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Form **990-PF**

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2013 or tax year beginning

, and ending

Name of foundation SERUGA, R CHAR			A Employer identification number 23-6908392	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		Room/suite	B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem	State NC	ZIP code 27101-3818		
Foreign country name		Foreign province/state/county	C If exemption application is pending, check here <input type="checkbox"/>	
Foreign postal code				
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change			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) ▶ \$ 870,908		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		
			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	15,611	15,199		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	30,789			
	b Gross sales price for all assets on line 6a 333,667				
	7 Capital gain net income (from Part IV, line 2)		30,789		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	46,400	45,988	0	
	13 Compensation of officers, directors, trustees, etc	13,282	9,961		3,321
	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)	289			289
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	326	326		
	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	14,497	10,287	0	4,210
	25 Contributions, gifts, grants paid	35,950			35,950
	26 Total expenses and disbursements. Add lines 24 and 25	50,447	10,287	0	40,160
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-4,047			
	b Net investment income (if negative, enter -0-)		35,701		
	c Adjusted net income (if negative, enter -0-)			0	

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Form **990-PF** (2013)

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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	38,993	38,377	38,377
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶	526,106		
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	173,807	698,110	832,532
	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)	738,906	736,487	870,909	
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	24 Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	25 Unrestricted			
	26 Temporarily restricted			
	26 Permanently restricted			
	27 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	738,906	736,487	
	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)	738,906	736,487		
31 Total liabilities and net assets/fund balances (see instructions)	738,906	736,487		

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	738,906
2 Enter amount from Part I, line 27a	2	-4,047
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	3,547
4 Add lines 1, 2, and 3	4	738,406
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	1,919
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	736,487

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	30,789
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	37,889	794,282	0.047702
2011	34,238	806,267	0.042465
2010	28,951	757,631	0.038213
2009	37,876	658,139	0.057550
2008	43,873	806,580	0.054394

2 Total of line 1, column (d)	2	0.240324
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	0.048065
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	838,018
5 Multiply line 4 by line 3	5	40,279
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	357
7 Add lines 5 and 6	7	40,636
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	40,160

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		714
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		714
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		714
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a		268
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		268
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		446
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	N/A	
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? N/A	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b 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	13,282		

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	810,769
b	Average of monthly cash balances	1b	40,011
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	850,780
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	850,780
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	12,762
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	838,018
6	Minimum investment return. Enter 5% of line 5	6	41,901

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	41,901
2a	Tax on investment income for 2013 from Part VI, line 5	2a	714
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	714
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	41,187
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	41,187
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	41,187

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	40,160
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	40,160
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	40,160

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				41,187
2 Undistributed income, if any, as of the end of 2013.				
a Enter amount for 2012 only			6,904	
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 ▶ \$ 40,160				
a Applied to 2012, but not more than line 2a			6,904	
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				33,256
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				7,931
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

SEE ATTACHMENT

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

SEE ATTACHMENT

- c** Any submission deadlines

SEE ATTACHMENT

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

SEE ATTACHMENT

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	35,950
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	15,611	
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	30,789	
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		46,400	0
13	Total. Add line 12, columns (b), (d), and (e)				13	46,400

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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?

- (1) Cash**

(2) Other assets

- b Other transactions**

- (1) Sales of assets to a noncharitable exempt organization**

- (2) Purchases of assets from a noncharitable exempt organization**

- (3) Rental of facilities, equipment, or other assets**

- #### (4) Reimbursement arrangements

- (5) Loans or loan guarantees**

- (6) Performance of services or membership or fundraising solicitations**

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

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

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

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

- b** If "Yes," complete the following schedule

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

**Sign
Here**

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

John A. Salento SVP Wells Fargo Bank N.A.

4/2/2014

► SVP Wells Fargo Bank N A

Signature of officer or trustee

Date _____

Title

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

**Paid
Preparer
Use Only**

Pnnt/Type preparer's name

Preparer's signature

Date _____

Check ☒ if self-employed

PTIN

JOSEPH J CASTRIANO

Alfred

4/2/2014

self-employed

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

COMMUNITY ACTION COMMITTEE OF THE LEHIGH VALLEY INC

Street

1337 E 5TH ST

City

BETHLEHEM

State

PA

Zip Code

18015

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

Name

COMMUNITY SERVICES FOR CHILDREN INC

Street

1520 HANOVER AVE

City

ALLENTOWN

State

PA

Zip Code

18109

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

JEWISH FAMILY SERVICE OF THE LEHIGH VALLEY

Street

2004 ALLEN ST

City

ALLENTOWN

State

PA

Zip Code

18104

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

Name

LEHIGH COUNTY SENIOR CITIZENS INC

Street

1633 ELM ST

City

ALLENTOWN

State

PA

Zip Code

18102

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,700

Name

MEALS ON WHEELS OF LEHIGH COUNTY INC

Street

4234 DORNEY PK RD

City

ALLENTOWN

State

PA

Zip Code

18104

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

Name

PINEBROOK FAMILY SERVICES

Street

402 N FULTON ST

City

ALLENTOWN

State

PA

Zip Code

18102

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

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

Recipient(s) paid during the year

Name

SATORI

Street

2985 FAIRFIELD DR N

City

ALLENTOWN

State

PA

Zip Code

18103

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

750

Name

ALLENTOWN ART MUSEUM

Street

31 N 5TH ST

City

ALLENTOWN

State

PA

Zip Code

18101

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

Name

ALLENTOWN BAND

Street

1914 W GREENLEAF ST

City

ALLENTOWN

State

PA

Zip Code

18104-4010

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

ALLENTOWN SYMPHONY ORCHESTRA

Street

23 N 6TH ST

City

ALLENTOWN

State

PA

Zip Code

18101

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

AMERICA ON WHEELS, INC

Street

5 N FRONT ST

City

ALLENTOWN

State

PA

Zip Code

18102

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,500

Name

ARC - LEHIGH AND NORTHHAMPTON

Street

2289 AVE A

City

BETHLEHEM

State

PA

Zip Code

18017

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

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

Recipient(s) paid during the year

Name

BOYS & GIRLS CLUB OF ALLENTOWN

Street

720 N 6TH ST

City

ALLENTOWN

State

PA

Zip Code

18102

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

Name

CIVIC THEATRE OF ALLENTOWN

Street

527 N 19TH ST

City

ALLENTOWN

State

PA

Zip Code

18104

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

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**

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss
								Capital Gains/Losses	Gross Sales	Cost, Other Basis and Expenses	Other sales	
	Long Term CG Distributions							333,667	302,878	0	0	30,789
	Short Term CG Distributions							0	0	0	0	0
	Amount							9,733				
1	X	DREYFUS EMG MKT DEBT LO	281980494		8/10/2012		10/10/2013	3,144	3,241			-97
2	X	DREYFUS EMG MKT DEBT LO	281980494		10/13/2011		10/10/2013	4,132	4,092			40
3	X	JP MORGAN MID CAP VALUE	339128100		11/17/2011		7/10/2013	2,313	2,085			228
4	X	JP MORGAN MID CAP VALUE	339128100		11/17/2011		7/10/2013	2,717	1,887			830
5	X	JP MORGAN MID CAP VALUE	339128100		11/17/2011		11/13/2013	968	925			43
6	X	GATEWAY FUND - Y #1986	387829884		8/10/2012		7/10/2013	20,549	20,088			461
7	X	GATEWAY FUND - Y #1986	387829884		2/11/2013		7/10/2013	12,553	12,405			148
8	X	DIAMOND HILL LONG-SHORT	252845833		11/17/2011		7/10/2013	1,220	1,028			194
9	X	DIAMOND HILL LONG-SHORT	252845833		10/13/2011		7/10/2013	8,691	8,674			17
10	X	DIAMOND HILL LONG-SHORT	252845833		11/17/2011		7/10/2013	9,585	7,578			2,007
11	X	DIAMOND HILL LONG-SHORT	252845833		8/19/2011		7/10/2013	183	148			35
12	X	DODGE & COX INTL STOCK F	256208103		10/13/2011		7/10/2013	2,691	2,328			363
13	X	DODGE & COX INTL STOCK F	256208103		10/13/2011		7/10/2013	1,386	1,157			229
14	X	DODGE & COX INTL STOCK F	256208103		5/10/2012		7/10/2013	1,032	851			181
15	X	AQR MANAGED FUTURES ST	00203H859		7/12/2013		10/9/2013	7,353	7,815			-462
16	X	ARTISAN INTERNATIONAL FU	04314H204		10/13/2011		2/7/2013	2,810	2,080			730
17	X	ARTISAN INTERNATIONAL FU	04314H204		10/13/2011		7/10/2013	2,811	2,140			671
18	X	ARTISAN INTERNATIONAL FU	04314H204		10/13/2011		11/13/2013	739	508			231
19	X	ARTISAN INTERNATIONAL FU	04314H204		11/17/2011		11/13/2013	3,021	2,035			986
20	X	ARTISAN MID CAP FUND-INS	04314H800		4/10/2012		7/10/2013	2,969	2,580			389
21	X	ARTISAN MID CAP FUND-INS	04314H800		4/10/2012		10/9/2013	2,692	2,184			508
22	X	CREDIT SUISSE COMM RET S	22544R305		9/19/2011		10/9/2013	7,291	8,964			-1,673
23	X	DODGE & COX INTL STOCK F	256208103		5/10/2012		10/9/2013	2,804	2,149			655
24	X	DODGE & COX INTL STOCK F	256208103		5/10/2012		11/13/2013	673	493			180
25	X	DODGE & COX INTL STOCK F	256208103		11/17/2011		11/13/2013	920	654			266
26	X	DODGE & COX INCOME FD C	256210105		2/11/2013		7/10/2013	7,803	8,058			-255
27	X	DREYFUS EMG MKT DEBT LO	281980494		9/19/2011		2/7/2013	7,993	7,229			764
28	X	DREYFUS EMG MKT DEBT LO	281980494		9/19/2011		10/10/2013	2,408	2,371			37
29	X	DREYFUS EMG MKT DEBT LO	281980494		2/14/2012		10/10/2013	2,554	2,576			-22
30	X	HARBOR CAPITAL APRTION	41151504		9/19/2011		7/10/2013	15,328	15,079			249
31	X	HARBOR CAPITAL APRTION	41151504		9/19/2011		7/10/2013	733	576			157
32	X	HARBOR CAPITAL APRTION	41151504		9/19/2011		10/9/2013	2,844	2,120			724
33	X	HARBOR CAPITAL APRTION	41151504		9/19/2011		11/13/2013	3,355	2,309			1,046
34	X	HUSSMAN STRATEGIC GROW	448108100		9/19/2011		2/7/2013	7,602	9,300			-1,698
35	X	HUSSMAN STRATEGIC GROW	448108100		11/17/2011		2/7/2013	6,771	8,298			-1,527
36	X	HUSSMAN STRATEGIC GROW	448108100		2/14/2012		2/7/2013	3,254	3,707			-453
37	X	ISHARES CORE S & P 500 ETF	464287200		8/8/2012		2/7/2013	2,279	2,109			170
38	X	ISHARES CORE S & P 500 ETF	464287200		9/19/2011		7/10/2013	13,101	9,540			3,561
39	X	ISHARES CORE S & P 500 ETF	464287200		10/13/2011		7/10/2013	3,814	2,770			1,044
40	X	ISHARES CORE S & P 500 ETF	464287200		8/8/2012		11/13/2013	893	703			190
41	X	ISHARES RUSSELL 2000 GRO	464287648		11/19/2012		2/7/2013	12,458	10,860			1,498
42	X	ISHARES RUSSELL 2000 GRO	464287648		12/19/2012		2/7/2013	14,396	13,448			948
43	X	KALMAR GR W VAL SM CAP	493438305		2/11/2013		11/13/2013	2,027	1,571			456
44	X	KEELEY SMALL CAP VAL FD C	487300808		11/17/2011		2/7/2013	8,185	6,046			2,139
45	X	LAUDUS MONDRIAN INTL FHI	51855Q655		5/10/2012		2/7/2013	1,058	1,124			-66
46	X	LAUDUS MONDRIAN INTL FHI	51855Q655		10/13/2011		2/7/2013	360	401			-41
47	X	LAUDUS MONDRIAN INTL FHI	51855Q655		10/13/2011		11/13/2013	207	236			-29
48	X	LAUDUS MONDRIAN INTL FHI	51855Q655		11/17/2011		11/13/2013	690	776			-86
49	X	MFS VALUE FUND-CLASS I #8	552983694		2/11/2013		7/10/2013	4,740	4,278			462
50	X	MFS VALUE FUND-CLASS I #8	552983694		2/14/2012		7/10/2013	8,860	7,044			1,816
51	X	MFS VALUE FUND-CLASS I #8	552983694		2/14/2012		11/13/2013	1,935	1,421			514
52	X	MERGER FD SH BEN INT #260	589509108		11/17/2011		7/10/2013	5,822	5,822			0
53	X	MERGER FD SH BEN INT #260	589509108		9/19/2011		7/10/2013	2,605	2,568			37
54	X	ASG GLOBAL ALTERNATIVES	638721885		10/11/2013		11/13/2013	1,110	1,094			16
55	X	OPPENHEIMER DEVELOPING	663974505		2/11/2013		10/9/2013	7,638	7,432			206
56	X	PIMCO TOTAL RET FD-INST #	693390700		8/10/2012		2/7/2013	9,498	9,708			-212
57	X	PIMCO TOTAL RET FD-INST #	693390700		11/21/2012		2/7/2013	29,878	30,891			-1,015
58	X	PIMCO TOTAL RET FD-INST #	693390700		5/10/2012		2/7/2013	50	51			-1
59	X	PIMCO TOTAL RET FD-INST #	693390700		5/10/2012		7/10/2013	4,875	5,140			-265
60	X	PIMCO TOTAL RET FD-INST #	693390700		10/9/2008		7/10/2013	1,023	3,854			189
61	X	PIMCO FOREIGN BD FD USD	693390882		2/2/2013		2/7/2013	1,345	1,235			110
62	X	PIMCO FOREIGN BD FD USD	693390882		10/20/2009		2/7/2013	381	384			-3
63	X	PIMCO FOREIGN BD FD USD	693390882		4/30/2008		7/10/2013	571	557			14
64	X	PIMCO FOREIGN BD FD USD	693390882		10/20/2009		7/10/2013	51	50			1
65	X	PIMCO FOREIGN BD FD USD	693390882		2/12/2010		7/10/2013	422	408			14
66	X	PIMCO FOREIGN BD FD USD	693390882		10/31/2007		7/10/2013	43	41			2
67	X	RIDGEWORTH SEIX HY BD-I #	766287645		8/10/2012		2/7/2013	2,782	2,884			-102
68	X	RIDGEWORTH SEIX HY BD-I #	766287645		9/19/2011		2/7/2013	3,893	3,602			291

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

			Long Term CG Distributions	Short Term CG Distributions	Amount	Totals	Gross Sales	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
					9,733	Capital Gains/Losses							
						Other sales							
Check "X" if to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price					Net Gain or Loss
59 X	RIDGEWORTH SEIX HY BD-I #	78628T645			7/12/2013		11/13/2013	858				0	2
70 X	VANGUARD FTSE EMERGING	92204Z958			2/17/2013		10/9/2013	6,390				0	-470
								6,960					

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

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

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

		289	0	0	289
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	GRANT ADMINISTRATION FEES	289			289

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

		326	326	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	326	326		

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

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	832,532
2	JP MORGAN MID CAP VALUE-I 758		0	15,663	24,380
3	ASG GLOBAL ALTERNATIVES-Y 1993		0	33,417	33,213
4	VANGUARD REIT VIPER		0	27,855	33,378
5	AQR MANAGED FUTURES STR-I		0	8,791	9,145
6	VANGUARD EMERGING MARKETS ETF		0	42,150	43,608
7	OPPENHEIMER DEVELOPING MKT-Y 788		0	36,920	44,212
8	SPDR DJ WILSHIRE INTERNATIONAL REA		0	27,477	33,619
9	ROBECO BP LNG/SHRT RES-INS		0	24,613	26,684
10	DIAMOND HILL LONG-SHORT FD CL I 11		0	13,258	17,682
11	RIDGEWORTH SEIX HY BD-I 5855		0	39,680	40,929
12	KALMAR GR W/ VAL SM CAP-INS #4		0	18,625	24,606
13	CREDIT SUISSE COMM RT ST-CO 2156		0	38,258	33,544
14	KEELEY SMALL CAP VAL FD CL I 2251		0	14,667	25,179
15	ARTISAN INTERNATIONAL FUND 661		0	31,464	48,539
16	DODGE & COX INCOME FD COM 147		0	31,961	33,393
17	HARBOR CAPITAL APRCTION-INST 2012		0	44,249	67,313
18	MERGER FD SH BEN INT 260		0	16,222	16,500
19	PIMCO TOTAL RET FD-INST 35		0	31,908	32,937
20	PIMCO FOREIGN BD FD USD H-INST 103		0	3,868	4,100
21	T ROWE PRICE SHORT TERM BD FD 55		0	18,878	18,804
22	ARTISAN MID CAP FUND-INSTL 1333		0	29,154	36,238
23	FID ADV EMER MKTS INC- CL I 607		0	12,821	12,604
24	ISHARES S & P 500 INDEX FUND		0	14,136	20,236
25	LAUDUS MONDRIAN INTL FI-INST 2940		0	4,793	4,198
26	DODGE & COX INT'L STOCK FD 1048		0	33,292	48,115
27	MFS VALUE FUND-CLASS I 893		0	29,070	44,388
28	DREYFUS EMG MKT DEBT LOC C-I 6083		0	29,242	29,197
29	DRIEHAUS ACTIVE INCOME FUND		0	25,678	25,791

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

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

1	FEDERAL EXCISE TAX REFUND	1	818
2	MUTUAL FUND & CTF INCOME ADDITIONS	2	2,729
3	Total	3	3,547

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

1	MUTUAL FUND & CTF INCOME SUBTRACTIONS	1	1,276
2	PRIOR YEAR RETURN OF CAPITAL ADJUSTMENT	2	357
3	COST BASIS ADJUSTMENT	3	286
4	Total	4	1,919

Long Term CG Distributions	9,733
Short Term CG Distributions	0

Short Term CG Distributions										21,055	302,878	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	Gain/Minus Excess of FMV Over Adjusted Basis or Losses
CUSIP #	Description of Property Sold	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 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	Gain/Minus Excess of FMV Over Adjusted Basis or Losses			
1	DREYFUS EMG MKT DEBT LOC C-I #508	261980484	8/10/2013	10/10/2013	3,144		0	3,241	-97	0	0	0	-97			
2	DREYFUS EMG MKT DEBT LOC C-I #508	261980484	10/13/2011	10/10/2013	4,132		0	4,082	70	0	0	0	70			
3	JP MORGAN MID CAP VALUE-I #758	339128100	2/11/2013	7/10/2013	2,313		0	2,085	228	0	0	0	228			
4	JP MORGAN MID CAP VALUE-I #758	339128100	1/17/2011	7/10/2013	2,717		0	1,887	830	0	0	0	830			
5	JP MORGAN MID CAP VALUE-I #758	339128100	1/17/2011	1/13/2013	966		0	625	341	0	0	0	341			
6	GATEWAY FUND - Y #1986	367823884	8/10/2012	7/10/2013	20,549		0	20,088	461	0	0	0	461			
7	GATEWAY FUND - Y #1986	367823884	2/11/2013	7/10/2013	12,553		0	12,405	148	0	0	0	148			
8	DIAMOND HILL LONG-SHORT FD CL #1	252845833	1/17/2011	2/7/2013	1,036		0	1,036	194	0	0	0	194			
9	DIAMOND HILL LONG-SHORT FD CL #1	252845833	10/13/2011	7/10/2013	8,674		0	8,674	2,017	0	0	0	2,017			
10	DIAMOND HILL LONG-SHORT FD CL #1	252845833	1/17/2011	7/10/2013	9,585		0	7,576	2,009	0	0	0	2,009			
11	DIAMOND HILL LONG-SHORT FD CL #1	252845833	9/19/2011	7/10/2013	191		0	148	43	0	0	0	43			
12	DODGE & COX INTL STOCK FD #1048	256208103	10/13/2011	2/7/2013	2,691		0	2,328	363	0	0	0	363			
13	DODGE & COX INTL STOCK FD #1048	256208103	10/13/2011	7/10/2013	1,386		0	1,197	229	0	0	0	229			
14	DODGE & COX INTL STOCK FD #1048	256208103	10/13/2011	7/10/2013	1,032		0	851	181	0	0	0	181			
15	AGR MANAGED FUTURES STRIT #1521	00203H959	7/12/2013	10/9/2013	7,753		0	7,615	-282	0	0	0	-282			
16	ARTISAN INTERNATIONAL FUND #651	04314H204	10/13/2011	2/7/2013	2,610		0	2,080	530	0	0	0	530			
17	ARTISAN INTERNATIONAL FUND #651	04314H204	10/13/2011	7/10/2013	2,811		0	2,140	671	0	0	0	671			
18	ARTISAN INTERNATIONAL FUND #651	04314H204	10/13/2011	1/13/2013	739		0	508	231	0	0	0	231			
19	ARTISAN INTERNATIONAL FUND #651	04314H204	1/17/2011	1/13/2013	3,021		0	2,035	986	0	0	0	986			
20	ARTISAN MID CAP FUNDS-#1333	04314H600	4/10/2012	7/10/2013	2,969		0	2,580	389	0	0	0	389			
21	ARTISAN MID CAP FUNDS-#1333	04314H600	9/19/2011	10/9/2013	2,552		0	2,184	508	0	0	0	508			
22	CREDIT SUISSE COMM RET S14 #12158	22544R305	5/10/2012	10/9/2013	7,251		0	6,964	-1,673	0	0	0	-1,673			
23	DODGE & COX INTL STOCK FD #1048	256208103	5/10/2012	10/9/2013	2,804		0	2,149	655	0	0	0	655			
24	DODGE & COX INTL STOCK FD #1048	256208103	5/10/2012	1/13/2013	673		0	463	180	0	0	0	180			
25	DODGE & COX INTL STOCK FD #1048	256208103	1/17/2011	1/13/2013	920		0	654	266	0	0	0	266			
26	DODGE & COX INCOME FD COM #147	256210105	2/11/2011	7/10/2013	7,803		0	8,058	-255	0	0	0	-255			
27	DREYFUS EMG MKT DEBT LOC C-I #508	261980484	9/19/2011	2/7/2013	7,993		0	7,229	764	0	0	0	764			
28	DREYFUS EMG MKT DEBT LOC C-I #508	261980484	9/19/2011	10/10/2013	2,408		0	2,371	37	0	0	0	37			
29	DREYFUS EMG MKT DEBT LOC C-I #508	261980484	2/14/2012	10/10/2013	2,554		0	2,576	-22	0	0	0	-22			
30	HARBOR CAPITAL APRTION-INST #20	411511504	2/11/2013	7/10/2013	16,326		0	15,079	1,247	0	0	0	1,247			
31	HARBOR CAPITAL APRTION-INST #20	411511504	9/19/2011	7/10/2013	733		0	576	157	0	0	0	157			
32	HARBOR CAPITAL APRTION-INST #20	411511504	9/19/2011	10/9/2013	2,844		0	2,120	724	0	0	0	724			
33	HARBOR CAPITAL APRTION-INST #20	411511504	9/19/2011	1/13/2013	3,355		0	2,309	1,046	0	0	0	1,046			
34	HUSSMAN STRATEGIC GROWTH FUND	448108100	9/19/2011	2/7/2013	7,602		0	9,300	-1,698	0	0	0	-1,698			
35	HUSSMAN STRATEGIC GROWTH FUND	448108100	1/17/2011	2/7/2013	6,777		0	8,238	-1,521	0	0	0	-1,521			
36	HUSSMAN STRATEGIC GROWTH FUND	448108100	2/14/2012	2/7/2013	3,254		0	3,707	-453	0	0	0	-453			
37	ISHARES CORE S & P 500 ETF	464287200	8/8/2012	2/7/2013	2,278		0	2,109	170	0	0	0	170			
38	ISHARES CORE S & P 500 ETF	464287200	9/19/2011	7/10/2013	13,101		0	9,540	3,561	0	0	0	3,561			
39	ISHARES CORE S & P 500 ETF	464287200	10/13/2011	7/10/2013	3,114		0	2,770	1,041	0	0	0	1,041			
40	ISHARES CORE S & P 500 ETF	464287200	8/8/2012	1/13/2013	893		0	703	190	0	0	0	190			
41	ISHARES RUSSELL 2000 GROWTH	464287648	1/19/2012	2/7/2013	12,458		0	10,980	1,498	0	0	0	1,498			
42	ISHARES RUSSELL 2000 GROWTH	464287648	2/19/2012	2/7/2013	14,356		0	13,446	950	0	0	0	950			
43	KALVAR GLOBAL SW CAPS FUND	454353035	2/11/2013	1/13/2013	2,027		0	1,571	456	0	0	0	456			
44	KEELY SMALL CAP VAL FUND #2351	454353035	2/11/2013	2/7/2013	6,165		0	6,046	2,139	0	0	0	2,139			
45	LAUDUS MONDRIAN INTL FUND #2344	51553Q655	5/10/2012	2/7/2013	1,058		0	1,124	-66	0	0	0	-66			
46	LAUDUS MONDRIAN INTL FUND #2344	51553Q655	10/13/2011	2/7/2013	360		0	401	-41	0	0	0	-41			
47	LAUDUS MONDRIAN INTL FUND #2344	51553Q655	1/17/2011	1/13/2013	207		0	238	-29	0	0	0	-29			
48	LAUDUS MONDRIAN INTL FUND #2344	51553Q655	1/17/2011	1/13/2013	690		0	778	-88	0	0	0	-88			
49	LAUDUS MONDRIAN INTL FUND #2344	51553Q655	2/14/2012	7/10/2013	4,740		0	4,278	462	0	0	0	462			
50	LAUDUS MONDRIAN INTL FUND #2344	51553Q655	2/14/2012	7/10/2013	8,860		0	7,044	1,816	0	0	0	1,816			
51	LAUDUS MONDRIAN INTL FUND #2344	51553Q655	2/14/2012	1/13/2013	1,935		0	1,421	514	0	0	0	514			
52	MERGER FUND SH BEN INT #260	589509108	1/17/2011	7/10/2013	5,822		0	5,822	0	0	0	0	0			
53	MERGER FUND SH BEN INT #260	589509108	9/19/2011	7/10/2013	2,605		0	2,568	37	0	0	0	37			
54	ASG GLOBAL ALTERNATIVES-Y #1993	633717885	10/17/2013	1/13/2013	1,110		0	1,094	16	0	0	0	16			
55	OPPENHEIMER DEVELOPING MKT-Y #7	633717885	2/11/2013	10/9/2013	7,638		0	7,432	206	0	0	0	206			
56	PIMCO TOTAL RET FDNST #35	693390700	8/10/2012	2/7/2013	9,496		0	9,708	-212	0	0	0	-212			
57	PIMCO TOTAL RET FDNST #35	693390700	1/12/2012	2/7/2013	29,876		0	30,891	-1,015	0	0	0	-1,015			
58	PIMCO TOTAL RET FDNST #35	693390700	5/10/2012	2/7/2013	50		0	51	-1	0	0	0	-1			
59	PIMCO TOTAL RET FDNST #35	693390700	5/10/2012	7/10/2013	4,875		0	5,140	-285	0	0	0	-285			
60	PIMCO TOTAL RET FDNST #35	693390700	10/9/2008	7/10/2013	4,023		0	3,854	169	0	0	0	169			
61	PIMCO FOREIGN BD FD USD H-INST #1	693390882	2/22/2011	2/7/2013	1,345		0	1,295	50	0	0	0	50			
62	PIMCO FOREIGN BD FD USD H-INST #1	693390882	10/20/2009	2/7/2013	381		0	354	17	0	0	0	17			
63	PIMCO FOREIGN BD FD USD H-INST #1	693390882	4/30/2008	7/10/2013	571		0	557	14	0	0	0	14			
64	PIMCO FOREIGN BD FD USD H-INST #1	693390882	10/20/2009	7/10/2013	51		0	50	1	0	0	0	1			
65	PIMCO FOREIGN BD FD USD H-INST #1	693390882	2/11/2010	7/10/2013	422		0	408	14	0	0	0	14			
66	PIMCO FOREIGN BD FD USD H-INST #1	693390882	10/31/2007	7/10/2013	43		0	41	2	0	0	0	2			
67	RIDGEMORTH SEIX HY BD-I #5855	766281645	8/10/2012	2/7/2013	2,782		0	2,694	98	0	0	0	98			
68	RIDGEMORTH SEIX HY BD-I #5855	766281645	9/19/2011	2/7/2013	3,893		0	3,602	291	0	0	0	291			
69	RIDGEMORTH SEIX HY BD-I #5855	766281645	7/12/2013	1/13/2013	856		0	854	2	0	0	0	2			
70	VANGUARD FTSE EMERGING MARKET	922042559	2/7/2013	10/9/2013	6,390		0	6,860	-470	0	0	0	-470			

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	13,282		
										13,282	0	0

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

	Date	Amount
1 Credit from prior year return	1	268
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	268

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

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	<u>6,904</u>
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	<u>6,904</u>

Account Name: SERUGA, R CHAR
EIN: 23-6908392
Tax Year: 12/31/2013

Part XV, Line 2

Line 2a – Wells Fargo Philanthropic Services, 1 W 4th St, 4th Fl, MAC D4000-041,
Winston Salem, NC 27101-3818; GrantAdministration@wellsfargo.com

Line 2b – Grant application available at
<https://www.wellsfargo.com/privatefoundationgrants/seruga>.

Line 2c – August 1 Annually

Line 2d – 501(c)(3) organizations from Lehigh County, PA making substantial efforts to
improve the quality of life in Lehigh County, PA