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Form **990-PF**

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

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue Service

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

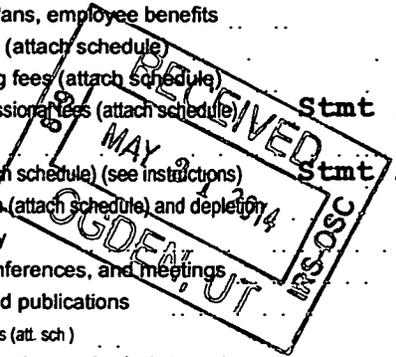
Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation Kimberly A. Foundation Corp		A Employer identification number 26-1392806
Number and street (or P O box number if mail is not delivered to street address) 590 Channel Lane	Room/suite	B Telephone number (see instructions) 941-545-5451
City or town, state or province, country, and ZIP or foreign postal code Longboat Key FL 34228		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 2,114,550 (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	16,169	16,169		
4 Dividends and interest from securities	63,936	63,936		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	21,026			
b Gross sales price for all assets on line 6a 814,416				
7 Capital gain net income (from Part IV, line 2)		21,026		
8 Net short-term capital gain			0	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	101,131	101,131	0	
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 schedule)				
c Other professional fees (attach schedule) stmt 1	23,707	23,707		
17 Interest stmt 2	944	944		
18 Taxes (attach schedule) (see instructions)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (att. sch)				
24 Total operating and administrative expenses. Add lines 13 through 23	24,651	24,651	0	0
25 Contributions, gifts, grants paid	98,200			98,200
26 Total expenses and disbursements. Add lines 24 and 25	122,851	24,651	0	98,200
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-21,720			
b Net investment income (if negative, enter -0-)		76,480		
c Adjusted net income (if negative, enter -0-)			0	

SCANNED MAY 29 2014 Revenue



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash – non-interest-bearing	427	1,283	1,283
	2	Savings and temporary cash investments	66,689	117,602	117,602
	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 (att. schedule) ▶			
		Less: allowance for doubtful accounts ▶	0		
	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) See Stmt 3	742,489	741,937	951,969
	c	Investments – corporate bonds (attach schedule) See Stmt 4	764,873	783,766	759,975
	11	Investments – land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach sch) ▶				
12	Investments – mortgage loans				
13	Investments – other (attach schedule) See Statement 5	360,650	266,431	283,721	
14	Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach sch) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	1,935,128	1,911,019	2,114,550	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,935,128	1,911,019	
30	Total net assets or fund balances (see instructions)	1,935,128	1,911,019		
31	Total liabilities and net assets/fund balances (see instructions)	1,935,128	1,911,019		

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	1,935,128
2	Enter amount from Part I, line 27a	2	-21,720
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,913,408
5	Decreases not included in line 2 (itemize) ▶ See Statement 6	5	2,389
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,911,019

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Publicly Traded Securities	P	Various	Various
b			
c			
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 814,416		793,390	21,026
b			
c			
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a			21,026
b			
c			
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	21,026
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 (col (b) divided by col (c))
2012	98,359	1,970,430	0.049918
2011	99,334	1,975,619	0.050280
2010	65,990	1,988,193	0.033191
2009	54,500	1,890,112	0.028834
2008	50,640	1,455,007	0.034804

2 Total of line 1, column (d)	2	0.197027
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	0.039405
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,071,339
5 Multiply line 4 by line 3	5	81,621
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	765
7 Add lines 5 and 6	7	82,386
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	98,200

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	765
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	765
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	765
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	650
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	650
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	115
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
b		X
c		X
d		
e		
2		X
3		X
4a		X
b		
5		X
6		
7	X	
8a		
b	X	
9		X
10		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ Fred Wittlinger 590 Channel Lane Located at ▶ Longboat Key FL ZIP+4 ▶ 34228 Telephone no. ▶ 941-545-5451			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

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

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No **N/A** **5b**

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No **6b** **X**

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
Fred A. Wittlinger 590 Channel Lane Longboat Key FL 34228	Pres/Dir 1.00	0	0	0
Jane C. Wittlinger 590 Channel Lane Longboat Key FL 34228	V. Pres/Dir 1.00	0	0	0
Todd A. Wittlinger 590 Channel Lane Longboat Key FL 34228	Treas/Dir 1.00	0	0	0
Katie J. Riemenschneider 590 Channel Lane Longboat Key FL 34228	Secret/Dir 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		

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		

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	1,968,528
b	Average of monthly cash balances	1b	134,354
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	2,102,882
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	2,102,882
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	31,543
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,071,339
6	Minimum investment return. Enter 5% of line 5	6	103,567

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	103,567
2a	Tax on investment income for 2013 from Part VI, line 5	2a	765
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	765
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	102,802
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	102,802
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	102,802

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	98,200
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	98,200
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	765
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	97,435

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				102,802
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			93,948	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e				
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ <u>98,200</u>				
a Applied to 2012, but not more than line 2a			93,948	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2013 distributable amount				4,252
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount – see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				98,550
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
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)

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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).)

Fred Wittlinger

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.

N/A

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

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Statement 7				98,200
Total			▶ 3a	98,200
b Approved for future payment N/A				
Total			▶ 3b	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description				
	Total	Net Investment	Adjusted Net	Charitable Purpose
Investment Fees	\$ 23,707	\$ 23,707	\$	\$
Total	\$ 23,707	\$ 23,707	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description				
	Total	Net Investment	Adjusted Net	Charitable Purpose
Tax on investment income	\$ 524	\$ 524	\$	\$
State filing fee	420	420		
Total	\$ 944	\$ 944	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description				
	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
See Attached Listing - 690	\$ 686,277	\$ 712,225	Cost	\$ 911,409
See Attached Listing - 597	56,212	29,712	Cost	40,560
Total	\$ 742,489	\$ 741,937		\$ 951,969

Statement 4 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description				
	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
See Attached Listing - 690	\$ 714,507	\$ 708,350	Cost	\$ 698,258
See Attached Listing - 597	50,366	75,416	Cost	61,717
Total	\$ 764,873	\$ 783,766		\$ 759,975

Federal Statements

Statement 5 - Form 990-PF, Part II, Line 13 - Other Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
See Attached Listing-Alternative-690	\$ 225,893	\$ 121,412	Cost	\$ 129,496
See Attached Listing-Real Estate-690	134,757	145,019	Cost	154,225
Total	\$ 360,650	\$ 266,431		\$ 283,721

Statement 6 - Form 990-PF, Part III, Line 5 - Other Decreases

<u>Description</u>	<u>Amount</u>
Adjustment of Tax Cost	\$ 2,389
Total	\$ 2,389

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

<u>Name</u>	<u>Address</u>	<u>Address</u>
<u>Relationship</u>	<u>Status</u>	<u>Purpose</u>
		<u>Amount</u>
All Faith Food Bank		3,000
CASA for Children	Asst Indigent Families	
Concordia University	Child Advocacy	1,200
Fan the Flame	Religious Education	1,000
Immanuel Lutheran	Religious	20,000
Lord of the Valley	Religious Education	20,000
Lutheran Church Missouri Synod	Religious	4,000
Master Builder Program	Religious	1,000
Park Church	Religious Education	2,000
Rays of Hope for Haiti	Religious	1,000
Rebuilding the Breach	Asst Indigent Families	9,000
	Religious	1,000

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

<u>Name</u>	<u>Address</u>	<u>Address</u>
<u>Relationship</u>	<u>Status</u>	<u>Purpose</u>
		<u>Amount</u>
Salvation Army		Asst Indigent Families
		17,000
Shining Stars		Child Advocacy
		5,000
St Armands Key Lutheran Church		Religious
		6,000
St Matthews Church		Religious
		4,000
Wheat Ridge Foundation		Cultural Enhancement & Education
		2,000
Wounded Warrior		Asst Injured Service Members
		1,000
Total		<u>98,200</u>



04-1231

Investment Account 23-23-000-9420597
KIMBERLY FDN CUSTODIAL

12/01/2013 - 12/31/2013

PORTFOLIO POSITIONS

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Fixed Income									
1,000.0000	C P	CTTIGROUP INC PREFERRED CUSIP - 172967366	\$21.240	\$21,240.00	19.3%	\$25,050.00	\$(3,810.00)	\$1,450.00	6.8%
995.0000	JPM P	JPMORGAN CHASE & CO PREFERRED DEPOSITARY SHS REPSTG 1/400TH PFD SER O CUSIP - 48126E750	\$20.570	\$20,457.15	18.6%	\$25,203.35	\$(4,736.20)	\$1,368.13	6.7%
995.0000	PNC P	PNC FINL SVCS GROUP INC DEP SHS REPSTG 1/4000TH PERP PFD SER Q CUSIP - 693475832	\$20.110	\$20,009.45	18.2%	\$25,162.56	\$(5,153.11)	\$1,337.28	6.7%
Fixed Income - Total				\$61,716.60	56.0%	\$75,415.91	\$(13,699.31)	\$4,155.41	6.7%
Equities									
2,000.0000	RRD	DONNELLEY R R & SONS CO CUSIP - 257867101	\$20.280	\$40,560.00	36.8%	\$29,711.50	\$10,848.50	\$2,080.00	5.1%
Equities - Total				\$40,560.00	36.8%	\$29,711.50	\$10,848.50	\$2,080.00	5.1%



04-1231

Investment Account 23-23-000-9300690
KIMBERLY A FOUNDATION CONSOLIDAT

12/01/2013 - 12/31/2013

PORTFOLIO POSITIONS

Quantity	Symbol Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Cash & Equivalents								
50,000.0000	CATERPILLAR FINL SVCS CORP 02/12/09 6.125 02/17/14 CUSIP - 14912L4F5	\$100.701	\$50,350.50	2.5%	\$50,069.50	\$281.00	\$3,062.50	6.1%
48,000	DDR CORP 6.5000% SERIES J CUSIP - 23317H607	\$21.800	\$1,046.40	0.1%	\$1,193.76	\$(147.36)	\$78.00	7.5%
50,000.0000	DEUTSCHE BK AG LONDON SR NT 08/29/07 6.000 09/01/17 CUSIP - 25152CMN3	\$114.217	\$57,108.50	2.9%	\$59,485.00	\$(2,376.50)	\$3,000.00	5.3%
49,0000	EPR PPTYS PFD CUSIP - 26884U406	\$21.190	\$1,038.31	0.1%	\$1,215.20	\$(176.89)	\$81.14	7.8%
50,000.0000	GENERAL ELECTRIC CO 12/06/07 5.250 12/06/17 CUSIP - 369604BC6	\$113.194	\$56,597.00	2.8%	\$56,942.50	\$(345.50)	\$2,625.00	4.6%
850,0000	HUSIP HSBC USA INC-NEW 6.5000% SERIES H PERP/CALL 7/1/2011 @ 25.00	\$24.199	\$20,569.92	1.0%	\$19,429.00	\$1,140.92	\$1,381.25	6.7%

Fixed Income

50,000.0000	CATERPILLAR FINL SVCS CORP 02/12/09 6.125 02/17/14 CUSIP - 14912L4F5	\$100.701	\$50,350.50	2.5%	\$50,069.50	\$281.00	\$3,062.50	6.1%
48,000	DDR CORP 6.5000% SERIES J CUSIP - 23317H607	\$21.800	\$1,046.40	0.1%	\$1,193.76	\$(147.36)	\$78.00	7.5%
50,000.0000	DEUTSCHE BK AG LONDON SR NT 08/29/07 6.000 09/01/17 CUSIP - 25152CMN3	\$114.217	\$57,108.50	2.9%	\$59,485.00	\$(2,376.50)	\$3,000.00	5.3%
49,0000	EPR PPTYS PFD CUSIP - 26884U406	\$21.190	\$1,038.31	0.1%	\$1,215.20	\$(176.89)	\$81.14	7.8%
50,000.0000	GENERAL ELECTRIC CO 12/06/07 5.250 12/06/17 CUSIP - 369604BC6	\$113.194	\$56,597.00	2.8%	\$56,942.50	\$(345.50)	\$2,625.00	4.6%
850,0000	HUSIP HSBC USA INC-NEW 6.5000% SERIES H PERP/CALL 7/1/2011 @ 25.00	\$24.199	\$20,569.92	1.0%	\$19,429.00	\$1,140.92	\$1,381.25	6.7%

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PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
50,000.0000		HEWLETT-PACKARD CO 09/13/10 2.125 09/13/15 CUSIP - 428236BC6	\$101.827	\$50,913.50	2.5%	\$50,432.95	\$480.55	\$1,062.50	2.1%
295.0000	HYG	ISHARES HIGH YIELD CORP BND FND CUSIP - 464288513	\$92.880	\$27,399.60	1.4%	\$24,918.36	\$2,481.24	\$1,671.47	6.1%
2,958.0000	PFF	ISHARES S&P PFD STK INDX FN CUSIP - 464288687	\$36.830	\$108,943.14	5.4%	\$113,685.25	\$(4,742.11)	\$7,193.86	6.6%
541.0000	MGF	MFS GOVT MKTS INCOME TR SH BEN INT CUSIP - 552939100	\$5.730	\$3,099.93	0.2%	\$3,644.23	\$(544.30)	\$245.07	7.9%
25,000.0000		MAY DEPT STORES 12/17/04 5.750 07/15/14 CUSIP - 57778BS1	\$102.676	\$25,669.00	1.3%	\$26,050.00	\$(381.00)	\$1,437.50	5.6%
4,918.8080	OIBYX	OPPENHEIMER INTL BD FD CL Y CUSIP - 68380T509	\$6.080	\$29,906.35	1.5%	\$32,215.44	\$(2,309.09)	\$1,214.95	4.1%
50,000.0000		PHILIP MORRIS INTL INC 05/16/08 5.650 05/16/18 CUSIP - 718172AA7	\$114.852	\$57,426.00	2.9%	\$58,073.55	\$(647.55)	\$2,825.00	4.9%
330.0000	BKLN	POWERSHARES EXCHANGE-TRADED FD TR II SENIOR LN PORT NYSE ARCA INC CUSIP - 73936Q769	\$24.880	\$8,210.40	0.4%	\$8,230.11	\$(19.71)	\$361.35	4.4%
50,000.0000		PRAXAIR INC 03/07/08 4.625 03/30/15 CUSIP - 74005PAR5	\$105.056	\$52,528.00	2.6%	\$55,283.00	\$(2,755.00)	\$2,312.50	4.4%
7,429.4210	PRHYX	T ROWE HIGH YIELD FD-INV CUSIP - 741481105	\$7.150	\$53,120.36	2.7%	\$50,000.00	\$3,120.36	\$3,246.66	6.1%
22.0000	SBRAP	SABRA HEALTH CARE REIT INC PFD SER A 7.125%	\$23.750	\$522.50	0.0%	\$545.60	\$(23.10)	\$39.18	7.5%



PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Fixed Income									
		CUSIP - 785731L205							
54.0000	SNHN	SENIOR HOUSING PROPERTIES TRUST 07/20/12 5.625 08/01/42 CUSIP - 81721M208	\$20.270	\$1,094.58	0.1%	\$1,347.30	\$(252.72)	\$75.92	6.9%
4,825.6940	TGEIX	TCW FDS INC EMERGING MKTS INCOME FD CL I CUSIP - 87234N765	\$8.400	\$40,535.83	2.0%	\$42,716.33	\$(2,180.50)	\$2,364.59	5.8%
50,000.0000		TOTAL CAPITAL SA 10/02/09 3.125 10/02/15 CUSIP - 89152JAA0	\$104.357	\$52,178.50	2.6%	\$52,872.63	\$(694.13)	\$1,562.50	3.0%
Fixed Income - Total				\$698,258.32	34.9%	\$708,349.71	\$(10,091.39)	\$35,840.94	5.1%

Equities

444.0000	AYR	AIRCATTLE LTD ADR CUSIP - G0129K104	\$19.160	\$8,507.04	0.4%	\$6,999.07	\$1,507.97	\$355.20	4.2%
130.0000	ETN	EATON CORP PLC SHS CUSIP - G29183103	\$76.120	\$9,895.60	0.5%	\$7,414.71	\$2,480.89	\$218.40	2.2%
58.0000	ENH	ENDURANCE SPECIALTY HOLDING CUSIP - G30397106	\$58.670	\$3,402.86	0.2%	\$2,273.27	\$1,129.59	\$74.24	2.2%
161.0000	MRH	MONTPELIER RE HOLDINGS LTD CUSIP - G62185106	\$29.100	\$4,685.10	0.2%	\$3,469.74	\$1,215.36	\$80.50	1.7%
56.0000	STX	SEAGATE TECHNOLOGY PLC SHS CUSIP - G7945M107	\$56.160	\$3,144.96	0.2%	\$1,768.76	\$1,376.20	\$96.32	3.1%
9.0000	WTM	WHITE MOUNTAINS INS GRP COM CUSIP - G9618E107	\$603.080	\$5,427.72	0.3%	\$4,738.20	\$689.52	\$9.00	0.2%
418.0000	BLX	BANCO LATINOAMERICAN DE COMERCIO EXTERIOR SA CUSIP - P16994132	\$28.020	\$11,712.36	0.6%	\$7,433.87	\$4,278.49	\$585.20	5.0%

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KIMBERLY A FOUNDATION CONSOLIDAT

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PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
244.0000	T	AT&T INC CUSIP - 00206R102	\$35.160	\$8,579.04	0.4%	\$7,599.96	\$979.08	\$448.96	5.2%
57.0000	ABBV	ABBVIE INC CUSIP - 00287Y109	\$52.810	\$3,010.17	0.2%	\$2,181.99	\$828.18	\$91.20	3.0%
153.0000	ADVS	ADVENT SOFTWARE INC CUSIP - 007974108	\$34.952	\$5,347.66	0.3%	\$3,679.26	\$1,668.40		
154.0000	ALB	ALBEMARLE CORP CUSIP - 012653101	\$63.390	\$9,762.06	0.5%	\$8,640.43	\$1,121.63	\$147.84	1.5%
5.0000	Y	ALLEGHANY CORP DEL COM CUSIP - 017175100	\$399.960	\$1,999.80	0.1%	\$1,684.27	\$315.53		
12.0000	ADS	ALLIANCE DATA SYS CUSIP - 018581108	\$262.930	\$3,155.16	0.2%	\$1,836.65	\$1,318.51		
44.0000	ATK	ALLIANT TECHSYSTEMS INC CUSIP - 018804104	\$121.680	\$5,353.92	0.3%	\$4,438.16	\$915.76	\$45.76	0.9%
51.0000	ALL	ALLSTATE CORP CUSIP - 020002101	\$54.540	\$2,781.54	0.1%	\$2,781.44	\$0.10	\$51.00	1.8%
184.0000	AEO	AMERICAN EAGLE OUTFITTERS INC NEW COM CUSIP - 02553E106	\$14.400	\$2,649.60	0.1%	\$4,082.96	\$(1,433.36)	\$92.00	3.5%
33.0000	AMT	AMERICAN TOWER CORP CUSIP - 03027X100	\$79.820	\$2,634.06	0.1%	\$2,749.08	\$(115.02)	\$38.28	1.5%
23.0000	AMGN	AMGEN INC CUSIP - 031162100	\$114.080	\$2,623.84	0.1%	\$1,987.89	\$635.95	\$56.12	2.1%
5.0000	AAPL	APPLE INC CUSIP - 037833100	\$561.020	\$2,805.10	0.1%	\$1,449.85	\$1,355.25	\$61.00	2.2%
256.0000	ATW	ATWOOD OCEANICS INC CUSIP - 050095108	\$53.390	\$13,667.84	0.7%	\$10,868.49	\$2,799.35		

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PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
63.0000	AVT	AVNET INC CUSIP - 053807103	\$44.110	\$2,778.93	0.1%	\$2,490.30	\$288.63	\$37.80	1.4%
85.0000	BBT	B B & T CORPORATION COM CUSIP - 054937107	\$37.320	\$3,172.20	0.2%	\$2,638.66	\$533.54	\$78.20	2.5%
34.0000	BANF	BANCFIRST CORP COMMON CUSIP - 05945F103	\$56.060	\$1,906.04	0.1%	\$1,391.28	\$514.76	\$42.16	2.2%
144.0000	BHE	BENCHMARK ELECTRS INC CUSIP - 08160H101	\$23.080	\$3,323.52	0.2%	\$2,380.30	\$943.22		
135.0000	BRLI	BIO-REFERENCE LABS INC COM PAR \$0.01 NEW CUSIP - 09057G602	\$25.540	\$3,447.90	0.2%	\$2,927.70	\$520.20		
21.0000	BA	BOEING CO CUSIP - 097023105	\$136.490	\$2,866.29	0.1%	\$2,049.74	\$816.55	\$61.32	2.1%
32.0000	CI	CIGNA CORP CUSIP - 125509109	\$87.480	\$2,799.36	0.1%	\$1,879.09	\$920.27	\$1.28	
86.0000	CMS	CMS ENERGY CORP CUSIP - 125896100	\$26.770	\$2,302.22	0.1%	\$2,264.81	\$37.41	\$87.72	3.8%
46.0000	CVS	CVS/CAREMARK CORPORATION CUSIP - 126650100	\$71.570	\$3,292.22	0.2%	\$2,362.52	\$929.70	\$50.60	1.5%
84.0000	CA	CA INC CUSIP - 12673P105	\$33.650	\$2,826.60	0.1%	\$2,473.21	\$353.39	\$84.00	3.0%
176.0000	CAB	CABELAS INC CUSIP - 126804301	\$66.660	\$11,732.16	0.6%	\$8,426.69	\$3,305.47		
233.0000	CCC	CALGON CARBON CORP COM CUSIP - 129603106	\$20.570	\$4,792.81	0.2%	\$3,353.53	\$1,439.28		



PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
49.0000	GTLS	CHART INDUSTRIES INC CUSIP - 16115Q308	\$95.640	\$4,686.36	0.2%	\$1,394.53	\$3,291.83		
62.0000	CAKE	CHEESECAKE FACTORY INC CUSIP - 163072101	\$48.270	\$2,992.74	0.1%	\$2,651.80	\$340.94	\$34.72	1.2%
21.0000	CVX	CHEVRON CORPORATION CUSIP - 166764100	\$124.910	\$2,623.11	0.1%	\$2,433.13	\$189.98	\$84.00	3.2%
125.0000	EEB	CLAYMORE/BNY BRIC ETF CUSIP - 18383M100	\$34.650	\$4,331.25	0.2%	\$5,229.69	\$(898.44)	\$107.75	2.5%
68.0000	COLM	COLUMBIA SPORTSWEAR CO CUSIP - 198516106	\$78.750	\$5,355.00	0.3%	\$3,606.61	\$1,748.39	\$68.00	1.3%
65.0000	CMCSA	COMCAST CORP CL A CUSIP - 20030N101	\$51.965	\$3,377.73	0.2%	\$3,224.14	\$153.59	\$50.70	1.5%
41.0000	COP	CONOCOPHILLIPS CUSIP - 20825C104	\$70.650	\$2,896.65	0.1%	\$2,378.62	\$518.03	\$113.16	3.9%
260.0000	CXW	CORRECTIONS CORP AMER NEW CUSIP - 22025Y407	\$32.070	\$8,338.20	0.4%	\$8,817.60	\$(479.40)	\$499.20	6.0%
112.0000	DECK	DECKERS OUTDOOR CORP CUSIP - 243537107	\$84.460	\$9,459.52	0.5%	\$6,875.08	\$2,584.44		
98.0000	DAL	DELTA AIR LINES INC CUSIP - 247361702	\$27.470	\$2,692.06	0.1%	\$1,330.70	\$1,361.36	\$23.52	0.9%
56.0000	DFS	DISCOVER FINANCIAL SERVICES CUSIP - 254709108	\$55.950	\$3,133.20	0.2%	\$2,228.45	\$904.75	\$44.80	1.4%
31.0000	DOV	DOVER CORP COM CUSIP - 260003108	\$96.540	\$2,992.74	0.1%	\$2,269.98	\$722.76	\$46.50	1.6%
139.0000	DD	DU PONT E I DE NEMOURS & CO CUSIP - 263534109	\$64.970	\$9,030.83	0.5%	\$6,169.46	\$2,861.37	\$250.20	2.8%
36.0000	EMN	EASTMAN CHEM CO	\$80.700	\$2,905.20	0.1%	\$2,589.99	\$315.21	\$50.40	1.7%



PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
		COM							
		CUSIP - 277432100							
255.0000	EV	EATON VANCE CORP COM NON VTG CUSIP - 278265103	\$42.790	\$10,911.45	0.5%	\$7,023.56	\$3,887.89	\$224.40	2.1%
448.0000	ETW	EATON VANCE TAX MAN GBLB BR CUSIP - 27829C105	\$12.100	\$5,420.80	0.3%	\$4,715.28	\$705.52	\$523.26	9.7%
22.0000	ENR	ENERGIZER HLDGS INC CUSIP - 29266R108	\$108.240	\$2,381.28	0.1%	\$1,510.03	\$871.25	\$44.00	1.8%
27.0000	XOM	EXXON MOBIL CORP CUSIP - 30231G102	\$101.200	\$2,732.40	0.1%	\$2,208.32	\$524.08	\$68.04	2.5%
110.0000	FWRD	FORWARD AIR CORP CUSIP - 349853101	\$43.910	\$4,830.10	0.2%	\$3,040.40	\$1,789.70	\$44.00	0.9%
14.0000	FSYS	FUEL SYSTEMS SOLUTIONS INC CUSIP - 35952W103	\$13.870	\$194.18	0.0%	\$487.48	\$(293.30)		
178.0000	GMT	GATX CORP COM CUSIP - 361448103	\$52.170	\$9,286.26	0.5%	\$6,144.00	\$3,142.26	\$220.72	2.4%
409.0000	GCI	GANNETT INC COM CUSIP - 364730101	\$29.580	\$12,098.22	0.6%	\$8,107.78	\$3,990.44	\$327.20	2.7%
339.0000	GE	GENERAL ELECTRIC CO CUSIP - 369604103	\$28.030	\$9,502.17	0.5%	\$7,789.18	\$1,712.99	\$298.32	3.1%
123.0000	GPC	GENUINE PARTS CO COM CUSIP - 372460105	\$83.190	\$10,232.37	0.5%	\$6,124.20	\$4,108.17	\$264.45	2.6%
56.0000	HAL	HALLIBURTON CO CUSIP - 406216101	\$50.750	\$2,842.00	0.1%	\$2,538.00	\$304.00	\$33.60	1.2%
74.0000	HBHC	HANCOCK HLDG CO	\$36.680	\$2,714.32	0.1%	\$1,639.31	\$1,075.01	\$71.04	2.6%



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PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
CUSIP - 410120109									
48.0000	HBI	HANESBRANDS INC. CUSIP - 410345102	\$70.270	\$3,372.96	0.2%	\$2,393.12	\$979.84	\$38.40	1.1%
73.0000	HGR	HANGER INC. CUSIP - 41043F208	\$39.340	\$2,871.82	0.1%	\$2,873.49	\$(1.67)		
1,426.0990	HAINX	HARBOR INTERNATIONAL INST CUSIP - 411511306	\$71.010	\$101,267.29	5.1%	\$80,000.00	\$21,267.29	\$2,132.02	2.1%
306.0000	HLT	HARMONIC INC COM CUSIP - 413160102	\$7.380	\$2,258.28	0.1%	\$2,071.59	\$186.69		
554.0000	HL	HECLA MING CO COM CUSIP - 422704106	\$3.080	\$1,706.32	0.1%	\$3,350.73	\$(1,644.41)	\$5.54	0.3%
37.0000	HP	HELMERICH & PAYNE INC COM CUSIP - 423452101	\$84.080	\$3,110.96	0.2%	\$2,415.56	\$695.40	\$92.50	3.0%
518.0000	HTGC	HERCULES TECHNOLOGY GROWTH CUSIP - 427096508	\$16.400	\$8,495.20	0.4%	\$5,235.62	\$3,259.58	\$642.32	7.6%
153.0000	HON	HONEYWELL INTL INC CUSIP - 438516106	\$91.370	\$13,979.61	0.7%	\$9,229.78	\$4,749.83	\$275.40	2.0%
232.0000	XXIA	IXIA CUSIP - 45071R109	\$13.310	\$3,087.92	0.2%	\$3,078.03	\$9.89		
91.0000	IPXL	IMPAX LABORATORIES INC COMMON CUSIP - 45256B101	\$25.140	\$2,287.74	0.1%	\$1,942.29	\$345.45		
119.0000	INTC	INTEL CORP CUSIP - 458140100	\$25.955	\$3,088.65	0.2%	\$2,820.03	\$268.62	\$107.10	3.5%
14.0000	IBM	INTERNATIONAL BUSINESS MACHS	\$187.570	\$2,625.98	0.1%	\$1,912.95	\$713.03	\$53.20	2.0%

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PORTFOLIO POSITIONS

(continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities									
		CUSIP - 459200101							
57.0000	IP	INTERNATIONAL PAPER CO CUSIP - 460146103	\$49.030	\$2,794.71	0.1%	\$2,433.29	\$361.42	\$79.80	2.9%
75.0000	EWZ	I SHARES MSCI BRAZIL CAPPED ETF BE+ # CUSIP - 464286400	\$44.680	\$3,351.00	0.2%	\$5,325.72	\$(1,974.72)	\$108.08	3.2%
125.0000	FXI	ISHARES CHINA LARGE-CAP ETF CUSIP - 464287184	\$38.370	\$4,796.25	0.2%	\$5,211.13	\$(414.88)	\$126.63	2.6%
48.0000	ITRI	ITRON INC COM CUSIP - 465741106	\$41.430	\$1,988.64	0.1%	\$2,780.16	\$(791.52)		
48.0000	JPM	JP MORGAN CHASE & CO CUSIP - 46625H100	\$58.480	\$2,807.04	0.1%	\$2,066.14	\$740.90	\$72.96	2.6%
29.0000	JNJ	JOHNSON & JOHNSON CUSIP - 478160104	\$91.590	\$2,656.11	0.1%	\$2,464.70	\$191.41	\$76.56	2.9%
65.0000	JCI	JOHNSON CTLS INC CUSIP - 478366107	\$51.300	\$3,334.50	0.2%	\$2,696.79	\$637.71	\$57.20	1.7%
22.0000	KLAC	KLA TENCOR CORP COM CUSIP - 482480100	\$64.460	\$1,418.12	0.1%	\$1,201.14	\$216.98	\$39.60	2.8%
77.0000	KAMN	KAMAN CORP CUSIP - 483548103	\$39.730	\$3,059.21	0.2%	\$2,525.27	\$533.94	\$49.28	1.6%
32.0000	KMB	KIMBERLY CLARK CORP CUSIP - 494368103	\$104.460	\$3,342.72	0.2%	\$2,999.95	\$342.77	\$103.68	3.1%
54.0000	KRFT	KRAFT FOODS GROUP INC CUSIP - 50076Q106	\$53.910	\$2,911.14	0.1%	\$1,965.16	\$945.98	\$113.40	3.9%
70.0000	KR	KROGER CO CUSIP - 501044101	\$39.530	\$2,767.10	0.1%	\$2,008.65	\$758.45	\$46.20	1.7%



PORTFOLIO POSITIONS

(continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
84.0000	LKFN	LAKELAND FINL CORP CUSIP - 511656100	\$39.000	\$3,276.00	0.2%	\$1,736.28	\$1,539.72	\$63.84	1.9%
55.0000	LNC	LINCOLN NATL CORP IND CUSIP - 534187109	\$51.620	\$2,839.10	0.1%	\$2,419.39	\$419.71	\$35.20	1.2%
62.0000	LNIN	LINDSAY CORP CUSIP - 535555106	\$82.750	\$5,130.50	0.3%	\$3,673.09	\$1,457.41	\$32.24	0.6%
60.0000	LO	LORILLARD INC CUSIP - 544147101	\$50.680	\$3,040.80	0.2%	\$2,618.48	\$422.32	\$132.00	4.3%
484.0000	MBI	MBIA INC CUSIP - 55262C100	\$11.940	\$5,778.96	0.3%	\$5,312.39	\$466.57	\$59.40	4.0%
110.0000	MVC	MVC CAPITAL INC CUSIP - 553829102	\$13.500	\$1,485.00	0.1%	\$1,355.34	\$129.66	\$59.40	4.0%
78.0000	SHOO	MADDEN STEVEN LTD COM	\$36.590	\$2,854.02	0.1%	\$2,309.12	\$544.90		
38.0000	MGA	MAGNA INTL INC SEDOL 2554475 ISIN CA5592224011 CUSIP - 559222401	\$82.060	\$3,118.28	0.2%	\$2,139.65	\$978.63	\$48.64	1.6%
33.0000	MLM	MARTIN MARIETTA MATLS INC COM	\$99.940	\$3,298.02	0.2%	\$2,515.44	\$782.58	\$52.80	1.6%
155.0000	MATX	MATSON INC CUSIP - 57686G105	\$26.110	\$4,047.05	0.2%	\$3,528.35	\$518.70	\$99.20	2.5%
18.0000	MCK	MCKESSON CORPORATION COM STK CUSIP - 58155Q103	\$161.400	\$2,905.20	0.1%	\$2,974.78	\$(69.58)	\$17.28	0.6%
53.0000	MET	METLIFE INC CUSIP - 59156R108	\$53.920	\$2,857.76	0.1%	\$2,311.48	\$546.28	\$58.30	2.0%

(continued)



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PORTFOLIO POSITIONS (continued)									
Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
210.0000	MCRL	MICREL INC CUSIP - 594793101	\$9.870	\$2,072.70	0.1%	\$2,089.86	\$(17.16)	\$42.00	2.0%
307.0000	MCHP	MICROCHIP TECHNOLOGY INC COM CUSIP - 595017104	\$44.750	\$13,738.25	0.7%	\$10,260.98	\$3,477.27	\$435.33	3.2%
66.0000	MYL	MYLAN INC. CUSIP - 628530107	\$43.400	\$2,864.40	0.1%	\$1,903.77	\$960.63		
215.0000	MYGN	MYRJAD GENETICS INC COM CUSIP - 62855J104	\$20.980	\$4,510.70	0.2%	\$5,263.89	\$(753.19)		
56.0000	NAVG	NAVIGATORS GROUP INC COM CUSIP - 638904102	\$63.160	\$3,536.96	0.2%	\$2,753.52	\$783.44		
37.0000	NEU	NEWMARKET CORP CUSIP - 651587107	\$334.150	\$12,363.55	0.6%	\$9,115.80	\$3,247.75	\$162.80	1.3%
31.0000	NEE	NEXTERA ENERGY INC CUSIP - 65339F101	\$85.620	\$2,654.22	0.1%	\$2,254.48	\$399.74	\$81.84	3.1%
77.0000	NUS	NU SKIN ENTERPRISES INC CL A COM CUSIP - 67018T105	\$138.220	\$10,642.94	0.5%	\$3,172.29	\$7,470.65	\$92.40	0.9%
243.0000	ODFL	OLD DOMINION FIGHT LINE INC CUSIP - 679580100	\$53.020	\$12,883.86	0.6%	\$7,176.30	\$5,707.56		
500.0000	OLN	OLIN CORP COM PAR \$1 CUSIP - 680665205	\$28.850	\$14,425.00	0.7%	\$9,656.28	\$4,768.72	\$400.00	2.8%
52.0000	OCR	OMNICARE INC COM CUSIP - 681904108	\$60.360	\$3,138.72	0.2%	\$2,460.07	\$678.65	\$41.60	1.3%
106.0000	OVTI	OMNIVISION TECHNOLOGIES INC	\$17.200	\$1,823.20	0.1%	\$3,277.18	\$(1,453.98)		



PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
		CUSIP - 682128103							
81.0000	ORCL	ORACLE CORPORATION	\$38.260	\$3,099.06	0.2%	\$2,197.08	\$901.98	\$38.88	1.3%
		CUSIP - 68389X105							
1,955.8360	ODVX	OPPENHEIMER DVLPNG MKTS-Y	\$37.560	\$73,461.20	3.7%	\$65,000.00	\$8,461.20	\$318.80	0.4%
		CUSIP - 683974505							
65.0000	OUTR	OUTERWALL INC	\$67.270	\$4,372.55	0.2%	\$3,291.44	\$1,081.11		
		CUSIP - 690070107							
409.0000	PFE	PFIZER INC	\$30.630	\$12,527.67	0.6%	\$7,406.40	\$5,121.27	\$425.36	3.4%
		CUSIP - 717081103							
108.0000	PRAA	PORTFOLIO RECOVERY ASSOCS INC	\$52.840	\$5,706.72	0.3%	\$2,337.12	\$3,369.60		
		CUSIP - 73640Q105							
172.0000	PBH	PRESTIGE BRANDS HILDGS INC	\$35.800	\$6,157.60	0.3%	\$2,065.70	\$4,091.90		
		CUSIP - 74112D101							
102.0000	PSMT	PRICESMART INC	\$115.540	\$11,785.08	0.6%	\$7,402.23	\$4,382.85	\$61.20	0.5%
		CUSIP - 741511109							
36.0000	QCOM	QUALCOMM INC	\$74.250	\$2,673.00	0.1%	\$2,105.27	\$567.73	\$50.40	1.9%
		COM							
		CUSIP - 747525103							
33.0000	RTN	RAYTHEON CO	\$90.700	\$2,993.10	0.1%	\$2,942.17	\$50.93	\$72.60	2.4%
		CUSIP - 755111507							
110.0000	RBA	RITCHIE BROS AUCTIONEERS INC	\$22.930	\$2,522.30	0.1%	\$2,200.83	\$321.47	\$57.20	2.3%
		CUSIP - 767744105							
33.0000	SM	SM ENERGY CO	\$83.110	\$2,742.63	0.1%	\$2,540.54	\$202.09	\$3.30	0.1%
		CUSIP - 78454L100							
52.0000	SCHN	SCHNITZER STEEL INDS INC	\$32.670	\$1,698.84	0.1%	\$2,835.07	\$(1,136.23)	\$39.00	2.3%
		CL A							
		CUSIP - 806882106							
150.0000	SMTC	SEMTECH CORP	\$25.280	\$3,792.00	0.2%	\$3,511.48	\$280.52		



PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
		COM							
		CUSIP - 816850101							
539.0000	SCI	SERVICE CORP INTL COM	\$18.130	\$9,772.07	0.5%	\$7,023.92	\$2,748.15	\$150.92	1.5%
		CUSIP - 817565104							
41.0000	STT	STATE STREET CORP CUSIP - 857477103	\$73.390	\$3,008.99	0.2%	\$2,639.89	\$369.10	\$42.64	1.4%
		CUSIP - 864159108							
101.0000	RGR	STURM RUGER & CO INC COM	\$73.090	\$7,382.09	0.4%	\$5,155.07	\$2,227.02	\$234.32	3.2%
		CUSIP - 866942105							
95.0000	SNHY	SUN HYDRAULICS CORP CUSIP - 866942105	\$40.830	\$3,878.85	0.2%	\$2,034.63	\$1,844.22	\$34.20	0.9%
		CUSIP - 868157108							
86.0000	SPN	SUPERIOR ENERGY SVCS INC CUSIP - 868157108	\$26.610	\$2,288.46	0.1%	\$2,696.09	\$(407.63)	\$27.52	1.2%
		COMMON							
115.0000	SYNA	SYNAPTICS INC COMMON	\$51.810	\$5,958.15	0.3%	\$3,037.42	\$2,920.73		
		CUSIP - 87157D109							
254.0000	TTMI	TTM TECHNOLOGIES INC COMMON	\$8.580	\$2,179.32	0.1%	\$3,368.02	\$(1,188.70)		
		CUSIP - 87305R109							
21.0000	TRC X	TEJON RANCH CO WTS EXP 08/31/16 CUSIP - 879080133	\$5.489	\$115.27	0.0%	\$0.99	\$114.28		
		TEMPLETON FRONTIER MARKETS GLOBAL INVT TR CUSIP - 88019R641	\$18.280	\$16,419.17	0.8%	\$15,000.00	\$1,419.17	\$325.15	2.0%
166.0000	TPX	TEMPUR SEALY INTERNATIONAL, INC. CUSIP - 88023U101	\$53.960	\$8,957.36	0.4%	\$6,796.74	\$2,160.62		
		COM NEW							
204.0000	THC	TENET HEALTHCARE CORP COM NEW CUSIP - 88033G407	\$42.120	\$8,592.48	0.4%	\$4,291.92	\$4,300.56		

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Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
48.0000	THOR	THORATEC LABS CUSIP - 885175307	\$36.600	\$1,756.80	0.1%	\$1,244.63	\$512.17		
123.0000	TTC	TORO CO COM CUSIP - 891092108	\$63.600	\$7,822.80	0.4%	\$3,678.98	\$4,143.82	\$98.40	1.3%
183.0000	TG	TREDEGAR CORPORATION COM CUSIP - 894650100	\$28.810	\$5,272.23	0.3%	\$2,963.32	\$2,308.91	\$51.24	1.0%
988.0000	AMU	ALERIAN MLP ETN UBS AG LONDON ETF CUSIP - 902678682	\$29.110	\$28,760.68	1.4%	\$27,361.08	\$1,399.60	\$1,450.38	5.0%
17.0000	UNP	UNION PAC CORP CUSIP - 907818108	\$168.000	\$2,856.00	0.1%	\$1,349.08	\$1,506.92	\$53.72	1.9%
88.0000	UNFI	UNITED NAT FOODS INC CUSIP - 911163103	\$75.390	\$6,634.32	0.3%	\$3,236.63	\$3,397.69		
25.0000	UTX	UNITED TECHNOLOGIES CORP CUSIP - 913017109	\$113.800	\$2,845.00	0.1%	\$2,253.93	\$591.07	\$59.00	2.1%
160.0000	WOOF	VCA ANTECH INC COMMON CUSIP - 918194101	\$31.360	\$5,017.60	0.3%	\$3,385.57	\$1,632.03		
156.0000	VCLK	VALUECLICK INC CUSIP - 92046N102	\$23.370	\$3,645.72	0.2%	\$2,513.56	\$1,132.16		
375.0000	VVO	VANGUARD FTSE EMERGING MARKETS ETF CUSIP - 922042858	\$41.140	\$15,427.50	0.8%	\$15,224.63	\$202.87	\$421.88	2.7%
95.0000	VRA	VERA BRADLEY INC CUSIP - 92335C106	\$24.040	\$2,283.80	0.1%	\$2,475.34	\$(191.54)		
43.0000	VZ	VERIZON COMMUNICATIONS CUSIP - 92343V104	\$49.140	\$2,113.02	0.1%	\$1,946.40	\$166.62	\$91.16	4.3%

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PORTFOLIO POSITIONS

(continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield			
72.0000	VRNT	VERINT SYS INC CUSIP - 92343X100	\$42.940	\$3,091.68	0.2%	\$2,550.34	\$541.34					
33.0000	VTAB	VIACOM INC-B CUSIP - 92553P201	\$87.340	\$2,882.22	0.1%	\$2,826.04	\$56.18	\$39.60	1.4%			
40.0000	WMT	WAL-MART STORES INC CUSIP - 931142103	\$78.690	\$3,147.60	0.2%	\$2,831.73	\$315.87	\$75.20	2.4%			
62.0000	WFC	WELLS FARGO & COMPANY CUSIP - 949746101	\$45.400	\$2,814.80	0.1%	\$1,823.79	\$991.01	\$74.40	2.6%			
119.0000	WY	WEYERHAEUSER CO COM CUSIP - 962166104	\$31.570	\$3,756.83	0.2%	\$3,320.61	\$436.22	\$104.72	2.8%			
21.0000	WHR	WHIRLPOOL CORP COM CUSIP - 963320106	\$156.860	\$3,294.06	0.2%	\$2,356.00	\$938.06	\$52.50	1.6%			
67.0000	INT	WORLD FUEL SVCS CORP CUSIP - 981475106	\$43.160	\$2,891.72	0.1%	\$2,480.37	\$411.35	\$10.05	0.3%			
Equities - Total							\$911,408.62	45.5%	\$712,224.75	\$199,183.87	\$16,924.56	1.9%

Alternative Strategies

1,378.9300	MFLDX	MAINSTAY FDS TR MARKETFIELD FD CL I CUSIP - 56064B852	\$18.520	\$25,537.78	1.3%	\$25,000.00	\$537.78	\$2.76				
572.0000	TYG	TORTOISE ENERGY INFRASTRUCTURE CORP CUSIP - 89147L100	\$47.670	\$27,267.24	1.4%	\$21,733.09	\$5,534.15	\$1,315.60	4.8%			
1,945.0000	MILPI	UBS E-TRACS ALERIAN MLP INFRASTR ETF CUSIP - 902641646	\$39.430	\$76,691.35	3.8%	\$74,678.50	\$2,012.85	\$3,530.18	4.6%			
Alternative Strategies - Total							\$129,496.37	6.5%	\$121,411.59	\$8,084.78	\$4,848.54	3.7%



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PORTFOLIO POSITIONS
(continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
153.0000	ALEX	ALEXANDER & BALDWIN INC NEW CUSIP - 014491104	\$41.730	\$6,384.69	0.3%	\$4,536.05	\$1,848.64	\$24.48	0.4%
17.0000	ARE	ALEXANDRIA REAL ESTATE EQUITIES INC CUSIP - 015271109	\$63.620	\$1,081.54	0.1%	\$1,226.55	\$(145.01)	\$46.24	4.3%
88.0000	ACC	AMERICAN CAMPUS CMNTYS INC CUSIP - 024835100	\$32.210	\$2,834.48	0.1%	\$3,704.71	\$(870.23)	\$126.72	4.5%
16.0000	BXP	BOSTON PPTYS INC CUSIP - 101121101	\$100.370	\$1,605.92	0.1%	\$1,635.93	\$(30.01)	\$41.60	2.6%
108.0000	DDR	DDR CORP CUSIP - 23317H102	\$15.370	\$1,659.96	0.1%	\$1,466.98	\$192.98	\$58.32	3.5%
120.0000	DLR	DIGITAL RLTY TR INC CUSIP - 253868103	\$49.120	\$5,894.40	0.3%	\$7,029.42	\$(1,135.02)	\$374.40	6.4%
186.0000	EPR	EPR PPTYS COM SH BEN INT CUSIP - 26884U109	\$49.160	\$9,143.76	0.5%	\$9,388.42	\$(244.66)	\$587.76	6.4%
88.0000	ELS	EQUITY LIFESTYLE PPTYS INC CUSIP - 29472R108	\$36.230	\$3,188.24	0.2%	\$3,461.02	\$(272.78)	\$88.00	2.8%
66.0000	EQR	EQUITY RESIDENTIAL COM CUSIP - 29476L107	\$51.870	\$3,423.42	0.2%	\$3,626.83	\$(203.41)	\$171.60	5.0%
21.0000	ESS	ESSEX PPTY TR INC CUSIP - 297178105	\$143.510	\$3,013.71	0.2%	\$3,400.52	\$(386.81)	\$101.64	3.4%
69.0000	EXR	EXTRA SPACE STORAGE INC CUSIP - 30225T102	\$42.130	\$2,906.97	0.1%	\$2,134.82	\$772.15	\$110.40	3.8%
22.0000	FRT	FEDERAL RLTY INVT TR SH BEN INT NEW CUSIP - 313747206	\$101.410	\$2,231.02	0.1%	\$2,123.88	\$107.14	\$68.64	3.1%
403.0000	FR	FIRST INDL RLTY TR INC	\$17.450	\$7,032.35	0.4%	\$5,844.37	\$1,187.98	\$137.02	1.9%



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KIMBERLY A FOUNDATION CONSOLIDAT

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PORTFOLIO POSITIONS

(continued)
(continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
114.0000	HTS	HATTERAS FINL CORP CUSIP - 41902R103	\$16.340	\$1,862.76	0.1%	\$3,307.41	\$(1,444.65)	\$228.00	12.2%
69.0000	HR	HEALTHCARE REALTY TRUST INC CUSIP - 421946104	\$21.310	\$1,470.39	0.1%	\$1,604.81	\$(134.42)	\$82.80	5.6%
37.0000	HCN	HEALTH CARE REIT INC COM CUSIP - 42217K106	\$53.570	\$1,982.09	0.1%	\$2,475.71	\$(493.62)	\$113.22	5.7%
314.0000	HPT	HOSPITALITY PPTYS TR COM SH BEN INT CUSIP - 44106M102	\$27.030	\$8,487.42	0.4%	\$7,120.78	\$1,366.64	\$602.88	7.1%
268.0000	IVR	INVESCO MORTGAGE CAPITAL INC CUSIP - 46131B100	\$14.680	\$3,934.24	0.2%	\$5,393.63	\$(1,459.39)	\$536.00	13.6%
329.0000	IFAS	ISHARES FTSE EPRA/NAREIT ASIA IX CUSIP - 464288463	\$32.104	\$10,562.22	0.5%	\$9,668.36	\$893.86	\$637.60	6.0%
226.0000	IFEU	ISHARES FTSE EPRA/NAREIT EUROPE CUSIP - 464288471	\$34.610	\$7,821.86	0.4%	\$6,153.98	\$1,667.88	\$249.28	3.2%
168.0000	LTC	LTC PPTYS INC COM CUSIP - 502175102	\$35.390	\$5,945.52	0.3%	\$4,464.78	\$1,480.74	\$342.72	5.8%
154.0000	NHI	NATIONAL HEALTH INVS INC COM CUSIP - 63633D104	\$56.100	\$8,639.40	0.4%	\$6,989.70	\$1,649.70	\$452.76	5.2%
423.0000	NRZ	NEW RESIDENTIAL INVT CORP CUSIP - 64828T102	\$6.680	\$2,825.64	0.1%	\$2,848.91	\$(23.27)	\$296.10	10.5%
423.0000	NCT	NEWCASTLE INVESTMENT CORP COMMON CUSIP - 65105M108	\$5.740	\$2,428.02	0.1%	\$5,213.31	\$(2,785.29)	\$169.20	7.0%
479.0000	OHI	OMEGA HEALTHCARE INVS INC	\$29.800	\$14,274.20	0.7%	\$9,069.04	\$5,205.16	\$919.68	6.4%

Investment Account 23-23-000-9300690



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 KIMBERLY A FOUNDATION CONSOLIDAT

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PORTFOLIO POSITIONS (continued)										
Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield	
Real Estate Investments										
		COM								
		CUSIP - 681936100								
213.0000	PMT	PENNYMAC MTG INVT TR CUSIP - 70931T103	\$22.960	\$4,890.48	0.2%	\$5,106.78	\$(216.30)	\$502.68	10.3%	
33.0000	PPS	POST PPTYS INC COM CUSIP - 737464107	\$45.230	\$1,492.59	0.1%	\$1,610.03	\$(117.44)	\$43.56	2.9%	
82.0000	PLD	PROLOGIS INC CUSIP - 74340W103	\$36.950	\$3,029.90	0.2%	\$2,672.86	\$357.04	\$91.84	3.0%	
118.0000	O	REALTY INCOME CORP COM CUSIP - 756109104	\$37.330	\$4,404.94	0.2%	\$3,911.01	\$493.93	\$257.95	5.9%	
38.0000	SPG	SIMON PPTY GROUP INC NEW CUSIP - 828806109	\$152.160	\$5,782.08	0.3%	\$5,242.48	\$539.60	\$182.40	3.2%	
80.0000	STAG	STAG INDL INC CUSIP - 85254J102	\$20.390	\$1,631.20	0.1%	\$1,695.80	\$(64.60)	\$100.80	6.2%	
108.0000	STWD	STARWOOD PPTY TR INC CUSIP - 85571B105	\$27.700	\$2,991.60	0.1%	\$2,449.94	\$541.66	\$198.72	6.6%	
143.0000	TRC	TEJON RANCH CO COM CUSIP - 879080109	\$36.760	\$5,256.68	0.3%	\$3,992.65	\$1,264.03			
33.0000	VTR	VENTAS INC COM CUSIP - 92276F100	\$57.280	\$1,890.24	0.1%	\$1,870.77	\$19.47	\$95.70	5.1%	
81.0000	WRI	WEINGARTEN RLTY INV CUSIP - 948741103	\$27.420	\$2,221.02	0.1%	\$2,576.98	\$(355.96)	\$98.82	4.4%	
Real Estate Investments - Total				\$154,224.95	7.7%	\$145,019.22	\$9,205.73	\$8,139.53	5.3%	