



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 BENNETT E FBO ACAD NAT SCI 4947 TUW			A Employer identification number 23-6215837	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A - 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	C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change			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 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			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) ▶ \$ 433,871		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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	7,675	7,475		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	10,249			
	b Gross sales price for all assets on line 6a 156,448				
	7 Capital gain net income (from Part IV, line 2)		10,249		
	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		17,924	17,724	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	6,111	4,583		1,528
	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)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	160	160		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	6,871	4,743	0	2,128
	25 Contributions, gifts, grants paid	15,000			15,000
26 Total expenses and disbursements. Add lines 24 and 25	21,871	4,743	0	17,128	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-3,947				
b Net investment income (if negative, enter -0-)		12,981			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

HTA

RECEIVED
APR 18 2014

SCANNED MAY 07 2014

Jd
me

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	21,866	20,137	20,137
	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)	269,444		
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	87,597	356,086	413,733	
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)	378,907	376,223	433,870	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	378,907	376,223	
	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)	378,907	376,223	
	31 Total liabilities and net assets/fund balances (see instructions)	378,907	376,223	

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	378,907
2 Enter amount from Part I, line 27a	2	-3,947
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	2,262
4 Add lines 1, 2, and 3	4	377,222
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	999
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	376,223

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	10,249	
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	16,861	381,277	0.044222
2011	16,844	388,159	0.043395
2010	16,766	374,176	0.044808
2009	21,000	337,963	0.062137
2008	20,974	392,555	0.053429
2 Total of line 1, column (d)		2	0.247991
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	0.049598
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5		4	402,673
5 Multiply line 4 by line 3		5	19,972
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	130
7 Add lines 5 and 6		7	20,102
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	17,128

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	260	
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	260	
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	260	
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	200	
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	200	
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	60	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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) <input type="checkbox"/> PA _____		
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 and enter the amount of tax-exempt interest received or accrued during the year ► 15	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
				X
See the 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 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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	N/A
	Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>		
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)	N/A		
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	X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<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	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. 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE 4 00	6,111		

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	395,756
b	Average of monthly cash balances	1b	13,049
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	408,805
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	408,805
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	6,132
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	402,673
6	Minimum investment return. Enter 5% of line 5	6	20,134

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	20,134
2a	Tax on investment income for 2013 from Part VI, line 5	2a	260
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	260
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	19,874
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	19,874
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	19,874

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	17,128
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	17,128
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	17,128

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				19,874
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			5,132	
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 ▶ \$ 17,128				
a Applied to 2012, but not more than line 2a			5,132	
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				11,996
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				7,878
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)

	Prior 3 years				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					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 Name and address (home or business)	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
a <i>Paid during the year</i> See Attached Statement				
Total				3a 15,000
b <i>Approved for future payment</i> NONE				
Total				3b 0

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	7,675	
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	10,249	
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		17,924	0
13	Total. Add line 12, columns (b), (d), and (e)				13	17,924

(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. | |

[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. Silante SVP Wells Fargo Bank N.A.
Signature of officer or trustee


4/8/2014
Date

SVP Wells Fargo Bank N A
Title

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 

Date	4/8/2014
------	----------

Check ☒ if self-employed

PTIN	
P01251603	

Firm's name ▶ PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

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

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

ACADEMY OF NATURAL SCIENCES OF PA

Street

1900 BENJAMIN FRANKLIN PARKWAY

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

15,000

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

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

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

Long Term CG Distributions										Amount		Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions										4,867		Capital Gains/Losses		156,448		146,199		10,249	
Other sales										0		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	AOR MANAGED FUTURES ST	00203H859		7/12/2013		10/9/2013	3,576	3,706				0	-130					
2	X	ARTISAN INTERNATIONAL FU	04314H204		4/12/2011		2/7/2013	1,622	1,457				0	165					
3	X	ARTISAN INTERNATIONAL FU	04314H204		7/10/2013		7/10/2013	1,353	1,161				0	192					
4	X	ARTISAN MID CAP FUND-INS	04314H600		4/10/2012		7/10/2013	1,416	1,231				0	185					
5	X	ARTISAN MID CAP FUND-INS	04314H600		10/9/2013		10/9/2013	1,273	1,032				0	241					
6	X	CREDIT SUISSE COMM RET S	22544R305		4/12/2011		10/9/2013	3,543	4,746				0	-1,205					
7	X	DIAMOND HILL LONG-SHORT	25264S633		4/12/2011		2/7/2013	610	550				0	60					
8	X	DIAMOND HILL LONG-SHORT	25264S633		11/8/2011		7/10/2013	278	241				0	35					
9	X	DIAMOND HILL LONG-SHORT	25264S633		11/8/2011		7/10/2013	569	487				0	102					
10	X	DIAMOND HILL LONG-SHORT	25264S633		4/12/2011		7/10/2013	8,393	6,790				0	1,603					
11	X	DODGE & COX INT'L STOCK F	258208103		4/12/2011		2/7/2013	1,578	1,822				0	-43					
12	X	DODGE & COX INT'L STOCK F	258208103		4/12/2011		7/10/2013	1,153	1,143				0	10					
13	X	DODGE & COX INT'L STOCK F	258208103		4/12/2011		10/9/2013	560	515				0	45					
14	X	DODGE & COX INT'L STOCK F	258208103		11/8/2011		10/9/2013	802	638				0	164					
15	X	DODGE & COX INCOME FD C	258210105		2/11/2013		7/10/2013	3,787	3,911				0	-124					
16	X	DREYFUS EMG MKT DEBT LO	261980494		4/12/2011		7/10/2013	618	600				0	18					
17	X	DREYFUS EMG MKT DEBT LO	261980494		8/12/2011		2/7/2013	3,100	2,982				0	118					
18	X	DREYFUS EMG MKT DEBT LO	261980494		8/12/2011		10/10/2013	2,062	2,159				0	-97					
19	X	DREYFUS EMG MKT DEBT LO	261980494		8/10/2012		10/10/2013	1,871	1,928				0	-57					
20	X	DREYFUS EMG MKT DEBT LO	261980494		12/17/2010		10/10/2013	1,995	2,013				0	-18					
21	X	JP MORGAN MID CAP VALUE	339126100		11/8/2011		7/10/2013	648	488				0	180					
22	X	JP MORGAN MID CAP VALUE	339126100		12/17/2010		7/10/2013	918	648				0	270					
23	X	GATEWAY FUND - Y #1988	367828884		8/10/2012		7/10/2013	9,702	9,484				0	218					
24	X	GATEWAY FUND - Y #1988	367828884		2/11/2013		7/10/2013	6,389	6,313				0	78					
25	X	HARBOR CAPITAL APRCION	411511504		2/11/2013		7/10/2013	6,867	6,342				0	525					
26	X	HARBOR CAPITAL APRCION	411511504		4/12/2011		7/10/2013	1,422	1,188				0	234					
27	X	HARBOR CAPITAL APRCION	411511504		4/12/2011		10/9/2013	228	181				0	47					
28	X	HARBOR CAPITAL APRCION	411511504		8/10/2012		10/9/2013	202	165				0	37					
29	X	HARBOR CAPITAL APRCION	411511504		11/8/2011		10/9/2013	992	788				0	224					
30	X	HARBOR CAPITAL APRCION	411511504		4/12/2011		2/7/2013	8,859	10,312				0	-1,453					
31	X	ISHARES CORE S & P 500 ETF	484287200		4/12/2011		7/10/2013	1,216	1,056				0	160					
32	X	ISHARES CORE S & P 500 ETF	484287200		4/12/2011		7/10/2013	8,128	8,487				0	-359					
33	X	ISHARES RUSSELL 2000 GRO	464287648		11/19/2012		2/7/2013	6,841	6,019				0	822					
34	X	ISHARES RUSSELL 2000 GRO	464287648		12/19/2012		2/7/2013	6,534	6,103				0	431					
35	X	KEELEY SMALL CAP VAL FD C	487300808		12/17/2010		2/7/2013	4,508	3,888				0	618					
36	X	LAUDUS MONDRIAN INTL FFI	518550655		4/12/2011		7/10/2013	999	1,135				0	-136					
37	X	MFS VALUE FUND-CLASS I #8	552983694		5/10/2012		7/10/2013	1,043	837				0	208					
38	X	MFS VALUE FUND-CLASS I #8	552983694		2/11/2013		7/10/2013	2,023	1,826				0	197					
39	X	MFS VALUE FUND-CLASS I #8	552983694		4/12/2011		7/10/2013	3,588	2,852				0	716					
40	X	MERGER FD SH BEN INT #260	589509108		4/12/2011		10/9/2013	4,086	4,145				0	-59					
41	X	OPENHEIMER DEVELOPING	68374505		4/12/2011		10/9/2013	3,745	3,691				0	54					
42	X	PIMCO TOTAL RET FD-INST #	693390700		11/21/2012		2/7/2013	15,247	15,784				0	-517					
43	X	PIMCO TOTAL RET FD-INST #	693390700		8/10/2012		2/7/2013	4,347	4,444				0	-97					
44	X	PIMCO TOTAL RET FD-INST #	693390700		10/24/2011		7/10/2013	832	838				0	-6					
45	X	PIMCO TOTAL RET FD-INST #	693390700		5/10/2012		7/10/2013	2,328	2,455				0	-127					
46	X	PIMCO TOTAL RET FD-INST #	693390700		8/10/2012		7/10/2013	472	507				0	-35					
47	X	PIMCO TOTAL RET FD-INST #	693390700		9/16/2008		7/10/2013	689	684				0	5					
48	X	PIMCO FOREIGN BD FD USD	693390862		8/12/2011		7/10/2013	734	721				0	13					
49	X	PIMCO FOREIGN BD FD USD	693390862		8/12/2011		7/10/2013	538	541				0	-3					
50	X	RIDGEMORE SEIX HY BDI #	768281645		4/12/2011		2/7/2013	3,465	3,448				0	17					
51	X	VANGUARD FTSE EMERGING	922042858		4/12/2011		10/9/2013	1,106	1,322				0	-219					
52	X	VANGUARD FTSE EMERGING	922042858		12/17/2010		10/9/2013	1,968	2,282				0	-314					
53	X	VANGUARD REIT VIPER	922908553		11/19/2012		2/7/2013	685	631				0	54					

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 18 (990-PF) - Taxes

		160	160	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	160	160		

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

		0		356,086	413,733
Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	
2	ARTISAN INTERNATIONAL FUND 661		0	18,675	25,509
3	DODGE & COX INCOME FD COM 147		0	15,862	16,237
4	HARBOR CAPITAL APRCTION-INST 2012		0	23,056	34,394
5	MERGER FD SH BEN INT 260		0	7,983	8,030
6	PIMCO TOTAL RET FD-INST 35		0	15,913	16,025
7	PIMCO FOREIGN BD FD USD H-INST 103		0	2,003	1,988
8	T ROWE PRICE SHORT TERM BD FD 55		0	9,187	9,146
9	ARTISAN MID CAP FUND-INSTL 1333		0	14,228	17,684
10	FID ADV EMER MKTS INC- CL I 607		0	6,242	6,136
11	ISHARES S & P 500 INDEX FUND		0	7,682	10,396
12	LAUDUS MONDRIAN INTL FI-INST 2940		0	2,271	2,028
13	DODGE & COX INTL STOCK FD 1048		0	12,756	24,221
14	MFS VALUE FUND-CLASS I 893		0	16,716	23,030
15	DREYFUS EMG MKT DEBT LOC C-I 6083		0	14,533	14,221
16	DRIEHAUS ACTIVE INCOME FUND		0	12,491	12,546
17	JP MORGAN MID CAP VALUE-I 758		0	8,115	12,306
18	ASG GLOBAL ALTERNATIVES-Y 1993		0	16,789	16,685
19	VANGUARD REIT VIPER		0	13,365	16,205
20	AQR MANAGED FUTURES STR-I		0	4,273	4,445
21	VANGUARD EMERGING MARKETS ETF		0	22,078	21,228
22	OPPENHEIMER DEVELOPING MKT-Y 788		0	19,603	21,482
23	SPDR DJ WILSHIRE INTERNATIONAL REA		0	15,436	16,398
24	ROBECO BP LNG/SHRT RES-INS		0	11,963	12,970
25	DIAMOND HILL LONG-SHORT FD CL I 11		0	6,665	8,603
26	RIDGEWORTH SEIX HY BD-I 5855		0	20,633	20,309
27	KALMAR GR W/ VAL SM CAP-INS #4		0	9,815	12,967
28	CREDIT SUISSE COMM RT ST-CO 2156		0	20,146	16,318
29	KEELEY SMALL CAP VAL FD CL I 2251		0	7,607	12,226

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	50
2	MUTUAL FUND & CTF INCOME ADDITIONS	2	1,338
3	FEDERAL EXCISE TAX REFUND	3	874
4	Total	4	2,262

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

1	MUTUAL FUND & CTF INCOME SUBTRACTIONS	1	838
2	PRIOR YEAR RETURN OF CAPITAL ADJUSTMENT	2	161
3	Total	3	999

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

Long Term CG Distributions															4,867	0
Short Term CG Distributions															0	0
	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses		
1	AQR MANAGED FUTURES STR-I #15121300203H859			7/1/2013	10/9/2013	3,576			3,706	-130			0	-130		
2	ARTISAN INTERNATIONAL FUND #691	043144H204		4/12/2011	2/7/2013	1,622			1,457	165			0	165		
3	ARTISAN INTERNATIONAL FUND #691	043144H204		4/12/2011	7/1/2013	1,353			1,161	192			0	192		
4	ARTISAN MID CAP FUND-INS #1333	043144H600		4/10/2012	7/1/2013	1,416			1,231	185			0	185		
5	ARTISAN MID CAP FUND-INS #1333	043144H600		4/10/2012	10/9/2013	1,273			1,032	241			0	241		
6	CREDIT SUISSE COMM RET ST-I #2156	22544R305		4/12/2011	10/9/2013	3,543			4,748	-1,205			0	-1,205		
7	DIAMOND HILL LONG-SHORT FD CL-I #25264S833			4/12/2011	2/7/2013	610			550	60			0	60		
8	DIAMOND HILL LONG-SHORT FD CL-I #25264S833			11/8/2011	2/7/2013	276			241	35			0	35		
9	DIAMOND HILL LONG-SHORT FD CL-I #25264S833			11/8/2011	7/1/2013	569			467	102			0	102		
10	DIAMOND HILL LONG-SHORT FD CL-I #25264S833			4/12/2011	7/1/2013	8,393			6,790	1,603			0	1,603		
11	DODGE & COX INTL STOCK FD #1048	256206103		4/12/2011	2/7/2013	1,579			1,622	-43			0	-43		
12	DODGE & COX INTL STOCK FD #1048	256206103		4/12/2011	7/1/2013	1,153			1,143	10			0	10		
13	DODGE & COX INTL STOCK FD #1048	256206103		11/8/2011	10/9/2013	560			515	45			0	45		
14	DODGE & COX INCOME FD COM #147	256210105		11/8/2011	10/9/2013	802			638	164			0	164		
15	DREYFUS ENG MKT DEBT LOC C-I #608	261980494		2/1/2013	7/1/2013	3,787			3,911	-124			0	-124		
16	DREYFUS ENG MKT DEBT LOC C-I #608	261980494		4/12/2011	2/7/2013	618			600	18			0	18		
17	DREYFUS ENG MKT DEBT LOC C-I #608	261980494		8/12/2011	2/7/2013	3,100			2,982	118			0	118		
18	DREYFUS ENG MKT DEBT LOC C-I #608	261980494		8/12/2011	10/10/2013	2,062			2,159	-97			0	-97		
19	DREYFUS ENG MKT DEBT LOC C-I #608	261980494		8/10/2012	10/10/2013	1,871			1,928	-57			0	-57		
20	DREYFUS ENG MKT DEBT LOC C-I #608	261980494		12/1/2010	10/10/2013	1,995			2,013	-18			0	-18		
21	J.P. MORGAN MID CAP VALUE-I #758	338128100		11/8/2011	7/1/2013	648			468	180			0	180		
22	J.P. MORGAN MID CAP VALUE-I #758	338128100		12/1/2010	7/1/2013	918			648	270			0	270		
23	GATEWAY FUND - Y #1986	367829884		8/10/2012	7/1/2013	9,702			9,484	218			0	218		
24	GATEWAY FUND - Y #1986	367829884		2/1/2013	7/1/2013	6,389			6,313	76			0	76		
25	HARBOR CAPITAL APFCTION-INST #20	411511504		4/12/2011	10/9/2013	6,857			6,342	525			0	525		
26	HARBOR CAPITAL APFCTION-INST #20	411511504		4/12/2011	7/1/2013	1,422			1,188	234			0	234		
27	HARBOR CAPITAL APFCTION-INST #20	411511504		4/12/2011	10/9/2013	228			161	47			0	47		
28	HARBOR CAPITAL APFCTION-INST #20	411511504		8/10/2012	10/9/2013	202			165	37			0	37		
29	HARBOR CAPITAL APFCTION-INST #20	411511504		11/8/2011	10/9/2013	932			788	224			0	224		
30	HUSMAN STRATEGIC GROWTH FUND	448108100		4/12/2011	2/7/2013	8,859			10,312	-1,453			0	-1,453		
31	SHARES CORE S & P 500 ETF	462827200		4/12/2011	2/7/2013	1,216			1,058	160			0	160		
32	SHARES CORE S & P 500 ETF	462827200		4/12/2011	7/1/2013	8,126			6,467	1,659			0	1,659		
33	SHARES RUSSELL 2000 GROWTH	462827648		11/19/2012	2/7/2013	5,841			6,019	822			0	822		
34	SHARES RUSSELL 2000 GROWTH	462827648		11/19/2012	2/7/2013	5,534			5,103	431			0	431		
35	KEELEY SMALL CAP VAL FD CL-I #2251	487308088		12/1/2010	2/7/2013	4,606			3,688	918			0	918		
36	LAUDUS MONDRIAN INTL FHNST #294518550655			4/12/2011	7/1/2013	999			1,135	-136			0	-136		
37	MFS VALUE FUND-CLASS I #893	552883694		5/10/2012	7/1/2013	1,043			837	206			0	206		
38	MFS VALUE FUND-CLASS I #893	552883694		2/1/2013	7/1/2013	2,023			1,826	197			0	197		
39	MFS VALUE FUND-CLASS I #893	552883694		4/12/2011	7/1/2013	3,568			2,852	716			0	716		
40	MERGER FD SH BEN INT #260	585509108		4/12/2011	7/1/2013	4,086			4,145	-59			0	-59		
41	OPPENHEIMER DEVELOPING MKT-Y #7	583974505		4/12/2011	10/9/2013	3,745			3,691	54			0	54		
42	PIMCO TOTAL RET FD-INST #35	593390700		11/21/2012	2/7/2013	15,247			15,784	-517			0	-517		
43	PIMCO TOTAL RET FD-INST #35	593390700		8/10/2012	2/7/2013	4,347			4,444	-97			0	-97		
44	PIMCO TOTAL RET FD-INST #35	593390700		10/24/2011	7/1/2013	832			838	-6			0	-6		
45	PIMCO TOTAL RET FD-INST #35	593390700		5/10/2012	7/1/2013	2,328			2,455	-127			0	-127		
46	PIMCO TOTAL RET FD-INST #35	593390700		8/10/2012	7/1/2013	472			507	-35			0	-35		
47	PIMCO TOTAL RET FD-INST #35	593390700		9/16/2008	7/1/2013	689			684	5			0	5		
48	PIMCO FOREIGN BD FD USD H-INST #1	593390882		8/12/2011	2/7/2013	734			721	13			0	13		
49	PIMCO FOREIGN BD FD USD H-INST #1	593390882		8/12/2011	7/1/2013	538			541	-3			0	-3		
50	RIDGEMOUNT FTSE EMERGING MARKET	922042858		4/12/2011	10/9/2013	3,465			3,448	17			0	17		
51	VANGUARD FTSE EMERGING MARKET	922042858		12/1/2010	10/9/2013	1,106			1,322	-216			0	-216		
52	VANGUARD FTSE EMERGING MARKET	922042858		11/19/2012	2/7/2013	1,966			2,262	-296			0	-296		
53	VANGUARD REIT VIPER	922906553				685			631	54			0	54		

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

	Date		Amount
1 Credit from prior year return . . .		1	200
2 First quarter estimated tax payment . . .		2	
3 Second quarter estimated tax payment . . .		3	
4 Third quarter estimated tax payment . . .		4	
5 Fourth quarter estimated tax payment . . .		5	
6 Other payments . . .		6	
7 Total . . .		7	200

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	5,132
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	5,132