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Department of the Treasury
Internal Revenue ServiceReturn 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.

2013

For calendar year 2013, or tax year beginning

, 2013, and ending

PETER SATEGNA EDUCATIONAL FOUNDATION
30497 SAN ANTONIO STREET
HAYWARD, CA 94544

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: 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) **\$ 961,020.** J Accounting method: Cash Accrual
 Other (specify) (Part I, column (d) must be on cash basis)

A Employer identification number
26-1702354

B Telephone number (see the instructions)
510 331-2397

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

Part II 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)
R E V E N U E	1 Contributions, gifts, grants, etc, received (attach schedule)	436.			
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to all Sch B				
	3 Interest on savings and temporary cash investments	5.	5.	5.	
	4 Dividends and interest from securities	23,838.	23,838.	23,838.	
	5 a Gross rents				
	b Net rental income or (loss)	13,198.			
	6 a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a	229,627.			
	7 Capital gain net income (from Part IV, line 2)		13,198.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit/(loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11.	37,477.	37,041.	23,843.	
	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages	35,000.			
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach sch) See St 1	2,425.			
	c Other prof fees (attach sch) See St 2	9,053.	9,053.	9,053.	
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Stmt 3	3,580.	472.		RECEIVED NOV 11 2014 IR
	19 Depreciation (attach sch) and depletion				
	20 Occupancy	4,400.			
	21 Travel, conferences, and meetings	451.			
	22 Printing and publications				
	23 Other expenses (attach schedule) See Statement 4	3,445.			CDEN, UT
	24 Total operating and administrative expenses. Add lines 13 through 23	58,354.	9,525.	9,053.	
	25 Contributions, gifts, grants paid Part XV.	29,000.			29,000.
	26 Total expenses and disbursements. Add lines 24 and 25	87,354.	9,525.	9,053.	29,000.
	27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements	-49,877.			
	b Net investment income (if negative, enter -0-)		27,516.		
	c Adjusted net income (if negative, enter -0-)			14,790.	

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing				
	2 Savings and temporary cash investments		57,056.	67,801.	67,801.
	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)		26,463.	26,463.	25,587.
	b Investments – corporate stock (attach schedule)		222,137.	232,098.	366,282.
	c Investments – corporate bonds (attach schedule)		104,973.	98,921.	102,442.
	11 Investments – land, buildings, and equipment basis				
LIABILITIES	Less: accumulated depreciation (attach schedule)				
	12 Investments – mortgage loans				
	13 Investments – other (attach schedule)		363,327.	298,796.	398,908.
	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)		773,956.	724,079.	961,020.
	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.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.				
NET ASSETS	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, building, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds		773,956.	724,079.	
	30 Total net assets or fund balances (see instructions)		773,956.	724,079.	
	31 Total liabilities and net assets/fund balances (see instructions)		773,956.	724,079.	

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	773,956.
2 Enter amount from Part I, line 27a	2	-49,877.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3.	4	724,079.
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	724,079.

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 See Statement 5				
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				
b				
c				
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				
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	13,198.
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	-292.

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	64,552.	917,751.	0.070337
2011	45,000.	929,499.	0.048413
2010	45,400.	900,964.	0.050390
2009	41,486.	837,156.	0.049556
2008	41,149.	826,385.	0.049794

- 2 Total of line 1, column (d) 2 0.268490
- 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 0.053698
- 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 4 908,132.
- 5 Multiply line 4 by line 3 5 48,765.
- 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 275.
- 7 Add lines 5 and 6 7 49,040.
- 8 Enter qualifying distributions from Part XII, line 4 8 29,000.

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

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

1 a	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 instrs)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here. <input type="checkbox"/> and enter 1% of Part I, line 27b	1 550.
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	3 550.
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-	5 550.
6	Credits/Payments.	
a	2013 estimated tax pmts and 2012 overpayment credited to 2013	6a
b	Exempt foreign organizations – tax withheld at source	6b
c	Tax paid with application for extension of time to file (Form 8868)	6c
d	Backup withholding erroneously withheld.	6d
7	Total credits and payments. Add lines 6a through 6d	7 0.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8 11.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed.	9 561.
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 VIIA **Statements Regarding Activities**

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? Yes No

1 a	Yes	No
	X	

1 b	X

1 c	X

1 d	0.

2 e	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 f	X

3 g	X

4 h	X

5 i	X

6 j	X

7 k	X

8 l	X

9 m	X

10 n	X

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Form 990-PF (2013)

Part VII-A Statements Regarding Activities (continued)

11	X
12	X
13	X
Website address ► <u>N/A</u>	
14	The books are in care of ► <u>GARY SMITH</u> Telephone no. ► <u>510 331-2397</u>
	Located at ► <u>30497 SAN ANTONIO STREET HAYWARD CA</u> ZIP + 4 ► <u>94544</u>
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u> <u>N/A</u>
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ► <u></u>

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.

1a During the year did the foundation (either directly or indirectly):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No

(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes No

b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► 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?

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.) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 ___, 20 ___, 20 ___, 20 ___3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes Nob 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) 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?

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

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

5 b N/A

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? 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 Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes 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 Nob If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? N/A Yes No

7 b N/A

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
See Statement 6		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		

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

1a	854,201.
1b	67,760.
1c	
1d	921,961.
1e	0.
2	0.
3	921,961.
4	13,829.
5	908,132.
6	45,407.

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

1	45,407.
2a	550.
2b	
2c	550.
3	44,857.
4	
5	44,857.
6	
7	44,857.

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
 - b Program-related investments – total from Part IX-B.
- 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes
- 3 Amounts set aside for specific charitable projects that satisfy the
 - a Suitability test (prior IRS approval required)
 - b Cash distribution test (attach the required schedule)
- 4 **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4
- 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)
- 6 **Adjusted qualifying distributions.** Subtract line 5 from line 4

1a	29,000.
1b	
2	
3a	
3b	
4	29,000.
5	
6	29,000.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7.				44,857.
2 Undistributed income, if any, as of the end of 2013.			20,504.	
a Enter amount for 2012 only		0.		
b Total for prior years: 20 ____ , 20 ____ , 20 ____				
3 Excess distributions carryover, if any, to 2013.				
a From 2008.				
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: ► \$ 29,000.			20,504.	
a Applied to 2012, but not more than line 2a				
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				8,496.
e Remaining amount distributed out of corpus		0.		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.		
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.		0.
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				36,361.
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				

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Form 990-PF (2013)

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

N/A

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

Check here ► 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	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)				
<i>a Paid during the year</i>				
See Statement 7				
Total				► 3 a 29,000.
<i>b Approved for future payment</i>				
Total				► 3 b

Part XVI-A Analysis of Income-Producing Activities

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclu- sion 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					5.
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					23,838.
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					13,198.
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)					37,041.
13 Total. Add line 12, columns (b), (d), and (e)				13	37,041.

(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	

2013

Federal Statements

Page 1

Client 6000

PETER SATEGNA EDUCATIONAL FOUNDATION

26-1702354

10/26/14

10 29AM

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
Computer Edwina.	\$ 813. 1,612.			
Total	<u>\$ 2,425.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

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 Management	\$ 9,053.	\$ 9,053.	\$ 9,053.	
Total	<u>\$ 9,053.</u>	<u>\$ 9,053.</u>	<u>\$ 9,053.</u>	<u>\$ 0.</u>

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
Federal Tax	\$ 462.	\$ 462.		
Franchise Tax	10.	10.		
Payroll Tax	3,108.			
Total	<u>\$ 3,580.</u>	<u>\$ 472.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Advertising	\$ 75.			
Insurance	1,178.			
Memberships	495.			
Postage	45.			
Registry of Charitable Trusts	25.			
Repairs	70.			
Supplies	552.			
Telephone	1,005.			
Total	<u>\$ 3,445.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

2013

Federal Statements

Page 2

Client 6000

PETER SATEGNA EDUCATIONAL FOUNDATION

26-1702354

10/26/14

10-29AM

Statement 5
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	25 AET	Purchased	5/18/2012	7/02/2013
2	10 APA	Purchased	8/23/2011	10/28/2013
3	40 BMC	Purchased	12/17/2010	9/11/2013
4	25 BMC	Purchased	8/27/2011	9/11/2013
5	90 CSCO	Purchased	6/26/2008	7/12/2013
6	30 CME	Purchased	8/19/2010	3/01/2013
7	25 CME	Purchased	11/28/2011	3/01/2013
8	130 F	Purchased	5/11/2011	1/07/2013
9	10 F	Purchased	5/11/2011	8/08/2013
10	80 F	Purchased	6/14/2011	8/08/2013
11	75 HNZ	Purchased	11/30/2010	6/03/2013
12	15 HNZ	Purchased	1/24/2012	4/24/2013
13	5 HNZ	Purchased	1/24/2012	6/03/2013
14	10 MCD	Purchased	4/11/2011	5/09/2013
15	5 MSFT	Purchased	3/15/2011	11/25/2013
16	35 MSFT	Purchased	11/19/2012	11/25/2013
17	3.750 MNK	Purchased	8/02/2011	7/29/2013
18	3.125 MNK	Purchased	11/02/2011	7/29/2013
19	3.125 MNK	Purchased	12/09/2011	7/29/2013
20	20 NKE	Purchased	10/04/2010	4/05/2013
21	20 NKE	Purchased	10/04/2010	4/30/2013
22	15 PEP	Purchased	11/08/2010	4/30/2013
23	36 RSG	Purchased	11/10/2010	1/28/2013
24	20 TGT	Purchased	10/04/2010	3/13/2013
25	5 TGT	Purchased	1/06/2011	3/13/2013
26	60 QEP	Purchased	12/21/2010	11/13/2013
27	25 QEP	Purchased	4/09/2011	11/13/2013
28	30 QEP	Purchased	8/23/2011	11/13/2013
29	45 QEP	Purchased	11/14/2012	11/13/2013
30	5 SE	Purchased	11/30/2010	8/08/2013
31	60 SE	Purchased	11/30/2010	10/28/2013
32	40 SE	Purchased	4/25/2012	8/08/2013
33	20 UNH	Purchased	2/24/2009	8/28/2013
34	20 VFC	Purchased	5/18/2012	7/17/2013
35	35 WAG	Purchased	5/12/2010	1/09/2013
36	30 WAG	Purchased	7/29/2010	1/09/2013
37	35 WFC	Purchased	4/19/2011	7/12/2013
38	5 WFC	Purchased	10/04/2010	7/12/2013
39	85 WMB	Purchased	7/27/2010	2/27/2013
40	6000 NATIONAL RURAL 4.75%	Purchased	5/28/2008	12/16/2013
41	12802.051 FVHIX	Purchased	1/05/2012	7/25/2013
42	2948.842 ASFIX	Purchased	7/01/2010	3/25/2013
43	143.346 LZEMX	Purchased	1/28/2010	7/25/2013
44	2525.655 PCRIX	Purchased	8/05/2009	7/25/2013
45	3110.147 NBHIX	Purchased	6/24/2011	7/25/2013
46	2126.964 HIEMX	Purchased	12/23/2011	8/19/2013
47	280 HYG	Purchased	8/21/2012	8/19/2013
48	350 VWO	Purchased	12/21/2011	7/18/2013

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
1	1,548.		1,002.	546.				\$ 546.
2	894.		976.	-82.				-82.
3	1,850.		1,966.	-116.				-116.

Client 6000

PETER SATEGNA EDUCATIONAL FOUNDATION

26-1702354

10/26/14

10:29AM

Statement 5 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
4	1,156.		1,080.	76.				\$ 76.
5	2,312.		2,168.	144.				144.
6	1,785.		1,635.	150.				150.
7	1,488.		1,231.	257.				257.
8	1,738.		1,991.	-253.				-253.
9	168.		153.	15.				15.
10	1,347.		1,082.	265.				265.
11	5,425.		3,631.	1,794.				1,794.
12	1,077.		780.	297.				297.
13	362.		260.	102.				102.
14	994.		771.	223.				223.
15	187.		128.	59.				59.
16	1,311.		939.	372.				372.
17	170.		131.	39.				39.
18	142.		100.	42.				42.
19	142.		98.	44.				44.
20	1,167.		799.	368.				368.
21	1,264.		799.	465.				465.
22	1,228.		980.	248.				248.
23	1,126.		1,042.	84.				84.
24	1,339.		1,072.	267.				267.
25	335.		280.	55.				55.
26	1,945.		2,231.	-286.				-286.
27	810.		973.	-163.				-163.
28	973.		1,025.	-52.				-52.
29	1,459.		1,255.	204.				204.
30	175.		120.	55.				55.
31	2,132.		1,441.	691.				691.
32	1,401.		1,215.	186.				186.
33	1,425.		482.	943.				943.
34	981.		680.	301.				301.
35	1,338.		1,277.	61.				61.
36	1,147.		856.	291.				291.
37	1,488.		1,071.	417.				417.
38	213.		128.	85.				85.
39	2,895.		1,373.	1,522.				1,522.
40	6,057.		6,052.	5.				5.
41	26,592.		25,000.	1,592.				1,592.
42	33,047.		31,000.	2,047.				2,047.
43	2,612.		2,617.	-5.				-5.
44	14,437.		19,786.	-5,349.				-5,349.
45	38,768.		35,000.	3,768.				3,768.
46	20,000.		18,616.	1,384.				1,384.
47	25,208.		25,704.	-496.				-496.
48	13,969.		13,433.	536.				536.
							Total \$	13,198.

2013

Federal Statements

Page 4

Client 6000

PETER SATEGNA EDUCATIONAL FOUNDATION

26-1702354

10/26/14

10:29AM

Statement 6
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compensation	Contri- butio- n to EBP & DC	Expense Account/ Other
GARY SMITH 30497 SAN ANTONIO STREET HAYWARD, CA 94544	Chairman 3.00	\$ 0.	\$ 0.	\$ 0.
LEE STIMMEL 30497 SAN ANTONIO STREET HAYWARD, CA 94544	Co-chairman 1.00	0.	0.	0.
SHANNON SUCATO 30497 SAN ANTONIO STREET HAYWARD, CA 94544	Secretary 2.00	0.	0.	0.
PAUL ERLE 30497 SAN ANTONIO STREET HAYWARD, CA 94544	Treasurer 2.00	0.	0.	0.
DELMO DELLA-DORA 30497 SAN ANTONIO STREET HAYWARD, CA 94544	Director 2.00	0.	0.	0.
CHRIS SMITH 30497 SAN ANTONIO STREET HAYWARD, CA 94544	Director 1.00	0.	0.	0.
Total		\$ 0.	\$ 0.	\$ 0.

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

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
SCHOLARSHIPS, INC. 22100 PRINCETON STREET HAYWARD, CA 94541		ASSOC	SCHOLARSHIPS	\$ 7,500.
UNIVERSITY OF CALIFORNIA REGENTS 1995 UNIVERSITY AVENUE BERKELEY, CA 94704		501(c) (3)	SCHOLARSHIPS	5,000.
LIGHTHOUSE COMMUNITY CHARTER SCHOOL 444 HEGENBERGER ROAD OAKLAND, CA 94621		501(c) (3)	SCHOLARSHIPS	7,500.

2013

Federal Statements

Page 5

Client 6000

PETER SATEGNA EDUCATIONAL FOUNDATION

26-1702354

10/26/14

10:29AM

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

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
CALIFORNIA STATE UNIVERSITY, EAST BAY 25800 CARLOS BEE BOULEVARD HAYWARD, CA 94542		501(c) (3)	SCHOLARSHIPS	\$ 4,000.
EDEN AREA ROP 26316 HESPERIAN BLVD HAYWARD, CA 94544		501(c) (3)	SCHOLARSHIPS	5,000.
Total				\$ 29,000.

CURE SCHWAB
INSTITUTIONAL

Schwab One® Trust Account of
GARY ELSWORTH SMITH TTEE
THE PETER SATEGNA EDUCATIONAL
U/A DTD 01/01/2008

Account Number
1298-8873

Statement Period
December 1-31, 2013

Investment Detail - Fixed Income

Agency Securities	Par	Market Price	Market Value	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income
	Units Purchased	Cost Per Unit	Cost Basis	Acquired			Yield to Maturity
FHLB 5.25%14 (M) DUE 06/18/14 CUSIP: 3133X7FK5 MOODY'S: Aaa S&P: AA+	25,000.0000	102.3484	25,587.10	25,124.74	3% 05/28/08	462.36 ^b 462.36 ^b	1,312.50 4.14%
							Accrued Interest: 47.40
Total Agency Securities	25,000.0000		25,587.10	25,124.74	3%	462.36 ^b	1,312.50
Total Cost Basis			26,462.60				

Total Accrued Interest for Agency Securities: 47.40

Corporate Bonds	Par Units Purchased	Market Price Cost Per Unit	Market Value Cost Basis	Adjusted Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
GENERAL ELECTRIC 5.625%18 (M) DUE 05/01/18 CUSIP: 36962G3U6 MOODY'S: A1 S&P: AA+	25,000.0000	115.0018	28,750.45	28,824.98	3%	(74.53) ^b	1,406.25
	25,000.0000	118.9570	29,739.25	28,824.98	11/26/12	(74.53) ^b	1.92%
						<i>Accrued Interest: 234.38</i>	
NATIONAL RURAL UTILITIES 4.75%14 (M) DUE 03/01/14 CUSIP: 637432DC6 MOODY'S: A1 S&P: A+	19,000.0000	100.6916	19,131.40	19,005.27	2%	126.13 ^b	902.50
	19,000.0000	100.8650	19,164.35	19,005.27	05/28/08	126.13 ^b	4.57%
						<i>Accrued Interest: 300.83</i>	
ORACLE CORP / OZ 5.25%16 (M) DUE 01/15/16 CUSIP: 68402LAC8 MOODY'S: A1 S&P: A+	25,000.0000	109.0595	27,264.88	25,021.95	3%	2,242.93 ^b	1,312.50
	25,000.0000	100.2800	25,070.00	25,021.95	05/28/08	2,242.93 ^b	5.20%
						<i>Accrued Interest: 605.21</i>	

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

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Schwab One® Trust Account of
GARY ELSWORTH SMITH TTEE
THE PETER SATEGNA EDUCATIONAL
U/A DTD 01/01/2008

Account Number
1298-8873

Statement Period
December 1-31, 2013

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par Units Purchased	Market Price Cost Per Unit	Market Value Cost Basis	Adjusted Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
WACHOVIA BANK NA 5.6%16 (4)	25,000.0000	109.1808	27,295.20	24,947.50	3%	2,347.70	1,400.00
DUE 03/15/16 CUSIP: 92976GAE1 MOODY'S: A1 S&P: A+	25,000.0000	99.7900	24,947.50	24,947.50	05/28/08	2,347.70	5.63%
Accrued Interest: 412.22							
Total Corporate Bonds: 1,552.64							
Total Fixed Income: 1,964.86							
Total Cost Basis: 125,003.70							

Accrued Interest represents the interest that would be received if the fixed income investment was sold prior to the coupon payment.

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains. In which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.

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Page 7 of 26

SIPC

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INSTITUTIONAL

Schwab One® Trust Account of
GARY ELSWORTH SMITH TTEE
THE PETER SATEGNA EDUCATIONAL
U/A DTD 01/01/2008

Account Number
1298-8873

Statement Period
December 1-31, 2013

Investment Detail - Equities

Equities	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
AETNA INC NEW (M)	100,0000	68.5900	6,859.00	<1%	3,598.54	1.16%	80.00
SYMBOL: AET	70,0000	28.6607	2,006.25	08/11/10	2,795.05	1238	Long-Term
	30,0000	41.8070	1,254.21	11/19/12	803.49	407	Long-Term
<i>Cost Basis</i>			3,260.46				
ALLIANCE DATA SYSTEMS (M)	17,0000	262.9300	4,469.81	<1%	3,468.16	0.00%	0.00
SYMBOL: ADS	17,0000	58.9205	1,001.65	08/11/10	3,468.16	1238	Long-Term
ANADARKO PETROLEUM CORP (M)	75,0000	79.3200	5,949.00	<1%	890.59	0.90%	54.00
SYMBOL: APC	25,0000	68.1208	1,703.02	12/21/10	279.98	1106	Long-Term
	15,0000	66.4126	996.19	08/22/11	193.61	862	Long-Term
	15,0000	64.5106	967.66	05/18/12	222.14	592	Long-Term
	20,0000	69.5770	1,391.54	10/12/12	194.86	445	Long-Term
<i>Cost Basis</i>			5,058.41				
APACHE CORP (M)	60,0000	85.9400	5,156.40	<1%	147.86	0.93%	48.00
SYMBOL: APA	30,0000	90.5983	2,717.95	07/23/10	(139.75)	1257	Long-Term
	10,0000	79.8890	798.89	10/05/11	60.51	818	Long-Term
	20,0000	74.5850	1,491.70	02/27/13	227.10	307	Short-Term
<i>Cost Basis</i>			5,008.54				
APPLE INC (M)	60,0000	561.0200	33,661.20	4%	23,586.34	2.17%	732.00
SYMBOL: AAPL	10,0000	108.7220	1,087.22	11/03/08	4,522.98	1884	Long-Term
	20,0000	166.9660	3,339.32	09/03/09	7,881.08	1580	Long-Term
	15,0000	179.7733	2,696.60	09/16/09	5,718.70	1567	Long-Term
	15,0000	196.7813	2,951.72	02/10/10	5,463.58	1420	Long-Term
<i>Cost Basis</i>			10,074.86				
AUTO DATA PROCESSING (M)	100,0000	80.7990	8,079.90	<1%	3,928.90	2.15%	174.00
SYMBOL: ADP	100,0000	41.5100	4,151.00	07/29/10	3,928.90	1251	Long-Term
							Accrued Dividend: 48.00

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

C U T ' E SCHWAB
INSTITUTIONAL

Schwab One® Trust Account of
GARY ELSWORTH SMITH TTEE
THE PETER SATEGNA EDUCATIONAL
U/A DTD 01/01/2008

Account Number
1298-8873

Statement Period
December 1-31, 2013

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
BANK OF AMERICA CORP (M) SYMBOL: BAC	315,0000 315,0000	15.5700 6.3985	4,904.55 2,015.53	<1% 11/07/11	2,889.02 2,889.02	0.25% 785	12.60 Long-Term
BLACKROCK INC (M) SYMBOL: BLK	13.0000 7.0000 6.0000	316.4700 170.9757 162.7450	4,114.11 1,196.83 976.47	<1% 10/04/10 05/23/12	1,940.81 1,018.46 922.35	2.12% 1184 587	87.36 Long-Term Long-Term
<i>Cost Basis</i>			2,173.30				
BOEING CO (M) SYMBOL: BA	55.0000 25.0000 30.0000	136.4900 75.4776 75.2450	7,506.95 1,886.94 2,257.35	<1% 01/17/13 02/15/13	3,362.66 1,525.31 1,837.35	1.42% 348 319	106.70 Short-Term Short-Term
<i>Cost Basis</i>			4,144.29				
CVS CAREMARK CORP (M) SYMBOL: CVS	75.0000 45.0000 30.0000	71.5700 33.0255 45.2360	5,367.75 1,486.15 1,357.08	<1% 02/11/11 07/20/12	2,524.52 1,734.50 790.02	1.25% 1054 529	67.50 Long-Term Long-Term
<i>Cost Basis</i>			2,843.23				
CAPITAL ONE FINANCIAL CP (M) SYMBOL: COF	70.0000 50.0000 20.0000	76.6100 51.5104 55.0290	5,362.70 2,575.52 1,100.58	<1% 03/01/13 04/05/13	1,686.60 1,254.98 431.62	1.56% 305 270	84.00 Short-Term Short-Term
<i>Cost Basis</i>			3,676.10				
CHECK PT SOFTWARE TECH F (M) SYMBOL: CHKP	45.0000 25.0000 20.0000	64.4990 46.3452 49.2900	2,902.46 1,158.63 985.80	<1% 07/16/12 08/27/12	758.03 453.85 304.18	0.00% 533 491	0.00 Long-Term Long-Term
<i>Cost Basis</i>			2,144.43				

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Page 9 of 26
SIPC

CW1 SCHWAB
INSTITUTIONAL

Schwab One® Trust Account of
GARY ELSWORTH SMITH TTEE
THE PETER SATEGNA EDUCATIONAL
U/A DTD 01/01/2008

Account Number
1298-8873

Statement Period
December 1-31, 2013

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
CISCO SYSTEMS INC (M) SYMBOL: CSCO	175,0000 105,0000 70,0000	22.4300 17.3813 17.8448	3,925.25 1,825.04 1,249.14	<1% 11/03/08 04/11/11	851.07 530.11 320.96	3.03% 1884 995	119.00 Long-Term Long-Term
<i>Cost Basis</i>			3,074.18				
CITIGROUP INC NEW (M) SYMBOL: C	65,0000 20,0000 45,0000	52.1100 41.7365 25.9826	3,387.15 834.73 1,169.22	<1% 05/17/11 10/06/11	1,383.20 207.47 1,175.73	0.07% 959 817	2.60 Long-Term Long-Term
<i>Cost Basis</i>			2,003.95				
CITRIX SYSTEMS INC (M) SYMBOL: CTXS	60,0000 35,0000 25,0000	63.2500 62.7782 59.1076	3,795.00 2,197.24 1,477.69	<1% 06/06/13 10/24/13	120.07 16.51 103.56	0.00% 208 68	0.00 Short-Term Short-Term
<i>Cost Basis</i>			3,674.93				
COMCAST CORP NEW CL A (M) SYMBOL: CMCSA	115,0000 70,0000 45,0000	51.9650 18.1284 20.2922	5,975.98 1,268.99 913.15	<1% 08/11/10 08/22/11	3,793.84 2,368.56 1,425.28	1.50% 1238 862	89.70 Long-Term Long-Term
<i>Cost Basis</i>			2,182.14				
COVIDIEN PLC NEW F (M) SYMBOL: COV	80,0000 30,0000 25,0000 25,0000	68.1000 45.4356 41.7884 40.8636	5,448.00 1,363.07 1,044.71 1,021.59	<1% 08/02/11 11/02/11 12/09/11	2,018.63 679.93 657.79 680.91	1.87% 882 790 753	102.40 Long-Term Long-Term Long-Term
<i>Cost Basis</i>			3,429.37				
CROWN HOLDINGS INC (M) SYMBOL: CCK	105,0000 45,0000 30,0000 30,0000	44.5700 34.3942 37.3240 33.8260	4,679.85 1,547.74 1,119.72 1,014.78	<1% 01/17/12 03/01/12 06/06/12	997.61 457.91 217.38 322.32	0.00% 714 670 573	0.00 Long-Term Long-Term Long-Term
<i>Cost Basis</i>			3,682.24				

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C H A T E SCHWAB
INSTITUTIONAL

Schwab One® Trust Account of
GARY ELSWORTH SMITH TTEE
THE PETER SATEGNA EDUCATIONAL
UIA DTD 01/01/2008

Account Number
1298-8873

Statement Period
December 1-31, 2013

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income	
							Holding Days	Holding Period
DANAHER CORP DEL (M)	90.0000	77.2000	6,948.00	<1%	3,070.66	0.12%		9.00
SYMBOL: DHR	45.0000	40.1653	1,807.44	10/04/10	1,666.56	1184		Long-Term
	25.0000	41.6612	1,041.53	08/22/11	888.47	862		Long-Term
	20.0000	51.4185	1,028.37	06/06/12	515.63	573		Long-Term
<i>Cost Basis</i>			3,877.34				<i>Accrued Dividend: 2.25</i>	
DIRECTV (M)	50.0000	69.0600	3,453.00	<1%	979.25	0.00%		0.00
SYMBOL: DTV	50.0000	49.4750	2,473.75	03/07/13	979.25	299		Short-Term
DISNEY WALT CO (M)	65.0000	76.4000	4,966.00	<1%	765.40	1.12%		55.90
SYMBOL: DIS	45.0000	66.0546	2,972.46	08/08/13	465.54	145		Short-Term
	20.0000	61.4070	1,228.14	08/28/13	299.86	125		Short-Term
<i>Cost Basis</i>			4,200.60				<i>Accrued Dividend: 55.90</i>	
DOLLAR GENERAL CORP NEW (M)	85.0000	60.3200	5,127.20	<1%	1,260.69	0.00%		0.00
SYMBOL: DG	55.0000	43.1192	2,371.56	01/09/13	946.04	356		Short-Term
	30.0000	49.8316	1,494.95	06/04/13	314.65	210		Short-Term
<i>Cost Basis</i>			3,866.51					
EMC CORP MASS (M)	145.0000	25.1500	3,646.75	<1%	111.49	1.59%		58.00
SYMBOL: EMC	45.0000	24.6895	1,111.03	06/07/12	20.72	572		Long-Term
	55.0000	24.0996	1,325.48	10/26/12	57.77	431		Long-Term
	45.0000	24.4166	1,098.75	11/19/12	33.00	407		Long-Term
<i>Cost Basis</i>			3,535.26					
EQT CORP (M)	35.0000	89.7800	3,142.30	<1%	1,833.11	0.13%		4.20
SYMBOL: EQT	35.0000	37.4054	1,309.19	07/21/10	1,833.11	1259		Long-Term

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Page 11 of 26

SIPC

CURE SCHWAB
INSTITUTIONAL

Schwab One® Trust Account of
GARY ELSWORTH SMITH TTEE
THE PETER SATEGNA EDUCATIONAL
U/A DTD 01/01/2008

Account Number
1298-8873

Statement Period
December 1-31, 2013

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
EXPRESS SCRIPTS HLDG CO (M)	131,0000	70.2400	9,201.44	<1%	3,530.35	0.00%	0.00
SYMBOL: ESRX	30,0000	24.8023	744.07	04/06/09	1,363.13	1730	Long-Term
	16,0000	56.4900	903.84	08/22/11	220.00	862	Long-Term
	30,0000	42.4163	1,272.49	09/20/11	834.71	833	Long-Term
	30,0000	40.2283	1,206.85	10/06/11	900.35	817	Long-Term
	25,0000	61.7536	1,543.84	10/25/13	212.16	67	Short-Term
<i>Cost Basis</i>			5,671.09				
FIDELITY NATL INFO SVCS (M)	65,0000	53.6800	3,489.20	<1%	1,733.54	1.63%	57.20
SYMBOL: FIS	65,0000	27.0101	1,755.66	10/05/10	1,733.54	1183	Long-Term
FISERV INC (M)	110,0000	59.0500	6,495.50	<1%	3,527.95	0.00%	0.00
SYMBOL: FISV	110,0000	26.9777	2,967.55	10/04/10	3,527.95	1184	Long-Term
FREEPORT MCMORAN COPPER (M)	130,0000	37.7400	4,906.20	<1%	570.22	3.31%	162.50
SYMBOL: FCX	60,0000	31.6765	1,900.59	09/29/11	363.81	824	Long-Term
	25,0000	39.2916	982.29	03/06/12	(38.79)	665	Long-Term
	45,0000	32.2911	1,453.10	02/27/13	245.20	307	Short-Term
<i>Cost Basis</i>			4,335.98				
GENERAL ELECTRIC COMPANY (M)	290,0000	28.0300	8,128.70	<1%	3,506.59	2.71%	220.40
SYMBOL: GE	290,0000	15.9383	4,622.11	11/30/10	3,506.59	1127	Long-Term
							Accrued Dividend: 63.80
GOOGLE INC CLASS A (M)	8,0000	1,120.7100	8,965.68	<1%	5,478.41	0.00%	0.00
SYMBOL: GOOG	5,0000	358.4600	1,792.30	11/03/08	3,811.25	1884	Long-Term
	1,0000	525.7300	525.73	05/24/11	594.98	952	Long-Term
	2,0000	584.6200	1,169.24	02/01/12	1,072.18	699	Long-Term
<i>Cost Basis</i>			3,487.27				

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Page 12 of 26

SIPC

CHE SCHWAB
INSTITUTIONAL

Schwab One® Trust Account of
GARY ELSWORTH SMITH TTEE
THE PETER SATEGNA EDUCATIONAL
U/A DTD 01/01/2008

Account Number
1298-8873

Statement Period
December 1-31, 2013

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
HOME DEPOT INC (M)	70.0000	82.3400	5,763.80	<1%	288.89	1.89%	109.20
SYMBOL: HD	50.0000	77.3584	3,867.92	11/13/13	249.08	48	Short-Term
	20.0000	80.3495	1,606.99	11/25/13	39.81	36	Short-Term
<i>Cost Basis</i>			5,474.91				
JOHNSON & JOHNSON (M)	50.0000	91.5900	4,579.50	<1%	1,157.45	2.88%	132.00
SYMBOL: JNJ	35.0000	68.5380	2,398.83	08/02/12	806.82	516	Long-Term
	15.0000	68.2146	1,023.22	08/17/12	350.63	501	Long-Term
<i>Cost Basis</i>			3,422.05				
JPMORGAN CHASE & CO (M)	125.0000	58.4800	7,310.00	<1%	2,455.72	2.59%	190.00
SYMBOL: JPM	100.0000	39.0740	3,907.40	10/04/10	1,940.60	1184	Long-Term
	25.0000	37.8752	946.88	05/11/12	515.12	599	Long-Term
<i>Cost Basis</i>			4,854.28				
KELLOGG COMPANY (M)	50.0000	61.0700	3,053.50	<1%	(6.72)	3.01%	92.00
SYMBOL: K	50.0000	61.2044	3,060.22	09/19/13	(6.72)	103	Short-Term
KINDER MORGAN INC (M)	120.0000	36.0000	4,320.00	<1%	255.52	4.55%	196.80
SYMBOL: KMI	45.0000	32.2897	1,453.04	06/07/12	166.96	572	Long-Term
	40.0000	35.0065	1,400.26	08/14/12	39.74	504	Long-Term
	35.0000	34.6051	1,211.18	10/12/12	48.82	445	Long-Term
<i>Cost Basis</i>			4,064.48				
MARATHON OIL CORP (M)	125.0000	35.3000	4,412.50	<1%	(123.01)	2.15%	95.00
SYMBOL: MRO	85.0000	36.1976	3,076.80	10/28/13	(76.30)	64	Short-Term
	40.0000	36.4677	1,458.71	12/12/13	(46.71)	19	Short-Term
<i>Cost Basis</i>			4,535.51				

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Page 13 of 26
SIPC

Cu **SCHWAB**
INSTITUTIONAL

Schwab One® Trust Account of
GARY ELSWORTH SMITH TTEE
THE PETER SATEGNA EDUCATIONAL
U/A DTD 01/01/2008

Account Number
1298-8873

Statement Period
December 1-31, 2013

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
MC DONALDS CORP (M)	45,0000	97.0300	4,366.35	<1%	840.08	3.33%	145.80
SYMBOL: MCD	25,0000	75.3532	1,883.83	01/06/11	541.92	1090	Long-Term
	10,0000	77.0550	770.55	04/11/11	199.75	995	Long-Term
	10,0000	87.1890	871.89	06/04/12	98.41	575	Long-Term
<i>Cost Basis</i>			3,526.27				
MERCK & CO INC NEW (M)	100,0000	50.0500	5,005.00	<1%	1,473.13	3.43%	172.00
SYMBOL: MRK	80,0000	35.1016	2,808.13	08/11/10	1,195.87	1238	Long-Term
	20,0000	36.1870	723.74	08/23/10	277.26	1226	Long-Term
<i>Cost Basis</i>			3,531.87				<i>Accrued Dividend: 44.00</i>
MICROSOFT CORP (M)	170,0000	37.4100	6,359.70	<1%	2,084.49	2.99%	190.40
SYMBOL: MSFT	115,0000	25.5549	2,938.82	03/15/11	1,363.33	1022	Long-Term
	55,0000	24.2980	1,336.39	05/24/11	721.16	952	Long-Term
<i>Cost Basis</i>			4,275.21				
NETAPP INC (M)	60,0000	41.1400	2,468.40	<1%	197.31	1.45%	36.00
SYMBOL: NTAP	30,0000	36.3703	1,091.11	12/20/11	143.09	742	Long-Term
	30,0000	39.3326	1,179.98	04/25/12	54.22	615	Long-Term
<i>Cost Basis</i>			2,271.09				
ORACLE CORPORATION (M)	250,0000	38.2600	9,565.00	<1%	4,105.62	1.25%	120.00
SYMBOL: ORCL	170,0000	18.7081	3,180.39	01/06/09	3,323.81	1820	Long-Term
	40,0000	25.0915	1,003.66	08/22/11	526.74	862	Long-Term
	40,0000	31.8832	1,275.33	07/12/13	255.07	172	Short-Term
<i>Cost Basis</i>			5,459.38				
P G & E CORP (M)	75,0000	40.2800	3,021.00	<1%	(316.87)	4.51%	136.50
SYMBOL: PCG	35,0000	45.6794	1,598.78	08/11/10	(188.98)	1238	Long-Term
	40,0000	43.4772	1,739.09	06/01/11	(127.89)	944	Long-Term
<i>Cost Basis</i>			3,337.87				

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Page 14 of 26

SIPC

CURE SCHWAB
INSTITUTIONAL

Schwab One® Trust Account of
GARY ELSWORTH SMITH TTEE
THE PETER SATEGNA EDUCATIONAL
U/A DTD 01/01/2008

Account Number
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Statement Period
December 1-31, 2013

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
PEPSICO INCORPORATED (M) SYMBOL: PEP	30,0000 30.0000	82.9400 65.3206	2,488.20 1,959.62	<1% 11/08/10	528.58 528.58	2.73% 1149	68.10 Long-Term Accrued Dividend: 17.03
PRAXAIR INC (M) SYMBOL: PX	50,0000 40,0000 10,0000	130.0300 87.3045 105.3950	6,501.50 3,492.18 1,053.95	<1% 08/11/10 10/12/12	1,955.37 1,709.02 246.35	1.84% 1238 445	120.00 Long-Term Long-Term
<i>Cost Basis</i>			4,546.13				
REPUBLIC SERVICES INC (M) SYMBOL: RSG	114,0000 29,0000 45,0000 40,0000	33.2000 28.9558 27.9631 26.2225	3,784.80 839.72 1,258.34 1,048.90	<1% 11/10/10 11/01/11 11/23/11	637.84 123.08 235.66 279.10	3.13% 1147 791 769	118.56 Long-Term Long-Term Long-Term
<i>Cost Basis</i>			3,146.96				
STRYKER CORP (M) SYMBOL: SYK	65,0000 45,0000 20,0000	75.1400 46.6288 51.6230	4,884.10 2,098.30 1,032.46	<1% 08/23/10 06/06/12	1,753.34 1,283.00 470.34	1.41% 1226 573	68.90 Long-Term Long-Term
<i>Cost Basis</i>			3,130.76				
T J X COS INC (M) SYMBOL: TJX	85,0000 50,0000 35,0000	63.7300 21.6094 45.2854	5,417.05 1,080.47 1,584.99	<1% 08/09/10 03/13/13	2,751.59 2,106.03 645.56	0.91% 1240 293	49.30 Long-Term Short-Term
<i>Cost Basis</i>			2,665.46				
TARGET CORPORATION (M) SYMBOL: TGT	65,0000 45,0000 20,0000	63.2700 53.6037 52.9260	4,112.55 2,412.17 1,058.52	<1% 10/04/10 03/11/11	641.86 434.98 206.88	2.71% 1184 1026	111.80 Long-Term Long-Term
<i>Cost Basis</i>			3,470.69				

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Page 15 of 26

SIPC

CURE SCHWAB
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Schwab One® Trust Account of
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THE PETER SATEGNA EDUCATIONAL
U/A DTD 01/01/2008

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Statement Period
December 1-31, 2013

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
	Units Purchased	Cost Per Share	Cost Basis		Holding Days	Annual Holding Period	
TERADATA CORP (M)	50,000.000	45.4900	2,274.50	<1%	(363.03)	0.00%	0.00
SYMBOL: TDC	25,000.000	50.3136	1,257.84	04/24/13	(120.59)	251	Short-Term
	25,000.000	55.1876	1,379.69	05/09/13	(242.44)	236	Short-Term
<i>Cost Basis</i>			2,637.53				
TORTOISE ENERGY CAPITAL (M)	1,250,000.000	32.6500	40,812.50	4%	8,477.80	5.23%	2,137.50
SYMBOL: TYY	1,250,000.000	25.8677	32,334.70	04/06/10	8,477.80	1365	Long-Term
U S BANCORP DEL NEW (M)	110,000.000	40.4000	4,444.00	<1%	812.39	2.27%	101.20
SYMBOL: USB	35,000.000	33.1325	1,159.64	08/23/12	254.36	495	Long-Term
	75,000.000	32.9596	2,471.97	01/07/13	558.03	358	Short-Term
<i>Cost Basis</i>			3,631.61				
UNION PACIFIC CORP (M)	25,000.000	168.0000	4,200.00	<1%	917.27	1.88%	79.00
SYMBOL: UNP	15,000.000	111.0380	1,665.57	03/22/12	854.43	649	Long-Term
	10,000.000	161.7160	1,617.16	09/19/13	62.84	103	Short-Term
<i>Cost Basis</i>			3,282.73				<i>Accrued Dividend: 19.75</i>
UNITED TECHNOLOGIES CORP (M)	65,000.000	113.8000	7,397.00	<1%	3,443.63	2.07%	153.40
SYMBOL: UTX	50,000.000	54.8154	2,740.77	11/03/08	2,949.23	1884	Long-Term
	15,000.000	80.8400	1,212.60	02/01/12	494.40	699	Long-Term
<i>Cost Basis</i>			3,953.37				
UNITEDHEALTH GROUP INC (M)	80,000.000	75.3000	6,024.00	<1%	4,094.10	1.48%	89.60
SYMBOL: UNH	80,000.000	24.1237	1,929.90	02/24/09	4,094.10	1771	Long-Term
V F CORPORATION (M)	68,000.000	62.3400	4,239.12	<1%	2,582.89	6.73%	285.60
SYMBOL: VFC	48,000.000	20.3391	976.28	10/04/10	2,016.04	1184	Long-Term
	20,000.000	33.9975	679.95	05/18/12	566.85	592	Long-Term
<i>Cost Basis</i>			1,656.23				

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Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
VISA INC CL A (M)	18.0000	222.6800	4,008.24	<1%	2,771.10	0.71%	28.80
CLASS A	18.0000	68.7300	1,237.14	12/20/10	2,771.10	1107	Long-Term
SYMBOL: V							
WALGREEN COMPANY (M)	65.0000	57.4400	3,733.60	<1%	1,698.37	2.19%	81.90
SYMBOL: WAG	30.0000	28.5293	855.88	07/29/10	867.32	1251	Long-Term
	35.0000	33.6957	1,179.35	01/20/12	831.05	711	Long-Term
<i>Cost Basis</i>			2,035.23				
WELLS FARGO & CO NEW (M)	135.0000	45.4000	6,129.00	<1%	2,677.04	2.64%	162.00
SYMBOL: WFC	135.0000	25.5700	3,451.96	10/04/10	2,677.04	1184	Long-Term
WILLIAMS COMPANIES (M)	145.0000	38.5700	5,592.65	<1%	2,078.15	3.94%	220.40
SYMBOL: WMB	70.0000	16.1484	1,130.39	07/27/10	1,569.51	1253	Long-Term
	35.0000	31.9297	1,117.54	03/20/12	232.41	651	Long-Term
	40.0000	31.6642	1,266.57	12/13/12	276.23	383	Long-Term
<i>Cost Basis</i>			3,514.50				
Total Equities	619.0000		36,628.59		13,184.01		770,882.50
			Total Cost Basis		12,320,998.50		

Total Accrued Dividend for Equities: 250.73

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.

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Page 17 of 26
SIPC

CURE SCHWAB
INSTITUTIONAL

Schwab One® Trust Account of
GARY ELSWORTH SMITH TTEE
THE PETER SATEGNA EDUCATIONAL
U/A DTD 01/01/2008

Account Number
1298-8873

Statement Period
December 1-31, 2013

Investment Detail - Mutual Funds

Bond Funds	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
RIDGEWORTH SEIX FLOAT (M) RATE HIGH INC I SYMBOL: SAMBX	6,698.4620	9.0600	60,688.07	6%	8.96	60,000.00	688.07
Total Bond Funds	6,698.4620		60,688.07			60,000.00	688.07
Equity Funds	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
ASTON TAMRO SMALL CAP FU (M) ND CL I SYMBOL: ATSX	639.4910	23.1200	14,785.03	2%	18.76	12,000.00	2,785.03
DELAWARE US GROWTH FD (M) INST CL SYMBOL: DEUIX	4,209.8910	24.9400	104,994.68	11%	12.35	52,000.00	52,994.68
HARBOR INTERNATIONAL (M) FUND INST CL SYMBOL: HAINX	445.3630	71.0100	31,625.23	3%	67.36	30,000.00	1,625.23
MAINSTAY MARKETFIELD FD (M) CL I SYMBOL: MFLDX	141.8840	18.5200	2,627.69	<1%	17.62	2,500.00	127.69
MATTHEWS PACIFIC TIGER (M) FD INSTL SYMBOL: MIPTX	982.9430	24.9700	24,544.09	3%	20.37	20,020.00	4,524.09

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Schwab One® Trust Account of
GARY ELSWORTH SMITH TTEE
THE PETER SATEGNA EDUCATIONAL
U/A DTD 01/01/2008

Account Number
1298-8873

Statement Period
December 1-31, 2013

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
VIRTUS EMRG MKTS OPPTY (M)	729.3290	9.5500	6,965.09	<1%	8.75	6,383.53	581.56
FD CL I							
SYMBOL: HIEMX							
Total Equity Funds	729.3290	9.5500	6,965.09	<1%	8.75	6,383.53	581.56
Total Mutual Funds	10,847.3600	11.8200	124,622.9880	26%	11.82	122,903.5340	6,326.451

Investment Detail - Other Assets

Other Assets	Quantity	Market Price	Market Value	% of Account Assets	Unrealized Gain or (Loss)		Holding Days	Holding Period
					Units Purchased	Cost Per Share	Cost Basis	Acquired
AVALONBAY CMNTYS INC (M)	15.0000	118.2300	1,773.45	<1%			(339.29)	
REIT	15.0000	140.8493	2,112.74	07/12/13			(339.29)	172 Short-Term
SYMBOL: AVB								
CREDIT SUISSE ETN F (M)	800.0000	31.4100	25,128.00	3%			5,559.29	
EQUAL WEIGHT MLP INDEX	800.0000	24.4608	19,568.71	08/21/12			5,559.29	497 Long-Term
SYMBOL: MLPN								
ISHARES CORE S&P ETF (M)	250.0000	133.8100	33,452.50	3%			13,266.25	
MIDCAP	250.0000	80.7450	20,186.25	10/12/10			13,266.25	1176 Long-Term
SYMBOL: IJH								
ISHARES CORE S&P ETF (M)	450.0000	109.1300	49,108.50	5%			6,397.25	
SMALLCAP	450.0000	94.9138	42,711.25	08/19/13			6,397.25	134 Short-Term
SYMBOL: IJR								

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Investment Detail - Other Assets (continued)

Other Assets (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)		Holding Days	Holding Period
ISHARES TR RUSSELL 1000 (M)	455.0000	85.9500	39,107.25	4%	12,094.84			
GROWTH ETF	455.0000	59.3679	27,012.41	01/10/12	12,094.84		721	Long-Term
SYMBOL: IWF								
SIMON PPTY GROUP NEW (M)	27.0000	152.1600	4,108.32	<1%	(192.51)			
REIT/NON-PAIRED STOCK	17.0000	161.2305	2,740.92	07/02/13	(154.20)		182	Short-Term
SIMON PPTY/SPG REALTY	10.0000	155.9910	1,559.91	09/19/13	(38.31)		103	Short-Term
SYMBOL: SPG								
Cost Basis			4,300.83					
Total Other Assets	1,997.0000		152,678.02		36,785.83			
Total Cost Basis			15,892.19					

Total Investment Detail	1298-11535
Total Account Value	958,115.35
Total Cost Basis	95,270.00

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