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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- ▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning , and ending

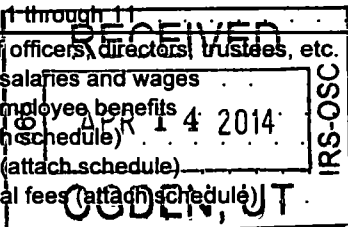
Name of foundation CHARLES B. MATHIS MEM. TR.			A Employer identification number 23-2733573	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N.A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		Room/suite	B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem	State NC	ZIP code 27101-3818		
Foreign country name	Foreign province/state/county	Foreign postal code		
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change			C If exemption application is pending, check here <input type="checkbox"/>	
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,753,804			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

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)
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	34,003	33,159		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	40,194			
b	Gross sales price for all assets on line 6a	642,576			
7	Capital gain net income (from Part IV, line 2)		40,194		
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	74,197	73,353	0	
13	Compensation of officers, directors, trustees, etc.	22,792	17,094		5,698
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	600			600
c	Other professional fees (attach schedule)	1,575			1,575
17	Interest				
18	Taxes (attach schedule) (see instructions)	2,945	639		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	570	570		
24	Total operating and administrative expenses. Add lines 13 through 23	28,482	18,303	0	7,873
25	Contributions, gifts, grants paid	66,875			66,875
26	Total expenses and disbursements. Add lines 24 and 25	95,357	18,303	0	74,748
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-21,160			
b	Net investment income (if negative, enter -0-)		55,050		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

HTA

SCANNED APR 16 2014
ENVELOPE APR 16 2014
POSTMARK DATE APR 16 2014
Operating and Administrative Expenses

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		4,457	4,457			
	2 Savings and temporary cash investments		127,563	127,563			
	3 Accounts receivable ▶						
	Less: allowance for doubtful accounts ▶						
	4 Pledges receivable ▶						
	Less: allowance for doubtful accounts ▶						
	5 Grants receivable						
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)						
	7 Other notes and loans receivable (attach schedule) ▶						
	Less: allowance for doubtful accounts ▶						
	8 Inventories for sale or use						
	9 Prepaid expenses and deferred charges						
	10a Investments—U S. and state government obligations (attach schedule)						
	b Investments—corporate stock (attach schedule)						
	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)	1,627,946	1,476,591	1,621,784			
	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)	1,627,946	1,608,611	1,753,804			
	17 Accounts payable and accrued expenses						
	18 Grants payable						
	19 Deferred revenue						
Net Assets or Fund Balances	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				
	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	1,627,946	1,608,611				
Net Assets or Fund Balances	28 Paid-in or capital surplus, or land, bldg., and equipment fund						
	29 Retained earnings, accumulated income, endowment, or other funds						
	30 Total net assets or fund balances (see instructions)	1,627,946	1,608,611				
	31 Total liabilities and net assets/fund balances (see instructions)	1,627,946	1,608,611				

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	1,627,946
2 Enter amount from Part I, line 27a	2	-21,160
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	4,992
4 Add lines 1, 2, and 3	4	1,611,778
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	3,167
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,608,611

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 Attached Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e See Attached Statement			

(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			0
b			0
c			0
d			0
e			0

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			0
b			0
c			0
d			0
e			0

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	40,194
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	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	72,674	1,627,237	0.044661
2011	73,645	1,685,212	0.043701
2010	64,328	1,603,443	0.040119
2009	77,209	1,397,666	0.055241
2008	95,095	1,708,453	0.055661

2 Total of line 1, column (d)	2	0.239383
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	0.047877
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,681,356
5 Multiply line 4 by line 3	5	80,498
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	551
7 Add lines 5 and 6	7	81,049
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	74,748

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <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	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1		1,101
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		0
3	Add lines 1 and 2	3		1,101
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		1,101
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a		1,429
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		1,429
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		0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		328
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax 328 Refunded	11		0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ► \$ _____ (2) On foundation managers. ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
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>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
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>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
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>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► NJ		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)


11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ WELLS FARGO BANK N.A. Telephone no. ▶ 888-730-4933			
	Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ▶ <input checked="" 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 the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <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	N/A
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	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
- 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? ☐ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d). N/A
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b N/A

6b X

7b N/A

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
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE 4 00	22,792		

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

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

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



0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
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 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
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	1,595,242
b	Average of monthly cash balances	1b	111,718
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,706,960
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,706,960
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	25,604
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,681,356
6	Minimum investment return. Enter 5% of line 5	6	84,068

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	84,068
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,101
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,101
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	82,967
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	82,967
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	82,967

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	74,748
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	74,748
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	74,748

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				82,967
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			41,862	
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	0			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ <u>74,748</u>				
a Applied to 2012, but not more than line 2a			41,862	
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				32,886
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	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				
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			0	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				50,081
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)**N/A**

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

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

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

Tax year	Prior 3 years			(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon:				
a "Assets" alternative test—enter:				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines:

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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 Attached Statement				
Total			3a	66,875
b Approved for future payment NONE				
Total			3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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	34,003	
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	40,194	
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		74,197	0
13	Total. Add line 12, columns (b), (d), and (e)				13	74,197

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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 | 1a |
| (2) | Other assets | 1a |
| b | Other transactions: | |
| (1) | Sales of assets to a noncharitable exempt organization | 1b |
| (2) | Purchases of assets from a noncharitable exempt organization | 1b |
| (3) | Rental of facilities, equipment, or other assets | 1b |
| (4) | Reimbursement arrangements | 1b |
| (5) | Loans or loan guarantees | 1b |
| (6) | Performance of services or membership or fundraising solicitations | 1b |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1 |
| 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)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 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) is based on all information of which preparer has any knowledge.

John A. Senter SVP Wells Fargo Bank N.A.
Signature of officer or trustee

4/9/2014
Date

SVP Wells Fargo Bank N A

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

JOSEPH J. CASTRIANO

Preparer's signature

[Signature]

Date _____

4/9/2014

Check ☒ if self-employed

PTIN	
------	--

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Firm's EIN ► 13-4008324

Phone no 412-355-6000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

THE COLLEGE OF NJ

Street

GREEN HALL, 2000 PENNINGTON ROAD

City

EWING

State

NJ

Zip Code

08628

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

VIRGINIA TECH

Street

222 BURRUSS HALL

City

BLACKSBURG

State

VA

Zip Code

24061

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

MONTCLAIRE STATE UNIVERSITY

Street

1 NORMAL AVENUE

City

MONTCLAIRE

State

NJ

Zip Code

07043

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

NEW YORK UNIVERSITY

Street

70 WASHINGTON SQ SOUTH

City

NEW YORK

State

NY

Zip Code

10012

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

UNIVERSITY OF PITTSBURGH

Street

4200 FIFTH AVENUE

City

PITTSBURGH

State

PA

Zip Code

15260

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

MONMOUTH UNIVERSITY

Street

400 CEDAR AVE

City

WEST LONG BRANCH

State

NJ

Zip Code

07764

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PRINCETON UNIVERSITY

Street

1 NASSAU HALL

City

PRINCETON

State

NJ

Zip Code

08544

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

STEVENS INSTITUTE OF TECHNOLOGY

Street

CASTLE POINT ON HUDSON

City

HOBOKEN

State

NJ

Zip Code

07030

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

ROWAN UNIVERSITY

Street

201 MULICA HILL ROAD

City

GLASSBORO

State

NJ

Zip Code

08028

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

NORTHEASTERN UNIVERSITY

Street

360 HUNTINGTON AVENUE

City

BOSTON

State

MA

Zip Code

02115

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

RENSSELAER UNIVERSITY

Street

110 EIGHTH STREET

City

TROY

State

NY

Zip Code

12180

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

BOSTON UNIVERSITY

Street

ONE SILBER WAY

City

BOSTON

State

MA

Zip Code

02215

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

UNIVERSITY OF PENNSYLVANIA

Street

34TH AND SPRUCE STREET

City

PHILADELPHIA

State

PA

Zip Code

19104-6303

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

FAIRLEIGH DICKINSON UNIVERSITY

Street

1000 RIVER ROAD

City

TEANECK

State

NJ

Zip Code

07666

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

WEST CHESTER UNIVERSITY

Street

700 SOUTH HIGH ST

City

WEST CHESTER

State

PA

Zip Code

19383

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

180 TURNING LIVES AROUND

Street

1 BETHANY ROAD BUILDING 3 SUITE 42

City

HAZLET

State

NJ

Zip Code

07730

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,000

Name

ALZHEIMER'S ASSOCIATION, GREATER NEW JERSEY CHAPTER

Street

400 MORRIS AVENUE, SUITE 251

City

DENVER

State

NJ

Zip Code

07834

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

Name

AMERICAN CANCER SOCIETY

Street

250 WILLIAMS STREET NW

City

ATLANTA

State

GA

Zip Code

30303

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

OUTREACH CURRICULUM DEVELOPMENT AND CAMP SCHOLARSHIPS FOR CHILDREN IMPACTED BY SUPERSTORM SA

Street

170 PATTERSON AVENUE

City

SHREWSBURY

State

NJ

Zip Code

07702

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,000

Name

GRACE INITIATIVES

Street

509 N. MAIN ST. UNIT 4

City

LANOKA HARBOR

State

NJ

Zip Code

08734

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

Name

HOPE OF OCEAN COUNTY

Street

253 CHESTNUT STREET

City

TOMS RIVER

State

NJ

Zip Code

08753

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

OCEAN HOUSING ALLIANCE

Street

605 BAY AVE

City

POINT PLEASANT BEACH

State

NJ

Zip Code

08742

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

DEBORAH HOSPITAL FOUNDATION

Street

212 TRENTON ROAD

City

BROWNS MILLS

State

NJ

Zip Code

08015

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

REFERRAL TO VICTIMS OF HURRICANE SANDY IN OCEAN COUNTY

Street

118 WASHINGTON STREET

City

COURT HOUSE

State

NJ

Zip Code

08754

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

WEST CHESTER UNIVERSITY

Street

700 SOUTH HIGH ST

City

WEST CHESTER

State

PA

Zip Code

19383

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,500

Name

FIRST BAPTIST CHURCH OF TOMS RIV

Street

700 MAIN STREET

City

TOMS RIVER

State

NJ

Zip Code

08753

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

265

Name

FRIENDS OF THE OLD YELLOW

Street

POST OFFICE BOX 23

City

CREAM RIDGE

State

NJ

Zip Code

08514

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

TEAM RANDY

Street

213 RT. 37E

City

TOMS RIVER

State

NJ

Zip Code

08753

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,600

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Amount										Totals		Cost, Other		Net Gain	
Long Term CG Distributions										Capital Gains/Losses		Basis and Expenses		Net Gain	
Short Term CG Distributions										Other sales				or Loss	
18,355										642,576		602,382		40,194	
0										0		0		0	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	
1	X	AQR MANAGED FUTURES ST	00203H859		7/11/2013		10/9/2013	15,506	18,011				0	-505	
2	X	INVESCO INTL GROWTH-Y #8	008882532		2/13/2012		5/15/2013	1,677	1,466				0	-211	
3	X	INVESCO INTL GROWTH-Y #8	008882532		2/13/2012		10/9/2013	8,005	6,788				0	1,217	
4	X	ARTISAN MID CAP FUND-INS	04314H600		4/10/2012		5/15/2013	5,268	4,566				0	702	
5	X	ARTISAN MID CAP FUND-INS	04314H600		7/11/2013		10/9/2013	2,839	2,694				0	145	
6	X	CREDIT SUISSE COMM RET S	22544R305		8/26/2011		10/9/2013	15,130	19,388				0	-4,258	
7	X	DIAMOND HILL LONG-SHORT	25264S833		10/25/2011		2/6/2013	2,879	2,408				0	471	
8	X	DIAMOND HILL LONG-SHORT	25264S833		10/25/2011		5/15/2013	1,890	1,501				0	389	
9	X	DIAMOND HILL LONG-SHORT	25264S833		10/25/2011		7/11/2013	9,982	7,816				0	2,176	
10	X	DODGE & COX INCOME FD CX	256210105		5/9/2013		5/15/2013	1,784	1,769				0	-5	
11	X	DODGE & COX INCOME FD CX	256210105		5/9/2013		7/11/2013	17,942	18,541				0	-599	
12	X	DREYFUS EMG MKT DEBT LO	261980494		8/26/2011		2/6/2013	11,733	11,481				0	242	
13	X	DREYFUS EMG MKT DEBT LO	261980494		8/26/2011		10/10/2013	142	152				0	-10	
14	X	DREYFUS EMG MKT DEBT LO	261980494		8/13/2012		10/10/2013	22,249	22,858				0	-609	
15	X	DREYFUS EMG MKT DEBT LO	261980494		2/13/2012		10/10/2013	1,730	1,753				0	-23	
16	X	JP MORGAN MID CAP VALUE	339128100		12/29/2010		5/15/2013	1,680	1,200				0	480	
17	X	GATEWAY FUND - Y #1986	367829884		8/13/2012		7/11/2013	40,823	39,874				0	1,049	
18	X	GATEWAY FUND - Y #1986	367829884		2/12/2013		7/11/2013	17,571	17,340				0	231	
19	X	HUSSMAN STRATEGIC GROV	448108100		10/25/2011		2/6/2013	23,846	29,097				0	-5,251	
20	X	HUSSMAN STRATEGIC GROV	448108100		2/13/2012		2/6/2013	5,857	6,788				0	-831	
21	X	ISHARES RUSSELL 2000 GRO	464287648		11/16/2012		2/6/2013	20,092	17,072				0	3,020	
22	X	ISHARES RUSSELL 2000 GRO	464287648		12/19/2012		2/6/2013	23,802	22,028				0	1,774	
23	X	PIMCO FOREIGN BD FD USD	693390882		10/25/2011		2/6/2013	541	534				0	7	
24	X	PIMCO FOREIGN BD FD USD	693390882		8/26/2011		2/6/2013	3,980	3,921				0	59	
25	X	T ROWE PRICE BLUE CHIP GF	77954Q106		2/12/2013		5/7/2013	4,302	4,081				0	241	
26	X	T ROWE PRICE BLUE CHIP GF	77954Q106		2/12/2013		5/15/2013	7,848	7,156				0	682	
27	X	T ROWE PRICE BLUE CHIP GF	77954Q106		2/12/2013		7/11/2013	21,638	19,407				0	2,231	
28	X	T ROWE PRICE BLUE CHIP GF	77954Q106		7/11/2013		7/11/2013	5,598	4,465				0	1,121	
29	X	T ROWE PRICE BLUE CHIP GF	77954Q106		2/13/2012		10/9/2013	4,963	3,835				0	1,128	
30	X	SPDR DJ WILSHIRE INTERNA	76463X863		5/23/2011		5/7/2013	7,543	6,462				0	1,081	
31	X	TEMPLETON FOREIGN FD - A	880186506		2/13/2012		5/15/2013	3,487	3,038				0	428	
32	X	TEMPLETON FOREIGN FD - A	880186506		2/13/2012		7/11/2013	5,448	4,760				0	686	
33	X	TEMPLETON FOREIGN FD - A	880186506		2/13/2012		10/9/2013	7,520	6,018				0	1,502	
34	X	VANGUARD FTSE EMERGING	922042858		12/28/2010		5/15/2013	1,665	1,785				0	120	
35	X	VANGUARD FTSE EMERGING	922042858		5/7/2013		10/9/2013	451	488				0	-37	
36	X	VANGUARD FTSE EMERGING	922042858		12/20/2010		10/9/2013	1,556	1,805				0	-249	
37	X	VANGUARD FTSE EMERGING	922042858		2/6/2013		10/9/2013	8,829	9,651				0	-722	
38	X	VANGUARD REIT VIPER	922908553		12/28/2010		5/7/2013	4,415	3,125				0	1,289	
39	X	VANGUARD REIT VIPER	922908553		12/28/2010		5/15/2013	2,155	1,509				0	646	
40	X	WFA ADV INDEX FUND-ADMIN	94975G686		10/25/2011		5/7/2013	3,677	2,971				0	706	
41	X	WFA ADV INDEX FUND-ADMIN	94975G686		10/25/2011		5/15/2013	2,486	1,968				0	520	
42	X	WFA ADV INDEX FUND-ADMIN	94975G686		10/25/2011		7/11/2013	29,887	23,330				0	6,537	
43	X	WFA ADV C & B LARGE CAP VA	94975J268		2/12/2013		5/7/2013	5,177	4,800				0	377	
44	X	WFA ADV C & B LARGE CAP VA	94975J268		5/25/2011		5/15/2013	3,967	3,260				0	707	
45	X	WFA ADV C & B LARGE CAP VA	94975J268		5/25/2011		7/11/2013	21,311	17,057				0	4,254	
46	X	WFA CORE BD FDI #844	94975J581		11/16/2012		2/6/2013	5,645	5,936				0	-281	
47	X	WFA CORE BD FDI #844	94975J581		11/16/2012		5/7/2013	36,102	37,640				0	-1,538	
48	X	WFA CORE BD FDI #844	94975J581		8/13/2012		5/7/2013	17,000	17,487				0	-487	
49	X	WFA CORE BD FDI #844	94975J581		8/13/2012		5/15/2013	29	28				0	0	
50	X	WFA CORE BD FDI #844	94975J581		8/26/2011		7/11/2013	1,642	1,659				0	-17	
51	X	WFA CORE BD FDI #844	94975J581		8/26/2011		5/15/2013	15,413	18,147				0	-734	
52	X	WELLS FARGO ADV SP SIC V	94975P447		8/13/2012		5/15/2013	1,687	1,369				0	288	
53	X	WELLS FARGO ADV SP SIC V	94975P447		8/13/2012		10/9/2013	10,418	11,409				0	-631	
54	X	WELLS FARGO ADV EMG MK	94985D582		5/25/2011		2/6/2013	5,628	5,746				0	-118	
55	X	WELLS FARGO ADV INTL BON	94985D582		8/26/2011		2/6/2013	8,857	8,108				0	749	
56	X	WELLS FARGO ADV HI INC-IN	949917538		2/13/2012		2/6/2013	1,634	1,660				0	-26	
57	X	WFA ADV GOVT SECURITIES-I	949917579		10/25/2011		2/6/2013	30,623	31,038				0	-415	
58	X	WFA ADV GOVT SECURITIES-I	949917579		10/25/2011		5/7/2013	56,274	58,780				0	-506	
59	X	WFA ADV SHORT-TERM BOND	949917652		2/12/2013		5/15/2013	2,787	2,787				0	0	
60	X	WFA SMALL COMPANY GROV	949921571		2/12/2013		5/15/2013	1,886	1,841				0	145	

Part I, Line 16b (990-PF) - Accounting Fees

		600	0	0	600
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	600			600

Part I, Line 16c (990-PF) - Other Professional Fees

		1,575	0	0	1,575
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	CSA ADMINISTRATIVE FEE	1,575			1,575

Part I, Line 18 (990-PF) - Taxes

		2,945	639	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	639	639		
2	PY EXCISE TAX DUE	877			
3	ESTIMATED EXCISE PAYMENTS	1,429			

Part I, Line 23 (990-PF) - Other Expenses

		570	570	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	GRANT ADMINISTRATIVE FEE	570	570		

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	SEE ATTACHED		1,627,946	0	1,621,784
2	DODGE & COX INCOME FD COM 147		0	110,199	107,455
3	MERGER FD SH BEN INT 260		0	47,751	48,171
4	PIMCO FOREIGN BD FD USD H-INST 103		0	32,304	32,832
5	T ROWE PRICE BLUE CHIP GRWTH 93		0	83,435	125,085
6	TEMPLETON FOREIGN FD - ADV 604		0	58,181	74,651
7	WF ADV INDEX FUND-ADMIN 88		0	22,810	31,153
8	ARTISAN MID CAP FUND-INSTL 1333		0	54,707	67,140
9	FID ADV EMER MKTS INC- CL I 607		0	24,764	24,344
10	EATON VANCE GLOBAL MACRO - I		0	16,011	15,613
11	AIM INTERNATIONAL GROWTH-Y 8516		0	62,273	77,810
12	DREYFUS EMG MKT DEBT LOC C-I 6083		0	57,738	56,485
13	DRIEHAUS ACTIVE INCOME FUND		0	81,893	83,000
14	JP MORGAN MID CAP VALUE-I 758		0	30,012	44,813
15	ASG GLOBAL ALTERNATIVES-Y 1993		0	49,901	49,677
16	WELLS FARGO INTL ADV FUND-IS 4705		0	33,702	32,018
17	WELLS FARGO ADV TOT RT BD FD-IN 944		0	111,100	105,511
18	WELLS FARGO ADV EMG MK E-INS 4146		0	55,968	53,644
19	WF ADV C & B LARGE CAP VAL-I 1868		0	54,103	79,552
20	VANGUARD REIT VIPER		0	48,233	56,361
21	WELLS FARGO ADV SP S/C VA-IS 4143		0	23,278	32,570
22	VANGUARD EMERGING MARKETS ETF		0	59,643	54,510
23	WF ADV SHORT-TERM BOND FUND-I3102		0	99,059	99,050
24	SPDR DJ WILSHIRE INTERNATIONAL REA		0	51,880	57,186
25	DIAMOND HILL LONG-SHORT FD CL I 11		0	25,802	34,423
26	WELLS FARGO ADV HI INC-INS 3110		0	78,330	80,691
27	WFA SMALL COMPANY GROWTH-I		0	26,348	33,263
28	CREDIT SUISSE COMM RT ST-CO 2156		0	77,166	64,776

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	142
2	MUTUAL FUND & CTF INCOME ADDITIONS	2	4,850
3	Total	3	4,992

Line 5 - Decreases not included in Part III, Line 2

1	MUTUAL FUND & CTF INCOME SUBTRACTION	1	2,599
2	PY RETURN OF CAPITAL	2	568
3	Total	3	3,167

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income[illegible]

Part VII-A, Line 8b (990-PF) - Copy of Form 990-PF to Attorney General

NJ DOES NOT REQUIRE AND PREFERS THAT WE DO NOT FURNISH THEM A COPY OF THE FORM 990PF SINCE THE GRO:

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return		1	
2 First quarter estimated tax payment	5/7/2013	2	357
3 Second quarter estimated tax payment	6/10/2013	3	357
4 Third quarter estimated tax payment	9/9/2013	4	358
5 Fourth quarter estimated tax payment	12/10/2013	5	357
6 Other payments		6	
7 Total		7	1,429

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	<u>41,862</u>
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	<u>41,862</u>

990PF, PART VII-A LINE 8B - EXPLANATION OF NON-FILING WITH A.G. STMT

NJ does not require a copy of Form 990-PF to be filed if gross contributions are less than \$10,000