Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

▶ 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

THE RJM FOUNDATION
C/O R. JAMES MACALEER, TRUSTEE

A Employer identification number: 23-6953316

Number and street (or P O box number if mail is not delivered to street address) | Room/suite

907 ROBIN DRIVE

B Telephone number: 610-399-1016

City or town, state or province, country, and ZIP or foreign postal code

WEST CHESTER, PA 19382

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 14,262,481.

J Accounting method: [X] Cash ☐ Accrual ☐ 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 ▶ ☐

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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))

	Line	(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 ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	209.	209.		STATEMENT 1
	4 Dividends and interest from securities	377,467.	377,467.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,000,348.			
	b Gross sales price for all assets on line 6a 3,935,626.				
	7 Capital gain net income (from Part IV, line 2)		1,000,348.		
	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	265.	265.		STATEMENT 3
	12 **Total** Add lines 1 through 11	1,378,289.	1,378,289.		
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				
	c Other professional fees STMT 4	26,005.	26,005.		0.
	17 Interest	113.	113.		0.
	18 Taxes STMT 5	11,587.	6,487.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	11,568.	11,568.		0.
	24 **Total operating and administrative expenses** Add lines 13 through 23	49,273.	44,173.		0.
	25 Contributions, gifts, grants paid	713,500.			713,500.
	26 **Total expenses and disbursements** Add lines 24 and 25	762,773.	44,173.		713,500.
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	615,516.			
	b **Net investment income** (if negative, enter -0-)		1,334,116.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end of year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,206.	3,000.	3,000.
	2 Savings and temporary cash investments	1,161,684.	416,029.	416,029.
	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 STMT 8	1,827,394.	824,590.	825,626.
	b Investments - corporate stock STMT 9	3,454,965.	6,914,677.	8,099,862.
	c Investments - corporate bonds STMT 10	1,632,062.	1,890,929.	1,854,325.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	2,977,546.	2,680,136.	3,063,639.
	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 I)	11,054,857.	12,729,361.	14,262,481.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	100.	100.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	11,054,757.	12,729,261.	
	30 **Total net assets or fund balances**	11,054,857.	12,729,361.	
	31 **Total liabilities and net assets/fund balances**	11,054,857.	12,729,361.	

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	11,054,857.
2 Enter amount from Part I, line 27a	2	615,516.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	1,058,988.
4 Add lines 1, 2, and 3	4	12,729,361.
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	12,729,361.

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 STATEMENTS			
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	3,935,626.		2,935,278.	1,000,348.

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

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				1,000,348.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** 1,000,348.

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	713,571.	12,867,518.	.055455
2011	694,416.	13,724,750.	.050596
2010	669,744.	13,448,057.	.049802
2009	645,491.	12,353,657.	.052251
2008	826,775.	15,512,249.	.053298

2	**Total** of line 1, column (d)	2	.261402
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	.052280
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	13,311,025.
5	Multiply line 4 by line 3	5	695,900.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	13,341.
7	Add lines 5 and 6	7	709,241.
8	Enter qualifying distributions from Part XII, line 4	8	713,500.

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

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 ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b			1	13,341.
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	13,341.
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	13,341.
6 Credits/Payments				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	53,371.		
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	53,371.
8 Enter any **penalty** for underpayment of estimated tax Check here [X] 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	
10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	40,030.
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 40,030.		**Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *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.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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 *General Instruction G? If "No," attach explanation*	8b	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)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶ C/O R. JAMES MACALEER, TRUSTEE Telephone no ▶610-399-1016
Located at ▶907 ROBIN DRIVE, WEST CHESTER, PA ZIP+4 ▶19382

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

			Yes	No
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		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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ 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)?	☐ Yes ☒ 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.)	☐ Yes ☒ 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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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?	☐ Yes ☒ 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)	N/A	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?	☐ Yes ☒ 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)*	N/A	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 | 5b |

Organizations relying on a *current notice regarding* disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? 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 | | 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? N/A | 7b |

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
R. JAMES MACALEER 907 ROBIN DRIVE WEST CHESTER, PA 19382	TRUSTEE 1.00	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	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	0.

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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	13,056,017.
b	Average of monthly cash balances		1b	457,714.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	13,513,731.
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	13,513,731.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	202,706.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	13,311,025.
6	**Minimum investment return** Enter 5% of line 5		6	665,551.

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	665,551.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 13,341.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b 699.		
c	Add lines 2a and 2b		2c	14,040.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	651,511.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	651,511.
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	651,511.

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	713,500.
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	713,500.
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	13,341.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	700,159.

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				651,511.
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 63,367.				
b From 2009 28,826.				
c From 2010 10,716.				
d From 2011 18,346.				
e From 2012 75,499.				
f Total of lines 3a through e	196,754.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 713,500.				
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				651,511.
e Remaining amount distributed out of corpus	61,989.			
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	258,743.			
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	63,367.			
9 **Excess distributions carryover to 2014** Subtract lines 7 and 8 from line 6a	195,376.			
10 Analysis of line 9:				
a Excess from 2009 28,826.				
b Excess from 2010 10,716.				
c Excess from 2011 18,346.				
d Excess from 2012 75,499.				
e Excess from 2013 61,989.				

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	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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).)

R. JAMES MACALEER

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED	N/A	CHARITABLE ORGANIZATION	GENERAL OPERATIONS	713,500.
Total			▶ 3a	713,500.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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			14	209.	
4 Dividends and interest from securities			14	377,467.	
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			14	265.	
8 Gain or (loss) from sales of assets other than inventory			18	1,000,348.	
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.		1,378,289.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 1,378,289.

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions.			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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
N/A		

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

Signature of officer or trustee: [signature] Date: 8-14-14 Title: Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MARIANNE INFORZATO	Marianne Inforzato	8/12/14		P00750114

Firm's name ▶ FAIRMAN GROUP FAMILY OFFICE, LLP — Firm's EIN ▶ 45-4793713

Firm's address ▶ 899 CASSATT ROAD, SUITE 115
BERWYN, PA 19312 — Phone no 610-889-7300

323622
10-10-13

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
SUSQUEHANNA BANK	209.	209.	
TOTAL TO PART I, LINE 3	209.	209.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
BROWN BROTHERS HARRIMAN #1558	17.	16.	1.	1.	
CHARLES SCHWAB #2722	289,263.	102,996.	186,267.	186,267.	
CHARLES SCHWAB #6880	81,191.	0.	81,191.	81,191.	
CHARLES SCHWAB #6880 - ACCRUED INTEREST PAID	<1,813.>	0.	<1,813.>	<1,813.>	
CMS STRUCTURED PRODUCTS FUND	106,800.	0.	106,800.	106,800.	
CMS TECHNOLOGY PARNTERS LP	1.	0.	1.	1.	
PALO ALTO HEALTHCARE FUND, LP	5,020.	0.	5,020.	5,020.	
TO PART I, LINE 4	480,479.	103,012.	377,467.	377,467.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
CMS TECHNOLOGY PARTNERS (Q) LP	265.	265.	
TOTAL TO FORM 990-PF, PART I, LINE 11	265.	265.	

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES - THRESHOLD	14,670.	14,670.		0.
CHARLES SCHWAB - BROKER FEES	15.	15.		0.
CHARLES SCHWAB - MANAGER FEES	9,935.	9,935.		0.
BROWN BROTHERS HARRIMAN #1558 - MANAGEMENT FEES	836.	836.		0.
CHARLES SCHWAB - INVESTMENT EXPENSES	549.	549.		0.
TO FORM 990-PF, PG 1, LN 16C	26,005.	26,005.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHARLES SCHWAB #2722 - FOREIGN TAXES PAID	6,487.	6,487.		0.
2012 990-T EXTENSION PAYMENT	5,100.	0.		0.
TO FORM 990-PF, PG 1, LN 18	11,587.	6,487.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PALO ALTO HEALTHCARE FUND, LP - PORTFOLIO EXPENSES 2%	10,099.	10,099.		0.
CMS TECHNOLOGY PARTNERS (Q) LP - PORTFOLIO EXPENSES 2%	1,390.	1,390.		0.
PALO ALTO ENERGY LIQUIDATING FUND, LP - PORTFOLIO EXPENSES 2%	79.	79.		0.
TO FORM 990-PF, PG 1, LN 23	11,568.	11,568.		0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 7

DESCRIPTION	AMOUNT
UNREALIZED GAINS AND PARTNERSHIP DISTRIBUTIONS	1,058,988.
TOTAL TO FORM 990-PF, PART III, LINE 3	1,058,988.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB #6880 - SEE ATTACHED	X		125,091.	124,292.
CHARLES SCHWAB #6880 - SEE ATTACHED		X	699,499.	701,334.
TOTAL U.S. GOVERNMENT OBLIGATIONS			125,091.	124,292.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			699,499.	701,334.
TOTAL TO FORM 990-PF, PART II, LINE 10A			824,590.	825,626.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIRESTAR SOFTWARE	50,000.	50,000.
AXCESS INC	100.	100.
CHARLES SCHWAB #2722 - SEE ATTACHED	6,659,320.	7,844,505.
KROMEK	205,257.	205,257.
BBH CORE SELECT	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,914,677.	8,099,862.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB #6880 - SEE ATTACHED	638,399.	633,933.
CHARLES SCHWAB #2722 - SEE ATTACHED	1,252,530.	1,220,392.
BBH ABSOLUTE RETURN FUNDS	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,890,929.	1,854,325.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CMS STRUCTURED PRODUCTS FD III	COST	90,811.	55,769.
TACONIC OFFSHORE FUND	COST	1,075,041.	1,403,416.
CMS TECHNOLOGY PARTNERS	COST	0.	0.
PALO ALTO HEALTHCARE FUND LP	COST	1,420,254.	1,420,254.
CHARLES SCHWAB #6880 - SEE ATTACHED	COST	94,030.	93,209.
CROSS SHORE OVERSEAS FUND	COST	0.	0.
PALO ALTO GLOBAL ENERGY LIQUIDATING FUND, L.P.	COST	0.	0.
TACONIC MARKET DISLOCATION OFFSHORE FUND II	COST	0.	58,897.
BROWN BROTHERS PRIVATE EQUITY PARTNERS II, LP	COST	0.	32,094.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,680,136.	3,063,639.

THE RJM FOUNDATION
CHARITABLE CONTRIBUTIONS
FOR YEAR ENDED 12/31/13
EIN 23-6953316

AMOUNT PAID	NAME OF ORGANIZATION	FOUNDATON STATUS OF RECIPIENT	PURPOSE
10,000	John Jay College of Criminal Justice 524 West 59th Street New York, NY 10019	Public Charity	To Fund Operating Budget
55,000	Chester County Food Bank 1208 Horseshoe Pike Downingtown, PA 19335	Public Charity	To Fund Operating Budget
2,000	West Chester Lions Club West Chester Country Club Ashbridge Road West Chester, PA	Public Charity	To Fund Operating Budget
2,000	Community Volunteers in Medicine 300 B Lawrence Drive West Chester, PA 19380	Public Charity	To Fund Operating Budget
13,000	Chester County Council - BSA 504 S Concord Road West Chester, PA 19382	Public Charity	To Fund Operating Budget
15,000	Colorado College 14 E Cache La Poudre Street Colorado Springs, CO 80903	Public Charity	To Fund Operating Budget
5,000	Brandywine Valley Association 1760 Unionville-Wawaset Road West Chester, PA 19382	Public Charity	To Fund Operating Budget
5,000	Goshen Fire Company 1320 Park Avenue West Chester, PA 19380	Public Charity	To Fund Operating Budget
30,000	Chester County Futures 704 Haywood Drive Exton, PA 19341	Public Charity	To Fund Operating Budget
55,000	Byers Charter School 1911 Arch Street Philadelphia, PA 19103	Public Charity	To Fund Operating Budget

AMOUNT PAID	NAME OF ORGANIZATION	FOUNDATON STATUS OF RECIPIENT	PURPOSE
20,000	Trout Unlimited- Coldwater Conservation Fund 1300 North 17th Street, Suite 500 Arlington, VA 22209	Public Charity	To Fund Operating Budget
20,000	Island Conservation 100 Shaffer Road, CCH Santa Cruz, CA 95060	Public Charity	To Fund Operating Budget
10,000	Land Trust Alliance 25 Horner Street Warrenton, VA 20186	Public Charity	To Fund Operating Budget
10,000	Manomet Center for Conservations Sciences P O Box 1770 Manomet, MA 02345	Public Charity	To Fund Operating Budget
67,000	American Bird Conservancy 4249 Loudoun Avenue The Plains, VA 20198	Public Charity	To Fund Operating Budget
5,000	Friends of Princeton Wrestling Princeton University 103 Dillon Gym Princeton, NJ 08544	Public Charity	To Fund Operating Budget
10,000	ORBIS International 520 Eighth Avenue, 11th Floor New York, NY 10018	Public Charity	To Fund Operating Budget
5,000	Project Healing Waters Fly Fishing P O Box 695 LaPlata, MD 20646	Public Charity	To Fund Operating Budget
35,000	Westtown School 975 Westtown Road West Chester, PA 19382	Public Charity	To Fund Operating Budget
12,000	United Way 211 North Walnut Street West Chester, PA 19380	Public Charity	To Fund Operating Budget
15,000	Hawk Mountain Sanctuary Association 1700 Hawk Mountain Road Kempton, PA 19529	Public Charity	To Fund Operating Budget
55,000	Ned Smith Center 176 Water Company Road Millersburg, PA 17061	Public Charity	To Fund Operating Budget

AMOUNT PAID	NAME OF ORGANIZATION	FOUNDATON STATUS OF RECIPIENT	PURPOSE
15,000	Manomet Shorebird Recovery P O Box 1770 Manomet, MA 02345	Public Charity	To Fund Operating Budget
2,000	Stroud Water Research Center 970 Spencer Road Avondale, PA 19311	Public Charity	To Fund Operating Budget
3,000	Hope Springs Equestrian Club 1105 Green Lane Road Malvern, PA 19355	Public Charity	To Fund Operating Budget
1,000	Upper Main Line Kiwanis Club 1676 Lancaster Avenue Paoli, PA 19301	Public Charity	To Fund Operating Budget
50,000	The Academy of Natural Sciences of Drexel University 1900 Benjamin Franklin Parkway Philadelphia, PA 19103	Public Charity	To Fund Operating Budget
2,500	Support Center for Child Advocacy 1900 Cherry Street Philadelphia, PA 19103	Public Charity	To Fund Operating Budget
25,000	Princeton University Wrestling Program 103 Dillon Gym Princeton, NJ 08544	Public Charity	To Fund Operating Budget
10,000	National Lands Trust 1031 Palmers Mill Road Media, PA 19063	Public Charity	To Fund Operating Budget
1,000	Conservation Northwest 1829 10th Ave W, Suite B Seattle, WA 98119	Public Charity	To Fund Operating Budget
1,000	Ventana Wildlife Society 19045 Portola Drive, Suite F1 Salinas, California 93908	Public Charity	To Fund Operating Budget
20,000	National Audubon Society 1201 Pawlings Road Audubon, PA 19403	Public Charity	To Fund Operating Budget
2,000	HandiCrafters P O Box 72646 215 Barley Sheaf Road Thorndale, PA 19372	Public Charity	To Fund Operating Budget

AMOUNT PAID	NAME OF ORGANIZATION	FOUNDATON STATUS OF RECIPIENT	PURPOSE
2,500	Brandywine Health Foundation 50 S 1st Avenue Coatesville, PA 19320	Public Charity	To Fund Operating Budget
10,000	Church of Christ at Norristown P O Box 1010 Worcester, PA 19490	Public Charity	To Fund Operating Budget
10,000	Dragonfly Forest 1100 E Hector Street Conshohocken, PA 19428	Public Charity	To Fund Operating Budget
10,000	Chester County Hospital 701 E Marshall Street West Chester, PA 19380	Public Charity	To Fund Operating Budget
3,000	Princeton University Alumni 4566 Province Line Road Princeton, NJ 08540	Public Charity	To Fund Operating Budget
2,000	Paradise Farm Camp 1300 Valley Creek Road Downingtown, PA 19335	Public Charity	To Fund Operating Budget
15,000	Rainforest Trust 25 Homer Street Warrenton, VA 20186	Public Charity	To Fund Operating Budget
2,500	Consumer Reports Foundation 101 Truman Avenue Yonkers, NY 10703	Public Charity	To Fund Operating Budget
10,000	Willistown Trust Delchester Road West Chester, PA 19073	Public Charity	To Fund Operating Budget
15,000	National Parks Conservation Association 777 6th Street, Suite 700 Washington, DC 20001	Public Charity	To Fund Operating Budget
30,000	Barrett Hospital Foundation 90 Highway 91 South Dillon, MT 59725	Public Charity	To Fund Operating Budget
15,000	Camphill Village Kimberton Hills 1601 Pughtown Road Phoenixville, PA 19460		
713,500	Total Charitable Contributions		

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS. **Date Prepared: March 21, 2014**

The information in this and all subsequent sections is not provided to the IRS by Charles Schwab It is provided to you as additional tax reporting information you may need to complete your tax return

REALIZED GAIN OR (LOSS)

The information in the following sections include all your realized gain or (loss) transactions during the tax year. They may be helpful for, but not limited to, Schedule D
Please consult with your tax advisor or financial advisor regarding specific questions

Short-Term Realized Gain or (Loss)

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as **"cost basis is available but not reported to the IRS."** Report on Form 8949, Part I, with Box B checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis *Adjusted*	Wash Sale Loss Disallowed	Realized Gain or (Loss) *Adjusted*
CHARLES SCHWAB C 4 45%2	808513AD7	70,000.00	03/26/12	03/20/13	$ 80,146.90	$ 76,627 40	$ 0 00	$ 3,519 50
						$ *75,936 80*		$ *4,210 10* [b]
Security Subtotal					**$ 80,146.90**	**$ 76,627.40**	**$ 0.00**	**$ 3,519.50**
						$ 75,936.80		***$ 4,210.10*** [b]
CITY OF NEW YORK 1 44%16	64972BVM4	75,000.00	07/18/12	05/21/13	$ 74,835.00	$ 75,025 00	$ 0 00	$ (190 00)
						$ *75,019 97*		$ *(184 97)* [b]
Security Subtotal					**$ 74,835.00**	**$ 75,025.00**	**$ 0.00**	**$ (190.00)**
						$ 75,019.97		***$ (184.97)*** [b]
CITY OF TUCSON 2 891%19D	898711Q58	80,000 00	03/22/12	03/20/13	$ 83,681.80	$ 80,025 00	$ 0.00	$ 3,656 80
						$ *80,020 23*		$ *3,661 57* [b]
Security Subtotal					**$ 83,681.80**	**$ 80,025.00**	**$ 0.00**	**$ 3,656.80**
						$ 80,020.23		***$ 3,661.57*** [b]
FFCB 1 04%16	D 3133EALA4	75,000 00	04/11/12	04/11/13	$ 75,000 00	$ 75,025 00	$ 0 00	$ (25 00)
						$ *75,018 86*		$ *(18 86)* [b]
Security Subtotal					**$ 75,000.00**	**$ 75,025.00**	**$ 0.00**	**$ (25.00)**
						$ 75,018.86		***$ (18.86)*** [b]

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS. **Date Prepared: March 21, 2014**

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Short-Term Realized Gain or (Loss) (continued)

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as **"cost basis is available but not reported to the IRS."** Report on Form 8949, Part I, with Box B checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis *Adjusted*	Wash Sale Loss Disallowed	Realized Gain or (Loss) *Adjusted*
FHLMC 1%17	D 3137EADC	25,000 00	02/12/13	03/20/13	$ 25,266 25	$ 25,255 00 $ *25,248 89*	$ 0 00	$ 11 25 $ *17 36*[b]
Security Subtotal					**$ 25,266.25**	**$ 25,255.00** **$ *25,248.89***	**$ 0.00**	**$ 11.25** **$ *17.36*** [b]
FHLMC 1XXX**CALLE	3134G3U81	75,000 00	12/03/12	05/24/13	$ 74,985 00	$ 75,474 00 $ *75,417 80*	$ 0 00	$ (489 00) $ *(432 80)*[b]
Security Subtotal					**$ 74,985.00**	**$ 75,474.00** **$ *75,417.80***	**$ 0.00**	**$ (489.00)** **$ *(432.80)*** [b]
FHLMC 0 7%15	3134G3LD0	100,000.00	03/28/12	02/13/13	$ 100,000 00	$ 100,025 00 $ *100,017 53*	$ 0 00	$ (25 00) $ *(17 53)*[b]
Security Subtotal					**$ 100,000.00**	**$ 100,025.00** **$ *100,017.53***	**$ 0.00**	**$ (25.00)** **$ *(17.53)*** [b]
FHLMC 0 75%16	3134G3P38	75,000 00	10/24/12	03/20/13	$ 74,953 13	$ 75,026 70 $ *75,024 06*	$ 0 00	$ (73 57) $ *(70 93)*[b]
FHLMC 0 75%16	3134G3P38	45,000.00	11/13/12	03/20/13	$ 44,971.87	$ 45,050 10 $ *45,045 76*	$ 0 00	$ (78 23) $ *(73 89)*[b]
Security Subtotal					**$ 119,925.00**	**$ 120,076.80** **$ *120,069.82***	**$ 0.00**	**$ (151.80)** **$ *(144.82)*** [b]
FLA HURRICANE C 1 298%16	34074GDF8	75,000 00	05/13/13	05/24/13	$ 75,022 50	$ 75,592 50 $ *75,585 86*	$ 0 00	$ (570 00) $ *(563 36)*[b]
Security Subtotal					**$ 75,022.50**	**$ 75,592.50** **$ *75,585.86***	**$ 0.00**	**$ (570.00)** **$ *(563.36)*** [b]

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS. **Date Prepared: March 21, 2014**

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Short-Term Realized Gain or (Loss) (continued)

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as **"cost basis is available but not reported to the IRS."** Report on Form 8949, Part I, with Box B checked

Description		CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale		Total Proceeds		Cost Basis *Adjusted*		Wash Sale Loss Disallowed		Realized Gain or (Loss) *Adjusted*
FNMA	1 3%17	D 3136G0EQ	50,000 00	05/21/12	05/10/13	$	50,000 00	$	50,075 00	$	0 00	$	(75 00)
								$	*50,060 82*			$	*(60 82)* [b]
Security Subtotal						**$**	**50,000.00**	**$**	**50,075.00**	**$**	**0.00**	**$**	**(75.00)**
								$	***50,060.82***			**$**	***(60.82)*** [b]
FNMA	1 45XXX**CALL	3136FTEA3	25,000 00	02/06/13	10/28/13	$	25,000 00	$	25,213 25	$	0 00	$	(213 25)
								$	*25,172 73*			$	*(172 73)* [b]
Security Subtotal						**$**	**25,000.00**	**$**	**25,213.25**	**$**	**0.00**	**$**	**(213.25)**
								$	***25,172.73***			**$**	***(172.73)*** [b]
FNMA	2 125%16	3136FPJQ1	75,000 00	02/14/13	05/24/13	$	78,427 50	$	78,834 75	$	0 00	$	(407 25)
								$	*78,534 81*			$	*(107 31)* [b]
Security Subtotal						**$**	**78,427.50**	**$**	**78,834.75**	**$**	**0.00**	**$**	**(407.25)**
								$	***78,534.81***			**$**	***(107.31)*** [b]
MEDINA SD	3%16GO U	584853LG8	70,000 00	01/24/13	05/22/13	$	74,045 00	$	75,060 60	$	0 00	$	(1,015 60)
								$	*74,705 87*			$	*(660 87)* [b]
Security Subtotal						**$**	**74,045.00**	**$**	**75,060.60**	**$**	**0.00**	**$**	**(1,015.60)**
								$	***74,705.87***			**$**	***(660.87)*** [b]
MICHIGAN MUNI B	5 252%15A	59455TRB0	50,000.00	04/13/12	03/21/13	$	54,060 00	$	55,720 50	$	0 00	$	(1,660 50)
								$	*54,052 60*			$	*7 40* [b]
Security Subtotal						**$**	**54,060.00**	**$**	**55,720.50**	**$**	**0.00**	**$**	**(1,660.50)**
								$	***54,052.60***			**$**	***7.40*** [b]

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

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Date Prepared. March 21, 2014

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Short-Term Realized Gain or (Loss) (continued)

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as **"cost basis is available but not reported to the IRS."** Report on Form 8949, Part I, with Box B checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis *Adjusted*	Wash Sale Loss Disallowed	Realized Gain or (Loss) *Adjusted*
NEW JERSEY ECON 3 641%1	645918YF4	75,000 00	11/08/12	05/24/13	$ 79,485 00	$ 80,520 75	$ 0 00	$ (1,035 75)
						$ 79,570 75		*$ (85 75)* [b]
Security Subtotal			--		**$ 79,485.00**	**$ 80,520.75**	**$ 0.00**	**$ (1,035.75)** [b]
						$ 79,570.75		***$ (85.75)***
Total Short-Term *(Cost basis is available but not reported to the IRS)*					**$ 1,069,879.95**	**$ 1,068,550.55**	**$ 0.00**	**$ 1,329.40** [b]
						$ 1,064,433.34		***$ 5,446.61***
Total Short-Term					**$ 1,069,879.95**	**$ 1,068,550.55**	**$ 0.00**	**$ 1,329.40** [b]
						$ 1,064,433.34		***$ 5,446.61***

Long-Term Realized Gain or (Loss)

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as **"cost basis is available but not reported to the IRS."** Report on Form 8949, Part II, with Box B checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis *Adjusted*	Wash Sale Loss Disallowed	Realized Gain or (Loss) *Adjusted*
ALLSTATE LIFE G 5 375XXX**	02003MBQ	30,000 00	08/04/09	04/30/13	$ 30,000.00	$ 31,798 50 [a]	$ 0 00	$ (1,798 50)
						$ 30,000 00		*$ 0 00* [b]
Security Subtotal					**$ 30,000.00**	**$ 31,798.50**	**$ 0.00**	**$ (1,798.50)** [b]
						$ 30,000.00		***$ 0.00***

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section

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Long-Term Realized Gain or (Loss) (continued)

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as **"cost basis is available but not reported to the IRS."** Report on Form 8949, Part II, with Box B checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis *Adjusted*	Wash Sale Loss Disallowed	Realized Gain or (Loss) *Adjusted*
ARIZONA BOARD RE 1 29%15	040484ET0	75,000 00	03/28/12	05/22/13	$ 75,078 75	$ 75,025 00	$ 0 00	$ 53 75
						$ *75,016 57*		$ *62 18*[b]
Security Subtotal					**$ 75,078.75**	**$ 75,025.00**	**$ 0.00**	**$ 53.75**
						$ *75,016.57*		**$ *62.18***[b]
AT&T INC 2 5%15	00206RAV4	25,000 00	09/13/10	07/30/13	$ 25,807 25	$ 25,231 00	$ 0 00	$ 576 25
						$ *25,099.06*		$ *708 19*[b]
Security Subtotal					**$ 25,807.25**	**$ 25,231.00**	**$ 0.00**	**$ 576.25**
						$ *25,099.06*		**$ *708.19***[b]
ATLANTA DEV AUTH 4 95%16	04780RBK3	25,000 00	05/21/09	03/21/13	$ 27,560 00	$ 24,866 00[a]	$ 0 00	$ 2,694 00
						$ *24,866 00*		$ *2,694 00*[b]
Security Subtotal					**$ 27,560.00**	**$ 24,866.00**	**$ 0.00**	**$ 2,694.00**
						$ *24,866.00*		**$ *2,694.00***[b]
BERKSHIRE HATHAW 3 75%2	084670BC1	30,000 00	08/11/11	03/20/13	$ 32,426 10	$ 29,851 90	$ 0 00	$ 2,574 20
						$ *29,851 90*		$ *2,574 20*[b]
Security Subtotal					**$ 32,426.10**	**$ 29,851.90**	**$ 0.00**	**$ 2,574.20**
						$ *29,851.90*		**$ *2,574.20***[b]
BHP BILLITON FIN 6 5%19F	055451AH1	45,000 00	04/22/10	03/20/13	$ 57,012 60	$ 52,146 70	$ 0 00	$ 4,865 90
						$ *50,118 79*		$ *6,893 81*[b]
Security Subtotal					**$ 57,012.60**	**$ 52,146.70**	**$ 0.00**	**$ 4,865.90**
						$ *50,118.79*		**$ *6,893.81***[b]
BP CAPITAL MKT 3 875%15F	05565QBH	25,000 00	09/16/10	05/21/13	$ 26,428 75	$ 25,378 50	$ 0 00	$ 1,050 25
						$ *25,159 21*		$ *1,269 54*[b]

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section

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Long-Term Realized Gain or (Loss) (continued)

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Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis *Adjusted*	Wash Sale Loss Disallowed	Realized Gain or (Loss) *Adjusted*
BP CAPITAL MKT 3 875%15F	05565QBH	35,000 00	03/27/12	05/21/13	$ 37,000 25	$ 37,691 30	$ 0 00	$ (691 05)
						$ 36,652 91		*$ 347 34[b]*
Security Subtotal					**$ 63,429.00**	**$ 63,069.80**	**$ 0.00**	**$ 359.20**
						$ 61,812.12		***$ 1,616.88[b]***
CA STATE PUB WK 5 182XXX	130685F88	25,000 00	04/15/10	03/20/13	$ 28,285 00	$ 25,025 00	$ 0 00	$ 3,260 00
						$ 25,015 76		*$ 3,269 24[b]*
Security Subtotal					**$ 28,285.00**	**$ 25,025.00**	**$ 0.00**	**$ 3,260.00**
						$ 25,015.76		***$ 3,269.24[b]***
CITIGROUP INC 6 375%14	172967EY3	12,000.00	08/05/09	09/16/13	$ 12,620 05	$ 12,050 28[a]	$ 0 00	$ 569 77
						$ 12,046 80		*$ 573 25[b]*
Security Subtotal					**$ 12,620.05**	**$ 12,050.28**	**$ 0.00**	**$ 569 77**
						$ 12,046.80		***$ 573.25[b]***
CITY OF LUBBOCK 4 542%19	549188HD5	25,000 00	01/21/10	05/07/13	$ 29,018 75	$ 25,000 00	$ 0 00	$ 4,018 75
						$ 25,000 00		*$ 4,018 75[b]*
Security Subtotal					**$ 29,018.75**	**$ 25,000.00**	**$ 0.00**	**$ 4,018.75**
						$ 25,000.00		***$ 4,018.75[b]***
FHLMC J13273 3 5%25	3128PST64	30,000 00	10/15/10	04/05/13	$ 13,881 56	$ 13,649 79	$ 0 00	$ 231 77
Security Subtotal					**$ 13,881.56**	**$ 13,649.79**	**$ 0.00**	**$ 231.77**

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Long-Term Realized Gain or (Loss) (continued)

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as **"cost basis is available but not reported to the IRS."** Report on Form 8949, Part II, with Box B checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis *Adjusted*	Wash Sale Loss Disallowed	Realized Gain or (Loss) *Adjusted*
FNMA 1 25%17	3136FTZY8	25,000 00	02/02/12	02/08/13	$ 25,000.00	$ 25,056 25	$ 0 00	$ (56 25)
						$ *25,045 27*		$ *(45 27)*[b]
Security Subtotal					**$ 25,000.00**	**$ 25,056.25**	**$ 0.00**	**$ (56.25)**
						$ 25,045.27		***$ (45.27)***[b]
FNMA 1 125%17	3135G0JA2	30,000.00	03/05/12	05/24/13	$ 30,409 80	$ 30,014.50	$ 0 00	$ 395 30
						$ *30,011 05*		$ *398 75*[b]
Security Subtotal					**$ 30,409.80**	**$ 30,014.50**	**$ 0.00**	**$ 395.30**
						$ 30,011.05		***$ 398.75***[b]
FULTON CNTY GA 1 305%15	3599003T2	75,000.00	03/30/12	05/24/13	$ 75,397 50	$ 75,025 00	$ 0 00	$ 372 50
						$ *75,017.29*		$ *380 21*[b]
Security Subtotal					**$ 75,397.50**	**$ 75,025.00**	**$ 0.00**	**$ 372.50**
						$ 75,017.29		***$ 380.21***[b]
GENERAL ELECTRI 5 625%18	36962G3U6	25,000 00	04/22/09	03/20/13	$ 29,601 50	$ 21,884 00[a]	$ 0 00	$ 7,717 50
						$ *22,136 15*		$ *7,465 35*[b]
Security Subtotal					**$ 29,601.50**	**$ 21,884.00**	**$ 0.00**	**$ 7,717.50**
						$ 22,136.15		***$ 7,465.35***[b]
JOHN DEERE CAPI 0 875%15	24422ERQ	50,000 00	04/12/12	05/21/13	$ 50,308 50	$ 49,994 00	$ 0 00	$ 314 50
						$ *49,994 00*		$ *314 50*[b]
Security Subtotal					**$ 50,308.50**	**$ 49,994.00**	**$ 0.00**	**$ 314.50**
						$ 49,994.00		***$ 314.50***[b]

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Long-Term Realized Gain or (Loss) (continued)

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Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale		Total Proceeds		Cost Basis *Adjusted*		Wash Sale Loss Disallowed		Realized Gain or (Loss) *Adjusted*
JOHN DEERE CAPIT 1 85%16	24422ERF8	25,000 00	08/23/11	05/23/13	$	25,759 50	$	25,011 75	$	0 00	$	747 75
							$	*25,007 87*			*$*	*751 63*[b]
Security Subtotal					**$**	**25,759.50**	**$**	**25,011.75**	**$**	**0.00**	**$**	**747.75**
							$	***25,007.87***			***$***	***751.63***[b]
JPMORGAN CHASE 5 75XXX	46625HAT7	25,000 00	09/13/10	01/02/13	$	25,000 00	$	27,190 25	$	0 00	$	(2,190 25)
							$	*25,000 00*			*$*	*0 00*[b]
Security Subtotal					**$**	**25,000.00**	**$**	**27,190.25**	**$**	**0.00**	**$**	**(2,190.25)**
							$	***25,000.00***			***$***	***0.00***[b]
LAS VEGAS VY WT 3 988%21	5178402M5	25,000 00	09/29/11	05/22/13	$	27,335 00	$	25,025 00	$	0 00	$	2,310 00
							$	*25,022 65*			*$*	*2,312 35*[b]
Security Subtotal					**$**	**27,335.00**	**$**	**25,025.00**	**$**	**0.00**	**$**	**2,310.00**
							$	***25,022.65***			***$***	***2,312.35***[b]
METLIFE INC 4 75%21	59156RAX6	25,000 00	09/22/10	03/20/13	$	28,599 75	$	26,560 50	$	0 00	$	2,039 25
							$	*26,244 16*			*$*	*2,355 59*[b]
Security Subtotal					**$**	**28,599.75**	**$**	**26,560.50**	**$**	**0.00**	**$**	**2,039.25**
							$	***26,244.16***			***$***	***2,355.59***[b]
MORGAN STANLEY 5 625%1	61747YCJ2	25,000 00	06/03/11	03/20/13	$	29,076 50	$	25,976 75	$	0 00	$	3,099 75
							$	*25,800 46*			*$*	*3,276 04*[b]
Security Subtotal					**$**	**29,076.50**	**$**	**25,976.75**	**$**	**0.00**	**$**	**3,099.75**
							$	***25,800.46***			***$***	***3,276.04***[b]

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Long-Term Realized Gain or (Loss) (continued)

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Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale		Total Proceeds		Cost Basis *Adjusted*		Wash Sale Loss Disallowed		Realized Gain or (Loss) *Adjusted*
PEPSICO INC 5%18	713448BH0	25,000 00	07/27/10	03/20/13	$	29,462 25	$	27,764 25	$	0 00	$	1,698 00
							$	*26,912 94*			$	*2,549 31* [b]
Security Subtotal					**$**	**29,462.25**	**$**	**27,764.25**	**$**	**0.00**	**$**	**1,698.00** [b]
							$	***26,912.94***			**$**	***2,549.31***
PHOENIX CIVIC I 3 907%19TA	71884AUY3	35,000 00	05/18/11	03/21/13	$	38,611 35	$	35,025.00	$	0 00	$	3,586 35
							$	*35,020 90*			$	*3,590 45* [b]
Security Subtotal					**$**	**38,611.35**	**$**	**35,025.00**	**$**	**0.00**	**$**	**3,586.35** [b]
							$	***35,020.90***			**$**	***3,590.45***
RIO TINTO FN USA 2 5%16F	767201AM8	25,000 00	04/10/12	05/28/13	$	25,988.00	$	26,077 58	$	0 00	$	(89 58)
							$	*25,787 80*			$	*200 20* [b]
Security Subtotal					**$**	**25,988.00**	**$**	**26,077.58**	**$**	**0.00**	**$**	**(89.58)** [b]
							$	***25,787.80***			**$**	***200.20***
SAN DIEGO GAS & E 5 3%15	797440BG8	55,000 00	03/29/12	05/23/13	$	61,154.35	$	63,245 85	$	0 00	$	(2,091 50)
							$	*60,647 71*			$	*506 64* [b]
Security Subtotal					**$**	**61,154.35**	**$**	**63,245.85**	**$**	**0.00**	**$**	**(2,091.50)** [b]
							$	***60,647.71***			**$**	***506.64***
STATE OF ARKANSAS 4%19	041042RS3	35,000 00	06/11/10	03/21/13	$	39,065 30	$	35,025 00	$	0 00	$	4,040 30
							$	*35,020 72*			$	*4,044 58* [b]
Security Subtotal					**$**	**39,065.30**	**$**	**35,025.00**	**$**	**0.00**	**$**	**4,040.30** [b]
							$	***35,020.72***			**$**	***4,044.58***

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Long-Term Realized Gain or (Loss) (continued)

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Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis *Adjusted*	Wash Sale Loss Disallowed	Realized Gain or (Loss) *Adjusted*
STATE OF COLORA 4 512%18	19668QCR	25,000.00	03/04/10	05/21/13	$ 27,297.50	$ 25,180 00	$ 0 00	$ 2,117 50
						$ 25,115 62		*$ 2,181 88[b]*
Security Subtotal					**$ 27,297.50**	**$ 25,180.00**	**$ 0.00**	**$ 2,117.50**
						$ 25,115.62		***$ 2,181.88[b]***
STATE OF OHIO 5 46%18**	677519WS5	30,000 00	05/07/09	05/21/13	$ 31,046 70	$ 30,735 00[a]	$ 0 00	$ 311 70
						$ 30,468 55		*$ 578 15[b]*
Security Subtotal					**$ 31,046.70**	**$ 30,735.00**	**$ 0.00**	**$ 311.70**
						$ 30,468.55		***$ 578.15[b]***
VERIZON COMMS 3%16	92343VAY0	25,000 00	08/24/11	07/30/13	$ 26,231 75	$ 25,902 00	$ 0 00	$ 329 75
						$ 25,534 53		*$ 697 22[b]*
Security Subtotal					**$ 26,231.75**	**$ 25,902.00**	**$ 0.00**	**$ 329.75**
						$ 25,534.53		***$ 697.22[b]***
VIRGINIA COLLEG 3 875%17E	927781TD6	25,000 00	01/19/11	02/12/13	$ 27,660 25	$ 25,745 75	$ 0 00	$ 1,914 50
						$ 25,507 30		*$ 2,152 95[b]*
Security Subtotal					**$ 27,660.25**	**$ 25,745.75**	**$ 0.00**	**$ 1,914.50**
						$ 25,507.30		***$ 2,152.95[b]***
Total Long-Term *(Cost basis is available but not reported to the IRS)*					**$ 1,048,124.56**	**$ 1,004,152.40**	**$ 0.00**	**$ 43,972.16**
						$ 991,771.76		***$ 56,352.80[b]***
Total Long-Term					**$ 1,048,124.56**	**$ 1,004,152.40**	**$ 0.00**	**$ 43,972.16**
						$ 991,771.76		***$ 56,352.80[b]***

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Realized Gain or (Loss) Summary

Total Realized Gain or (Loss)

Description	Total Proceeds	Cost Basis *Adjusted*	Wash Sale Loss Disallowed	Realized Gain or (Loss) *Adjusted*
Total Short-Term Realized Gain or (Loss) *(Cost basis is available but not reported to the IRS Report on Form 8949, Part I, with Box B checked)*	$ 1,069,879.95	$ 1,068,550.55 $ *1,064,433.34*	$ 0 00	$ 1,329 40 $ *5,446 61*[b]
Total Short-Term Realized Gain or (Loss)	$ 1,069,879 95	$ 1,068,550 55 $ *1,064,433 34*	$ 0 00	$ 1,329 40 $ *5,446 61*[b]
Total Long-Term Realized Gain or (Loss) *(Cost basis is available but not reported to the IRS Report on Form 8949, Part II, with Box B checked)*	$ 1,048,124.56	$ 1,004,152.40 $ *991,771.76*	$ 0 00	$ 43,972 16 $ *56,352 80*[b]
Total Long-Term Realized Gain or (Loss)	$ 1,048,124.56	$ 1,004,152.40 $ *991,771.76*	$ 0.00	$ 43,972 16 $ *56,352 80*[b]
TOTAL REALIZED GAIN OR (LOSS)	$ 2,118,004.51	$ 2,072,702 95 $ *2,056,205.10*	$ 0 00	$ 45,301.56 $ *61,799.41*[b]

SIPC

DUPLICATE STATEMENT

charles SCHWAB
INSTITUTIONAL

Schwab One® Trust Account of
THE RJM FOUNDATION
R JAMES MACALEER TTEE U/A DTD
1/6/88 MGR: WASMER, SCHROEDER

Account Number
4543-6880

Statement Period
December 1-31, 2013

Income Summary

	This Period		Year to Date	
Income Summary	Federally Tax-Exempt	Federally Taxable	Federally Tax-Exempt	Federally Taxable
Money Funds Dividends	0.00	0.00	0.00	8.93
Corporate Bond and Other Interest	0.00	3,670.60	0.00	76,089.98
Agency Security Interest	0.00	0.00	0.00	4,128.25
Total Income	0.00	3,670.60	0.00	80,227.16
Accrued Interest Paid[4]	0.00	(559.72)	0.00	(1,813.45)

[4]Certain accrued interest paid on taxable bonds may be deductible, consult your tax advisor.

Investment Detail - Money Market Funds [Sweep]

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield	% of Account Assets
SCHWAB GOVT MONEY FUND· SWGXX	38,290.8900	1.0000	38,290.89	0.00%	2%
Total Money Market Funds [Sweep]			38,290.89		2%
Total Money Market Funds [Sweep]			38,290.89		2%

Investment Detail - Fixed Income

Agency Securities	Par	Market Price	Market Value / Cost Basis	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
FHLB 0.7%16	50,000.0000	99.0513	49,525.65	50,032.28	3%	(506.63) [b]	350.00
DUE 12/27/16			*50,040.00*				0.67%
CALLABLE 03/27/14 AT 100 00000							
CUSIP. 313382HD8							
MOODY'S. Aaa S&P. AA+							***Accrued Interest: 91.39***

Schwab has provided accurate gain and loss information wherever possible for most Investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

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Investment Detail - Fixed Income (continued)

Agency Securities (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
FNMA 0.5%16	50,000.0000	99.6243	49,812.15	50,023.32	3%	(211.17) [b]	250.00
DUE 04/29/16			*50,030.00*				0.47%
CALLABLE 01/29/14 AT 100.00000							
CUSIP: 3135G0WG4							
MOODY'S: Aaa S&P: AA+							*Accrued Interest: 43.06*
FNMA 0.625%16	25,000.0000	99.8177	24,954.43	25,019.26	2%	(64.83) [b]	156.25
DUE 08/26/16			*25,020.50*				0.59%
CUSIP: 3135G0YE7							
MOODY'S: Aaa S&P: AA+							*Accrued Interest: 54.25*
Total Agency Securities	125,000.0000		124,292.23	125,074.86	8%	(782.63) [b]	756.25
		Total Cost Basis	*125,090.50*				

Total Accrued Interest for Agency Securities: 188.70

Corporate Bonds	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
AMERICAN EXPRESS 2.8%16	70,000.0000	104.5541	73,187.87	73,227.12	5%	(39.25) [b]	1,960.00
DUE 09/19/16			*74,633.10*				1.07%
CUSIP: 0258M0DC0							
MOODY'S: A2 S&P: A-							*Accrued Interest: 555.33*

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Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
BANK AMER CORP 6.5%16	25,000.0000	112.7324	28,183.10	28,304.62	2%	(121.52) [b]	1,625.00
DUE 08/01/16			*28,395.50*				1.28%
CUSIP: 06051GEA3							
MOODY'S: Baa2 S&P: A-							***Accrued Interest: 677.08***
CANADIAN NATL R 1.45%16F	40,000.0000	100.8207	40,328.28	40,443.40	3%	(115.12) [b]	580.00
DUE 12/15/16			*40,503.40*				1.06%
CANADIAN NATL RY CALLABLE							
CUSIP: 136375BU5							
MOODY'S: A3 S&P: A							***Accrued Interest: 25.78***
CITIGROUP INC. 6.375%14	13,000.0000	103.4795	13,452.34	13,050.29	<1%	402.05 [b]	828.75
DUE 08/12/14			*13,054.47* [a]				6.27%
CUSIP: 172967EY3							
MOODY'S: Baa2 S&P: A-							***Accrued Interest: 319.99***
CME GROUP INC. 5.75%14	25,000.0000	100.5632	25,140.80	25,046.43	2%	94.37 [b]	1,437.50
DUE 02/15/14			*26,740.25* [a]				4.13%
CUSIP: 12572QAD7							
MOODY'S: Aa3 S&P: AA-							***Accrued Interest: 543.06***
GOLDMAN SACHS GRO 3.7%15	75,000.0000	104.1826	78,136.95	76,078.93	5%	2,058.02 [b]	2,775.00
DUE 08/01/15			*77,225.50*				N/A [Y]
CUSIP: 38141EA74							
MOODY'S: Baa1 S&P: A-							***Accrued Interest: 1,156.25***

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Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
GOVT OF ONTARIO 1.6%16F	105,000.0000	101.6653	106,748.57	107,349.88	7%	(601.31) b	1,680.00
DUE 09/21/16 GOVT OF ONTARIO			*108,420.25*				N/A Y
CUSIP· 683234DP0 MOODY'S: Aa2 S&P. AA-							*Accrued Interest: 466.67*
HEWLETT-PACKARD 2.35%15	50,000.0000	101.7540	50,877.00	50,432.46	3%	444.54 b	1,175.00
DUE 03/15/15			*51,050.00*				1.61%
CUSIP 428236BN2 MOODY'S: Baa1 S&P: BBB+							*Accrued Interest: 345.97*
JPMORGAN CHASE 3 15%16	75,000.0000	104.6962	78,522.15	77,138.87	5%	1,383.28 b	2,362.50
DUE 07/05/16			*78,008.75*				N/A Y
CUSIP: 46625HJA9 MOODY'S: A3 S&P: A							*Accrued Interest: 1,155.00*
RIO TINTO FN USA 2.5%16F	50,000.0000	102.9469	51,473.45	51,267.49	3%	205.96 b	1,250.00
DUE 05/20/16 RIO TINTO FN USA			*52,155.17*				1.41%
CUSIP 767201AM8 MOODY'S: A3 S&P· A-							*Accrued Interest: 142.36*

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

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Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
SIMON PPTY GRP LP 4.2%15	50,000.0000	102.9315	51,465.75	51,313.58	3%	152.17 [b]	2,100.00
DUE 02/01/15			*53,332.50*				1.74%
CALLABLE 11/01/14 AT 100 00000							
CUSIP: 828807CC9							
MOODY'S: A2 S&P: A							***Accrued Interest: 875.00***
STATE STREET CO 2.875%16	35,000.0000	104.0472	36,416.52	34,879.75	2%	1,536.77	1,006.25
DUE 03/07/16			*34,879.75*				2.94%
CUSIP. 857477AH6							
MOODY'S: A1 S&P: A+							***Accrued Interest: 318.65***
Total Corporate Bonds	613,000.0000		633,932.78	628,532.82	40%	5,399.96 [b]	18,780.00
		Total Cost Basis	*638,398.64*				

Total Accrued Interest for Corporate Bonds: 6,581.14

Municipal Bonds	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
AMERN MUNI PWR 3.944%15	70,000.0000	102.7880	71,951.60	71,464.91	5%	486.69 [b]	2,760.80
UTIL DUE 02/15/15			*73,624.40*				2.04%
XTRO TAXBL							
CUSIP. 02765UCS1							
MOODY'S: A3 S&P: A							***Accrued Interest: 1,042.97***

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Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Fixed Income (continued)

	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
Municipal Bonds (continued)							
CITY OF COLUMBUS 1.59%16	50,000.0000	100.9450	50,472.50	50,014.74	3%	457.76 [b]	795.00
UTIL COMB DUE 05/01/16 TAXBL CUSIP 199144SR8 MOODY'S. Aa3 S&P: AA			*50,025.00*				1 57%
							Accrued Interest: 132.50
CITY OF GAINESVI 4.49%14	25,000.0000	102.8830	25,720.75	25,643.74	2%	77.01 [b]	1,122.50
UTIL DUE 10/01/14 XTRO TAXBL ASSURED GUARA CUSIP 362848QB2 MOODY'S: Aa2 S&P· AA			*27,128.50*				1 02%
							Accrued Interest: 280.63
CITY OF NEW YOR 5.125%15	50,000.0000	107.8650	53,932.50	53,259.97	3%	672.53 [b]	2,562.50
VP DUE 10/01/15 OID TAXBL CUSIP. 64966GTV4 MOODY'S: Aa2 S&P: AA			*56,396.00*				1.33%
							Accrued Interest: 640.63
CITY OF NEW YORK 5.96%16	25,000.0000	110.2980	27,574.50	25,050.55	2%	2,523.95 [b]	1,490.00
GO UTX DUE 04/01/16 TAXBL CUSIP 64966HJR2 MOODY'S: Aa2 S&P: AA			*25,920.50* [a]				5 32%
							Accrued Interest: 372.50

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Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
FRESNO CO PENSI 4.408%15	25,000.0000	103.2390	25,809.75	24,259.69	2%	1,550.06 [b]	1,102.00
GP DUE 08/15/15 XTRO TAXBL FINANCIAL GUA			*23,722.75* [a]				5 41%
CUSIP: 358266BU7 MOODY'S: Baa1 S&P: AA-							***Accrued Interest: 416.31***
GTR ORLANDO AVIA 4.51%15	80,000.0000	105.8390	84,671.20	83,625.20	5%	1,046.00 [b]	3,608.00
TRAN AIR DUE 10/01/15 TAXBL			*86,943.40*				1.86%
CUSIP. 392273AK4 MOODY'S: A2 S&P: N/R							***Accrued Interest: 902.00***
MET ST COLL DENV 3.51%14	35,000.0000	102.2130	35,774.55	35,000.00	2%	774.55	1,228.50
EDUC DUE 12/01/14 XTRO TAXBL			*35,000.00* [a]				3.50%
CUSIP. 592566AD5 MOODY'S: Aa2 S&P. AA-							***Accrued Interest: 102.38***
PENNSYLVANIA CM 5.592%17	25,000.0000	107.5350	26,883.75	25,000.00	2%	1,883.75	1,398.00
AUTH FINL DUE 06/01/17 TAXBL			*25,000.00* [a]				5 59%
CUSIP: 20281PBZ4 MOODY'S: A1 S&P: AA-							***Accrued Interest: 0.00***

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Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
PENNSYLVANIA CMN 5.11%19	35,000.0000	108.2630	37,892.05	35,020.88	2%	2,871.17 [b]	1,788.50
AUTH DUE 06/01/19 XTRO TAXBL CUSIP: 20281PDK5 MOODY'S: A1 S&P: AA-			*35,025 00*				5.09%
							Accrued Interest: 149.04
RILEY CNTY SCH 3 4.73%15	25,000.0000	106.0110	26,502.75	25,000.00	2%	1,502.75	1,182.50
GO UTX DUE 09/01/15 TAXBL CUSIP: 766651NP4 MOODY'S Aa2 S&P N/R			*25,000.00* [a]				4.72%
							Accrued Interest: 394.17
SCAROLINA PUB SV 4.27%15	25,000.0000	102.5780	25,644.50	24,999.00	2%	645.50	1,067.50
UTIL DUE 01/01/15 XTRO TAXBL CUSIP: 8371475V5 MOODY'S. A1 S&P: AA-			*24,999.00* [a]				4 26%
							Accrued Interest: 533.75
SDAKOTA BLDG AUTH 2.3%14	65,000.0000	100.3520	65,228.80	65,353.60	4%	(124.80) [b]	1,495.00
BLDG DUE 06/01/14 XTRO TAXBL CUSIP: 83755LMA1 MOODY'S: Aa2 S&P. AA			*66,794.30*				0.98%
							Accrued Interest: 124.58

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
STATE OF CALIFOR 5.95%16	25,000.0000	110.8420	27,710.50	25,925.25	2%	1,785.25 [b]	1,487.50
GO UTX DUE 04/01/16 XTRO TAXBL CUSIP. 13063A5D2 MOODY'S: A1 S&P: A			*26,042.75* [a]				5 22%
							Accrued Interest: 371.88
STATE OF ILLINO 4.071%14	75,000.0000	100.0000	75,000.00	75,000.00	5%	0.00 [b]	3,053.25
GO UTX DUE 01/01/14 XTRO TAXBL CUSIP· 4521518U0 MOODY'S. A3 S&P: A-			*77,057.20*				N/A[y]
							Accrued Interest: 1,526.63
STATE OF MARYLA 2.519%14	40,000.0000	101.4110	40,564.40	40,407.65	3%	156.75 [b]	1,007.60
COPS BLDG DUE 09/01/14 TAXBL CUSIP. 574195PE7 MOODY'S Aa1 S&P AA+			*40,820.60*				0.97%
							Accrued Interest: 335.87
Total Municipal Bonds	675,000.0000		701,334.10	685,025.18	44%	16,308.92 [b]	27,149.15
		Total Cost Basis	*699,499.40*				

Total Accrued Interest for Municipal Bonds: 7,325.84

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Investment Detail - Fixed Income (continued)

Mortgage Pools	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
FHLMC G13637 5.5%23 DUE 12/01/23 CUSIP: 3128MCHN8 FACTOR= .187418400 REMAIN PRIN=$4,685.46	25,000.0000	106.2328	4,977.50 *4,904.36* [a]	N/A	<1%	73.14	N/A N/A
FHLMC G13888 5%25 DUE 06/01/25 CUSIP: 3128MCRH0 FACTOR= .185278420 REMAIN PRIN=$9,263.92	50,000.0000	106.5610	9,871.73 *9,926.86*	N/A	<1%	(55.13)	N/A N/A
FHLMC G14044 3%26 DUE 01/01/26 CUSIP 3128MCWD3 FACTOR= .557786720 REMAIN PRIN=$13,944.67	25,000.0000	102.5706	14,303.13 *14,371.73*	N/A	<1%	(68.60)	N/A N/A
FNMA PL AL1629 6.5%17 DUE 09/01/17 CUSIP: 3138EHY30 FACTOR= .464587080 REMAIN PRIN=$34,844 03	75,000.0000	106.5806	37,136.98 *37,631.56*	N/A	2%	(494.58)	N/A N/A
FNMA PL 790636 6%19 DUE 09/01/19 CUSIP: 31405JLR3 FACTOR= .102334610 REMAIN PRIN=$11,256.81	110,000.0000	106.0200	11,934.47 *12,025.45* [a]	N/A	<1%	(90.98)	N/A N/A

Schwab has provided accurate gain and loss Information wherever possible for most Investments Cost basis data may be incomplete or unavailable for some of your holdings
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Investment Detail - Fixed Income (continued)

	Par	Market Price	Market Value / *Cost Basis*	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income / Yield to Maturity
Mortgage Pools (continued)							
FNMA PL 890358 6.5%23	30,000.0000	109.2994	14,985.64	N/A	<1%	(184.59)	N/A
DUE 12/01/23			*15,170.23*				N/A
CUSIP: 31410LE73							
FACTOR= .457021010							
REMAIN PRIN=$13,710.63							
Total Mortgage Pools	315,000.0000		93,209.45	N/A	6%	(820.74)	N/A
		Total Cost Basis:	*94,030.19*				
Total Fixed Income	1,728,000.0000		1,552,768.56	1,438,632.86	98%	20,105.51	46,685.40
		Total Cost Basis:	*1,557,018.73*				

Accrued Interest represents the interest that would be received if the fixed income investment was sold prior to the coupon payment.
Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.

Total Investment Detail	1,591,059.45
Total Account Value	1,591,059.45
Total Cost Basis	*1,557,018.73*

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
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Schwab One® Trust Account of
R JAMES MACALEER TTEE
THE RJM FOUNDATION
U/A DTD 1/6/88 FUNDING ACCT

Account Number 6153-2722

Statement Period December 1-31, 2013

Income Summary	This Period Federally Tax-Exempt	This Period Federally Taxable	Year to Date Federally Tax-Exempt	Year to Date Federally Taxable
Money Funds Dividends	0.00	0.00	0.00	23.76
Cash Dividends	0.00	120,341.36	0.00	179,755.68
Total Capital Gains	0.00	102,996.34	0.00	102,996.34
Total Income	0.00	223,337.70	0.00	282,775.78

Investment Detail - Cash and Money Market Funds [Sweep]

Cash	Market Value	% of Account Assets
Cash	3,000.00	<1%
Total Cash	3,000.00	<1%

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield	% of Account Assets
SCHWAB US TREAS MONEY FD: SWUXX	303,680.6300	1.0000	303,680.63	0.00%	3%
Total Money Market Funds [Sweep]			303,680.63		3%
Total Cash & Money Market [Sweep]			306,680.63		3%

Investment Detail - Mutual Funds

Bond Funds	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
DOUBLELINE TOTAL RETURN BD FD CL I SYMBOL: DBLTX	55,535.9710	10.7800	598,677.77	6%	11.28	626,265.00	(27,587.23)

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Investment Detail - Mutual Funds (continued)

Bond Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
TEMPLETON GLOBAL BOND FUND ADV CL SYMBOL: TGBAX	47,495 3850	13.0900	621,714.59	7%	13.19	626,265.00	(4,550.41)
Total Bond Funds	103,031.3560		1,220,392.36	13%		1,252,530.00	(32,137.64)

Equity Funds	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
BBH CORE SELECT FUND CLASS N SYMBOL: BBTEX	62,400.9040	21.4000	1,335,379.35	14%	13.54	844,906.49 [t]	490,472.86
CONESTOGA SMALL CAP SYMBOL: CCASX	5,648.9490	36.6500	207,033.98	2%	22.12	124,954.76	82,079.22
FIRST EAGLE GLOBAL FUND CL I SYMBOL SGIIX	16,855.0130	53.8200	907,136 80	10%	50.79	856,015 00	51,121 80
HARBOR INTERNATIONAL FUND INST CL SYMBOL HAINX	12,194 7070	71.0100	865,946 14	9%	63 26	779,497.35 [a]	86,448 79
HARDING LOEVNER INTL EQTY PORT INST SYMBOL: HLMIX	17,679 4070	18 0300	318,759 71	3%	15.23	269,318 79	49,440 92
IVY ASSET STRATEGY FUND CL I SYMBOL: IVAEX	9,585.8660	32.2800	309,431.75	3%	26.13	250,515.00	58,916.75

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
JHANCOCK US GLBL LEADERS GRWTH I SYMBOL: USLIX	24,496.8680	44.8300	1,098,194.59	12%	33.36	817,327.59	280,867.00
PARAMETRIC TAX MGD EMRG MKTS INST SYMBOL: EITEX	21,401.6500	48.7900	1,044,186.50	11%	47.95	1,026,252.04	17,934.46
PIMCO COMMODITY REAL RETURN STRAT INST SYMBOL: PCRIX	18,636.8830	5.4900	102,316.49	1%	7.35	137,991.68 [a]	(35,675.19)
RUSSELL GLOBAL INFRASTRUCTURE Y SYMBOL: RGIYX	24,204.7990	11.7800	285,132.53	3%	11.98	290,015.00	(4,882.47)
T ROWE PRICE CAPITAL APPRECIATION FUND SYMBOL. PRWCX	16,090.1050	25.6600	412,872.09	4%	24.86	400,015 00	12,857.09
VIRTUS PREMIUM ALPHASECTOR FD I SYMBOL: VAPIX	36,376 2290	16.5800	603,117.88	6%	13.77	501,015.00	102,102 88
Total Equity Funds	265,571.3800		7,489,507.81	80%		6,297,823.70	1,191,684.11
Total Mutual Funds	368,602.7360		8,709,900.17	93%		7,550,353.70	1,159,546.47

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Other Assets

Other Assets	Quantity / Units Purchased	Market Price / Cost Per Share	Market Value / Cost Basis	% of Account Assets / Acquired	Unrealized Gain or (Loss)	Holding Days	Holding Period
VANGUARD FTSE EMERGING	**8,629.0000**	**41.1400**	**354,997.06**	**4%**	**(6,499.32)**		
MARKETS ETF	234.0000	40.9004	9,570.70	08/30/10	56.06	1219	Long-Term
SYMBOL: VWO	1,950.0000	40.8997	79,754.48	08/30/10	468.52	1219	Long-Term
	100.0000	41.6935	4,169.35	10/12/12	(55.35)	445	Long-Term
	500.0000	41.6935	20,846.76	10/12/12	(276.76)	445	Long-Term
	600.0000	41.6927	25,015.64	10/12/12	(331.64)	445	Long-Term
	600.0000	41.6927	25,015.64	10/12/12	(331.64)	445	Long-Term
	600.0000	41.6927	25,015.64	10/12/12	(331.64)	445	Long-Term
	2,392.0000	41.8127	100,016.08	11/07/12	(1,609.20)	419	Long-Term
	1,653.0000	43.6128	72,092.09	03/14/13	(4,087.67)	292	Short-Term
Cost Basis			*361,496.38*				
Total Other Assets	8,629.0000		354,997.06	4%	(6,499.32)		
		Total Cost Basis	*361,496.38*				

Total Investment Detail	9,371,577.86
Total Account Value	9,371,577.86
Total Cost Basis	*7,911,850.00*

Transaction Detail - Deposits & Withdrawals

Transaction Date	Process Date	Activity	Description	Location	Credit/(Debit)
12/30/13	12/30/13	MoneyLink Txn	Tfr SUSQUEHANNA BANK, RJM FOUNDATION		(70,000.00)

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

SIPC

DST 00085567W STP67400W

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	CHARLES SCHWAB #6880 - SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
b	CHARLES SCHWAB #6880 - SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
c	2,440 SHS VANGUARD FTSE EMG MKTS	P	VARIOUS	09/25/13
d	PALO ALTO HEALTHCARE FUND, L.P.	P	VARIOUS	VARIOUS
e	PALO ALTO HEALTHCARE FUND, L.P.	P	VARIOUS	VARIOUS
f	PALO ALTO GLOBAL ENERGY LIQUIDATING FUND L.P.	P	VARIOUS	VARIOUS
g	CMS TECHNOLOGY PARTNERS, L.P.	P	VARIOUS	VARIOUS
h	PALO ALTO GLOBAL ENERGY LIQUIDATING FUND L.P.	P	VARIOUS	VARIOUS
i	CROSS SHORE OVERSEAS FUND LTD	P	VARIOUS	VARIOUS
j	BBH ABSOLUTE RETURN OFFSHORE FUND, LTD	P	VARIOUS	VARIOUS
k	FHLMC AND FNMA BONDS - RETURN OF PRINCIPAL	P	VARIOUS	VARIOUS
l	BBH PRIVATE EQUITY PARTNERS II L.P.	P	VARIOUS	VARIOUS
m	TACONIC MARKET DISLOCATION FUND II L.P.	P	VARIOUS	VARIOUS
n	CAPITAL GAINS DIVIDENDS			
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	1,069,880.		1,064,433.	5,447.
b	1,048,125.		991,772.	56,353.
c	100,059.		107,928.	<7,869.>
d	10,099.			10,099.
e	265,536.			265,536.
f			16,623.	<16,623.>
g			178.	<178.>
h	690.		8,620.	<7,930.>
i	698,503.		700,000.	<1,497.>
j	16,556.		942.	15,614.
k	44,782.		44,782.	0.
l	249,043.			249,043.
m	329,341.			329,341.
n	103,012.			103,012.
o				

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

	(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				5,447.
b				56,353.
c				<7,869.>
d				10,099.
e				265,536.
f				<16,623.>
g				<178.>
h				<7,930.>
i				<1,497.>
j				15,614.
k				0.
l				249,043.
m				329,341.
n				103,012.
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	1,000,348.
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

Form **8868**
(Rev January 2014)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- 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

Type or print	Name of exempt organization or other filer, see instructions THE RJM FOUNDATION C/O R. JAMES MACALEER, TRUSTEE	Enter filer's identifying number Employer identification number (EIN) or 23-6953316
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 907 ROBIN DRIVE	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions WEST CHESTER, PA 19382	

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

Application s 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

- The books are in the care of ▶ C/O R. JAMES MACALEER, TRUSTEE 907 ROBIN DRIVE - WEST CHESTER, PA 19382
  Telephone No ▶ 610-399-1016 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
▶ [X] 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	$ 53,371.
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	$ 53,371.
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