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Form **990-PF**

Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

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

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OMB No 1545-0052

**2013**

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

|                                                                                                                                                                                                                                                                                                                                              |  |                                                                                                                                                                                                |  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| Name of foundation<br>MERWIN FOUNDATION                                                                                                                                                                                                                                                                                                      |  | <b>A Employer identification number</b><br><br>25-6060860                                                                                                                                      |  |
| % RICHARD MERWIN                                                                                                                                                                                                                                                                                                                             |  | <b>B Telephone number</b> (see instructions)<br><br>(814) 833-9881                                                                                                                             |  |
| Number and street (or P O box number if mail is not delivered to street address)<br>2200 ASBURY ROAD<br>Suite                                                                                                                                                                                                                                |  | Room/suite                                                                                                                                                                                     |  |
| City or town, state or province, country, and ZIP or foreign postal code<br>ERIE, PA 16506                                                                                                                                                                                                                                                   |  | <b>C</b> If exemption application is pending, check here ▶ <input type="checkbox"/>                                                                                                            |  |
| <b>G</b> Check all that apply<br><div><input type="checkbox"/> Initial return<br/><input type="checkbox"/> Final return<br/><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity<br/><input type="checkbox"/> Amended return<br/><input type="checkbox"/> Name change</div> |  | <b>D 1.</b> Foreign organizations, check here ▶ <input type="checkbox"/><br><b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/> |  |
| <b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation                                                                                      |  | <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/>                                                                         |  |
| <b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 6,781,763                                                                                                                                                                                                                                       |  | <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>                                                                      |  |
| <b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>(Part I, column (d) must be on cash basis.)                                                                                                                                        |  |                                                                                                                                                                                                |  |

| 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                                                                                                                                                             | <b>1</b> Contributions, gifts, grants, etc , received (attach schedule)                                       | 0                                  |                           |                         |                                                             |
|                                                                                                                                                                     | <b>2</b> Check ▶ <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>3</b> Interest on savings and temporary cash investments                                                   | 67,659                             | 67,659                    |                         |                                                             |
|                                                                                                                                                                     | <b>4</b> Dividends and interest from securities. . . . .                                                      | 141,102                            | 141,102                   |                         |                                                             |
|                                                                                                                                                                     | <b>5a</b> Gross rents . . . . .                                                                               |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>b</b> Net rental income or (loss) _____                                                                    |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>6a</b> Net gain or (loss) from sale of assets not on line 10                                               | 383,790                            |                           |                         |                                                             |
|                                                                                                                                                                     | <b>b</b> Gross sales price for all assets on line 6a<br>2,235,268                                             |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>7</b> Capital gain net income (from Part IV, line 2) . . .                                                 |                                    | 383,790                   |                         |                                                             |
|                                                                                                                                                                     | <b>8</b> Net short-term capital gain . . . . .                                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>9</b> Income modifications . . . . .                                                                       |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>10a</b> Gross sales less returns and allowances                                                            |                                    |                           |                         |                                                             |
| Operating and Administrative Expenses                                                                                                                               | <b>b</b> Less Cost of goods sold . . . . .                                                                    |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>c</b> Gross profit or (loss) (attach schedule) . . . . .                                                   |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>11</b> Other income (attach schedule) . . . . .                                                            | -19,961                            | -19,961                   |                         |                                                             |
|                                                                                                                                                                     | <b>12 Total.</b> Add lines 1 through 11 . . . . .                                                             | 572,590                            | 572,590                   |                         |                                                             |
|                                                                                                                                                                     | <b>13</b> Compensation of officers, directors, trustees, etc                                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>14</b> Other employee salaries and wages . . . . .                                                         |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>15</b> Pension plans, employee benefits . . . . .                                                          |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>16a</b> Legal fees (attach schedule) . . . . .                                                             |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>b</b> Accounting fees (attach schedule) . . . . .                                                          | 1,975                              | 1,975                     | 0                       | 0                                                           |
|                                                                                                                                                                     | <b>c</b> Other professional fees (attach schedule) . . . . .                                                  | 34,471                             | 34,471                    |                         |                                                             |
|                                                                                                                                                                     | <b>17</b> Interest . . . . .                                                                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>18</b> Taxes (attach schedule) (see instructions)                                                          | 8,365                              | 8,365                     |                         |                                                             |
|                                                                                                                                                                     | <b>19</b> Depreciation (attach schedule) and depletion . . .                                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>20</b> Occupancy . . . . .                                                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>21</b> Travel, conferences, and meetings . . . . .                                                         |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>22</b> Printing and publications . . . . .                                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>23</b> Other expenses (attach schedule) . . . . .                                                          |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>24 Total operating and administrative expenses.</b><br>Add lines 13 through 23 . . . . .                   | 44,811                             | 44,811                    | 0                       | 0                                                           |
|                                                                                                                                                                     | <b>25</b> Contributions, gifts, grants paid . . . . .                                                         | 273,800                            |                           |                         | 273,800                                                     |
|                                                                                                                                                                     | <b>26 Total expenses and disbursements.</b> Add lines 24 and 25                                               | 318,611                            | 44,811                    | 0                       | 273,800                                                     |
|                                                                                                                                                                     | <b>27</b> Subtract line 26 from line 12                                                                       |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | <b>a Excess of revenue over expenses and disbursements</b>                                                    | 253,979                            |                           |                         |                                                             |
|                                                                                                                                                                     | <b>b Net investment income</b> (if negative, enter -0-)                                                       |                                    | 527,779                   |                         |                                                             |
|                                                                                                                                                                     | <b>c Adjusted net income</b> (if negative, enter -0-)                                                         |                                    |                           |                         |                                                             |

| Part II Balance Sheets      |                                                                                                                                                | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )               | Beginning of year                                                                             | End of year    |                       |
|-----------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------|-----------------------|
|                             |                                                                                                                                                |                                                                                                                                   | (a) Book Value                                                                                | (b) Book Value | (c) Fair Market Value |
| Assets                      | 1                                                                                                                                              | Cash—non-interest-bearing . . . . .                                                                                               | 3,833                                                                                         | 2,178          | 2,178                 |
|                             | 2                                                                                                                                              | Savings and temporary cash investments . . . . .                                                                                  | 199,731                                                                                       | 186,214        | 186,214               |
|                             | 3                                                                                                                                              | Accounts receivable ▶ _____<br>Less allowance for doubtful accounts ▶ _____                                                       |                                                                                               |                |                       |
|                             | 4                                                                                                                                              | Pledges receivable ▶ _____<br>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) ▶ _____<br>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) . . . . .                                                                           | 3,805,030  | 4,337,452      | 5,264,396             |
|                             | c                                                                                                                                              | Investments—corporate bonds (attach schedule). . . . .                                                                            | 1,472,135  | 1,345,276      | 1,328,975             |
|                             | 11                                                                                                                                             | Investments—land, buildings, and equipment basis ▶ _____<br>Less accumulated depreciation (attach schedule) ▶ _____               |                                                                                               |                |                       |
|                             | 12                                                                                                                                             | Investments—mortgage loans . . . . .                                                                                              |                                                                                               |                |                       |
|                             | 13                                                                                                                                             | Investments—other (attach schedule) . . . . .                                                                                     |                                                                                               |                |                       |
|                             | 14                                                                                                                                             | Land, buildings, and equipment basis ▶ _____<br>Less accumulated depreciation (attach schedule) ▶ _____                           |                                                                                               |                |                       |
|                             | 15                                                                                                                                             | Other assets (describe ▶ _____)                                                                                                   |                                                                                               |                |                       |
|                             | 16                                                                                                                                             | <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)                                 | 5,480,729                                                                                     | 5,871,120      | 6,781,763             |
| Liabilities                 | 17                                                                                                                                             | Accounts payable and accrued expenses . . . . .                                                                                   |                                                                                               |                | 0                     |
|                             | 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                                                                                                                                             | <b>Total liabilities</b> (add lines 17 through 22) . . . . .                                                                      |                                                                                               | 0              |                       |
| Net Assets or Fund Balances | <b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/><br><b>and complete lines 24 through 26 and lines 30 and 31.</b> |                                                                                                                                   |                                                                                               |                |                       |
|                             | 24                                                                                                                                             | Unrestricted . . . . .                                                                                                            |                                                                                               |                |                       |
|                             | 25                                                                                                                                             | Temporarily restricted . . . . .                                                                                                  |                                                                                               |                |                       |
|                             | 26                                                                                                                                             | Permanently restricted . . . . .                                                                                                  |                                                                                               |                |                       |
|                             | <b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/><br><b>and complete lines 27 through 31.</b>   |                                                                                                                                   |                                                                                               |                |                       |
|                             | 27                                                                                                                                             | Capital stock, trust principal, or current funds . . . . .                                                                        | 289,498                                                                                       | 289,498        |                       |
|                             | 28                                                                                                                                             | Paid-in or capital surplus, or land, bldg , and equipment fund                                                                    |                                                                                               |                |                       |
|                             | 29                                                                                                                                             | Retained earnings, accumulated income, endowment, or other funds                                                                  | 5,191,231                                                                                     | 5,581,622      |                       |
|                             | 30                                                                                                                                             | <b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .                                              | 5,480,729                                                                                     | 5,871,120      |                       |
|                             | 31                                                                                                                                             | <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .                                 | 5,480,729                                                                                     | 5,871,120      |                       |

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 | 5,480,729 |
| 2 | Enter amount from Part I, line 27a . . . . .                                                                                                                       | 2 | 253,979   |
| 3 | Other increases not included in line 2 (itemize) ▶ _____                      | 3 | 136,412   |
| 4 | Add lines 1, 2, and 3 . . . . .                                                                                                                                    | 4 | 5,871,120 |
| 5 | Decreases not included in line 2 (itemize) ▶ _____                                                                                                                 | 5 |           |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .                                                      | 6 | 5,871,120 |

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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
| 1a                                                                                                                                | See Additional Data Table |                                              |                                      |                                  |
| b                                                                                                                                 |                           |                                              |                                      |                                  |
| c                                                                                                                                 |                           |                                              |                                      |                                  |
| d                                                                                                                                 |                           |                                              |                                      |                                  |
| e                                                                                                                                 |                           |                                              |                                      |                                  |

|                             |                                            |                                                 |                                              |
|-----------------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| (e) Gross sales price       | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
| a See Additional Data Table |                                            |                                                 |                                              |
| b                           |                                            |                                                 |                                              |
| c                           |                                            |                                                 |                                              |
| d                           |                                            |                                                 |                                              |
| e                           |                                            |                                                 |                                              |

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

|   |                                                                                                                                                                                                              |                                                                                     |   |         |
|---|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|---|---------|
| 2 | Capital gain net income or (net capital loss)                                                                                                                                                                | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 } | 2 | 383,790 |
| 3 | Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br><br>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-<br>in Part I, line 8 . . . . . |                                                                                     | 3 |         |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No  
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

|                                                                      |                                          |                                              |                                                           |
|----------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-----------------------------------------------------------|
| (a)<br>Base period years Calendar<br>year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col (b) divided by col (c)) |
| 2012                                                                 | 211,500                                  | 5,822,962                                    | 0 036322                                                  |
| 2011                                                                 | 275,450                                  | 5,998,931                                    | 0 045917                                                  |
| 2010                                                                 | 276,031                                  | 5,474,788                                    | 0 050419                                                  |
| 2009                                                                 | 342,473                                  | 4,866,526                                    | 0 070373                                                  |
| 2008                                                                 | 292,048                                  | 5,719,926                                    | 0 051058                                                  |

|   |                                                                                                                                                                                                                              |   |           |
|---|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|-----------|
| 2 | Total of line 1, column (d). . . . .                                                                                                                                                                                         | 2 | 0 254089  |
| 3 | Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by<br>the number of years the foundation has been in existence if less than 5 years . . . .                                        | 3 | 0 050818  |
| 4 | Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .                                                                                                                                        | 4 | 6,432,558 |
| 5 | Multiply line 4 by line 3. . . . .                                                                                                                                                                                           | 5 | 326,890   |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b). . . . .                                                                                                                                                          | 6 | 5,278     |
| 7 | Add lines 5 and 6. . . . .                                                                                                                                                                                                   | 7 | 332,168   |
| 8 | Enter qualifying distributions from Part XII, line 4. . . . .<br>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<br>the Part VI instructions | 8 | 273,800   |

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

|           |                                                                                                                                                           |           |        |
|-----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|--------|
| <b>1a</b> | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1                               |           |        |
|           | Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)                                                        |           |        |
| <b>b</b>  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . . | <b>1</b>  | 10,556 |
| <b>c</b>  | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)                                   |           |        |
| <b>2</b>  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                 | <b>2</b>  |        |
| <b>3</b>  | Add lines 1 and 2. . . . .                                                                                                                                | <b>3</b>  | 10,556 |
| <b>4</b>  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                               | <b>4</b>  |        |
| <b>5</b>  | <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .                                                  | <b>5</b>  | 10,556 |
| <b>6</b>  | Credits/Payments                                                                                                                                          |           |        |
| <b>a</b>  | 2013 estimated tax payments and 2012 overpayment credited to 2013                                                                                         | <b>6a</b> |        |
| <b>b</b>  | Exempt foreign organizations—tax withheld at source . . . . .                                                                                             | <b>6b</b> |        |
| <b>c</b>  | Tax paid with application for extension of time to file (Form 8868)                                                                                       | <b>6c</b> | 10,487 |
| <b>d</b>  | Backup withholding erroneously withheld . . . . .                                                                                                         | <b>6d</b> |        |
| <b>7</b>  | Total credits and payments. Add lines 6a through 6d. . . . .                                                                                              | <b>7</b>  | 10,487 |
| <b>8</b>  | Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.                                 | <b>8</b>  | 140    |
| <b>9</b>  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <input type="checkbox"/>                            | <b>9</b>  | 209    |
| <b>10</b> | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . <input type="checkbox"/>                    | <b>10</b> |        |
| <b>11</b> | Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>                 | <b>11</b> |        |

**Part VII-A Statements Regarding Activities**

|           |                                                                                                                                                                                                                                                                                                                                              |           |            |           |
|-----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|-----------|
| <b>1a</b> | 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? <input type="checkbox"/>                                                                                                                                                |           | <b>Yes</b> | <b>No</b> |
|           |                                                                                                                                                                                                                                                                                                                                              | <b>1a</b> |            | <b>No</b> |
| <b>b</b>  | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .                                                                                                                                                                              | <b>1b</b> |            | <b>No</b> |
|           | <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>                                                                                                                                         |           |            |           |
| <b>c</b>  | Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .                                                                                                                                                                                                                                                                        | <b>1c</b> |            | <b>No</b> |
| <b>d</b>  | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:<br><b>(1)</b> On the foundation <input type="checkbox"/> \$ _____ <b>(2)</b> On foundation managers <input type="checkbox"/> \$ _____                                                                                                     |           |            |           |
| <b>e</b>  | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____                                                                                                                                                                       |           |            |           |
| <b>2</b>  | Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .<br><i>If "Yes," attach a detailed description of the activities.</i>                                                                                                                                                               | <b>2</b>  |            | <b>No</b> |
| <b>3</b>  | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i> <input type="checkbox"/>                                                                                  | <b>3</b>  |            | <b>No</b> |
| <b>4a</b> | Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .                                                                                                                                                                                                                                        | <b>4a</b> |            | <b>No</b> |
| <b>b</b>  | If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .                                                                                                                                                                                                                                                            | <b>4b</b> |            |           |
| <b>5</b>  | Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .<br><i>If "Yes," attach the statement required by General Instruction T.</i> <input type="checkbox"/>                                                                                                                                | <b>5</b>  |            | <b>No</b> |
| <b>6</b>  | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:<br>• By language in the governing instrument, or<br>• 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? . . . . . | <b>6</b>  | <b>Yes</b> |           |
| <b>7</b>  | Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>                                                                                                                                                                                                    | <b>7</b>  | <b>Yes</b> |           |
| <b>8a</b> | Enter the states to which the foundation reports or with which it is registered (see instructions):<br><input type="checkbox"/> PA _____                                                                                                                                                                                                     |           |            |           |
| <b>b</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? <i>If "No," attach explanation.</i>                                                                                                                          | <b>8b</b> | <b>Yes</b> |           |
| <b>9</b>  | 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)?<br><i>If "Yes," complete Part XIV</i> . . . . .                                                                     | <b>9</b>  |            | <b>No</b> |
| <b>10</b> | Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>                                                                                                                                                                                                   | <b>10</b> |            | <b>No</b> |

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 |     | No |
| 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 |     | No |
| 13                  | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?                                                                       | 13 | Yes |    |
| Website address n/a |                                                                                                                                                                                           |    |     |    |
| 14                  | The books are in care of RICHARD MERWIN Telephone no (814) 833-9881<br>Located at ASBURY ROAD AT W 23RD ST ERIE PA ZIP +4 16506                                                           |    |     |    |
| 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 |     |    |
| 16                  | At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? | 16 | Yes | No |
|                     | See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country                                                             |    |     |    |

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

|                                                                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |    |     |    |
|-----------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|-----|----|
| File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |    | Yes | No |
| 1a                                                                                      | During the year did the foundation (either directly or indirectly)                                                                                                                                                                                                                                                                                                                                                                                                                               |    |     |    |
|                                                                                         | (1) Engage in the sale or exchange, or leasing of property with a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                                           |    | Yes | No |
|                                                                                         | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                   |    | Yes | No |
|                                                                                         | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                                       |    | Yes | No |
|                                                                                         | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                                             |    | Yes | No |
|                                                                                         | (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?                                                                                                                                                                                                                                                                                                                                                    |    | Yes | No |
|                                                                                         | (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).                                                                                                                                                                                                                                                  |    | Yes | No |
| b                                                                                       | If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.                                                                                                                                                                          | 1b |     |    |
| c                                                                                       | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?                                                                                                                                                                                                                                                                                                          | 1c |     | No |
| 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? If "Yes," list the years 2012, 20, 20, 20                                                                                                                                                                                                                                                                                                      |    |     |    |
| b                                                                                       | Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).                                                                                                                                                                                          | 2b |     | No |
| 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?                                                                                                                                                                                                                                                                                                                                                                       |    |     |    |
| 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 |     |    |
| 4a                                                                                      | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                  | 4a |     | No |
| 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 |     | No |

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)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

☐

c

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

☐ Yes ☐ No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

No

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 |
|-----------------------------------------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| RICHARD A MERWIN<br>P O BOX 10608<br>ERIE, PA 16514       | PRES/TREAS/DIR<br>0                                       | 0                                         |                                                                       |                                       |
| JAMES R WALCZAK<br>100 STATE ST STE 700<br>ERIE, PA 16501 | ASST SEC/DIRECTOR<br>0                                    | 0                                         |                                                                       |                                       |
| JAMES E SPODEN<br>100 STATE ST STE 700<br>ERIE, PA 16501  | SEC/DIRECTOR<br>0                                         | 0                                         |                                                                       |                                       |

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 |
|---------------------------------------------------------------|-----------------------------------------------------------|------------------|-----------------------------------------------------------------------|---------------------------------------|
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |

Total number of other employees paid over \$50,000.

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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 |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
| 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                                                                                                                                                                                                                                                     |          |
| 2                                                                                                                                                                                                                                                     |          |
| 3                                                                                                                                                                                                                                                     |          |
| 4                                                                                                                                                                                                                                                     |          |

Part IX-B

Summary of Program-Related Investments (see instructions)

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|------------------------------------------------------------------------------------------------------------------|--------|
| 1                                                                                                                |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| 2                                                                                                                |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| All other program-related investments. See page 24 of the instructions                                           |        |
| 3                                                                                                                |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| Total. Add lines 1 through 3 . . . . .                                                                           |        |

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 | 6,257,512 |
| b | Average of monthly cash balances. . . . .                                                                          | 1b | 273,004   |
| c | Fair market value of all other assets (see instructions). . . . .                                                  | 1c | 0         |
| d | Total (add lines 1a, b, and c). . . . .                                                                            | 1d | 6,530,516 |
| 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  | 0         |
| 3 | Subtract line 2 from line 1d. . . . .                                                                              | 3  | 6,530,516 |
| 4 | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .  | 4  | 97,958    |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4                | 5  | 6,432,558 |
| 6 | Minimum investment return. Enter 5% of line 5. . . . .                                                             | 6  | 321,628   |

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  | 321,628 |
| 2a | Tax on investment income for 2013 from Part VI, line 5. . . . .                                           | 2a | 10,556  |
| b  | Income tax for 2013 (This does not include the tax from Part VI ). . . . .                                | 2b |         |
| c  | Add lines 2a and 2b. . . . .                                                                              | 2c | 10,556  |
| 3  | Distributable amount before adjustments Subtract line 2c from line 1. . . . .                             | 3  | 311,072 |
| 4  | Recoveries of amounts treated as qualifying distributions. . . . .                                        | 4  |         |
| 5  | Add lines 3 and 4. . . . .                                                                                | 5  | 311,072 |
| 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  | 311,072 |

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 | 273,800 |
| b                                                                                                                                                                                            | Program-related investments—total from Part IX-B. . . . .                                                                                                    | 1b | 0       |
| 2                                                                                                                                                                                            | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .                                           | 2  | 0       |
| 3                                                                                                                                                                                            | Amounts set aside for specific charitable projects that satisfy the                                                                                          |    |         |
| a                                                                                                                                                                                            | Suitability test (prior IRS approval required). . . . .                                                                                                      | 3a | 0       |
| b                                                                                                                                                                                            | Cash distribution test (attach the required schedule). . . . .                                                                                               | 3b | 0       |
| 4                                                                                                                                                                                            | Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4                                                    | 4  | 273,800 |
| 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  | 273,800 |
| 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)<br>Corpus | (b)<br>Years prior to 2012 | (c)<br>2012 | (d)<br>2013 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2013 from Part XI, line 7                                                                                                                                |               |                            |             | 311,072     |
| 2 Undistributed income, if any, as of the end of 2013                                                                                                                               |               |                            |             |             |
| a Enter amount for 2012 only. . . . .                                                                                                                                               |               |                            | 282,785     |             |
| b Total for prior years 2011 , 2010 , 2009                                                                                                                                          |               |                            |             |             |
| 3 Excess distributions carryover, if any, to 2013                                                                                                                                   |               |                            |             |             |
| a From 2008. . . . .                                                                                                                                                                |               |                            |             |             |
| b From 2009. . . . .                                                                                                                                                                |               |                            |             |             |
| c From 2010. . . . .                                                                                                                                                                |               |                            |             |             |
| d From 2011. . . . .                                                                                                                                                                |               |                            |             |             |
| e From 2012. . . . .                                                                                                                                                                |               |                            |             |             |
| f Total of lines 3a through e. . . . .                                                                                                                                              |               |                            |             |             |
| 4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 273,800                                                                                                              |               |                            | 273,800     |             |
| 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. . . . .                                                                                                                                     |               |                            |             |             |
| e Remaining amount distributed out of corpus                                                                                                                                        | 0             |                            |             |             |
| 5 Excess distributions carryover applied to 2013<br>(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:                                                                                                                            | 0             |                            |             |             |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5                                                                                                                                   |               |                            |             |             |
| b Prior years' undistributed income Subtract line 4b from line 2b. . . . .                                                                                                          |               |                            |             |             |
| 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 . . . . .                                                                             |               |                            | 8,985       |             |
| f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .                                                               |               |                            |             | 311,072     |
| 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.<br>Subtract lines 7 and 8 from line 6a . . . . .                                                                                          | 0             |                            |             |             |
| 10 Analysis of line 9                                                                                                                                                               |               |                            |             |             |
| a Excess from 2009. . . .                                                                                                                                                           |               |                            |             |             |
| b Excess from 2010. . . .                                                                                                                                                           |               |                            |             |             |
| c Excess from 2011. . . .                                                                                                                                                           |               |                            |             |             |
| d Excess from 2012. . . .                                                                                                                                                           |               |                            |             |             |
| e Excess from 2013. . . . 0                                                                                                                                                         |               |                            |             |             |

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

Part XVSupplementary Information (Complete this part only if the organization 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) )

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

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 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

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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)                 |                                                                                                           |                                |                                  |         |
| a Paid during the year<br>See Additional Data Table |                                                                                                           |                                |                                  |         |
| Total . . . . .                                     |                                                                                                           |                                | 3a                               | 273,800 |
| b Approved for future payment                       |                                                                                                           |                                |                                  |         |
| Total . . . . .                                     |                                                                                                           |                                | 3b                               |         |

## Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

| (a) List and describe the kind(s) of property sold (e g , real estate,<br>2-story brick warehouse, or common stock, 200 shs MLC Co ) | (b) How<br>acquired<br>P—Purchase<br>D—Donation | (c) Date<br>acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|--------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------|-----------------------------------------|----------------------------------|
| GENERAL MOTORS                                                                                                                       | P                                               | 2011-07-28                              | 2013-03-06                       |
| GENERAL MOTORS                                                                                                                       | P                                               | 2011-10-28                              | 2013-03-06                       |
| GENERAL MOTORS                                                                                                                       | P                                               | 1999-05-19                              | 2013-03-06                       |
| PREFERRED PLUS                                                                                                                       | P                                               | 2002-07-23                              | 2013-03-07                       |
| WT07 GENERAL MOTORS                                                                                                                  | P                                               | 1999-05-19                              | 2013-03-06                       |
| WT07 GENERAL MOTORS                                                                                                                  | P                                               | 2011-07-28                              | 2013-03-06                       |
| WT07 GENERAL MOTORS                                                                                                                  | P                                               | 2011-10-28                              | 2013-03-06                       |
| WT07 16GENERAL MOTORS                                                                                                                | P                                               | 1999-05-19                              | 2013-03-06                       |
| WT07 16GENERAL MOTORS                                                                                                                | P                                               | 2011-07-28                              | 2013-03-06                       |
| WT07 16GENERAL MOTORS                                                                                                                | P                                               | 2011-10-28                              | 2013-03-06                       |
| SHORT-TERM 04273                                                                                                                     | P                                               |                                         | 2013-12-31                       |
| LONG-TERM 04273                                                                                                                      | P                                               |                                         | 2013-12-31                       |
| NONCOVERED LONG-TERM 04273                                                                                                           | P                                               |                                         | 2013-12-31                       |
| OTHER TRANSACTIONS 04273                                                                                                             | P                                               |                                         | 2013-12-31                       |
| SHORT-TERM 04370                                                                                                                     | P                                               |                                         | 2013-12-31                       |
| LONG-TERM 04370                                                                                                                      | P                                               |                                         | 2013-12-31                       |
| NONCOVERED 04370                                                                                                                     | P                                               |                                         | 2013-12-31                       |
| OTHER TRANSACTIONS                                                                                                                   |                                                 |                                         | 2013-12-31                       |
| MOTORS LIQ CO GUB TRUST                                                                                                              | P                                               | 2012-06-12                              | 2013-03-06                       |
| CAPITAL GAIN DIVIDENDS                                                                                                               | P                                               |                                         |                                  |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 277                   |                                            | 285                                             | -8                                           |
| 194                   |                                            | 184                                             | 10                                           |
| 10,500                |                                            | 45,080                                          | -34,580                                      |
| 7,125                 |                                            | 7,125                                           |                                              |
| 3,961                 |                                            | 22,188                                          | -18,227                                      |
| 103                   |                                            | 125                                             | -22                                          |
| 80                    |                                            | 85                                              | -5                                           |
| 6,345                 |                                            | 29,102                                          | -22,757                                      |
| 166                   |                                            | 172                                             | -6                                           |
| 129                   |                                            | 122                                             | 7                                            |
| 224,581               |                                            | 177,995                                         | 46,586                                       |
| 245,139               |                                            | 178,213                                         | 66,926                                       |
| 591,538               |                                            | 511,595                                         | 79,943                                       |
| 173,813               |                                            | 162,535                                         | 11,278                                       |
| 199,059               |                                            | 156,489                                         | 42,570                                       |
| 174,670               |                                            | 130,499                                         | 44,171                                       |
| 386,308               |                                            | 273,155                                         | 113,153                                      |
| 174,398               |                                            | 154,431                                         | 19,967                                       |
| 2,500                 |                                            | 2,098                                           | 402                                          |
|                       |                                            |                                                 | 33,682                                       |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                   |                                            | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|-----------------------------------|--------------------------------------------|----------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any |                                                                                        |
|                                                                                             |                                   |                                            | -8                                                                                     |
|                                                                                             |                                   |                                            | 10                                                                                     |
|                                                                                             |                                   |                                            | -34,580                                                                                |
|                                                                                             |                                   |                                            |                                                                                        |
|                                                                                             |                                   |                                            | -18,227                                                                                |
|                                                                                             |                                   |                                            | -22                                                                                    |
|                                                                                             |                                   |                                            | -5                                                                                     |
|                                                                                             |                                   |                                            | -22,757                                                                                |
|                                                                                             |                                   |                                            | -6                                                                                     |
|                                                                                             |                                   |                                            | 7                                                                                      |
|                                                                                             |                                   |                                            | 46,586                                                                                 |
|                                                                                             |                                   |                                            | 66,926                                                                                 |
|                                                                                             |                                   |                                            | 79,943                                                                                 |
|                                                                                             |                                   |                                            | 11,278                                                                                 |
|                                                                                             |                                   |                                            | 42,570                                                                                 |
|                                                                                             |                                   |                                            | 44,171                                                                                 |
|                                                                                             |                                   |                                            | 113,153                                                                                |
|                                                                                             |                                   |                                            | 19,967                                                                                 |
|                                                                                             |                                   |                                            | 402                                                                                    |
|                                                                                             |                                   |                                            |                                                                                        |

Form 990PF Part XV Line 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)                                                                                    |                                                                                                           |                                |                                  |         |
| <b>a</b> <i>Paid during the year</i>                                                                                   |                                                                                                           |                                |                                  |         |
| ACES 1001 STATE ST 310<br>ERIE, PA 16501                                                                               | NONE                                                                                                      | NC                             | UNRESTRICTED                     | 6,000   |
| ERIE DOWNTOWN ARTS & CULTURE<br>COALITION 140 E 5TH ST<br>ERIE, PA 16502                                               | NONE                                                                                                      | NC                             | UNRESTRICTED                     | 12,000  |
| SCHOLARSHIP ROTARY 16 WEST<br>10TH STREET<br>ERIE, PA 16501                                                            | NONE                                                                                                      | NC                             | UNRESTRICTED                     | 7,500   |
| WQLN 8425 PEACH STREET<br>ERIE, PA 16509                                                                               | NONE                                                                                                      | NC                             | UNRESTRICTED                     | 10,000  |
| PENN STATE ERIE 4701 BEHREND<br>COLLEGE DR<br>ERIE, PA 16563                                                           | NONE                                                                                                      | PC                             | UNRESTRICTED                     | 100,000 |
| ERIE YACHT CLUB FOUNDATION<br>PO BOX 648<br>ERIE, PA 16512                                                             | NONE                                                                                                      | NC                             | UNRESTRICTED                     | 5,000   |
| WEST LAKE FIRE DEPARTMENT<br>3762 W LAKE RD<br>ERIE, PA 16505                                                          | NONE                                                                                                      | NC                             | UNRESTRICTED                     | 500     |
| NEIGHBORHOOD ART HOUSE 201<br>E 10TH ST<br>ERIE, PA 165031007                                                          | NONE                                                                                                      | NC                             | UNRESTRICTED                     | 2,000   |
| CHILDREN'S ADVOCACY CENTER<br>2005 W 8TH ST<br>ERIE, PA 16505                                                          | NONE                                                                                                      | NC                             | UNRESTRICTED                     | 1,900   |
| SAFENET 1702 FRENCH ST<br>ERIE, PA 16501                                                                               | NONE                                                                                                      | NC                             | UNRESTRICTED                     | 5,000   |
| ERIE CITY HISTORICAL SOCIETY<br>419 STATE STREET<br>ERIE, PA 16501                                                     | NONE                                                                                                      | NC                             | UNRESTRICTED                     | 500     |
| YMCA OF ERIE 3727 CHERRY ST<br>ERIE, PA 16508                                                                          | NONE                                                                                                      | NC                             | UNRESTRICTED                     | 50,000  |
| SARAH REED 2445 W 34TH STREET<br>ERIE, PA 16506                                                                        | NONE                                                                                                      | NC                             | UNRESTRICTED                     | 10,000  |
| TIMES OLD NEWSIES FUND PO<br>BOX 6216<br>ERIE, PA 16512                                                                | NONE                                                                                                      | NC                             | UNRESTRICTED                     | 2,000   |
| THE ROYAL DAMES OF CANCER<br>RESEARCH 6278 NORTH FEDERAL<br>HIGHWAY 378<br>FORT LAUDERDALE, FL 33308                   | NONE                                                                                                      | NC                             | UNRESTRICTED                     | 550     |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 273,800 |

Form 990PF Part XV Line 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)                                                                                  |                                                                                                           |                                |                                  |         |
| <b>a</b> <i>Paid during the year</i>                                                                                 |                                                                                                           |                                |                                  |         |
| PETS ARE WONDERFUL SUPPORT (PAWS) 3170 23RD STREET SAN FRANCISCO,CA 94110                                            | NONE                                                                                                      | NC                             | UNRESTRICTED                     | 350     |
| LAWRENCEVILLE SCHOOL 2500 MAIN STREET LAWRENCEVILLE,NJ 08648                                                         | NONE                                                                                                      | PC                             | UNRESTRICTED                     | 5,000   |
| ERIE PLAYHOUSE 13 WEST 10TH STREET ERIE,PA 16501                                                                     | NONE                                                                                                      | NC                             | UNRESTRICTED                     | 7,000   |
| Achievement Center 2420 West 23rd Street Erie,PA 16506                                                               | NONE                                                                                                      |                                | UNRESTRICTED                     | 25,000  |
| Erie City Mission 1023 French Street Erie,PA 16501                                                                   | NONE                                                                                                      |                                | UNRESTRICTED                     | 10,000  |
| Asbury Foundation 201 Russell Avenue Gaithersburg,MD 20877                                                           | NONE                                                                                                      |                                | UNRESTRICTED                     | 3,500   |
| Second Harvest Food Bank 1507 Grimm Drive Erie,PA 16501                                                              | NONE                                                                                                      |                                | UNRESTRICTED                     | 10,000  |
| <b>Total</b> . . . . .  <b>3a</b> |                                                                                                           |                                |                                  | 273,800 |

## TY 2013 Accounting Fees Schedule

**Name:** MERWIN FOUNDATION

**EIN:** 25-6060860

| Category        | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|-----------------|--------|--------------------------|------------------------|---------------------------------------------|
| ACCOUNTING FEES | 1,975  | 1,975                    |                        |                                             |

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: MERWIN FOUNDATION

EIN: 25-6060860

| Description of Property | Date Acquired | Cost or Other Basis | Prior Years' Depreciation | Computation Method | Rate / Life (# of years) | Current Year's Depreciation Expense | Net Investment Income | Adjusted Net Income | Cost of Goods Sold Not Included |
|-------------------------|---------------|---------------------|---------------------------|--------------------|--------------------------|-------------------------------------|-----------------------|---------------------|---------------------------------|
|-------------------------|---------------|---------------------|---------------------------|--------------------|--------------------------|-------------------------------------|-----------------------|---------------------|---------------------------------|

**TY 2013 Investments Corporate  
Bonds Schedule****Name:** MERWIN FOUNDATION**EIN:** 25-6060860

| <b>Name of Bond</b> | <b>End of Year Book<br/>Value</b> | <b>End of Year Fair<br/>Market Value</b> |
|---------------------|-----------------------------------|------------------------------------------|
| SEE ATTACHED        |                                   |                                          |
| ML-4039             | 248,392                           | 156,346                                  |
| ML-4370             | 690,277                           | 750,137                                  |
| ML-4273             | 382,216                           | 395,929                                  |
| ML-4040             | 24,391                            | 26,563                                   |

**TY 2013 Investments Corporate  
Stock Schedule****Name:** MERWIN FOUNDATION**EIN:** 25-6060860

| <b>Name of Stock</b> | <b>End of Year Book<br/>Value</b> | <b>End of Year Fair<br/>Market Value</b> |
|----------------------|-----------------------------------|------------------------------------------|
| SEE ATTACHED         |                                   |                                          |
| ML-4370              | 2,104,849                         | 2,610,614                                |
| ML-4273              | 2,183,918                         | 2,629,866                                |
| ML-4040              | 48,685                            | 23,916                                   |

**TY 2013 Investments - Land Schedule****Name:** MERWIN FOUNDATION**EIN:** 25-6060860

**TY 2013 Land, Etc. Schedule****Name:** MERWIN FOUNDATION**EIN:** 25-6060860

**TY 2013 Other Income Schedule****Name:** MERWIN FOUNDATION**EIN:** 25-6060860

| Description                    | Revenue And<br>Expenses Per Books | Net Investment<br>Income | Adjusted Net Income |
|--------------------------------|-----------------------------------|--------------------------|---------------------|
| The Blackstone Group           | 178                               | 178                      |                     |
| TC PIPELINES, L P              | 1,464                             | 1,464                    |                     |
| OCH-ZIFF                       | 5,074                             | 5,074                    |                     |
| TRANSMONTAIGNE PARTNERS L P    | -11,435                           | -11,435                  |                     |
| SUBURBAN PROPANE PARTNERS, L P | -1,734                            | -1,734                   |                     |
| PVR PARTNERS, L P              | -3,349                            | -3,349                   |                     |
| NORTHERN TIER ENERGY LP        | -520                              | -520                     |                     |
| LINN ENERGY, LLC               | 3,442                             | 3,442                    |                     |
| ENERGY TRANSFER PARTNERS, L P  | -3,610                            | -3,610                   |                     |
| ENBRIDGE ENERGY PARTNERS L P   | -6,626                            | -6,626                   |                     |
| DCP MIDSTREAM PARTNERS, LP     | -2,817                            | -2,817                   |                     |
| BUCKEYE PARTNERS, L P          | 48                                | 48                       |                     |
| ALLIANCEBERNSTEIN HOLDINGS L P | -76                               | -76                      |                     |

## TY 2013 Other Increases Schedule

**Name:** MERWIN FOUNDATION

**EIN:** 25-6060860

| Description                     | Amount  |
|---------------------------------|---------|
| MLP AND OTHER BASIS ADJUSTMENTS | 136,412 |

**TY 2013 Other Professional Fees Schedule****Name:** MERWIN FOUNDATION**EIN:** 25-6060860

| Category                     | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|------------------------------|--------|--------------------------|------------------------|---------------------------------------------|
| MERRILL LYNCH FEES           | 33,710 | 33,710                   |                        |                                             |
| OTHER INVESTMENT<br>EXPENSES | 761    | 761                      |                        |                                             |

# TY 2013 Taxes Schedule

**Name:** MERWIN FOUNDATION

**EIN:** 25-6060860

| Category         | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|------------------|--------|--------------------------|------------------------|---------------------------------------------|
| IRS              | 6,887  | 6,887                    |                        |                                             |
| FOREIGN TAX PAID | 1,478  | 1,478                    |                        |                                             |



THE MERWIN FOUNDATION

Account No.  
811-04273Taxpayer No.  
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## 2013 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

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

## 1099-B 2013 PROCEEDS FROM BROKER &amp; BARTER EXCHANGE TRANSACTIONS

| 1e Quantity                                                                    | Transaction Description     | 1b. Date of Acquisition | 1a. Date of Sale or Exchange | 2a. Amount       | 3. Cost Basis    | 5. Wash Sale Loss Disallowed | Gain or (Loss)  | Remarks |
|--------------------------------------------------------------------------------|-----------------------------|-------------------------|------------------------------|------------------|------------------|------------------------------|-----------------|---------|
| <b>SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.</b>                   |                             |                         |                              |                  |                  |                              |                 |         |
| <b>COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)</b> |                             |                         |                              |                  |                  |                              |                 |         |
| 160.0000                                                                       | ACTAVIS PLC SHS Sale        | 12/17/12                | CUSIP Number 11/11/13        | 25,649.50        | 11,650.00        | 0.00                         | 13,999.50       |         |
| 200.0000                                                                       | CXSX CORP Sale              | 06/05/12                | CUSIP Number 126408103       | 4,749.90         | 4,034.00         | 0.00                         | 715.90          |         |
| 200.0000                                                                       | CATERPILLAR INC DEL Sale    | 06/05/12                | CUSIP Number 149123101       | 18,809.60        | 16,644.00        | 0.00                         | 2,165.60        |         |
| 100.0000                                                                       | Security Subtotal           | 10/11/12                | 01/03/13                     | 9,404.80         | 8,282.00         | 0.00                         | 1,122.80        |         |
|                                                                                |                             |                         |                              | <b>20,214.40</b> | <b>24,926.00</b> | <b>0.00</b>                  | <b>3,288.40</b> |         |
| 1000.0000                                                                      | COOPER TIRE RUBBER Sale     | 10/12/12                | CUSIP Number 215631107       | 24,454.71        | 19,848.84        | 0.00                         | 4,805.87        |         |
| 400.0000                                                                       | DU PONT E I DE NEMOURS Sale | 01/03/13                | CUSIP Number 263534109       | 21,017.59        | 18,395.99        | 0.00                         | 2,621.60        |         |
| 800.0000                                                                       | JABIL CIRCUIT INC Sale      | 03/05/13                | CUSIP Number 466313103       | 18,465.68        | 14,812.72        | 0.00                         | 3,652.96        |         |



THE MERWIN FOUNDATION

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# 2013 ANNUAL STATEMENT SUMMARY 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B

| 1e. Quantity                                        | Transaction Description | 1b. Date of Acquisition  | 1a. Date of Sale or Exchange | 2a. Amount | 3. Cost Basis | 5. Wash Sale Loss Disallowed | Gain or (Loss) | Remarks |
|-----------------------------------------------------|-------------------------|--------------------------|------------------------------|------------|---------------|------------------------------|----------------|---------|
| MEDTRONIC INC<br>300.0000 Sale                      | COM                     | CUSIP Number<br>07/17/12 | 585055106<br>05/08/13        | 14,478.97  | 11,671.80     | 0.00                         | 2,807.17       |         |
| PACCAR INC<br>400.0000 Sale                         |                         | CUSIP Number<br>12/20/12 | 693718108<br>05/08/13        | 21,019.28  | 18,016.00     | 0.00                         | 3,003.28       |         |
| PRUDENTIAL FINANCIAL INC<br>400.0000 Sale           |                         | CUSIP Number<br>08/29/12 | 744320102<br>05/08/13        | 26,287.41  | 21,770.00     | 0.00                         | 4,517.41       |         |
| SEALED AIR CORP (NEW)<br>300.0000 Sale              |                         | CUSIP Number<br>06/05/12 | 81217K100<br>02/27/13        | 6,539.97   | 4,464.00      | 0.00                         | 2,075.97       |         |
| PERKINS MID CAP VALUE<br>FUND CL J                  |                         | CUSIP Number<br>12/20/12 | 47103C241<br>11/19/13        | 15.39      | 12.38         | 0.00                         | 3.01           |         |
| PIONEER OAK RIDGE SMALL<br>CAP GROWTH FUND CL Y     |                         | CUSIP Number<br>11/27/12 | 723877785<br>11/19/13        | 6.03       | 4.27          | 0.00                         | 1.76           |         |
| WELLS FARGO ADV PREMIER<br>LARGE COMP GRTH FD ADMIN |                         | CUSIP Number<br>01/29/13 | 949845462<br>11/19/13        | 10.27      | 8.43          | 0.00                         | 1.84           |         |
| 1087.0000 Sale                                      |                         | 01/29/13                 | 11/19/13                     | 14,989.73  | 12,304.84     | 0.00                         | 2,684.89       |         |
| Security Subtotal                                   |                         |                          |                              | 15,000.00  | 12,313.27     | 0.00                         | 2,686.73       |         |
| GOLDMAN SACHS GROWTH<br>OPPORTUNITIES FD INSTL      |                         | CUSIP Number<br>12/06/12 | 38142V401<br>11/19/13        | 8.64       | 6.65          | 0.00                         | 1.99           |         |
| .2760 Sale                                          |                         |                          |                              |            |               |                              |                |         |
| JP MORGAN LARGE CAP<br>GROWTH FUND SEL              |                         | CUSIP Number<br>01/29/13 | 4812C0530<br>11/19/13        | 16.08      | 13.49         | 0.00                         | 2.59           |         |
| .5380 Sale                                          |                         | 01/29/13                 | 11/19/13                     | 14,974.89  | 12,560.07     | 0.00                         | 2,414.82       |         |
| 501.0000 Sale                                       |                         | 01/29/13                 | 11/19/13                     | 9.03       | 7.26          | 0.00                         | 1.77           |         |
| .3020 Sale                                          |                         |                          |                              |            |               |                              |                |         |
| Security Subtotal                                   |                         |                          |                              | 15,000.00  | 12,580.82     | 0.00                         | 2,419.18       |         |



Bank of America Corporation

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## THE MERWIN FOUNDATION

# 2013 ANNUAL STATEMENT SUMMARY 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1089-B

| 1e Quantity                                    | Transaction Description | 1b. Date of Acquisition | 1a. Date of Sale or Exchange | 2a. Amount      | 3. Cost Basis   | 5. Wash Sale Loss Disallowed | Gain or (Loss) | Remarks |
|------------------------------------------------|-------------------------|-------------------------|------------------------------|-----------------|-----------------|------------------------------|----------------|---------|
| <b>JANUS FORTY FUND CL I</b>                   |                         |                         |                              |                 |                 |                              |                |         |
| 1,9250                                         | Sale                    | 12/18/12                | 01/29/13                     | 36.84           | 35.82           | 0.00                         | 1.02           |         |
| 6.0000                                         | Sale                    | 12/18/12                | 01/29/13                     | 238.99          | 233.75          | 0.00                         | 5.24           |         |
|                                                |                         |                         |                              | <b>275.83</b>   | <b>269.57</b>   | <b>0.00</b>                  | <b>6.26</b>    |         |
| <b>Security Subtotal</b>                       |                         |                         |                              |                 |                 |                              |                |         |
| <b>PIMCO REAL RETURN FUND CL P</b>             |                         |                         |                              |                 |                 |                              |                |         |
| <b>CL P</b>                                    |                         |                         |                              |                 |                 |                              |                |         |
| 1.0000                                         | Sale                    | 01/31/12                | 01/29/13                     | 12.15           | 11.82           | 0.00                         | 0.33           |         |
| 3.0000                                         | Sale                    | 01/31/12                | 01/29/13                     | 36.45           | 36.26           | 0.00                         | 0.19           |         |
| 1.0000                                         | Sale                    | 02/29/12                | 01/29/13                     | 12.15           | 12.09           | 0.00                         | 0.06           |         |
| 3.0000                                         | Sale                    | 02/29/12                | 01/29/13                     | 36.45           | 36.18           | 0.00                         | 0.27           |         |
| 4.0000                                         | Sale                    | 03/30/12                | 01/29/13                     | 48.60           | 47.80           | 0.00                         | 0.80           |         |
| 1.0000                                         | Sale                    | 04/30/12                | 01/29/13                     | 12.15           | 12.04           | 0.00                         | 0.11           |         |
| 6.0000                                         | Sale                    | 04/30/12                | 01/29/13                     | 72.90           | 73.08           | 0.00                         | (0.18)         |         |
| 1.0000                                         | Sale                    | 05/31/12                | 01/29/13                     | 12.15           | 12.27           | 0.00                         | (0.12)         |         |
| 24.0000                                        | Sale                    | 05/31/12                | 01/29/13                     | 291.60          | 296.88          | 0.00                         | (5.28)         |         |
| 1.0000                                         | Sale                    | 06/29/12                | 01/29/13                     | 12.15           | 12.31           | 0.00                         | (0.16)         |         |
| 11.0000                                        | Sale                    | 06/29/12                | 01/29/13                     | 133.65          | 135.07          | 0.00                         | (1.42)         |         |
| 4.0000                                         | Sale                    | 07/31/12                | 01/29/13                     | 48.60           | 50.03           | 0.00                         | (1.43)         |         |
| 4.0000                                         | Sale                    | 08/31/12                | 01/29/13                     | 48.60           | 49.92           | 0.00                         | (1.32)         |         |
| 1.0000                                         | Sale                    | 10/01/12                | 01/29/13                     | 12.15           | 12.45           | 0.00                         | (0.30)         |         |
| 3.0000                                         | Sale                    | 10/01/12                | 01/29/13                     | 36.45           | 37.68           | 0.00                         | (1.23)         |         |
| 4.0000                                         | Sale                    | 10/31/12                | 01/29/13                     | 48.60           | 50.59           | 0.00                         | (1.99)         |         |
| 7.0000                                         | Sale                    | 11/30/12                | 01/29/13                     | 85.05           | 88.96           | 0.00                         | (3.91)         |         |
| 1.0000                                         | Sale                    | 12/12/12                | 01/29/13                     | 12.15           | 12.62           | 0.00                         | (0.47)         |         |
| 56.0000                                        | Sale                    | 12/12/12                | 01/29/13                     | 680.40          | 698.32          | 0.00                         | (17.92)        |         |
| 46.0000                                        | Sale                    | 12/12/12                | 01/29/13                     | 558.90          | 573.62          | 0.00                         | (14.72)        |         |
| 1.0000                                         | Sale                    | 12/27/12                | 01/29/13                     | 12.15           | 12.45           | 0.00                         | (0.30)         |         |
| 38.0000                                        | Sale                    | 12/27/12                | 01/29/13                     | 461.70          | 467.78          | 0.00                         | (6.08)         |         |
| .5510                                          | Sale                    | 12/31/12                | 01/29/13                     | 6.89            | 6.77            | 0.00                         | (0.08)         |         |
| 4.0000                                         | Sale                    | 12/31/12                | 01/29/13                     | 48.61           | 49.07           | 0.00                         | (0.46)         |         |
|                                                |                         |                         |                              | <b>2,740.45</b> | <b>2,796.06</b> | <b>0.00</b>                  | <b>(55.61)</b> |         |
| <b>Security Subtotal</b>                       |                         |                         |                              |                 |                 |                              |                |         |
| <b>ALLIANZGI NEJ SMALL CAP VALUE FUND CL P</b> |                         |                         |                              |                 |                 |                              |                |         |
| <b>CL P</b>                                    |                         |                         |                              |                 |                 |                              |                |         |
| 0.460                                          | Sale                    | 12/20/12                | 01/29/13                     | 1.74            | 1.38            | 0.00                         | 0.36           |         |
| <b>AMERICAN EURO PACIFIC GROWTH FUND CL F2</b> |                         |                         |                              |                 |                 |                              |                |         |
| <b>CL F2</b>                                   |                         |                         |                              |                 |                 |                              |                |         |
| .2590                                          | Sale                    | 12/27/12                | 01/29/13                     | 12.40           | 10.58           | 0.00                         | 1.82           |         |



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| 1e. Quantity                                                                   | Transaction Description  | 1b. Date of Acquisition | 1a. Date of Sale or Exchange | 2a. Amount        | 3. Cost Basis     | 5. Wash Sale Loss Disallowed | Gain or (Loss)   | Remarks |
|--------------------------------------------------------------------------------|--------------------------|-------------------------|------------------------------|-------------------|-------------------|------------------------------|------------------|---------|
| <b>AMERICAN GROWTH FUND</b>                                                    |                          |                         |                              |                   |                   |                              |                  |         |
|                                                                                | OF AMERICA CL F2         |                         |                              |                   |                   |                              |                  |         |
| .8410                                                                          | Sale                     | 12/20/12                | 01/29/13                     | 23.11             | 18.48             | 0.00                         | 4.63             |         |
| 17.0000                                                                        | Sale                     | 12/20/12                | 01/29/13                     | 613.03            | 585.81            | 0.00                         | 27.22            |         |
|                                                                                | <b>Security Subtotal</b> |                         |                              | <b>636.14</b>     | <b>604.29</b>     | <b>0.00</b>                  | <b>31.85</b>     |         |
| <b>BLACKROCK GLOBAL ALLOCATION FD INC INSTL</b>                                |                          |                         |                              |                   |                   |                              |                  |         |
| .3000                                                                          | Sale                     | 07/19/13                | 11/19/13                     | 6.65              | 6.39              | 0.00                         | 0.26             |         |
| <b>Covered Short Term Capital Gains and Losses Subtotal</b>                    |                          |                         |                              |                   |                   |                              |                  |         |
|                                                                                |                          |                         |                              | <b>224,580.68</b> | <b>177,995.01</b> | <b>0.00</b>                  | <b>46,585.67</b> |         |
| <b>NET SHORT TERM CAPITAL GAINS AND LOSSES</b>                                 |                          |                         |                              |                   |                   |                              |                  |         |
|                                                                                |                          |                         |                              | <b>224,580.68</b> | <b>177,995.01</b> | <b>0.00</b>                  | <b>46,585.67</b> |         |
| <b>LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c:</b>                    |                          |                         |                              |                   |                   |                              |                  |         |
| <b>COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)</b> |                          |                         |                              |                   |                   |                              |                  |         |
| <b>AMN ELEC POWER CO</b>                                                       |                          |                         |                              |                   |                   |                              |                  |         |
| 500.0000                                                                       | Sale                     | 02/24/12                | 02/53/101<br>03/06/13        | 23,864.47         | 18,845.00         | 0.00                         | 5,019.47         |         |
| <b>BOEING COMPANY</b>                                                          |                          |                         |                              |                   |                   |                              |                  |         |
| 150.0000                                                                       | Sale                     | 06/05/12                | 09/02/3105<br>11/19/13       | 20,536.14         | 10,096.62         | 0.00                         | 10,439.52        |         |
| <b>CSX CORP</b>                                                                |                          |                         |                              |                   |                   |                              |                  |         |
| 500.0000                                                                       | Sale                     | 04/02/12                | 126408103<br>04/08/13        | 11,874.73         | 10,722.85         | 0.00                         | 1,151.88         |         |
| <b>CST BRANDS INC SHS</b>                                                      |                          |                         |                              |                   |                   |                              |                  |         |
| 27.0000                                                                        | Sale                     | 01/10/12                | 12646R105<br>05/13/13        | 24.27             | 11.56             | 0.00                         | 12.71            |         |
|                                                                                | Cash/Lieu                | 01/10/12                | 07/26/13                     | 886.66            | 401.44            | 0.00                         | 485.22           |         |
|                                                                                | <b>Security Subtotal</b> |                         |                              | <b>910.93</b>     | <b>413.00</b>     | <b>0.00</b>                  | <b>497.93</b>    |         |
| <b>DARDEN RESTAURANTS INC</b>                                                  |                          |                         |                              |                   |                   |                              |                  |         |
| 200.0000                                                                       | Sale                     | 01/10/12                | 23719A105<br>05/08/13        | 10,565.47         | 8,863.00          | 0.00                         | 1,702.47         |         |
| <b>JPMORGAN CHASE &amp; CO</b>                                                 |                          |                         |                              |                   |                   |                              |                  |         |
| 400.0000                                                                       | Sale                     | 05/22/11                | 46625H100<br>11/19/13        | 22,433.21         | 16,541.68         | 0.00                         | 5,891.53         |         |



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| 1e. Quantity                                        | Transaction Description | 1b. Date of Acquisition | 1a. Date of Sale or Exchange | 2a. Amount | 3. Cost Basis | 5. Wash Sale Loss Disallowed | Gain or (Loss) | Remarks |
|-----------------------------------------------------|-------------------------|-------------------------|------------------------------|------------|---------------|------------------------------|----------------|---------|
| METLIFE INC<br>300.0000                             | COM Sale                | 11/09/11                | 59156R108<br>07/26/13        | 14,550.50  | 9,736.68      | 0.00                         | 4,813.82       |         |
| MICROSOFT CORP<br>300.0000                          | Sale                    | 04/27/11                | 594918104<br>11/21/13        | 11,224.27  | 7,883.43      | 0.00                         | 3,340.84       |         |
| 200.0000                                            | Sale                    | 04/27/11                | 11/21/13                     | 7,482.85   | 5,256.00      | 0.00                         | 2,226.85       |         |
| Security Subtotal                                   |                         |                         |                              | 18,707.12  | 13,139.43     | 0.00                         | 5,567.69       |         |
| NEXTERA ENERGY INC SHS<br>300.0000                  | Sale                    | 04/02/12                | 65339F101<br>04/17/13        | 23,723.47  | 18,480.00     | 0.00                         | 5,243.47       |         |
| NUCOR CORPORATION<br>400.0000                       | Sale                    | 06/20/11                | 670346105<br>09/26/13        | 19,613.62  | 15,877.80     | 0.00                         | 3,735.82       |         |
| 100.0000                                            | Sale                    | 08/08/11                | 09/26/13                     | 4,903.40   | 3,245.99      | 0.00                         | 1,657.41       |         |
| 100.0000                                            | Sale                    | 08/08/11                | 09/26/13                     | 4,903.41   | 3,246.00      | 0.00                         | 1,657.41       |         |
| Security Subtotal                                   |                         |                         |                              | 29,420.43  | 22,369.79     | 0.00                         | 7,050.64       |         |
| SEALED AIR CORP (NEW)<br>200.0000                   | Sale                    | 11/09/11                | 81211K100<br>02/27/13        | 4,359.97   | 3,558.00      | 0.00                         | 801.97         |         |
| 400.0000                                            | Sale                    | 11/09/11                | 02/27/13                     | 8,719.94   | 7,120.00      | 0.00                         | 1,599.94       |         |
| 1000.0000                                           | Sale                    | 12/22/11                | 02/27/13                     | 21,799.86  | 17,005.70     | 0.00                         | 4,794.16       |         |
| Security Subtotal                                   |                         |                         |                              | 34,879.77  | 27,683.70     | 0.00                         | 7,196.07       |         |
| VALERO ENERGY CORP NEW<br>250.0000                  | Sale                    | 01/10/12                | 91913Y100<br>03/08/13        | 12,023.48  | 5,006.13      | 0.00                         | 7,017.35       |         |
| WAL-MART STORES INC<br>300.0000                     | Sale                    | 04/27/11                | 93714Z103<br>10/08/13        | 21,649.03  | 16,314.78     | 0.00                         | 5,334.25       |         |
| Covered Long Term Capital Gains and Losses Subtotal |                         |                         |                              | 245,138.75 | 178,212.66    | 0.00                         | 66,926.09      |         |

NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

 GENWORTH FINANCIAL INC  
COMPANY GUARNT  
04.950% OCT 01 2015  
25000.0000 Redemption

 CUSIP Number 37247DAF3  
07/12/10 09/16/13 27,192.75 24,937.50 2,255.25



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| 1e. Quantity                                                                                  | Transaction Description | 1b. Date of Acquisition | 1a. Date of Sale or Exchange | 2a. Amount | 3. Cost Basis | 5. Wash Sale Loss Disallowed | Gain or (Loss) | Remarks |
|-----------------------------------------------------------------------------------------------|-------------------------|-------------------------|------------------------------|------------|---------------|------------------------------|----------------|---------|
| SLM CORP<br>SERMITNA GLB<br>FLT% SEP 15 2014<br>50000 0000 Sale                               |                         |                         |                              |            |               |                              |                |         |
|                                                                                               |                         | CUSIP Number            | 78442FCW6                    |            |               |                              |                |         |
|                                                                                               |                         | 09/21/04                | 08/29/13                     | 49,250.00  | 50,000.00     | 0.00                         | (750.00)       |         |
| DARDEN RESTAURANTS INC<br>400.0000 Sale                                                       |                         | CUSIP Number            | 237194105                    |            |               |                              |                |         |
|                                                                                               |                         | 10/01/10                | 05/08/13                     | 21,130.92  | 17,048.00     | 0.00                         | 4,082.92       |         |
| EMERSON ELEC CO<br>150.0000 Sale<br>100.0000 Sale                                             |                         | CUSIP Number            | 291011104                    |            |               |                              |                |         |
|                                                                                               |                         | 01/12/09                | 03/05/13                     | 8,410.99   | 5,256.00      | 0.00                         | 3,154.99       |         |
|                                                                                               |                         | 01/12/09                | 03/05/13                     | 5,607.33   | 3,505.00      | 0.00                         | 2,102.33       |         |
|                                                                                               | Security Subtotal       |                         |                              | 14,018.32  | 8,761.00      | 0.00                         | 5,257.32       |         |
| MARKET VECTORS ETF TR<br>GOLD MINERS ETF<br>200.0000 Sale<br>100.0000 Sale                    |                         | CUSIP Number            | 57060U100                    |            |               |                              |                |         |
|                                                                                               |                         | 09/28/11                | 11/19/13                     | 4,738.72   | 11,512.00     | 0.00                         | (6,773.28)     |         |
|                                                                                               |                         | 09/28/11                | 11/19/13                     | 2,369.36   | 5,757.00      | 0.00                         | (3,387.64)     |         |
|                                                                                               | Security Subtotal       |                         |                              | 7,108.08   | 17,269.00     | 0.00                         | (10,160.92)    |         |
| KIMBERLY CLARK<br>150.0000 Sale<br>200.0000 Sale                                              |                         | CUSIP Number            | 494368703                    |            |               |                              |                |         |
|                                                                                               |                         | 02/03/09                | 03/06/13                     | 14,237.71  | 7,657.50      | 0.00                         | 6,580.21       |         |
|                                                                                               |                         | 02/03/09                | 05/08/13                     | 20,839.53  | 10,210.00     | 0.00                         | 10,629.53      |         |
|                                                                                               | Security Subtotal       |                         |                              | 35,077.24  | 17,867.50     | 0.00                         | 17,209.74      |         |
| MARATHON OIL CORP<br>300 0000 Sale                                                            |                         | CUSIP Number            | 585849106                    |            |               |                              |                |         |
|                                                                                               |                         | 01/12/09                | 08/07/13                     | 10,606.17  | 4,971.23      | 0.00                         | 5,634.94       |         |
| SLM CORP<br>SRNT<br>06.0000% DEC 15 2043<br>2000.0000 Sale                                    |                         | CUSIP Number            | 78442P304                    |            |               |                              |                |         |
|                                                                                               |                         | 12/04/03                | 08/29/13                     | 40,089.29  | 50,000.00     | 0.00                         | (9,910.71)     |         |
| MERRILL LYNCH PFD CAP TR<br>DEF INT TR ORIG PFD SECS<br>7.28% PERPETUAL CUM<br>2000.0000 Sale |                         | CUSIP Number            | 59021K205                    |            |               |                              |                |         |
|                                                                                               |                         | 10/29/98                | 11/20/13                     | 49,983.01  | 50,000.00     | 0.00                         | (16.99)        |         |



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# 2013 ANNUAL STATEMENT SUMMARY 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

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| 1e. Quantity | Transaction Description                                                                          | 1b. Date of Acquisition          | 1a. Date of Sale or Exchange     | 2a. Amount                | 3. Cost Basis             | 5. Wash Sale Loss Disallowed | Gain or (Loss)        | Remarks |
|--------------|--------------------------------------------------------------------------------------------------|----------------------------------|----------------------------------|---------------------------|---------------------------|------------------------------|-----------------------|---------|
|              | VNB CAPITAL TRUST I CLD<br>DEF INT TR PFD SECS<br>7.750% DEC 15 2031<br>708.0000 Redemption      | 10/31/01                         | 10/25/13                         | 17,700.00                 | 17,700.00                 | 0.00                         | 0.00                  |         |
|              | GENERAL ELECTRIC CAP CLD<br>PUBLIC INCOME NOTES<br>06.625% JUN 28 2032<br>165.0000 Redemption    | 06/13/02                         | 01/02/13                         | 4,125.00                  | 4,125.00                  | 0.00                         | 0.00                  |         |
|              | PREFERRED PLUS TR VER-1<br>VERIZON GLOBAL FNDG CL A<br>7.625% DEC 01 2030<br>715.0000 Sale       | 07/23/02                         | 09/16/13                         | 18,077.33                 | 17,075.00                 | 0.00                         | 202.33                |         |
|              | ROYAL BK OF SCOT GRP PLC<br>YIELD ADJ NET CSH PREF<br>7.2500% NON-CUM PFD SHSH<br>1000.0000 Sale | 02/03/99                         | 11/20/13                         | 24,485.57                 | 25,000.00                 | 0.00                         | (514.43)              |         |
|              | SLM CORP<br>CPI + 2.00%<br>VAR% MAR 15 2017<br>1000.0000 Sale                                    | 03/17/05                         | 08/29/13                         | 23,089.60                 | 25,000.00                 | 0.00                         | (1,910.40)            |         |
|              | VNB CAPITAL TRUST I<br>CLD PARENT ML#52F76<br>07.750% DEC 15 2031<br>65.0000 Redemption          | 10/31/01                         | 07/26/13                         | 1,625.00                  | 1,625.00                  | 0.00                         | 0.00                  |         |
|              | THORNBURG INTERNATIONAL<br>VALUE FUND CL I<br>238.0000 Sale<br>.6560 Sale<br>2740 Sale           | 04/13/07<br>04/13/07<br>06/18/10 | 11/19/13<br>11/19/13<br>11/19/13 | 7,470.82<br>20.59<br>8.60 | 7,394.66<br>20.36<br>6.73 | 0.00<br>0.00<br>0.00         | 76.16<br>0.23<br>1.87 |         |
|              | <b>Security Subtotal</b>                                                                         |                                  |                                  | <b>7,500.07</b>           | <b>7,421.75</b>           | <b>0.00</b>                  | <b>78.25</b>          |         |
|              | PERKINS MID CAP VALUE<br>FUND CL I<br>286.0000 Sale                                              | 02/09/11                         | 11/19/13                         | 7,484.62                  | 6,723.86                  | 0.00                         | 760.76                |         |



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| 1e. Quantity                                 | Transaction Description | 1b. Date of Acquisition | 1a. Date of Sale or Exchange | 2a. Amount | 3. Cost Basis | 5. Wash Sale Loss Disallowed | Gain or (Loss) | Remarks |
|----------------------------------------------|-------------------------|-------------------------|------------------------------|------------|---------------|------------------------------|----------------|---------|
| PIONEER OAK RIDGE SMALL CAP GROWTH FUND CL Y |                         |                         |                              |            |               |                              |                |         |
| 186.0000                                     | Sale                    | 01/12/09                | 11/19/13                     | 7,493.94   | 3,149.66      | 0.00                         | 4,344.28       |         |
| GOLDMAN SACHS GROWTH OPPORTUNITIES FD INSTL  |                         |                         |                              |            |               |                              |                |         |
| 239.0000                                     | Sale                    | 02/09/11                | 11/19/13                     | 7,483.09   | 6,049.09      | 0.00                         | 1,434.00       |         |
| .2640                                        | Sale                    | 02/09/11                | 11/19/13                     | 8.27       | 5.60          | 0.00                         | 2.67           |         |
| Security Subtotal                            |                         |                         |                              | 7,491.36   | 6,054.69      | 0.00                         | 1,436.67       |         |
| JANUS FORTY FUND CL I                        |                         |                         |                              |            |               |                              |                |         |
| 1043.0000                                    | Sale                    | 01/12/09                | 01/29/13                     | 41,542.69  | 22,502.88     | 0.00                         | 19,039.81      |         |
| 17.0000                                      | Sale                    | 12/20/11                | 01/29/13                     | 677.10     | 529.38        | 0.00                         | 147.72         |         |
| Security Subtotal                            |                         |                         |                              | 42,219.79  | 23,032.26     | 0.00                         | 19,187.53      |         |
| PIMCO REAL RETURN FUND CL P                  |                         |                         |                              |            |               |                              |                |         |
| 4325.0000                                    | Sale                    | 04/04/11                | 01/29/13                     | 52,548.75  | 49,997.00     | 0.00                         | 2,551.75       |         |
| 1.0000                                       | Sale                    | 04/29/11                | 01/29/13                     | 12.15      | 11.70         | 0.00                         | 0.45           |         |
| 15.0000                                      | Sale                    | 04/29/11                | 01/29/13                     | 182.25     | 176.10        | 0.00                         | 6.15           |         |
| 31.0000                                      | Sale                    | 05/31/11                | 01/29/13                     | 376.64     | 362.07        | 0.00                         | 14.57          |         |
| 23.0000                                      | Sale                    | 06/30/11                | 01/29/13                     | 279.45     | 268.40        | 0.00                         | 11.05          |         |
| 17.0000                                      | Sale                    | 07/29/11                | 01/29/13                     | 206.55     | 204.34        | 0.00                         | 2.21           |         |
| 1.0000                                       | Sale                    | 08/31/11                | 01/29/13                     | 12.15      | 11.92         | 0.00                         | 0.23           |         |
| 4.0000                                       | Sale                    | 08/31/11                | 01/29/13                     | 48.60      | 48.19         | 0.00                         | 0.41           |         |
| 4.0000                                       | Sale                    | 09/30/11                | 01/29/13                     | 48.60      | 47.91         | 0.00                         | 0.69           |         |
| 11.0000                                      | Sale                    | 10/31/11                | 01/29/13                     | 133.65     | 134.20        | 0.00                         | (0.55)         |         |
| 1.0000                                       | Sale                    | 11/30/11                | 01/29/13                     | 12.15      | 12.13         | 0.00                         | 0.02           |         |
| 7.0000                                       | Sale                    | 11/30/11                | 01/29/13                     | 85.05      | 85.26         | 0.00                         | (0.21)         |         |
| 87.0000                                      | Sale                    | 12/07/11                | 01/29/13                     | 1,057.05   | 1,027.46      | 0.00                         | 29.59          |         |
| 1.0000                                       | Sale                    | 12/07/11                | 01/29/13                     | 12.15      | 11.82         | 0.00                         | 0.33           |         |
| 58.0000                                      | Sale                    | 12/07/11                | 01/29/13                     | 704.70     | 684.97        | 0.00                         | 19.73          |         |
| 19.0000                                      | Sale                    | 12/28/11                | 01/29/13                     | 230.85     | 224.38        | 0.00                         | 6.47           |         |
| 4.0000                                       | Sale                    | 12/30/11                | 01/29/13                     | 48.60      | 47.16         | 0.00                         | 1.44           |         |
| Security Subtotal                            |                         |                         |                              | 55,999.34  | 53,355.07     | 0.00                         | 2,644.33       |         |
| ALLIANZ GINFI SMALL CAP VALUE FUND CL P      |                         |                         |                              |            |               |                              |                |         |
| 198.0000                                     | Sale                    | 01/12/09                | 11/19/13                     | 7,498.26   | 3,763.23      | 0.00                         | 3,735.03       |         |



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## 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

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| 1e. Quantity                                                                     | Transaction Description | 1b. Date of Acquisition | 1a. Date of Sale or Exchange | 2a. Amount        | 3. Cost Basis     | 5. Wash Sale Loss Disallowed | Gain or (Loss)    | Remarks |
|----------------------------------------------------------------------------------|-------------------------|-------------------------|------------------------------|-------------------|-------------------|------------------------------|-------------------|---------|
| <b>AMERICAN EURO PACIFIC GROWTH FUND CL F2</b>                                   |                         |                         |                              |                   |                   |                              |                   |         |
| 156.0000                                                                         | Sale                    | 01/12/09                | 11/19/13                     | 7,469.28          | 4,251.61          | 0.00                         | 3,217.67          |         |
| 3830                                                                             | Sale                    | 01/12/09                | 11/19/13                     | 18.34             | 10.23             | 0.00                         | 8.11              |         |
|                                                                                  |                         |                         |                              | <b>7,487.62</b>   | <b>4,261.84</b>   | <b>0.00</b>                  | <b>3,225.78</b>   |         |
| <b>Security Subtotal</b>                                                         |                         |                         |                              |                   |                   |                              |                   |         |
| <b>AMERICAN GROWTH FUND OF AMERICA CL F2</b>                                     |                         |                         |                              |                   |                   |                              |                   |         |
| 1410.0000                                                                        | Sale                    | 01/12/09                | 01/29/13                     | 50,844.59         | 28,374.99         | 0.00                         | 22,469.60         |         |
| 1.0000                                                                           | Sale                    | 12/22/10                | 01/29/13                     | 36.06             | 21.73             | 0.00                         | 14.33             |         |
| 32.0000                                                                          | Sale                    | 12/22/10                | 01/29/13                     | 1,153.92          | 970.24            | 0.00                         | 183.68            |         |
| 1.0000                                                                           | Sale                    | 12/21/11                | 01/29/13                     | 36.06             | 21.66             | 0.00                         | 14.40             |         |
| 15.0000                                                                          | Sale                    | 12/21/11                | 01/29/13                     | 546.90            | 426.44            | 0.00                         | 114.46            |         |
| 61.0000                                                                          | Sale                    | 12/22/09                | 01/29/13                     | 2,199.56          | 1,654.32          | 0.00                         | 545.34            |         |
|                                                                                  |                         |                         |                              | <b>54,811.19</b>  | <b>31,469.38</b>  | <b>0.00</b>                  | <b>23,341.81</b>  |         |
| <b>Security Subtotal</b>                                                         |                         |                         |                              |                   |                   |                              |                   |         |
| <b>BLACKROCK GLOBAL ALLOCATION FD INC INSTL</b>                                  |                         |                         |                              |                   |                   |                              |                   |         |
| 2255.0000                                                                        | Sale                    | 01/22/10                | 11/19/13                     | 49,993.35         | 40,184.10         | 0.00                         | 9,809.25          |         |
|                                                                                  |                         |                         |                              | <b>591,537.76</b> | <b>511,595.01</b> | <b>0.00</b>                  | <b>79,942.75</b>  |         |
| <b>Noncovered Long Term Capital Gains and Losses Subtotal</b>                    |                         |                         |                              |                   |                   |                              |                   |         |
|                                                                                  |                         |                         |                              | <b>836,676.51</b> | <b>689,807.67</b> | <b>0.00</b>                  | <b>146,868.84</b> |         |
| <b>NET LONG TERM CAPITAL GAINS AND LOSSES</b>                                    |                         |                         |                              |                   |                   |                              |                   |         |
| <b>OTHER TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)</b> |                         |                         |                              |                   |                   |                              |                   |         |
| <b>SUBURBAN PROPANE PARTNERS L.P. UNIT</b>                                       |                         |                         |                              |                   |                   |                              |                   |         |
| 500.0000                                                                         | Sale                    | 09/20/12                | 04/17/13                     | 23,364.48         | 19,722.10         | 0.00                         | N/C               |         |
| <b>ENBRIDGE ENERGY PARTNERS L.P.</b>                                             |                         |                         |                              |                   |                   |                              |                   |         |
| 1000.0000                                                                        | Sale                    | 08/09/10                | 08/01/13                     | 31,629.25         | 28,629.90         | 0.00                         | N/C               |         |



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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

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| 1e. Quantity                                             | Transaction Description | 1b. Date of Acquisition | 1a. Date of Sale or Exchange | 2a. Amount          | 3. Cost Basis    | 5. Wash Sale Loss Disallowed | Gain or (Loss) | Remarks |
|----------------------------------------------------------|-------------------------|-------------------------|------------------------------|---------------------|------------------|------------------------------|----------------|---------|
| <b>TC PIPELINES LP</b>                                   |                         |                         |                              |                     |                  |                              |                |         |
| 400.0000                                                 | Sale                    | 11/09/11                | 09/26/13                     | 19,560.03           | 18,100.76        | 0.00                         |                | N/C     |
| 100.0000                                                 | Sale                    | 06/05/12                | 09/26/13                     | 4,890.01            | 3,892.00         | 0.00                         |                | N/C     |
| 200.0000                                                 | Sale                    | 05/08/13                | 09/26/13                     | 9,780.03            | 8,884.88         | 0.00                         |                | N/C     |
| <b>Security Subtotal</b>                                 |                         |                         |                              | <b>34,230.07</b>    | <b>30,877.64</b> | <b>0.00</b>                  |                |         |
| <b>ALLIANCEBERNSTEIN HLDG LP</b>                         |                         |                         |                              |                     |                  |                              |                |         |
|                                                          |                         | CUSIP Number 01881G106  |                              |                     |                  |                              |                |         |
| 200.0000                                                 | Sale                    | 09/30/09                | 05/21/13                     | 5,295.00            | 5,468.00         | 0.00                         |                | N/C     |
| 157.0000                                                 | Sale                    | 09/30/09                | 05/21/13                     | 4,156.57            | 4,293.95         | 0.00                         |                | N/C     |
| 43.0000                                                  | Sale                    | 09/30/09                | 05/21/13                     | 1,138.42            | 1,177.34         | 0.00                         |                | N/C     |
| 100.0000                                                 | Sale                    | 09/30/09                | 05/21/13                     | 2,647.50            | 2,737.73         | 0.00                         |                | N/C     |
| 500.0000                                                 | Sale                    | 03/08/10                | 05/21/13                     | 13,237.51           | 13,859.10        | 0.00                         |                | N/C     |
| 500.0000                                                 | Sale                    | 06/29/10                | 05/21/13                     | 13,237.51           | 13,371.60        | 0.00                         |                | N/C     |
| 500.0000                                                 | Sale                    | 07/23/10                | 05/21/13                     | 13,237.52           | 13,420.00        | 0.00                         |                | N/C     |
| 500.0000                                                 | Sale                    | 09/03/10                | 05/21/13                     | 13,237.53           | 12,418.10        | 0.00                         |                | N/C     |
| <b>Security Subtotal</b>                                 |                         |                         |                              | <b>66,187.56</b>    | <b>66,745.82</b> | <b>0.00</b>                  |                |         |
| <b>PVR PARTNERS LP</b>                                   |                         |                         |                              |                     |                  |                              |                |         |
|                                                          |                         | CUSIP Number 693665107  |                              |                     |                  |                              |                |         |
| 500.0000                                                 | Sale                    | 11/28/11                | 10/29/13                     | 13,143.97           | 11,994.00        | 0.00                         |                | N/C     |
| 200.0000                                                 | Sale                    | 06/05/12                | 10/29/13                     | 5,257.59            | 4,566.00         | 0.00                         |                | N/C     |
| <b>Security Subtotal</b>                                 |                         |                         |                              | <b>18,401.56</b>    | <b>16,560.00</b> | <b>0.00</b>                  |                |         |
| <b>PIONEER OAK RIDGE SMALL CAP GROWTH FUND CL Y</b>      |                         |                         |                              |                     |                  |                              |                |         |
|                                                          |                         | CUSIP Number 723877765  |                              |                     |                  |                              |                |         |
| 0003                                                     | Sale                    | 07/23/13                | 11/19/13                     | 0.01                | N/A              | 0.00                         |                | N/A     |
| <b>Other Transactions Subtotal</b>                       |                         |                         |                              | <b>173,812.93</b>   |                  | <b>0.00</b>                  |                |         |
| <b>TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES</b> |                         |                         |                              | <b>1,235,070.12</b> |                  |                              |                |         |
| <b>TOTAL REPORTED SALES PROCEEDS</b>                     |                         |                         |                              | <b>1,235,070.12</b> |                  |                              |                |         |

N/C Results may not be calculated for transactions which involve the amortization of premium, the repayment of principal, the sale of partnership interest, derivative products purchased in the secondary market, or the determination of ordinary income and/or capital items for discount and zero-coupon issues.

N/A Results which cannot be calculated because of insufficient data in the Capital Gain (or Loss) Column and are not included in the Realized Capital Gain and Loss summary.



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# 2013 ANNUAL STATEMENT SUMMARY

## 2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

| COVERED SHORT TERM<br>GAINS/LOSSES | NONCOVERED SHORT TERM<br>GAINS/LOSSES | COVERED LONG TERM<br>GAINS/LOSSES | NONCOVERED LONG TERM<br>GAINS/LOSSES |
|------------------------------------|---------------------------------------|-----------------------------------|--------------------------------------|
| 46,585.67                          | 0.00                                  | 66,926.09                         | 79,942.75                            |

### UNREALIZED COST BASIS INFORMATION FOR SECURITIES SUBJECT TO AMORTIZATION/ACCRETION AS OF DECEMBER 31, 2013\*\*

| Security Description     | Quantity   | Date<br>Acquired | Original<br>Cost Basis | Amortization/Accretion<br>Year-To-Date | Life-To-Date | Adjusted<br>Cost Basis |
|--------------------------|------------|------------------|------------------------|----------------------------------------|--------------|------------------------|
| ALCOA INC                | 50000.0000 | 08/18/11         | 50,428.00              | (37.61)                                | (85.67)      | 50,342.33              |
| HEWLETT-PACKARD CO       | 20000.0000 | 03/04/13         | 20,152.00              | (12.89)                                | (12.89)      | 20,139.11              |
| CLIFFS NATURAL RESOURCES | 50000.0000 | 05/14/13         | 50,475.50              | (34.33)                                | (34.33)      | 50,441.17              |
| CITIGROUP INC            | 50000.0000 | 05/10/12         | 52,764.00              | (551.49)                               | (887.35)     | 51,876.65              |

Year-to-Date and Life-to-Date amortization/accretion figures are net adjustments and may include original issue discount, and/or premium or market discount adjustments, if applicable. These figures assume that you have made all elections to amortize bond premiums on a current basis. A negative figure indicates a net reduction in cost basis due to such factors as premium amortization. The adjusted cost basis reflects adjustments for amortized and/or accreted amounts. This information is provided to you in order to assist in tax preparation and is based on information available to Merrill Lynch. It may not reflect all transactions or cost adjustment methods available to you. Please consult your Tax Advisor for more information.

\*\*Please note that year-end transactions that settle in January 2014 may not be reflected in this section.



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## 2013 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

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

## 1099-B

## 2013 PROCEEDS FROM BROKER &amp; BARTER EXCHANGE TRANSACTIONS

| 1e. Quantity | Transaction Description | 1b. Date of Acquisition | 1a. Date of Sale or Exchange | 2a. Amount | 3. Cost Basis | 5. Wash Sale Loss Disallowed | Gain or (Loss) | Remarks |
|--------------|-------------------------|-------------------------|------------------------------|------------|---------------|------------------------------|----------------|---------|
|--------------|-------------------------|-------------------------|------------------------------|------------|---------------|------------------------------|----------------|---------|

## SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.

## COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)

|                                    |                   |                          |                       |           |           |      |           |  |
|------------------------------------|-------------------|--------------------------|-----------------------|-----------|-----------|------|-----------|--|
| ACTAVIS PLC SHS<br>160.0000        | Sale              | CUSIP Number<br>12/17/12 | G0083B108<br>11/11/13 | 25,622.35 | 11,830.00 | 0.00 | 13,992.35 |  |
| CSX CORP<br>200.0000               | Sale              | CUSIP Number<br>06/05/12 | 126408103<br>04/08/13 | 4,749.90  | 4,034.00  | 0.00 | 715.90    |  |
| CATERPILLAR INC DEL<br>200.0000    | Sale              | CUSIP Number<br>06/05/12 | 149123101<br>01/03/13 | 18,821.38 | 16,844.00 | 0.00 | 2,177.38  |  |
| 100.0000                           | Sale              | CUSIP Number<br>10/11/12 | 01/03/13              | 9,410.69  | 8,276.50  | 0.00 | 1,134.19  |  |
|                                    | Security Subtotal |                          |                       | 28,232.07 | 24,920.50 | 0.00 | 3,311.57  |  |
| COOPER TIRE RUBBER<br>1000.0000    | Sale              | CUSIP Number<br>10/12/12 | 216831107<br>04/29/13 | 24,437.95 | 19,640.80 | 0.00 | 4,797.95  |  |
| DU PONT E I DE NEMOURS<br>400.0000 | Sale              | CUSIP Number<br>01/03/13 | 263534109<br>06/14/13 | 21,013.59 | 18,390.28 | 0.00 | 2,623.31  |  |
| JABIL CIRCUIT INC<br>1000.0000     | Sale              | CUSIP Number<br>03/05/13 | 466313103<br>08/01/13 | 23,054.50 | 18,506.70 | 0.00 | 4,547.90  |  |



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# 2013 ANNUAL STATEMENT SUMMARY 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

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| 1e. Quantity                                                  | Transaction Description | 1b Date of Acquisition                                                                                                                                                                                                                           | 1a Date of Sale or Exchange                                                                                                                                                                                                                   | 2a. Amount                                                                                                                                                                                    | 3. Cost Basis                                                                                                                                                                                 | 5 Wash Sale Loss Disallowed                                                                                                                                  | Gain or (Loss)                                                                                                                                                                                       | Remarks |
|---------------------------------------------------------------|-------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------|
| MEDTRONIC INC<br>300.0000 Sale                                | COM                     | CUSIP Number<br>07/17/12                                                                                                                                                                                                                         | 585055106<br>05/08/13                                                                                                                                                                                                                         | 14,463.97                                                                                                                                                                                     | 11,673.00                                                                                                                                                                                     | 0.00                                                                                                                                                         | 2,790.97                                                                                                                                                                                             |         |
| PACCAR INC<br>400.0000 Sale                                   |                         | CUSIP Number<br>12/20/12                                                                                                                                                                                                                         | 693778108<br>05/08/13                                                                                                                                                                                                                         | 21,071.53                                                                                                                                                                                     | 18,016.00                                                                                                                                                                                     | 0.00                                                                                                                                                         | 3,055.53                                                                                                                                                                                             |         |
| PRUDENTIAL FINANCIAL INC<br>400.0000 Sale                     |                         | CUSIP Number<br>08/29/12                                                                                                                                                                                                                         | 744320102<br>05/08/13                                                                                                                                                                                                                         | 26,375.41                                                                                                                                                                                     | 21,701.28                                                                                                                                                                                     | 0.00                                                                                                                                                         | 4,674.13                                                                                                                                                                                             |         |
| SEALED AIR CORP (NEW)<br>300.0000 Sale                        |                         | CUSIP Number<br>06/05/12                                                                                                                                                                                                                         | 81211K100<br>02/27/13                                                                                                                                                                                                                         | 6,539.89                                                                                                                                                                                      | 4,464.00                                                                                                                                                                                      | 0.00                                                                                                                                                         | 2,075.89                                                                                                                                                                                             |         |
| JANUS FORTY FUND CL I<br>1,000 Sale<br>500 Sale<br>8,000 Sale |                         | CUSIP Number<br>12/18/12<br>12/18/12<br>12/18/12                                                                                                                                                                                                 | 47103A658<br>01/29/13<br>01/29/13                                                                                                                                                                                                             | 39.83<br>23.50<br>318.65                                                                                                                                                                      | 25.77<br>0.00<br>311.67                                                                                                                                                                       | 0.00<br>0.00<br>0.00                                                                                                                                         | 14.06<br>0.51<br>6.98                                                                                                                                                                                |         |
| Security Subtotal                                             |                         |                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                               | 381.98                                                                                                                                                                                        | 360.43                                                                                                                                                                                        | 0.00                                                                                                                                                         | 21.55                                                                                                                                                                                                |         |
| PIMCO REAL RETURN FUND<br>CL P                                |                         | CUSIP Number<br>10/31/12<br>11/30/12<br>12/12/12<br>12/12/12<br>12/12/12<br>12/27/12<br>12/27/12<br>12/31/12<br>12/31/12<br>01/31/12<br>02/29/12<br>02/29/12<br>03/30/12<br>04/30/12<br>05/31/12<br>05/31/12<br>06/29/12<br>06/29/12<br>07/31/12 | 72201M636<br>01/29/13<br>01/29/13<br>01/29/13<br>01/29/13<br>01/29/13<br>01/29/13<br>01/29/13<br>01/29/13<br>01/29/13<br>01/29/13<br>01/29/13<br>01/29/13<br>01/29/13<br>01/29/13<br>01/29/13<br>01/29/13<br>01/29/13<br>01/29/13<br>01/29/13 | 48.60<br>85.05<br>12.15<br>680.40<br>558.90<br>12.15<br>461.70<br>6.77<br>48.61<br>12.15<br>36.45<br>12.15<br>36.45<br>48.60<br>12.15<br>72.90<br>12.15<br>291.60<br>12.15<br>133.65<br>48.60 | 50.59<br>88.96<br>12.62<br>698.32<br>573.62<br>12.45<br>467.78<br>6.77<br>49.07<br>11.82<br>36.26<br>12.09<br>36.18<br>47.80<br>12.04<br>73.08<br>12.27<br>296.88<br>12.31<br>135.07<br>50.03 | 0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00 | (1.99)<br>(3.91)<br>(0.47)<br>(17.92)<br>(14.72)<br>(0.30)<br>(6.08)<br>(0.08)<br>(0.46)<br>0.33<br>0.19<br>0.06<br>0.27<br>0.80<br>6.11<br>(0.18)<br>(0.12)<br>(5.28)<br>(0.16)<br>(1.42)<br>(1.43) |         |



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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

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| 1e. Quantity                                                                   | Transaction Description                                     | 1b. Date of Acquisition | 1a. Date of Sale or Exchange | 2a. Amount        | 3. Cost Basis     | 5. Wash Sale Loss Disallowed | Gain or (Loss)   | Remarks |
|--------------------------------------------------------------------------------|-------------------------------------------------------------|-------------------------|------------------------------|-------------------|-------------------|------------------------------|------------------|---------|
| <b>PIMCO REAL RETURN FUND</b>                                                  |                                                             |                         |                              |                   |                   |                              |                  |         |
|                                                                                | CL P                                                        | CUSIP Number            | 72201M636                    |                   |                   |                              |                  |         |
| 4.0000                                                                         | Sale                                                        | 08/31/12                | 01/29/13                     | 48.60             | 49.92             | 0.00                         | (1.32)           |         |
| 1.0000                                                                         | Sale                                                        | 10/01/12                | 01/29/13                     | 12.15             | 12.45             | 0.00                         | (0.30)           |         |
| 3.0000                                                                         | Sale                                                        | 10/01/12                | 01/29/13                     | 35.45             | 37.58             | 0.00                         | (1.23)           |         |
|                                                                                | <b>Security Subtotal</b>                                    |                         |                              | <b>2,740.45</b>   | <b>2,796.06</b>   | <b>0.00</b>                  | <b>(55.61)</b>   |         |
| <b>AMERICAN GROWTH FUND</b>                                                    |                                                             |                         |                              |                   |                   |                              |                  |         |
|                                                                                | OF AMERICA CL F2                                            | CUSIP Number            | 399874825                    |                   |                   |                              |                  |         |
| 3970                                                                           | Sale                                                        | 12/20/12                | 01/29/13                     | 14.32             | 11.76             | 0.00                         | 2.56             |         |
| 10.0000                                                                        | Sale                                                        | 12/20/12                | 01/29/13                     | 360.61            | 344.60            | 0.00                         | 16.01            |         |
|                                                                                | <b>Security Subtotal</b>                                    |                         |                              | <b>374.93</b>     | <b>356.36</b>     | <b>0.00</b>                  | <b>18.57</b>     |         |
|                                                                                | <b>Covered Short Term Capital Gains and Losses Subtotal</b> |                         |                              | <b>199,058.62</b> | <b>156,488.61</b> | <b>0.00</b>                  | <b>42,570.01</b> |         |
|                                                                                | <b>NET SHORT TERM CAPITAL GAINS AND LOSSES</b>              |                         |                              | <b>199,058.62</b> | <b>156,488.61</b> | <b>0.00</b>                  | <b>42,570.01</b> |         |
| <b>LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.</b>                    |                                                             |                         |                              |                   |                   |                              |                  |         |
| <b>COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)</b> |                                                             |                         |                              |                   |                   |                              |                  |         |
| <b>AMN ELEC POWER CO</b>                                                       |                                                             |                         |                              |                   |                   |                              |                  |         |
|                                                                                | CL P                                                        | CUSIP Number            | 025537101                    |                   |                   |                              |                  |         |
| 100.0000                                                                       | Sale                                                        | 08/10/11                | 03/06/13                     | 4,746.03          | 3,497.99          | 0.00                         | 1,248.04         |         |
| 400.0000                                                                       | Sale                                                        | 08/10/11                | 03/06/13                     | 18,984.15         | 13,992.00         | 0.00                         | 4,992.15         |         |
| 500.0000                                                                       | Sale                                                        | 02/24/12                | 03/06/13                     | 23,730.19         | 18,845.00         | 0.00                         | 4,885.19         |         |
|                                                                                | <b>Security Subtotal</b>                                    |                         |                              | <b>47,460.37</b>  | <b>36,334.99</b>  | <b>0.00</b>                  | <b>11,125.38</b> |         |
| <b>CSX CORP</b>                                                                |                                                             |                         |                              |                   |                   |                              |                  |         |
|                                                                                | CL P                                                        | CUSIP Number            | 126408103                    |                   |                   |                              |                  |         |
| 500.0000                                                                       | Sale                                                        | 04/02/12                | 05/08/13                     | 11,874.73         | 10,720.00         | 0.00                         | 1,154.73         |         |
| <b>CST BRANDS INC SHS</b>                                                      |                                                             |                         |                              |                   |                   |                              |                  |         |
|                                                                                | Cash/Lieu                                                   | CUSIP Number            | 12646R105                    |                   |                   |                              |                  |         |
| 27.0000                                                                        | Sale                                                        | 01/10/12                | 05/13/13                     | 24.27             | 11.56             | 0.00                         | 12.71            |         |
|                                                                                | <b>Security Subtotal</b>                                    |                         |                              | <b>883.42</b>     | <b>401.44</b>     | <b>0.00</b>                  | <b>481.98</b>    |         |
|                                                                                | <b>DARDEN RESTAURANTS INC</b>                               |                         |                              | <b>907.69</b>     | <b>473.00</b>     | <b>0.00</b>                  | <b>434.69</b>    |         |
|                                                                                | CL P                                                        | CUSIP Number            | 237194105                    |                   |                   |                              |                  |         |
| 200.0000                                                                       | Sale                                                        | 01/10/12                | 05/08/13                     | 10,590.43         | 8,864.00          | 0.00                         | 1,726.43         |         |



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# 2013 ANNUAL STATEMENT SUMMARY

## 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

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| 1e. Quantity                                        | Transaction Description | 1b Date of Acquisition | 1a. Date of Sale or Exchange | 2a. Amount | 3. Cost Basis | 5. Wash Sale Loss Disallowed | Gain or (Loss) | Remarks |
|-----------------------------------------------------|-------------------------|------------------------|------------------------------|------------|---------------|------------------------------|----------------|---------|
| METLIFE INC 300.0000 Sale                           | COM                     | CUSIP Number 11/09/11  | 59156R108 07/26/13           | 14,538.50  | 9,727.50      | 0.00                         | 4,811.00       |         |
| MICROSOFT CORP 500 0000 Sale                        |                         | CUSIP Number 11/09/11  | 594918104 11/21/13           | 38,706.17  | 13,248.00     | 0.00                         | 5,458.17       |         |
| NEXTERA ENERGY INC SHS 300.0000 Sale                |                         | CUSIP Number 04/02/12  | 65339F101 04/17/13           | 23,730.94  | 18,490.32     | 0.00                         | 5,240.62       |         |
| SEALED AIR CORP (NEW) 600.0000 Sale                 |                         | CUSIP Number 11/09/11  | 81211K100 02/27/13           | 13,079.76  | 10,689.42     | 0.00                         | 2,390.34       |         |
| 1000.0000 Sale                                      |                         | 12/22/13               | 02/27/13                     | 21,799.61  | 17,005.40     | 0.00                         | 4,794.21       |         |
|                                                     | Security Subtotal       |                        |                              | 34,879.37  | 27,694.82     | 0.00                         | 7,184.55       |         |
| VALERO ENERGY CORP NEW 250.0000 Sale                |                         | CUSIP Number 01/10/12  | 91913Y100 03/06/13           | 11,982.26  | 5,006.13      | 0.00                         | 6,976.13       |         |
| Covered Long Term Capital Gains and Losses Subtotal |                         |                        |                              | 174,670.46 | 130,498.76    | 0.00                         | 44,171.70      |         |

## NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

|                                              |              |           |           |           |      |           |  |
|----------------------------------------------|--------------|-----------|-----------|-----------|------|-----------|--|
| MARATHON OIL CORP                            | CUSIP Number | 565849AD8 |           |           |      |           |  |
| 06.000% OCT 01 2017<br>50000.0000 Sale       | 01/13/09     | 05/14/13  | 59,050.00 | 45,322.00 | 0.00 | 13,728.00 |  |
| NYSE EURONEXT<br>NOTES                       | CUSIP Number | 629491AA9 |           |           |      |           |  |
| 04.800% JUN 28 2013<br>22000.0000 Redemption | 01/16/09     | 06/28/13  | 22,000.00 | 21,938.40 | 0.00 | 61.60     |  |
| NM PRUDENTIAL FINL INC<br>SER MTNB           | CUSIP Number | 74432QAD7 |           |           |      |           |  |
| 04 750% APR 01 2014<br>55000 0000 Sale       | 01/13/09     | 09/04/13  | 56,190.75 | 49,041.85 | 0.00 | 7,148.90  |  |
| DARDEN RESTAURANTS INC<br>400.0000 Sale      | CUSIP Number | 237194105 |           |           |      |           |  |
|                                              | 10/01/10     | 05/08/13  | 21,180.86 | 17,048.00 | 0.00 | 4,132.86  |  |



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# 2013 ANNUAL STATEMENT SUMMARY 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B

| 1e. Quantity                       | Transaction Description | 1b. Date of Acquisition | 1a. Date of Sale or Exchange | 2a. Amount               | 3. Cost Basis    | 5. Wash Sale Loss Disallowed | Cain or (Loss)   | Remarks |
|------------------------------------|-------------------------|-------------------------|------------------------------|--------------------------|------------------|------------------------------|------------------|---------|
| <b>EMERSON ELEC CO</b>             |                         |                         |                              |                          |                  |                              |                  |         |
| 400.0000                           | Sale                    | 08/25/09                | 03/05/13                     | 22,433.08                | 14,699.80        | 0.00                         | 7,733.28         |         |
| <b>KIMBERLY CLARK</b>              |                         |                         |                              |                          |                  |                              |                  |         |
| 250.0000                           | Sale                    | 02/03/09                | 05/08/13                     | 25,945.60                | 12,762.50        | 0.00                         | 13,183.10        |         |
| <b>MARATHON OIL CORP</b>           |                         |                         |                              |                          |                  |                              |                  |         |
| 400.0000                           | Sale                    | 01/12/09                | 08/07/13                     | 14,157.55                | 6,616.25         | 0.00                         | 7,541.30         |         |
| <b>PHILIP MORRIS INTL INC</b>      |                         |                         |                              |                          |                  |                              |                  |         |
| 250.0000                           | Sale                    | 04/21/03                | 03/06/13                     | 22,923.49                | 4,336.12         | 0.00                         | 18,587.37        |         |
| <b>JANUS FORTY FUND CL I</b>       |                         |                         |                              |                          |                  |                              |                  |         |
| 1344.0000                          | Sale                    | 01/12/09                | 01/29/13                     | 53,531.51                | 29,004.41        | 0.00                         | 24,527.10        |         |
| 1.0000                             | Sale                    | 01/15/09                | 01/29/13                     | 39.83                    | 21.02            | 0.00                         | 18.81            |         |
| 11.0000                            | Sale                    | 12/20/11                | 01/29/13                     | 438.13                   | 342.53           | 0.00                         | 95.60            |         |
|                                    |                         |                         |                              | <b>Security Subtotal</b> | <b>29,367.96</b> | <b>0.00</b>                  | <b>24,641.51</b> |         |
| <b>PIMCO REAL RETURN FUND CL P</b> |                         |                         |                              |                          |                  |                              |                  |         |
| 4325.0000                          | Sale                    | 04/04/11                | 01/29/13                     | 52,548.75                | 49,997.00        | 0.00                         | 2,551.75         |         |
| 1.0000                             | Sale                    | 04/29/11                | 01/29/13                     | 12.15                    | 11.70            | 0.00                         | 0.45             |         |
| 15.0000                            | Sale                    | 04/29/11                | 01/29/13                     | 182.25                   | 176.10           | 0.00                         | 6.15             |         |
| 31.0000                            | Sale                    | 05/31/11                | 01/29/13                     | 376.64                   | 362.07           | 0.00                         | 14.57            |         |
| 23.0000                            | Sale                    | 06/30/11                | 01/29/13                     | 279.45                   | 268.40           | 0.00                         | 11.05            |         |
| 17.0000                            | Sale                    | 07/29/11                | 01/29/13                     | 206.55                   | 204.34           | 0.00                         | 2.21             |         |
| 1.0000                             | Sale                    | 08/31/11                | 01/29/13                     | 12.15                    | 11.92            | 0.00                         | 0.23             |         |
| 4.0000                             | Sale                    | 08/31/11                | 01/29/13                     | 48.60                    | 48.19            | 0.00                         | 0.41             |         |
| 4.0000                             | Sale                    | 09/30/11                | 01/29/13                     | 48.60                    | 47.91            | 0.00                         | 0.69             |         |
| 11.0000                            | Sale                    | 10/31/11                | 01/29/13                     | 133.65                   | 134.20           | 0.00                         | (0.55)           |         |
| 1.0000                             | Sale                    | 11/30/11                | 01/29/13                     | 12.15                    | 12.13            | 0.00                         | 0.02             |         |
| 7.0000                             | Sale                    | 11/30/11                | 01/29/13                     | 85.05                    | 85.26            | 0.00                         | (0.21)           |         |
| 87.0000                            | Sale                    | 12/07/11                | 01/29/13                     | 1,027.05                 | 1,027.46         | 0.00                         | 29.59            |         |
| 1.0000                             | Sale                    | 12/07/11                | 01/29/13                     | 12.15                    | 11.82            | 0.00                         | 0.33             |         |
| 58.0000                            | Sale                    | 12/07/11                | 01/29/13                     | 704.70                   | 684.97           | 0.00                         | 19.73            |         |
| 19.0000                            | Sale                    | 12/28/11                | 01/29/13                     | 230.85                   | 224.38           | 0.00                         | 6.47             |         |
| 4.0000                             | Sale                    | 12/30/11                | 01/29/13                     | 46.60                    | 47.16            | 0.00                         | 1.44             |         |
|                                    |                         |                         |                              | <b>Security Subtotal</b> | <b>53,355.01</b> | <b>0.00</b>                  | <b>2,644.33</b>  |         |



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# 2013 ANNUAL STATEMENT SUMMARY 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B

| 1e Quantity                           | Transaction Description                                | 1b. Date of Acquisition | 1a. Date of Sale or Exchange | 2a. Amount | 3. Cost Basis | 5 Wash Sale Loss Disallowed | Gain or (Loss) | Remarks |
|---------------------------------------|--------------------------------------------------------|-------------------------|------------------------------|------------|---------------|-----------------------------|----------------|---------|
| AMERICAN GROWTH FUND OF AMERICA CL F2 |                                                        |                         |                              |            |               |                             |                |         |
|                                       |                                                        | CUSIP Number            | 399874825                    |            |               |                             |                |         |
|                                       | 825,0000 Sale                                          | 01/12/09                | 01/29/13                     | 29,749.50  | 16,803.67     | 0.00                        | 13,145.83      |         |
|                                       | 46,0000 Sale                                           | 12/22/09                | 01/29/13                     | 1,658.76   | 1,247.52      | 0.00                        | 411.24         |         |
|                                       | 1,0000 Sale                                            | 12/22/10                | 01/29/13                     | 36.06      | 24.62         | 0.00                        | 11.44          |         |
|                                       | 17,0000 Sale                                           | 12/22/10                | 01/29/13                     | 613.02     | 515.44        | 0.00                        | 97.58          |         |
|                                       | 1,0000 Sale                                            | 12/21/11                | 01/29/13                     | 36.06      | 20.26         | 0.00                        | 15.80          |         |
|                                       | 9,0000 Sale                                            | 12/21/11                | 01/29/13                     | 324.53     | 255.87        | 0.00                        | 68.66          |         |
|                                       | Security Subtotal                                      |                         |                              | 32,417.93  | 18,667.38     | 0.00                        | 13,750.55      |         |
|                                       | Noncovered Long Term Capital Gains and Losses Subtotal |                         |                              | 386,308.07 | 273,155.27    | 0.00                        | 113,152.80     |         |
|                                       | NET LONG TERM CAPITAL GAINS AND LOSSES                 |                         |                              | 560,978.53 | 403,654.03    | 0.00                        | 157,324.50     |         |

## OTHER TRANSACTIONS - 1099-B Line 5a. (cost basis not reported to the IRS)

|                                    |                   |              |           |           |           |      |     |  |
|------------------------------------|-------------------|--------------|-----------|-----------|-----------|------|-----|--|
| SUBURBAN PROPANE PARTNERS L P UNIT |                   |              |           |           |           |      |     |  |
|                                    |                   | CUSIP Number | 864482104 |           |           |      |     |  |
|                                    | 400,0000 Sale     | 09/20/12     | 04/17/13  | 18,664.74 | 15,773.92 | 0.00 | N/C |  |
| BUCKEYE PARTNERS L P               |                   |              |           |           |           |      |     |  |
|                                    |                   | CUSIP Number | 118230101 |           |           |      |     |  |
|                                    | 300,0000 Sale     | 08/25/09     | 04/17/13  | 18,254.23 | 13,782.00 | 0.00 | N/C |  |
|                                    | 200,0000 Sale     | 08/25/09     | 04/17/13  | 12,169.49 | 9,190.00  | 0.00 | N/C |  |
|                                    | Security Subtotal |              |           | 30,423.72 | 22,972.00 | 0.00 |     |  |
| ENBRIDGE ENERGY PARTNERS L.P.      |                   |              |           |           |           |      |     |  |
|                                    |                   | CUSIP Number | 29250R106 |           |           |      |     |  |
|                                    | 1000,0000 Sale    | 06/09/10     | 08/01/13  | 31,629.45 | 28,640.00 | 0.00 | N/C |  |
| TC PIPELINES LP                    |                   |              |           |           |           |      |     |  |
|                                    |                   | CUSIP Number | 87233Q108 |           |           |      |     |  |
|                                    | 400,0000 Sale     | 11/09/11     | 10/28/13  | 20,316.58 | 18,101.72 | 0.00 | N/C |  |
|                                    | 100,0000 Sale     | 06/05/12     | 10/28/13  | 5,079.14  | 3,883.00  | 0.00 | N/C |  |
|                                    | 200,0000 Sale     | 05/08/13     | 10/28/13  | 10,158.30 | 8,901.35  | 0.00 | N/C |  |
|                                    | Security Subtotal |              |           | 35,554.02 | 30,902.07 | 0.00 |     |  |



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# 2013 ANNUAL STATEMENT SUMMARY 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B

| 1e Quantity                      | Transaction Description            | 1b Date of Acquisition | 1a Date of Sale or Exchange | 2a Amount         | 3. Cost Basis     | 5. Wash Sale Loss Disallowed | Gain or (Loss) | Remarks |
|----------------------------------|------------------------------------|------------------------|-----------------------------|-------------------|-------------------|------------------------------|----------------|---------|
| <b>ALLIANCEBERNSTEIN HLDG LP</b> |                                    |                        |                             |                   |                   |                              |                |         |
|                                  |                                    | CUSIP Number           | 01881G106                   |                   |                   |                              |                |         |
| 200.0000                         | Sale                               | 09/30/09               | 05/21/13                    | 5,297.72          | 5,485.98          | 0.00                         | N/C            |         |
| 300.0000                         | Sale                               | 03/08/10               | 05/21/13                    | 7,946.58          | 8,306.46          | 0.00                         | N/C            |         |
| 500.0000                         | Sale                               | 06/29/10               | 05/21/13                    | 13,244.30         | 13,362.40         | 0.00                         | N/C            |         |
| 500.0000                         | Sale                               | 09/03/10               | 05/21/13                    | 13,244.31         | 12,430.00         | 0.00                         | N/C            |         |
|                                  | <b>Security Subtotal</b>           |                        |                             | <b>39,732.91</b>  | <b>39,584.84</b>  | <b>0.00</b>                  |                |         |
| <b>PVR PARTNERS LP</b>           |                                    |                        |                             |                   |                   |                              |                |         |
|                                  |                                    | CUSIP Number           | 693665101                   |                   |                   |                              |                |         |
| 400.0000                         | Sale                               | 11/28/11               | 10/29/13                    | 10,510.10         | 9,597.44          | 0.00                         | N/C            |         |
| 100.0000                         | Sale                               | 11/28/11               | 10/29/13                    | 2,627.52          | 2,403.00          | 0.00                         | N/C            |         |
| 200.0000                         | Sale                               | 06/05/12               | 10/29/13                    | 5,255.06          | 4,560.00          | 0.00                         | N/C            |         |
|                                  | <b>Security Subtotal</b>           |                        |                             | <b>18,392.68</b>  | <b>16,558.44</b>  | <b>0.00</b>                  |                |         |
|                                  | <b>Other Transactions Subtotal</b> |                        |                             | <b>174,397.52</b> | <b>154,431.27</b> | <b>0.00</b>                  |                |         |

## TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES TOTAL REPORTED SALES PROCEEDS

 934,434.67  
 934,434.67

N/C Results may not be calculated for transactions which involve the amortization of premium, the repayment of principal, the sale of partnership interest, derivative products purchased in the secondary market, or the determination of ordinary income and/or capital items for discount and zero-coupon issues.

## 2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

| COVERED SHORT TERM GAINS/LOSSES | NONCOVERED SHORT TERM GAINS/LOSSES | COVERED LONG TERM GAINS/LOSSES | NONCOVERED LONG TERM GAINS/LOSSES |
|---------------------------------|------------------------------------|--------------------------------|-----------------------------------|
| 42,570.01                       | 0.00                               | 44,171.70                      | 113,152.80                        |

## UNREALIZED COST BASIS INFORMATION FOR SECURITIES SUBJECT TO AMORTIZATION/ACCRETION AS OF DECEMBER 31, 2013\*\*

| Security Description | Quantity   | Date Acquired | Original Cost Basis | Amortization/Accretion Year-To-Date | Life-To-Date | Adjusted Cost Basis |
|----------------------|------------|---------------|---------------------|-------------------------------------|--------------|---------------------|
| HEWLETT-PACKARD CO   | 20000.0000 | 03/04/13      | 20,152.00           | (12.89)                             | (12.89)      | 20,139.11           |