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**EXTENDED TO 11-15-14
Return of Private Foundation**

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

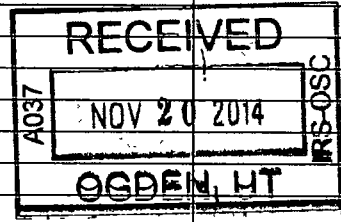
2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation RICHARD E. WOOSNAM CHARITABLE TRUST		A Employer identification number 23-6870650
Number and street (or P O box number if mail is not delivered to street address) 1 NORTH BACTON HILL ROAD	Room/suite 203	B Telephone number 610-772-1379
City or town, state or province, country, and ZIP or foreign postal code MALVERN, PA 19355		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 checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,310,639. (Part I, column (d) must be on cash basis.)	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))		(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			N/A	
	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	19,161.	18,391.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	103,876.			
	b Gross sales price for all assets on line 6a	838,959.			
	7 Capital gain net income (from Part IV, line 2)		103,876.		
	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)					
11 Other income					
12 Total. Add lines 1 through 11	123,037.	122,267.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	2,667.	2,667.		2,667.
	c Other professional fees				
	17 Interest				
	18 Taxes	2,797.	2,797.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	1,355.	1,355.		1,355.
	24 Total operating and administrative expenses. Add lines 13 through 23	6,819.	6,819.		4,022.
	25 Contributions, gifts, grants paid	68,617.			68,617.
26 Total expenses and disbursements. Add lines 24 and 25	75,436.	6,819.		72,639.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	47,601.				
b Net investment income (if negative, enter -0-)		115,448.			
c Adjusted net income (if negative, enter -0-)			N/A		



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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	33,248.	11,112.	11,112.	
	2 Savings and temporary cash investments	198,394.	215,129.	215,129.	
	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				
	7 Other notes and loans receivable ▶				
	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				
	b Investments - corporate stock				
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment, basis ▶				
Less accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other STMT 5	765,295.	805,147.	1,084,398.		
14 Land, buildings, and equipment, basis ▶					
Less accumulated depreciation ▶					
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	996,937.	1,031,388.	1,310,639.		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable	19,200.	6,050.		
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	19,200.	6,050.			
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	377,515.	377,515.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	600,222.	647,823.			
30 Total net assets or fund balances	977,737.	1,025,338.			
31 Total liabilities and net assets/fund balances	996,937.	1,031,388.			

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	977,737.
2 Enter amount from Part I, line 27a	2	47,601.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,025,338.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,025,338.

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			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 838,959.		735,083.	103,876.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			103,876.

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	103,876.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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	67,146.	1,092,341.	.061470
2011	63,760.	1,130,544.	.056398
2010	55,669.	1,041,656.	.053443
2009	51,238.	920,651.	.055654
2008	61,221.	1,175,891.	.052063

2 Total of line 1, column (d)	2	.279028
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	.055806
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,121,618.
5 Multiply line 4 by line 3	5	62,593.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,154.
7 Add lines 5 and 6	7	63,747.
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	72,639.

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,154.
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	1,154.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,154.
6 Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	240.
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	240.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	2.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 6	9	916.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		N/A
5		X
6	X	
7	X	
8a		NONE
8b	X	
9		X
10		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? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>RICHARD E. WOOSNAM</u> Telephone no. ► <u>610-772-1399</u> Located at ► <u>I NORTH BACTON HILL ROAD, NO. 203, MALVERN, PA</u> ZIP+4 ► <u>19355</u>			
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 <u>N/A</u>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No 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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> ► <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	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 ► _____, _____, _____		
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.) <u>N/A</u>	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>) <u>N/A</u>	3b	
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)? 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)? **N/A**

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? **N/A** Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes No **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? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** Yes No **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.

(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
RICHARD E. WOOSNAM IN. BACTON HILL ROAD, STE 203 FRAZER, PA 19341	TRUSTEE 0.00	0.	0.	0.

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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	1,131,669.
b	Average of monthly cash balances	1b	7,029.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,138,698.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,138,698.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	17,080.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,121,618.
6	Minimum investment return. Enter 5% of line 5	6	56,081.

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	56,081.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,154.
2b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,154.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	54,927.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	54,927.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	54,927.

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	72,639.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	72,639.
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	5	1,154.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	71,485.

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				54,927.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	2,836.			
b From 2009	5,523.			
c From 2010	4,928.			
d From 2011	9,455.			
e From 2012	12,977.			
f Total of lines 3a through e	35,719.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	72,639.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				54,927.
e Remaining amount distributed out of corpus	17,712.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	53,431.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	2,836.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	50,595.			
10 Analysis of line 9:				
a Excess from 2009	5,523.			
b Excess from 2010	4,928.			
c Excess from 2011	9,455.			
d Excess from 2012	12,977.			
e Excess from 2013	17,712.			

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

1 a 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)

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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.

RICHARD E. WOOSNAM

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:

SEE STATEMENT 9

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:

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEEs	1,355.	1,355.		1,355.
TO FORM 990-PF, PG 1, LN 23	1,355.	1,355.		1,355.

FORM 990-PF OTHER INVESTMENTS STATEMENT 5

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	COST	805,147.	1,084,398.
TOTAL TO FORM 990-PF, PART II, LINE 13		805,147.	1,084,398.

FORM 990-PF INTEREST AND PENALTIES STATEMENT 6

TAX DUE FROM FORM 990-PF, PART VI	914.
UNDERPAYMENT PENALTY	2.
LATE PAYMENT INTEREST	14.
LATE PAYMENT PENALTY	27.
TOTAL AMOUNT DUE	957.

FORM 990-PF LATE PAYMENT PENALTY STATEMENT 7

DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	05/15/14	914.	914.	6	27.
DATE FILED	11/15/14		914.		
TOTAL LATE PAYMENT PENALTY					27.

Woosnam Charitable Trust
Schedule of Current Assets
23-6870650

Fidelity Investments

	<u>Quantity</u>	<u>Cost</u>	<u>Market Value</u>
Cameron Intl Corp	500.00	26,671.55	29,765.00
Hertz Global Hldgs Inc Com	1,000.00	22,452.95	28,620.00
Fidelity Int'l Growth Fund	2,087.10	20,319.91	23,458.99
Fidelity Floating Rate High Income	3,075.03	30,556.31	30,627.28
Fidelity Mid Cap Enhanced Index Fund	3,259.65	37,096.58	43,288.17
Fidelity ContraFund	413.26	24,445.67	39,731.20
Fidelity Mega Cap Stock Fund	3,931.00	44,790.76	60,615.94
Fidelity Emerging Markets Discovery FD	1,706.10	21,792.11	20,729.10
Fidelity Europe	1,237.73	43,103.57	48,135.44
Fidelity Low Priced Stock	1,142.52	43,764.96	56,508.94
Fidelity Leveraged Company Stock	678.56	24,358.26	29,340.89
Fidelity Select Health Care	377.16	58,468.95	71,097.49
Fidelity Select Pharmaceutical	888.53	12,085.43	17,068.72
Fidelity Select Banking Portfolio	767.43	16,301.78	20,083.70
Fidelity Select Biotechnology	137.96	17,557.04	25,071.65
Fidelity Global High Income	2,939.40	30,281.83	29,511.61
		<u>474,047.66</u>	<u>573,654.12</u>

Deutsche Bank

	<u>Quantity</u>	<u>Cost</u>	<u>Market Value</u>
Armstrong World Inds Inc New Com	500.00	25,036.45	28,805.00
Cameron Intl Corp Com	400.00	21,321.92	23,812.00
Cypress SemiConductor Corp	1,000.00	10,176.40	10,500.00
Deere & Co	350.00	27,719.30	31,965.50
Energy Transfer Partners LP Unit	500.00	21,284.80	28,625.00
F5 Networks Inc Com	200.00	14,994.90	18,172.00
Hertz Global Hldgs Inc Com	1,000.00	21,845.30	28,620.00
Johnson & Johnson Com	688.00	28,319.83	63,013.92
Noble Energy Inc Com	600.00	28,253.13	40,866.00
Peregrine SemiConductor Corp	1,500.00	14,715.00	11,115.00
Peregrine SemiConductor Corp	1,000.00	7,956.40	7,410.00
RPM Intl	900.00	17,044.56	37,359.00
Wabash National Corp Com	1,000.00	10,158.40	12,350.00
Wabash National Corp Com	1,000.00	10,226.20	12,350.00
Western Un Co Com	1,400.00	20,126.54	24,150.00
		<u>279,179.13</u>	<u>379,113.42</u>

Aqua	5,556.37	<u>51,920.27</u>	<u>131,630.33</u>
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Total		805,147.06	1,084,397.87
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FORM 990-PF

LATE PAYMENT INTEREST

STATEMENT 8

DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST
TAX DUE	05/15/14	914.	914.	.0300	184	14.
DATE FILED	11/15/14		928.			
TOTAL LATE PAYMENT INTEREST						14.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 9

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

RICHARD E. WOOSNAM
1 BACTON HILL ROAD, STE 203
MALVERN, PA 19355

FORM AND CONTENT OF APPLICATIONS

TYPED, DETAILED ANALYSIS OF PROPOSED USE OF CONTRIBUTION, ANALYSIS OF HISTORIC USE OF CONTRIBUTIONS AND A DETAILED HISTORY OF CHARITABLE ORGANIZATION.

ANY SUBMISSION DEADLINES

CURRENT YEAR CONTRIBUTION APPLICATION MUST BE RECEIVED BY FEBRUARY 28TH

RESTRICTIONS AND LIMITATIONS ON AWARDS

QUALIFIED 501(C)(3) ORGANIZATION

RICHARD E. WOOSNAM CHARITABLE TRUST

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 - FIDELITY	P	VARIOUS	12/31/13
b SEE ATTACHED - FIDELITY	P	VARIOUS	12/31/13
c SEE ATTACHED - FIDELITY	P	VARIOUS	12/31/13
d SEE ATTACHED - DEUTSCHE BANK	P	VARIOUS	12/31/13
e SEE ATTACHED - DEUTSCHE BANK	P	VARIOUS	12/31/13
f SEE ATTACHED - DEUTSCHE BANK	P	VARIOUS	12/31/13
g CAPITAL GAINS DIVIDENDS			
h			
i			
j			
k			
l			
m			
n			
o			

(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 343,133.		310,620.	32,513.
b 154,307.		139,893.	14,414.
c 149,237.		113,714.	35,523.
d 57,831.		47,897.	9,934.
e 70,997.		92,124.	<21,127.>
f 47,204.		30,835.	16,369.
g 16,250.			16,250.
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			32,513.
b			14,414.
c			35,523.
d			9,934.
e			<21,127.>
f			16,369.
g			16,250.
h			
i			
j			
k			
l			
m			
n			
o			

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	103,876.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

RICHARD E WOOSNAN CHARITABLE TRUST 12/31/13
CONTRIBUTIONS

Name	Amount
PHILADELPHIA HOSPITALITY	600 00
PHILADELPHIA ZOO	10,000 00
THE ANTHENAEUM OF PHILADELPHIA	150 00
WORLD AFFAIRS COUNCIL	2,500 00
PHILADELPHIA HOSPITALITY	2,417 00
IU FOUNDATION	800 00
SETTLEMENT MUSIC SCHOOL	250 00
MUSEUM OF ARTS & DESIGN	250 00
PHILADELPHIA ZOO	3,000 00
PENNSYLVANIA ACADEMY OF FINE ARTS	1,500 00
LYCOMING COLLEGE	5,000 00
WALNUT STREET THEATRE	5,000 00
ARDEN THEATRE CO	1,000 00
FREE LIBRARY OF PHILADELPHIA	1,000 00
PHILADELPHIA HOSPITALITY	2,000 00
FOREIGN POLICY (FPRI)	250 00
CENTER FOR GREAT APES	250 00
ARTSPACE PROJECTS INC	500 00
LYCOMING COLLEGE	5,000 00
PLEASE TOUCH MUSEUM	2,500 00
FIRST UNITED METHODIST CHURCH	250 00
THEATER EXILE	250 00
ART ALLIANCE FOR CONTEMPORARY GLASS	100 00
FRIENDS OF RITTENHOUSE SQUARE	250 00
GLOBAL EXCHANGE	100 00
1812 THEATRE PRODUCTIONS	500 00
ACADEMY OF VOCAL ARTS	100 00
NATIONAL CONSTITUTION CENTER	1,000 00
MANN MUSIC CENTER	300 00
PHILADELPHIA ART ALLIANCE	1,500 00
ARDEN THEATRE CO	1,000 00
LIVE ARTS FESTIVAL	500 00
FRANKLIN INSTITUTE	1,500 00
IU FOUNDATION	9,500 00
FRANKLIN INSTITUTE	1,000 00
PHILADELPHIA MURAL ART	250 00
HAEBERLE	500 00
PROJECT HOME	500 00
UNIV OF PENN - ARCH	1,500 00
COLLEGE OF PHYSICIANS	550 00
WORLD AFFAIRS COUNCIL	2,500 00
BARNES FOUNDATION	1,000 00
	68,617 00



2013 TAX REPORTING STATEMENT

RICHARD WOOSNAM CHARITABLE TR Account No. X47-134414 Customer Service. 800-544-5704
 Recipient ID No. 23-6870650 Payer's Fed ID Number 04-3523567

FORM 1099-B 2013 Proceeds from Broker and Barter Exchange Transactions Copy B for Recipient Only NO: 1546-0715

Short-term transactions for which basis is reported to the IRS -- report on Form 8949 with Box A checked and/or Schedule D, Part I
 (This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (b)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld	15 State Tax Withheld
CELGENE CORP, CELG, 151020104										
Sale	01/30/13	06/21/12	300 000	29,533.67	17,853.18	11,680.49				
FID LARGE CAP CORE ENHANCED IDX INV CL, FLECX, 31606X100										
Sale	03/19/13	04/13/12	2,225,703	24,383.70	21,625.86	2,767.84				
Sale	03/26/13	various	1,075,109	11,890.71	10,446.21	1,444.50				
Subtotals				36,284.41	32,072.07					
FIDELITY EMERGING MARKETS DISCOVERY FD, FEDDX, 31618H549										
Sale	07/08/13	03/19/13	868,056	10,000.00	10,852.69	-852.69	811.82			
FIDELITY EQUITY DIVIDEND INCOME FUND, FEQTX, 316145101										
Sale	03/19/13	various	72,567	1,551.49	1,345.64	205.85				
FIDELITY HIGH INCOME, SPHIX, 316146406										
Sale	03/19/13	various	1,181,042	11,196.28	10,588.08	608.20				
FIDELITY INT'L GROWTH FUND, FIGFX, 316910315										
Sale	08/19/13	07/08/13	493,583	5,000.00	4,802.56	197.44				
FIDELITY LEVERAGED COMPANY STOCK, FLVXX, 316389873										
Sale	07/08/13	03/19/13	262,467	10,000.00	9,414.13	585.87				
Sale	08/19/13	03/19/13	130,039	5,000.00	4,664.22	335.78				
Sale	11/05/13	03/19/13	241,779	10,000.00	8,675.07	1,324.93				
Subtotals				25,000.00	22,753.42					

* This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.





2013 TAX REPORTING STATEMENT

RICHARD WOOSNAM CHARITABLE TR
 Account No. X47-134414 Customer Service. 800-544-5704
 Recipient ID No. 23-8870650 Payer's Fed ID Number 04-3523567

FORM 1099-B 2013 Proceeds from Broker and Barter Exchange Transactions
 Copy B for Recipient OMB NO. 1545-0045

Short-term transactions for which basis is reported to the IRS --report on Form 8949 with Box A checked and/or Schedule D, Part I
 (This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld	
FIDELITY MID CAP ENHANCED INDEX FUND, FMEIX, 31606X605										
Sale	08/19/13	03/19/13	499.584	6,000.00	5,658.14	341.86				
Sale	08/23/13	03/19/13	819.672	10,000.00	9,283.36	716.64				
Sale	11/05/13	03/19/13	786.284	10,000.00	8,678.70	1,321.30				
Subtotals				26,000.00	23,620.20					
FIDELITY NEW MARKETSINCOME, FNMIX, 315910836										
Sale	03/19/13	various	73.186	1,250.25	1,256.48	3.77				
FIDELITY REAL ESTATEINCOME, FRIFX, 316389885										
Sale	08/06/13	various	337.740	3,927.93	3,778.86	149.07				
FIDELITY REAL ESTATEINVESTMENT, FRESX, 316138205										
Sale	01/30/13	various	313.356	10,484.89	10,085.59	399.30				
FIDELITY SELECT BANKING PORTFOLIO, FSRBX, 316390640										
Sale	11/05/13	03/07/13	201.126	5,000.00	4,247.77	752.23				
FIDELITY SELECT BIOTECHNOLOGY, FBIOX, 316390772										
Sale	11/05/13	03/07/13	59.063	10,000.00	7,509.52	2,490.48				
FIDELITY SELECT HEALTH CARE, FSPHX, 316390301										
Sale	01/30/13	various	8.701	1,243.29	1,128.82	114.47				
Sale	06/10/13	03/19/13	83.411	15,000.00	14,033.60	966.40				
Sale	08/19/13	03/19/13	29.377	5,000.00	4,477.54	522.46				
Subtotals				21,243.29	19,639.96					

* This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.



2013 TAX REPORTING STATEMENT

RICHARD WOOSNAM CHARITABLE TR
 Account No. X47-134414 Customer Service 800-544-6704
 Recipient ID No. 23-6870650 Payer's Fed ID Number 04-3523567

FORM 1099-B 2013 Proceeds from Broker and Bate Exchange Transactions Copy B for Recipient OMB NO. 1545-0046

Long-term transactions for which basis is reported to the IRS --report on Form 8949 with Box D checked and/or Schedule D, Part II
 (This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld
FID LARGE CAP CORE ENHANCED IDX INV CL, FLCEX, 31606X100									
Sale	03/19/13	03/12/12	1,368.613	15,000.00	13,298.02	1,701.98			
Sale	03/19/13	03/12/12	2,336.341	25,606.30	22,700.87	2,905.43			
Subtotals				40,606.30	35,998.89				
FIDELITY EQUITY DIVIDEND INCOME FUND, FEQTX, 316145101									
Sale	03/19/13	various	1,782.288	38,105.31	33,049.71	5,055.60			
FIDELITY MEGA CAP STOCK FUND, FGRTX, 31617F403									
Sale	07/08/13	02/08/12	717.360	10,000.00	8,108.56	1,891.44			
Sale	07/23/13	02/08/12	693.001	10,000.00	7,833.22	2,166.78			
Sale	08/19/13	02/08/12	500.715	7,000.00	5,669.82	1,330.18			
Subtotals				27,000.00	21,611.60				
FIDELITY NEW MARKET SINCOME, FNMIX, 315910836									
Sale	03/19/13	various	17.252	297.09	296.19	0.90			
FIDELITY REAL ESTATE INCOME, FRIFX, 316388865									
Sale	08/06/13	various	964.965	11,222.53	10,796.64	425.89			
FIDELITY TOTAL EMERGING MARKETS FD, FTEMX, 31618H588									
Sale	08/10/13	various	2,316.960	25,000.00	25,183.63	-183.63			
Sale	07/08/13	various	1,182.041	12,075.37	12,856.60	-881.23			
Subtotals				37,075.37	38,140.23				

* This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.



2013 TAX REPORTING STATEMENT

RICHARD WOOSNAM CHARITABLE TR Account No X47-134414 Customer Service: 800-544-5704
 Recipient ID No. 23-6870650 Payer's Fed ID Number: 04-3523567

FORM 1099-B 2013 Proceeds from Broker and Barter Exchange Transactions Copy B for Recipient OMB No. 1545-0715

Long-term transactions for which basis is reported to the IRS - report on Form 8949 with Box D checked and/or Schedule D, Part II

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (e)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld
TOTALS				154,306.60	139,893.26	15,478.20		0.00	
Box D Long-Term Realized Gain						-1,064.86			
Box D Long-Term Realized Loss									
Box D Wash Sale Loss Disallowed							0.00		

* This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.





2013 TAX REPORTING STATEMENT

RICHARD WOOSNAM CHARITABLE TR Account No. X47-134414 Customer Service. 800-544-5704
 Recipient ID No. 23-6870850 Payer's Fed ID Number 04-3623587

FORM 1099-B 2013 Proceeds from Broker and Barter Exchange Transactions. Copy B for Recipient OMB No. 1545-0045

Long-term transactions for which basis is not reported to the IRS — report on Form 8949 with Box E checked and/or Schedule D, Part II

(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1c Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld
FIDELITY CONTRAFUND, FCNTX, 316071108									
Sale	03/19/13	10/10/08	121,492	10,000.00	6,778.44	3,221.56			
Sale	04/11/13	10/10/08	117,855	10,000.00	6,575.52	3,424.48			
Sale	07/23/13	10/10/08	111,185	10,000.00	6,203.38	3,796.62			
Sale	08/19/13	10/10/08	56,048	5,000.00	3,127.10	1,872.90			
Subtotals				35,000.00	22,684.44				
FIDELITY EQUITY DIVIDEND INCOME FUND, FEQTX, 316145101									
Sale	03/18/13	various	406,430	8,689.47	8,941.83	1,747.64			
FIDELITY LOW PRICED STOCK, FLPSX, 316345305									
Sale	07/08/13	10/10/08	430,293	20,000.00	13,442.31	6,557.69			
Sale	08/19/13	various	210,870	10,000.00	6,590.67	3,408.33			
Sale	08/23/13	various	208,768	10,000.00	6,521.89	3,478.11			
Subtotals				40,000.00	26,554.87				
FIDELITY NEW MARKETS INCOME, FNMIX, 315910836									
Sale	03/19/13	various	979,725	16,870.87	14,429.64	2,441.23			
FIDELITY REAL ESTATE INCOME, FRIFX, 316389865									
Sale	06/10/13	09/01/11	846,740	10,000.00	8,738.31	1,261.69			
Sale	06/10/13	09/01/11	846,740	10,000.00	8,738.31	1,261.69			
Sale	07/08/13	09/01/11	2,153,318	25,000.00	22,222.11	2,777.89			
Sale	08/06/13	various	186,860	2,289.48	2,031.58	257.90			
Subtotals				47,289.48	41,730.31				

This is important tax information and is being furnished to the Internal Revenue Service if you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

**2013 TAX and
YEAR-END STATEMENT
As of 02/11/2014**

Account Number: 5XP-872149

Recipient's Name and Address:
RICHARD E WOOSNAM CHARITABLE TR
UAD 12/24/86

Recipient's Identification
Number: 23-6870650

IMPORTANT MESSAGE: We send tax statements when information is finalized by securities issuers. If information is pending from issuers, you and members of your household may receive tax statement(s) at different times. Tax statement mailings will occur by January 31, February 18, February 28 and March 17, depending on when final information for your account is received from issuers. If you have any questions, please visit mytaxhandbook.com.

Summary Of Transactions We Do Not Report To The IRS (See instructions for additional information)

Amount
Non-Reportable Transactions
Partnership Cash Distributions
Advisory Fees
1,793.14
(3,955.28)

2013 Form 1099-B Proceeds From Broker and Barter Exchange Transactions OMB No. 1545-0715

(For individuals report details on Form 1040 Schedule D Line 1b, 2, 8b or 9)

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

Disposition Transaction	Disposition Method	Quantity (Box 1e)	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Gross Proceeds Less Commissions and Option Premiums (Box 2a)	Cost or Other Basis (Box 3)	Adjustments		Realized Gain or (Loss)
							W=Wash Sale Loss (Box 5)	O=Option Premium	

Short-Term Transactions for Which Basis is Reported to the IRS - Report on Form 8949, Part I, with Box A checked. Covered (Box 6b)

Description (Box 8): AMERICAN AXLE & MFG HLDGS INC COM CUSIP: 024061103									
SELL	FIRST IN FIRST OUT	1,000	03/26/2013	05/23/2013	16,539.71	12,886.20			3,653.51
Description (Box 8): HYATT HOTELS CORP COM CL A CUSIP: 448579102									
SELL	FIRST IN FIRST OUT	300	07/18/2012	05/03/2013	12,361.52	10,271.94			2,089.58
Description (Box 8): PNC FINL SVCS GROUP INC COM CUSIP: 693475105									
SELL	FIRST IN FIRST OUT	400	01/23/2013	08/27/2013	28,929.49	24,738.40			4,191.09
Short-Term Covered Total						57,830.72	47,896.54		9,934.18

**2013 TAX and
YEAR-END STATEMENT
As of 02/11/2014**

Account Number: 5XP-872149
Recipient's Identification
Number: 23-6870650

Recipient's Name and Address:
RICHARD E WOOSNAM CHARITABLE TR
UAD 12/24/86

2013 Form 1099-B Proceeds From Broker and Barter Exchange Transactions OMB No. 1545-0716 (Continued)
(For individuals report details on Form 1040 Schedule D Line 1b, 2, 8b or 9)

Disposition Transaction	Disposition Method	Quantity (Box 1c)	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Gross Proceeds Less Commissions and Option Premiums (Box 2a)	Cost or Other Basis (Box 3)	Adjustments W=Wash Sale Loss (Box 5) O=Option Premium	Realized Gain or Loss
Long-Term Transactions for Which Basis Is Reported to the IRS - Report on Form 8949, Part II, with Box D checked.								
Covered (Box 6b)								
Description (Box 8): CYPRESS SEMICONDUCTO R CORP COM CUSIP: 232806109								
SELL	VERSUS PURCHASE	1,000	04/10/2012	12/20/2013	10,383.51	13,328.90		(2,945.39)
Description (Box 8): DU PONT E I DE NEMOURS & CO COM CUSIP: 263534109								
SELL	FIRST IN FIRST OUT	300	08/18/2011	04/25/2013	15,961.29	13,373.13		2,588.16
Description (Box 8): MAXILINEAR INC CL A CUSIP: 577761100								
SELL	FIRST IN FIRST OUT	1,649	02/22/2011	03/26/2013	9,894.76	18,089.37		(8,194.61)
SELL	FIRST IN FIRST OUT	351	02/22/2011	03/26/2013	2,155.10	3,850.43		(1,695.33)
SALE DATE TOTAL		2,000	VARIOUS	03/26/2013	12,049.86	21,939.80		(9,889.94)
SELL	FIRST IN FIRST OUT	2,000	04/08/2011	08/13/2013	16,159.91	16,793.00		(633.09)
SECURITY TOTAL					28,209.77	38,732.80		(10,523.03)
Description (Box 8): NUANCE COMMUNICATION S INC COM CUSIP: 67020Y100								
SELL	FIRST IN FIRST OUT	1,000	02/10/2012	10/25/2013	16,442.91	26,688.90		(10,245.99)
Long-Term Covered Total					70,997.48	92,123.73		(21,126.25)
Covered Total					128,828.20	140,020.27		(11,192.07)

**2013 TAX and
YEAR-END STATEMENT
As of 02/11/2014**

Account Number: 5XP-872149
Recipient's Identification
Number: 23-6870650

Recipient's Name and Address:
RICHARD E WOOSNAM CHARITABLE TR
UAD 12/24/86

2013 Form 1099-B Proceeds From Broker and Barter Exchange Transactions OMB No. 1545-0716 (Continued)
(For individuals report details on Form 1040 Schedule D Line 16, 2, 8b or 9)

Disposition Transaction	Disposition Method	Quantity (Box 1e)	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Gross Proceeds Less Commissions and Option Premiums (Box 2a)	Cost or Other Basis (Box 3)	Adjustments W=Wash Sale Loss (Box 5) O=Option Premium	Realized Gain or (Loss)
Long-Term Transactions for Which Basis Is Not Reported to the IRS - Report on Form 8849, Part II, with Box E checked.								
Noncovered (Box 6a)								
Description (Box 6): QUALCOMM INC CUSIP: 747525103								
SELL	FIRST IN FIRST OUT	200	09/23/2009	08/13/2013	13,426.76	8,905.40		4,521.36
SELL	FIRST IN FIRST OUT	300	09/23/2009	11/08/2013	20,266.15	13,358.10		6,908.05
SELL	FIRST IN FIRST OUT	200	10/06/2009	11/08/2013	13,510.76	8,571.40		4,939.36
SALE DATE TOTAL		500	VARIOUS	11/08/2013	33,776.91	21,829.50		11,947.41
SECURITY TOTAL					47,203.67	30,834.90		16,368.77
Long-Term Noncovered Total					47,203.67	30,834.90		16,368.77
Noncovered Total					176,031.87	170,855.17		5,176.70
Total								

IRS Form 1099-B - Proceeds from Broker and Barter Exchange Transactions
The amounts in this section of your Tax Information Statement reflect proceeds from securities transactions such as sales, redemptions, tender offers, return of principal distributions, the option premium portion of reverse convertibles and bond maturities. Short-term and long-term transactions are segregated in your 1099-B form in a format comparable to IRS Form 8849, for dispositions of covered and noncovered securities. Since your financial organization subscribes to our premium Tax and Year-End Statement, the date of acquisition, cost or other basis, type of gain or loss (long-term or short-term) and whether any loss is disallowed due to a wash sale for both covered and noncovered securities transactions will be displayed when available. Please note that such detail for noncovered transactions is not reported to the IRS.
Type of Gain or Loss (Box 1e). The section headings within the 1099-B indicate the type of gain or (loss) for the transactions, short-term or long-term.
Covered (or Noncovered) Security (Box 6). The section headings within the 1099-B indicate whether your security transaction is or is not a covered security under the IRS cost basis reporting program.
Description (Box 6). Shows a brief description of the item or service for which the proceeds are being reported.
CUSIP. Broker transactions may show the Committee on Uniform Security Identification Procedures (CUSIP) number of the item reported.
Disposition Transactions. This column will denote the type of transaction, for example "SELL."
Disposition Method. The method used to select the box will be displayed as, for example, first-in first-out (FIFO). Please refer to the Client Service Information Section in your brokerage account statement for your account's existing tax lot disposition method.
Quantity (Box 1e). The number of shares included in the sale or exchange for the lot reported. If fractional shares are part of the disposition, those shares will be displayed to three decimal places.
Date of Acquisition (Box 1b). This box represents the date you acquired the security or, for short sales, the date you opened the short sale. You may see the word "VARIOUS" displayed in this column if the disposition transaction includes multiple lots with various acquisition dates.
Date of Sale or Exchange (Box 1a). This box shows the trade date of the sale or exchange. For short sales, the date shown is the date you closed the short sale.

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**
▶ **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

		Enter filer's identifying number
Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	RICHARD E. WOOSNAM CHARITABLE TRUST	23-6870650
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	1 NORTH BACTON HILL ROAD, NO. 203	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	MALVERN, PA 19355	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

RICHARD E. WOOSNAM

• The books are in the care of ▶ **I NORTH BACTON HILL ROAD, NO. 203 - MALVERN, PA 19355**
Telephone No ▶ **610-772-1399** Fax No. ▶ _____

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
▶ calendar year **2013** or
▶ tax year beginning _____, and ending _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason Initial return Final return
 Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).	
Enter filer's identifying number, see instructions	
Type or print	Name of exempt organization or other filer, see instructions.
File by the due date for filing your return See instructions	RICHARD E. WOOSNAM CHARITABLE TRUST
	Employer identification number (EIN) or 23-6870650
	Number, street, and room or suite no. If a P O box, see instructions.
	1 NORTH BACTON HILL ROAD, NO. 203
	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions
	MALVERN, PA 19355

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

RICHARD E. WOOSNAM

- The books are in the care of **I NORTH BACTON HILL ROAD, NO. 203 - MALVERN, PA 19355**
Telephone No **610-772-1399** Fax No.
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until **NOVEMBER 15, 2014**
- 5 For calendar year **2013**, or other tax year beginning _____, and ending _____
- 6 If the tax year entered in line 5 is for less than 12 months, check reason Initial return Final return Change in accounting period
- 7 State in detail why you need the extension

ADDITIONAL TIME IS REQUIRED TO GATHER INFORMATION FROM 3RD PARTIES TO FILE A COMPLETE RETURN

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	0.
8b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	0.
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature *Kenneth J. Jay* Title CPA Date 8-11-14