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

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

MITCHELL W WATTS
FAMILY FOUNDATION, INC
PO BOX 39
CONCORD, NC 28026-0039

A Employer identification number: 26-0850536

B Telephone number (see the instructions): 704 788-6021

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ▶ $ 902,920.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)	43,480.			
	2 Ck ▶ [X] if the foundn is **not** req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	21,262.	21,262.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	39,211.			
	b Gross sales price for all assets on line 6a 1,012,124.				
	7 Capital gain net income (from Part IV, line 2)		39,211.		
	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/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	103,953.	60,473.	0.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 1	1,800.			1,800.
	c Other prof fees (attach sch) SEE ST 2	10,253.	10,253.		
	17 Interest				
	18 Taxes (attach schedule)(see instrs) SEE STM 3	378.	378.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	12,431.	10,631.		1,800.
	25 Contributions, gifts, grants paid PART XV	36,500.			36,500.
	26 **Total expenses and disbursements.** Add lines 24 and 25	48,931.	10,631.	0.	38,300.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	55,022.			
	b **Net investment income** (if negative, enter -0-)		49,842.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	17,096.	130,761.	130,761.
	3 Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less· allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U S and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	796,851.	772,159.	772,159.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment· basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	813,947.	902,920.	902,920.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	813,947.	902,920.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	813,947.	902,920.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	813,947.	902,920.	

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	813,947.
2	Enter amount from Part I, line 27a	2	55,022.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 4	3	33,951.
4	Add lines 1, 2, and 3	4	902,920.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	902,920.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	CAPITAL GAIN DIVIDENDS	P	VARIOUS	VARIOUS
b	SECURITY SALES - SUMMARY ATTACHED	P	VARIOUS	VARIOUS
c	SECURITY SALES - SUMMARY ATTACHED	P	VARIOUS	VARIOUS
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	584.			584.
b	90,015.		82,200.	7,815.
c	921,525.		890,713.	30,812.
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				584.
b				7,815.
c				30,812.
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	39,211.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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 (column (b) divided by column (c))
2012	34,363.	766,895.	0.044808
2011	25,397.	745,802.	0.034053
2010	30,525.	606,091.	0.050364
2009	31,413.	537,045.	0.058492
2008	7,060.	690,428.	0.010226

2	**Total** of line 1, column (d)	2	0.197943
3	Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.039589
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	845,170.
5	Multiply line 4 by line 3	5	33,459.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	498.
7	Add lines 5 and 6	7	33,957.
8	Enter qualifying distributions from Part XII, line 4	8	38,300.

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)

1 a	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 instrs)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ► ☒ and enter 1% of Part I, line 27b	1	498.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	498.
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	498.
6	Credits/Payments:		
a	2013 estimated tax pmts and 2012 overpayment credited to 2013 — 6 a		
b	Exempt foreign organizations – tax withheld at source — 6 b		
c	Tax paid with application for extension of time to file (Form 8868) — 6 c		
d	Backup withholding erroneously withheld — 6 d		
7	Total credits and payments Add lines 6a through 6d	7	0.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►	9	498.
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
1 a	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?	1 a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1 b		X
	*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1 c		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
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4 a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4 b	N/A	
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, column (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► N/A			
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*	8 b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

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

			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 ► MITCHELL W WATTS Telephone no. ► 704 788-6021

Located at ► PO BOX 39 CONCORD NC ZIP + 4 ► 28026-0039

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			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

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

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

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

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

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

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

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

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

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

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)

6 a 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 (No)

If 'Yes' to 6b, file Form 8870

7 a 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 (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
MITCHELL W WATTS 1651 FLOWERFIELD DRIVE CONCORD, NC 28025	PRESIDENT 1.00	0.	0.	0.
LISA FAYE WATTS OVERCASH 709 PHARLAP LANE BAHAMA, NC 27503	SECRETARY 1.00	0.	0.	0.

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

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

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

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

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

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

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	764,968.
b Average of monthly cash balances		1b	93,073.
c Fair market value of all other assets (see instructions)		1c	
d **Total** (add lines 1a, b, and c)		1d	858,041.
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	858,041.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	12,871.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	845,170.
6 **Minimum investment return.** Enter 5% of line 5		6	42,259.

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	42,259.
2a Tax on investment income for 2013 from Part VI, line 5	2a 498.		
b Income tax for 2013 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b		2c	498.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	41,761.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	41,761.
6 Deduction from distributable amount (see instructions)		6	
7 **Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	41,761.

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	38,300.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	38,300.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	498.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	37,802.

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				41,761.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			36,321.	
b Total for prior years: 20 ___, 20 ___, 20 ___		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4 ► $ 38,300.				
a Applied to 2012, but not more than line 2a			36,321.	
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				1,979.
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).)*	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0.			
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 instructions			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				39,782.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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))

MITCHELL W WATTS

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 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*				
SEE STATEMENT 5				
Total			► **3a**	36,500.
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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					
4 Dividends and interest from securities			14	21,262.	
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			1	39,211.	
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)				60,473.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 60,473.

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

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

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

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	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions.			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		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			

2 a 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

Mitchell W Watts 5-9-14 ▶ PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CHARLES S SMITH, CPA	Charles S. Smith, CPA	5/8/14		P00370503
Firm's name ▶ STOCKS, SMITH, CAMPBELL & DENDY, CPA'S			Firm's EIN ▶ 56-1310626	
Firm's address ▶ P.O. BOX 166 KANNAPOLIS, NC 28082-0166			Phone no (704) 933-2181	

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND TAX RETURN FEES	$ 1,800.			$ 1,800.
TOTAL	$ 1,800.	$ 0.	$ 0.	$ 1,800.

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT CONSULTING FEE	$ 10,253.	$ 10,253.		
TOTAL	$ 10,253.	$ 10,253.	$ 0.	$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2012 FORM 990-PF BALANCE DUE	$ 137.	$ 137.		
FOREIGN TAXES WITHHELD ON DIVIDENDS	241.	241.		
TOTAL	$ 378.	$ 378.	$ 0.	$ 0.

STATEMENT 4
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

NET UNREALIZED GAINS OR LOSSES ON INVESTMENTS	$ 33,951.
TOTAL	$ 33,951.

STATEMENT 5
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
UNITY OF CHARLOTTE 401 E ARROWOOD ROAD CHARLOTTE, NC 28217	NONE		OPERATIONS	$ 1,000.
NEW HOPE CHURCH 7619 FAYETTEVILLE RD DURHAM, NC 27713	NONE		OPERATIONS	3,000.
JOEL OSTEEN MINISTRIES PO BOX 4600 HOUSTON, TX 77210	NONE		OPERATIONS	1,500.
UNITY VILLAGE 1901 NW BLUE PARKWAY UNITY VILLAGE, MO 64065	NONE		OPERATIONS	2,000.
PHARMACY FOUNDATION OF NC, INC 194 FINLEY GOLF COURSE RD, STE 106 CHAPEL HILL, NC 27517	NONE		OPERATIONS	12,000.
THE MASONIC HOME FOR CHILDREN AT OXFORD 600 COLLEGE STREET OXFORD, NC 27565	NONE		OPERATIONS	2,000.
CAMPBELL UNIVERSITY PO BOX 116 BUIES CREEK, NC 27506	NONE		OPERATIONS	15,000.
			TOTAL	$ 36,500.

MITCHELL W WATS FAMILY FOUNDATION, INC
EIN 26-0850536
December 31, 2013

		Total 12/31/2013 Fair Market Value	US Government Obligations	Corporate Stocks	Corporate Bonds
Form 990-PF, Part II, Line 10, Investments - Fair Market Value					
Morgan Stanley Account # 773-122794-263		29,490 00		29,490 00	
Morgan Stanley Account # 773-122831-263	Stocks	229,338 43		229,338 43	
	ETF Funds	241,206 27		241,206 27	
	Mutual Funds	272,123 83		272,123 83	
	Account Total	742,668 53		742,668 53	
		772,158 53	0 00	772,158 53	0 00

Account Detail

Active Assets Account 773-122794-263 MITCHELL W. WATTS FAMILY FOUNDATION, INC.

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
INTERDIGITAL INC (IDCC)	—	1,000 000	—	Please Provide 42680	$29,490.00	N/A	$400 00	1 35
Share Price $29 490, Next Dividend Payable 01/2014								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
STOCKS	33.3%	$0.00 42680	$29,490.00 ✓	$0.00 LT <13190>	$400.00 $0.00	1.36%

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
TOTAL MARKET VALUE	100.0%	$0 00 101857.24	$88,667.24	$0.00 LT	$401.59 $0.00	0.45%

TOTAL VALUE (includes accrued interest) $88,667.24

Unrealized Gain/(Loss) totals only reflect positions that have cost basis and/or market value information available Cash, MMF, Deposits and positions stating 'Please Provide' are not included

ACTIVITY

INVESTMENT RELATED ACTIVITY

PURCHASES, DIVIDEND REINVESTMENTS, SALES AND REDEMPTIONS

Trade Date	Settlement Date	Activity Type	Description	Comments	Quantity	Price	Credits/(Debits)
12/27	1/2	Sold	MICRON TECH INC	PREFERENTIAL RATE COMM 7 0 CENTS PER SHARE ACTED AS AGENT	2,000.000	$21 7340	$43,321.24

TOTAL PURCHASES, DIVIDEND REINVESTMENTS, SALES AND REDEMPTIONS	**$43,321.24**
TOTAL SALES AND REDEMPTIONS	$43,321.24

Purchase and Sale transactions above may have received an average price execution Details regarding the actual prices are available upon request

Account Detail Select UMA Active Assets Account 773-122831-263 MITCHELL W WATTS FAMILY FNDTN ATTN: MITCHELL WATTS

Investment Objectives†: Capital Appreciation, Income, Speculation

Investment Advisory Account

† See the Expanded Disclosures for more information about investment objectives Please review for accuracy and inform us if your investment objectives change

HOLDINGS

This section reflects positions purchased/sold on a trade date basis, and will include positions purchased and omit positions sold in the current month "Market Value" and "Unrealized Gain/(Loss)" are representative values as of the last business day of the statement period indicated, may not reflect the value that could be obtained in the market See "Pricing of Securities" in the Expanded Disclosures Fixed Income securities are sorted by maturity or pre-refunding date, and alphabetically within date Estimated annual income and estimated yield for certain securities may include return of principal or capital gains which could overstate such estimates Actual income or yield may be lower or higher than the estimates Estimated yield reflects only the income generated by an investment and, it does not reflect changes in its price, which may fluctuate Structured products appear in various statement product categories and are identified as "Structured Products" in the Security Description column. Estimated accrued interest, estimated annual income and estimated yield for structured products with a contingent income feature (such as Range Accrual Notes or Contingent Income Notes) assume specified accrual conditions are met during the relevant observation period and payment in full of all contingent interest If you hold structured products, see "Special Considerations Regarding Structured Products" in the Disclosures New Treasury regulations require that we report on Form 1099-B after the close of the tax year your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011 These regulations also require that we make basis adjustments on covered securities due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B Cost basis is reflected on monthly statements for informational purposes only and should not be used in the preparation of your income tax returns Refer to the Expanded Disclosures for additional information

CASH, BANK DEPOSIT PROGRAM AND MONEY MARKET FUNDS

Cash, Bank Deposit Program, and Money Market Funds are generally displayed on a settlement date basis Estimated Annual Income, Accrued Interest, and APY% will only be displayed for fully settled positions

Description	Value	Estimated Annual Income	7-Day Current Yield %	Annual Percentage Yield %
CASH	$1,905.29			
MS ACTIVE ASSETS MONEY TRUST	69,678.81	6 97	0 010	—

	Percentage of Assets %	Market Value	Estimated Annual Income / Accrued Interest
CASH, BDP, AND MMFs	8.8%	$71,584.10	$6.97 $0.00

Money market funds seek to maintain a share price of $1 00, therefore the dollar amounts listed equal the number of shares Additional information concerning these transactions is available upon request For more information about the pricing of Money Market Funds, please see the Expanded Disclosures.
The money market funds reflected above include the balances in your automatic sweep feature, if any, and may include other money market funds that have been purchased in your account

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ACCESS MIDSTREAM PARTNERS L P (ACMP)	12/4/13	21 000	$51 887	$1,089 62	**$1,188.18**	$98 56 ST	$44 94	3.78
Share Price: $56 580, Next Dividend Payable 02/2014								
ADVANCE AUTO PARTS (AAP)	7/5/13	21 000	82.720	1,737 13	**2,324.28**	587 15 ST	5.04	0 21
Share Price $110 680, Next Dividend Payable 01/03/14								

Account Detail

Select UMA Active Assets Account 773-122831-263

MITCHELL W WATTS FAMILY FNDTN
ATTN: MITCHELL WATTS

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
AFLAC INCORPORATED (AFL)	7/5/13	35 000	57 043	1,996.50	**2,338.00**	341 50 ST	51 80	2 21
Share Price $66 800, Next Dividend Payable 03/2014								
ALLERGAN INC (AGN)	9/4/13	24.000	88 915	2,133 97	**2,665.92**	531.95 ST	4 80	0 18
Share Price $111 080, Next Dividend Payable 03/2014								
AMER INTL GP INC NEW (AIG)	7/5/13	47.000	45.217	2,125 18	**2,399.35**	274 17 ST	18.80	0.78
Share Price $51 050, Next Dividend Payable 03/2014								
AMERIGAS PARTNERS COMMON UNITS (APU)	3/4/11	18 000	47 190	849 42	802.26	(47 16) LT		
	3/9/11	6.000	46.300	277.80	267.42	(10 38) LT		
	Total	24.000		1,127 22	**1,069.68**	(57 54) LT	80 64	7.53
Share Price $44.570, Next Dividend Payable 02/2014								
APACHE CORP (APA)	7/5/13	27 000	82 107	2,216 89	2,320 38	103 49 ST		
	7/9/13	3.000	81 423	244.27	257 82	13 55 ST		
	Total	30 000		2,461.16	**2,578.20**	117.04 ST	24 00	0 93
Share Price $85 940, Next Dividend Payable 02/2014								
APPLE INC (AAPL)	7/5/13	4.000	417 040	1,668 16	**2,244.08**	575 92 ST	48 80	2 17
Share Price $561 020, Next Dividend Payable 02/2014								
ASTRAZENECA PLC ADS (AZN)	7/5/13	47 000	48 044	2,258 05	**2,790.39**	532 34 ST	131 60	4 71
Share Price $59 370, Next Dividend Payable 03/2014								
AT&T INC (T)	7/5/13	31 000	35 740	1,107 94	1,089 96	(17 98) ST		
	8/1/13	1 000	35.510	35 51	35 16	(0 35) ST		
	8/29/13	1 000	33 910	33 91	35.16	1.25 ST		
	11/5/13	2 000	35 730	71 46	70 32	(1 14) ST		
	12/4/13	7 000	34 500	241 50	246 12	4 62 ST		
	Total	42 000		1,490 32	**1,476.72**	(13 60) ST	77.28	5 23
Share Price $35 160, Next Dividend Payable 02/2014								
AXA ADS (AXAHY)	7/5/13	1 000	20 090	20 09	27 89	7 80 ST		
	8/9/13	3 000	23 303	69 91	83 67	13 76 ST		
	Total	4 000		90 00	**111.56**	21 56 ST	3.06	2 74
Share Price $27 890								
BAE SYS PLC SPON ADR (BAESY)	7/5/13	82 000	24.620	2,018.84	**2,401 78**	382 94 ST	98 07	4 08
Share Price $29 290								
BAIDU INC ADS (BIDU)	7/5/13	9 000	91 640	824 76	**1,600.92**	776 16 ST	—	—
Share Price $177 880								
BAXTER INTL INC (BAX)	12/26/13	16 000	69 326	1,109.21	**1,112.80**	3 59 ST	31.36	2 81
Share Price $69 550, Next Dividend Payable 01/03/14								

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
BCE INC (NEW) (BCE)	7/5/13	39 000	40.620	1,584 18	1,688.31	104.13 ST		
	8/1/13	2.000	41.325	82 65	86 58	3 93 ST		
	9/24/13	3 000	43 423	130 27	129 87	(0 40) ST		
	Total	44 000		1,797 10	**1,904.76**	107 66 ST	98 43	5 16
Share Price $43 290, Next Dividend Payable 01/15/14								
BERKSHIRE HATHAWAY CL-B NEW (BRK'B)	7/5/13	8.000	114 484	915 87	948.48	32 61 ST		
	7/8/13	2 000	115 500	231 00	237 12	6 12 ST		
	Total	10 000		1,146 87	**1,185.60**	38 73 ST	—	—
Share Price $118 560								
BK MONTREAL (BMO)	7/5/13	25 000	58 260	1,456 50	**1,666.50**	210 00 ST	71 45	4 28
Share Price $66 660, Next Dividend Payable 02/2014								
BP PLC ADS (BP)	7/5/13	42.000	41.010	1,722 42	2,041.62	319 20 ST		
	12/4/13	2 000	46 725	93 45	97 22	3 77 ST		
	Total	44 000		1,815 87	**2,138.84**	322 97 ST	100 32	4 69
Share Price $48 610								
CA INCORPORATED (CA)	7/5/13	18 000	28 190	507 42	**605.70**	98 28 ST	18 00	2.97
Share Price $33 650, Next Dividend Payable 03/2014								
CANADIAN OIL SANDS LTD COM (COSWF)	7/5/13	121.000	19 325	2,338 30	2,276 01	(62 29) ST		
	8/29/13	5 000	19 420	97 10	94 05	(3 05) ST		
	Total	126 000		2,435 40	**2,370.06**	(65 34) ST	166 32	7 01
Share Price $18 810, Next Dividend Payable 02/2014								
CANON INC ADR NEW (CAJ)	7/5/13	6 000	33 530	201 18	192 00	(9.18) ST		
	8/1/13	3.000	31.353	94 06	96 00	1 94 ST		
	8/29/13	1.000	30 280	30 28	32 00	1 72 ST		
	11/5/13	2.000	31.235	62 47	64 00	1 53 ST		
	12/4/13	7.000	32.577	228 04	224 00	(4.04) ST		
	Total	19 000		616 03	**608.00**	(8 03) ST	23 33	3 83
Share Price· $32 000								
CDN PACIFIC RY LTD NEW (CP)	7/5/13	8 000	120 270	962 16	**1,210.56**	248 40 ST	10 62	0 87
Share Price. $151 320, Next Dividend Payable 01/27/14								
CENTURYLINK INC (CTL)	7/5/13	55.000	35 397	1,946 86	1,751 75	(195.11) ST		
	8/1/13	5 000	36 132	180 66	159.25	(21 41) ST		
	9/24/13	4 000	32 358	129 43	127 40	(2 03) ST		
	11/5/13	3.000	33.390	100.17	95.55	(4.62) ST		
	Total	67 000		2,357 12	**2,133.95**	(223 17) ST	144 72	6 78
Share Price $31 850, Next Dividend Payable 03/2014								

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
CHECK POINT SOFTWARE TECH LTD (CHKP)	7/5/13	39 000	51 345	2,002 45	**2,515.46**	513.01 ST	—	—
Share Price $64 499								
CHEVRON CORP (CVX)	7/5/13	16 000	120.584	1,929 34	**1,998.56**	69 22 ST	64.00	3.20
Share Price. $124 910, Next Dividend Payable 03/2014								
CHINA PETE&CHEM CP ADS H SHS (SNP)	7/5/13	7 000	67 540	472 78	575.19	102 41 ST		
	8/1/13	3 000	75.013	225 04	246 51	21 47 ST		
	Total	10 000		697 82	**821.70**	123 88 ST	32 66	3 97
Share Price $82 170								
CONOCOPHILLIPS (COP)	7/5/13	19.000	62 270	1,183.13	1,342 35	159 22 ST		
	12/4/13	1 000	71.640	71 64	70.65	(0 99) ST		
	Total	20.000		1,254 77	**1,413.00**	158 23 ST	55 20	3 90
Share Price $70 650, Next Dividend Payable 03/2014								
CVS CAREMARK CORP (CVS)	7/5/13	36.000	58 595	2,109.42	**2,576.52**	467 10 ST	39 60	1 53
Share Price $71 570, Next Dividend Payable 02/2014								
DEUTSCHE TELEKOM AG 1 ORD 1ADS (DTEGY)	7/5/13	138 000	11 370	1,569 06	2,381 88	812 82 ST		
	12/4/13	8 000	15 380	123.04	138 08	15 04 ST		
	Total	146 000		1,692 10	**2,519.96**	827 86 ST	130 82	5 19
Share Price $17 260								
DOLLAR GEN CORP NEW COM (DG)	7/5/13	37 000	51 767	1,915 37	**2,231.84**	316 47 ST	—	—
Share Price $60 320								
ECOPETROL S A SPONSORED ADS (EC)	7/5/13	16.000	41 560	664.96	615 20	(49 76) ST		
	8/1/13	6 000	45 265	271 59	230 70	(40.89) ST		
	8/7/13	3 000	46 497	139 49	115 35	(24.14) ST		
	8/29/13	1.000	46.250	46 25	38 45	(7 80) ST		
	9/24/13	4.000	47.075	188 30	153 80	(34 50) ST		
	11/5/13	4 000	45 990	183 96	153 80	(30 16) ST		
	12/4/13	8.000	41 040	328 32	307 60	(20 72) ST		
	Total	42 000		1,822 87	**1,614.90**	(207 97) ST	115 84	7 17
Share Price $38 450								
EISAI CO LTD SPON ADR (ESALY)	7/5/13	7 000	41 040	287 28	272 51	(14 77) ST		
	12/4/13	1 000	38 720	38 72	38 93	0 21 ST		
	Total	8.000		326.00	**311.44**	(14 56) ST	10.87	3 49
Share Price $38 930								
EL PASO PIPELINE PARTNERS LP (EPB)	3/4/11	76 000	37 748	2,868 83	2,736 00	(132 83) LT		
	3/9/11	19 000	35 086	666 64	684 00	17 36 LT		

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	95.000		3,535.47	**3,420.00**	(115 47) LT	247 00	7.22
Share Price $36 000, Next Dividend Payable 02/2014								
ENBRIDGE ENERGY PTNRS LP (EEP)	5/2/12	33 000	30.732	1,014 16	985 71	(28 45) LT		
	5/22/12	18 000	30 256	544 61	537 66	(6 95) LT		
	11/14/12	30 000	28 335	850 06	896 10	46 04 LT		
	1/31/13	16 000	29 906	478 50	477 92	(0 58) ST		
	Total	97.000		2,887 33	**2,897.39**	10 64 LT (0 58) ST	210.88	7 27
Share Price $29 870; Next Dividend Payable 02/2014								
ENERGY TRANS EQTY LP (ETE)	3/4/11	117.000	39 796	4,656 13	9,563 58	4,907.45 LT		
	3/9/11	22.000	39 418	867 19	1,798 28	931 09 LT		
	6/3/11	19 000	43 213	821 05	1,553 06	732 01 LT		
	Total	158 000		6,344 37	**12,914.92**	6,570 55 LT	425 02	3 29
Share Price $81 740, Next Dividend Payable 02/2014								
ENERGY TRANSFER PARTNERS L P (ETP)	3/4/11	64 000	54 625	3,496 01	3,664.00	167.99 LT		
	3/9/11	16 000	53.686	858.98	916 00	57 02 LT		
	Total	80.000		4,354 99	**4,580.00**	225.01 LT	289 60	6 32
Share Price: $57 250, Next Dividend Payable 02/2014								
ENI SPA AMER DEP RCPT (E)	7/5/13	28 000	40 729	1,140 40	**1,357 72**	217 32 ST	64 71	4 76
Share Price $48 490								
ENTERPRISE PROD PRTNRS L.P. (EPD)	3/4/11	85.000	40.163	3,413 84	5,635 50	2,221 66 LT		
	3/4/11	193 000	43 105	8,319 33	12,795 90	4,476 57 LT		
	3/9/11	14 000	39 410	551 74	928 20	376 46 LT		
	3/9/11	70 000	41 888	2,932 13	4,641 00	1,708 87 LT		
	Total	362 000		15,217 04	**24,000.60**	8,783 56 LT	999 12	4 16
Share Price $66 300, Next Dividend Payable 02/2014								
EQT MIDSTREAM PTNRS LP (EQM)	7/19/13	23 000	46 467	1,068 73	**1,352.17**	283 44 ST	39 56	2 92
Share Price $58 790, Next Dividend Payable 02/2014								
EV ENERGY PARTNERS LP (EVEP)	8/21/12	12.000	58.907	706 89	407 16	(299 73) LT		
	11/14/12	23 000	57 851	1,330 57	780 39	(550.18) LT		
	Total	35 000		2,037.46	**1,187.55**	(849 91) LT	107.80	9 07
Share Price $33 930, Next Dividend Payable 02/2014								
FREEPORT MCMORAN CP&GLD (FCX)	7/5/13	2 000	27 100	54 20	75 48	21 28 ST		
	8/12/13	3.000	31 850	95 55	113 22	17 67 ST		
	Total	5.000		149 75	**188.70**	38 95 ST	6 25	3 31
Share Price $37 740, Next Dividend Payable 02/2014								

Account Detail

Select UMA Active Assets Account 773-122831-263

MITCHELL W. WATTS FAMILY FNDTN
ATTN: MITCHELL WATTS

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
GAZPROM O A O SPON ADR (OGZPY)	7/5/13	152.000	6 810	1,035 12	1,314 80	279.68 ST		
	8/1/13	42 000	7 840	329 28	363 30	34 02 ST		
	Total	194.000		1,364 40	**1,678.10**	313 70 ST	55.48	3 30
Share Price $8 650								
GENESIS ENERGY LP COM (GEL)	3/4/11	90 000	28.164	2,534 72	4,731 30	2,196.58 LT		
	3/9/11	29 000	27 640	801 56	1,524 53	722 97 LT		
	9/12/13	19 000	49 579	942 00	998 83	56 83 ST		
	Total	138 000		4,278 28	**7,254.66**	2,919 55 LT 56 83 ST	288 42	3 97
Share Price. $52 570, Next Dividend Payable 02/2014								
HALLIBURTON CO (HAL)	7/5/13	50 000	43 607	2,180 33	**2,537.50**	357 17 ST	30 00	1 18
Share Price $50 750; Next Dividend Payable 03/2014								
HUSKY ENERGY (HUSKF)	7/5/13	14 000	26 335	368 69	**444.64**	75 95 ST	16 18	3 63
Share Price $31 760, Next Dividend Payable 01/02/14								
INTEL CORP (INTC)	7/5/13	24 000	24 040	576 96	**622.92**	45 96 ST	21 60	3 46
Share Price $25 955, Next Dividend Payable 03/2014								
INTL BUSINESS MACHINES CORP (IBM)	11/8/13	12 000	179.188	2,150 25	**2,250.84**	100 59 ST	45.60	2 02
Share Price $187 570, Next Dividend Payable 03/2014								
JOHNSON & JOHNSON (JNJ)	7/5/13	13 000	87 650	1,139 45	1,190 67	51 22 ST		
	7/24/13	2 000	92 190	184 38	183 18	(1 20) ST		
	Total	15.000		1,323 83	**1,373.85**	50.02 ST	39 60	2 88
Share Price $91 590, Next Dividend Payable 03/2014								
KINDER MORGAN ENERGY PTRS LP (KMP)	3/4/11	77 000	73 135	5,631 40	6,210 82	579 42 LT		
	3/9/11	20 000	72.669	1,453 38	1,613 20	159 82 LT		
	Total	97 000		7,084 78	**7,824.02**	739 24 LT	523 80	6 69
Share Price $80 660, Next Dividend Payable 02/2014								
KT CORP SPON ADR (KT)	7/5/13	46 000	15.650	719 89	684 02	(35 87) ST		
	9/24/13	4 000	16.838	67 35	59.48	(7.87) ST		
	Total	50 000		787 24	**743.50**	(43 74) ST	34 45	4 63
Share Price $14 870								
LINN ENERGY LLC UTS REP LTD LI (LINE)	3/4/11	122 000	38 440	4,689 68	3,756 38	(933 30) LT		
	3/9/11	24.000	38 068	913 63	738 96	(174 67) LT		
	Total	146 000		5,603 31	**4,495.34**	(1,107 97) LT	423 25	9 41
Share Price $30 790, Next Dividend Payable 01/2014								
LOCKHEED MARTIN CORP (LMT)	7/5/13	16 000	108 350	1,733 60	**2,378.56**	644 96 ST	85 12	3 57
Share Price $148 660, Next Dividend Payable 03/2014								

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
LORILLARD INC (LO)	7/5/13	8 000	44 040	352 32	405 44	53 12 ST		
	7/31/13	2 000	42 490	84 98	101 36	16 38 ST		
	8/1/13	2 000	42 830	85.66	101 36	15 70 ST		
	8/29/13	4 000	42.423	169 69	202 72	33 03 ST		
	9/24/13	3 000	45 030	135 09	152 04	16 95 ST		
	11/5/13	2 000	51 810	103 62	101 36	(2 26) ST		
	12/4/13	2 000	50 910	101 82	101 36	(0 46) ST		
	Total	23 000		1,033 18	**1,165.64**	132 46 ST	50 60	4 34
Share Price $50.680, Next Dividend Payable 03/2014								
MAGELLAN MIDSTREAM PARTNERS LP (MMP)	3/4/11	92 000	29 625	2,725 50	5,820 84	3,095.34 LT		
	3/9/11	26 000	29 403	764 48	1,645 02	880 54 LT		
	9/12/13	6.000	55 383	332.30	379 62	47 32 ST		
	Total	124 000		3,822.28	**7,845.48**	3,975 88 LT 47.32 ST	276 52	3 52
Share Price $63 270, Next Dividend Payable 02/2014								
MARKEL CORP (HOLDING CO) (MKL)	10/10/13	2 000	518 420	1,036 84	**1,160.70**	123 86 ST	—	—
Share Price $580 350								
MARKWEST ENGY PTNRS LP (MWE)	3/4/11	47 000	45 660	2,146 02	3,108 11	962.09 LT		
	3/9/11	16 000	44 848	717 56	1,058 08	340 52 LT		
	10/3/11	42 000	45 196	1,898 24	2,777 46	879 22 LT		
	9/12/13	7 000	69 761	488 33	462 91	(25 42) ST		
	Total	112 000		5,250 15	**7,406 56**	2,181.83 LT (25 42) ST	380 80	5 14
Share Price $66 130, Next Dividend Payable 02/2014								
MCKESSON CORP (MCK)	7/5/13	16 000	115 341	1,845 45	**2,582.40**	736 95 ST	15.36	0 59
Share Price $161 400, Next Dividend Payable 01/02/14								
MICROSOFT CORP (MSFT)	7/5/13	73 000	34 116	2,490 48	2,730 93	240 45 ST		
	7/19/13	7 000	31 226	218 58	261 87	43 29 ST		
	Total	80 000		2,709 06	**2,992.80**	283 74 ST	89 60	2 99
Share Price $37 410, Next Dividend Payable 03/2014								
MITSUI & CO LTD ADR (MITSY)	7/5/13	2 000	259 470	518 94	**560.12**	41 18 ST	16 82	3 00
Share Price $280 060								
MOBILE TELESYSTEMS OJSC (MBT)	7/5/13	18.000	18 820	338 76	**389.34**	50.58 ST	18 09	4 64
Share Price $21 630								
MURPHY USA INC COM (MUSA)	10/10/13	26 000	40 798	1,060 75	**1,080.56**	19.81 ST	—	—
Share Price $41 560								

Account Detail

Select UMA Active Assets Account 773-122831-263 MITCHELL W WATTS FAMILY FNDTN ATTN: MITCHELL WATTS

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
NCR CORPORATION (NCR)	7/5/13	64.000	33 380	2,136 29	2,179 84	43 55 ST		
	12/20/13	3 000	33 507	100 52	102 18	1 66 ST		
	Total	67.000		2,236 81	**2,282.02**	45 21 ST	—	—
Share Price $34 060								
NEWMONT MINING CORP (NEW) (NEM)	7/5/13	7 000	27 400	191.80	161 21	(30 59) ST		
	8/29/13	2 000	31 715	63 43	46 06	(17 37) ST		
	9/10/13	3 000	29 340	88.02	69 09	(18 93) ST		
	Total	12 000		343 25	**276.36**	(66 89) ST	9 60	3.47
Share Price $23 030, Next Dividend Payable 03/2014								
NOVARTIS AG ADR (NVS)	7/5/13	27 000	70.563	1,905 20	**2,170.26**	265 06 ST	55 54	2.55
Share Price $80 380, Next Dividend Payable 04/2014								
NTT DOCOMO INC SP ADR (DCM)	7/5/13	43 000	15 440	663 92	709.93	46 01 ST		
	8/1/13	7 000	15 440	108 08	115 57	7.49 ST		
	8/29/13	1.000	16.410	16.41	16 51	0 10 ST		
	Total	51 000		788 41	**842.01**	53 60 ST	28 71	3 40
Share Price: $16 510								
OIL STATES INTL INC (OIS)	9/16/13	11.000	100 988	1,110 87	**1,118.92**	8 05 ST	—	—
Share Price $101.720								
ONEOK PARTNERS LP (OKS)	3/4/11	56.000	41.400	2,318 38	2,948 40	630 02 LT		
	3/9/11	16 000	40 881	654 10	842 40	188 30 LT		
	8/8/13	38.000	49.562	1,883.37	2,000.70	117 33 ST		
	9/12/13	10 000	53 492	534 92	526 50	(8 42) ST		
	Total	120.000		5,390 77	**6,318.00**	818 32 LT 108 91 ST	348 00	5 50
Share Price $52 650, Next Dividend Payable 02/2014								
ORACLE CORP (ORCL)	7/5/13	61 000	31 075	1,895 58	**2,333.86**	438 28 ST	29 28	1 25
Share Price $38 260, Next Dividend Payable 01/2014								
ORANGE NEW (ORAN)	7/5/13	211 000	9 175	1,935.95	2,605 85	669 90 ST		
	8/1/13	5 000	9 840	49 20	61 75	12 55 ST		
	Total	216 000		1,985 15	**2,667.60**	682 45 ST	113 62	4 25
Share Price $12 350								
PLAINS ALL AMERICAN PIPLIN L P (PAA)	3/4/11	124.000	32.722	4,057.50	6,419 48	2,361.98 LT		
	3/9/11	26.000	31.894	829 24	1,346 02	516.78 LT		
	12/2/11	28 000	33 396	935 09	1,449 56	514 47 LT		
	Total	178.000		5,821.83	**9,215.06**	3,393.23 LT	427 20	4 63
Share Price $51 770, Next Dividend Payable 02/2014								

Account Detail

Select UMA Active Assets Account 773-122831-263
MITCHELL W WATTS FAMILY FNDTN
ATTN: MITCHELL WATTS

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
POTASH CP OF SASKATCHEWAN INC (POT)	8/29/13	2 000	29 940	59 88	65 92	6.04 ST		
	9/24/13	5 000	31 790	158 95	164 80	5 85 ST		
	11/5/13	2 000	32 215	64 43	65 92	1 49 ST		
	12/4/13	6 000	31 913	191 48	197 76	6 28 ST		
	Total	15 000		474 74	**494.40**	19 66 ST	21 00	4 24
Share Price $32 960, Next Dividend Payable 02/2014								
REGENCY ENERGY PTNRS LP UTS (RGP)	3/4/11	105.000	27.658	2,904.07	2,757.30	(146 77) LT		
	3/9/11	27 000	26 469	714 66	709 02	(5 64) LT		
	Total	132 000		3,618.73	**3,466.32**	(152.41) LT	248 16	7 15
Share Price $26 260, Next Dividend Payable 02/2014								
ROYAL BANK OF CANADA (RY)	7/5/13	2 000	57 670	115.34	**134.46**	19 12 ST	5 02	3.73
Share Price $67 230, Next Dividend Payable 02/2014								
ROYAL DUTCH SHELL PLC (RDS'A)	7/5/13	10 000	63 050	630 50	712 70	82 20 ST		
	8/1/13	1 000	64 550	64 55	71 27	6 72 ST		
	12/4/13	2 000	65 940	131 88	142 54	10 66 ST		
	Total	13.000		826 93	**926.51**	99 58 ST	39.78	4 29
Share Price $71 270								
SANOFI ADR (SNY)	7/5/13	38 000	50 894	1,933 99	2,037 94	103 95 ST		
	8/28/13	5 000	49 256	246 28	268 15	21 87 ST		
	Total	43 000		2,180 27	**2,306.09**	125.82 ST	53 97	2 34
Share Price· $53 630								
SASOL LTD SPON ADR (SSL)	7/5/13	9 000	41.540	373 86	445.05	71 19 ST		
	8/12/13	3 000	47 220	141 66	148.35	6.69 ST		
	Total	12 000		515.52	**593.40**	77.88 ST	19 93	3 35
Share Price $49 450								
SEAGATE TECHNOLOGY PLC (STX)	7/5/13	14.000	45 810	641 34	786 24	144 90 ST		
	8/1/13	2 000	41 305	82 61	112.32	29 71 ST		
	8/29/13	2 000	37 520	75 04	112.32	37 28 ST		
	Total	18 000		798 99	**1,010.88**	211.89 ST	30 96	3 06
Share Price. $56 160, Next Dividend Payable 02/2014								
SHAW COMMUNIC INC CL B NV (SJR)	8/1/13	3 000	24 827	74 48	73 02	(1 46) ST		
	12/4/13	7.000	23 056	161 39	170 38	8 99 ST		
	Total	10.000		235.87	**243.40**	7.53 ST	9 82	4 03
Share Price $24.340, Next Dividend Payable 01/2014								
SK TELECOM CO LTD (SKM)	7/5/13	17 000	20 707	352.01	**418.54**	66 53 ST	0 98	0 23
Share Price $24 620								

Account Detail

Select UMA Active Assets Account 773-122831-263 MITCHELL W. WATTS FAMILY FNDTN ATTN: MITCHELL WATTS

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
SUN LIFE FINL SVCS CDA INC (SLF)	7/5/13	21 000	30 000	630 00	741 93	111 93 ST		
	8/1/13	1 000	32 430	32 43	35 33	2 90 ST		
	Total	22.000		662 43	**777.26**	114 83 ST	30.40	3 91
Share Price $35 330, Next Dividend Payable 03/2014								
SWISS RE LTD SPONSORED ADR (SSREY)	7/5/13	11 000	73 430	807.73	**1,016.18**	208 45 ST	41 02	4 03
Share Price· $92 380								
TARGA RES PTNRS LP REP UTS (NGLS)	3/5/13	50 000	43 458	2,172 89	**2,615.00**	442 11 ST	146 50	5 60
Share Price $52 300, Next Dividend Payable 02/2014								
TELEFONICA BRASIL SA SPON ADR (VIV)	7/5/13	102.000	21 025	2,144.54	1,960 44	(184.10) ST		
	8/1/13	4 000	21.250	85 00	76.88	(8.12) ST		
	Total	106 000		2,229 54	**2,037.32**	(192 22) ST	172.46	8 46
Share Price $19 220								
TELENOR ASA ADS (TELNY)	7/5/13	2.000	58 420	116.84	**143.14**	26.30 ST	5.18	3 61
Share Price: $71.570								
TELSTRA CORP LTD SPON ADR (TLSYY)	7/5/13	106 000	21 470	2,275 82	2,484.64	208 82 ST		
	12/4/13	4 000	22 710	90 84	93 76	2 92 ST		
	Total	110 000		2,366 66	**2,578.40**	211 74 ST	148.06	5 74
Share Price $23 440								
TELUS CORP NEW (TU)	8/1/13	2.000	30 305	60 61	68 88	8 27 ST		
	8/29/13	2 000	31 620	63 24	68 88	5 64 ST		
	9/24/13	5 000	34.528	172 64	172 20	(0 44) ST		
	12/4/13	2 000	34 960	69 92	68 88	(1 04) ST		
	Total	11 000		366 41	**378.84**	12.43 ST	15 16	4.00
Share Price. $34 440, Next Dividend Payable 01/02/14								
THERMO FISHER SCIENTIFIC INC (TMO)	7/5/13	12.000	85 310	1,023 72	**1,336.20**	312 48 ST	7 20	0.53
Share Price $111 350, Next Dividend Payable 01/15/14								
TOTAL S A SPON ADR (TOT)	7/5/13	20 000	48 226	964 51	1,225 40	260 89 ST		
	7/5/13	36 000	48.226	1,736 14	2,205 72	469 58 ST		
	Total	56 000		2,700 65	**3,431.12**	730 47 ST	147 06	4 28
Share Price $61 270, Next Dividend Payable 01/07/14								
TRANSOCEAN LTD (RIG)	8/1/13	3 000	47 850	143 55	148 26	4 71 ST		
	8/29/13	2.000	45 700	91 40	98.84	7 44 ST		
	9/24/13	2.000	44 635	89 27	98 84	9 57 ST		
	11/5/13	2.000	48.235	96.47	98 84	2 37 ST		
	12/4/13	5 000	50 232	251 16	247 10	(4 06) ST		

Account Detail

Select UMA Active Assets Account 773-122831-263
MITCHELL W WATTS FAMILY FNDTN ATTN: MITCHELL WATTS

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	14 000		671.85	**691.88**	20.03 ST	31 36	4 53
Share Price $49 420, Next Dividend Payable 03/2014								
VERIZON COMMUNICATIONS (VZ)	7/5/13	36.000	51.135	1,840 86	**1,769.04**	(71.82) ST	76 32	4 31
Share Price $49 140, Next Dividend Payable 02/2014								
VIMPELCOM LTD SPON ADR (VIP)	8/29/13	7.000	10.813	75 69	90 58	14.89 ST		
	9/24/13	13.000	11 281	146 65	168 22	21 57 ST		
	11/5/13	19 000	14 334	272 34	245 86	(26 48) ST		
	12/4/13	27.000	12 129	327 49	349 38	21 89 ST		
	Total	66 000		822 17	**854.04**	31 87 ST	87 12	10 20
Share Price $12 940								
VODAFONE GP PLC ADS NEW (VOD)	7/5/13	54 000	28.757	1,552 86	2,122.74	569 88 ST		
	9/3/13	3.000	31.770	95.31	117 93	22.62 ST		
	Total	57 000		1,648 17	**2,240.67**	592 50 ST	90 63	4.04
Share Price $39 310, Next Dividend Payable 02/05/14								
WILLIAMS PARTNERS LTD (WPZ)	3/4/11	67.000	51 430	3,445 81	3,407.62	(38 19) LT		
	3/9/11	16 000	49 658	794.52	813 76	19 24 LT		
	5/29/13	20 000	51 889	1,037 77	1,017 20	(20 57) ST		
	Total	103 000		5,278 10	**5,238.58**	(18 95) LT (20 57) ST	361 53	6 90
Share Price $50 860, Next Dividend Payable 02/2014								
YANZHOU COAL MINING LTD ADS (YZC)	7/5/13	24 000	6 888	165.31	**221.52**	56 21 ST	12 05	5 43
Share Price. $9 230								
COMMON STOCKS				**$184,246.95**	**$226,963.07**	**$27,315.56 LT** **$15,400.56 ST**	**$9,317.22** **$0.00**	**4.10%**

PREFERRED STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
PORSCHE AUTOMOBIL HLDG SE NG (POAHF)	10/23/13	6 000	$88 165	$528 99	$624.46	$95 47 ST		
	10/24/13	6 000	88 487	530 92	624.46	93 54 ST		
	Total	12 000		1,059 91	**1,248.93**	189 01 ST	—	—
Share Price· $104 078								
VOLKSWAGEN AG PREF SHS ORD (VLKPF)	10/31/13	4 000	254 655	1,018 62	**1,126.43**	107 81 ST	—	—
Share Price $281 609								
PREFERRED STOCKS				**$2,078 53**	**$2,375.36**	**$296.82 ST**	**$0.00** **$0.00**	—

Account Detail

Select UMA Active Assets Account 773-122831-263

MITCHELL W. WATTS FAMILY FNDTN
ATTN: MITCHELL WATTS

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
STOCKS	28.2%	$186,325.48	$229,338.43	$27,315.56 LT $15,697.38 ST	$9,317.22 $0.00	4.06%

EXCHANGE-TRADED & CLOSED-END FUNDS

Consulting Group Investment Advisor Research (CG IAR) status codes (FL, AL or NL) may be shown for certain exchange-traded funds Please refer to "CG IAR Statuses in Investment Advisory Programs" in the quarter-end statement (or your first statement, if you have not yet received a statement at the quarter-end) for a description of these status codes All status codes represent the opinions of CG IAR and are not representations or guarantees of performance

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
FIRST TRST HLTH CARE ALPHA ETF (FXH)	11/1/13	490.000	$44 520	$21,814 75	**$23,554.30**	$1,739 55 ST	$2 70	0 01
Share Price $48 070								
FIRST TRUST CONSMR STAPLES ETF (FXG)	8/1/13	625 000	33.707	21,066 75	**22,287.50**	1,220.75 ST	359 38	1 61
Share Price $35 660								
FIRST TRUST DEVELP MKT EX-US (FDT)	9/27/12	5 000	43 948	219 74	257 20	37.46 LT H		
	12/10/12	310 000	42 930	13,308 30	15,946 40	2,638 10 LT		
	2/6/13	95 000	45.452	4,317.95	4,886 80	568 85 ST		
	Total	410.000		17,845.99	**21,090.40**	2,675 56 LT 568 85 ST	396 88	1.88
Share Price· $51 440, Basis Adjustment Due to Wash Sale· $5 09								
FIRST TRUST EMERGING MARKETS (FEM)	9/27/12	70.000	25 341	1,773 90	1,738 10	(35 80) LT H		
	12/10/12	495 000	25 260	12,503 70	12,290 85	(212 85) LT		
	2/6/13	200 000	27 190	5,438.00	4,966 00	(472 00) ST		
	Total	765 000		19,715.60	**18,994.95**	(248 65) LT (472 00) ST	497 25	2 61
Share Price $24 830, Basis Adjustment Due to Wash Sale $5 70								
FIRST TRUST EUROPE (FEP)	6/5/13	299 000	27.900	8,342 10	**9,998 56**	1,656 46 ST	154 58	1 54
Share Price $33 440								
FIRST TRUST INDS/PRODS ETF (FXR)	10/2/13	855 000	25 140	21,494 70	**24,273.45**	2,778 75 ST	100 04	0 41
Share Price $28 390								
FIRST TRUST JAPAN (FJP)	12/19/13	242 000	45 070	10,906 87	**11,291.72**	384 85 ST	78 65	0 69
Share Price $46 660								
FIRST TRUST SMALL CAP VALE (FYT)	6/4/13	631 000	26 690	16,841 39	**20,147.83**	3,306 44 ST	84 55	0 41
Share Price $31 930								
FT EM SC ALPHADEX (FEMS)	6/5/13	223 000	36 920	8,233 16	8,032.46	(200 70) ST		
	6/5/13	5 000	41 004	205 02	180 10	(24 92) ST H		
	Total	228 000		8,438 18	**8,212 56**	(225 62) ST	146 38	1 78
Share Price $36 020, Basis Adjustment Due to Wash Sale $22 28								

Account Detail

Select UMA Active Assets Account 773-122831-263
MITCHELL W WATTS FAMILY FNDTN
ATTN: MITCHELL WATTS

EXCHANGE-TRADED & CLOSED-END FUNDS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
FT GM ALPHADEX (FGM)	12/19/13	270 000	40.692	10,986.95	**11,382.52**	395.57 ST	177.93	1.56
Share Price $42 158								
ISHARES MSCI SOUTHKOREA CP ETF (EWY)	3/4/11	96 000	59 897	5,750 10	6,208 32	458.22 LT		
	3/7/11	1 000	59 640	59 64	64 67	5.03 LT		
	3/9/11	24 000	59 898	1,437 54	1,552 08	114 54 LT		
	5/3/11	2.000	68 305	136 61	129 34	(7.27) LT		
	8/11/11	9 000	55 240	497.16	582 03	84 87 LT		
	9/28/11	5 000	48 380	241 90	323 35	81 45 LT		
	Total	137 000		8,122 95	**8,859.79**	736 84 LT	123 03	1 38
Share Price $64 670, Next Dividend Payable 12/2014								
ISHARES RUSSELL 2000 ETF (IWM)	12/19/13	59 000	112 370	6,629 85	**6,806.24**	176 39 ST	83 43	1 22
Share Price $115 360, CG IAR Status· AL, Next Dividend Payable 03/2014								
SPDR BARCLAYS CAPITAL 1-3 MONT (BIL)	10/17/13	4 000	47.338	189 35	183 08	(6.27) ST H		
	10/21/13	4 000	46.595	186 38	183 08	(3 30) ST H		
	10/21/13	3 000	46 133	138.40	137 31	(1 09) ST H		
	10/24/13	49 000	45 842	2,246 27	2,242 73	(3 54) ST H		
	10/29/13	19.000	45 987	873.75	869 63	(4 12) ST H		
	10/29/13	30.000	45 921	1,377 64	1,373 10	(4 54) ST H		
	10/29/13	34 000	45 880	1,559 92	1,556 18	(3 74) ST H		
	10/29/13	8 000	46 131	369 05	366 16	(2 89) ST H		
	10/29/13	111 000	45 862	5,090 66	5,080 47	(10 19) ST H		
	10/29/13	85 000	45 898	3,901 36	3,890.45	(10 91) ST H		
	10/29/13	55 000	45 889	2,523 89	2,517 35	(6 54) ST H		
	10/29/13	36 000	45 880	1,651 67	1,647 72	(3 95) ST H		
	12/12/13	2 000	45 790	91.58	91 54	(0 04) ST		
	Total	440 000		20,199 92	**20,138.80**	(61 12) ST	—	—
Share Price $45 770, CG IAR Status AL, Next Dividend Payable 01/07/14, Basis Adjustment Due to Wash Sale $52 45								
SPDR TRUST SERIES 1 (SPY)	7/19/13	37 000	168 675	6,240 99	6,833 53	592 54 ST		
	9/5/13	37 000	166 057	6,144.12	6,833 53	689 41 ST		
	10/10/13	76 000	168 607	12,814 12	14,036 44	1,222 32 ST		
	12/19/13	35 000	180 986	6,334 50	6,464 15	129 65 ST		
	Total	185.000		31,533 73	**34,167.65**	2,633.92 ST	619 94	1 81
Share Price $184 690, CG IAR Status AL, Next Dividend Payable 01/31/14								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
EXCHANGE-TRADED & CLOSED-END FUNDS	29.6%	$223,939.73	$241,206.27	$3,163.75 LT 14,102.79 ST	$2,824.74 $0.00	1.17%

MUTUAL FUNDS

OTHER MUTUAL FUNDS

"Total Purchases vs Market Value" is provided to assist you in comparing your "Total Purchases," excluding reinvested distributions, with the current value of the mutual fund positions in your account

"Cumulative Cash Distributions" when shown, may reflect distributions on shares no longer held in the account It may not reflect all distributions received in cash, due to but not limited to the following investments made prior to addition of this information on statements, securities transfers, timing of recent distributions, and certain adjustments made in your account

"Net Value Increase/ (Decrease)" reflects the difference between your total purchases, and the sum of the current value of the fund's shares, and cash distributions shown This calculation is for informational purposes only and does not reflect your total unrealized gain or loss nor should it be used for tax purposes
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Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
E V FLOATING RATE I (EIBLX)	7/5/13	8,176 315	$9 120	$74,567 99	**$75,140.33**	$572 34 ST	$2,935 00	3 90
Total Purchases vs Market Value				74,567 99	75,140 33			
Cumulative Cash Distributions					1,092.66			
Net Value Increase/(Decrease)					1,665 00			
Share Price $9 190; Dividend Cash, Capital Gains Cash								
ING GLOBAL REAL ESTATE FD I (IGLIX)	3/4/11	975 297	16 810	16,394 74	17,867.44	1,472.70 LT		
	3/9/11	261 401	16.840	4,402 00	4,788 87	386 87 LT		
	Total	1,236 698		20,796 74	**22,656.31**	1,859 57 LT	939 00	4 14
Total Purchases vs Market Value				20,796 74	22,656 31			
Cumulative Cash Distributions					3,118 26			
Net Value Increase/(Decrease)					4,977 83			
Share Price $18 320, CG IAR Status FL, Dividend Cash, Capital Gains Cash								
MAINSTAY MARKETFIELD I (MFLDX)	7/5/13	1,293 811	17 290	22,369 99	**23,961.38**	1,591.39 ST	3 00	0 01
Total Purchases vs Market Value				22,369.99	23,961 38			
Cumulative Cash Distributions					2 74			
Net Value Increase/(Decrease)					1,594 13			
Share Price $18 520, CG IAR Status AL, Dividend Cash, Capital Gains Cash								
PIMCO ALL ASSET ALL AUTH P (PAUPX)	7/5/13	4,671 967	10 060	46,999 99	**46,252.47**	(747 52) ST	2,677.00	5 78

Account Detail

Select UMA Active Assets Account 773-122831-263
MITCHELL W WATTS FAMILY FNDTN ATTN: MITCHELL WATTS

MUTUAL FUNDS

OTHER MUTUAL FUNDS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
Total Purchases vs Market Value				46,999 99	46,252 47			
Cumulative Cash Distributions					389 88			
Net Value Increase/(Decrease)					(357 64)			
Share Price: $9 900, Dividend Cash, Capital Gains Cash								
PIMCO TOTAL RETURN P (PTTPX)	3/4/11	5,767 218	10 890	62,805 00	61,651.55	(1,153 45) LT		
	3/9/11	821 651	10 900	8,956 00	8,783 44	(172 56) LT		
	6/10/13	303 372	10.970	3,327 99	3,243 04	(84 95) ST		
	7/5/13	2,847 080	10 620	30,235 99	30,435 28	199 29 ST		
	Total	9,739 321		105,324 98	**104,113.34**	(1,326 01) LT 114 34 ST	2,581 00	2 47
Total Purchases vs Market Value				105,324 98	104,113 34			
Cumulative Cash Distributions					9,707 50			
Net Value Increase/(Decrease)					8,495.86			
Share Price $10 690, CG IAR Status FL, Dividend Cash, Capital Gains Cash								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
MUTUAL FUNDS	33.4%	$270,059.69	$272,123.83	$533.56 LT $1,530.55 ST	$9,135.00 $0.00	3.36%

Transactions in mutual fund positions held directly at the Fund Company are not included in the total above and are not reflected on the Summary Page
For more information about the pricing of Money Market Funds, please see the Expanded Disclosures

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
TOTAL MARKET VALUE	100.0%	$680,324.90 + 71,584.10 751,909	$814,252.63	$31,012.87 LT $31,330.72 ST	$21,283.93 $0.00	2.61%
TOTAL VALUE (includes accrued interest)			$814,252.63			

H - Wash sale rules apply to this tax lot The cost basis and acquisition date (trade date) have been adjusted to account for disallowed loss of a related wash sale transaction The aggregate amount of the basis adjustment is identified in italics under the Security Description
Unrealized Gain/(Loss) totals only reflect positions that have cost basis and/or market value information available Cash, MMF, Deposits and positions stating 'Please Provide' are not included

MITCHELL W WATS FAMILY FOUNDATION, INC
EIN 26-0850536
December 31, 2013

	Account Number	Gross Sales Price	Cost	Net Gain (Loss)
Form 990-PF, Part IV, Capital Gains and Losses				
MorganStanley SmithBarney	773-122831-263	921,525.44	890,713.16	30,812.28
Morgan Stanley Smith Barney Holdings, LLC	773-122794-263	90,015.00	82,200.00	7,815 00
Totals		1,011,540.44	972,913 16	38,627.28

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

MITCHELL W. WATTS FAMILY FNDTN
ATTN· MITCHELL WATTS
UMA
PO BOX 39
CONCORD NC 28026-0039

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number. 26-4310632

Taxpayer ID Number. 26-0850536
Account Number: 773 122831 263

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ADVANCE AUTO PARTS	CUSIP: 00751Y106		Symbol (Box 1d): AAP					
	4 000	07/05/13	10/16/13	$384.07	$330.88	$0.00	$53.19	$0 00
	1.000	07/05/13	12/20/13	$109.31	$82.72	$0.00	$26.59	$0.00
Security Subtotal	5.000			$493.38	$413.60	$0.00	$79.78	$0.00
ALLIANZ SE ADS	CUSIP: 018805101		Symbol (Box 1d): AZSEY					
	26.000	07/05/13	08/01/13	$407 15	$371.28	$0 00	$35 87	$0.00
AMER INTL GP INC NEW	CUSIP: 026874784		Symbol (Box 1d): AIG					
	1.000	07/05/13	10/16/13	$51 12	$45 22	$0 00	$5.90	$0 00
ASTRAZENECA PLC ADS	CUSIP: 046353108		Symbol (Box 1d): AZN					
	2 000	07/05/13	09/24/13	$103.15	$96.09	$0 00	$7 06	$0.00
	1.000	07/05/13	11/05/13	$52.94	$48.04	$0 00	$4.90	$0.00
Security Subtotal	3.000			$156.09	$144.13	$0.00	$11.96	$0.00
AXA ADS	CUSIP: 054536107		Symbol (Box 1d): AXAHY					
	3.000	07/05/13	08/29/13	$66.56	$60 27	$0.00	$6 29	$0.00
	3.000	07/05/13	11/05/13	$72.80	$60.27	$0.00	$12.53	$0.00
Security Subtotal	6.000			$139.36	$120.54	$0.00	$18.82	$0.00
BAE SYS PLC SPON ADR	CUSIP: 05523R107		Symbol (Box 1d): BAESY					
	11 000	07/05/13	08/01/13	$299 41	$270 82	$0 00	$28 59	$0.00
	6.000	07/05/13	09/24/13	$172 90	$147.72	$0 00	$25 18	$0 00
	9 000	07/05/13	11/05/13	$262.61	$221 58	$0 00	$41.03	$0.00
	3.000	07/05/13	12/04/13	$82.88	$73 86	$0.00	$9.02	$0 00
Security Subtotal	29.000			$817.80	$713.98	$0.00	$103.82	$0.00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

042847 MS13OA01 257566

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

MITCHELL W. WATTS FAMILY FNDTN
ATTN: MITCHELL WATTS
UMA
PO BOX 39
CONCORD NC 28026-0039

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: 26-0850536
Account Number: 773 122831 263

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) — OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked) **(Continued)**

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
BAIDU INC ADS	CUSIP: 056752108		Symbol (Box 1d): BIDU					
	2.000	07/05/13	08/06/13	$268.44	$183 28	$0.00	$85.16	$0.00
BCE INC (NEW)	CUSIP: 05534B760		Symbol (Box 1d): BCE					
	1 000	07/05/13	08/29/13	$41.16	$40.62	$0 00	$0.54	$0.00
BERKSHIRE HATHAWAY CL-B NEW	CUSIP: 084670702		Symbol (Box 1d): BRK'B					
	10.000	07/05/13	10/10/13	$1,142 63	$1,144.84	$0.00	($2 21)	$0.00
BK MONTREAL	CUSIP: 063671101		Symbol (Box 1d): BMO					
	2.000	07/05/13	11/05/13	$139 29	$116 52	$0 00	$22 77	$0.00
BLACKROCK HI YIELD BD PTF INST	CUSIP: 091929638		Symbol (Box 1d): BHYIX					
	49.141	06/10/13	07/05/13	$392.15	$400.99	$0.00	($8.84)	$0 00
BRISTOL MYERS SQUIBB CO	CUSIP: 110122108		Symbol (Box 1d): BMY					
	1 000	07/05/13	08/01/13	$43 91	$44.11	$0 00	($0 20)	$0 00
	4 000	07/05/13	08/29/13	$168.46	$176.44	$0.00	($7 98)	$0.00
Security Subtotal	**5.000**			**$212.37**	**$220.55**	**$0.00**	**($8.18)**	**$0.00**
CANADIAN OIL SANDS LTD COM	CUSIP: 13643E105		Symbol (Box 1d): COSWF					
	4 000	07/05/13	09/24/13	$77.85	$77.30	$0.00	$0 55	$0.00
CHINA PETE&CHEM CP ADS H SHS	CUSIP: 16941R108		Symbol (Box 1d): SNP					
	2.000	07/05/13	08/29/13	$145 38	$135 08	$0.00	$10 30	$0 00
	2 000	07/05/13	09/24/13	$158.19	$135.08	$0.00	$23.11	$0 00
Security Subtotal	**4.000**			**$303.57**	**$270.16**	**$0.00**	**$33.41**	**$0.00**

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Morgan Stanley

Corporate Tax Statement
Tax Year 2013

MITCHELL W. WATTS FAMILY FNDTN
ATTN· MITCHELL WATTS
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PO BOX 39
CONCORD NC 28026-0039

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
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Identification Number· 26-4310632

Taxpayer ID Number. 26-0850536
Account Number· 773 122831 263

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked) **(Continued)**

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
COACH INC	CUSIP: 189754104		Symbol (Box 1d): COH					
	19.000	07/05/13	07/31/13	$1,004 47	$1,095 73	$0.00	($91.26)	$0 00
CONOCOPHILLIPS	CUSIP: 20825C104		Symbol (Box 1d): COP					
	1 000	07/05/13	09/24/13	$70 83	$62 27	$0.00	$8.56	$0.00
CRH PLC ADR	CUSIP: 12626K203		Symbol (Box 1d): CRH					
	7 000	07/05/13	11/05/13	$174.11	$138.39	$0.00	$35 72	$0.00
DEUTSCHE TELEKOM AG 1 ORD 1ADS	CUSIP: 251566105		Symbol (Box 1d): DTEGY					
	22.000	07/05/13	09/24/13	$312.61	$250.14	$0.00	$62 47	$0.00
	6.000	07/05/13	11/05/13	$95.15	$68.22	$0.00	$26.93	$0 00
Security Subtotal	**28.000**			**$407.76**	**$318.36**	**$0.00**	**$89.40**	**$0.00**
DOLLAR GEN CORP NEW COM	CUSIP: 256677105		Symbol (Box 1d): DG					
	8 000	07/05/13	10/09/13	$450 12	$414.13	$0 00	$35.99	$0 00
ELI LILLY & CO	CUSIP: 532457108		Symbol (Box 1d): LLY					
	4.000	07/05/13	08/01/13	$212 99	$201.56	$0.00	$11 43	$0 00
	3 000	07/05/13	08/29/13	$154 75	$151.17	$0 00	$3.58	$0.00
	2.000	07/05/13	09/24/13	$105.28	$100 78	$0 00	$4 50	$0 00
	1 000	07/09/13	09/24/13	$52 64	$51.51	$0 00	$1.13	$0.00
Security Subtotal	**10.000**			**$525.66**	**$505.02**	**$0.00**	**$20.64**	**$0.00**

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Morgan Stanley

Corporate Tax Statement
Tax Year 2013

MITCHELL W. WATTS FAMILY FNDTN
ATTN: MITCHELL WATTS
UMA
PO BOX 39
CONCORD NC 28026-0039

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
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Identification Number: 26-4310632

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Account Number: 773 122831 263

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked.)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ENI SPA AMER DEP RCPT	CUSIP: 26874R108		Symbol (Box 1d): E					
	1 000	07/05/13	09/24/13	$46 59	$40.73	$0.00	$5.86	$0.00
	2.000	07/05/13	11/05/13	$98.83	$81 46	$0 00	$17.37	$0.00
Security Subtotal	**3.000**			**$145.42**	**$122.19**	**$0.00**	**$23.23**	**$0.00**
FIRST TR MORNINGSTAR DIV	CUSIP: 336917109		Symbol (Box 1d): FDL					
	1,020 000	05/01/13	06/03/13	$21,338 02	$21,764 96	$0 00	($426.94)	$0.00
FIRST TRST HLTH CARE ALPHA ETF	CUSIP: 33734X143		Symbol (Box 1d): FXH					
	490.000	08/01/13	10/02/13	$21,446 92	$21,069 71	$0 00	$377.21	$0.00
FIRST TRUST CONSMR STAPLES ETF	CUSIP: 33734X119		Symbol (Box 1d): FXG					
	750.000	03/01/13	07/01/13	$23,436 87	$21,217 28	$0 00	$2,219 59	$0 00
FIRST TRUST CONSUMER DISCRET	CUSIP: 33734X101		Symbol (Box 1d): FXD					
	1,090 000	02/01/13	03/01/13	$26,875 30	$26,737 70	$0.00	$137 60	$0 00
	170.000	07/01/13	07/05/13	$4,717 43	$4,685 90	$0 00	$31 53	$0 00
	610.000	07/01/13	11/01/13	$18,641 33	$16,814.10	$0 00	$1,827 23	$0 00
Security Subtotal	**1,870.000**			**$50,234.06**	**$48,237.70**	**$0 00**	**$1,996.36**	**$0.00**
FIRST TRUST DEVELP MKT EX-US	CUSIP: 33737J174		Symbol (Box 1d): FDT					
	245.000	09/13/12	06/05/13	$10,970 90	$10,298 33	$0.00	$672.57	$0.00
	110.000	09/13/12	07/05/13	$4,938 76	$4,623.74	$0 00	$315.02	$0 00
	48.000	09/27/12	07/05/13	$2,155.10	$2,062.80	$0.00	$92.30	$0.00
Security Subtotal	**403.000**			**$18,064.76**	**$16,984.87**	**$0.00**	**$1,079.89**	**$0.00**

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Morgan Stanley

Corporate Tax Statement
Tax Year 2013

MITCHELL W. WATTS FAMILY FNDTN
ATTN: MITCHELL WATTS
UMA
PO BOX 39
CONCORD NC 28026-0039

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number. 26-0850536
Account Number: 773 122831 263

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked.) **(Continued)**

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
FIRST TRUST EMERGING MARKETS	CUSIP: 33737J182		Symbol (Box 1d): FEM					
	470 000	09/13/12	06/05/13	$11,735.69	$11,410 85	$0 00	$324 84	$0 00
	140.000	09/13/12	07/05/13	$3,128.17	$3,398 98	$0.00	($270 81)	$0.00
	109.000	09/27/12	07/05/13	$2,435 51	$2,759.76	$0.00	($324.25)	$0 00
Security Subtotal	**719.000**			**$17,299.37**	**$17,569.59**	**$0.00**	**($270.22)**	**$0.00**
FIRST TRUST EUROPE	CUSIP: 33737J117		Symbol (Box 1d): FEP					
	81.000	06/05/13	07/05/13	$2,184.99	$2,259.90	$0 00	($74.91)	$0.00
FIRST TRUST FNCL ALPHADEX ETF	CUSIP: 33734X135		Symbol (Box 1d): FXO					
	404.000	07/05/12	07/05/13	$7,701.64	$5,956.90	$0.00	$1,744 74	$0.00
FIRST TRUST INDS/PRODS ETF	CUSIP: 33734X150		Symbol (Box 1d): FXR					
	191.000	07/01/13	07/05/13	$4,345 46	$4,385.89	$0 00	($40.43)	$0.00
	729.000	07/01/13	08/01/13	$17,922.15	$16,739 88	$0 00	$1,182.27	$0.00
Security Subtotal	**920.000**			**$22,267.61**	**$21,125.77**	**$0.00**	**$1,141.84**	**$0.00**
FIRST TRUST MID CAP VALUE	CUSIP: 33737M201		Symbol (Box 1d): FNK					
	1,130 000	02/01/13	05/01/13	$27,277.58	$26,498.39	$0.00	$779.19	$0 00
FIRST TRUST MTRLS ALPHADEX ETF	CUSIP: 33734X168		Symbol (Box 1d): FXZ					
	1,030 000	10/01/12	02/01/13	$28,262.66	$25,049 60	$0 00	$3,213.06	$0 00
FIRST TRUST SMALL CAP VALE	CUSIP: 33737M409		Symbol (Box 1d): FYT					
	1,175.000	12/03/12	02/01/13	$27,870.84	$25,250.75	$0.00	$2,620.09	$0 00
	179.000	06/04/13	07/05/13	$4,790.04	$4,777.51	$0 00	$12.53	$0 00
Security Subtotal	**1,354.000**			**$32,660.88**	**$30,028.26**	**$0.00**	**$2,632.62**	**$0.00**

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Morgan Stanley

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Tax Year 2013

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked) **(Continued)**

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FT EM SC ALPHADEX	**CUSIP**: 33737J307		**Symbol (Box 1d)**: FEMS					
	5 000	06/05/13	07/05/13	$162.31	$184 59	$22 28	($22 28)	$0 00
	57.000	06/05/13	07/05/13	$1,850.51	$2,104 45	$0 00	($253.94)	$0 00
Security Subtotal	**62.000**			**$2,012.82**	**$2,289.04**	**$22.28**	**($276.22)**	**$0.00**
GAZPROM O A O SPON ADR	**CUSIP**: 368287207		**Symbol (Box 1d)**: OGZPY					
	8 000	07/05/13	09/24/13	$72 25	$54 48	$0.00	$17.77	$0.00
	6.000	07/05/13	11/05/13	$54.53	$40.86	$0.00	$13.67	$0.00
Security Subtotal	**14.000**			**$126.78**	**$95.34**	**$0 00**	**$31.44**	**$0.00**
HSBC HOLDINGS PLC SPON ADR NEW	**CUSIP**: 404280406		**Symbol (Box 1d)**: HSBC					
	11 000	07/05/13	12/04/13	$595 29	$587.73	$0 00	$7.56	$0 00
INTEL CORP	**CUSIP**: 458140100		**Symbol (Box 1d)**: INTC					
	1 000	07/05/13	08/01/13	$23 15	$24.04	$0 00	($0 89)	$0.00
ISHARES MSCI EMERGING MKTS ETF	**CUSIP**: 464287234		**Symbol (Box 1d)**: EEM					
	87 000	08/16/12	01/25/13	$3,824 55	$3,541 11	$0.00	$283 44	$0.00
	83 000	11/02/12	01/25/13	$3,648 70	$3,473.09	$0 00	$175 61	$0 00
	179.000	05/01/13	05/31/13	$7,375 49	$7,687.67	$0 00	($312.18)	$0 00
	157.000	09/09/13	10/03/13	$6,492.98	$6,446 44	$0 00	$46.54	$0.00
Security Subtotal	**506.000**			**$21,341.72**	**$21,148.31**	**$0.00**	**$193.41**	**$0.00**

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Morgan Stanley

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked) **(Continued)**

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ISHARES RUSSELL 2000 ETF	CUSIP: 464287655		Symbol (Box 1d): IWM					
	62.000	09/09/13	09/20/13	$6,644.79	$6,439 82	$0.00	$204.97	$0 00
	62.000	10/11/13	10/29/13	$6,874 63	$6,660.54	$0 00	$214 09	$0.00
	61.000	10/11/13	11/06/13	$6,719.65	$6,553 12	$0 00	$166.53	$0.00
Security Subtotal	**185.000**			**$20,239.07**	**$19,653.48**	**$0.00**	**$585.59**	**$0.00**
JP MORGAN HIBRG DYN COMM STRT	CUSIP: 48121A670		Symbol (Box 1d): HDCSX					
	191.622	11/27/12	07/05/13	$2,303.29	$2,927.99	$0 00	($624 70)	$0.00
	137.871	02/06/13	07/05/13	$1,657 21	$1,994 99	$0 00	($337 78)	$0.00
	156 343	04/01/13	07/05/13	$1,879.24	$2,094.99	$0 00	($215.75)	$0.00
	140.801	05/08/13	07/05/13	$1,692.45	$1,790.99	$0.00	($98.54)	$0.00
Security Subtotal	**626.637**			**$7,532.19**	**$8,808.96**	**$0.00**	**($1,276.77)**	**$0.00**
KT CORP SPON ADR	CUSIP: 48268K101		Symbol (Box 1d): KT					
	14.000	07/05/13	08/29/13	$224.52	$219 10	$0 00	$5 42	$0.00
	2.000	07/05/13	12/04/13	$28.81	$31.30	$0.00	($2.49)	$0 00
Security Subtotal	**16.000**			**$253.33**	**$250.40**	**$0.00**	**$2.93**	**$0.00**
LOCKHEED MARTIN CORP	CUSIP: 539830109		Symbol (Box 1d): LMT					
	1 000	07/05/13	08/29/13	$122.73	$108.35	$0.00	$14 38	$0.00
	5 000	07/05/13	09/18/13	$643.86	$541.63	$0.00	$102 23	$0.00
	17 000	07/05/13	10/07/13	$2,103 90	$1,841 53	$0.00	$262.37	$0.00
Security Subtotal	**23.000**			**$2,870.49**	**$2,491.51**	**$0.00**	**$378.98**	**$0.00**
MANULIFE FINANCIAL CORP	CUSIP: 56501R106		Symbol (Box 1d): MFC					
	27.000	07/05/13	08/01/13	$481.00	$442.53	$0.00	$38 47	$0 00

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Corporate Tax Statement
Tax Year 2013

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
MCKESSON CORP	**CUSIP:** 58155Q103		**Symbol (Box 1d):** MCK					
	3 000	07/05/13	10/08/13	$403.59	$346.02	$0 00	$57 57	$0 00
MERGER FUND	**CUSIP:** 589509108		**Symbol (Box 1d):** MERFX					
	154.482	05/08/13	07/05/13	$2,457.82	$2,463.98	$0 00	($6 16)	$0.00
MOBILE TELESYSTEMS OJSC	**CUSIP:** 607409109		**Symbol (Box 1d):** MBT					
	2.000	07/05/13	09/24/13	$44.64	$37.64	$0 00	$7 00	$0.00
MURPHY USA INC COM	**CUSIP:** 626755102		**Symbol (Box 1d):** MUSA					
	1 000	10/10/13	10/16/13	$40.98	$40.80	$0 00	$0.18	$0.00
NEWMONT MINING CORP (NEW)	**CUSIP:** 651639106		**Symbol (Box 1d):** NEM					
	3 000	07/05/13	11/05/13	$82.10	$82.20	$0 00	($0 10)	$0.00
NOVARTIS AG ADR	**CUSIP:** 66987V109		**Symbol (Box 1d):** NVS					
	1.000	07/05/13	10/16/13	$73 91	$70.56	$0 00	$3 35	$0 00
ORANGE NEW	**CUSIP:** 684060106		**Symbol (Box 1d):** ORAN					
	20.000	07/05/13	11/05/13	$260 77	$183 50	$0.00	$77.27	$0 00
PIMCO COMMOD REAL RET STRATP	**CUSIP:** 72201M842		**Symbol (Box 1d):** PCRPX					
	318 180	04/02/13	07/05/13	$1,759.54	$2,064 99	$0 00	($305 45)	$0 00
	243.832	06/10/13	07/05/13	$1,348.40	$1,462.99	$0.00	($114.59)	$0.00
Security Subtotal	**562.012**			**$3,107.94**	**$3,527.98**	**$0.00**	**($420.04)**	**$0.00**
PIMCO EMERGING MKTS BD P	**CUSIP:** 72201M818		**Symbol (Box 1d):** PEMPX					
	4.047	06/10/13	07/05/13	$45 25	$46 99	$0 00	($1 74)	$0.00

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Morgan Stanley

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) — OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Continued) (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)

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POWERSHARES QQQ TR	CUSIP: 73935A104		Symbol (Box 1d): QQQ					
	162.000	11/29/12	01/14/13	$10,815.17	$10,699 27	$0 00	$115.90	$0 00
	109.000	11/30/12	01/14/13	$7,276.87	$7,175 33	$0.00	$101 54	$0.00
	128.000	07/11/13	07/19/13	$9,526 87	$9,573.40	$0.00	($46.53)	$0.00
	140 000	10/16/13	10/29/13	$11,625.66	$11,245 25	$0.00	$380.41	$0.00
Security Subtotal	**539.000**			**$39,244.57**	**$38,693.25**	**$0.00**	**$551.32**	**$0.00**
SASOL LTD SPON ADR	CUSIP: 803866300		Symbol (Box 1d): SSL					
	3 000	07/05/13	08/29/13	$141.74	$124 62	$0.00	$17 12	$0.00
SEAGATE TECHNOLOGY PLC	CUSIP: G7945M107		Symbol (Box 1d): STX					
	6.000	07/05/13	11/05/13	$291.15	$274 86	$0 00	$16 29	$0.00
	4.000	07/05/13	12/04/13	$200.30	$183.24	$0.00	$17.06	$0.00
Security Subtotal	**10.000**			**$491.45**	**$458.10**	**$0.00**	**$33.35**	**$0.00**
SK TELECOM CO LTD	CUSIP: 78440P108		Symbol (Box 1d): SKM					
	26.000	07/05/13	08/01/13	$568 33	$538.37	$0 00	$29 96	$0 00
	10.000	07/05/13	08/29/13	$214 97	$207 07	$0 00	$7.90	$0 00
	18 000	07/05/13	09/24/13	$394 73	$372.72	$0 00	$22 01	$0 00
	1.000	07/05/13	11/05/13	$24.28	$20 71	$0.00	$3 57	$0.00
Security Subtotal	**55.000**			**$1,202.31**	**$1,138.87**	**$0.00**	**$63.44**	**$0.00**
SPDR BARCLAYS CAPITAL 1-3 MONT	CUSIP: 78464A680		Symbol (Box 1d): BIL					
	52.000	07/25/12	01/02/13	$2,382 07	$2,384 55	$0.00	($2 48)	$0.00
	33 000	07/25/12	01/02/13	$1,511.70	$1,513 79	$0.00	($2 09)	$0 00
	51 000	10/04/12	01/02/13	$2,336.26	$2,338 46	$0.00	($2 20)	$0.00
	41.000	10/04/12	01/02/13	$1,878.17	$1,880 20	$0.00	($2.03)	$0 00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

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Tax Year 2013

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Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

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SPDR BARCLAYS CAPITAL 1-3	39.000	10/04/12	01/02/13	$1,786.55	$1,788.81	$0.00	($2 26)	$0.00
	72.000	10/23/12	01/02/13	$3,298 25	$3,301.35	$0.00	($3 10)	$0.00
	23.000	11/07/12	01/02/13	$1,053.61	$1,053.86	$0.00	($0.25)	$0 00
	3 000	11/07/12	01/02/13	$137.43	$137.74	$0 00	($0 31)	$0 00
	89.000	11/07/12	05/01/13	$4,076 11	$4,078.97	$2.86	($2 86)	$0 00
	62.000	11/07/12	05/01/13	$2,839 53	$2,840 84	$1.31	($1 31)	$0 00
	19.000	11/07/12	05/01/13	$870.18	$872.32	$2 14	($2 14)	$0 00
	20.000	11/07/12	06/28/13	$915 85	$916 62	$0 00	($0.77)	$0.00
	115 000	11/09/12	06/28/13	$5,266 11	$5,269 30	$3 19	($3 19)	$0 00
	62.000	12/07/12	06/28/13	$2,839 12	$2,841.53	$2.41	($2 41)	$0.00
	19 000	12/07/12	06/28/13	$870.05	$872.53	$2 48	($2 48)	$0.00
	6.000	01/14/13	06/28/13	$274.75	$274.86	$0.00	($0.11)	$0.00
	12 000	01/25/13	06/28/13	$549.51	$549 72	$0 00	($0 21)	$0 00
	152 000	02/08/13	06/28/13	$6,960 36	$6,963 05	$2 69	($2 69)	$0 00
	12.000	02/08/13	06/28/13	$549.58	$549 79	$0 00	($0 21)	$0 00
	4 000	05/31/13	06/28/13	$183 17	$183 24	$0 00	($0.07)	$0.00
	11.000	11/09/12	07/05/13	$503.83	$507 10	$3 27	($3 27)	$0 00
	89.000	12/09/12	07/05/13	$4,076.47	$4,079 95	$3.48	($3.48)	$0.00
	89.000	11/09/12	07/11/13	$4,075 19	$4,079.51	$4 32	($4 32)	$0 00
	15 000	11/09/12	07/11/13	$686.88	$687 61	$0.00	($0.73)	$0 00
	41.000	02/08/13	07/11/13	$1,877 36	$1,878.84	$1.48	($1.48)	$0.00
	32 000	05/31/13	07/11/13	$1,465 25	$1,465.92	$0 00	($0.67)	$0 00
	19.000	05/31/13	07/11/13	$869 99	$872.87	$2 88	($2.88)	$0.00
	6 000	05/31/13	07/11/13	$274.74	$274.86	$0 00	($0 12)	$0 00

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Morgan Stanley

Corporate Tax Statement
Tax Year 2013

MITCHELL W. WATTS FAMILY FNDTN
ATTN: MITCHELL WATTS
UMA
PO BOX 39
CONCORD NC 28026-0039

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: 26-0850536
Account Number: 773 122831 263

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Continued) (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
SPDR BARCLAYS CAPITAL 1-3	111.000	02/08/13	09/05/13	$5,082.64	$5,087 32	$4.68	($4.68)	$0.00
	24.000	05/31/13	09/05/13	$1,098.95	$1,100 33	$1 38	($1.38)	$0.00
	8 000	05/31/13	09/05/13	$366 32	$366 77	$0 00	($0.45)	$0 00
	89.000	05/31/13	09/09/13	$4,075.13	$4,081 25	$6 11	($6 11)	$0.00
	55.000	05/31/13	09/09/13	$2,518 31	$2,521 57	$3 26	($3.26)	$0 00
	34.000	05/31/13	09/09/13	$1,556 83	$1,558 84	$2 01	($2 01)	$0 00
	30.000	05/31/13	09/09/13	$1,373.64	$1,376.66	$3 02	($3.02)	$0 00
	19.000	06/13/13	09/09/13	$869 97	$873 12	$3.15	($3.15)	$0.00
	11 000	06/19/13	09/09/13	$503 67	$507.09	$3 42	($3 42)	$0.00
	40.000	06/26/13	09/09/13	$1,831 53	$1,833.53	$2.00	($2.00)	$0 00
	111 000	06/13/13	10/10/13	$5,081.49	$5,088.48	$6 99	($6.99)	$0.00
	13.000	06/20/13	10/10/13	$595.12	$596.14	$1.02	($1.02)	$0.00
	11 000	06/20/13	10/10/13	$503 58	$504.44	$0 00	($0 86)	$0 00
	1 000	06/26/13	10/10/13	$45.78	$45.84	$0.00	($0.06)	$0 00
	4 000	07/01/13	10/10/13	$183.12	$189 31	$6 19	($6 19)	$0 00
	84 000	07/24/13	10/10/13	$3,845 43	$3,847 37	$1.94	($1 94)	$0 00
	62.000	07/24/13	10/10/13	$2,838.33	$2,839 76	$1 43	($1 43)	$0 00
	85 000	07/01/13	10/11/13	$3,890 38	$3,898 83	$8 45	($8 45)	$0.00
	55.000	07/01/13	10/11/13	$2,517 31	$2,522 26	$4 95	($4 95)	$0 00
	34.000	07/14/13	10/11/13	$1,556 15	$1,559.21	$3 06	($3.06)	$0 00
	30.000	07/14/13	10/11/13	$1,373 08	$1,377 02	$3 94	($3 94)	$0 00
	14.000	07/24/13	10/11/13	$640.77	$641.52	$0 00	($0.75)	$0 00
	40.000	08/17/13	10/11/13	$1,830.77	$1,834.00	$3.23	($3.23)	$0 00
	19.000	08/17/13	10/11/13	$869 61	$873.35	$3.74	($3.74)	$0 00

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Corporate Tax Statement
Tax Year 2013

MITCHELL W. WATTS FAMILY FNDTN
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UMA
PO BOX 39
CONCORD NC 28026-0039

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number. 26-0850536
Account Number: 773 122831 263

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Continued) (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
SPDR BARCLAYS CAPITAL 1-3	8 000	08/17/13	10/11/13	$366.16	$368.89	$2 73	($2.73)	$0.00
	3 000	08/17/13	10/11/13	$137 30	$138 33	$1 03	($1 03)	$0.00
	62 000	07/24/13	10/16/13	$2,837 80	$2,841 03	$0 00	($3.23)	$0 00
	49 000	07/24/13	10/16/13	$2,242.77	$2,245.33	$2 56	($2 56)	$0 00
	21 000	07/24/13	10/16/13	$961 19	$962 29	$0 00	($1.10)	$0.00
	13 000	08/15/13	10/16/13	$595 02	$596 42	$0 00	($1 40)	$0.00
	111.000	09/03/13	12/19/13	$5,081.49	$5,089.51	$8.02	($8.02)	$0.00
	85.000	10/08/13	12/19/13	$3,891.23	$3,900.47	$9 24	($9.24)	$0.00
	55 000	10/08/13	12/19/13	$2,517 86	$2,523 32	$5.46	($5.46)	$0 00
	36.000	10/21/13	12/19/13	$1,648.05	$1,651 30	$3.25	($3.25)	$0.00
Security Subtotal	**2,615.000**			**$119,734.85**	**$119,899.09**	**$138.77**	**($164.23)**	**$0.00**
SPDR TRUST SERIES 1	CUSIP: 78462F103		Symbol (Box 1d): SPY					
	99.000	08/02/12	02/05/13	$14,978 06	$13,492 01	$0 00	$1,486.05	$0.00
	2 000	08/02/12	02/05/13	$302 60	$272 56	$0.00	$30.04	$0 00
	44.000	08/07/12	02/05/13	$6,656.91	$6,182 91	$0.00	$474.00	$0.00
	51.000	08/13/12	02/05/13	$7,715.97	$7,171.92	$0.00	$544.05	$0.00
	80 000	08/23/12	02/05/13	$12,103 48	$11,268.00	$0 00	$835 48	$0.00
	22 000	10/05/12	02/05/13	$3,328 46	$3,236.04	$0 00	$92 42	$0 00
	7 000	10/05/12	02/05/13	$1,059.05	$1,029 65	$0 00	$29 40	$0.00
	16.000	10/24/12	02/08/13	$2,424.80	$2,362.66	$0 00	$62 14	$0.00
	34 000	11/26/12	02/08/13	$5,152 70	$4,783 21	$0 00	$369 49	$0 00
	23.000	11/26/12	05/31/13	$3,761 75	$3,235 70	$0.00	$526 05	$0.00
	40.000	01/02/13	05/31/13	$6,542 17	$5,809.40	$0 00	$732 77	$0.00
	46.000	01/02/13	06/13/13	$7,424 33	$6,680.81	$0 00	$743.52	$0 00

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Morgan Stanley

Corporate Tax Statement
Tax Year 2013

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1 New York Plaza
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Taxpayer ID Number: 26-0850536
Account Number: 773 122831 263

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked) **(Continued)**

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
SPDR TRUST SERIES 1	13 000	01/02/13	06/20/13	$2,090 11	$1,888.06	$0.00	$202.05	$0.00
	2 000	01/02/13	06/20/13	$321 56	$290.47	$0.00	$31 09	$0.00
	2 000	01/14/13	06/20/13	$321 56	$293.88	$0.00	$27 68	$0.00
	53.000	01/14/13	06/20/13	$8,521 21	$7,767.54	$0 00	$753 67	$0.00
	35.000	01/14/13	07/05/13	$5,694.05	$5,129.51	$0.00	$564 54	$0.00
	38 000	01/14/13	07/24/13	$6,426.98	$5,569 18	$0 00	$857 80	$0 00
	18.000	01/25/13	07/24/13	$3,044 36	$2,694 92	$0 00	$349 44	$0.00
	25 000	01/25/13	08/15/13	$4,159 61	$3,742 95	$0.00	$416 66	$0.00
	13 000	06/28/13	08/15/13	$2,162 99	$2,094 64	$0 00	$68 35	$0.00
	34 000	06/28/13	10/03/13	$5,702 38	$5,478 30	$0 00	$224 08	$0.00
	68.000	06/28/13	12/12/13	$12,155.49	$10,956.60	$0 00	$1,198 89	$0.00
	16.000	07/19/13	12/12/13	$2,860.12	$2,698.81	$0.00	$161.31	$0.00
Security Subtotal	**781.000**			**$124,910.70**	**$114,129.73**	**$0.00**	**$10,780.97**	**$0.00**
SUN LIFE FINL SVCS CDA INC	**CUSIP:** 866796105		**Symbol (Box 1d):** SLF					
	1.000	07/05/13	11/05/13	$33.55	$30.00	$0 00	$3.55	$0.00
SWISS RE LTD SPONSORED ADR	**CUSIP:** 870886108		**Symbol (Box 1d):** SSREY					
	1.000	07/05/13	08/29/13	$77 14	$73 43	$0 00	$3 71	$0.00
	1.000	07/05/13	09/24/13	$82 74	$73.43	$0.00	$9.31	$0.00
Security Subtotal	**2.000**			**$159.88**	**$146.86**	**$0.00**	**$13.02**	**$0.00**
TELSTRA CORP LTD SPON ADR	**CUSIP:** 87969N204		**Symbol (Box 1d):** TLSYY					
	6 000	07/05/13	11/05/13	$146 33	$128 82	$0 00	$17.51	$0.00
TEMPLETON GLOBAL BD FD ADV	**CUSIP:** 880208400		**Symbol (Box 1d):** TGBAX					
	106.091	05/08/13	07/05/13	$1,372.82	$1,462.99	$0.00	($90.17)	$0 00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Corporate Tax Statement
Tax Year 2013

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ATTN: MITCHELL WATTS
UMA
PO BOX 39
CONCORD NC 28026-0039

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1 New York Plaza
8th Floor
New York, NY 10004
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Taxpayer ID Number. 26-0850536
Account Number: 773 122831 263

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Continued) (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
TEMPLETON GLOBAL BD FD ADV	35.490	06/10/13	07/05/13	$459.24	$465 99	$0 00	($6.75)	$0 00
Security Subtotal	**141.581**			**$1,832.06**	**$1,928.98**	**$0.00**	**($96.92)**	**$0.00**
TOTAL S A SPON ADR	**CUSIP**: 89151E109		**Symbol (Box 1d)**: TOT					
	1 000	07/05/13	09/24/13	$58 25	$48.23	$0.00	$10 02	$0.00
	2 000	07/05/13	09/24/13	$116 49	$96.45	$0.00	$20.04	$0.00
Security Subtotal	**3.000**			**$174.74**	**$144.68**	**$0.00**	**$30.06**	**$0.00**
UPM KYMMENE CORP ADR	**CUSIP**: 915436109		**Symbol (Box 1d)**: UPMKY					
	15 000	07/05/13	09/24/13	$208.15	$143 10	$0.00	$65 05	$0 00
	5 000	08/08/13	09/24/13	$69 38	$61.90	$0 00	$7.48	$0.00
Security Subtotal	**20.000**			**$277.53**	**$205.00**	**$0.00**	**$72.53**	**$0.00**
VERIZON COMMUNICATIONS	**CUSIP**· 92343V104		**Symbol (Box 1d)**: VZ					
	2 000	07/05/13	08/29/13	$96 34	$102 27	$0 00	($5.93)	$0.00
	1 000	07/05/13	11/05/13	$50 24	$51 14	$0 00	($0.90)	$0 00
	1 000	07/05/13	12/04/13	$49 54	$51.14	$0 00	($1.60)	$0.00
Security Subtotal	**4.000**			**$196.12**	**$204.55**	**$0.00**	**($8.43)**	**$0.00**
VODAFONE GP PLC ADS NEW	**CUSIP**: 92857W209		**Symbol (Box 1d)**: VOD					
	5.000	07/05/13	08/29/13	$158.81	$143.79	$0 00	$15.02	$0.00
	8.000	07/05/13	08/29/13	$254 09	$230 05	$0.00	$24 04	$0 00
	10.000	07/05/13	11/05/13	$368 01	$287 57	$0 00	$80.44	$0 00
	4 000	07/05/13	11/08/13	$146.03	$115 03	$0 00	$31.00	$0 00
	6 000	07/05/13	11/08/13	$219.05	$172.54	$0 00	$46.51	$0 00

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Morgan Stanley

Corporate Tax Statement
Tax Year 2013

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
VODAFONE GP PLC ADS NEW	44.000	07/05/13	11/08/13	$1,606.37	$1,265.31	$0.00	$341.06	$0.00
	9 000	09/03/13	11/08/13	$328.57	$285 81	$0.00	$42 76	$0.00
Security Subtotal	**86.000**			**$3,080.93**	**$2,500.10**	**$0.00**	**$580.83**	**$0.00**
WASTE MGMT INC (DELA)	**CUSIP:** 94106L109		**Symbol (Box 1d):** WM					
	9 000	07/05/13	11/05/13	$393 67	$364 95	$0.00	$28.72	$0.00
YANZHOU COAL MINING LTD ADS	**CUSIP:** 984846105		**Symbol (Box 1d):** YZC					
	85.000	07/05/13	08/01/13	$587.59	$585.46	$0.00	$2.13	$0 00
	10 000	07/05/13	11/05/13	$100.99	$68.88	$0.00	$32.11	$0.00
Security Subtotal	**95.000**			**$688.58**	**$654.34**	**$0.00**	**$34.24**	**$0.00**
Total Short Term Covered Securities				**$634,297.94**	**$608,024.98**	**$161.05**	**$26,272.97**	**$0.00**

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS — OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Noncovered Securities # (Consider Box 6a (Noncovered Security) as being checked for this section These transactions should be reported on Form 8949 Part I with box B checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
EV ENERGY PARTNERS LP	CUSIP: 26926V107		Symbol (Box 1d): EVEP					
	7.000	08/21/12	07/05/13	$240.44	$412.35	$0.00	($171 91)	$0.00
TARGA RES PTNRS LP REP UTS	CUSIP: 87611X105		Symbol (Box 1d): NGLS					
	5.000	03/05/13	07/05/13	$259.14	$217 29	$0.00	$41.85	$0.00
Total Short Term Noncovered Securities				**$499.58**	**$629.64**	**$0.00**	**($130.06)**	**$0.00**
Total Short Term Covered and Noncovered Securities				**$634,797.52**	**$608,654.62**	**$161.05**	**$26,142.91**	**$0.00**

Morgan Stanley

Corporate Tax Statement
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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS **OMB NO. 1545-0715**

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
FIRST TRUST DEVELP MKT EX-US	CUSIP: 33737J174	Symbol (Box 1d): FDT						
	5 000	09/27/12	12/19/13	$248.20	$219.74	$0.00	$28 46	$0 00
	102 000	09/27/12	12/19/13	$5,063.36	$4,383.44	$0.00	$679.92	$0 00
Security Subtotal	**107.000**			**$5,311.56**	**$4,603.18**	**$0.00**	**$708.38**	**$0.00**
FIRST TRUST EMERGING MARKETS	CUSIP: 33737J182	Symbol (Box 1d): FEM						
	83.000	09/27/12	12/19/13	$2,015.96	$2,163 12	$0.00	($147 16)	$0.00
	22 000	09/27/12	12/19/13	$534.34	$573 34	$39 00	($39 00)	$0 00
	10.000	09/27/12	12/19/13	$242 88	$253.41	$0 00	($10 53)	$0 00
	1.000	09/27/12	12/19/13	$24.29	$25 32	$0.00	($1.03)	$0.00
Security Subtotal	**116.000**			**$2,817.47**	**$3,015.19**	**$39.00**	**($197.72)**	**$0.00**
FIRST TRUST FNCL ALPHADEX ETF	CUSIP: 33734X135	Symbol (Box 1d): FXO						
	1,251 000	07/05/12	08/01/13	$25,157 17	$18,445 74	$0 00	$6,711 43	$0.00
JP MORGAN HIBRG DYN COMM STRT	CUSIP: 48121A670	Symbol (Box 1d): HDCSX						
	176 002	05/09/12	07/05/13	$2,115.54	$3,028 99	$0 00	($913 45)	$0 00
PIMCO COMMOD REAL RET STRATP	CUSIP: 72201M842	Symbol (Box 1d): PCRPX						
	989 952	05/09/12	07/05/13	$5,474 43	$6,404 99	$0.00	($930 56)	$0 00
Total Long Term Covered Securities				**$40,876.17**	**$35,498.09**	**$39.00**	**$5,378.08**	**$0.00**

Morgan Stanley

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Identification Number: 26-4310632

Taxpayer ID Number: 26-0850536
Account Number: 773 122831 263

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS — OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Consider Box 6a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part II with box E checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
AMERIGAS PARTNERS COMMON UNITS	CUSIP: 030975106	Symbol (Box 1d): APU						
	21.000	03/04/11	04/26/13	$922.52	$990 99	$0.00	($68 47)	$0.00
	5.000	03/04/11	07/05/13	$242 14	$235.95	$0 00	$6 19	$0.00
Security Subtotal	**26.000**			**$1,164.66**	**$1,226.94**	**$0.00**	**($62.28)**	**$0.00**
BLACKROCK HI YIELD BD PTF INST	CUSIP: 091929638	Symbol (Box 1d): BHYIX						
	2,397 074	03/04/11	07/05/13	$19,128.65	$18,841 00	$0 00	$287 65	$0 00
	337.405	03/09/11	07/05/13	$2,692.49	$2,652.00	$0.00	$40.49	$0.00
Security Subtotal	**2,734.479**			**$21,821.14**	**$21,493.00**	**$0.00**	**$328.14**	**$0.00**
EL PASO PIPELINE PARTNERS LP	CUSIP: 283702108	Symbol (Box 1d): EPB						
	43 000	03/04/11	07/05/13	$1,876 48	$1,623.16	$0.00	$253 32	$0 00
ENBRIDGE ENERGY PTNRS LP	CUSIP: 29250R106	Symbol (Box 1d): EEP						
	23 000	05/02/12	07/05/13	$717 81	$706 84	$0 00	$10 97	$0 00
ENERGY TRANS EQTY LP	CUSIP: 29273V100	Symbol (Box 1d): ETE						
	36 000	03/04/11	07/05/13	$2,133.32	$1,432.66	$0 00	$700 66	$0 00
ENERGY TRANSFER PARTNERS L P	CUSIP: 29273R109	Symbol (Box 1d): ETP						
	39 000	03/04/11	07/05/13	$1,959.71	$2,130 38	$0.00	($170.67)	$0 00
ENTERPRISE PROD PRTNRS L P	CUSIP: 293792107	Symbol (Box 1d): EPD						
	108.000	03/04/11	07/05/13	$6,776 03	$4,655.37	$0.00	$2,120.66	$0 00
GATEWAY FUND Y	CUSIP: 367829884	Symbol (Box 1d): GTEYX						
	710 445	03/04/11	07/05/13	$19,885 36	$18,841 00	$0 00	$1,044.36	$0 00
	99.173	03/09/11	07/05/13	$2,775.85	$2,638 00	$0.00	$137.85	$0.00
Security Subtotal	**809.618**			**$22,661.21**	**$21,479.00**	**$0.00**	**$1,182.21**	**$0 00**

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Morgan Stanley

Corporate Tax Statement
Tax Year 2013

MITCHELL W. WATTS FAMILY FNDTN
ATTN: MITCHELL WATTS
UMA
PO BOX 39
CONCORD NC 28026-0039

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: 26-0850536
Account Number: 773 122831 263

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) — OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Consider Box 6a (Noncovered Security) as being checked for this section These transactions should be reported on Form 8949 Part II with box E checked) **(Continued)**

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
GENESIS ENERGY LP COM	CUSIP: 371927104		Symbol (Box 1d): GEL					
	61.000	03/04/11	07/05/13	$3,196 95	$1,717.97	$0.00	$1,478 98	$0.00
HEALTH CARE SEL SECT SPDR FD	CUSIP: 81369Y209		Symbol (Box 1d): XLV					
	400 000	05/01/12	07/01/13	$19,221 18	$15,087.92	$0 00	$4,133 26	$0.00
ING GLOBAL REAL ESTATE FD I	CUSIP: 44980Q302		Symbol (Box 1d): IGLIX					
	892 758	03/04/11	07/05/13	$16,257 12	$15,007 26	$0 00	$1,249 86	$0.00
ISHARES MSCI SOUTHKOREA CP ETF	CUSIP: 464286772		Symbol (Box 1d): EWY					
	43.000	03/04/11	07/05/13	$2,215 49	$2,575.56	$0 00	($360 07)	$0 00
ISHRS MSCI MALAYSIA ETF	CUSIP: 464286830		Symbol (Box 1d): EWM					
	162 000	02/15/12	07/05/13	$2,470 47	$2,328 19	$0.00	$142 28	$0.00
	528 000	02/15/12	12/19/13	$8,185.75	$7,588 17	$0.00	$597.58	$0.00
Security Subtotal	**690.000**			**$10,656 22**	**$9,916.36**	**$0.00**	**$739.86**	**$0.00**
JP MORGAN HIBRG DYN COMM STRT	CUSIP: 48121A670		Symbol (Box 1d): HDCSX					
	881.244	03/04/11	07/05/13	$10,592.54	$18,841.00	$0 00	($8,248 46)	$0 00
	145.733	03/09/11	07/05/13	$1,751 71	$3,040 00	$0.00	($1,288 29)	$0.00
Security Subtotal	**1,026.977**			**$12,344.25**	**$21,881.00**	**$0 00**	**($9,536.75)**	**$0.00**
KINDER MORGAN ENERGY PTRS LP	CUSIP: 494550106		Symbol (Box 1d): KMP					
	46.000	03/04/11	07/05/13	$3,928 33	$3,364 21	$0.00	$564.12	$0.00
KINDER MORGAN MGMT LLC	CUSIP: 49455U100		Symbol (Box 1d): KMR					
	0 160	03/09/11	02/14/13	$13 11	$7 13	$0 00	$5.98	$0 00
	0.108	03/09/11	05/15/13	$9.31	$4.41	$0 00	$4.90	$0.00
	22.000	03/04/11	07/05/13	$1,853.90	$1,355 78	$0.00	$498.12	$0.00

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Morgan Stanley

Corporate Tax Statement
Tax Year 2013

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ATTN: MITCHELL WATTS
UMA
PO BOX 39
CONCORD NC 28026-0039

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number. 26-0850536
Account Number: 773 122831 263

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Continued)

(Consider Box 6a (Noncovered Security) as being checked for this section These transactions should be reported on Form 8949 Part II with box E checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
KINDER MORGAN MGMT LLC	15.000	03/04/11	07/19/13	$1,257.70	$924.40	$0.00	$333.30	$0 00
	18.000	03/04/11	08/08/13	$1,435 26	$1,109.28	$0 00	$325.98	$0 00
	0.000	03/04/11	08/14/13	$48 52	$0.00	$0.00	$48.52	$0.00
	6 462	03/04/11	09/12/13	$485 79	$398.23	$0 00	$87 56	$0 00
	14 538	03/09/11	09/12/13	$1,092.92	$555 94	$0.00	$536.98	$0.00
Security Subtotal	**76.268**			**$6,196.51**	**$4,355.17**	**$0.00**	**$1,841.34**	**$0.00**
LINN ENERGY LLC UTS REP LTD LI	**CUSIP:** 536020100		**Symbol (Box 1d):** LINE					
	23.000	03/04/11	07/05/13	$560 96	$884.12	$0 00	($323 16)	$0.00
MAGELLAN MIDSTREAM PARTNERS LP	**CUSIP:** 559080106		**Symbol (Box 1d):** MMP					
	56 000	03/04/11	07/05/13	$3,095 06	$1,659.00	$0.00	$1,436.06	$0 00
MARKWEST ENGY PTNRS LP	**CUSIP:** 570759100		**Symbol (Box 1d):** MWE					
	45.000	03/04/11	07/05/13	$2,982.99	$2,054 70	$0 00	$928.29	$0.00
MERGER FUND	**CUSIP:** 589509108		**Symbol (Box 1d):** MERFX					
	1,569 144	03/04/11	07/05/13	$24,965.07	$25,122.00	$0 00	($156 93)	$0.00
	217.383	03/09/11	07/05/13	$3,458.56	$3,489.00	$0.00	($30.44)	$0.00
Security Subtotal	**1,786.527**			**$28,423.63**	**$28,611.00**	**$0.00**	**($187.37)**	**$0.00**
NUSTAR ENERGY LP UNIT COM	**CUSIP:** 67058H102		**Symbol (Box 1d):** NS					
	23.000	03/04/11	01/31/13	$1,176 17	$1,613 40	$0 00	($437 23)	$0 00
	28.000	03/04/11	03/05/13	$1,326 24	$1,964 13	$0 00	($637 89)	$0.00
	8.000	03/09/11	03/05/13	$378.92	$545 23	$0.00	($166 31)	$0.00
Security Subtotal	**59.000**			**$2,881.33**	**$4,122.76**	**$0.00**	**($1,241.43)**	**$0.00**
ONEOK PARTNERS LP	**CUSIP:** 68268N103		**Symbol (Box 1d):** OKS					
	34.000	03/04/11	07/05/13	$1,662.57	$1,407.59	$0.00	$254 98	$0 00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

MITCHELL W. WATTS FAMILY FNDTN
ATTN MITCHELL WATTS
UMA
PO BOX 39
CONCORD NC 28026-0039

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number. 26-0850536
Account Number: 773 122831 263

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Continued) (Consider Box 6a (Noncovered Security) as being checked for this section These transactions should be reported on Form 8949 Part II with box E checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
PIMCO COMMOD REAL RET STRATP	CUSIP: 72201M842	Symbol (Box 1d): PCRPX						
	1,910.852	03/04/11	07/05/13	$10,567.01	$18,841.00	$0 00	($8,273.99)	$0 00
	292.292	03/09/11	07/05/13	$1,616.37	$2,844 00	$0 00	($1,227.63)	$0.00
Security Subtotal	**2,203.144**			**$12,183.38**	**$21,685.00**	**$0.00**	**($9,501.62)**	**$0.00**
PIMCO EMERGING MKTS BD P	CUSIP: 72201M818	Symbol (Box 1d): PEMPX						
	1,706 612	03/04/11	07/05/13	$19,079 92	$18,841 00	$0 00	$238 92	$0 00
	234.747	03/09/11	07/05/13	$2,624.47	$2,601 00	$0.00	$23 47	$0 00
Security Subtotal	**1,941.359**			**$21,704.39**	**$21,442.00**	**$0.00**	**$262.39**	**$0.00**
PLAINS ALL AMERICAN PIPLIN L P	CUSIP· 726503105	Symbol (Box 1d): PAA						
	46 000	03/04/11	07/05/13	$2,565 37	$1,505.20	$0 00	$1,060 17	$0 00
POWERSHARES S&P SC HEALTH CA	CUSIP: 73937B886	Symbol (Box 1d): PSCH						
	271.000	05/31/11	07/01/13	$11,828 51	$9,301.37	$0 00	$2,527 14	$0.00
	8.000	06/14/11	07/01/13	$349.18	$260 64	$0.00	$88 54	$0.00
	26.000	08/09/11	07/01/13	$1,134.84	$695 97	$0 00	$438 87	$0.00
	2.000	09/28/11	07/01/13	$87 30	$56.94	$0.00	$30 36	$0.00
	8.000	10/05/11	07/01/13	$349.18	$221.58	$0.00	$127.60	$0.00
Security Subtotal	**315.000**			**$13,749.01**	**$10,536.50**	**$0.00**	**$3,212.51**	**$0.00**
REGENCY ENERGY PTNRS LP UTS	CUSIP: 75885Y107	Symbol (Box 1d): RGP						
	60 000	03/04/11	07/05/13	$1,604 37	$1,659 47	$0 00	($55 10)	$0 00
TEMPLETON GLOBAL BD FD ADV	CUSIP: 880208400	Symbol (Box 1d): TGBAX						
	1,387 408	03/04/11	07/05/13	$17,953 06	$18,841.00	$0.00	($887 94)	$0 00
	192.731	03/09/11	07/05/13	$2,493 94	$2,625.00	$0.00	($131.06)	$0.00
Security Subtotal	**1,580.139**			**$20,447.00**	**$21,466.00**	**$0.00**	**($1,019.00)**	**$0.00**

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Morgan Stanley

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Tax Year 2013

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Consider Box 6a (Noncovered Security) as being checked for this section These transactions should be reported on Form 8949 Part II with box E checked) **(Continued)**

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
WILLIAMS PARTNERS LTD	CUSIP: 96950F104		Symbol (Box 1d): WPZ					
	17.000	03/04/11	07/05/13	$865.28	$874.31	$0.00	($9.03)	$0.00
Total Long Term Noncovered Securities				**$245,851.75**	**$246,560.45**	**$0.00**	**($708.70)**	**$0.00**
Total Long Term Covered and Noncovered Securities				**$286,727.92**	**$282,058.54**	**$39.00**	**~~$4,669.38~~**	**$0.00**
Total Short and Long Term, Covered and Noncovered Securities				**$921,525.44**	**$890,713.16**	**$200.05**	**$30,812.29**	**$0.00**

Form 1099-B Total Reportable Amounts

Total Sales Price (Box 2a)	
Total Cost or Other Basis (Box 3)	
Total Wash Sale Loss Disallowed (Box 5)	
Total Fed Tax Withheld (Box 4)	$0.00

Noncovered securities are not subject to the IRS cost basis reporting regulations, therefore their date of acquisition, cost basis, short or long term designation and any disallowed loss resulting from a wash sale will not be reported to the IRS.

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

MITCHELL W. WATTS FAMILY
FOUNDATION, INC
ATTN: MITCHELL WATTS
PO BOX 39
CONCORD NC 28026-0039

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

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INTERDIGITAL INC	CUSIP: 45867G101		Symbol (Box 1d): IDCC					
	1,000 000		03/12/13	$46,553.39	38720		7833	$0.00
MICRON TECH INC	CUSIP: 595112103		Symbol (Box 1d): MU					
	1,000 000	06/26/07	12/27/13	$21,730 62		$0 00		$0 00
	1,000.000	08/19/07	12/27/13	$21,730 62		$0.00		$0.00
Security Subtotal	2,000.000			$43,461.24	43480	$0.00	<19>	$0.00
Total Long Term Noncovered Securities				$90,014.63 ✓	82200 ✓	$0.00	7815 ✓	$0.00

Form 1099-B Total Reportable Amounts

Total Sales Price (Box 2a)	$90,014.63				
Total Cost or Other Basis (Box 3)		$0.00			
Total Wash Sale Loss Disallowed (Box 5)			$0.00		
Total Fed Tax Withheld (Box 4)					$0.00

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