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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2013Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation Thomas J and Sandra L Usher Charitable Foundation			A Employer identification number 25-6681379	
Number and street (or P.O. box number if mail is not delivered to street address) 26124 Fawnwood Court		Room/suite	B Telephone number (see instructions) 412-835-7346	
City or town Bonita Springs	State FL	ZIP code 34134		
Foreign country name	Foreign province/state/county	Foreign postal code	C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change			D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 16,184,182		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	2,757	2,967		
	4 Dividends and interest from securities	265,500	265,500		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,478,265			
	b Gross sales price for all assets on line 6a 13,007,162				
	7 Capital gain net income (from Part IV, line 2)		2,891,200		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	8,921	968			
12 Total. Add lines 1 through 11	2,755,443	3,160,635	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Other (attach schedule)				
	b Accounting fees (attach schedule)	12,557	12,557		
	c Other professional fees (attach schedule)	131,040	131,040		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	22,223	4,294		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publication				
	23 Other expenses (attach schedule)	22,419	894		
	24 Total operating and administrative expenses. Add lines 13 through 23	188,239	148,785	0	0
	25 Contributions, gifts, grants paid	1,044,582			1,044,582
26 Total expenses and disbursements. Add lines 24 and 25	1,232,821	148,785	0	1,044,582	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	1,522,622				
b Net investment income (if negative, enter -0-)		3,011,850			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2013)

SCANNED JUN 08 2014

INTERNAL REVENUE SERVICE
WASHINGTON, DC 20548
PITTSBURGH, PA 15222

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	964,540	2,514,399	2,514,399
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	11,998,205	11,953,606	13,669,783
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	12,962,745	14,468,005	16,184,182
Net Assets or Fund Balances	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons	16,427		
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	16,427	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	12,946,318	14,468,005	
Net Assets or Fund Balances	30	Total net assets or fund balances (see instructions)	12,946,318	14,468,005	
	31	Total liabilities and net assets/fund balances (see instructions)	12,962,745	14,468,005	

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	12,946,318
2	Enter amount from Part I, line 27a	2	1,522,622
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	14,468,940
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	935
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	14,468,005

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			0
b			0
c			0
d			0
e			0

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	2,891,200
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	691,212

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.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	1,505,909	15,163,828	0.099309
2011	2,081,702	16,307,994	0.127649
2010	3,925,248	18,087,586	0.217013
2009	7,251,850	19,316,225	0.375428
2008	9,264,663	37,445,092	0.247420

2	Total of line 1, column (d)	2	1.066819
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.213364
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	15,321,981
5	Multiply line 4 by line 3	5	3,269,159
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	30,119
7	Add lines 5 and 6	7	3,299,278
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	1,044,582

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	60,237
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	60,237
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	60,237
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	52,000
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	52,000
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	8
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	8,245
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► Roy J Roscoe Telephone no ► (412) 835-7346 Located at ► 400 Manordale Road Pittsburgh PA ZIP+4 ► 15241			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes X	No X

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

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

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

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

5a During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (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) (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐ c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? 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? b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	☐ Yes ☒ No ☐ Yes ☒ No ☐ Yes ☒ No ☐ Yes ☒ No ☐ Yes ☒ No ☐ Yes ☒ No ☐ Yes ☐ No ☐ Yes ☒ No ☐ Yes ☐ No ☐ Yes ☒ No ☐ Yes ☒ No	5b N/A 6b 7b N/A
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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
Thomas J. Usher 26124 Fawnwood Ct Bonita Springs I, FL 34134	Trustee 3 00			
Sandra L. Usher 26124 Fawnwood Ct Bonita Springs, FL 34134	Trustee 00			

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

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

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



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
PNC Bank (Hawthorn) 620 Liberty Avenue, Pittsburgh, PA 15222	Management & investment advisory	60,879

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 The Foundation's sole charitable activity consists of distributing income and principal to 501(c)(3) organizations. In the 2013 calendar year it contributed \$1,044,582 of funds to approximately 140 different charities

2

3

4

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 None

2

All other program-related investments See instructions

3

Total. Add lines 1 through 3



0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	12,585,049
b	Average of monthly cash balances	1b	2,970,262
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	15,555,311
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	15,555,311
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	233,330
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	15,321,981
6	Minimum investment return. Enter 5% of line 5	6	766,099

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	766,099
2a	Tax on investment income for 2013 from Part VI, line 5	2a	60,237
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	60,237
3	Distributable amount before adjustments Subtract line 2c from line 1	3	705,862
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	705,862
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	705,862

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	1,044,582
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,044,582
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	1,044,582

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				705,862
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008	7,404,942			
b From 2009	6,289,709			
c From 2010	3,032,319			
d From 2011	1,288,854			
e From 2012	765,585			
f Total of lines 3a through e	18,781,409			
4 Qualifying distributions for 2013 from Part XII, line 4: \$ 1,044,582				
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				705,862
e Remaining amount distributed out of corpus	338,720			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	19,120,129			
b Prior years' undistributed income: Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2012: Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2013: Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	7,404,942			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	11,715,187			
10 Analysis of line 9:				
a Excess from 2009	6,289,709			
b Excess from 2010	3,032,319			
c Excess from 2011	1,288,854			
d Excess from 2012	765,585			
e Excess from 2013	338,720			

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

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

Thomas J Usher

- 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 or e-mail address of the person to whom applications should be addressed
- b** The form in which applications should be submitted and information and materials they should include
- c** Any submission deadlines
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Schedule Attached of which \$ 1,044,582 are contributions and \$ 1,800 for golf outing at Junior Achievement as participant in event		PC	exempt function	1,044,582
Total			▶ 3a	1,044,582
b <i>Approved for future payment</i>				
Total			▶ 3b	0

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	
a	Transfers from the reporting foundation to a noncharitable exempt organization of	
	(1) Cash	1
	(2) Other assets	1
b	Other transactions	
	(1) Sales of assets to a noncharitable exempt organization	1
	(2) Purchases of assets from a noncharitable exempt organization	1
	(3) Rental of facilities, equipment, or other assets	1
	(4) Reimbursement arrangements	1
	(5) Loans or loan guarantees	1
	(6) Performance of services or membership or fundraising solicitations	1
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received	

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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

**Sign
Here**

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

Signature of officer or trustee

5/12/14
Date

Trustee	Title
---------	-------

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Roy J Roscoe, Esq

Preparer's signature

Roy J. Roscoe, Esq.

Date

5/11/2014

Check ☒ if self-employed

PTIN

P00639326

Firm's name ► Roy J Roscoe

Firm's address ► 400 Manordale Road, Pittsburgh, PA 15241

Firm's EIN ► 21-1304540

Phone no	(412) 835-7346
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Schedule K-1

Schedule K-1

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals		
											Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
	Long Term CG Distributions	Amount									13,007,162	10,528,897	2,478,265
	Short Term CG Distributions	3,601									0	0	0
1	X Hawthorne-Schedule One				1/1/2013	P	12/31/2013	3,295,070	3,165,108				129,962
2	X Hawthorne-Schedule One				12/1/2012	P	12/31/2013	5,475,826	4,279,644				1,196,182
3	X Merrill Lynch-Schedule Two				12/1/2012	P	12/31/2013	2,345,700	1,615,378				730,322
4	X Merrill Lynch-Schedule Two				1/1/2013	P	12/31/2013	1,606,826	1,288,884				317,942
5	X Adams Partnership Sch Three				12/1/2012	P	12/31/2013	0	179,883				-179,883
6	X Meakem Partnership Sch Four				12/1/2012	P	12/31/2013	6,649					6,649
7	X Meakem				1/1/2013	P	12/31/2013	273,490					273,490

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

		8,921	968	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Proceeds Class Actions settlements	804	804	
2	Fractional share share	7	7	
3	Long-term capital gain-Merrill Lynch	29	29	
4	Short-term capital gain-Merrill Lynch	128	128	
5	IRS refund	7,953	0	

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

		12,557	12,557	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Roy J Roscoe	11,000	11,000		
2	Other accounting/tax preparation	1,557	1,557		

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

		131,040	131,040	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	PNC Bank (Hawthorn)	60,879	60,879		
2	Merrill Lynch	37,204	37,204		
3	Meaken/Becker Limited Partnership	10,957	10,957		
4	Adams Capital	22,000	22,000		

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

		22,223	4,294	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	U S excise tax of investment income	17,929			
2	Foreign withholding taxes	4,294	4,294		

Part I, Line 23 (990-PF) - Other Expenses

		22,419	894	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Class action filing fees	75	75		
2	Processing fees on foreign dividends	819	819		
3	Independent contractor services	13,200			
4	General & administrative	1,512			
5	Participant in golf outing	1,800			
6	Bad debt	5,013			

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

		11,998,205	11,953,603	13,669,783
		Book Value	Book Value	FMV
		Beg of Year	End of Year	End of Year
Asset Description	Basis of Valuation			
1 PNC Bank (Hawthorn)	AT COST	7,273,667	7,864,883	8,990,928
2 Merrill Lynch	AT COST	3,367,191	3,059,987	3,650,122
3 Meakem/Becker	AT COST	478,648	277,075	277,075
4 Adams Capital	AT COST	878,699	751,658	751,658

Part II, Line 20 (990-PF) - Loans from Officers, Directors, Trustees, Other Disqualified Persons

Name of Lender		Title	Original Amount	Balance Due Beg of Year	Balance Due End of Year	Security Provided	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Purpose of Loan	Consideration Description	Fair Market Value of Consideration
1	Thomas J. Usher	Foundation Md	16,427	16,427	16,427	0/none	February 14 & 2	demand	on demand	0-	to cover overcrafts	none	none

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

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

1	<u>Hawthorn carrying value adjustments</u>	1	<u>748</u>
2	<u>Adams Capital carrying value adjustment</u>	2	<u>187</u>
3	<u>Total</u>	3	<u>935</u>

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

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account	Explanation
1	Thomas J Usher		26124 Fawnwood Ct	Bonita Springs I	FL	34134		Trustee	300				
2	Sandra L Usher		26124 Fawnwood Ct	Bonita Springs	FL	34134		Trustee	000				

Thomas J. and Sandra L. Usher Charitable Foundation
25-6681379
Form 990-PF
2013

Part IV Capital Gains and Losses for Tax on Investment Income

Line 1(a) thru 1(d)

SCHEDULE 1
OF
CAPITAL GAINS AND LOSSES
Hawthorne

BANK 12
REGION 10
OFFICE 042

- TRANSACTION-
DESCRIPTION

DATE 02/17/14
TIME 14:18
PAGE 0028

-TRANSACTION-
DESCRIPTION

-CODES-
TRAN TAX INDV

HISTORY

INCOME

- C A S H -

PRINCIPAL

INVEST/UNITS

TOTALS FOR TAX CODE 081 LONG TERM CAPITAL GAIN DISTRIBUTION

TOTALS FOR TAX CODE 830 SALES

TOTALS FOR TAX CODE 841 OPTION WRITE OFF
TOTALS FOR TAX CODE 831 SALES-COLLECTIVE FUNDS

5,197,202.75	4,437,498.81-P
27,111.82	31,307.89-
30,000.00	31,207.81-P
MAIN ACCT. SUB TOTAL	4,500,014.51-
MAP # 552	39,028.33-
MAP # 566	129,781.12-
MAP # 633	1,546,900.52-
MAP # 640	405,692.73-
MAP # 672	165,322.72-
MAP # 710	223,810.90-
MAP # 878	504,005.65-
TOTALS	7,505,556.48-

GAIN ON CANCELLED SALE

NET TOTAL

LIT CAP. GAIN DIST.

TOTAL GAIN FOR PAGE 1 LINE 60

827.89

1,326,143.90

3601.15

1,329,745.05

REPORT: TMS-TX-23
BANK 12 PNC BANK (12)
REGION 10 PITTSBURGH
OFFICE 042 HAWTHORN

GAIN/LOSS FEDERAL REPORT INTERNAL USE ONLY
ACCOUNT 3961584 USHER CHARITABLE FOUNDATION IMA
FROM: 01/01/13 TO: 12/31/13

PAGE: 77
RUN DATE: 05/09/14

TAX CODE	OR-OFF SERIAL	SEQ LOT#	DATES	ACQUIRED	TRADE	UNITS	PROCEEDS	TAX COST	FEDERAL G/L	STATE G/L
ASSET 983919101	(CONT'D)					215.000	9,453.78	10,117.64	663.86	.00
TOTAL-SHORT										

ASSET 98418R100 XINYI GLASS HLDGS LTD

830	710	42002-00055	00000	06/22/12	07/08/13	39.000	602.15	432.16	169.99	.00
830	710	42002-00055	00000	06/25/12	07/08/13	26.000	401.43	286.03	115.40	.00
830	710	42077-00002	00000	06/25/12	09/19/13	266.000	4,771.42	2,926.29	1,845.13	.00
TOTAL-LONG										

TOTAL-SHORT

ASSET 98462Y100 YAMANA GOLD INC

830	640	41901-00011	00000	05/18/12	03/26/13	123.000	1,848.65	1,677.41	171.24	.00
TOTAL-SHORT										

TOTAL-LONG

ASSET 98954A107 ZILLOW INC

830	672	42002-00099	00000	11/05/12	07/08/13	12.000	706.18	416.70	289.48	.00
TOTAL-SHORT										

TOTAL-LONG

LISTED SALES-TOTAL SHORT
LONG

CAPITAL GAIN DISTRIBUTIONS

71,921.467	3295,069.69	3134,255.31
448,290.310	5475,826.47	3995,386.44

3,601.15	3,601.15	3,601.15
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8804,588.56 (7162,506.26) = 1,642,082.30

CAPITAL GAIN DISTRIBUTION SHOWN ABOVE
NET OF TAX CODE 841 OPTION WRITE OFFS
3,601.15
(4196.07)

GAIN FOR PAGE 1 LINE 7

1,641,487.38

Thomas J. and Sandra L. Usher Charitable Foundation
25-6681379
Form 990-PF
2013

Part IV Capital Gains and Losses for Tax on Investment Income

Line 1(a) thru 1(d)

SCHEDULE 2
OF
CAPITAL GAINS AND LOSSES
Merrill Lynch Account

THOMAS J USHER TTEE

Account Number. 848-19300

YOUR CMA FOR TRUST TRANSACTIONS

November 30, 2013 - December 31, 2013

SECURITY TRANSACTIONS (continued) TRANSACTIONS CONDUCTED PER THE APPLICABLE WRITTEN AGREEMENT

Settlement Date	Trade Date	Description	Transaction Type	Quantity	Unit Price	Debit	Credit	Accrued Interest Earned/(Paid)
12/04	11/29	■ O M GROUP INC PER ADVISORY AGREEMENT EXECUTED 100% AGENCY PRICE SHOWN IS AVERAGE PRICE DETAILS REGARDING ACTUAL PRICES, REMUNERATION AND THE CAPACITY IN WHICH ML ACTED ARE AVAILABLE UPON REQUEST. ML ACTED AS AGENT CUS NO 670872100 SEC NO 57AE7 PRINCIPAL 5961 63 TRN FEE 0 10	Sale	-179	33.3052		5,961.53	
12/05	12/02	■ O M GROUP INC PER ADVISORY AGREEMENT EXECUTED 100% AGENCY PRICE SHOWN IS AVERAGE PRICE DETAILS REGARDING ACTUAL PRICES, REMUNERATION AND THE CAPACITY IN WHICH ML ACTED ARE AVAILABLE UPON REQUEST. ML ACTED AS AGENT CUS NO 670872100 SEC NO 57AE7 PRINCIPAL 2915 33 TRN FEE 0.05	Sale	-89	32.7565		2,915.28	
Subtotal (Sales)						80,508.89	35,768.81	
TOTAL						80,508.89	35,768.81	

REALIZED GAINS/(LOSSES)

Description	Quantity	Acquired Date	Liquidation Date	Sale Amount	Cost Basis	This Statement	Gains/(Losses) * Year to Date
ARCHER DANIELS MIDLD							
Subtotal (Long-Term)	245.0000	06/14/11	11/27/13	10,129.37	7,374.33	2,755.04	730,322.78
O M GROUP INC	256.0000	03/22/13	11/26/13	8,376.12	6,144.74	2,231.38	
O M GROUP INC	256.0000	03/22/13	11/27/13	8,386.51	6,144.74	2,241.77	
O M GROUP INC	179.0000	03/22/13	11/29/13	5,961.53	4,296.52	1,665.01	

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THOMAS J USHER TTEE

Account Number 848-19300

YOUR CMA FOR TRUST TRANSACTIONS

November 30, 2013 - December 31, 2013

REALIZED GAINS/(LOSSES) (continued)

Description	Quantity	Acquired Date	Liquidation Date	Sale Amount	Cost Basis	This Statement	Gains/(Losses) * Year to Date
OM GROUP INC	89.0000	03/22/13	12/02/13	2,915.28	2,136.26	779.02	
Subtotal (Short-Term)						6,917.18	317,941.26
TOTAL				35,768.81	26,096.59	9,672.22	1,048,264.04

* - Excludes transactions for which we have insufficient data

The capital gains and losses shown above may not reflect all transactions which must be reported on your 2013 tax return. These reportable transactions will appear on your January statement.

UNSETTLED TRADES

Trade Date	Settlement Date	Description	Symbol/ Cusip	Transaction Type	Quantity	Price	Amount
12/30	01/03	MYRIAD GENETICS INC	MYGN	Purchase	524	20.7008	(10,847.22)
NET TOTAL							(10,847.22)

CASH/OTHER TRANSACTIONS

Date	Transaction Type	Quantity	Description	Debit	Credit
12/03	Fgn Div Tax		TEVA PHARMACTCL INDS ADR	97.22	
			NON-RECLAIMABLE TAX		
			PAY DATE 12/03/2013		
	Subtotal (Other Debits/Credits)			97.22	
	NET TOTAL			97.22	

YOUR CMA FOR TRUST MONEY ACCOUNT TRANSACTIONS

Date	Description	Withdrawals	Deposits	Date	Description	Withdrawals	Deposits
12/03	ML BANK DEPOSIT PROGRAM		8,671.00	12/16	ML BANK DEPOSIT PROGRAM		729.00
12/04	ML BANK DEPOSIT PROGRAM		12,176.00	12/17	ML BANK DEPOSIT PROGRAM	13,052.00	

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Account No.
848-19300

Taxpayer No.
XX-XXX1379

Page
7 of 24

THOMAS J USHER TTEE

2013 TAX REPORTING STATEMENT

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) but the adjusted basis will not be transmitted to the IRS.

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 & BARTER EXCHANGE TRANSACTIONS

(OMB NO. 1545-0715)

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)

ABERCROMBIE & FITCH CO	427,000	Sale	06/04/12	01/10/13	20,345.45	13,643.68	0.00	6,701.77	
	511,000	Sale	06/04/12	02/08/13	25,963.64	16,327.67	0.00	9,635.97	
	132,000	Sale	06/04/12	02/22/13	6,157.43	4,217.72	0.00	1,939.71	
	619,000	Sale	08/02/12	02/22/13	28,874.66	17,899.74	0.00	10,974.92	
	833,000	Sale	08/02/12	03/05/13	38,949.95	24,088.03	0.00	14,861.92	
	198,000	Sale	09/20/12	03/05/13	9,258.22	7,595.46	0.00	1,662.76	
Security Subtotal					129,549.35	83,772.30	0.00	45,777.05	
AGILENT TECHNOLOGIES INC	865,000	Sale	05/30/12	05/23/13	39,600.74	35,656.34	0.00	3,944.40	
	740,000	Sale	07/26/12	05/23/13	33,878.09	27,114.71	0.00	6,763.38	
	341,000	Sale	08/06/12	05/23/13	15,611.39	13,465.78	0.00	2,145.61	
	88,000	Sale	08/16/12	05/23/13	4,028.75	3,329.86	0.00	698.89	
Security Subtotal					93,118.97	79,566.69	0.00	13,552.28	

THOMAS J USHER TTEE

2013 TAX REPORTING STATEMENT

(OMB NO. 1545-0715)

1099-B

2013 PROCEEDS FROM BROKER & 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
ATLAS AIR WORLDWIDE HLDS								
	NEW COM STOC							
739 0000	Sale	08/03/12	05/23/13	33,387.29	36,681.15	0.00	(3,293.86)	
327 0000	Sale	11/21/12	05/23/13	14,773.55	13,766.11	0.00	1,007.44	
	Security Subtotal			48,160.84	50,447.26	0.00	(2,286.42)	
AVERY DENNISON CORP								
1026 0000	Sale	02/02/12	05/3611109	36,750.19	29,572.30	0.00	7,177.89	
196 0000	Sale	03/06/12	02/08/13	7,700.38	5,667.97	0.00	2,032.41	
644 0000	Sale	03/16/12	03/15/13	27,829.71	19,308.73	0.00	8,520.98	
	Security Subtotal			72,280.28	54,549.00	0.00	17,731.28	
4VNET INC								
1439 0000	Sale	10/19/12	053807103	48,596.63	40,173.86	0.00	8,422.77	
678 0000	Sale	12/06/12	05/23/13	22,896.81	20,436.41	0.00	2,460.40	
292 0000	Sale	12/18/12	05/23/13	9,861.17	9,096.00	0.00	765.17	
	Security Subtotal			81,354.61	69,706.27	0.00	11,648.34	
3P PLC								
710 0000	SPON ADR Sale	06/22/12	055622104	30,964.55	27,040.14	0.00	3,924.41	
3IG LOTS INC								
1318 0000	COM Sale	08/30/12	089302103	50,494.33	39,986.93	0.00	10,507.40	
830 0000	Sale	10/24/12	05/23/13	31,798.41	23,856.81	0.00	7,941.60	
302 0000	Sale	12/04/12	05/23/13	11,570.03	9,166.28	0.00	2,403.75	
	Security Subtotal			93,862.77	73,009.82	0.00	20,852.95	
ATON CORP PLC								
1455 0000	Sale	12/04/12	G29183103	99,438.50	75,130.38	0.00	24,308.12	
ENL DYNAMICS CORP								
495 0000	COM Sale	09/26/12	369550108	38,184.73	33,201.88	0.00	4,982.85	
IARTFORD FINL SVCS GROUP								
2558 0000	Sale	03/06/13	416515104	77,795.36	62,534.66	0.00	15,260.70	



THOMAS J USHER TTEE

2013 TAX REPORTING STATEMENT

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

(OMB NO. 1545-0715)

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Exchange	2a Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
	HEALTH MGMT ASSOCS INC A	CUSIP Number	421933102					
4771 0000	Sale	11/07/12	05/23/13	51,978.66	39,597.39	0.00	12,381.27	
1125 0000	Sale	11/08/12	05/23/13	12,256.55	9,116.21	0.00	3,140.34	
	Security Subtotal			64,235.21	48,713.60	0.00	15,521.61	
	JOHNSON CONTROLS INC	CUSIP Number	478366107					
1170 0000	Sale	05/30/12	05/23/13	43,408.58	35,677.28	0.00	7,731.30	
1030 0000	Sale	07/19/12	05/23/13	38,214.40	26,916.58	0.00	11,297.82	
	Security Subtotal			81,622.98	62,593.86	0.00	19,029.12	
	KEYCORP NEW COM	CUSIP Number	493267108					
2637 0000	Sale	01/16/13	05/23/13	28,011.57	24,092.95	0.00	3,918.62	
2404 0000	Sale	01/25/13	05/23/13	25,536.52	22,333.16	0.00	3,203.36	
2080 0000	Sale	03/12/13	05/23/13	22,094.84	20,532.51	0.00	1,562.33	
	Security Subtotal			75,642.93	66,958.62	0.00	8,684.31	
	KENNAMETAL INC	CUSIP Number	489170100					
589 0000	Sale	12/14/12	05/23/13	25,232.43	23,219.68	0.00	2,012.75	
517 0000	Sale	12/18/12	05/23/13	22,148.00	21,105.23	0.00	1,042.77	
800 0000	Sale	03/14/13	05/23/13	34,271.57	33,156.64	0.00	1,114.93	
	Security Subtotal			81,652.00	77,481.55	0.00	4,170.45	
	O M GROUP INC	CUSIP Number	670872100					
946 0000	Sale	01/22/13	05/23/13	27,303.82	24,493.08	0.00	2,810.74	
764 0000	Sale	02/04/13	05/23/13	22,050.87	20,993.19	0.00	1,057.68	
283 0000	Sale	03/22/13	05/23/13	8,168.07	6,792.82	0.00	1,375.25	
231 0000	Sale	03/22/13	10/18/13	7,849.75	5,544.67	0.00	2,305.08	
78 0000	Sale	03/22/13	10/21/13	2,664.15	1,872.23	0.00	791.92	
256 0000	Sale	03/22/13	11/26/13	8,376.12	6,144.74	0.00	2,231.38	
256 0000	Sale	03/22/13	11/27/13	8,386.51	6,144.74	0.00	2,241.77	
179 0000	Sale	03/22/13	11/29/13	5,961.53	4,296.52	0.00	1,665.01	
89 0000	Sale	03/22/13	12/02/13	2,915.28	2,136.26	0.00	779.02	
	Security Subtotal			93,676.10	78,418.25	0.00	15,257.85	
	QUALITY SYSTEMS INC	CUSIP Number	747582104					
1240 0000	Sale	10/19/12	05/23/13	23,299.19	22,467.06	0.00	832.13	
724 0000	Sale	01/11/13	05/23/13	13,603.73	12,961.85	0.00	641.88	
	Security Subtotal			36,902.92	35,428.91	0.00	1,474.01	

THOMAS J USHER TTEE

2013 TAX REPORTING STATEMENT

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715)

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
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RIO TINTO PLC SPNSRD ADR		CUSIP Number	767204100					
786 0000 Sale		09/20/12	05/23/13	34,696.58	39,618.80	0.00	(4,922.22)	

SEALED AIR CORP (NEW)		CUSIP Number	81211K100					
1246.0000 Sale		08/03/12	05/23/13	29,734.66	16,689.67	0.00	13,044.99	
601.0000 Sale		08/03/12	06/24/13	13,727.86	8,050.16	0.00	5,677.70	
87.0000 Sale		09/20/12	08/28/13	2,469.80	1,413.09	0.00	1,056.71	
843 0000 Sale		09/20/12	09/12/13	25,111.01	13,692.34	0.00	11,418.67	

Security Subtotal

71,043.33

39,845.26

0.00

31,198.07

TRUE RELIGION APPAREL IN		CUSIP Number	89784N104					
961 0000 Sale		12/13/12	05/23/13	30,501.80	23,624.36	0.00	6,877.44	
684.0000 Sale		12/26/12	05/23/13	21,709.92	16,852.26	0.00	4,857.66	
138.0000 Sale		12/27/12	05/23/13	4,380.08	3,399.64	0.00	980.44	
47.0000 Exchange		12/27/12	07/31/13	1,503.99	1,157.85	0.00	346.14	
613 0000 Exchange		01/10/13	07/31/13	19,616.00	15,151.15	0.00	4,464.85	
148 0000 Exchange		02/14/13	07/31/13	4,736.00	4,085.32	0.00	650.68	
189.0000 Exchange		03/22/13	07/31/13	6,048.01	4,979.55	0.00	1,068.46	

Security Subtotal

88,495.80

69,250.13

0.00

19,245.67

TEREX CORP DEL NEW COM		CUSIP Number	880779103					
472 0000 Sale		05/30/12	05/23/13	16,085.53	8,306.63	0.00	7,778.90	

VERIFONE SYSTEMS INC		CUSIP Number	92342Y109					
1423.0000 Sale		03/05/13	05/23/13	33,775.88	27,067.45	0.00	6,708.43	
930 0000 Sale		03/06/13	05/23/13	22,074.18	20,184.53	0.00	1,889.65	
1115.0000 Sale		03/22/13	05/23/13	26,465.29	23,459.04	0.00	3,006.25	
274.0000 Sale		04/03/13	05/23/13	6,503.59	5,832.69	0.00	670.90	

Security Subtotal

88,818.94

76,543.71

0.00

12,275.23

WELLPOINT INC		CUSIP Number	94973V107					
700.0000 Sale		07/31/12	05/23/13	54,622.63	38,084.69	0.00	16,537.94	
701 0000 Sale		08/06/12	05/23/13	54,700.68	38,446.35	0.00	16,254.33	
4 0000 Sale		09/20/12	05/23/13	312.13	235.44	0.00	76.69	

Security Subtotal

109,635.44

76,766.48

0.00

32,868.96

Covered Short Term Capital Gains and Losses Subtotal

1,607,217.72

1,288,884.20

0.00

318,333.52





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THOMAS J USHER TTEE

2013 TAX REPORTING STATEMENT

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

(OMB NO. 1545-0715)

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
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NET SHORT TERM CAPITAL GAINS AND LOSSES

1,607,217.72	1,288,884.20	0.00	318,333.52
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LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.

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

ATLAS AIR WORLDWIDE HLDS
NEW COM STOC
CUSIP Number 049164205

03/19/12	8,312.93	8,921.74	608.81 (W)	0.00
03/20/12	28,372.42	30,558.35	2,185.93 (W)	0.00
03/20/12	1,039.12	1,119.18	0.00	(80.06)
Security Subtotal	37,724.47	40,599.27	2,794.74	(80.06)

ASPEN INSURANCE HLDS LTD

CUSIP Number G05384105

08/09/11	59,334.17	39,005.26	0.00	20,328.91
08/09/11	119.33	72.77	0.00	46.56
08/18/11	43,318.25	27,246.89	0.00	16,071.36
Security Subtotal	102,771.75	66,324.92	0.00	36,446.83

AECOM TECH CORP

CUSIP Number 00766T100

08/18/11	7,544.59	4,820.14	0.00	2,724.45
08/18/11	30,602.39	18,713.47	0.00	11,888.92
08/18/11	16,097.27	10,547.60	0.00	5,549.67
09/13/11	4,558.01	3,352.41	0.00	1,205.60
09/13/11	18,235.27	13,027.73	0.00	5,207.54
09/13/11	19,200.30	13,133.82	0.00	6,066.48
11/18/11	27,172.00	18,333.19	0.00	8,838.81
11/18/11	6,481.22	4,478.66	0.00	2,002.56
11/18/11	25,760.03	16,847.28	0.00	8,912.75
Security Subtotal	155,651.08	103,254.30	0.00	52,396.78

ARCHER DANIELS MIDLD

CUSIP Number 039483102

02/11/11	24,741.21	26,158.57	0.00	(1,417.36)
02/11/11	10,902.62	9,696.40	0.00	1,206.22
06/14/11	284.77	210.70	0.00	74.07
06/14/11	10,129.37	7,374.33	0.00	2,755.04
Security Subtotal	46,057.97	43,440.00	0.00	2,617.97

THOMAS J USHER TTEE

2013 TAX REPORTING STATEMENT

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

(OMB NO. 1545-0715)

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
AVERY DENNISON CORP								
408 0000	Sale	02/02/12	05/26/11/109	16,029.34	11,759.74	0.00	4,269.60	
647 0000	Sale	03/06/12	02/08/13	27,575.36	18,710.07	0.00	8,865.29	
517 0000	Sale	03/06/12	03/12/13	22,341.55	14,950.71	0.00	7,390.84	
	Security Subtotal			65,946.25	45,420.52	0.00	20,525.73	
BAKER HUGHES INC								
743 0000	Sale	01/09/12	05/22/4107	34,967.05	37,936.32	0.00	(2,969.27)	
175 0000	Sale	01/12/12	05/23/13	8,235.85	8,572.76	0.00	(336.91)	
	Security Subtotal			43,202.90	46,509.08	0.00	(3,306.18)	
BARNES GROUP INC DE \$.01								
1874 0000	Sale	02/24/11	06/7806109	56,201.96	38,987.45	0.00	17,214.51	
809 0000	Sale	05/03/11	05/23/13	24,262.22	20,075.74	0.00	4,186.48	
410 0000	Sale	05/03/11	08/06/13	13,486.46	10,174.35	0.00	3,312.11	
57 0000	Sale	06/15/11	08/06/13	1,874.95	1,281.51	0.00	593.44	
350 0000	Sale	06/15/11	10/11/13	12,656.90	7,868.91	0.00	4,787.99	
48 0000	Sale	06/15/11	10/14/13	1,727.29	1,079.16	0.00	648.13	
232 0000	Sale	06/15/11	10/28/13	8,275.37	5,215.97	0.00	3,059.40	
112 0000	Sale	06/15/11	11/15/13	4,029.60	2,518.05	0.00	1,511.55	
149 0000	Sale	08/11/11	11/15/13	5,360.81	3,202.61	0.00	2,158.20	
	Security Subtotal			127,875.56	90,403.75	0.00	37,471.81	
COMMUNITY HEALTH SYS NEW								
595 0000	Sale	05/06/11	203668108	27,209.10	17,902.00	0.00	9,307.10	
580 0000	Sale	06/14/11	05/08/13	26,523.16	15,275.87	0.00	11,247.29	
100 0000	Sale	06/14/11	05/23/13	4,344.92	2,633.77	0.00	1,711.15	
936 0000	Sale	08/04/11	05/23/13	40,668.49	21,489.16	0.00	19,179.33	
790 0000	Sale	08/11/11	05/23/13	34,324.91	15,286.10	0.00	19,038.81	
	Security Subtotal			133,070.58	72,586.90	0.00	60,483.68	
FIRST NIAGARA FINL GROUP INC NEW								
4169 0000	Sale	01/26/12	05/23/13	40,939.28	40,197.08	0.00	742.20	
4447 0000	Sale	03/05/12	05/23/13	43,669.22	42,496.87	0.00	1,172.35	
791 0000	Sale	04/19/12	05/23/13	7,767.57	7,301.40	0.00	466.17	
	Security Subtotal			92,376.07	89,995.35	0.00	2,380.72	





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THOMAS J USHER TTEE

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2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

(OMB NO. 1545-0715)

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
HOSPIRA INC								
1287.0000	Sale	12/12/11	05/23/13	45,291.83	35,733.94	0.00	9,557.89	
481.0000	Sale	01/12/12	05/23/13	16,927.25	15,486.42	0.00	1,440.83	
55.0000	Sale	01/12/12	08/06/13	2,261.82	1,770.80	0.00	491.02	
342.0000	Sale	03/26/12	08/06/13	14,064.41	12,788.88	0.00	1,275.53	
86.0000	Sale	03/26/12	09/04/13	3,321.09	3,215.92	0.00	105.17	
105.0000	Sale	05/16/12	09/04/13	4,054.84	3,455.75	0.00	599.09	
Security Subtotal				85,921.24	72,451.71	0.00	13,469.53	
HEALTH MGMT ASSOCS INC A								
3722.0000	Sale	11/08/12	42/1933102	49,274.33	30,160.49	0.00	19,113.84	
INTL PAPER CO								
1381.0000	Sale	03/10/11	460146103	65,085.68	35,640.85	0.00	29,444.83	
KINDRED HEALTHCARE INC								
1852.0000	Sale	08/10/11	494580103	25,731.05	23,994.88	0.00	1,736.17	
721.0000	Sale	08/11/11	05/23/13	10,017.32	9,452.81	0.00	564.51	
1859.0000	Sale	08/18/11	05/23/13	25,828.32	24,167.74	0.00	1,660.58	
748.0000	Sale	08/18/11	08/07/13	11,531.25	9,724.30	0.00	1,806.95	
23.0000	Sale	03/06/12	08/07/13	354.58	208.18	0.00	146.40	
635.0000	Sale	03/06/12	09/12/13	8,299.50	5,747.45	0.00	2,552.05	
912.0000	Sale	03/06/12	09/20/13	12,198.79	8,254.60	0.00	3,944.19	
Security Subtotal				93,960.81	81,549.96	0.00	12,410.85	
METLIFE INC								
228.0000	COM Sale	08/09/11	59156R108	9,664.83	7,795.78	0.00	1,869.05	
PATTERSON UTI ENERGY INC								
2407.0000	Sale	10/14/11	703481101	52,644.26	46,353.28	0.00	6,290.98	
1200.0000	Sale	12/12/11	05/23/13	26,245.59	23,778.36	0.00	2,467.23	
Security Subtotal				78,889.85	70,131.64	0.00	8,758.21	
SEALED AIR CORP (NEW)								
1447.0000	Sale	03/05/12	81211K100	34,514.67	28,325.75	0.00	6,188.92	
647.0000	Sale	03/05/12	05/23/13	15,440.06	12,665.35	0.00	2,774.71	
1020.0000	Sale	03/16/12	05/23/13	24,341.36	20,771.28	0.00	3,570.08	
987.0000	Sale	04/04/12	05/23/13	23,553.85	19,787.77	0.00	3,766.08	
648.0000	Sale	08/03/12	08/06/13	19,273.51	8,679.70	0.00	10,593.81	



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2013 TAX REPORTING STATEMENT

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715)

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
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SEALED AIR CORP (NEW)			81211K100					
312 0000 Sale		08/03/12	08/16/13	9,146.21	4,179.12	0.00	4,967.09	
201 0000 Sale		08/03/12	08/28/13	5,706.06	2,692.31	0.00	3,013.75	

Security Subtotal

131,975.72

34,874.44

TEVA PHARMACTCL INDS ADR			881624209					
795 0000 Sale		04/08/11	05/23/13	31,551.48	40,152.43	0.00	(8,600.95)	
257 0000 Sale		04/21/11	05/23/13	10,199.67	11,784.89	0.00	(1,585.22)	

Security Subtotal

41,751.15

(10,186.17)

TEREX CORP DEL NEW COM			880779103					
779 0000 Sale		06/14/11	01/02/13	22,833.16	20,188.10	0.00	2,645.06	
396 0000 Sale		06/14/11	01/11/13	11,677.61	10,262.50	0.00	1,415.11	

547 0000 Sale		08/10/11	01/11/13	16,130.46	8,938.14	0.00	7,192.32	
967 0000 Sale		08/10/11	02/08/13	32,228.62	15,801.07	0.00	16,427.55	
539 0000 Sale		08/10/11	02/20/13	18,063.54	8,807.43	0.00	9,256.11	
173 0000 Sale		08/10/11	05/23/13	5,895.75	2,826.87	0.00	3,068.88	
583 0000 Sale		10/06/11	05/23/13	19,868.35	6,706.66	0.00	13,161.69	

Security Subtotal

126,697.49

53,166.72

WELLS FARGO & CO NEW DEL			949746101					
31 0000 Sale		08/10/11	06/24/13	1,232.13	740.17	0.00	491.96	
223 0000 Sale		08/10/11	08/06/13	9,830.25	5,324.46	0.00	4,505.79	

Security Subtotal

11,062.38

4,997.75

WELLPOINT INC			94973V107					
269 0000 Sale		09/20/12	11/08/13	23,448.05	15,833.18	0.00	7,614.87	

Covered Long Term Capital Gains and Losses Subtotal

1,522,408.16

2,794.74

384,471.20

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

ARCHER DANIELS MIDLD			039483102					
60 0000 Sale		11/30/10	05/23/13	2,053.21	1,734.04	0.00	319.17	
1091 0000 Sale		12/22/10	05/23/13	37,334.24	33,010.71	0.00	4,323.53	

Security Subtotal

39,387.45

4,642.70



THOMAS J USHER TTEE

2013 TAX REPORTING STATEMENT

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

(OMB NO. 1545-0715)

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
CHESAPEAKE ENERGY OKLA								
	794 0000 Sale	10/07/10	05/23/13	17,181.94	17,783.46	0.00	(601.52)	
	755 0000 Sale	10/07/10	11/06/13	20,109.67	16,909.96	0.00	3,199.71	
	17.0000 Sale	11/04/10	11/06/13	452.81	375.70	0.00	77.11	
	Security Subtotal			37,744.42	35,069.12	0.00	2,675.30	
CST BRANDS INC SHS								
	187.0000 Sale	05/24/10	05/08/13	5,845.18	2,479.80	0.00	3,365.38	
	11.0000 Sale	06/07/10	05/08/13	343.84	141.36	0.00	202.48	
	Cash/Lieu	06/07/10	05/13/13	6.93	2.85	0.00	4.08	
	Security Subtotal			6,195.95	2,624.01	0.00	3,571.94	
INTL PAPER CO								
	314 0000 Sale	11/30/10	01/10/13	12,501.57	7,802.65	0.00	4,698.92	
	675 0000 Sale	11/30/10	05/23/13	31,812.32	16,773.21	0.00	15,039.11	
	Security Subtotal			44,313.89	24,575.86	0.00	19,738.03	
METLIFE INC COM								
	1001.0000 Sale	12/12/08	05/23/13	42,431.95	29,149.12	0.00	13,282.83	
	520 0000 Sale	01/09/09	05/23/13	22,042.57	16,723.20	0.00	5,319.37	
	820 0000 Sale	01/15/09	05/23/13	34,759.44	22,156.40	0.00	12,603.04	
	Security Subtotal			99,233.96	68,028.72	0.00	31,205.24	
MACYS INC								
	991 0000 Sale	08/21/09	05/23/13	48,530.40	15,251.49	0.00	33,278.91	
	979 0000 Sale	09/25/09	05/23/13	47,942.76	17,455.57	0.00	30,487.19	
	248 0000 Sale	09/25/09	10/08/13	10,567.52	4,421.84	0.00	6,145.68	
	Security Subtotal			107,040.68	37,128.90	0.00	69,911.78	
PATTERSON UTI ENERGY INC								
	1201 0000 Sale	05/24/10	05/23/13	26,267.45	15,107.50	0.00	11,159.95	
TEXAS INSTRUMENTS								
	1465 0000 Sale	10/10/08	05/23/13	52,884.84	27,336.90	0.00	25,547.94	
	75 0000 Sale	04/21/09	05/23/13	2,707.42	1,307.25	0.00	1,400.17	
	435 0000 Sale	02/06/09	05/23/13	15,703.01	7,525.50	0.00	8,177.51	
	696 0000 Sale	04/21/09	07/23/13	27,143.88	12,131.28	0.00	15,012.60	



Bank of America Corporation

Account No.
848-19300

Taxpayer No.
XX-XXX1379

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THOMAS J USHER TTEE

2013 TAX REPORTING STATEMENT

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

(OMB NO. 1545-0715)

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
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TEXAS INSTRUMENTS

202,000	Sale	04/21/09	09/12/13	8,077.01	3,520.86	0.00	4,556.15	
230,000	Sale	04/21/09	10/08/13	9,033.27	4,008.90	0.00	5,024.37	
	Security Subtotal			115,549.43	55,830.69	0.00	59,718.74	

TEREX CORP DEL NEW COM

775,000	Sale	06/04/10	01/02/13	22,715.90	16,405.74	0.00	6,310.16	
259,000	Sale	06/07/10	01/02/13	7,591.50	5,235.94	0.00	2,355.56	
	Security Subtotal			30,307.40	21,641.68	0.00	8,665.72	

VALERO ENERGY CORP NEW

91913Y100

689,000	Sale	04/13/10	01/10/13	23,946.90	13,552.63	0.00	10,394.27	
636,000	Sale	04/13/10	03/06/13	30,473.89	12,510.12	0.00	17,963.77	
804,000	Sale	04/29/10	03/06/13	38,523.60	16,819.68	0.00	21,703.92	
365,000	Sale	04/29/10	04/02/13	16,231.66	7,635.80	0.00	8,595.86	
221,000	Sale	04/29/10	04/16/13	8,766.43	4,623.32	0.00	4,143.11	
73,000	Sale	05/24/10	04/16/13	2,895.70	1,303.77	0.00	1,591.93	
315,000	Sale	05/24/10	05/08/13	11,986.24	5,161.73	0.00	6,824.51	
891,000	Sale	05/24/10	05/23/13	36,058.14	14,600.34	0.00	21,457.80	
482,000	Sale	05/24/10	06/24/13	16,187.35	7,898.27	0.00	8,289.08	
96,000	Sale	06/07/10	06/24/13	3,224.04	1,522.02	0.00	1,702.02	
	Security Subtotal			188,293.95	85,627.68	0.00	102,666.27	

NELLS FARGO & CO NEW DEL

949746101

1180,000	Sale	10/15/08	05/23/13	47,402.13	40,179.00	0.00	7,223.13	
930,000	Sale	10/27/08	05/23/13	37,359.31	29,611.20	0.00	7,748.11	
350,000	Sale	11/07/08	05/23/13	14,059.96	9,457.00	0.00	4,602.96	
370,000	Sale	02/06/09	05/23/13	14,863.38	6,900.50	0.00	7,962.88	
33,000	Sale	05/24/10	05/23/13	1,325.66	952.02	0.00	373.64	
185,000	Sale	05/24/10	06/24/13	7,352.99	5,337.08	0.00	2,015.91	
166,000	Sale	06/07/10	06/24/13	6,597.82	4,624.46	0.00	1,973.36	
	Security Subtotal			128,961.25	97,061.26	0.00	31,899.99	

Noncovered Long Term Capital Gains and Losses Subtotal

823,295.83	477,440.17	0.00	345,855.66
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JET LONG TERM CAPITAL GAINS AND LOSSES

2,345,703.99	1,618,171.87	2,794.74	730,326.86
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Account No. 848-19300
Taxpayer No. XX-XXX1379

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THOMAS J USHER TTEE

2013 TAX REPORTING STATEMENT

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

(OMB NO. 1545-0715)

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
				3,952,921.71				
				3,952,921.71				

TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES 3,952,921.71
TOTAL REPORTED SALES PROCEEDS 3,952,921.71

(W) This transaction has been identified as a "Wash Sale" based on IRS regulations. The Wash Sale Loss Disallowed column reflects the deferred loss amount. The cost basis of the related transaction(s) has been adjusted by the deferred loss amount from either the cost basis on purchases or proceeds from short sales. Please refer to the instructions for Form 8949 for how to report the deferred loss amount and applicable adjustment code.

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
318,333.52	0.00	384,471.20	345,855.66



THOMAS J USHER TTEE

Account No.
848-19300

Taxpayer No.
XX-XXX1379

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2013 TAX REPORTING STATEMENT
2013 DIVIDENDS AND QUALIFIED DIVIDEND DISTRIBUTIONS

Security Description	Quantity	Date	Transaction Description	Amount	Qualified Dividend	Remarks
BERCROMBIE & FITCH CO	1031	03/19/13	Dividend	206.20	206.20	
GILENT TECHNOLOGIES INC	3411	01/23/13	Dividend	341.10	341.10	
	3411	04/24/13	Dividend	409.32	409.32	
	1377	07/24/13	Dividend	165.24	165.24	
	1377	10/23/13	Dividend	165.24	165.24	
			Security Subtotal	1,080.90	1,080.90	
SPEN INSURANCE HLDS LTD	2700	03/07/13	Foreign Dividend	459.00	459.00	
	2700	05/28/13	Foreign Dividend	486.00	486.00	
	1092	08/27/13	Foreign Dividend	196.56	196.56	
	1092	11/27/13	Foreign Dividend	196.56	196.56	
			Security Subtotal	1,338.12	1,338.12	
RCHER DANIELS MIDLD	3058	03/13/13	Dividend	581.02	581.02	
	3058	06/06/13	Dividend	581.02	581.02	
	1184	09/12/13	Dividend	224.96	224.96	
	909	12/05/13	Dividend	172.71	172.71	
			Security Subtotal	1,559.71	1,559.71	
VERY DENNISON CORP	1808	03/20/13	Dividend	488.16	488.16	
VNET INC	1905	09/20/13	Dividend	285.75	285.75	
	1905	12/16/13	Dividend	285.75	285.75	
			Security Subtotal	571.50	571.50	
AKER HUGHES INC	2261	02/15/13	Dividend	339.15	339.15	
	2261	05/17/13	Dividend	339.15	339.15	
	1343	08/16/13	Dividend	201.45	201.45	
	1343	11/15/13	Dividend	201.45	201.45	
			Security Subtotal	1,081.20	1,081.20	
P PLC SPON ADR	1438	03/28/13	Foreign Dividend	776.52	776.52	
	1438	06/21/13	Foreign Dividend	776.52	776.52	
	728	09/20/13	Foreign Dividend	393.12	393.12	
	728	12/20/13	Foreign Dividend	414.96	414.96	
			Security Subtotal	2,361.12	2,361.12	
ARNES GROUP INC DE \$ 01	4814	03/11/13	Dividend	481.40	481.40	
	2131	06/10/13	Dividend	213.10	213.10	
	1664	09/10/13	Dividend	183.04	183.04	
	773	12/10/13	Dividend	85.03	85.03	
			Security Subtotal	962.57	962.57	



Thomas J. and Sandra L. Usher Charitable Foundation
25-6681379
Form 990-PF
2013

Part IV Capital Gains and Losses for Tax on Investment Income

Line 1(a) thru 1(d)

SCHEDULE 3
OF
CAPITAL GAINS AND LOSSES
Adams Capital LP

Adams Capital Management IV, L.P.
(a Delaware Limited Partnership)

Schedule of Partners' Capital Accounts

For the year ended December 31, 2013

Limited Partner Account Number	December 31, 2013		Fair Value		2013 Capital Contributions	2013 Investment Income	2013 Operating Expenses	2013 Bad Debt Expense	2013		Fair Value Partners' Capital at 12/31/2013
	Contributed Capital	Due from Partners	Committed Capital	Partners' Capital at 12/31/2012					Net Realized Loss on Investments	Net Unrealized Depreciation on Investments	
028 - STA	225,000	25,000	250,000	219,675	20,000	210	(5,699)	(1,253)	(4,206)	(40,765)	187,962
029 - TAY	900,000	100,000	1,000,000	878,699	80,000	838	(22,796)	(5,013)	(16,823)	(163,060)	751,845
030 - UCF	900,000	100,000	1,000,000	878,699	80,000	838	(22,796)	(5,013)	(16,823)	(163,060)	751,845
031 - UOP	9,000,000	1,000,000	10,000,000	8,786,981	800,000	8,385	(227,963)	(50,129)	(168,226)	(1,630,601)	7,518,447
032 - VAL	900,000	100,000	1,000,000	878,438	80,000	838	(22,796)	(5,013)	(16,823)	(163,060)	751,584
033 - WVF	2,700,000	300,000	3,000,000	2,636,094	240,000	2,515	(68,389)	(15,039)	(50,468)	(489,180)	2,255,533
034 - WWH	1,800,000	200,000	2,000,000	1,757,395	160,000	1,677	(45,593)	(10,026)	(33,645)	(326,120)	1,503,688
035 - WSI	9,000,000	1,000,000	10,000,000	8,786,981	800,000	8,385	(227,963)	(50,129)	(168,226)	(1,630,601)	7,518,447
036 - MDL	1,800,000	200,000	2,000,000	1,757,395	160,000	1,677	(45,593)	(10,026)	(33,645)	(326,120)	1,503,688
037 - VIT	900,000	100,000	1,000,000	878,512	80,000	838	(22,796)	(5,013)	(16,823)	(163,060)	751,658
038 - WKK	4,500,000	500,000	5,000,000	4,392,104	400,000	4,192	(113,982)	(25,065)	(84,113)	(815,301)	3,757,835
Subtotal Limited Partners	\$ 102,442,500	\$ 11,382,500	\$ 113,825,000	\$ 100,015,579	\$ 9,106,000	\$ 95,441	\$ (2,594,789)	\$ (570,593)	\$ (1,914,835)	\$ (18,560,321)	\$ 85,576,482
General Partner	1,034,772	114,975	1,149,747	8,088,315	91,980	25,053	(916)	(5,764)	(502,886)	(4,874,428)	2,821,354
TOTAL	\$ 103,477,272	\$ 11,497,475	\$ 114,974,747	\$ 108,103,894	\$ 9,197,980	\$ 120,494	\$ (2,595,705)	\$ (576,357)	\$ (2,417,721)	\$ (23,434,749)	\$ 88,397,836

Thomas J. and Sandra L. Usher Charitable Foundation
25-6681379
Form 990-PF
2013

Part IV Capital Gains and Losses for Tax on Investment Income

Line 1(a) thru 1(d)

SCHEDULE 4
OF
CAPITAL GAINS AND LOSSES
Meakem Becker LP

EXHIBIT A**MEAKEM BECKER VENTURE CAPITAL I LP**

(a Delaware limited partnership)

STATEMENTS OF PARTNER CAPITAL BALANCE ACTIVITY

as of December 31, 2013

Capital Balance Activity for: Thomas J. & Sandra L. Usher Charitable Foundation**Limited Partner #:** 1044

Total Capital Commitment	\$ 1,000,000
Total Capital Called to Date	\$ 900,000
Percentage of Total Commitment	90.0%
Partnership Ownership Percentage	1.33%

Ending Capital Balance	\$ 277,075
Total Capital Returned to Date	\$ 744,769
Total Investment Value	<u>\$ 1,021,844</u>
Cash on Cash Return to date (Distributions / Total Capital Contributed)	0.83x
Internal Rate of Return (IRR) to date	3.1%

	December 31, 2013	
	Twelve Months Ended	Cumulative Since Inception
Beginning Capital Balance	\$ 478,648	\$ 0
Capital Paid into Partnership	0	900,000
Capital Call Receivable	0	0
Realized Capital Gains and (Losses)	222,912	238,013
Unrealized Capital Gains and (Losses)	57,227	71,532
Distributions	(469,415)	(744,769)
Interest and Other Income	933	6,881
Management Fee	(10,957)	(169,330)
Accounting Expenses	(774)	(6,113)
Professional and Legal Fees	(241)	(6,173)
Insurance Expense	(796)	(4,772)
Interest Expense	0	(575)
Syndication and Formation Costs	0	(4,654)
Other Expenses	(462)	(2,965)
Ending Capital Balance	\$ <u>277,075</u>	\$ <u>277,075</u>

Thomas J. and Sandra L. Usher Charitable Foundation
25-6681379
Form 990-PF
2013

SCHEDULE 5
LIST
OF
CONTRIBUTIONS

Thomas J. and Sandra L. Usher Charitable Foundation
Account 976
Year 2013

*Check No	Date of Check	AMOUNT	AGENCY	ADDRESS	Canceled Check
1493	10/16/12	100.00	Capuchin Development Center	Massaro Corp 120 Delta Drive	X
1503	11/14/12	5,000.00	Youth Overcomes United	PO Box 218	X
1504	12/5/12	5,000.00	Covenant House	PO Box 96708	X
1506	12/5/12	5,000.00	Bible Study Fellowship International	19001 Huebner Road	X
1507	12/5/12	5,000.00	Boys Town	200 Flanagan Boulevard	X
1508	12/5/12	5,000.00	Mercy Home for Boys and Girls * Father Scott Donahue	1140 West Jackson Boulevard	X
1517	1/2/2013	34,000.00	Salvation Army	PO Box 742	X
1519	1/30/13	10,000.00	One by One Leadership	PO Box 5393	X
1520	1/30/13	1,000.00	My Joyful Heart in Memory of R. Curran	PO Box 502	X
1522	2/12/13	5,000.00	Coalition for Christian Outreach	5912 Penn Avenue	X
1526	3/14/13	1,000.00	East End Cooperative Ministry	250 N Highland Avenue	X
1527	3/14/13	5,000.00	Gideons International	PO Box 1762	X
1528	3/21/13	20,000.00	Tree of Hope	5319 Rosetta Street	X
1530	4/9/13	5,000.00	Grove City College	100 Campus Drive	X
1532	4/23/13	10,000.00	Gloucester Institute	100 North Fifth Street	X
1535	5/22/13	10,000.00	Holocaust Center-Friends Campaign	234 McKee Place (Attn: Samantha Chilton)	X
1536	5/23/13	500.00	Three Rivers Adoption Council	5056 Bear Run road (Attn: Alex Todd)	X
1537	5/23/13	3,750.00	Junior Achievement of W. PA (\$3,750.00 org. check) \$1,800.00 is the only part that is deductible as a donation. Golf Outing	One Allegheny Center, Ste 430 (Attn: Accts Receivable)	X
1539	5/23/13	10,000.00	Pregnancy Resource Center	101 Drake Road, Suite A	X
1540	5/23/13	10,000.00	Salvation Army-Oklahoma Tornado Relief	Kelth Gmiller, 700 N Bell Ave	X
1541	5/23/13	1,000.00	Extra Mile Education Foundation	111 Boulevard of the Allies	X
1542	6/12/13	1,000.00	Project Veritas	James O'Keefe 1214 W Boston Post Rd #145	X
1544	6/18/13	500.00	Oakmont Boulevard Project	767 Fifth Street	X
1545	6/18/13	1,000.00	CCFA (Crohn's & Colitis Fdn. of America)	Cindi Roth 370 Parker Drive	X
1546	6/20/13	1,000.00	Riverside Park Association	767 Fifth Street	X
1547	6/26/13	1,472.48	Extra Mile Education Foundation (Donna Hotopp LVGC Outing)	111 Boulevard of the Allies	X
1548	6/26/13	250,000.00	Prison Fellowship	Jim Luske 44180 Riverside Parkway	X
1549	6/26/13	20,000.00	Pittsburgh Kids Foundation	116 Federal Street Ste 220	X
1550	6/26/13	25,000.00	Tree of Hope	Adrienne Young - 5319 Rosetta Street	X
1551	7/3/13	2,000.00	Coalition to Salute America's Heroes	PO Box 96440	X
1553	7/16/13	500.00	Center for Healthy Families (Donna James' mother)	500 S Front Street, Ste 930	X
1554	7/16/13	7,500.00	Imani Christian Academy Gala	Lornie Silver, 2150 East Hills Drive	X
1556	9/1/13	100.00	Phipps Conservatory	One Schenley Park	X
1557	9/1/13	200.00	Community Care Pregnancy *	1800 West Street, Ste 420	X
1558	9/1/13	200.00	National Camps for Blind children	4444 S. 52nd Street, PO Box 6097	X
1559	9/1/13	200.00	Patrick Henry Center for International Liberty	10440 Balls Ford Road, Ste 180	X
1560	9/1/13	200.00	Immokolee Pregnancy Center	PO Box 307	X
1561	9/1/13	200.00	Sola Publishing	PO Box 521	X
1562	9/1/13	200.00	Special Olympics Pennsylvania	PO Box 3010	X
1563	9/1/13	200.00	Accuracy in Media	4455 Connecticut Avenue, N.W. Ste 330	X
1564	9/1/13	200.00	American Family Association of PA	PO Box 1048	X
1565	9/1/13	200.00	Campus Crusade for Christ	PO Box 628222	X
1566	9/1/13	200.00	Covenant House	461 Eighth Avenue	X
1567	9/1/13	200.00	Florida Sheriffs Youth Ranches Inc	PO Box 2000	X
1568	9/1/13	200.00	Hillsdale College - External Affairs	33 E College ST	X
1569	9/1/13	200.00	International Students, Inc	PO Box C	X
1570	9/1/13	200.00	Lutheran Bible Translators	303 N Lake ST Box 2050	X
1571	9/1/13	200.00	Lutheran Draile Workers, Inc	PO Box 5000	X
1572	9/1/13	200.00	Lutheran Deaconess Association Center for Diaconal Ministry	1304 LaPorte Avenue	X
1573	9/1/13	200.00	National Taxpayers Union	PO Box 9556	X
1574	9/1/13	200.00	Oakmont Volunteer Fire Dept No 1	418 Virginia Avenue	X
1575	9/1/13	200.00	Rockford Institute	PO Box 957	X
1576	9/1/13	500.00	Overland Missions (Dave Gardner)	PO Box 566	X
				Pittsburgh PA 15238	X
				Murrysville PA 15668-0128	X
				Washington DC 20090-0555	X
				San Antonio TX 78258	X
				Boys Town NE 68010	X
				Chicago, IL 60607	X
				Carnegie PA 15106-9859	X
				Immokalee FL 34143	X
				Lockport, IL 60441	X
				Pittsburgh PA 15206	X
				Pittsburgh PA 15206	X
				Sanibel FL 33957	X
				Pittsburgh PA 15224	X
				Grove City PA 16127	X
				Richmond VA 23219	X
				Pittsburgh PA 15213	X
				Cranberry Twp PA 16066	X
				Pittsburgh PA 15212	X
				Pittsburgh PA 15241	X
				Pittsburgh PA 15106	X
				Pittsburgh PA 15222	X
				Mamaroneck NY 10543	X
				Oakmont PA 15139	X
				Pittsburgh PA 15216	X
				Oakmont PA 15139	X
				Pittsburgh PA 15222	X
				Landsdowne VA 20176	X
				Pittsburgh PA 15212	X
				Pittsburgh PA 15224	X
				Washington DC 20090	X
				Columbus OH 43215	X
				Pittsburgh PA 15221	X
				Pittsburgh PA 15213-3830	X
				Homestead PA 15120	X
				Lincoln, NE 68506-0097	X
				Manassas, VA 20109	X
				Immokalee FL 34143	X
				Maple Lake MN 55358	X
				Norristown PA 19404-3010	X
				Franklin PA 16323-5048	X
				Oriado FL 32862-8222	X
				New York NY 10001	X
				Boys Ranch FL 32064-9984	X
				Hillsdale MI 49242-9989	X
				Colorado Springs CO 80901-9916	X
				Aurora IL 60507-2050	X
				Yucapapa CA 92399-1450	X
				Valparaiso, IN 54383-5815	X
				Wilton NH 03086-9556	X
				Oakmont PA 15139	X
				Rockford IL 61105-9960	X
				Cape Canaveral, FL 32920	X

Thomas J. and Sandra L. Usher Charitable Foundation

Account 976
Year 2013

*Check No	Date of Check	AMOUNT	AGENCY	ADDRESS	Canceled Check
1577	9/1/13	500.00	Prison Fellowship - Angel Tree	44180 Riverside Parkway	X
1578	9/1/13	500.00	Population Research Institute	PO Box 1559	X
1579	9/1/13	500.00	Accuracy in Academia	4350 East West Highway, Suite 555	X
1580	9/1/13	500.00	Law Enforcement Legal Defense Fund (David Martin)	Washington DC 20041-6129	X
1581	9/1/13	500.00	Human Life Foundation, Inc	PO Box 16129	X
1582	9/1/13	500.00	Pittsburgh Ballet Theatre	PO Box	X
1583	9/1/13	1,000.00	Rutherford Institute	2900 Liberty Avenue	X
1584	9/1/13	1,000.00	Gun Owners of America Foundation	PO Box 7482	X
1585	9/1/13	1,000.00	Eagle Forum (Attention Phyllis Schafly)	PO Box 277380	X
1586	9/1/13	1,000.00	Heartland Institute, Dept 91819	PO Box 618	X
1587	9/1/13	1,000.00	Liberty Youth Ranch	PO Box N	X
1588	9/1/13	1,000.00	National Legal Foundation	PO Box 366206	X
1589	9/1/13	1,200.00	Mission Aviation Fellowship	PO Box 64427	X
1590	9/1/13	1,200.00	Touch of Fire Ministries	PO Box 47	X
1591	9/1/13	1,200.00	Jubilee Association, Inc. Jubilee Soup Kitchen	PO Box 941	X
1592	9/1/13	2,000.00	American Center for Law & Justice	PO Box 42251	X
1593	9/1/13	2,000.00	Pittsburgh Urban Christian School	PO Box 90555	X
1594	9/1/13	2,000.00	Brightlight of Pittsburgh	809 Center Street	X
1595	9/1/13	2,000.00	Angels' Place, Inc	160 N Craig St Suite 200	X
1596	9/1/13	2,000.00	Bill of Rights Institute	2615 Norwood Avenue	X
1597	9/1/13	2,000.00	Doctors Without Borders (Sophie Delaunay, Ex Director)	200 North Glabe Road, Ste 200	X
1598	9/1/13	2,000.00	Friends of the Americas	333 Seventh Avenue, 2nd Floor	X
1599	9/1/13	3,000.00	Leadership Institute	PO Box 10	X
1600	9/1/13	3,000.00	Lutheran Bible Translators	1101 North Highland Street	X
1601	9/1/13	3,000.00	Lutheran Indian Ministries	PO Box 2050	X
1602	9/1/13	5,000.00	Pittsburgh Experiment	3525 N 124th Street, Suite 1	X
1603	9/1/13	5,000.00	FOCUS (Fellowship of Christians in Universities & Schools)	2607 Nicholson Road, Bld 2, Ste 1100	X
1604	9/1/13	5,000.00	Grove City College - Center for Vision & Values (Dr Paul Kengor, Ex Dir)	PO Box 1027	X
1605	9/1/13	5,000.00	Family Life (Dennis Rainey)	Grove City College - 100 Campus Drive	X
1606	9/1/13	5,000.00	Gospel for Asia	5800 Ranch Drive	X
1607	9/1/13	5,000.00	Lutheran Church Missouri Synod Ministry to the Armed Forces	1800 Golden Trail CT	X
1608	9/1/13	5,000.00	Lutheran Church-Missouri Synod Joint Seminary Fund	PO Box 790089	X
1609	9/1/13	10,000.00	Amigos Center	PO Box 790377	X
1610	9/1/13	10,000.00	Lutheran Church Missouri Synod-World Relief	25999 Old 41 Road	X
1611	9/1/13	10,000.00	Bible League International	PO Box 66661	X
1612	9/1/13	10,000.00	Face the Truth America	1 Bible League Plaza	X
1613	9/1/13	10,000.00	National Legal and Policy Center	PO Box 486	X
1614	9/1/13	10,000.00	North Way Christian Community Missions (Dave Gartner)	PO Box 12741	X
1615	9/1/13	10,000.00	Pittsburgh Leadership Foundation	12121 Perry Highway	X
1616	9/1/13	10,000.00	Redeemer Lutheran School	100 W Station Square Drive, #625	X
1617	9/1/13	10,000.00	Salvation Army of WPA	13th Street	X
1618	9/1/13	20,000.00	Christian Iiteracy Association	700 N Bell Avenue	X
1619	9/1/13	20,000.00	West Penn Hospital Foundation	541 Perry Highway	X
1620	9/1/13	20,000.00	Cornerstone Television	4818 Liberty Avenue	X
1621	9/1/13	20,000.00	David Horowitz Freedom Center	1 Signal Hill Drive	X
1622	9/1/13	20,000.00	Family Guidance	PO Box 55089	X
1623	9/1/13	20,000.00	James Connection	307 Duff Road	X
1624	9/1/13	20,000.00	Light of Life Rescue Mission	473 Woodland Hills Drive	X
1625	9/1/13	20,000.00	Lutherlyn Appeal	PO Box 6823	X
1626	9/1/13	20,000.00	Mt Carmel Christian School	Box 355	X
1627	9/1/13	20,000.00	South East Asia Prayer Center	1231 Mt Pleasant Road	X
1628	9/1/13	25,000.00	Coalition for Christian Outreach	PO Box 12741	X
1629	9/1/13	25,000.00	Youth Overcomes United	5912 Penn Avenue	X
1630	9/1/13	500.00	Veterans Leadership of WPA	PO Box 218	X
1631	9/1/13	3,000.00	Our Campaign for the Church Alive, Inc (Good Shepherd)	2417 E Carson Street 1024 Maple Way	X

Landsdowne VA 20176
Front Royal VA 22630-9800
Belhesda, MD 20814
Washington DC 20041-6129
New York NY 10157-0072
Pittsburgh PA 15201-1511
Charlottesville VA 22907-8149
Sacramento CA 95827-9908
Alton IL 62002-9903
Chicago IL 60690-9960
Bonita Springs FL 34136-26206
Virginia Beach VA 23467-4427
Nampa Idaho 83653
Greenwood IN 46142
Pittsburgh PA 15203-0051
Washington DC 20090-0555
Pittsburgh PA 15221
Pittsburgh PA 15214-2821
Arlington VA 22203
New York, NY 10001-5004
Greenwell Springs LA 70739-0010
Arlington VA 22201-9895
Aurora IL 60507-2050
Brookfield WI 53005-2498
Sewickley PA 15143
New Canaan CT 06840
Grove City, PA 16127
Little Rock AR 72223
Carrollton TX 75010-9954
ST Louis MO 63179-9901
ST Louis MO 63179-9804
Bonita Springs FL 34135-7824
ST Louis MO 63166 9810
Crate IL 60417-9902
Pittsburgh PA 15241
Front Royal VA 22630-0010
Wexford PA 15090-8345
Pittsburgh PA 15219
Oakmont PA 15139
Carnegie PA 15106
Pittsburgh PA 15229-1857
Pittsburgh PA 15224-9986
Wall PA 15148
Sherman Oaks CA 91498-1964
Sewickley PA 15143-9932
Pittsburgh PA 15235
Pittsburgh PA 15212-0823
Prospect PA 16052-0355
Mt Pleasant PA 19666
Oakmont PA 15139
Murrysville PA 15206-3817
Pittsburgh PA 15203
Braddock PA 15104-1612

Thomas J. and Sandra L. Usher Charitable Foundation

Account 976
Year 2013

Check No	Date of Check	AMOUNT	AGENCY	ADDRESS	Canceled Check
1632	9/1/13	200.00	Pittsburgh Humane Society (Ingeborg Forrest)	1101 Western Avenue	X
1633	9/1/13	5,000.00	Pittsburgh Symphony Orchestra	Heinz Hall, 600 Penn Avenue	X
1634	9/1/13	1,000.00	Good Shepherd School-Grant for Student Tuition	1024 Maple Way	X
1635	9/1/13	500.00	Leukemia & Lymphoma Society	Lutner Financial Group, Ltd	X
1636	9/1/13	500.00	Pittsburgh East Community Church	(Sharon Ruckey Hoff) 81 Hoff Way	X
1640	9/10/13	35,000.00	Gilmour Academy	34001 Cedar Road	X
1641	9/24/13	10,000.00	Operation Homefront	8930 Fourwinds Drive	X
1642	10/7/13	1,500.00	Christ Divine Teacher Catholic Academy	205 Brilliant Avenue	X
1643	10/7/13	5,000.00	Christ Divine Teacher Catholic Academy	205 Brilliant Avenue	X
1644	10/7/13	5,000.00	Covenant House	461 Eighth Avenue	X
1646	10/17/13	5,000.00	Bible Study Fellowship, International	19001 Huebner Road	X
1647	10/7/13	5,000.00	Boy's Town	200 Flanagan Boulevard	X
1648	10/7/13	5,000.00	Mercy Home for Boys and Girls	1140 West Jackson Boulevard	X
1649	10/7/13	5,000.00	Zion Lutheran Church-Designated for AC/Zion Honduran Ministry	PO Box 435	X
1650	10/9/13	1,259.45	Good Shepherd Church (Auction Item-Alan Robertson)	800 McKnight Drive, Suite 802	X
1652	10/28/13	10,000.00	Anchorpoint Counseling Ministry	PO Box 3333	X
1653	10/29/13	5,000.00	Joni & Friends International Disability Center	Massaro Corporation, Att Maureen Herbster	X
1655	11/14/13	200.00	St Anthony School Programs	PO Box 96440	X
1656	11/27/13	500.00	Coalition to Salute America's Heroes	111 Boulevard of the Allies	X
1657	11/26/13	10,000.00	Extra Mile Education Foundation	807 Wallace Avenue	X
1658	12/4/13	5,000.00	Hosanna House	311 National Road	X
1659	12/4/13	5,000.00	Bridge of Hope	PO Box 19341	X
1660	12/4/13	5,000.00	Impact Africa	PO Box 702511	X
1661	12/4/13	5,000.00	Women's Choice Network	12705 Perry Highway	X
1663	12/4/13	200.00	Salvation Army	Verona Service Unit PO Box 236	X
1665	12/4/13	200.00	Creation Ministries International	PO Box 350	X
1666	12/4/13	5,000.00	Mission Aviation Fellowship-Philippines	112 N Pilatus Lane	X
1667	12/4/13	5,000.00	Salvation Army-Tornado Relief	Keith Gmitter, 700 N Bell Ave	X
1668	12/4/13	5,000.00	Kiski School	1888 Brett Lane	X
1669	12/11/13	500.00	West Penn Hospital Foundation-STAR Program C Lee Waller, M D)	4818 Liberty Avenue	X
1674	12/23/13	5,000.00	Pittsburgh Symphony Orchestra	Heinz Hall, 600 Penn Avenue	X
1675	12/23/13	5,000.00	Make a Wish	The Gulf Tower, 707 Grant St	X
1676	12/23/13	10,000.00	Salvation Army	Keith Gmitter, 700 N Bell Ave	X

TOTAL 1,046,381.93