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Form 990-PF

Return of Private Foundation

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2013 or tax year beginning _____, and ending _____

Name of foundation

HORTENCE JENSEN IDT UNITRUST CHCP

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

Wells Fargo Bank N.A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

City or town State ZIP code

Winston Salem NC 27101-3818

Foreign country name Foreign province/state/county Foreign postal code

G Check all that apply

- Initial return Initial return of a former public charity
- Final return Amended return
- Address change Name change

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 3,366,110

J Accounting method: Cash Accrual
 Other (specify) _____

(Part I, column (d) must be on cash basis)

A Employer identification number

23-7985667

B Telephone number (see instructions)

(888) 730-4933

C If exemption application is pending, check here ► **D 1. Foreign organizations, check here ►** **2. Foreign organizations meeting the 85% test, check here and attach computation ►** **E If private foundation status was terminated under section 507(b)(1)(A), check here ►** **F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►**

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
--	---	----------------------------------	--------------------------------	--

Revenue	<table border="1" style="width: 100%; border-collapse: collapse;"> <tbody> <tr><td>1 Contributions, gifts, grants, etc., received (attach schedule)</td><td></td><td></td><td></td><td></td></tr> <tr><td>2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B</td><td></td><td></td><td></td><td></td></tr> <tr><td>3 Interest on savings and temporary cash investments</td><td></td><td></td><td></td><td></td></tr> <tr><td>4 Dividends and interest from securities</td><td></td><td></td><td></td><td></td></tr> <tr><td>5a Gross rents</td><td></td><td></td><td></td><td></td></tr> <tr><td> b Net rental income or (loss)</td><td></td><td></td><td></td><td></td></tr> <tr><td>6a Net gain or (loss) from sale of assets not on line 10</td><td style="text-align: right;">78,369</td><td></td><td></td><td></td></tr> <tr><td> b Gross sales price for all assets on line 6a</td><td style="text-align: right;">659,497</td><td></td><td></td><td></td></tr> <tr><td>7 Capital gain net income (from Part IV, line 2)</td><td></td><td style="text-align: right;">78,369</td><td></td><td></td></tr> <tr><td>8 Net short-term capital gain</td><td></td><td></td><td></td><td></td></tr> <tr><td>9 Income modifications</td><td></td><td></td><td></td><td></td></tr> <tr><td>10a Gross sales less returns and allowances</td><td></td><td></td><td></td><td></td></tr> <tr><td> b Less Cost of goods sold</td><td></td><td></td><td></td><td></td></tr> <tr><td> c Gross profit or (loss) (attach schedule)</td><td></td><td></td><td></td><td></td></tr> <tr><td>11 Other income (attach schedule)</td><td></td><td></td><td></td><td></td></tr> <tr><td>12 Total. Add lines 1 through 11</td><td style="text-align: right;">164,435</td><td style="text-align: right;">164,435</td><td style="text-align: right;">0</td><td style="text-align: right;">12,074</td></tr> </tbody> </table>	1 Contributions, gifts, grants, etc., received (attach schedule)					2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					3 Interest on savings and temporary cash investments					4 Dividends and interest from securities					5a Gross rents					b Net rental income or (loss)					6a Net gain or (loss) from sale of assets not on line 10	78,369				b Gross sales price for all assets on line 6a	659,497				7 Capital gain net income (from Part IV, line 2)		78,369			8 Net short-term capital gain					9 Income modifications					10a Gross sales less returns and allowances					b Less Cost of goods sold					c Gross profit or (loss) (attach schedule)					11 Other income (attach schedule)					12 Total. Add lines 1 through 11	164,435	164,435	0	12,074																				
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For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2013)

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Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year
			(a) Book Value	(b) Book Value
	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments		80,854	30,310
	3 Accounts receivable ►			30,310
	Less allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)		2,968,855	2,917,258
	14 Land, buildings, and equipment basis ►			3,335,802
	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)		3,049,709	2,947,568
				3,366,112
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		3,049,709	2,947,568
	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)		3,049,709	2,947,568
	31 Total liabilities and net assets/fund balances (see instructions)		3,049,709	2,947,568

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	3,049,709
2 Enter amount from Part I, line 27a	2	-101,402
3 Other increases not included in line 2 (itemize) ► MUTUAL FUND & CTF INCOME ADDITION	3	1,902
4 Add lines 1, 2, and 3	4	2,950,209
5 Decreases not included in line 2 (itemize) ► See Attached Statement	5	2,641
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,947,568

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement				
b	See Attached Statement				
c	See Attached Statement				
d	See Attached Statement				
e	See Attached Statement				
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				0	
b				0	
c				0	
d				0	
e				0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				0	
b				0	
c				0	
d				0	
e				0	
2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	78,369
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?
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	128,661	3,143,441	0.040930
2011	136,795	3,134,323	0.043644
2010	190,081	2,901,640	0.065508
2009	168,024	2,555,131	0.065759
2008	168,702	3,106,382	0.054308
2			0.270149
3			0.054030
4			3,282,594
5			177,359
6			1,269
7			178,628
8			226,835
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 ► and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

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 1,851

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 1,851

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 0

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 582

11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ► 582 Refunded ► 11 0

1	1,269
2	0
3	1,269
4	
5	1,269

6a	1,851
6b	
6c	
6d	

7	1,851
8	
9	0
10	582

11	0
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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

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) ► 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)

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 ► <u>WELLS FARGO BANK N.A.</u> Telephone no ► <u>888-730-4933</u> Located at ► <u>1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC</u> ZIP+4 ► <u>27101-3818</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u> 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 No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► <u>20</u> <u>20</u> <u>20</u> <u>20</u>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <u>20</u> <u>20</u> <u>20</u> <u>20</u>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

5a	During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
			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 27101	TRUSTEE 4 00	32,199		
ANNE VINVENT 799 WILMONT ROAD SCARSDALE, NY 10583	CO-TRUSTEE 4 00	8,049		
JONATHAN K. WRIGHT 271 WARNER ROAD WAYNE, PA 19087	CO-TRUSTEE 4 00	8,049		

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	NONE	
2		
3		
4		

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

Summary of Program-Related Investments (See Instructions)		Amount
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		
1	NONE	
2		
All other program-related investments See instructions		
3	NONE	
Total. Add lines 1 through 3		► 0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	3,269,201
b	Average of monthly cash balances	1b	63,382
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,332,583
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	3,332,583
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	49,989
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,282,594
6	Minimum investment return. Enter 5% of line 5	6	164,130

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	164,130
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,269
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,269
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	162,861
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	162,861
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	162,861

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	226,835
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:	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	226,835
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	5	
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)	6	1,269
6	Adjusted qualifying distributions. Subtract line 5 from line 4		225,566

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				162,861
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				
b From 2009				
c From 2010 17,380				
d From 2011				
e From 2012				
f Total of lines 3a through e 17,380				
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 226,835				
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				162,861
e Remaining amount distributed out of corpus 63,974				
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	81,354			
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)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	81,354			
10 Analysis of line 9.				
a Excess from 2009				
b Excess from 2010 17,380				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013 63,974				

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				0
	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
Name and address (home or business)				
<i>a Paid during the year</i>				
See Attached Statement				
Total				► 3a 214,761
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

(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) (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		
 John S. Lantz	SVP Wells Fargo Bank N.A.	4/18/2014	SVP Wells Fargo Bank N.A.
Signature of officer or trustee		Date	Title
<div style="display: flex; justify-content: space-between;"> <div style="width: 45%;"> <p>May the IRS discuss this return with the preparer shown below (see instructions)?</p> </div> <div style="width: 45%;"> <div style="display: flex; justify-content: space-between;"> <div style="text-align: center;"> <input checked="" type="checkbox"/> Yes </div> <div style="text-align: center;"> <input type="checkbox"/> No </div> </div> </div> </div>			

Paid Preparer Use Only	Print/Type preparer's name JOSEPH J CASTRIANO	Preparer's signature 	Date 4/18/2014	Check <input checked="" type="checkbox"/> if self-employed	PTIN P01251603
	Firm's name ► PricewaterhouseCoopers, LLP		Firm's EIN ► 13-4008324		
	Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777		Phone no 412-355-6000		

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

Recipient(s) paid during the year

Name

CHILDRENS HOSPITAL OF PHILADELPHIA

Street

3401 CIVIC CENTER BLVD

City PHILADELPHIA	State PA	Zip Code 19104	Foreign Country
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Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 214,761
--	-------------------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship

NONE

Foundation Status

Purpose of grant/contribution	Amount
-------------------------------	--------

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship

NONE

Foundation Status

Purpose of grant/contribution	Amount
-------------------------------	--------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship

NONE

Foundation Status

Purpose of grant/contribution	Amount
-------------------------------	--------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship

NONE

Foundation Status

Purpose of grant/contribution	Amount
-------------------------------	--------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship

NONE

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	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Totals		Net Gain or Loss		
														Capital Gains/Losses Other Sales	Gross Sales	Cost, Other Basis and Expenses		
1 X	EII INTERNATIONAL PROPERTY	26852M105			12/16/2008		10/17/2013	10,000	5,061						0	0	0	4,929
2 X	ISHARES SELECT DIVIDEND	484287168			29/2/2007		10/17/2013	30,989			32,542				0	0	0	2,444
3 X	ISHARES TR RUSSELL MIDCAP	484287489			29/2/2007		6/21/2013	50,100	40,086						0	0	0	10,014
4 X	ISHARES RUSSELL MID-CAP	484287489			29/2/2007		10/17/2013	25,101			18,686				0	0	0	6,415
5 X	ISHARES RUSSELL 2000 GROWTH	484287648			6/8/2012		6/21/2013				15,007				0	0	0	3,204
6 X	PIMCO COMMODITY REAL ESTATE	722005667			6/8/2012		6/21/2013				11,803				0	0	0	-2,917
7 X	PIMCO COMMODITY REAL ESTATE	722005667			12/16/2008		6/21/2013				30,000				0	0	0	-3,014
8 X	TROWIE PRICE REAL ESTATE	778919109			2/14/2008		6/21/2013	32,917			35,931				0	0	0	-8,947
9 X	TROWIE PRICE REAL ESTATE	778919109			12/16/2008		6/21/2013	47,229			38,281				0	0	0	8,947
10 X	T ROWIE PRICE REAL ESTATE	778919109			12/16/2008		10/17/2013				1,323				0	0	0	1,449
11 X	VANGUARD INFLAT-PROT SEC	922031737			12/16/2008		6/21/2013				4,882				0	0	0	5,118
12 X	VANGUARD F TSE EMERGING	922042856			12/16/2008		6/21/2013				20,000				0	0	0	2,710
13 X	WELLS FARGO ADV SP SIC V	949759447			2/28/2007		6/21/2013				75,422				0	0	0	5,596
14 X	WELLS FARGO ADV SP SIC V	949759447			12/17/2012		6/21/2013	0			0				0	0	0	0
15 X	WELLS FARGO ADV INTL EQ	9498845348			12/30/2002		6/21/2013	15,000			9,788				0	0	0	5,212
16 X	WELLS FARGO ADV INTL EQ	9498845348			2/29/2007		10/17/2013				44,908				0	0	0	-9,890
17 X	WELLS FARGO ADV INTL BON	9498850582			12/30/2002		10/17/2013				92,635				0	0	0	40,513
18 X	WELLS FARGO ADV INTL BON	9498850582			7/21/2007		6/21/2013				96,954				0	0	0	268
					6/8/2012		6/21/2013	24,094			25,000				0	0	0	.806

Part I, Line 11 (990-PF) - Other Income

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	0
1	692	692	692	

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

		2,779	1,306	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,306	1,306		
2	ESTIMATED EXCISE PAYMENTS	1,473			

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

			2,968,855	2,917,258	3,335,802
	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			0	0	0
2	DODGE & COX INCOME FD COM 147		0	373,584	407,629
3	PIMCO HIGH YIELD FD-INST 108		0	183,013	189,521
4	PIMCO FOREIGN BD FD USD H-INST 103		0	50,000	49,763
5	T ROWE PRICE REAL ESTATE FD 122		0	73,808	149,286
6	ISHARES RUSSELL 2000 GROWTH		0	68,437	105,291
7	ISHARES S & P 500 INDEX FUND		0	345,890	445,560
8	DREYFUS INTERNATL BOND FD CL I 6094		0	150,000	150,183
9	ISHARES MSCI EAFFE		0	446,025	438,667
10	ISHARES TR RUSSELL MIDCAP INDEX FD		0	139,569	200,523
11	PIMCO EMERG MKTS BD-INST 137		0	111,549	112,776
12	ISHARES TR MSCI EMERGING MARKETS		0	75,450	82,336
13	ISHARES BARCLAYS AGGREGATE BOND		0	191,643	200,408
14	ISHARES DOW JONES SELECT DIVIDEND		0	313,032	310,230
15	PIMCO COMMODITY REAL RET STRAT-144		0	54,069	48,822
16	E-TRACS ALERIAN MLP INFRASTRUCTUR		0	30,015	30,203
17	WELLS FARGO ADV SP S/C VAI-S 4143		0	48,227	84,887
18	VANGUARD EMERGING MARKETS ETF		0	77,225	81,951
19	VANGUARD INFLAT-PROT SECS-ADM 5111		0	77,710	87,421
20	EII INTERNATIONAL PROPERTY-I 30		0	57,766	109,413
21	ELEMENTS ROGERS TOTAL RETURN		0	50,246	50,932

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

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

1	MUTUAL FUND & CTF INCOME ADDITION	1	1,902
2	Total	2	1,902

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

1	MUTUAL FUND & CTF INCOME SUBTRACTION	1	1,892
2	PY RETURN OF CAPITAL ADJUSTMENT	2	747
3	ROUNDING	3	2
4	Total	4	2,641

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

Long Term CG Distributions		Short Term CG Distributions		0		0		0		0		0		0	
Description of Property Sold	CLSP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expenses of Sale	Gain or Loss	F M V as of 12/31/68	Excess of FMV Over Adjusted Basis	Gain Minus Excess of FMV Over Adjusted Basis or Losses	0	0	
1 ELLIINTERNATIONAL PROPERTY-I #30	26852M#05	12/16/2006	10/17/2013		10,000			5,961	4,039				0	0	
2 ISHARES SELECT DIVIDEND ETF	484287168	26/2/2007	6/2/2013		30,098			32,542	2,444				0	0	
3 ISHARES TR RUSSELL MID-CAP INDEX	484287498	26/2/2007	6/2/2013		50,100			40,986	10,014				0	0	
4 ISHARES RUSSELL MID-CAP ETF	484287499	26/2/2007	10/17/2013		25,101			18,888	6,415				0	0	
5 ISHARES RUSSELL 2000 GROWTH	5802/2012	6/2/2013			15,007			11,803	3,204				0	0	
6 PIMCO COMMODITY REAL RET STRAT	7220015681	6/27/2012	6/27/2013		27,083			30,000	-2,917				0	0	
7 PIMCO COMMODITY REAL RET STRAT	7220015681	12/18/2012	6/27/2013		32,817			35,311	-3,014				0	0	
8 T ROWE PRICE REAL ESTATE FD #122	778919108	12/17/2008	6/27/2013		4,228			38,381	0				0	0	
9 T ROWE PRICE REAL ESTATE FD #122	778919108	12/16/2008	6/27/2013		2,772			1,323	1,449				0	0	
10 T ROWE PRICE REAL ESTATE FD #122	778919109	12/16/2008	10/17/2013		10,000			4,882	5,118				0	0	
11 VANGUARD INFLAT-PROT SEC'S-ADM #	9220311371	12/16/2008	6/27/2013		20,000			17,390	2,710				0	0	
12 VANGUARD TSE EMERGING MARKET	922042858	20/2/2007	6/27/2013		75,422			75,958	-536				0	0	
13 WELLS FARGO ADV SP SEC VALS #41434075P#447		12/7/2012	6/27/2013		0			0	0				0	0	
14 WELLS FARGO ADV SP SEC VALS #41434075P#447		12/10/2002	6/27/2013		15,000			9,788	5,212				0	0	
15 WELLS FARGO ADV INTL EO FDI NS #41434086P#447		2/27/2007	10/17/2013		35,078			44,508	-9,830				0	0	
16 WELLS FARGO ADV INTL EO FDI NS #41434086P#447		12/30/2002	10/17/2013		13,446			92,335	-40,513				0	0	
17 WELLS FARGO ADV INTL BOND S #47034498SD#582		7/27/2007	6/27/2013		97,222			0	0				0	0	
18 WELLS FARGO ADV INTL BOND S #47034498SD#582		8/27/2012	8/27/2013		24,084			25,000	-.906				0	0	

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

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

	Date	Amount
1 Credit from prior year return	1	378
2 First quarter estimated tax payment	2	85
3 Second quarter estimated tax payment	3	463
4 Third quarter estimated tax payment	4	463
5 Fourth quarter estimated tax payment	5	462
6 Other payments	6	
7 Total	7	1,851