Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation: THE CHAMBERS FOUNDATION

A Employer identification number: 25-6803781

Number and street (or P O box number if mail is not delivered to street address): 3201 PENNY LANE — Room/suite:

B Telephone number: 724-658-9068

City or town, state or province, country, and ZIP or foreign postal code: NEW CASTLE, PA 16105

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 760,668.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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))

		(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	44,664.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	5.	5.		STATEMENT 1
	4 Dividends and interest from securities	13,153.	13,153.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	80,473.			
	b Gross sales price for all assets on line 6a 235,115.				
	7 Capital gain net income (from Part IV, line 2)		80,473.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total** Add lines 1 through 11	138,295.	93,631.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	800.	0.		0.
	c Other professional fees STMT 4	3,669.	0.		0.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses** Add lines 13 through 23	4,469.	0.		0.
	25 Contributions, gifts, grants paid	28,000.			28,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	32,469.	0.		28,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	105,826.			
	b **Net investment income** (if negative, enter -0-)		93,631.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED JUL 0 7 2014 OGDEN, UT IRS-OSC

SCANNED JUL 17 2014

323501 10-10-13 LHA **For Paperwork Reduction Act Notice, see instructions** Form **990-PF** (2013)

918-20 9

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	6,131.	28,014.	28,014.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 5	441,486.	525,429.	732,654.
	c Investments - corporate bonds			
	11 Investments land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	447,617.	553,443.	760,668.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	447,617.	553,443.	
	30 Total net assets or fund balances	447,617.	553,443.	
	31 Total liabilities and net assets/fund balances	447,617.	553,443.	

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	447,617.
2	Enter amount from Part I, line 27a	2	105,826.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	553,443.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	553,443.

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	UBS ACCT 18573-PUBLICLY TRADED SECURITIES	P	VARIOUS	10/09/13
b	UBS ACCT 18573-PUBLICLY TRADED SECURITIES	P	VARIOUS	10/09/13
c	CAPITAL GAINS DIVIDENDS			
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	16,876.		14,159.	2,717.
b	218,199.		140,483.	77,716.
c	40.			40.
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				2,717.
b				77,716.
c				40.
d				
e				

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 80,473.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes X No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	27,743.	454,335.	.061063
2011	19,800.	448,811.	.044117
2010	15,200.	352,754.	.043090
2009	11,000.	264,825.	.041537
2008	11,902.	223,661.	.053214

2	Total of line 1, column (d)	2	.243021
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	.048604
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	647,433.
5	Multiply line 4 by line 3	5	31,468.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	936.
7	Add lines 5 and 6	7	32,404.
8	Enter qualifying distributions from Part XII, line 4	8	28,000.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	1,873.
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	1,873.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,873.
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a			
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,873.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	1,873.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	5.
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	5.
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶		**Refunded** ▶	11	

Part VII-A | Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NONE			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 6	10	X	

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ MORGAN STANLEY SMITH BARNEY LLC Telephone no. ▶ (401) 845-3525

Located at ▶ 284 BELLEVUE AVENUE, NEWPORT, RI ZIP+4 ▶ 02840

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		Line	Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Line	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 X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes X No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes X No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b		X

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

		Yes	No
5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT N. CHAMBERS 3201 PENNY LANE NEW CASTLE, PA 16101	TRUSTEE 1.00	0.	0.	0.
JAMES D. CHAMBERS 3201 PENNY LANE NEW CASTLE, PA 16101	TRUSTEE 1.00	0.	0.	0.
DAVID P. CHAMBERS 3201 PENNY LANE NEW CASTLE, PA 16101	TRUSTEE 1.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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	640,156.
b	Average of monthly cash balances		1b	17,136.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	657,292.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	657,292.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	9,859.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	647,433.
6	**Minimum investment return** Enter 5% of line 5		6	32,372.

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	32,372.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 1,873.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	1,873.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	30,499.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	30,499.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	30,499.

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	28,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	28,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	28,000.

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				30,499.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012 2,878.				
f Total of lines 3a through e	2,878.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 28,000.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				28,000.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d) the same amount must be shown in column (a))	2,499.			2,499.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	379.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2014** Subtract lines 7 and 8 from line 6a	379.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012 379.				
e Excess from 2013				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
UNITED WAY OF LAWRENCE COUNTY 223 N. MERCER STREET NEW CASTLE, PA 16101	NONE	501 (C) (3)	PROGRAM SUPPORT	10,000.
CLEN-MOORE PRESBYTERIAN CHURCH 220 CLEN-MOORE BLVD NEW CASTLE, PA 16105	NONE	501 (C) (3)	PROGRAM SUPPORT	9,000.
MEALS ON WHEELS 240 W GRANT STREET NEW CASTLE, PA 16101	NONE	501 (C) (3)	PROGRAM SUPPORT	3,000.
NEW CASTLE PUBLIC LIBRARY 207 EAST NORTH STREET NEW CASTLE, PA 16101	NONE	501 (C) (3)	PROGRAM SUPPORT	3,000.
THE HOYT INSTITUTE OF FINE ARTS 124 E. LEASURE AVE. NEW CASTLE, PA 16101	NONE	501 (C) (3)	PROGRAM SUPPORT	3,000.
Total			▶ 3a	28,000.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	5.	
4 Dividends and interest from securities			14	13,153.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	80,473.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		93,631.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 93,631.

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

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

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

323621
10-10-13

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Robert R Chambers — 7/2/14 — TRUSTEE

Signature of officer or trustee — Date — Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
THOMAS JOHNSTON		6/11/14		P00096734

Firm's name ▶ PACKER THOMAS — Firm's EIN ▶ 34-1667340

Firm's address ▶ 6601 WESTFORD PLACE, SUITE 101
CANFIELD, OH 44406 — Phone no. (330)533-9777

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Name of the organization
THE CHAMBERS FOUNDATION

Employer identification number
25-6803781

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions of $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
THE CHAMBERS FOUNDATION	25-6803781

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ROBERT N AND MARY P CHAMBERS 3201 PENNY LANE NEW CASTLE, PA 16105	$ 44,664.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THE CHAMBERS FOUNDATION	25-6803781

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	485 SHARES JOHNSON & JOHNSON	$ 44,664.	12/20/13

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
THE CHAMBERS FOUNDATION	25-6803781

Part III *Exclusively* religious, charitable, etc , individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
UBS RH 18573	5.	5.	
TOTAL TO PART I, LINE 3	5.	5.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY 855 010437 410	609.	0.	609.	609.	
MORGAN STANLEY 855 110887 564	2,085.	0.	2,085.	2,085.	
UBS RH 18382	1,976.	0.	1,976.	1,976.	
UBS RH 18573	8,523.	40.	8,483.	8,483.	
TO PART I, LINE 4	13,193.	40.	13,153.	13,153.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	800.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	800.	0.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	3,669.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	3,669.	0.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 5
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
JOHNSON & JOHNSON	124,786.	144,621.
COVIDIEN PLC	2,207.	3,950.
SEAGATE TECHNOLOGY	1,844.	8,649.
WEATHERFORD INTERNATIONAL LTD	9,472.	8,674.
TE CONNECTIVITY LTD	4,136.	9,314.
TYCO INTL LTD	4,149.	6,238.
AT&T	9,523.	10,689.
ABBOTT LABORATORIES	0.	0.
ANADARKO PETROLEUM CORP	5,396.	7,615.
AUTODESK INC	3,511.	6,642.
AUTOMATIC DATA PROCESSING INC.	4,993.	9,534.
BERKSHIRE HATHAWAT INC	0.	0.
BIOGEN	1,137.	6,430.
BROADCOM CORP	3,863.	3,913.
CABLEVISION SYSTEMS CORP	3,822.	4,931.
CISCO SYSTEMS	0.	0.
COMCAST CORP	8,081.	25,140.
CREE INC	1,671.	4,752.
WALT DISNEY CO	4,376.	9,856.
DIRECT TV	1,571.	4,213.
DOLBY LABORATORIES	1,791.	2,044.
EL DUPONT DE NEMOURS & CO	8,815.	10,200.
EXXON MOBIL CORP	12,640.	17,103.
FLUOR CORP	4,562.	7,226.
FOREST LABORATORIES	5,813.	11,766.
GENERAL MILLS	0.	0.
INTERNATIONAL BUSINESS MACHINES CORP	0.	0.
JP MORGAN CHASE & CO	0.	0.
KIMBERLY CLARK	7,017.	11,386.
L3 COMMUNICATIONS HLDGS INC	5,416.	8,335.
LIBERTY MEDIA HLDG CORP	454.	3,950.
LIBERTY MEDIA HLDG CORP CAP SER A	1,472.	4,931.
MICROSOFT CORP	6,464.	9,315.
MONSANTO CO	0.	0.

NATIONAL OILWELL VARCO INC	1,420.	2,943.
NUCOR CORP	5,251.	6,406.
PPG INDUSTRIES INC	2,447.	7,207.
PALL CORP	2,928.	7,255.
PEPSICO INC.	3,256.	4,313.
PFIZER	6,556.	10,016.
PROCTER & GAMBLE	6,311.	8,711.
RAYTHEON COMPANY	5,313.	10,068.
SANDISK CORP	2,791.	7,266.
SCHLUMBERGER LTD	10,381.	12,796.
SPECTRA ENERGY CORP	5,305.	8,691.
3M COMPANY	7,209.	12,342.
TRAVELERS COMPANIES	5,402.	9,054.
UNITED PARCEL SERVICE	5,888.	9,772.
UNITED TECHNOLOGIES CORP	6,337.	10,242.
UNITEDHEALTH GROUP	8,675.	17,319.
VERTEX PHARMACEUTICALS INCORPORATED	2,844.	5,944.
WAL MART STORES INC.	7,335.	11,095.
WASTE MGMT INC	6,698.	9,153.
CITRIX SYSTEMS	3,428.	3,605.
EMC CORP-MASS	0.	0.
FREEPORT MCMORAN COPPER & GOLD CL B	2,107.	2,340.
GENERAL ELECTRIC CO	10,876.	14,688.
GOOGLE INC CL A	0.	0.
IMMUNOGEN INC	991.	1,863.
ISIS PHARMACEUTICALS	378.	2,151.
VISA INC COM CL A	0.	0.
WELLS FARGO & CO	0.	0.
CELANESE CORPORATION	0.	0.
DUKE ENERGY CORP	0.	0.
EATON CORP	0.	0.
EBAY INC	0.	0.
FOREST CITY ENTERPRISES INC	0.	0.
ORACLE CORP	2,110.	2,219.
AMC NETWORKS INC	716.	2,384.
CAMERON INTNL CORP	0.	0.
ECOLAB INC	0.	0.
GLAXOSMITHKLINE PLC ADS	0.	0.
HONEYWELL INTERNATIONAL INC	0.	0.
METLIFE INC	7,100.	9,544.
PENTAIR LTD	792.	2,485.
ROYAL DUTCH SHELL PPC	0.	0.
THE ADT CORP COM	1,438.	2,711.
AMERICAN ELECTRIC POWER CO	4,109.	4,394.
AMERICAN TOWER CORP	8,153.	9,020.
CATERPILLAR INC	4,017.	4,359.
CHEVRON	8,284.	8,869.
HOME DEPOT	5,149.	5,681.
HONDA MOTOR CO	6,210.	6,575.
INTEL CORP	9,288.	10,642.
INTERNATIONAL PAPER CO	8,281.	9,365.
MERCK & CO	9,286.	9,810.
NESTLE	8,263.	9,052.
NEXTERA ENERGY	6,167.	6,593.

OCCIDENTAL PETROLEUM	4,148.	4,184.
PEOPLES UNITED FINANCIAL	4,132.	4,355.
QUALCOMM INC	8,289.	9,356.
STARZ	52.	789.
TARGET CORP	8,286.	8,352.
TEXAS INSTRUMENTS	4,144.	4,611.
TIME WARNER	9,028.	9,691.
UNION PACIFIC CORP	7,180.	7,896.
VERIZON COMMUNICATIONS	10,333.	10,958.
WEYERHAEUSER CO	5,180.	5,777.
WISC ENERGY CORP	6,185.	6,325.
TOTAL TO FORM 990-PF, PART II, LINE 10B	525,429.	732,654.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 6
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
ROBERT AND MARY CHAMBERS	3201 PENNY LANE NEW CASTLE, PA 16105

UBS Financial Services Inc.
1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
THE HILTON GROUP 855-729-4745
401-455-6700/800-333-6303

Payer:
THE CHAMBERS CHARITABLE FDN
ROBERT & MARY CHAMBERS,
JAMES & DAVID CHAMBERS TTEES
U/A/D 11/15/2001
3201 PENNY LANE
NEW CASTLE PA 16105-1043

2013 Consolidated Form 1099

Copy B, For Recipient
Account Number: RH 18573 JH
Tax Identification Number: 25-6803781

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715)

Consistent with IRS guidance, transactions are grouped into section(s) based upon whether the security is covered or noncovered, and whether the term is short or long Transactions for which the term cannot be determined are grouped in a separate section As a result, the substitute Form 1099-B could have up to five separate sections, each with a heading identifying which securities are included and how to report the transactions on Form 8949 When available, basis information will be displayed in sections where basis is not required to be reported to the IRS A security is a "covered security" and subject to basis reporting requirements if it is acquired on or after its corresponding effective date For stock in a corporation, the effective date is January 1, 2011. For stock in a mutual fund the effective date is January 1, 2012 UBS is not required to report basis to the IRS for any securities acquired before 2011 IRS regulations now require that brokers report short sales for the year in which the short sale is closed The possible application of the "Constructive Sale" provisions (Sec 1259) for short-against-the box transactions is not required and thus not reflected here Clients may wish to discuss the potential application of this provision with their tax advisors

The cost basis of the oldest security lot (first-in, first-out or FIFO method of accounting) is assigned to a sale to calculate Gain/Loss unless you identified a specific lot (a "versus purchase" or "VSP" order) when you placed your sell order. 2013 Gain/Loss for transactions with trade dates through 12/31/13 has been incorporated into this statement. The net gain or loss for each transaction is calculated based on the sales amount less cost basis with any wash sale loss disallowed. Although we apply wash sale rules to covered lots of identical securities, there are other circumstances to be considered that may result in or negate wash sales Gain or loss is not calculated on the sale or redemption of certain Structured Products and certain grantor trusts with collectible or foreign currency as it may be ordinary, and not capital, gain or loss These gains or losses will not be included on the gain or loss subtotal and total amounts Where applicable, symbol (2) will be printed to the right of the gain or loss subtotal and total amounts Net gain or loss is not reported to the IRS

In Box 2a gross proceeds are reported less commissions and option premiums Sale amounts with "±" symbol indicate where an option premium adjustment has been made If Box 2b is checked, a loss based on the amount reported in Box 2a is not allowed

Beginning in 2012, basis for both covered and noncovered securities have been adjusted for all capital changes. Prior to 2012, basis may not have been adjusted for noncovered tax lots The Original Cost Basis column is only populated for transactions of securities that have had their basis reduced due to premium amortization or increased due to OID accretion Cost basis for coupon tax-exempt municipal securities (including securities subject to AMT) has been adjusted for mandatory amortization of bond premium The OID amount reported on your Form 1099-OID is not adjusted for market discount, amortized acquisition premium, or bond premium Therefore, the amortization and accretion adjustments used here may not be consistent with the Form 1099-OID amounts reported to the IRS because the reporting requirements are different

Please check with your tax advisor and/or read the tax-related disclosure materials associated with those products

Type of Gain/Loss: Short Term (Box 1c)

Short-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part I, with **Box A** checked.

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked).

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) CAMERON INTL CORP					CUSIP 13342B105	Symbol (Box 1d) CAM				
Sell	**30.0000**		12/07/12	10/09/13	**1,806.57**	**1,649.87**				**156.70**
Description (Box 8) CATERPILLAR INC					CUSIP 149123101	Symbol (Box 1d) CAT				
Sell	**26.0000**		10/09/13	10/22/13	**2,298.65**	**2,175.86**				**122.79**
Description (Box 8) ECOLAB INC					CUSIP 278865100	Symbol (Box 1d) ECL				
Sell	**46.0000**		12/06/12	10/09/13	**4,493.66**	**3,319.09**				**1,174.57**

continued next page

UBS Financial Services Inc.
1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
THE HILTON GROUP 855-729-4745
401-455-6700/800-333-6303

Payer:
THE CHAMBERS CHARITABLE FDN
ROBERT & MARY CHAMBERS,
JAMES & DAVID CHAMBERS TTEES
U/A/D 11/15/2001
3201 PENNY LANE
NEW CASTLE PA 16105-1043

2013 Consolidated Form 1099

Copy B, For Recipient
Account Number: RH 18573 JH
Tax Identification Number: 25-6803781

Form 1099-DIV Dividends and Distributions (OMB No 1545-0110)

1a	Total ordinary dividends (includes boxes 1b and 5)	$8,523 41
1b	Qualified dividends	8,498 46
2a	Total capital gain distributions (includes boxes 2b, 2c, 2d)	40 26
2b	Unrecaptured Section 1250 gain	0 00
2c	Section 1202 gain	0 00
2d	Collectibles (28%) gain	0 00
3	Nondividend distributions	98 40
4	**Federal income tax withheld**	**0.00**
5	Investment expenses	0 00
6	Foreign tax paid	6 48
7	Foreign country or U S possession	Various
8	Cash liquidation distributions	0 00
9	Noncash liquidation distributions (fair market value)	0 00
10	Exempt-interest dividends	0 00
11	Specified private activity bond interest dividends (included in box 10)	0 00

Summary of Sales of Securities

Stocks, bonds, etc reported to IRS (gross proceeds less commissions)	$235,074 51
Federal income tax withheld	**0.00**

Sales of securities are individually reported to the IRS Refer to Proceeds from Broker Transactions Details Reported on Form 1099-B section of this Consolidated Form 1099

Form 1099-INT Interest Income (OMB No 1545-0112)

1	Interest income (not included in box 3)	$5 16
2	Early withdrawal penalty	0 00
3	Interest on U S Savings Bonds and Treasury obligations	0 00
4	**Federal income tax withheld**	**0.00**
5	Investment expenses (included in box 1)	0 00
6	Foreign tax paid	0 00
7	Foreign country or U S possession	Various
8	Tax-exempt interest	0 00
9	Specified private activity bond interest (included in box 8)	0 00
10	Tax-exempt bond CUSIP number	Various

Only the forms applicable to your account are shown Forms which are not applicable and therefore not shown include Form 1099-OID, Form 1099-MISC

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). 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.

UBS Financial Services Inc.
1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
THE HILTON GROUP 855-729-4745
401-455-6700/800-333-6303

Payer:
THE CHAMBERS CHARITABLE FDN
ROBERT & MARY CHAMBERS,
JAMES & DAVID CHAMBERS TTEES
U/A/D 11/15/2001
3201 PENNY LANE
NEW CASTLE PA 16105-1043

2013 Consolidated Form 1099

Copy B, For Recipient
Account Number: RH 18573 JH
Tax Identification Number: 25-6803781

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Short-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part I, with **Box A** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked).

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) GLAXO SMITHKLINE PLC ADR					*CUSIP* 37733W105	*Symbol (Box 1d)*· GSK				
Sell	23.0000		10/26/12	10/09/13	1,137.10	1,046.00				91.10
Description (Box 8) ROYAL DUTCH SHELL PLC CL A SPON ADR					*CUSIP* 780259206	*Symbol (Box 1d)* RDS A				
Sell	24.0000		12/07/12	10/09/13	1,526.61	1,615.33				(88.72)
Short-term total Box A, Part I	149.0000				$11,262.59	$9,806.15				$1,456.44

Type of Gain/Loss: Short Term (Box 1c)

Short-term transactions reported on Form 1099-B - basis **Not** reported to the IRS; Report on Form 8949, Part I, with **Box B** checked.

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) EATON CORP PLC					*CUSIP* G29183103	*Symbol (Box 1d)* ETN				
Sell	85.0000		12/03/12	10/09/13	5,613.30	4,352.60				1,260.70
Short-term total Box B, Part I	85.0000				$5,613.30	$4,352.60				$1,260.70

continued next page

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Type of Gain/Loss: Long Term (Box 1c)

Long-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part II, with **Box D** checked.

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked)

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) ABBOTT LABS					*CUSIP* 002824100	*Symbol (Box 1d)* ABT				
Sell	**8.0000**		12/27/11	10/09/13	**266.42**	**216.03**				**50.39**
Description (Box 8) BERKSHIRE HATHAWAY INC NEW CL B					*CUSIP* 084670702	*Symbol (Box 1d)* BRK B				
Sell	**19.0000**		12/27/11	10/09/13	**2,131.12**	**1,469.27**				**661.85**
Description (Box 8) CELANESE CORP NEW SER A					*CUSIP* 150870103	*Symbol (Box 1d)* CE				
Sell	48 0000		03/07/11	10/09/13	2,485 88	1,982 06				503 82
Sell	20 0000		03/10/11	10/09/13	1,035 78	790 47				245 31
Sell	27 0000		07/20/12	10/09/13	1,398 31	977 42				420 89
Sub Total	**95.0000**				**4,919.97**	**3,749.95**				**1,170.02**
Description (Box 8) CISCO SYSTEMS INC					*CUSIP* 17275R102	*Symbol (Box 1d).* CSCO				
Sell	77 0000		12/27/11	10/09/13	1,738 86	1,431 43				307 43
Sell	121 0000		07/20/12	10/09/13	2,732 50	1,984 39				748 11
Sub Total	**198.0000**				**4,471.36**	**3,415.82**				**1,055.54**
Description (Box 8) CREE INC					*CUSIP.* 225447101	*Symbol (Box 1d)* CREE				
Sell	7 0000		01/19/11	10/09/13	486 77	383 17				103 60
Sell	7 0000		03/23/11	10/09/13	486 77	316 70				170 07
Sell	21 0000		04/20/11	10/09/13	1,460.31	822 02				638 29

continued next page

UBS Financial Services Inc.
1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
THE HILTON GROUP 855-729-4745
401-455-6700/800-333-6303

Payer:
THE CHAMBERS CHARITABLE FDN
ROBERT & MARY CHAMBERS,
JAMES & DAVID CHAMBERS TTEES
U/A/D 11/15/2001
3201 PENNY LANE
NEW CASTLE PA 16105-1043

2013 Consolidated Form 1099

Copy B, For Recipient
Account Number: RH 18573 JH
Tax Identification Number: 25-6803781

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part II, with **Box D** checked (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked)

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) CREE INC					*CUSIP* 225447101	*Symbol (Box 1d)* CREE				
Sell	7 0000		06/16/11	10/09/13	486 77	250 92				235.85
Sell	4 0000		12/27/11	10/09/13	278 16	87 95				190 21
Sub Total	**46.0000**				**3,198.78**	**1,860.76**				**1,338.02**
Description (Box 8) DOLBY LABORATORIES INC CL A					*CUSIP* 25659T107	*Symbol (Box 1d)* DLB				
Sell	4 0000		02/04/11	11/15/13	142 68	225 27				(82 59)
Sell	4 0000		04/06/11	11/15/13	142 68	196 03				(53 35)
Sell	1 0000		04/08/11	11/15/13	35 67	50 87				(15 20)
Sell	2 0000		04/12/11	11/15/13	71 34	100 12				(28 78)
Sell	2 0000		04/15/11	11/15/13	71 34	94 18				(22 84)
Sell	21 0000		08/05/11	11/15/13	749 06	652 13				96 93
Sell	10 0000		12/27/11	11/15/13	356 69	310 99				45 70
Sell	1 0000		08/07/12	11/15/13	35 67	33 79				1 88
Sub Total	**45.0000**				**1,605.13**	**1,663.38**				**(58.25)**
Description (Box 8) DU PONT DE NEMOURS					*CUSIP* 263534109	*Symbol (Box 1d)* DD				
Sell	**16.0000**		07/01/11	11/11/13	**992.08**	**868.89**				**123.19**
Description (Box 8) DUKE ENERGY CORP NEW					*CUSIP* 26441C204	*Symbol (Box 1d)*. DUK				
Sell	86 6660		03/18/11	10/09/13	5,855 92	4,608 83				1,247 09
Sell	7 3340		12/27/11	10/09/13	495 55	483 78				11 77
Sub Total	**94.0000**				**6,351.47**	**5,092.61**				**1,258.86**

continued next page

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part II, with **Box D** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked)

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) EBAY INC						*CUSIP* 278642103	*Symbol (Box 1d)* EBAY			
Sell	50 0000		06/23/11	10/09/13	2,628 18	1,449 99				1,178 19
Sell	37 0000		07/21/11	10/09/13	1,944 85	1,271 67				673 18
Sell	39 0000		10/04/11	10/09/13	2,049 98	1,121 85				928 13
Sell	4 0000		12/20/11	10/09/13	210 25	121 39				88 86
Sell	19 0000		12/27/11	10/09/13	998 71	589 51				409 20
Sub Total	**149.0000**				**7,831.97**	**4,554.41**				**3,277.56**
Description (Box 8) EMC CORP MASS						*CUSIP* 268648102	*Symbol (Box 1d)* EMC			
Sell	**51.0000**		12/27/11	10/09/13	**1,267.01**	**1,104.07**				**162.94**
Description (Box 8) FOREST CITY ENTERPRISES INC CL A						*CUSIP* 345550107	*Symbol (Box 1d)* FCE A			
Sell	152 0000		03/08/11	10/09/13	2,786 79	2,886 51				(99 72)
Sell	6 0000		05/18/11	10/09/13	110 01	113 04				(3 03)
Sell	100 0000		12/27/11	10/09/13	1,833 41	1,197 68				635 73
Sell	12 0000		04/27/12	10/09/13	220 01	193 28				26 73
Sell	30 0000		07/20/12	10/09/13	550 03	425 42				124 61
Sub Total	**300.0000**				**5,500.25**	**4,815.93**				**684.32**
Description (Box 8) GENL MILLS INC						*CUSIP* 370334104	*Symbol (Box 1d)* GIS			
Sell	**34.0000**		07/20/12	10/09/13	**1,622.90**	**1,312.29**				**310.61**

continued next page

UBS Financial Services Inc.
1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
THE HILTON GROUP 855-729-4745
401-455-6700/800-333-6303

Payer:
THE CHAMBERS CHARITABLE FDN
ROBERT & MARY CHAMBERS,
JAMES & DAVID CHAMBERS TTEES
U/A/D 11/15/2001
3201 PENNY LANE
NEW CASTLE PA 16105-1043

2013 Consolidated Form 1099

Copy B, For Recipient
Account Number: RH 18573 JH
Tax Identification Number: 25-6803781

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part II, with **Box D** checked (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked)

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) GLAXO SMITHKLINE PLC ADR						*CUSIP* 37733W105	*Symbol (Box 1d)* GSK			
Sell	37 0000		05/23/12	10/09/13	1,829 25	1,618 82				210 43
Sell	37 0000		07/16/12	10/09/13	1,829 25	1,676 79				152 46
Sub Total	**74.0000**				**3,658.50**	**3,295.61**				**362.89**
Description (Box 8) GOOGLE INC CL A						*CUSIP* 38259P508	*Symbol (Box 1d)* GOOG			
Sell	3 0000		03/16/11	10/09/13	2,585 95	1,689 60				896 35
Sell	3 0000		04/15/11	10/09/13	2,585 96	1,621 81				964 15
Sell	3 0000		07/20/12	10/09/13	2,585 95	1,836 06				749 89
Sub Total	**9.0000**				**7,757.86**	**5,147.47**				**2,610.39**
Description (Box 8) HONEYWELL INTL INC						*CUSIP* 438516106	*Symbol (Box 1d)* HON			
Sell	28 0000		03/02/11	10/09/13	2,299 89	1,558 10				741 79
Sell	12 0000		06/16/11	10/09/13	985 66	671 89				313 77
Sell	8 0000		12/27/11	10/09/13	657 11	440 51				216 60
Sell	16 0000		05/23/12	10/09/13	1,314 22	913 64				400 58
Sub Total	**64.0000**				**5,256.88**	**3,584.14**				**1,672.74**
Description (Box 8) INTL BUSINESS MACH						*CUSIP* 459200101	*Symbol (Box 1d)* IBM			
Sell	**20.0000**		12/27/11	10/09/13	**3,630.74**	**3,705.96**				**(75.22)**
Description (Box 8) ISIS PHARMACEUTICALS INC						*CUSIP* 464330109	*Symbol (Box 1d)* ISIS			
Sell	**26.0000**		12/27/11	10/09/13	**849.78**	**182.21**				**667.57**

continued next page

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis reported to the IRS, Report on Form 8949, Part II, with **Box D** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked).

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) JPMORGAN CHASE & CO						*CUSIP* 46625H100	*Symbol (Box 1d)* JPM			
Sell	108 0000		05/18/11	10/09/13	5,500 69	4,710 79				789 90
Sell	6 0000		06/10/11	10/09/13	305 60	247 74				57 86
Sell	56 0000		12/27/11	10/09/13	2,852 21	1,852 93				999 28
Sub Total	**170.0000**				**8,658.50**	**6,811.46**				**1,847.04**
Description (Box 8) MALLINCKRODT PUB LTD CO						*CUSIP* G5785G107	*Symbol (Box 1d)* MNK			
Sell	**1.0000**		12/27/11	10/09/13	**43.39**	**33.15**				**10.24**
Description (Box 8) MONSANTO CO NEW						*CUSIP* 61166W101	*Symbol (Box 1d)* MON			
Sell	**6.0000**		12/27/11	10/09/13	**624.97**	**427.48**				**197.49**
Description (Box 8) ORACLE CORP						*CUSIP* 68389X105	*Symbol (Box 1d)* ORCL			
Sell	23 0000		03/16/11	10/09/13	742 20	698 73				43 47
Sell	37 0000		12/27/11	10/09/13	1,193 98	951 49				242 49
Sub Total	**60.0000**				**1,936.18**	**1,650.22**				**285.96**
Description (Box 8) WELLS FARGO & CO NEW						*CUSIP* 949746101	*Symbol (Box 1d)* WFC			
Sell	**53.0000**		06/10/11	10/09/13	**2,142.99**	**1,392.10**				**750.89**
Long-term total Box D, Part II	**1,538.0000**				**$74,718.25**	**$56,353.21**				**$18,365.04**

continued next page

UBS Financial Services Inc.
1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
THE HILTON GROUP 855-729-4745
401-455-6700/800-333-6303

Payer:
THE CHAMBERS CHARITABLE FDN
ROBERT & MARY CHAMBERS,
JAMES & DAVID CHAMBERS TTEES
U/A/D 11/15/2001
3201 PENNY LANE
NEW CASTLE PA 16105-1043

2013 Consolidated Form 1099

Copy B, For Recipient
Account Number: RH 18573 JH
Tax Identification Number: 25-6803781

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Type of Gain/Loss: Long Term (Box 1c)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS; Report on Form 8949, Part II, with **Box E** checked.

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) ABBOTT LABS					*CUSIP* 002824100	*Symbol (Box 1d)* ABT				
Sell	3 0000		09/02/09	10/09/13	99 91	64 38				35 53
Sell	25 0000		07/26/10	10/09/13	832 56	587 48				245 08
Sell	73 0000		12/22/10	10/09/13	2,431 10	1,676 14				754 96
Sub Total	**101.0000**				**3,363.57**	**2,328.00**				**1,035.57**
Description (Box 8). ABBVIE INC COM					*CUSIP* 00287Y109	*Symbol (Box 1d)* ABBV				
Sell	3 0000		09/02/09	10/09/13	135 21	69 81				65 40
Sell	25 0000		07/26/10	10/09/13	1,126 80	637 07				489 73
Sell	73 0000		12/22/10	10/09/13	3,290 23	1,817 64				1,472 59
Sell	8 0000		12/27/11	10/09/13	360 57	234 26				126 31
Sub Total	**109.0000**				**4,912.81**	**2,758.78**				**2,154.03**
Description (Box 8) ANADARKO PETROLEUM CORP					*CUSIP* 032511107	*Symbol (Box 1d)* APC				
Sell	**20.0000**		08/25/09	10/09/13	**1,850.97**	**1,077.60**				**773.37**
Description (Box 8) AUTODESK INC					*CUSIP* 052769106	*Symbol (Box 1d)* ADSK				
Sell	**16.0000**		08/25/09	10/09/13	**643.19**	**387.04**				**256.15**

continued next page

UBS Financial Services Inc.
1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
THE HILTON GROUP 855-729-4745
401-455-6700/800-333-6303

Payer:
THE CHAMBERS CHARITABLE FDN
ROBERT & MARY CHAMBERS,
JAMES & DAVID CHAMBERS TTEES
U/A/D 11/15/2001
3201 PENNY LANE
NEW CASTLE PA 16105-1043

2013 Consolidated Form 1099

Copy B, For Recipient
Account Number: RH 18573 JH
Tax Identification Number: 25-6803781

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS; Report on Form 8949, Part II, with **Box E** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) BERKSHIRE HATHAWAY INC NEW CL B					*CUSIP* 084670702		*Symbol (Box 1d)* BRK B			
Sell	50 0000		09/02/09	10/09/13	5,608 21	3,202 78				2,405 43
Sell	50 0000		11/16/09	10/09/13	5,608 21	3,430 51				2,177 70
Sub Total	**100.0000**				**11,216.42**	**6,633.29**				**4,583.13**
Description (Box 8) BIOGEN IDEC INC					*CUSIP* 09062X103		*Symbol (Box 1d)* BIIB			
Sell	**8.0000**		08/25/09	11/15/13	**1,939.41**	**396.56**				**1,542.85**
Description (Box 8) CISCO SYSTEMS INC					*CUSIP* 17275R102		*Symbol (Box 1d)* CSCO			
Sell	152 0000		08/25/09	10/09/13	3,432 56	3,355 86				76 70
Sell	215 0000		12/01/10	10/09/13	4,855 26	4,150 75				704 51
Sell	55 0000		12/22/10	10/09/13	1,242 04	1,074 70				167 34
Sub Total	**422.0000**				**9,529.86**	**8,581.31**				**948.55**
Description (Box 8) COMCAST CORP NEW SPECIAL CL A					*CUSIP* 20030N200		*Symbol (Box 1d)* CMCSK			
Sell	**2.0000**		08/25/09	10/09/13	**86.33**	**28.94**				**57.39**
Description (Box 8) CREE INC					*CUSIP* 225447101		*Symbol (Box 1d)* CREE			
Sell	20 0000		08/25/09	10/09/13	1,390 78	719 80				670 98
Sell	5 0000		08/05/10	10/09/13	347 69	349 88				(2 19)
Sell	30 0000		09/16/10	10/09/13	2,086 16	1,533 97				552 19
Sell	5 0000		10/20/10	10/09/13	347 70	244 86				102 84
Sub Total	**60.0000**				**4,172.33**	**2,848.51**				**1,323.82**

continued next page

UBS Financial Services Inc.
1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
THE HILTON GROUP 855-729-4745
401-455-6700/800-333-6303

Payer:
THE CHAMBERS CHARITABLE FDN
ROBERT & MARY CHAMBERS,
JAMES & DAVID CHAMBERS TTEES
U/A/D 11/15/2001
3201 PENNY LANE
NEW CASTLE PA 16105-1043

2013 Consolidated Form 1099

Copy B, For Recipient
Account Number: RH 18573 JH
Tax Identification Number: 25-6803781

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS, Report on Form 8949, Part II, with **Box E** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) DOLBY LABORATORIES INC CL A						*CUSIP* 25659T107	*Symbol (Box 1d)* DLB			
Sell	**40.0000**		08/25/09	11/15/13	**1,426.78**	**1,580.00**				**(153.22)**
Description (Box 8) DU PONT DE NEMOURS						*CUSIP* 263534109	*Symbol (Box 1d)* DD			
Sell	7 0000		08/25/09	10/25/13	436 74	228 94				207 80
Sell	10 0000		10/01/09	10/25/13	623 92	315 22				308 70
Sell	5 0000		12/30/10	10/25/13	311 96	248 10				63 86
Sell	15 0000		12/30/10	11/08/13	929 98	744 31				185 67
Sell	7 0000		12/30/10	11/11/13	434 04	347 34				86 70
Sub Total	**44.0000**				**2,736.64**	**1,883.91**				**852.73**
Description (Box 8) EMC CORP MASS						*CUSIP* 268648102	*Symbol (Box 1d)* EMC			
Sell	111 0000		05/26/10	10/09/13	2,757 62	2,006 40				751 22
Sell	121 0000		12/22/10	10/09/13	3,006 05	2,771 63				234 42
Sub Total	**232.0000**				**5,763.67**	**4,778.03**				**985.64**
Description (Box 8) FOREST LABORATORIES						*CUSIP* 345838106	*Symbol (Box 1d)* FRX			
Sell	**20.0000**		08/25/09	11/15/13	**1,030.18**	**576.59**				**453.59**
Description (Box 8) GENL MILLS INC						*CUSIP* 370334104	*Symbol (Box 1d)* GIS			
Sell	131 0000		08/25/09	10/09/13	6,252 94	3,878 65				2,374 29
Sell	20 0000		12/24/09	10/09/13	954 65	709 80				244 85

continued next page

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS; Report on Form 8949, Part II, with **Box E** checked (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) GENL MILLS INC					*CUSIP* 370334104	*Symbol (Box 1d)* GIS				
Sell	35 0000		12/22/10	10/09/13	1,670 63	1,246 32				424 31
Sub Total	**186.0000**				**8,878.22**	**5,834.77**				**3,043.45**
Description (Box 8) GOOGLE INC CL A					*CUSIP* 38259P508	*Symbol (Box 1d)* GOOG				
Sell	**1.0000**		07/06/10	10/09/13	**861.99**	**446.54**				**415.45**
Description (Box 8) HONEYWELL INTL INC					*CUSIP* 438516106	*Symbol (Box 1d)* HON				
Sell	**22.0000**		11/30/10	10/09/13	**1,807.05**	**1,094.33**				**712.72**
Description (Box 8) INTL BUSINESS MACH					*CUSIP* 459200101	*Symbol (Box 1d)* IBM				
Sell	**25.0000**		08/26/09	10/09/13	**4,538.42**	**2,961.60**				**1,576.82**
Description (Box 8) ISIS PHARMACEUTICALS INC					*CUSIP* 464330109	*Symbol (Box 1d)* ISIS				
Sell	62 0000		10/14/10	10/09/13	2,026 40	535 41				1,490 99
Sell	38 0000		10/20/10	10/09/13	1,241 99	356 76				885 23
Sell	10 0000		10/25/10	10/09/13	326 84	91 82				235 02
Sub Total	**110.0000**				**3,595.23**	**983.99**				**2,611.24**
Description (Box 8) JOHNSON & JOHNSON COM					*CUSIP* 478160104	*Symbol (Box 1d)* JNJ				
Sell	64 0000		12/24/91	10/09/13	5,513 07	887 04				4,626 03
Sell	4 0000		12/24/91	10/09/13	344 57	55 44				289 13
Sub Total	**68.0000**				**5,857.64**	**942.48**				**4,915.16**

continued next page

UBS Financial Services Inc.
1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
THE HILTON GROUP 855-729-4745
401-455-6700/800-333-6303

Payer:
THE CHAMBERS CHARITABLE FDN
ROBERT & MARY CHAMBERS,
JAMES & DAVID CHAMBERS TTEES
U/A/D 11/15/2001
3201 PENNY LANE
NEW CASTLE PA 16105-1043

Copy B, For Recipient
Account Number: RH 18573 JH
Tax Identification Number: 25-6803781

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS, Report on Form 8949, Part II, with **Box E** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)

Activity type	*Quantity / face value (Box 1e)*	*Original cost basis ($)*	*Date acquired (Box 1b)*	*Date of sale / exchange (Box 1a)*	*Sale amount (Box 2a) ($)*	*Cost or other basis (Box 3) ($)*	*Wash sale loss disallowed (Box 5) ($)*	*Federal income tax withheld (Box 4) ($)*	*Loss not allowed (Box 2b)*	*Gain/Loss ($)*
Description (Box 8) JPMORGAN CHASE & CO					*CUSIP* 46625H100		*Symbol (Box 1d)* JPM			
Sell	**60.0000**		08/26/09	10/09/13	**3,055.94**	**2,593.13**				**462.81**
Description (Box 8) MALLINCKRODT PUB LTD CO					*CUSIP* G5785G107		*Symbol (Box 1d)* MNK			
Cash in Lieu	0 2500		08/25/09	07/01/13	11 04	7 15				3 89
Sell	4 5000		08/25/09	10/09/13	195 27	128 78				66 49
Sell	1 5000		12/22/10	10/09/13	65 09	49 98				15 11
Sub Total	**6.2500**				**271.40**	**185.91**				**85.49**
Description (Box 8) MICROSOFT CORP					*CUSIP* 594918104		*Symbol (Box 1d).* MSFT			
Sell	**47.0000**		08/27/09	10/09/13	**1,562.25**	**1,146.33**				**415.92**
Description (Box 8) MONSANTO CO NEW					*CUSIP* 61166W101		*Symbol (Box 1d)* MON			
Sell	25 0000		08/26/09	10/09/13	2,604 03	2,085 85				518 18
Sell	4 0000		09/15/09	10/09/13	416 65	312 70				103 95
Sell	6 0000		11/03/09	10/09/13	624 97	407.91				217 06
Sell	15 0000		01/25/10	10/09/13	1,562 42	1,187 40				375 02
Sell	10 0000		03/01/10	10/09/13	1,041 61	704 30				337 31
Sell	10 0000		05/04/10	10/09/13	1,041 62	624 34				417 28
Sell	10 0000		06/14/10	10/09/13	1,041 61	507 78				533 83
Sub Total	**80.0000**				**8,332.91**	**5,830.28**				**2,502.63**

continued next page

UBS Financial Services Inc.
1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
THE HILTON GROUP 855-729-4745
401-455-6700/800-333-6303

Payer:
THE CHAMBERS CHARITABLE FDN
ROBERT & MARY CHAMBERS,
JAMES & DAVID CHAMBERS TTEES
U/A/D 11/15/2001
3201 PENNY LANE
NEW CASTLE PA 16105-1043

2013 Consolidated Form 1099

Copy B, For Recipient
Account Number: RH 18573 JH
Tax Identification Number: 25-6803781

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS, Report on Form 8949, Part II, with **Box E** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) PEPSICO INC						*CUSIP* 713448108	*Symbol (Box 1d)* PEP			
Sell	**63.0000**		08/28/09	10/09/13	**5,021.01**	**3,592.26**				**1,428.75**
Description (Box 8) PPG INDUSTRIES INC						*CUSIP* 693506107	*Symbol (Box 1d)* PPG			
Sell	**54.0000**		08/26/09	10/09/13	**8,803.40**	**2,945.59**				**5,857.81**
Description (Box 8) PROCTER & GAMBLE CO						*CUSIP* 742718109	*Symbol (Box 1d)* PG			
Sell	**23.0000**		09/01/09	10/09/13	**1,771.89**	**1,240.16**				**531.73**
Description (Box 8) RAYTHEON CO NEW						*CUSIP* 755111507	*Symbol (Box 1d)* RTN			
Sell	**48.0000**		08/26/09	10/09/13	**3,561.06**	**2,282.31**				**1,278.75**
Description (Box 8) SEAGATE TECHNOLOGY PLC SHS						*CUSIP* G7945M107	*Symbol (Box 1d)* STX			
Sell	**36.0000**		08/25/09	11/15/13	**1,757.13**	**444.14**				**1,312.99**
Description (Box 8) TRAVELERS COS INC/THE						*CUSIP* 89417E109	*Symbol (Box 1d)* TRV			
Sell	**120.0000**		08/27/09	10/09/13	**9,906.21**	**5,832.27**				**4,073.94**
Description (Box 8) TYCO INTL LTD						*CUSIP.* H89128104	*Symbol (Box 1d)* TYC			
Sell	103 0000		08/25/09	11/15/13	3,809 51	1,638 87				2,170 64
Sell	8 0000		12/24/09	11/15/13	295 88	141 50				154 38
Sell	2 0000		12/24/09	11/15/13	73 97	35 37				38 60
Sub Total	**113.0000**				**4,179.36**	**1,815.74**				**2,363.62**

continued next page

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS, Report on Form 8949, Part II, with **Box E** checked (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) UNITED PARCEL SERVICE INC CL B					*CUSIP* 911312106	*Symbol (Box 1d)* UPS				
Sell	**11.0000**		08/27/09	10/09/13	**978.14**	**588.17**				**389.97**
Description (Box 8) UNTD TECHNOLOGIES CORP					*CUSIP* 913017109	*Symbol (Box 1d)* UTX				
Sell	**13.0000**		08/26/09	10/09/13	**1,341.06**	**775.79**				**565.27**
Description (Box 8) VISA INC CL A					*CUSIP* 92826C839	*Symbol (Box 1d)* V				
Sell	2 0000		06/15/10	10/09/13	368 27	149 19				219 08
Sell	5 0000		06/21/10	10/09/13	920 69	383 11				537 58
Sell	10 0000		06/29/10	10/09/13	1,841 37	718 47				1,122 90
Sell	5 0000		07/06/10	10/09/13	920 68	368 30				552 38
Sell	5 0000		08/05/10	10/09/13	920 68	361 18				559 50
Sell	11 0000		12/22/10	10/09/13	2,025 51	752 07				1,273 44
Sub Total	**38.0000**				**6,997.20**	**2,732.32**				**4,264.88**
Description (Box 8) WAL MART STORES INC					*CUSIP* 931142103	*Symbol (Box 1d)* WMT				
Sell	**39.0000**		08/25/09	10/09/13	**2,853.31**	**2,038.53**				**814.78**
Description (Box 8) WALT DISNEY CO (HOLDING CO) DISNEY COM					*CUSIP* 254687106	*Symbol (Box 1d)* DIS				
Sell	**76.0000**		09/02/09	10/09/13	**4,851.01**	**1,932.68**				**2,918.33**

continued next page

UBS Financial Services Inc.
1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
THE HILTON GROUP 855-729-4745
401-455-6700/800-333-6303

Payer:
THE CHAMBERS CHARITABLE FDN
ROBERT & MARY CHAMBERS,
JAMES & DAVID CHAMBERS TTEES
U/A/D 11/15/2001
3201 PENNY LANE
NEW CASTLE PA 16105-1043

2013 Consolidated Form 1099

Copy B, For Recipient
Account Number: RH 18573 JH
Tax Identification Number: 25-6803781

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS, Report on Form 8949, Part II, with **Box E** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) WELLS FARGO & CO NEW					*CUSIP* 949746101	*Symbol (Box 1d)* WFC				
Sell	**85.0000**		08/27/10	10/09/13	**3,436.87**	**2,032.10**				**1,404.77**
Long-term total Box E, Part II	**2,498.2500**				**$142,890.86**	**$84,129.98**				**$58,760.88**

Type of Gain/Loss: Undetermined.

Transactions reported on Form 1099-B - basis **Not** reported to the IRS and Short- or Long-Term Determination is Unknown (to Broker); Report on Form 8949, in either Part I with **Box B** checked or Part II with **Box E** checked, as appropriate.

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) 3M CO					*CUSIP* 88579Y101	*Symbol (Box 1d)* MMM				
Sell	**5.0000**			10/09/13	**589.51**					*Not Calculated*
Term Unknown total Box B or Box E	**5.0000**				**$589.51**					
Total					**$235,074.51**					

UBS Financial Services Inc.

1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:

THE HILTON GROUP 855-729-4745
401-455-6700/800-333-6303

Payer:

THE CHAMBERS CHARITABLE FDN
ROBERT & MARY CHAMBERS,
JAMES & DAVID CHAMBERS TTEES
U/A/D 11/15/2001
3201 PENNY LANE
NEW CASTLE PA 16105-1043

2013 Consolidated Form 1099

Copy B, For Recipient

Account Number: RH 18573 JH

Tax Identification Number: 25-6803781

2013 Realized Gain/Loss Summary (Includes sale proceeds not reported on Form 1099-B)

This section summarizes your realized gain/loss for transactions reported on Form 1099-B and those transactions not reported on Form 1099-B

- *Transactions with box A or box D checked were reported to the IRS on Form 1099-B with cost basis*
- *Transactions with box B or box E checked were reported to the IRS on Form 1099-B without cost basis*
- *Transactions with box C or box F checked were not reported to the IRS on Form 1099-B*

For transactions where term is unknown to UBS, please rely on the confirmations previously provided to you as your official record

Net gain or loss subtotal and total amounts with symbol (2) do not include tax lots where gain or loss was not calculated

Description	Sale amount	Cost/other basis	Wash sale loss disallowed	Net Gain/Loss
Short-term Gain/Loss				
Short-term totals with box A checked in Part I	11,262 59	9,806 15		1,456 44
Short-term totals with box B checked in Part I	5,613 30	4,352 60		1,260 70
Total short-term	$16,875 89	$14,158 75		$2,717 14
Long-term Gain/Loss				
Long-term totals with box D checked in Part II	74,718 25	56,353 21		18,365 04
Long-term totals with box E checked in Part II	142,890 86	84,129 98		58,760 88
Total long-term	$217,609 11	$140,483 19		$77,125 92
Sub Total	**$234,485.00**	**$154,641.94**		**$79,843.06**
Term Unknown Gain/Loss				
Term unknown totals with box B or box E checked	589 51			
Totals	**$235,074.51**	**$154,641.94**		**$79,843.06**

Details for Items Reported on Forms 1099

Dividends and Distributions Details Reported on Form 1099-DIV

Transactions shown as "Qualified Dividend" only indicate that the dividend is issuer-qualified We do not compute the holding period required for a qualified dividend It is the responsibility of the taxpayer to determine whether the holding period requirements have been met To assist you, we include the ex-dividend date information if available

Security Description	CUSIP	Activity Description	Ex Date	Payment Date	Amount
ABBOTT LABS	002824100	Qualified Dividend	04/11/13	05/15/13	15 26
		Qualified Dividend	07/11/13	08/15/13	15 26
				Sub-Total:	**$ 30.52**
ABBVIE INC COM	00287Y109	Qualified Dividend	04/11/13	05/15/13	43 60
		Qualified Dividend	07/11/13	08/15/13	43 60
				Sub-Total:	**$ 87.20**

continued next page

UBS Financial Services Inc.
1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
THE HILTON GROUP 855-729-4745
401-455-6700/800-333-6303

Payer:
THE CHAMBERS CHARITABLE FDN
ROBERT & MARY CHAMBERS,
JAMES & DAVID CHAMBERS TTEES
U/A/D 11/15/2001
3201 PENNY LANE
NEW CASTLE PA 16105-1043

2013 Consolidated Form 1099

Copy B, For Recipient
Account Number: RH 18573 JH
Tax Identification Number: 25-6803781

Dividends and Distributions Details Reported on Form 1099-DIV (continued)

Security Description	*CUSIP*	*Activity Description*	*Ex Date*	*Payment Date*	*Amount*
ADT CORP COM	00101J106	Qualified Dividend	10/28/13	11/20/13	**$ 8.38**
AMER ELECTRIC POWER CO	025537101	Qualified Dividend	11/06/13	12/10/13	**$ 47.00**
AMERICAN TOWER CORP REIT	03027X100	Dividend	12/12/13	12/31/13	24 95
		Qualified Dividend	12/12/13	12/31/13	7 82
				Sub-Total:	**$ 32.77**
ANADARKO PETROLEUM CORP	032511107	Qualified Dividend	03/11/13	03/27/13	10 44
		Qualified Dividend	06/10/13	06/26/13	10 44
		Qualified Dividend	09/09/13	09/25/13	20 88
		Qualified Dividend	12/09/13	12/23/13	17 28
				Sub-Total:	**$ 59.04**
AT&T INC	00206R102	Qualified Dividend	04/08/13	05/01/13	46 35
		Qualified Dividend	07/08/13	08/01/13	46 35
		Qualified Dividend	10/08/13	11/01/13	46 35
				Sub-Total:	**$ 139.05**
AUTOMATIC DATA PROCESSNG INC	053015103	Qualified Dividend	03/06/13	04/01/13	49 16
		Qualified Dividend	06/12/13	07/01/13	49 16
		Qualified Dividend	09/11/13	10/01/13	49 16
				Sub-Total:	**$ 147.48**
CABLEVISION SYSTEMS CORP N Y GROUP CL A	12686C109	Qualified Dividend	03/13/13	04/03/13	41 25
		Qualified Dividend	05/22/13	06/14/13	41 25
		Qualified Dividend	08/13/13	09/05/13	41 25
		Qualified Dividend	11/20/13	12/13/13	41 25
				Sub-Total:	**$ 165.00**
CATERPILLAR INC	149123101	Qualified Dividend	10/17/13	11/20/13	**$ 44.40**
CELANESE CORP NEW SER A	150870103	Qualified Dividend	05/02/13	05/16/13	8 55
		Qualified Dividend	08/01/13	08/15/13	17 10
				Sub-Total:	**$ 25.65**
CHEVRON CORP	166764100	Qualified Dividend	11/14/13	12/10/13	**$ 71.00**
CISCO SYSTEMS INC	17275R102	Qualified Dividend	04/04/13	04/24/13	105 40
		Qualified Dividend	07/01/13	07/24/13	105 40
		Qualified Dividend	10/01/13	10/23/13	105 40
				Sub-Total:	**$ 316.20**

continued next page

Form 8868
(Rev January 2014)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE CHAMBERS FOUNDATION	Enter filer's identifying number Employer identification number (EIN) or 25-6803781
	Number, street, and room or suite no If a P O box, see instructions 3201 PENNY LANE	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEW CASTLE, PA 16105	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ MORGAN STANLEY SMITH BARNEY LLC
284 BELLEVUE AVENUE - NEWPORT, RI 02840
Telephone No ▶ (401) 845-3525 Fax No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2014 , to file the exempt organization return for the organization named above The extension is for the organization's return for
▶ [X] calendar year 2013 or
▶ [ ] tax year beginning ________________, and ending ________________

2 If the tax year entered in line 1 is for less than 12 months, check reason [ ] Initial return [ ] Final return
[ ] Change in accounting period

3a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 1,873.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 0.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 1,873.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions