013-06-19
25 SHS PROCTER & GAMBLE CO	P	2010-01-07	2013-06-19
32 SHS PROCTER & GAMBLE CO	P	2010-01-07	2013-06-19
58 SHS PROCTER & GAMBLE CO	P	2010-01-07	2013-10-24
300 SHS PROGRESSIVE CORP OHIO	P	2010-01-07	2013-06-19
49 SHS PROGRESSIVE CORP OHIO	P	2010-01-07	2013-06-19
1608 SHS PROGRESSIVE CORP OHIO	P	2010-01-07	2013-10-22
198 SHS PROGRESSIVE CORP OHIO	P	2010-01-07	2013-10-24
137 SHS POTASH CORP SASKATCHEWAN	P	2013-04-02	2013-06-19
381 SHS POTASH CORP SASKATCHEWAN	P	2013-04-02	2013-08-02
2865 SHS POTASH CORP SASKATCHEWAN	P	2012-12-04	2013-08-02
86 SHS QUALCOMM INC	P	2010-01-07	2013-06-19
60 SHS QUALCOMM INC	P	2010-01-07	2013-10-24
121 SHS ROCHE HOLDINGS LTD SPONS ADR	P	2011-06-28	2013-06-19

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 )
85 SHS ROCHE HOLDINGS LTD SPONS ADR	P	2011-06-28	2013-10-24
36 SHS SOUTHWESTERN ENERGY	P	2011-05-02	2013-06-19
130 SHS SOUTHWESTERN ENERGY	P	2011-04-29	2013-06-19
70 SHS SOUTHWESTERN ENERGY	P	2011-04-29	2013-10-24
46 SHS SOUTHWESTERN ENERGY	P	2011-04-28	2013-10-24
154 SHS TIFFANY & CO	P	2012-07-19	2013-06-11
207 SHS TIFFANY & CO	P	2012-07-20	2013-06-11
100 SHS TIFFANY & CO	P	2012-07-17	2013-06-11
80 SHS TIFFANY & CO	P	2012-07-16	2013-06-11
73 SHS TIFFANY & CO	P	2012-07-16	2013-06-19
51 SHS TIFFANY & CO	P	2012-07-16	2013-10-24
11 SHS TIFFANY & CO	P	2012-07-16	2013-12-04
480 SHS TIFFANY & CO	P	2010-01-07	2013-12-04
219 SHS TEXAS INSTRUMENTS INC	P	2012-09-13	2013-06-19
54 SHS TEXAS INSTRUMENTS INC	P	2012-09-13	2013-10-24
100 SHS TEXAS INSTRUMENTS INC	P	2012-09-13	2013-10-24
34 SHS UNION PACIFIC CORP	P	2010-01-07	2013-06-19
24 SHS UNION PACIFIC CORP	P	2010-01-07	2013-10-24
64 SHS US BANCORP	P	2011-06-28	2013-06-19
100 SHS US BANCORP	P	2011-06-28	2013-06-19
115 SHS US BANCORP	P	2011-06-28	2013-10-24
217 SHS UTI WORLDWIDE INC	P	2010-01-07	2013-06-19
54 SHS UTI WORLDWIDE INC	P	2010-01-07	2013-10-24
46 SHS UTI WORLDWIDE INC	P	2010-01-07	2013-10-24
54 SHS UTI WORLDWIDE INC	P	2010-01-07	2013-10-24
427 SHS WELLS FARGO & CO NEW	P	2010-01-07	2013-06-11
604 SHS WELLS FARGO & CO NEW	P	2010-01-07	2013-06-12
179 SHS WELLS FARGO & CO NEW	P	2010-01-07	2013-06-19
126 SHS WELLS FARGO & CO NEW	P	2010-01-07	2013-10-24
51 SHS YUM BRANDS INC	P	2013-08-05	2013-10-24



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911 037 SHS VANGUARD SHORT-TERM INV GRADE - ADM	P	2010-01-12	2013-07-11
245 493 SHS VANGUARD SHORT-TERM INV GRADE - ADM	P	2011-09-30	2013-07-11
242 195 SHS VANGUARD SHORT-TERM INV GRADE - ADM	P	2011-11-30	2013-07-11
9847 76 SHS VANGUARD SHORT-TERM INV GRADE - ADM	P	2009-11-03	2013-07-11
18 SHS APPLE INC	P	2012-11-13	2013-01-24
20 SHS APPLE INC	P	2012-11-15	2013-01-24
87 SHS APPLE INC	P	2009-04-16	2013-01-24
37 SHS APPLE INC	P	2009-04-16	2013-02-01
74 SHS APPLE INC	P	2009-04-16	2013-04-24
150 SHS ABBVIE INC	P	2010-05-14	2013-02-08
250 SHS ABBVIE INC	P	2011-08-09	2013-02-08
150 SHS ABBVIE INC	P	2011-08-09	2013-02-12
350 SHS ABBVIE INC	P	2009-08-06	2013-02-12
1150 SHS ABBVIE INC	P	2009-08-06	2013-03-12
100 SHS AMERISOURCEBERGEN CORP COM	P	2011-06-28	2013-07-24
200 SHS AMERISOURCEBERGEN CORP COM	P	2012-07-31	2013-07-24
300 SHS ABBOTT LAB COM	P	2013-05-28	2013-09-04
300 SHS ABBOTT LAB COM	P	2013-07-10	2013-09-04
200 SHS ACCENTURE LTD CL A	P	2013-05-22	2013-06-28
100 SHS ACCENTURE LTD CL A	P	2013-04-30	2013-06-28
100 SHS ACCENTURE LTD CL A	P	2013-04-24	2013-06-28
200 SHS ACCENTURE LTD CL A	P	2013-04-24	2013-07-10
100 SHS ACCENTURE LTD CL A	P	2010-10-13	2013-09-12
100 SHS ACCENTURE LTD CL A	P	2010-10-05	2013-09-12
100 SHS ALLERGAN INC	P	2009-12-07	2013-01-17
200 SHS ALLERGAN INC	P	2013-05-02	2013-11-07
200 SHS AMERICAN EXPRESS	P	2013-04-19	2013-06-13
100 SHS AMERICAN EXPRESS	P	2013-02-07	2013-06-13
200 SHS BED BATH & BEYOND INC	P	2013-04-17	2013-09-05
100 SHS BED BATH & BEYOND INC	P	2013-01-28	2013-09-05

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64 SHS BIOGEN IDEC INC	P	2013-06-13	2013-07-23
25 SHS BIOGEN IDEC INC	P	2013-04-02	2013-07-23
33 SHS BIOGEN IDEC INC	P	2013-04-02	2013-10-04
29 SHS BIOGEN IDEC INC	P	2013-03-28	2013-10-04
8 SHS BIOGEN IDEC INC	P	2013-01-31	2013-10-04
100 SHS CAMERON INTL CORP	P	2012-02-24	2013-05-15
200 SHS CAMERON INTL CORP	P	2011-09-14	2013-05-15
100 SHS CAMERON INTL CORP	P	2011-09-14	2013-06-03
100 SHS CAMERON INTL CORP	P	2012-06-25	2013-06-03
200 SHS CAMERON INTL CORP	P	2012-06-25	2013-08-06
100 SHS CAMERON INTL CORP	P	2009-12-07	2013-08-06
750 SHS CAMERON INTL CORP	P	2009-12-07	2013-10-28
100 SHS COLGATE-PALMOLIVE CO COM	P	2011-09-28	2013-04-03
100 SHS COSTCO WHSL CORP NEW	P	2012-01-10	2013-03-12
100 SHS COSTCO WHSL CORP NEW	P	2009-12-07	2013-03-12
100 SHS COSTCO WHSL CORP NEW	P	2009-12-07	2013-05-30
100 SHS COSTCO WHSL CORP NEW	P	2009-12-07	2013-07-26
800 SHS EMC CORP	P	2012-02-02	2013-05-14
500 SHS EMC CORP	P	2013-07-25	2013-10-15
100 SHS EMC CORP	P	2013-07-25	2013-10-22
300 SHS EMC CORP	P	2012-02-02	2013-10-22
600 SHS EMC CORP	P	2013-05-30	2013-10-22
200 SHS EMC CORP	P	2013-03-13	2013-10-22
200 SHS EXPRESS SCRIPTS HOLDING CO	P	2012-08-08	2013-02-21
300 SHS EXPRESS SCRIPTS HOLDING CO	P	2012-05-11	2013-02-21
200 SHS EXPRESS SCRIPTS HOLDING CO	P	2012-11-06	2013-02-21
400 SHS EXPRESS SCRIPTS HOLDING CO	P	2011-06-07	2013-02-21
86 SHS EXPRESS SCRIPTS HOLDING CO	P	2011-06-07	2013-02-26
243 SHS EXPRESS SCRIPTS HOLDING CO	P	2011-06-16	2013-02-26
243 SHS EXPRESS SCRIPTS HOLDING CO	P	2011-10-27	2013-02-26

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162 SHS EXPRESS SCRIPTS HOLDING CO	P	2011-08-24	2013-02-26
300 SHS F5 NETWORKS	P	2013-09-11	2013-11-04
500 SHS GENERAL ELECTRIC CO	P	2012-03-14	2013-04-19
400 SHS GENERAL ELECTRIC CO	P	2012-06-12	2013-04-19
300 SHS GENERAL ELECTRIC CO	P	2012-06-12	2013-04-23
400 SHS GENERAL ELECTRIC CO	P	2012-02-23	2013-04-23
400 SHS JOHNSON CTL INC COM	P	2013-07-02	2013-12-20
100 SHS JOHNSON CTL INC COM	P	2013-03-06	2013-12-20
300 SHS JOHNSON CTL INC COM	P	2013-03-06	2013-12-27
200 SHS COCA-COLA COMPANY	P	2009-12-07	2013-06-13
400 SHS COCA-COLA COMPANY	P	2009-12-07	2013-10-02
600 SHS LAS VEGAS SANDS CORP COM	P	2012-02-03	2013-01-16
200 SHS MCDONALDS CORP	P	2012-12-10	2013-05-28
370 SHS MCDONALDS CORP	P	2008-08-05	2013-05-28
500 SHS MONDELEZ INTERNATIONAL	P	2012-09-14	2013-06-20
100 SHS MONSANTO CO NEW COM	P	2013-06-07	2013-08-22
100 SHS MONSANTO CO NEW COM	P	2012-05-11	2013-08-22
200 SHS NIKE INC CL B	P	2013-06-28	2013-12-11
300 SHS ORACLE CORPORATION	P	2012-12-19	2013-03-22
100 SHS ORACLE CORPORATION	P	2012-08-07	2013-03-22
500 SHS ORACLE CORPORATION	P	2012-10-08	2013-03-22
200 SHS ORACLE CORPORATION	P	2012-03-21	2013-03-22
400 SHS ORACLE CORPORATION	P	2012-03-21	2013-06-21
200 SHS ORACLE CORPORATION	P	2011-10-04	2013-06-21
400 SHS ORACLE CORPORATION	P	2012-06-19	2013-06-21
200 SHS ORACLE CORPORATION	P	2012-06-19	2013-07-02
1000 SHS ORACLE CORPORATION	P	2010-09-17	2013-07-02
100 SHS PHILIP MORRIS INTL INC	P	2012-08-06	2013-04-18
100 SHS PHILIP MORRIS INTL INC	P	2012-10-02	2013-04-18
100 SHS PHILIP MORRIS INTL INC	P	2012-10-02	2013-05-28

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100 SHS PHILIP MORRIS INTL INC	P	2013-02-21	2013-11-21
400 SHS PHILIP MORRIS INTL INC	P	2012-07-19	2013-11-21
100 SHS QUALCOMM INC	P	2012-11-30	2013-04-29
100 SHS QUALCOMM INC	P	2011-08-09	2013-04-29
100 SHS QUALCOMM INC	P	2009-12-07	2013-04-29
200 SHS QUALCOMM INC	P	2009-12-07	2013-06-03
300 SHS QUALCOMM INC	P	2009-12-07	2013-06-18
200 SHS QUALCOMM INC	P	2009-12-07	2013-07-15
200 SHS STARBUCKS CORP	P	2012-06-14	2013-10-28
200 SHS SCHLUMBERGER LTD	P	2009-12-07	2013-04-19
500 SHS SCHLUMBERGER LTD	P	2009-12-07	2013-04-30
200 SHS SANOFI AVENTIS SPONSORED ADR	P	2013-05-28	2013-08-22
300 SHS SANOFI AVENTIS SPONSORED ADR	P	2013-04-03	2013-08-22
100 SHS SANOFI AVENTIS SPONSORED ADR	P	2013-02-12	2013-08-22
300 SHS SANOFI AVENTIS SPONSORED ADR	P	2013-02-12	2013-10-24
300 SHS SANOFI AVENTIS SPONSORED ADR	P	2013-01-10	2013-10-24
700 SHS SANOFI AVENTIS SPONSORED ADR	P	2013-01-03	2013-11-21
100 SHS SANOFI AVENTIS SPONSORED ADR	P	2013-02-21	2013-11-21
200 SHS SANOFI AVENTIS SPONSORED ADR	P	2013-02-21	2013-12-02
500 SHS SANOFI AVENTIS SPONSORED ADR	P	2013-02-08	2013-12-02
300 SHS STRYKER CORP COM	P	2009-12-07	2013-08-12
500 SHS TERADATA CORP DEL COM	P	2013-09-11	2013-10-15
400 SHS UNILEVER N V ADR NY SHSF	P	2011-11-30	2013-08-14
100 SHS UNILEVER N V ADR NY SHSF	P	2011-11-30	2013-09-06
400 SHS UNILEVER N V ADR NY SHSF	P	2012-02-03	2013-09-06
500 SHS UNILEVER N V ADR NY SHSF	P	2011-12-19	2013-09-06
400 SHS UNILEVER N V ADR NY SHSF	P	2012-01-12	2013-09-06
100 SHS UNITED PARCEL SERVICE INC CL B	P	2013-03-25	2013-08-15
100 SHS UNITED PARCEL SERVICE INC CL B	P	2013-01-29	2013-08-15
100 SHS VISA INC CL A	P	2011-07-07	2013-08-28

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 )
19 SHS VISA INC CL A	P	2011-07-01	2013-08-28
100 SHS WELLS FARGO & CO NEW	P	2012-09-17	2013-06-20
300 SHS WELLS FARGO & CO NEW	P	2013-01-03	2013-06-20
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)
6,852		5,744	1,108
6,366		4,308	2,058
6,552		4,070	2,482
5,422		2,866	2,556
38,168		19,461	18,707
5,677		2,849	2,828
4,657		3,130	1,527
4,657		3,130	1,527
6,544		4,414	2,130
4,593		4,501	92
3,189		3,151	38
8,467		5,371	3,096
6,942		3,759	3,183
39,886		20,409	19,477
24,142		11,823	12,319
9,182		7,891	1,291
7,407		5,565	1,842
9,419		5,295	4,124
7,167		3,740	3,427
6,174		4,824	1,350
4,647		3,423	1,224
6,151		6,329	-178
5,235		4,459	776
4,570		3,222	1,348
3,204		2,267	937
6,910		2,889	4,021
5,693		2,039	3,654
5,007		6,079	-1,072
3,735		4,281	-546
5,358		2,862	2,496

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)
3,942		2,027	1,915
40,972		33,195	7,777
5,974		4,903	1,071
747		508	239
5,382		3,217	2,165
3,190		3,867	-677
3,139		2,725	414
10,841		7,559	3,282
8,775		6,241	2,534
6,550		4,278	2,272
7,870		5,165	2,705
6,148		3,807	2,341
2,582		1,576	1,006
10,458		10,328	130
6,594		7,286	-692
37,499		28,385	9,114
457		269	188
7,377		3,847	3,530
5,850		2,894	2,956
5,464		4,286	1,178
3,810		3,008	802
24,001		18,854	5,147
6,290		4,823	1,467
5,190		3,420	1,770
4,899		3,547	1,352
89,149		48,276	40,873
55,502		32,512	22,990
3,868		2,172	1,696
4,928		7,732	-2,804
49,088		78,297	-29,209

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)
24,513		36,090	-11,577
2,165		3,090	-925
39,880		40,378	-498
2,196		3,595	-1,399
3,372		2,568	804
7,840		6,718	1,122
6,950		4,624	2,326
131		83	48
14,458		8,373	6,085
11,679		7,716	3,963
9,279		5,342	3,937
43,988		24,335	19,653
11,983		4,631	7,352
8,710		3,251	5,459
20,137		7,685	12,452
24,017		9,261	14,756
6,745		4,275	2,470
4,233		3,109	1,124
9,904		7,970	1,934
7,477		5,613	1,864
6,636		4,527	2,109
4,364		3,149	1,215
2,741		2,630	111
4,002		3,789	213
7,342		5,579	1,763
5,675		3,948	1,727
8,202		6,710	1,492
5,867		4,731	1,136
10,499		9,175	1,324
7,157		6,432	725



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)
4,767		4,014	753
6,182		4,887	1,295
3,864		2,704	1,160
25,281		16,741	8,540
35,270		23,394	11,876
36,061		23,394	12,667
14,355		9,358	4,997
12,867		8,933	3,934
9,840		6,300	3,540
7,330		5,247	2,083
5,533		3,688	1,845
7,122		8,321	-1,199
5,211		5,836	-625
2,879		2,135	744
4,359		3,233	1,126
5,126		3,782	1,344
1,972		1,515	457
1,972		1,515	457
2,524		1,940	584
4,667		3,515	1,152
7,552		5,275	2,277
1,234		862	372
43,016		28,273	14,743
5,316		3,481	1,835
5,610		5,433	177
11,025		15,110	-4,085
82,903		111,869	-28,966
5,377		4,216	1,161
4,022		2,941	1,081
7,520		5,051	2,469

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)
5,897		3,548	2,349
1,375		1,583	-208
4,965		5,630	-665
2,544		3,032	-488
1,672		1,969	-297
11,893		8,731	3,162
15,985		11,622	4,363
7,722		5,250	2,472
6,178		4,196	1,982
5,560		3,828	1,732
4,009		2,675	1,334
977		577	400
42,627		22,540	20,087
7,921		6,316	1,605
2,151		1,557	594
3,984		2,884	1,100
5,342		2,237	3,105
3,708		1,579	2,129
2,262		1,586	676
3,535		2,479	1,056
4,321		2,851	1,470
3,412		3,191	221
824		794	30
702		677	25
824		794	30
17,464		12,445	5,019
24,345		17,603	6,742
7,311		5,217	2,094
5,363		3,672	1,691
3,339		3,802	-463

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)
9,719		9,713	6
2,619		2,617	2
2,584		2,572	12
105,058		104,298	760
8,305		9,884	-1,579
9,228		10,606	-1,378
40,141		10,481	29,660
16,882		4,457	12,425
29,913		8,915	20,998
5,413		3,784	1,629
9,021		6,288	2,733
5,339		3,773	1,566
12,458		7,959	4,499
43,343		26,152	17,191
5,864		4,136	1,728
11,728		7,977	3,751
10,001		11,559	-1,558
10,001		10,527	-526
13,875		16,761	-2,886
6,937		8,059	-1,122
6,937		7,700	-763
14,844		15,399	-555
7,500		4,526	2,974
7,500		4,522	2,978
10,506		5,998	4,508
17,793		20,310	-2,517
14,942		13,296	1,646
7,471		6,169	1,302
14,552		13,206	1,346
7,276		5,841	1,435

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)
14,741		13,352	1,389
5,758		4,941	817
7,895		6,522	1,373
6,938		5,563	1,375
1,914		1,239	675
6,385		5,690	695
12,769		9,999	2,770
6,041		5,000	1,041
6,041		3,855	2,186
11,540		7,709	3,831
5,770		3,777	1,993
40,504		28,330	12,174
11,841		9,006	2,835
10,452		7,942	2,510
10,452		5,930	4,522
11,335		5,930	5,405
11,638		5,930	5,708
18,407		20,775	-2,368
12,428		13,232	-804
2,435		2,646	-211
7,304		7,791	-487
14,608		14,942	-334
4,869		4,963	-94
11,298		11,979	-681
16,947		16,828	119
11,298		11,154	144
22,596		17,273	5,323
4,732		3,714	1,018
13,370		10,171	3,199
13,370		9,844	3,526

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)
8,913		6,548	2,365
23,846		27,493	-3,647
10,875		9,944	931
8,700		7,771	929
6,485		5,829	656
8,646		7,741	905
20,124		14,343	5,781
5,031		3,402	1,629
15,253		10,207	5,046
7,949		5,802	2,147
14,967		11,605	3,362
31,266		30,839	427
20,254		17,894	2,360
37,470		22,578	14,892
14,570		13,054	1,516
9,508		10,106	-598
9,508		7,241	2,267
15,717		12,471	3,246
9,593		10,221	-628
3,198		3,167	31
15,988		15,564	424
6,395		6,052	343
12,037		12,103	-66
6,019		5,660	359
12,037		11,265	772
6,012		5,632	380
30,061		27,539	2,522
9,116		9,241	-125
9,116		9,170	-54
9,339		9,170	169

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)
8,633		9,164	-531
34,531		36,175	-1,644
6,185		6,338	-153
6,185		4,896	1,289
6,185		4,515	1,670
12,597		9,030	3,567
18,744		13,546	5,198
12,238		9,030	3,208
15,727		10,390	5,337
13,864		12,353	1,511
37,083		30,881	6,202
10,118		11,168	-1,050
15,177		15,581	-404
5,059		4,867	192
15,426		14,600	826
15,426		14,512	914
37,014		33,433	3,581
5,288		4,729	559
10,409		9,457	952
26,023		23,186	2,837
21,183		15,560	5,623
21,995		29,210	-7,215
15,845		13,634	2,211
3,770		3,408	362
15,080		13,275	1,805
18,850		16,508	2,342
15,080		13,189	1,891
8,620		8,440	180
8,620		8,236	384
17,406		8,981	8,425

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)
3,307		1,665	1,642
4,038		3,544	494
12,113		10,424	1,689
408,379			408,379

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	
			1,108
			2,058
			2,482
			2,556
			18,707
			2,828
			1,527
			1,527
			2,130
			92
			38
			3,096
			3,183
			19,477
			12,319
			1,291
			1,842
			4,124
			3,427
			1,350
			1,224
			-178
			776
			1,348
			937
			4,021
			3,654
			-1,072
			-546
			2,496



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	
			1,915
			7,777
			1,071
			239
			2,165
			-677
			414
			3,282
			2,534
			2,272
			2,705
			2,341
			1,006
			130
			-692
			9,114
			188
			3,530
			2,956
			1,178
			802
			5,147
			1,467
			1,770
			1,352
			40,873
			22,990
			1,696
			-2,804
			-29,209

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	
			-11,577
			-925
			-498
			-1,399
			804
			1,122
			2,326
			48
			6,085
			3,963
			3,937
			19,653
			7,352
			5,459
			12,452
			14,756
			2,470
			1,124
			1,934
			1,864
			2,109
			1,215
			111
			213
			1,763
			1,727
			1,492
			1,136
			1,324
			725

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	
			753
			1,295
			1,160
			8,540
			11,876
			12,667
			4,997
			3,934
			3,540
			2,083
			1,845
			-1,199
			-625
			744
			1,126
			1,344
			457
			457
			584
			1,152
			2,277
			372
			14,743
			1,835
			177
			-4,085
			-28,966
			1,161
			1,081
			2,469

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	
			2,349
			-208
			-665
			-488
			-297
			3,162
			4,363
			2,472
			1,982
			1,732
			1,334
			400
			20,087
			1,605
			594
			1,100
			3,105
			2,129
			676
			1,056
			1,470
			221
			30
			25
			30
			5,019
			6,742
			2,094
			1,691
			-463

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	
			6
			2
			12
			760
			-1,579
			-1,378
			29,660
			12,425
			20,998
			1,629
			2,733
			1,566
			4,499
			17,191
			1,728
			3,751
			-1,558
			-526
			-2,886
			-1,122
			-763
			-555
			2,974
			2,978
			4,508
			-2,517
			1,646
			1,302
			1,346
			1,435

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	
			1,389
			817
			1,373
			1,375
			675
			695
			2,770
			1,041
			2,186
			3,831
			1,993
			12,174
			2,835
			2,510
			4,522
			5,405
			5,708
			-2,368
			-804
			-211
			-487
			-334
			-94
			-681
			119
			144
			5,323
			1,018
			3,199
			3,526

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	
			2,365
			-3,647
			931
			929
			656
			905
			5,781
			1,629
			5,046
			2,147
			3,362
			427
			2,360
			14,892
			1,516
			-598
			2,267
			3,246
			-628
			31
			424
			343
			-66
			359
			772
			380
			2,522
			-125
			-54
			169

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	
			-531
			-1,644
			-153
			1,289
			1,670
			3,567
			5,198
			3,208
			5,337
			1,511
			6,202
			-1,050
			-404
			192
			826
			914
			3,581
			559
			952
			2,837
			5,623
			-7,215
			2,211
			362
			1,805
			2,342
			1,891
			180
			384
			8,425




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	
			1,642
			494
			1,689
			408,379

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</b> <i>Paid during the year</i>				
ECOFLIGHT 311K ASPEN AIRPORT BUSINESS CENTER ASPEN,CO 81611	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	20,000
EVERGLADES FOUNDATION 18001 OLD CUTLER ROAD PALMETTO BAY,FL 33157	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	50,000
1000 FRIENDS OF FLORIDA PO BOX 5948 TALLAHASSEE,FL 32314	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	5,000
PUBLIC TRUST ENVIRONMENTAL 2029 NORTH THIRD STREET JACKSONVILLE BEACH,FL 32250	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	50,000
ST JOHN'S RIVERKEEPER 2800 UNIVERSITY BLVD NORTH JACKSONVILLE,FL 32211	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	50,000
VERMONT STUDIO CENTER PO BOX 613 JOHNSON,VT 05656	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	100,000
HARBOR BRANCH OCEANOGRAPHIC INSTITUTE INC 5600 US 1 NORTH FT PIERCE,FL 34946	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	50,000
UNIVERSITY OF FLORIDA BRAIN INSTITUE 100 S NEWELL DRIVE BLDG 59 RM L5-101 GAINESVILLE,FL 32611	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	125,000
MANOMET INC 125 MANOMET POINT ROAD PLYMOUTH,MA 02360	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	10,000
TIMICUAN TRAIL PARKS FOUNDATION INC 2029 NORTH THIRD STREET JACKSONVILLE BEACH,FL 32250	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	5,000
RUTGERS UNIVERSITY 57 US HIGHWAY 1 NEW BRUNSWICK,NJ 08901	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	150,000
CITY OF ATLANTIC BEACH 800 SEMINOLE ROAD ATLANTIC BEACH,FL 32233	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	103,243
NORTH FLORIDA LAND TRUST 2038 GILMORE STREET JACKSONVILLE,FL 32204	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	10,000
AUDUBON FLORIDA 4500 BISCAYNE BLVD STE 205 MIAMI,FL 33137	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	50,000
CUMMER GALLERY OF ART 829 RIVERSIDE AVENUE JACKSONVILLE,FL 32204	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	250,000
<b>Total . . . . .</b>  <b>3a</b>				1,053,243

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</b> <i>Paid during the year</i>				
FRIENDS OF MATANZAS PRESERVE INC 190 TROPICAL SHORE WAY FORT MYERS BEACH, FL 33931	N/A	PUBLIC CHARITY	PROVIDE FOR PROGRAM SERVICES	25,000
<b>Total . . . . .</b>  <b>3a</b>				1,053,243