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Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	7,419	12,190	12,190
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
Assets	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	105,403	99,935	109,539
	14	Land, buildings, and equipment: basis ►			
		Less accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ► )			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	112,822	112,125	121,729
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ► )			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	112,822	112,125	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	112,822	112,125	
	31	Total liabilities and net assets/fund balances (see instructions)	112,822	112,125	

## 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	112,822
2	Enter amount from Part I, line 27a	2	-810
3	Other increases not included in line 2 (itemize) ► See Attached Statement	3	337
4	Add lines 1, 2, and 3	4	112,349
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	224
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	112,125

**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.)
<b>1a</b> See Attached Statement					
<b>b</b> See Attached Statement					
<b>c</b> See Attached Statement					
<b>d</b> See Attached Statement					
<b>e</b> See Attached Statement					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a			0		
b			0		
c			0		
d			0		
e			0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			0		
b			0		
c			0		
d			0		
e			0		
<b>2</b> 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 }			<b>2</b>	3,379	
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			<b>3</b>	0	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part. Yes  No**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	5,942	115,565	0.051417
2011	6,201	119,251	0.052000
2010	5,818	112,403	0.051760
2009	4,950	99,011	0.049994
2008	13,853	126,575	0.109445

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.314616
<b>3</b> 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	<b>3</b>	0.062923
<b>4</b> Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	<b>4</b>	119,506
<b>5</b> Multiply line 4 by line 3	<b>5</b>	7,520
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	54
<b>7</b> Add lines 5 and 6	<b>7</b>	7,574
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	6,143

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) }  
 1 108

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ►  and enter 1% of Part I, line 27b }  
 2 0

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). }  
 3 108

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) }  
 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) }  
 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- }  
 6 Credits/Payments:  
 a 2013 estimated tax payments and 2012 overpayment credited to 2013 6a 106  
 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 7 106  
 8 Enter any penalty for underpayment of estimated tax Check here  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 2  
 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 0  
 11 Enter the amount of line 10 to be Credited to 2014 estimated tax ► Refunded ► 11 0

**Part VII-A Statements Regarding Activities**

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)? 1b X  
*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.*

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. ► \$ \_\_\_\_\_ (2) On foundation managers. ► \$ \_\_\_\_\_

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ \_\_\_\_\_

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 2 X  
*If "Yes," attach a detailed description of the activities.*

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 N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 5 X  
*If "Yes," attach the statement required by General Instruction T*

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) ►  
 AL  
 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)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► WELLS FARGO BANK N.A Telephone no. ► 888-730-4933 Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ► 27101-3818		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes X

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

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

1a	During the year did the foundation (either directly or indirectly).	Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b	If "Yes," list the years ► 20, 20, 20, 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20, 20, 20, 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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.)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?		

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? 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? If "Yes" to 6b, file Form 8870  X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

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

5b	N/A	
6b		X
7b	N/A	

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC 27201	TRUSTEE	4 00	353	
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**2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
-----				
-----				
-----				
-----				
-----				
Total number of other employees paid over \$50,000				0

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

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

**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
<b>1</b> NONE.....		
.....		
<b>2</b> .....		
.....		
<b>3</b> .....		
.....		
<b>4</b> .....		
.....		

**Part IX-B Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
<b>1</b> NONE.....		
.....		
<b>2</b> .....		
.....		
All other program-related investments See instructions		
<b>3</b> NONE.....		
.....		
<b>Total. Add lines 1 through 3</b> . . . . . ►		0

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a	Average monthly fair market value of securities	1a 112,404
b	Average of monthly cash balances	1b 8,922
c	Fair market value of all other assets (see instructions)	1c
d	Total (add lines 1a, b, and c)	1d 121,326
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e
2	Acquisition indebtedness applicable to line 1 assets	2
3	Subtract line 2 from line 1d	3 121,326
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4 1,820
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 119,506
6	Minimum investment return. Enter 5% of line 5	6 5,975

**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 5,975
2a	Tax on investment income for 2013 from Part VI, line 5	2a 108
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 108
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 5,867
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 5,867
6	Deduction from distributable amount (see instructions)	6
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 5,867

**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 6,143
b	Program-related investments—total from Part IX-B	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	3a
b	Cash distribution test (attach the required schedule)	3b
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 6,143
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 6,143

**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 . . . . .				5,867
2 Undistributed income, if any, as of the end of 2013.				0
a Enter amount for 2012 only . . . . .				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013.				
a From 2008 . . . . .	7,556			
b From 2009 . . . . .	50			
c From 2010 . . . . .	318			
d From 2011 . . . . .	312			
e From 2012 . . . . .				
f Total of lines 3a through e . . . . .	8,236			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 6,143				
a Applied to 2012, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required—see instructions) . . . . .				
c Treated as distributions out of corpus (Election required—see instructions) . . . . .				
d Applied to 2013 distributable amount . . . . .				5,867
e Remaining amount distributed out of corpus . . . . .	276			
5 Excess distributions carryover applied to 2013. (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	8,512			
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b. Taxable amount—see instructions . . . . .				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions . . . . .				0
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 . . . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .	7,556			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	956			
10 Analysis of line 9:				
a Excess from 2009 . . . . .	50			
b Excess from 2010 . . . . .	318			
c Excess from 2011 . . . . .	312			
d Excess from 2012 . . . . .				
e Excess from 2013 . . . . .	276			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ►				
b	Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .				
b	85% of line 2a . . . . .				0
c	Qualifying distributions from Part XII, line 4 for each year listed . . . . .				0
d	Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .				0
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .				0
3	Complete 3a, b, or c for the alternative test relied upon.				
a	"Assets" alternative test—enter:				
	(1) Value of all assets . . . . .				0
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .				0
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .				0
c	"Support" alternative test—enter:				
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .				0
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .				0
	(3) Largest amount of support from an exempt organization . . . . .				0
	(4) Gross investment income . . . . .				0

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)****1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<i>a Paid during the year</i>				
See Attached Statement				
<b>Total</b>				► 3a 6,055
<i>b Approved for future payment</i>				
NONE				
<b>Total</b>				► 3b 0

Part XVI-A | Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

**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) (See instructions )
Not Applicable	

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash . . . . .

(2) Other assets . . . . .

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization . . . . .

(2) Purchases of assets from a noncharitable exempt organization . . . . .

(3) Rental of facilities, equipment, or other assets . . . . .

(4) Reimbursement arrangements . . . . .

(5) Loans or loan guarantees . . . . .

(6) Performance of services or membership or fundraising solicitations . . . . .

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

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

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

Yes  No

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

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

**Sign  
Here**

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

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

Signature of officer or trustee		Date	Title		
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	JOSEPH J. CASTRIANO		4/2/2014	P01251603	
	Firm's name ► PricewaterhouseCoopers, LLP	Firm's EIN ► 13-4008324			
Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777	Phone no		412-355-6000		

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year****Recipient(s) paid during the year****Name**

BOYS AND GIRLS CLUBS

**Street**

PO BOX 1231

**City**

DOOTHAN

**State**

AL

**Zip Code**

36302

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

6,055

**Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals		Cost, Other Basis and Expenses 45,980	Net Gain or Loss 3,379
											Capital Gains/Losses Other Sales	Gross Sales	49,359	Net Gain or Loss 0
Long Term CG Distributions	Amount 1,287													
Short Term CG Distributions														
1 X WELLS FARGO ADV INT'L BON	94986D582				5/25/2011		2/8/2013	98		100				
2 X WELLS FARGO ADV INT'L BON	94986D582				5/17/2010		2/8/2013	270		224				
3 X WELLS FARGO ADV H INC-1N	949817538				8/2/2011		2/8/2013	684		608				
4 X WELLS FARGO ADV H INC-1N	949817538				7/1/2013		12/24/2013	149		153				
5 X WLF ADV GOVT SECURITIES-I	949917579				2/1/2012		2/8/2013	750		741				
6 X WLF ADV GOVT SECURITIES-I	949917579				11/10/2011		2/8/2013	1,794		1,825				
7 X WLF ADV GOVT SECURITIES-I	949917579				11/10/2011		5/7/2013	3,895		3,844				
8 X WLF ADV SHORT-TERM BOND	949917562				2/1/2013		12/2/2013	343		344				
9 X WLF SMALL COMPANY GROW	949921571				2/1/2013		12/2/2013	287		230				
10 X AGF MANAGED FUTURES ST	00203H859				7/1/2013		10/9/2013	1,110		1,146				
11 X INVESCO INT'L CROWTH+4%	008892532				2/1/2013		7/1/2013	182		179				
12 X INVESCO INT'L GROWTH+1%	008892532				2/1/2013		10/9/2013	64		60				
13 X INVESCO INT'L CROWTH+4%	008892532				2/1/2013		10/9/2013	288		244				
14 X INVESCO INT'L CROWTH+4%	008892532				2/1/2012		12/2/2013	435		353				
15 X ARTISAN MID CAP FUND-INS	04314H600				7/1/2013		10/9/2013	335		318				
16 X ARTISAN MID CAP FUND-INS	04314H600				4/1/2012		10/9/2013	7		6				
17 X ARTISAN MID CAP FUND-INS	04314H600				4/1/2012		12/2/2013	149		119				
18 X CREDIT SUISSE COMM RET'S	22544R305				8/2/2011		10/9/2013	1,032		1,323				
19 X CREDIT SUISSE COMM RET'S	22544R305				8/2/2011		12/2/2013	175		225				
20 X DIAMOND HILL LONG SHORT	22624S933				11/10/2011		2/8/2013	118		101				
21 X HUSSMAN STRATEGIC GROW	448108100				5/1/2012		2/8/2013	155		174				
22 X ISHARES RUSSELL 2000 GRO	464297648				11/6/2012		2/8/2013	1,649		1,401				
23 X ISHARES RUSSELL 2000 GRO	464297648				12/19/2012		2/8/2013	1,339		1,240				
24 X MERGER FD SH BEN INT F260	569509108				11/10/2011		12/2/2013	131		128				
25 X ASG GLOBAL ALTERNATIVES	63872T985				7/1/2013		12/2/2013	204		185				
26 X BIMCO FOREIGN BD USD	693390982				8/2/2011		2/8/2013	410		404				
27 X T ROWE PRICE BLUE CHIP GI	77934Q106				2/1/2013		5/7/2013	256		242				
28 X T ROWE PRICE BLUE CHIP GI	77934Q106				2/1/2013		7/1/2013	2,139		1,918				
29 X T ROWE PRICE BLUE CHIP GI	77934Q106				2/1/2012		7/1/2013	128		100				
30 X T ROWE PRICE BLUE CHIP GI	77934Q106				2/1/2012		10/9/2013	167		129				
31 X T ROWE PRICE BLUE CHIP GI	77934Q106				2/1/2012		10/9/2013	167		129				
32 X SEPRO D/WL SHARE INTERNA	78463X963				5/2/2011		5/7/2013	370		317				
33 X TEMPLETON FOREIGN ED-A	880198506				2/1/2013		7/1/2013	219		212				
34 X TEMPLETON FOREIGN ED-A	880198506				2/1/2012		7/1/2013	179		157				
35 X TEMPLETON FOREIGN ED-A	880198506				2/1/2012		10/9/2013	516		413				
36 X TEMPLETON FOREIGN ED-A	880198506				2/1/2012		12/2/2013	194		155				
37 X T VANGUARD FTSE EMERGING	922042858				5/7/2013		10/9/2013	123		133				
38 X T VANGUARD FTSE EMERGING	922042858				2/6/2013		10/9/2013	655		708				
39 X T VANGUARD FTSE EMERGING	922042858				2/6/2013		12/2/2013	121		133				
40 X T VANGUARD RET' VIPER	922290853				12/7/2010		5/7/2013	381		259				
41 X T VANGUARD RET' VIPER	922290853				7/1/2013		12/2/2013	194		213				
42 X T VWF ADV INDEX FUND-ADMIN	94975G586				11/10/2011		2/8/2013	251		221				
43 X T VWF ADV INDEX FUND-ADMIN	94975G586				5/7/2013		7/1/2013	194		183				
44 X T VWF ADV INDEX FUND-ADMIN	94975G586				11/10/2011		12/2/2013	178		132				
45 X T VWF ADV C B/LARGE CAP/VA	94975P751				2/1/2013		5/7/2013	358		311				
46 X T VWF CORE BD-FD-1844	94975P581				8/2/2011		7/1/2013	1,599		1,280				
47 X T VWF C & B/LARGE CAP/VA	94975P547				5/2/2011		2/8/2013	555		412				
48 X T VWF CORE BD-FD-1844	94975P447				8/1/2012		2/8/2013	960		1,010				
49 X T VWF CORE BD-FD-1844	94975P581				8/1/2012		5/7/2013	1,033		1,062				
50 X T VWF CORE BD EMG MKT	94975P751				11/16/2012		10/9/2013	581		616				
51 X T VWF CORE BD EMG MKT	94975P751				8/2/2011		12/2/2013	132		137				
52 X T VWF C & B/LARGE CAP/VA	94975P581				5/2/2011		7/1/2013	1,599		1,280				
53 X T DIAMOND HILL LONG SHORT	94975S833				11/10/2011		12/2/2013	759		608				
54 X T VWF CORE BD-FD-1844	94975S833				11/16/2012		12/2/2013	180		143				
55 X T VWF CORE BD-FD-1844	94975S831				8/1/2012		5/7/2013	137		132				
56 X T DODGE & COX INCOME FD CO	256210105				5/7/2013		12/2/2013	392		404				
57 X T VWF CORE BD-FD-1844	94975S831				8/2/2011		5/7/2013	478		481				
58 X T DREYFUS EMG Mkt DEBT LO	261980494				8/2/2011		7/1/2013	1,004		1,051				
59 X T DREYFUS C & B/LARGE CAP/VA	94975P581				8/2/2011		2/8/2013	525		515				
60 X T DIAMOND HILL LONG SHORT	256210105				11/10/2011		12/2/2010	37		34				
61 X T DREYFUS EMG Mkt DEBT LO	261980494				8/1/2012		10/9/2013	1,700		1,754				
62 X T DODGE & COX INCOME FD CO	256210105				8/1/2012		12/2/2013	51		54				
63 X T DREYFUS CORE BD-FD-1844	94975S831				8/2/2011		12/2/2013	89		91				
64 X T DREYFUS EMG Mkt DEBT LO	261980494				8/2/2011		7/1/2013	1,004		1,051				
65 X T DREYFUS EMG Mkt DEBT LO	261980494				8/2/2011		2/8/2013	525		515				
66 X T DREYFUS EMG Mkt DEBT LO	261980494				8/1/2012		10/9/2013	1,700		1,754				
67 X T DREYFUS EMG Mkt DEBT LO	261980494				8/1/2012		12/2/2013	51		54				
68 X T DREYFUS EMG Mkt DEBT LO	261980494				8/1/2012		12/2/2013	89		91				

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals			
											Capital Gains/Losses Other sales	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
69 X	DRIEHAUS ACTIVE INCOME F	262008955			2/12/2013		12/24/2013		312	311		0	0	1
70 X					12/17/2010		12/24/2013		209	141		0	68	
71 X	JP MORGAN MID CAP VALUE	339128100			8/13/2012		7/11/2013		2,945	2,870		0	75	
72 X	GATEWAY FUND - Y #1886	367828884			2/11/2013		7/11/2013		1,095	1,080		0	15	
73 X	GATEWAY FUND - Y #1886	367828884			11/10/2011		2/8/2013		1,845	2,248		0	-403	
74 X	HUSSMAN STRATEGIC GROW	448108100			2/13/2012		2/8/2013		147	167		0	-20	

Long Term CG Distributions	Amount	Totals			Cost, Other Basis and Expenses	Net Gain or Loss
		Gross Sales	Capital Gains/Losses Other sales	Cost		
Short Term CG Distributions	1,297	49,359	0	45,980	45,980	0
						3,379

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

	184	46	0	0
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1 FOREIGN TAX WITHHELD	46	46		
2 PY EXCISE TAX DUE	32			
3 ESTIMATED EXCISE PAYMENTS	106			

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

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	0
2	DODGE & COX INCOME FD COM 147		0	7,496	7,312
3	MERGER FD SH BENINT 260		0	3,295	3,310
4	PIMCO FOREIGN BD FD USD H-INST 103		0	2,206	2,278
5	T ROWE PRICE BLUE CHIP GRWTH 93		0	5,049	7,570
6	TEMPLETON FOREIGN FD - ADV 604		0	4,017	5,156
7	WF ADV INDEX FUND-ADMIN 88		0	1,525	2,062
8	ARTISAN MID CAP FUND-INSTL 1333		0	3,612	4,502
9	FID ADV EMER MKTS INC- CL 1607		0	1,770	1,740
10	EATON VANCE GLOBAL MACRO - I		0	1,142	1,114
11	AIM INTERNATIONAL GROWTH-Y 8516		0	4,122	5,150
12	DREYFUS EMG MKT DEBT LOC C-I 6083		0	3,999	3,905
13	DRIEHAUS ACTIVE INCOME FUND		0	5,562	5,637
14	JP MORGAN MID CAP VALUE-I 758		0	1,975	2,950
15	ASG GLOBAL ALTERNATIVES-Y 1993		0	3,240	3,226
16	WELLS FARGO INTL ADV FUND-IS 4705		0	2,262	2,280
17	WELLS FARGO ADV TOT RT BD FD-IN 944		0	7,673	7,288
18	WELLS FARGO ADV EMG MK E-INS 4146		0	3,861	3,718
19	WF ADV C & B LARGE CAP VAL-I 1868		0	3,599	5,145
20	VANGUARD REIT VIPER		0	3,197	3,874
21	WELLS FARGO ADV SP SIC VA-IS 4143		0	1,534	2,146
22	VANGUARD EMERGING MARKETS ETF		0	4,126	3,785
23	WF ADV SHORT-TERM BOND FUND-I3102		0	6,751	6,752
24	SPDR DJ WILSHIRE INTERNATIONAL REA		0	3,724	4,079
25	DIAMOND HILL LONG-SHORT FD CLI 11		0	1,715	2,268
26	WELLS FARGO ADV HI INC-INS 3110		0	5,471	5,633
27	WFA SMALL COMPANY GROWTH -I		0	1,734	2,189
28	CREDIT SUISSE COMM RT ST-CO 2156		0	5,278	4,470

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

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

1	MUTUAL FUND & CTF INCOME ADDITIONS	1	334
2	ROUNDING	2	3
3	Total . . . . .	3	337

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

1	PY RETURN OF CAPITAL ADJUSTMENT	1	40
2	MUTUAL FUND & CTF INCOME SUBTRACTION	2	184
3	Total . . . . .	3	224

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

Amount!									
Long Term CG Distributions		Short Term CG Distributions		1,287		48,082		0	
Description of Property Sold	CLISIP #	How Acquired	Date Acquired	Date	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	45,988
1 WELLS FARGO ADV SECURITIES CORP S-#4470	949855052	5/25/2011	2/8/2013	99	100	25	0	100	2
2 WELLS FARGO ADV INTL BOND S-#4470	949855052	5/17/2010	2/8/2013	210	608	25	0	633	16
3 WELLS FARGO ADV HINCS-#3110	949817538	8/26/2011	7/1/2013	894	153	5	0	849	52
4 WELLS FARGO ADV HINCS-#3110	949817538	7/1/2013	12/24/2013	149	741	4	0	650	4
5 WF ADV GOVT SECURITIES-#43101	949817579	2/1/2012	2/8/2013	730	1,825	31	0	0	-11
6 WF ADV GOVT SECURITIES-#43101	949817579	11/1/2011	2/8/2013	1,784	1,188	31	0	0	-31
7 WF ADV GOVT SECURITIES-#43101	949817579	11/1/2011	5/7/2013	3,805	2,025	49	0	0	-31
8 WF ADV SHORT TERM BOND S-#4470	949817592	2/1/2012	2/8/2013	342	3,944	49	0	0	-1
9 WFA SMALL COMPANY GROWTH-#8313	949821571	2/1/2013	12/27/2013	326	344	0	0	0	57
10 WGR MANAGED FUND-#15213	9498214859	10/1/2013	1/8/2013	1,110	1,146	57	0	0	-56
11 INVESSO INTL GROWTH-#4516	949882532	2/1/2013	7/11/2013	182	179	3	0	0	3
12 INVESSO INTL GROWTH-#4516	949882532	2/1/2013	10/8/2013	64	60	4	0	0	4
13 INVESSO INTL GROWTH-#4516	949882532	2/1/2012	10/8/2013	289	244	44	0	0	44
14 INVESSO INTL GROWTH-#4516	949882532	2/1/2012	12/24/2013	435	353	82	0	0	82
15 ARTISAN MID CAP FUND-#1333	949817539	9/3/2013	1/8/2013	35	316	17	0	0	17
16 ARTISAN MID CAP FUND-#1333	949817539	4/10/2012	1/8/2013	7	6	1	0	0	1
17 ARTISAN MID CAP FUND-#1333	949817539	4/10/2012	12/24/2013	149	119	30	0	0	30
18 CREDIT SUISSE COMM RET ST-#12156	94982543305	8/26/2011	10/8/2013	1,032	1,323	281	0	0	281
19 CREDIT SUISSE COMM RET ST-#12156	94982543305	8/26/2011	12/24/2013	175	225	50	0	0	-50
20 DIAMOND HILL LONG SHORT TERM CL #21525	94982543305	11/1/2011	2/8/2013	118	101	17	0	0	17
21 HUSSMAN STRATEGIC GROWTH FUND	948104160	5/11/2012	2/8/2013	155	174	19	0	0	-19
22 ISHARES RUSSELL 2000 GROWTH	9498261649	1/1/2012	2/8/2013	1,039	1,401	249	0	0	249
23 ISHARES RUSSELL 2000 GROWTH	9498261649	12/19/2012	2/8/2013	1,339	1,240	99	0	0	99
24 MERGER FD SH BEN INT #250	9498261649	1/1/2011	12/24/2013	3	128	3	0	0	3
25 ASG GLOBAL ALTERNATIVES-Y1093	949817508	6/30/2013	12/24/2013	204	195	9	0	0	9
26 PIMCO FOREIGN BD USD H-INST #1	949817508	8/26/2011	2/8/2013	410	404	6	0	0	6
27 TROWNE PRICE BLUE CHIP GROWTH #931778540108	949817508	2/1/2013	5/7/2013	256	242	14	0	0	14
28 TROWNE PRICE BLUE CHIP GROWTH #931778540108	949817508	2/1/2013	7/11/2013	2,339	1,918	221	0	0	221
29 TROWNE PRICE BLUE CHIP GROWTH #931778540108	949817508	2/1/2013	7/11/2013	289	190	28	0	0	28
30 TROWNE PRICE BLUE CHIP GROWTH #931778540108	949817508	2/1/2012	10/8/2013	167	120	38	0	0	38
31 TROWNE PRICE BLUE CHIP GROWTH #931778540108	949817508	2/1/2012	12/24/2013	1,541	1,034	507	0	0	507
32 SPDR DJ WILSHIRE INTERNATIONAL R#744633683	949817508	5/23/2011	5/7/2013	370	317	53	0	0	53
33 TEMPLETON FOREIGN ED - ADV #804	949817508	2/1/2012	7/11/2013	219	212	7	0	0	7
34 TEMPLETON FOREIGN ED - ADV #804	949817508	2/1/2012	7/11/2013	179	157	22	0	0	22
35 TEMPLETON FOREIGN ED - ADV #804	949817508	2/1/2012	10/8/2013	516	413	103	0	0	103
36 TROWNE PRICE EMERGING MARKET	9498243858	2/1/2012	7/11/2013	194	155	39	0	0	39
37 VANGUARD FUND EMERGING MARKET	9498243858	5/7/2012	10/8/2013	123	133	10	0	0	10
38 VANGUARD FUND EMERGING MARKET	9498243858	2/8/2013	12/24/2013	855	708	53	0	0	53
39 VANGUARD FUND EMERGING MARKET	9498243858	2/8/2013	12/24/2013	121	133	12	0	0	12
40 VANGUARD RETIEST VIFER	9498205553	12/1/2010	5/7/2013	381	259	122	0	0	122
41 VANGUARD RETIEST VIFER	9498205553	12/1/2010	7/11/2013	194	213	0	0	0	0
42 WF ADV INDEX FUND-ADMIN #884	949817508	11/1/2011	2/8/2013	251	221	39	0	0	39
43 WF ADV INDEX FUND-ADMIN #884	949817508	11/1/2011	7/11/2013	194	163	49	0	0	49
44 WF ADV INDEX FUND-ADMIN #884	949817508	11/1/2011	12/24/2013	194	132	42	0	0	42
45 WF ADV C & B LARGE CAP VAL-#1688	949752658	5/7/2013	1/8/2013	336	311	42	0	0	42
46 WFA CORE BD FD-#884	949752658	8/26/2011	12/24/2013	270	288	16	0	0	16
47 WELLS FARGO ADV SP SEC VA IS-#4145	949752658	8/15/2012	2/8/2013	1,018	860	128	0	0	128
48 WELLS FARGO ADV SP SEC VA IS-#4145	949752658	8/15/2012	12/24/2013	255	183	72	0	0	72
49 WELLS FARGO ADV SECURITIES CORP S-#4470	949752658	8/15/2012	12/24/2013	194	131	5	0	0	5
50 WELLS FARGO ADV SECURITIES CORP S-#4470	949752658	8/15/2012	12/24/2013	194	131	5	0	0	5
51 WELLS FARGO ADV SECURITIES CORP S-#4470	949752658	8/15/2012	12/24/2013	194	131	5	0	0	5
52 WELLS FARGO ADV SECURITIES CORP S-#4470	949752658	8/15/2012	12/24/2013	194	131	5	0	0	5
53 WELLS FARGO ADV SECURITIES CORP S-#4470	949752658	8/15/2012	12/24/2013	194	131	5	0	0	5
54 WFA CORE BD FD-#884	949752658	8/26/2011	12/24/2013	391	351	48	0	0	48
55 WFA CORE BD FD-#884	949752658	8/26/2011	12/24/2013	132	137	5	0	0	5
56 WFA CORE BD FD-#884	949752658	8/26/2011	12/24/2013	132	137	5	0	0	5
57 WFA CORE BD FD-#884	949752658	8/26/2011	12/24/2013	132	137	5	0	0	5
58 WFA CORE BD FD-#884	949752658	8/26/2011	12/24/2013	132	137	5	0	0	5
59 WFA CORE BD FD-#884	949752658	8/26/2011	12/24/2013	132	137	5	0	0	5
60 DIAMOND HILL LONG SHORT FD CL #21525	94982543305	7/1/2013	1/8/2013	178	160	37	0	0	37
61 DODGE & COX INCOME FD COM #147	949817508	8/15/2012	12/24/2013	51	443	143	0	0	143
62 DODGE & COX INCOME FD COM #147	949817508	8/15/2012	12/24/2013	1,188	960	50	0	0	50
63 WFA CORE BD FD-#884	949752658	8/15/2012	12/24/2013	362	304	40	0	0	40
64 WFA CORE BD FD-#884	949752658	8/15/2012	12/24/2013	2,165	1,686	28	0	0	28
65 DREYFUS ENG Mkt Debt Loc-#884	949752658	8/15/2012	12/24/2013	2,165	1,686	28	0	0	28
66 DREYFUS ENG Mkt Debt Loc-#884	949752658	8/15/2012	12/24/2013	2,165	1,686	28	0	0	28
67 DREYFUS ENG Mkt Debt Loc-#884	949752658	8/15/2012	12/24/2013	2,165	1,686	28	0	0	28
68 DREYFUS ENG Mkt Debt Loc-#884	949752658	8/15/2012	12/24/2013	2,165	1,686	28	0	0	28
69 DREYFUS ENG Mkt Debt Loc-#884	949752658	8/15/2012	12/24/2013	2,165	1,686	28	0	0	28
70 JP MORGAN M&M CAP VAL-#156	949817508	8/15/2012	12/24/2013	329	243	82	0	0	82
71 WFA CORE BD FD-#884	949752658	8/26/2011	12/24/2013	1,004	1,051	47	0	0	47
72 GATEWAY FUND - #1886	949817508	8/15/2012	12/24/2013	37	1,754	3	0	0	3
73 GATEWAY FUND - #1886	949817508	8/15/2012	12/24/2013	1,700	143	37	0	0	37
74 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
75 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
76 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
77 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
78 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
79 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
80 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
81 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
82 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
83 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
84 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
85 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
86 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
87 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
88 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
89 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
90 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
91 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
92 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
93 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
94 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
95 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
96 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
97 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
98 HUSSMAN STRATEGIC GROWTH FUND	949810100	2/1/2012	2/8/2013	1,095	91	2	0	0	2
9									

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

1	Wells Fargo Bank N A Trust Tax C	Check "X" if Business X	Street 1 W 4th St 4th Floor	City MAC D4000-041 Winston Salem	State NC	Zip Code 27101-3813	Foreign Country	Title TRUSTEE	Avg Hrs Per Week 4 00	Compensation 353	Benefits 353	Expense Account 0
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**Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	Date	Amount
1 Credit from prior year return . . . . .	1	0
2 First quarter estimated tax payment . . . . .	2	106
3 Second quarter estimated tax payment . . . . .	3	
4 Third quarter estimated tax payment . . . . .	4	
5 Fourth quarter estimated tax payment . . . . .	5	
6 Other payments . . . . .	6	
<b>7 Total . . . . .</b>	<b>7</b>	<b>106</b>