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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

Open to Public Inspection

Department of the Treasury

Internal Revenue Service

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

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

For calendar year 2013 or tax year beginning

, and ending

Name of foundation MARCH FAMILY FOUNDATION		A Employer identification number 26-3296616
Number and street (or P O box number if mail is not delivered to street address) 4709 TOWNES ROAD	Room/suite	B Telephone number 952-929-0724
City or town, state or province, country, and ZIP or foreign postal code EDINA, MN 55424-1237		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,633,720.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		296,288.		N/A	
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		52.	52.		STATEMENT 1
4 Dividends and interest from securities		81,417.	81,417.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		556,688.			
b Gross sales price for all assets on line 6a	2,234,048.				
7 Capital gain net income (from Part IV, line 2)			556,688.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		934,445.	638,157.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 3	5,368.	2,684.		2,684.
c Other professional fees	STMT 4	22,970.	22,970.		0.
17 Interest					
18 Taxes	STMT 5	6,136.	1,771.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 6	647.	0.		647.
24 Total operating and administrative expenses. Add lines 13 through 23		35,121.	27,425.		3,331.
25 Contributions, gifts, grants paid		265,000.			265,000.
26 Total expenses and disbursements. Add lines 24 and 25		300,121.	27,425.		268,331.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		634,324.			
b Net investment income (if negative, enter -0-)			610,732.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing	146,236.	146,831.	146,831.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 775.			
	Less: allowance for doubtful accounts ▶	775.	775.	775.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	3,468,563.	3,890,985.	4,486,114.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Liabilities	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	3,615,574.	4,038,591.	4,633,720.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	3,615,574.	4,038,591.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	3,615,574.	4,038,591.	
	31 Total liabilities and net assets/fund balances	3,615,574.	4,038,591.	

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	3,615,574.
2 Enter amount from Part I, line 27a	2	634,324.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	635.
4 Add lines 1, 2, and 3	4	4,250,533.
5 Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT- DONATED STOCK	5	211,942.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,038,591.

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			
b SEE ATTACHED STATEMENT			
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 2,234,048.		1,677,360.	556,688.

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			
b			
c			
d			
e			556,688.

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	556,688.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ 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	204,872.	3,515,261.	.058281
2011	231,771.	2,973,141.	.077955
2010	220,907.	2,287,826.	.096558
2009	19,284.	1,886,933.	.010220
2008	0.	592,275.	.000000

2 Total of line 1, column (d)	2	.243014
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	.048603
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,061,053.
5 Multiply line 4 by line 3	5	197,379.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,107.
7 Add lines 5 and 6	7	203,486.
8 Enter qualifying distributions from Part XII, line 4	8	268,331.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	6,107.
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	6,107.
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	6,107.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,960.	
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	2,960.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	3,147.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ Refunded ☒	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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 ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>JOHN D. MARCH</u> Telephone no. ► <u>952-929-0724</u> Located at ► <u>4709 TOWNES ROAD, MINNEAPOLIS, MN</u> ZIP+4 ► <u>55424</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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?	☐ 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	N/A	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	☐ Yes ☒ 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.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

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?

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

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		0.	0.	0.

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

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

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



0

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

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

[illegible]

Total number of others receiving over \$50,000 for professional services

0

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

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

Expenses

1	N/A
---	-----

2

3

4

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

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

Amount

1	N/A
---	-----

2

All other program-related investments. See instructions.

3

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,065,756.
b	Average of monthly cash balances	1b	57,140.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,122,896.
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	4,122,896.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	61,843.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,061,053.
6	Minimum investment return. Enter 5% of line 5	6	203,053.

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	203,053.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	6,107.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,107.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	196,946.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	196,946.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	196,946.

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	268,331.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	268,331.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	6,107.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	262,224.

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				196,946.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012	156,468.			
f Total of lines 3a through e	156,468.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$	268,331.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				196,946.
e Remaining amount distributed out of corpus	71,385.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	227,853.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	227,853.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012	156,468.			
e Excess from 2013	71,385.			

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				
BANYAN 2647 BLOOMINGTON AVENUE SOUTH MINNEAPOLIS, MN 55407	N/A	PUBLIC CHARITY	GENERAL SUPPORT	25,000.
BREAKING FREE PO BOX 4366 ST. PAUL, MN 55104	N/A	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
CBSI-AFRICA 790 STOUT ROAD COLORADO SPRINGS, CO 80921	N/A	PUBLIC CHARITY	GENERAL SUPPORT	13,000.
DINOMIGHTS 3400 PARK AVENUE SOUTH MINNEAPOLIS, MN 55407	N/A	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
DORCAS WIDOWS FUND 574 PRAIRIE CENTER DRIVE, SUITE 135-109 EDEN PRAIRIE, MN 55344	N/A	PUBLIC CHARITY	GENERAL SUPPORT	25,000.
Total	SEE CONTINUATION SHEET(S)			265,000.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income	
		(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				14	52.		
4 Dividends and interest from securities				18	81,417.		
5 Net rental income or (loss) from real estate:							
a Debt-financed property							
b Not debt-financed property							
6 Net rental income or (loss) from personal property							
7 Other investment income							
8 Gain or (loss) from sales of assets other than inventory				18	556,688.		
9 Net income or (loss) from special events							
10 Gross profit or (loss) from sales of inventory							
11 Other revenue:							
a _____							
b _____							
c _____							
d _____							
e _____							
12 Subtotal. Add columns (b), (d), and (e)			0.		638,157.	0.	
13 Total. Add line 12, columns (b), (d), and (e)						13 638,157.	

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

Part XVI-B

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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

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

OMB No 1545-0047

2013

Name of the organization

MARCH FAMILY FOUNDATION

Employer identification number

26-3296616

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

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

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

Employer identification number

MARCH FAMILY FOUNDATION**26-3296616****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	<u>SALLIE MARCH</u> <u>4709 TOWNES ROAD</u> <u>MINNEAPOLIS, MN 55425</u>	\$ <u>75,765.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
<u>2</u>	<u>SALLIE MARCH</u> <u>4709 TOWNES ROAD</u> <u>MINNEAPOLIS, MN 55425</u>	\$ <u>90,369.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
<u>3</u>	<u>SALLIE MARCH</u> <u>4709 TOWNES ROAD</u> <u>MINNEAPOLIS, MN 55425</u>	\$ <u>130,154.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
<u> </u>	<u> </u> <u> </u> <u> </u>	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
<u> </u>	<u> </u> <u> </u> <u> </u>	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
<u> </u>	<u> </u> <u> </u> <u> </u>	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

MARCH FAMILY FOUNDATION**26-3296616****Part II** **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	<u>135 SHARES AMAZON.COM INC & 455 SHS OF</u> <u>SALESFORCE.COM STOCK</u>	\$ <u>75,765.</u>	<u>12/05/13</u>
<u>2</u>	<u>400 SHS OF TARGET STOCK & 1055 SHARES</u> <u>OF ENTERPRISE PRODUCTS PARTNERS</u>	\$ <u>90,369.</u>	<u>12/05/13</u>
<u>3</u>	<u>1500 SHARES OF MAGELLAN MIDSTREAM</u> <u>PARTNERS & 810 SHS OF PLAINS ALL</u> <u>AMERICAN STOCK</u>	\$ <u>130,154.</u>	<u>12/05/13</u>
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

Name of organization

Employer identification number

MARCH FAMILY FOUNDATION**26-3296616**

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

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Managed Assets

Cash Balances

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
140,106.8	CASH	N/A	\$1.00	\$1.00	\$140,107	\$140,107	\$0	0.1%	N/A	Cash
TOTAL Cash Balances					\$140,107	\$140,107	\$0	0.1%		

Fixed Income¹

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
112,908	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	12/20/2013	\$13.41	\$13.35	\$1,514	\$1,507	(\$7)	2.5%	888-44792	Intermediate Duration Fund
6,648,693	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	12/10/2013	\$13.44	\$13.35	\$89,358	\$88,760	(\$598)	2.5%	888-44792	Intermediate Duration Fund
105,143	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	11/20/2013	\$13.47	\$13.35	\$1,416	\$1,404	(\$13)	2.5%	888-44792	Intermediate Duration Fund
93,688	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	10/18/2013	\$13.53	\$13.35	\$1,268	\$1,251	(\$17)	2.5%	888-44792	Intermediate Duration Fund
119,342	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	09/20/2013	\$13.42	\$13.35	\$1,602	\$1,593	(\$8)	2.5%	888-44792	Intermediate Duration Fund
111,821	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	08/20/2013	\$13.32	\$13.35	\$1,489	\$1,493	\$3	2.5%	888-44792	Intermediate Duration Fund
102,21	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	07/19/2013	\$13.54	\$13.35	\$1,384	\$1,365	(\$19)	2.5%	888-44792	Intermediate Duration Fund
98,867	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	06/20/2013	\$13.54	\$13.35	\$1,339	\$1,320	(\$19)	2.5%	888-44792	Intermediate Duration Fund
85,551	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	05/20/2013	\$13.98	\$13.35	\$1,196	\$1,142	(\$54)	2.5%	888-44792	Intermediate Duration Fund
4,452,736	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	05/09/2013	\$14.07	\$13.35	\$62,650	\$59,444	(\$3,206)	2.5%	888-44792	Intermediate Duration Fund
92,837	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	04/19/2013	\$14.09	\$13.35	\$1,308	\$1,239	(\$69)	2.5%	888-44792	Intermediate Duration Fund
83,168	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	03/20/2013	\$13.97	\$13.35	\$1,162	\$1,110	(\$52)	2.5%	888-44792	Intermediate Duration Fund
89,557	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	02/20/2013	\$13.94	\$13.35	\$1,248	\$1,196	(\$53)	2.5%	888-44792	Intermediate Duration Fund
59,91	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	01/18/2013	\$14.05	\$13.35	\$842	\$800	(\$42)	2.5%	888-44792	Intermediate Duration Fund
30,299	BERNSTEIN INTERMEDIATE DURATION	12/31/2012	\$14.09	\$13.35	\$427	\$404	(\$22)	2.5%	888-44792	Intermediate Duration

Fixed Income¹

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
	PORTFOLIO(SNIDX) ¹									Fund
1,630.05	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	12/28/2012	\$14.11	\$13.35	\$23,000	\$21,761	(\$1,239)	2.5%	888-44792	Intermediate Duration Fund
81.745	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	12/20/2012	\$14.06	\$13.35	\$1,149	\$1,091	(\$58)	2.5%	888-44792	Intermediate Duration Fund
373.736	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	12/12/2012	\$14.09	\$13.35	\$5,266	\$4,989	(\$277)	2.5%	888-44792	Intermediate Duration Fund
78.808	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	11/20/2012	\$14.25	\$13.35	\$1,123	\$1,052	(\$71)	2.5%	888-44792	Intermediate Duration Fund
84.251	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	10/19/2012	\$14.25	\$13.35	\$1,201	\$1,125	(\$76)	2.5%	888-44792	Intermediate Duration Fund
87.164	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	09/20/2012	\$14.18	\$13.35	\$1,236	\$1,164	(\$72)	2.5%	888-44792	Intermediate Duration Fund
85.197	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	08/20/2012	\$14.07	\$13.35	\$1,199	\$1,137	(\$61)	2.5%	888-44792	Intermediate Duration Fund
94.526	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	07/20/2012	\$14.20	\$13.35	\$1,342	\$1,262	(\$80)	2.5%	888-44792	Intermediate Duration Fund
92.824	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	06/20/2012	\$14.01	\$13.35	\$1,300	\$1,239	(\$61)	2.5%	888-44792	Intermediate Duration Fund
84.311	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	05/18/2012	\$13.98	\$13.35	\$1,179	\$1,126	(\$53)	2.5%	888-44792	Intermediate Duration Fund
1,565.657	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	03/29/2012	\$13.86	\$13.35	\$21,700	\$20,902	(\$798)	2.5%	888-44792	Intermediate Duration Fund
2,440.433	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	01/19/2012	\$13.85	\$13.35	\$33,800	\$32,580	(\$1,220)	2.5%	888-44792	Intermediate Duration Fund
763.419	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	12/14/2011	\$13.86	\$13.35	\$10,581	\$10,192	(\$389)	2.5%	888-44792	Intermediate Duration Fund
8,566.478	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	09/29/2011	\$14.14	\$13.35	\$121,130	\$114,362	(\$6,768)	2.5%	888-44792	Intermediate Duration Fund
3,653.705	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	02/09/2011	\$13.63	\$13.35	\$49,800	\$48,777	(\$1,023)	2.5%	888-44792	Intermediate Duration Fund
3,010.204	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	12/31/2010	\$13.72	\$13.35	\$41,300	\$40,186	(\$1,114)	2.5%	888-44792	Intermediate Duration Fund
276.068	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	12/07/2010	\$13.73	\$13.35	\$3,790	\$3,686	(\$105)	2.5%	888-44792	Intermediate Duration Fund
142.653	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	11/15/2010	\$14.02	\$13.35	\$2,000	\$1,904	(\$96)	2.5%	888-44792	Intermediate Duration Fund
3,519.135	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ¹	09/22/2010	\$14.11	\$13.35	\$49,655	\$46,980	(\$2,675)	2.5%	888-44792	Intermediate Duration Fund
1,240.602	BERNSTEIN INTERMEDIATE DURATION	12/16/2009	\$13.30	\$13.35	\$16,500	\$16,562	\$62	2.5%	888-44792	Intermediate Duration

Fixed Income'

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
PORTFOLIO(SNIDX)'										
2,965 204	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)'	10/16/2009	\$13 22	\$13 35	\$39,200	\$39,585	\$385	2 5%	888-44792	Intermediate Duration Fund
248 308	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)'	12/09/2008	\$11 46	\$13 35	\$2,846	\$3,315	\$469	2 5%	888-44792	Intermediate Duration Fund
7,570 986	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)'	09/18/2008	\$12 60	\$13 35	\$95,394	\$101,073	\$5,678	2 5%	888-44792	Intermediate Duration Fund
Total	50,942,194			\$693,894	\$680,078	(\$13,816)	2.5%			
TOTAL Fixed Income							(\$13,816)	2.5%		

Real Asset Securities'

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
599 622	AB REAL ASSET STRATEGY CLASS 1(AMTOX)'	12/17/2013	\$10 54	\$10 81	\$6,320	\$6,482	\$162	0 0 %	888-44792	Real Asset Strategy
84 657	AB REAL ASSET STRATEGY CLASS 1(AMTOX)'	12/16/2013	\$10 54	\$10 81	\$892	\$915	\$23	0 0 %	888-44792	Real Asset Strategy
5,178 637	AB REAL ASSET STRATEGY CLASS 1(AMTOX)'	12/10/2013	\$10 86	\$10 81	\$56,240	\$55,981	(\$259)	0 0 %	888-44792	Real Asset Strategy
1,591 031	AB REAL ASSET STRATEGY CLASS 1(AMTOX)'	05/10/2013	\$11 15	\$10 81	\$17,740	\$17,199	(\$541)	0 0 %	888-44792	Real Asset Strategy
35,089 286	AB REAL ASSET STRATEGY CLASS 1(AMTOX)'	05/09/2013	\$11 20	\$10 81	\$393,000	\$379,315	(\$13,685)	0 0 %	888-44792	Real Asset Strategy
Total	42,543 233			\$474,192	\$459,892	(\$14,300)	0.0%			
TOTAL Real Asset Securities							(\$14,300)	0.0%		

Equities'

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
354 291	AB DISCOVERY GROWTH FND CL ADV(CHCYX)	12/10/2013	\$10 02	\$9 83	\$3,550	\$3,483	(\$67)	0 0 %	888-44792	Strategic Equities
386 565	AB DISCOVERY GROWTH FND CL ADV(CHCYX)	01/22/2013	\$7 89	\$9 83	\$3,050	\$3,800	\$750	0 0 %	888-44792	Strategic Equities
5,119 451	AB DISCOVERY GROWTH FND CL ADV(CHCYX)	06/18/2012	\$7 00	\$9 83	\$35,836	\$50,324	\$14,488	0 0 %	888-44792	Strategic Equities

Equities'

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
Total	5,860,307			\$42,436	\$57,607	\$15,171	0.0%			
161,499	AB DISCOVERY VALUE FUND CL ADV(ABYSX)	12/10/2013	\$23.22	\$21.72	\$3,750	\$3,508	(\$242)	0.0%	888-44792	Strategic Equities
140,759	AB DISCOVERY VALUE FUND CL ADV(ABYSX)	12/26/2012	\$17.54	\$21.72	\$2,469	\$3,057	\$588	0.0%	888-44792	Strategic Equities
2,229.19	AB DISCOVERY VALUE FUND CL ADV(ABYSX)	06/18/2012	\$16.02	\$21.72	\$35,712	\$48,418	\$12,706	0.0%	888-44792	Strategic Equities
Total	2,531,448			\$41,931	\$54,983	\$13,053	0.0%			
25	AFFILIATED MANAGERS GROUP INC(AMG)	01/31/2013	\$144.00	\$216.88	\$3,600	\$5,422	\$1,822	0.0%	888-44792	Strategic Equities
25	AFFILIATED MANAGERS GROUP INC(AMG)	12/10/2012	\$127.99	\$216.88	\$3,200	\$5,422	\$2,222	0.0%	888-44792	Strategic Equities
Total	50			\$6,800	\$10,844	\$4,044	0.0%			
100	ALLERGAN INC(AGN)	05/17/2013	\$100.11	\$111.08	\$10,011	\$11,108	\$1,097	0.2%	888-44792	Strategic Equities
50	ALLERGAN INC(AGN)	05/16/2013	\$100.95	\$111.08	\$5,047	\$5,554	\$507	0.2%	888-44792	Strategic Equities
100	ALLERGAN INC(AGN)	05/01/2013	\$99.54	\$111.08	\$9,954	\$11,108	\$1,154	0.2%	888-44792	Strategic Equities
Total	250			\$25,012	\$27,770	\$2,758	0.2%			
100	ALTRIA GROUP INC(MO)	12/28/2012	\$31.25	\$38.39	\$3,125	\$3,839	\$714	5.0%	888-44792	Strategic Equities
200	ALTRIA GROUP INC(MO)	08/17/2012	\$35.34	\$38.39	\$7,067	\$7,678	\$611	5.0%	888-44792	Strategic Equities
Total	300			\$10,192	\$11,517	\$1,325	5.0%			
65	AMAZON COM INC(AMZN)	01/01/1950	\$0.00	\$398.79	\$0	\$25,921	\$25,921	0.0%	888-44792	Strategic Equities
175	AMDOCS LTD(DOX)	10/21/2013	\$37.68	\$41.24	\$6,594	\$7,217	\$623	0.0%	888-44792	Strategic Equities
100	AMDOCS LTD(DOX)	05/24/2013	\$35.77	\$41.24	\$3,577	\$4,124	\$547	0.0%	888-44792	Strategic Equities
275	AMDOCS LTD(DOX)	02/14/2013	\$35.97	\$41.24	\$9,891	\$11,341	\$1,450	0.0%	888-44792	Strategic Equities
Total	550			\$20,063	\$22,682	\$2,619	0.0%			
75	AMERICAN EXPRESS CO(AXP)	12/10/2013	\$85.52	\$90.73	\$6,414	\$6,805	\$390	1.0%	888-44792	Strategic Equities
75	AMERICAN EXPRESS CO(AXP)	05/20/2013	\$74.31	\$90.73	\$5,573	\$6,805	\$1,232	1.0%	888-44792	Strategic Equities
175	AMERICAN EXPRESS CO(AXP)	05/15/2013	\$72.75	\$90.73	\$12,731	\$15,878	\$3,147	1.0%	888-44792	Strategic Equities
Total	325			\$24,718	\$29,487	\$4,769	1.0%			
100	AMERICAN INTERNATIONAL GROUP(AIG)	11/06/2013	\$48.20	\$51.05	\$4,820	\$5,105	\$286	0.8%	888-44792	Strategic Equities
100	AMERICAN INTERNATIONAL GROUP(AIG)	06/06/2013	\$44.47	\$51.05	\$4,447	\$5,105	\$658	0.8%	888-44792	Strategic Equities
150	AMERICAN INTERNATIONAL GROUP(AIG)	05/03/2013	\$44.50	\$51.05	\$6,675	\$7,658	\$983	0.8%	888-44792	Strategic Equities
300	AMERICAN INTERNATIONAL GROUP(AIG)	04/25/2013	\$42.40	\$51.05	\$12,720	\$15,315	\$2,595	0.8%	888-44792	Strategic Equities
Total	650			\$28,662	\$33,183	\$4,521	0.8%			

Equities¹

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
250	AMERICAN TOWER CORP(AMT)	12/16/2013	\$76 14	\$79 82	\$19,034	\$19,955	\$921	1 5%	888-44792	Strategic Equities
50	ANSYS INC(ANSS)	12/10/2013	\$86 54	\$87 20	\$4,327	\$4,360	\$33	0 0%	888-44792	Strategic Equities
50	ANSYS INC(ANSS)	04/23/2013	\$76 34	\$87 20	\$3,817	\$4,360	\$543	0 0%	888-44792	Strategic Equities
200	ANSYS INC(ANSS)	07/06/2012	\$80 65	\$87 20	\$12,130	\$17,440	\$5,310	0 0%	888-44792	Strategic Equities
Total	300			\$20,274	\$26,160	\$5,886	0.0%			
225	AON PLC(AON)	09/20/2013	\$75 48	\$83 89	\$16,983	\$18,875	\$1,892	0 0%	888-44792	Strategic Equities
90	APPLE INC(AAPL)	01/01/1950	\$75 50	\$561 11	\$6,795	\$50,500	\$43,705	2 2%	888-44792	Strategic Equities
125	ASSURANT INC(AIZ)	12/04/2013	\$64 62	\$66 37	\$8,077	\$8,296	\$219	1 5%	888-44792	Strategic Equities
175	AT&T INC(T)	07/19/2012	\$35 48	\$35 16	\$6,209	\$6,153	(\$56)	5 2%	888-44792	Strategic Equities
75	AT&T INC(T)	04/08/2011	\$30 55	\$35 16	\$2,291	\$2,637	\$346	5 2%	888-44792	Strategic Equities
Total	250			\$8,500	\$8,790	\$290	5.2%			
500	BANK OF AMERICA CORP(BAC)	02/19/2013	\$12 23	\$15 57	\$6,116	\$7,785	\$1,669	0 3%	888-44792	Strategic Equities
800	BANK OF AMERICA CORP(BAC)	02/05/2013	\$11 72	\$15 57	\$9,379	\$12,456	\$3,077	0 3%	888-44792	Strategic Equities
900	BANK OF AMERICA CORP(BAC)	12/12/2012	\$10 62	\$15 57	\$9,554	\$14,013	\$4,459	0 3%	888-44792	Strategic Equities
Total	2,200			\$25,048	\$34,254	\$9,206	0.3%			
50	BECTON DICKINSON & CO(BDX)	12/28/2012	\$77 72	\$110 49	\$3,886	\$5,525	\$1,638	2 0%	888-44792	Strategic Equities
75	BECTON DICKINSON & CO(BDX)	10/12/2012	\$77 08	\$110 49	\$8,287	\$8,287	\$2,506	2 0%	888-44792	Strategic Equities
50	BECTON DICKINSON & CO(BDX)	07/30/2012	\$76 04	\$110 49	\$3,802	\$5,525	\$1,723	2 0%	888-44792	Strategic Equities
Total	175			\$13,469	\$19,336	\$5,867	2.0%			
50	BERKSHIRE HATHAWAY INC-CL B(BRK/B)	08/21/2012	\$85 72	\$118 56	\$4,286	\$5,928	\$1,642	0 0%	888-44792	Strategic Equities
50	BERKSHIRE HATHAWAY INC-CL B(BRK/B)	07/17/2012	\$84 51	\$118 56	\$4,226	\$5,928	\$1,702	0 0%	888-44792	Strategic Equities
Total	100			\$8,511	\$11,856	\$3,345	0.0%			
1,188	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)¹	12/10/2013	\$27 62	\$27 35	\$32,815	\$32,499	(\$316)	1 1%	888-44792	Emerging Markets Fund
58	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)¹	12/10/2013	\$27 34	\$27 35	\$1,596	\$1,597	\$1	1 1%	888-44792	Emerging Markets Fund
68	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)¹	12/12/2012	\$27 63	\$27 35	\$1,905	\$1,886	(\$19)	1 1%	888-44792	Emerging Markets Fund
249	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)¹	12/14/2011	\$23 91	\$27 35	\$5,973	\$6,832	\$859	1 1%	888-44792	Emerging Markets Fund
1,782	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)¹	09/29/2011	\$25 45	\$27 35	\$45,360	\$48,738	\$3,378	1 1%	888-44792	Emerging Markets Fund
450	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)¹	02/09/2011	\$32 72	\$27 35	\$14,750	\$12,330	(\$2,420)	1 1%	888-44792	Emerging Markets Fund
30	BERNSTEIN EMERGING MARKETS	12/07/2010	\$32 81	\$27 35	\$986	\$822	(\$164)	1 1%	888-44792	Emerging Markets

Equities'

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
	PORTFOLIO(SNEMX)'									Fund
389 381	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)'	09/22/2010	\$30.82	\$27.35	\$12,000	\$10,650	(\$1,350)	1 1%	888-44792	Emerging Markets Fund
24 67	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)'	12/08/2009	\$28.18	\$27.35	\$695	\$675	(\$20)	1 1%	888-44792	Emerging Markets Fund
402 64	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)'	12/09/2008	\$14.72	\$27.35	\$5,927	\$11,012	\$5,085	1 1%	888-44792	Emerging Markets Fund
1,978 115	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)'	09/18/2008	\$26.00	\$27.35	\$51,431	\$54,101	\$2,670	1 1%	888-44792	Emerging Markets Fund
Total	6,623,092			\$173,438	\$181,142	\$7,703	1.1%			
5,945 735	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	12/10/2013	\$15.87	\$16.34	\$94,359	\$97,153	\$2,794	1 7%	888-44792	International Portfolio
1,331 148	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	05/09/2013	\$15.25	\$16.34	\$20,300	\$21,751	\$1,451	1 7%	888-44792	International Portfolio
2 744	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	04/29/2013	\$15.02	\$16.34	\$41	\$45	\$4	1 7%	888-44792	International Portfolio
1 438	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	02/12/2013	\$14.40	\$16.34	\$21	\$23	\$3	1 7%	888-44792	International Portfolio
727 802	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	12/28/2012	\$13.74	\$16.34	\$10,000	\$11,892	\$1,892	1 7%	888-44792	International Portfolio
949 85	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	12/12/2012	\$13.65	\$16.34	\$12,965	\$15,521	\$2,555	1 7%	888-44792	International Portfolio
33 719	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	06/28/2012	\$12.10	\$16.34	\$408	\$551	\$143	1 7%	888-44792	International Portfolio
3 389	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	05/16/2012	\$12.17	\$16.34	\$41	\$55	\$14	1 7%	888-44792	International Portfolio
1,244 292	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	01/19/2012	\$13.14	\$16.34	\$16,350	\$20,332	\$3,982	1 7%	888-44792	International Portfolio
12,938 871	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	09/29/2011	\$12.76	\$16.34	\$165,100	\$211,421	\$46,321	1 7%	888-44792	International Portfolio
384 298	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	09/22/2011	\$12.10	\$16.34	\$4,650	\$6,279	\$1,629	1 7%	888-44792	International Portfolio
507 752	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	09/09/2011	\$12.90	\$16.34	\$6,550	\$6,297	\$1,747	1 7%	888-44792	International Portfolio
353 759	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	05/18/2011	\$15.83	\$16.34	\$5,600	\$5,780	\$180	1 7%	888-44792	International Portfolio
893 855	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	02/15/2011	\$16.11	\$16.34	\$14,400	\$14,606	\$206	1 7%	888-44792	International Portfolio
2,197 296	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	02/09/2011	\$16.27	\$16.34	\$35,750	\$35,904	\$154	1 7%	888-44792	International Portfolio

Equities'

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
1,670 935	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	12/31/2010	\$15 62	\$16 34	\$26,100	\$27,303	\$1,203	1 7%	888-44792	International Portfolio
2,708 054	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	09/22/2010	\$14 90	\$16 34	\$40,350	\$44,250	\$3,900	1 7%	888-44792	International Portfolio
4,646 631	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	12/16/2009	\$15 14	\$16 34	\$70,350	\$75,926	\$5,576	1 7%	888-44792	International Portfolio
353 535	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	04/21/2009	\$10 89	\$16 34	\$3,850	\$5,777	\$1,927	1 7%	888-44792	International Portfolio
987 952	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	01/22/2009	\$10 79	\$16 34	\$10,660	\$16,143	\$5,483	1 7%	888-44792	International Portfolio
227 825	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	10/01/2008	\$16 46	\$16 34	\$3,750	\$3,723	(\$27)	1 7%	888-44792	International Portfolio
16,168 093	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)'	09/18/2008	\$17 14	\$16 34	\$277,121	\$264,187	(\$12,934)	1 7%	888-44792	International Portfolio
Total 54,278 973				\$818,717	\$886,918	\$68,202	1.7%			
20	BIOGEN IDEC INC(BIIB)	01/03/2013	\$147 52	\$279 75	\$2,950	\$5,595	\$2,645	0 0%	888-44792	Strategic Equities
75	BIOGEN IDEC INC(BIIB)	08/21/2012	\$143 87	\$279 75	\$10,790	\$20,981	\$10,191	0 0%	888-44792	Strategic Equities
Total 95				\$13,741	\$26,576	\$12,836	0.0%			
175	BOEING CO(THE(BA)	05/06/2013	\$84 38	\$136 49	\$16,516	\$23,886	\$7,369	2 1%	888-44792	Strategic Equities
250	CAPITAL ONE FINANCIAL CORP(COF)	04/04/2013	\$54 78	\$76 61	\$13,695	\$19,153	\$5,457	1 6%	888-44792	Strategic Equities
75	CBS CORP-CLASS B NON VOTING(CBS)	07/17/2013	\$52 68	\$63 74	\$3,951	\$4,781	\$829	0 8%	888-44792	Strategic Equities
350	CBS CORP-CLASS B NON VOTING(CBS)	06/17/2013	\$47 80	\$63 74	\$16,730	\$22,309	\$5,579	0 8%	888-44792	Strategic Equities
Total 425				\$20,682	\$27,090	\$6,408	0.8%			
21	CELGENE CORP(CELG)	12/10/2013	\$169 86	\$188 96	\$3,567	\$3,548	(\$19)	0 0%	888-44792	Strategic Equities
75	CELGENE CORP(CELG)	03/21/2013	\$111 95	\$188 96	\$8,396	\$12,672	\$4,276	0 0%	888-44792	Strategic Equities
Total 96				\$11,963	\$16,220	\$4,257	0.0%			
28	CHEVRON CORP(CVX)	12/10/2013	\$123 46	\$124 91	\$3,457	\$3,497	\$40	3 2%	888-44792	Strategic Equities
75	CHEVRON CORP(CVX)	08/17/2012	\$112 91	\$124 91	\$8,468	\$9,368	\$900	3 2%	888-44792	Strategic Equities
Total 103				\$11,925	\$12,866	\$940	3.2%			
20	CHIPOTLE MEXICAN GRILL-CL A(CMG)	07/20/2012	\$318 24	\$532 78	\$6,365	\$10,656	\$4,291	0 0%	888-44792	Strategic Equities
2	CHIPOTLE MEXICAN GRILL-CL A(CMG)	06/15/2012	\$400 96	\$532 78	\$802	\$1,066	\$264	0 0%	888-44792	Strategic Equities
Total 22				\$7,167	\$11,721	\$4,554	0.0%			
40	CHUBB CORP(CB)	12/27/2013	\$95 74	\$96 63	\$3,830	\$3,865	\$36	1 8%	888-44792	Strategic Equities
150	CHUBB CORP(CB)	03/25/2013	\$86 71	\$96 63	\$13,007	\$14,495	\$1,487	1 8%	888-44792	Strategic Equities
Total 190				\$16,837	\$18,360	\$1,523	1.8%			

Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
75	CIT GROUP INC(CIT)	04/27/2012	\$37.95	\$52.13	\$2,846	\$3,910	\$1,063	0.8%	888-44792	Strategic Equities
75	CIT GROUP INC(CIT)	02/01/2012	\$39.02	\$52.13	\$2,926	\$3,910	\$984	0.8%	888-44792	Strategic Equities
100	CIT GROUP INC(CIT)	01/31/2012	\$38.88	\$52.13	\$3,888	\$5,213	\$1,325	0.8%	888-44792	Strategic Equities
100	CIT GROUP INC(CIT)	01/11/2012	\$36.96	\$52.13	\$3,696	\$5,213	\$1,517	0.8%	888-44792	Strategic Equities
Total				\$13,357	\$18,246	\$4,889	0.8%			
350	CIT GROUP INC(C)									
100	CIT GROUP INC(C)	10/24/2011	\$31.54	\$52.11	\$3,154	\$5,211	\$2,057	0.1%	888-44792	Strategic Equities
275	CIT GROUP INC(C)	10/11/2011	\$27.13	\$52.11	\$7,461	\$14,330	\$6,869	0.1%	888-44792	Strategic Equities
125	CIT GROUP INC(C)	07/22/2011	\$40.18	\$52.11	\$5,022	\$6,514	\$1,491	0.1%	888-44792	Strategic Equities
50	CIT GROUP INC(C)	07/11/2011	\$40.73	\$52.11	\$2,036	\$2,606	\$569	0.1%	888-44792	Strategic Equities
50	CIT GROUP INC(C)	06/07/2011	\$38.33	\$52.11	\$1,917	\$2,606	\$689	0.1%	888-44792	Strategic Equities
75	CIT GROUP INC(C)	05/20/2011	\$41.22	\$52.11	\$3,091	\$3,908	\$817	0.1%	888-44792	Strategic Equities
25	CIT GROUP INC(C)	05/17/2011	\$41.34	\$52.11	\$1,034	\$1,303	\$269	0.1%	888-44792	Strategic Equities
Total				\$23,715	\$36,477	\$12,762	0.1%			
75	COGNIZANT TECH SOLUTIONS-A(CTSH)	04/30/2013	\$64.16	\$100.98	\$4,812	\$7,574	\$2,761	0.0%	888-44792	Strategic Equities
50	COGNIZANT TECH SOLUTIONS-A(CTSH)	12/28/2012	\$72.46	\$100.98	\$3,623	\$5,049	\$1,426	0.0%	888-44792	Strategic Equities
150	COGNIZANT TECH SOLUTIONS-A(CTSH)	05/03/2012	\$71.70	\$100.98	\$10,755	\$15,147	\$4,392	0.0%	888-44792	Strategic Equities
50	COGNIZANT TECH SOLUTIONS-A(CTSH)	04/10/2012	\$75.32	\$100.98	\$3,766	\$5,049	\$1,283	0.0%	888-44792	Strategic Equities
Total				\$22,957	\$32,819	\$9,862	0.0%			
325	COMCAST CORP-CLASS A(CMCSA)	12/10/2013	\$49.51	\$51.97	\$3,713	\$3,897	\$184	1.5%	888-44792	Strategic Equities
90	COMCAST CORP-CLASS A(CMCSA)	08/16/2012	\$34.14	\$51.97	\$3,072	\$4,677	\$1,604	1.5%	888-44792	Strategic Equities
210	COMCAST CORP-CLASS A(CMCSA)	09/29/2011	\$22.30	\$51.97	\$4,682	\$10,913	\$6,230	1.5%	888-44792	Strategic Equities
100	COMCAST CORP-CLASS A(CMCSA)	04/18/2011	\$23.98	\$51.97	\$2,398	\$5,197	\$2,798	1.5%	888-44792	Strategic Equities
Total				\$13,866	\$24,683	\$10,817	1.5%			
475	CONAGRA FOODS INC(CAG)	01/11/2013	\$30.60	\$33.70	\$21,419	\$23,590	\$2,171	3.0%	888-44792	Strategic Equities
50	COSTCO WHOLESALE CORP(COST)	12/10/2013	\$120.69	\$119.01	\$6,035	\$5,951	(\$84)	1.0%	888-44792	Strategic Equities
50	COSTCO WHOLESALE CORP(COST)	10/25/2013	\$115.93	\$119.01	\$5,797	\$5,951	\$154	1.0%	888-44792	Strategic Equities
125	COSTCO WHOLESALE CORP(COST)	04/24/2013	\$108.06	\$119.01	\$13,507	\$14,876	\$1,369	1.0%	888-44792	Strategic Equities
Total				\$25,339	\$26,777	\$1,439	1.0%			
125	CVS/CAREMARK CORP(CVS)	12/03/2013	\$56.77	\$71.57	\$8,346	\$8,946	\$600	1.5%	888-44792	Strategic Equities
125	CVS/CAREMARK CORP(CVS)	11/18/2013	\$55.49	\$71.57	\$8,186	\$8,946	\$761	1.5%	888-44792	Strategic Equities
Total				\$16,532	\$17,893	\$1,361	1.5%			
100	DANAHER CORP(DHR)	07/15/2013	\$68.41	\$77.20	\$6,841	\$7,720	\$879	0.1%	888-44792	Strategic Equities
55	DANAHER CORP(DHR)	04/10/2013	\$61.44	\$77.20	\$3,379	\$4,246	\$867	0.1%	888-44792	Strategic Equities

Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
50	DANAHER CORP(DHR)	03/13/2012	\$54 30	\$77 20	\$2,715	\$3,860	\$1,145	0 1%	888-44792	Strategic Equities
50	DANAHER CORP(DHR)	11/22/2011	\$45 90	\$77 20	\$2,295	\$3,860	\$1,565	0 1%	888-44792	Strategic Equities
100	DANAHER CORP(DHR)	09/29/2011	\$43 38	\$77 20	\$4,338	\$7,720	\$3,382	0 1%	888-44792	Strategic Equities
50	DANAHER CORP(DHR)	04/06/2011	\$52 20	\$77 20	\$2,610	\$3,860	\$1,250	0 1%	888-44792	Strategic Equities
45	DANAHER CORP(DHR)	03/07/2011	\$50 12	\$77 20	\$2,256	\$3,474	\$1,218	0 1%	888-44792	Strategic Equities
50	DANAHER CORP(DHR)	09/22/2010	\$40 60	\$77 20	\$2,030	\$3,860	\$1,830	0 1%	888-44792	Strategic Equities
Total	500			\$26,464	\$38,600	\$12,136	0.1%			
200	EATON CORP PLC(ETN)	08/14/2012	\$45 69	\$76 12	\$9,139	\$15,224	\$6,085	0 0%	888-44792	Strategic Equities
100	EBAY INC(EBAY)	03/19/2013	\$50 91	\$54 89	\$5,091	\$5,489	\$398	0 0%	888-44792	Strategic Equities
100	EBAY INC(EBAY)	01/23/2013	\$53 48	\$54 89	\$5,348	\$5,489	\$141	0 0%	888-44792	Strategic Equities
100	EBAY INC(EBAY)	08/29/2012	\$47 56	\$54 89	\$4,756	\$5,489	\$733	0 0%	888-44792	Strategic Equities
Total	300			\$15,195	\$16,467	\$1,272	0.0%			
160	ELECTRONIC ARTS INC(EA)	12/10/2013	\$22 05	\$22 94	\$3,529	\$3,670	\$142	0 0%	888-44792	Strategic Equities
200	ELECTRONIC ARTS INC(EA)	11/01/2013	\$25 77	\$22 94	\$5,153	\$4,588	(\$565)	0 0%	888-44792	Strategic Equities
400	ELECTRONIC ARTS INC(EA)	05/31/2013	\$23 22	\$22 94	\$9,288	\$9,176	(\$112)	0 0%	888-44792	Strategic Equities
Total	760			\$17,970	\$17,434	(\$536)	0.0%			
125	EVEREST RE GROUP LTD(RE)	03/12/2013	\$127 30	\$155 87	\$15,913	\$19,484	\$3,571	1 2%	888-44792	Strategic Equities
26	FEDEX CORP(FDX)	12/10/2013	\$138 74	\$143 77	\$3,607	\$3,738	\$131	0 4%	888-44792	Strategic Equities
25	FEDEX CORP(FDX)	11/21/2013	\$137 81	\$143 77	\$3,445	\$3,594	\$149	0 4%	888-44792	Strategic Equities
50	FEDEX CORP(FDX)	11/18/2013	\$137 38	\$143 77	\$6,869	\$7,189	\$320	0 4%	888-44792	Strategic Equities
Total	101			\$13,921	\$14,521	\$599	0.4%			
75	FIDELITY NATIONAL INFORMATION(FIS)	12/10/2013	\$50 84	\$53 68	\$3,813	\$4,026	\$213	1 6%	888-44792	Strategic Equities
100	FIDELITY NATIONAL INFORMATION(FIS)	11/12/2012	\$34 94	\$53 68	\$3,494	\$5,368	\$1,874	1 6%	888-44792	Strategic Equities
250	FIDELITY NATIONAL INFORMATION(FIS)	09/21/2012	\$32 66	\$53 68	\$8,165	\$13,420	\$5,255	1 6%	888-44792	Strategic Equities
Total	425			\$15,472	\$22,814	\$7,342	1.6%			
500	FORD MOTOR CO(F)	02/05/2013	\$13 11	\$15 43	\$6,555	\$7,715	\$1,160	2 6%	888-44792	Strategic Equities
1,100	FORD MOTOR CO(F)	11/09/2012	\$10 87	\$15 43	\$11,961	\$16,973	\$5,012	2 6%	888-44792	Strategic Equities
Total	1,600			\$18,516	\$24,688	\$6,172	2.6%			
450	GANNETT CO(GCI)	10/22/2013	\$27 61	\$29 58	\$12,424	\$13,311	\$887	2 7%	888-44792	Strategic Equities
300	GENERAL MOTORS CO(GM)	12/03/2013	\$37 90	\$40 87	\$11,369	\$12,261	\$892	0 0%	888-44792	Strategic Equities
850	GENWORTH FINANCIAL INC-CL A(GNW)	07/01/2013	\$11 74	\$15 53	\$9,976	\$13,201	\$3,225	0 0%	888-44792	Strategic Equities
275	GILEAD SCIENCES INC(GILD)	06/11/2013	\$52 65	\$75 15	\$14,478	\$20,666	\$6,188	0 0%	888-44792	Strategic Equities
4	GOOGLE INC-CL A(GOOG)	12/10/2013	\$1,089 21	\$1,120 71	\$4,357	\$4,483	\$126	0 0%	888-44792	Strategic Equities

Equities'

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
6	GOOGLE INC-CL A(GOOG)	08/17/2012	\$674.01	\$1,120.71	\$4,044	\$6,724	\$2,680	0.0%	888-44792	Strategic Equities
5	GOOGLE INC-CL A(GOOG)	11/22/2011	\$580.52	\$1,120.71	\$2,903	\$5,604	\$2,701	0.0%	888-44792	Strategic Equities
20	GOOGLE INC-CL A(GOOG)	09/29/2011	\$531.46	\$1,120.71	\$10,629	\$22,414	\$11,785	0.0%	888-44792	Strategic Equities
4	GOOGLE INC-CL A(GOOG)	03/30/2011	\$583.97	\$1,120.71	\$2,336	\$4,483	\$2,147	0.0%	888-44792	Strategic Equities
Total	39			\$24,269	\$43,708	\$19,439	0.0%			
225	HALLIBURTON COR(HAL)	09/06/2013	\$49.86	\$50.75	\$11,219	\$11,419	\$200	1.2%	888-44792	Strategic Equities
175	HASBRO INC(HAS)	10/29/2013	\$53.09	\$55.01	\$9,291	\$9,627	\$336	2.9%	888-44792	Strategic Equities
70	HEALTH NET INC(HNT)	08/01/2011	\$26.95	\$29.67	\$1,886	\$2,077	\$190	0.0%	888-44792	Strategic Equities
115	HEALTH NET INC(HNT)	11/23/2010	\$26.45	\$29.67	\$3,042	\$3,412	\$370	0.0%	888-44792	Strategic Equities
Total	185			\$4,928	\$5,489	\$561	0.0%			
75	HESS CORP(HES)	11/01/2013	\$80.69	\$83.00	\$6,052	\$6,225	\$173	1.2%	888-44792	Strategic Equities
250	HESS CORP(HES)	10/16/2013	\$81.96	\$83.00	\$20,491	\$20,750	\$259	1.2%	888-44792	Strategic Equities
Total	325			\$26,543	\$26,975	\$432	1.2%			
100	HEWLETT-PACKARD CO(HPQ)	04/12/2012	\$24.83	\$27.98	\$2,483	\$2,798	\$315	2.1%	888-44792	Strategic Equities
100	HEWLETT-PACKARD CO(HPQ)	02/27/2012	\$26.38	\$27.98	\$2,638	\$2,798	\$160	2.1%	888-44792	Strategic Equities
100	HEWLETT-PACKARD CO(HPQ)	12/21/2011	\$25.48	\$27.98	\$2,548	\$2,798	\$250	2.1%	888-44792	Strategic Equities
100	HEWLETT-PACKARD CO(HPQ)	11/23/2011	\$25.93	\$27.98	\$2,593	\$2,798	\$205	2.1%	888-44792	Strategic Equities
275	HEWLETT-PACKARD CO(HPQ)	09/29/2011	\$23.95	\$27.98	\$6,587	\$7,695	\$1,107	2.1%	888-44792	Strategic Equities
100	HEWLETT-PACKARD CO(HPQ)	08/23/2011	\$24.31	\$27.98	\$2,431	\$2,798	\$367	2.1%	888-44792	Strategic Equities
75	HEWLETT-PACKARD CO(HPQ)	08/19/2011	\$23.52	\$27.98	\$1,764	\$2,099	\$334	2.1%	888-44792	Strategic Equities
100	HEWLETT-PACKARD CO(HPQ)	08/08/2011	\$31.52	\$27.98	\$3,152	\$2,798	(\$354)	2.1%	888-44792	Strategic Equities
175	HEWLETT-PACKARD CO(HPQ)	08/05/2011	\$32.48	\$27.98	\$5,684	\$4,897	(\$787)	2.1%	888-44792	Strategic Equities
50	HEWLETT-PACKARD CO(HPQ)	02/28/2011	\$43.55	\$27.98	\$2,178	\$1,399	(\$779)	2.1%	888-44792	Strategic Equities
88	HEWLETT-PACKARD CO(HPQ)	02/23/2011	\$43.18	\$27.98	\$3,800	\$2,462	(\$1,338)	2.1%	888-44792	Strategic Equities
37	HEWLETT-PACKARD CO(HPQ)	06/28/2010	\$46.22	\$27.98	\$1,710	\$1,035	(\$675)	2.1%	888-44792	Strategic Equities
Total	1,300			\$37,567	\$36,374	(\$1,193)	2.1%			
75	HOME DEPOT INC(HD)	12/13/2013	\$79.16	\$82.34	\$5,937	\$6,176	\$239	1.9%	888-44792	Strategic Equities
50	HOME DEPOT INC(HD)	02/27/2013	\$67.83	\$82.34	\$3,391	\$4,117	\$726	1.9%	888-44792	Strategic Equities
75	HOME DEPOT INC(HD)	08/17/2012	\$56.92	\$82.34	\$4,269	\$6,176	\$1,907	1.9%	888-44792	Strategic Equities
150	HOME DEPOT INC(HD)	07/13/2012	\$52.01	\$82.34	\$7,801	\$12,351	\$4,550	1.9%	888-44792	Strategic Equities
50	HOME DEPOT INC(HD)	05/30/2012	\$49.60	\$82.34	\$2,480	\$4,117	\$1,637	1.9%	888-44792	Strategic Equities
Total	400			\$23,878	\$32,936	\$9,058	1.9%			
50	ILLINOIS TOOL WORKS(ITW)	12/10/2013	\$80.18	\$84.08	\$4,009	\$4,204	\$195	2.0%	888-44792	Strategic Equities

Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
100	ILLINOIS TOOL WORKS(ITW)	05/08/2013	\$67.44	\$84.08	\$6,744	\$8,408	\$1,664	2.0%	888-44792	Strategic Equities
175	ILLINOIS TOOL WORKS(ITW)	03/19/2013	\$61.97	\$84.08	\$10,845	\$14,714	\$3,869	2.0%	888-44792	Strategic Equities
Total	325			\$21,598	\$27,326	\$5,728	2.0%			
25	INTERCONTINENTALEXCHANGE GROUP(ICE)	12/28/2012	\$123.68	\$224.92	\$3,092	\$5,623	\$2,531	1.2%	888-44792	Strategic Equities
25	INTERCONTINENTALEXCHANGE GROUP(ICE)	12/04/2012	\$131.31	\$224.92	\$3,283	\$5,623	\$2,340	1.2%	888-44792	Strategic Equities
25	INTERCONTINENTALEXCHANGE GROUP(ICE)	11/09/2012	\$130.58	\$224.92	\$3,264	\$5,623	\$2,359	1.2%	888-44792	Strategic Equities
60	INTERCONTINENTALEXCHANGE GROUP(ICE)	09/13/2012	\$135.62	\$224.92	\$8,137	\$13,495	\$5,358	1.2%	888-44792	Strategic Equities
Total	135			\$17,776	\$30,364	\$12,588	1.2%			
30	INTL BUSINESS MACHINES CORP(IBM)	03/21/2013	\$212.08	\$187.57	\$6,362	\$5,627	(\$735)	2.0%	888-44792	Strategic Equities
20	INTL BUSINESS MACHINES CORP(IBM)	12/28/2012	\$190.92	\$187.57	\$3,818	\$3,751	(\$67)	2.0%	888-44792	Strategic Equities
30	INTL BUSINESS MACHINES CORP(IBM)	09/25/2012	\$205.72	\$187.57	\$6,172	\$5,627	(\$544)	2.0%	888-44792	Strategic Equities
10	INTL BUSINESS MACHINES CORP(IBM)	08/16/2012	\$199.72	\$187.57	\$1,997	\$1,876	(\$122)	2.0%	888-44792	Strategic Equities
Total	90			\$18,350	\$16,881	(\$1,468)	2.0%			
50	JOHNSON & JOHNSON(JNJ)	12/10/2013	\$94.20	\$91.59	\$4,710	\$4,580	(\$131)	2.9%	888-44792	Strategic Equities
200	JOHNSON & JOHNSON(JNJ)	10/11/2011	\$84.01	\$91.59	\$12,801	\$18,318	\$5,517	2.9%	888-44792	Strategic Equities
100	JOHNSON & JOHNSON(JNJ)	02/09/2011	\$60.73	\$91.59	\$6,073	\$9,159	\$3,086	2.9%	888-44792	Strategic Equities
25	JOHNSON & JOHNSON(JNJ)	12/13/2010	\$61.83	\$91.59	\$1,546	\$2,290	\$744	2.9%	888-44792	Strategic Equities
Total	375			\$25,130	\$34,346	\$9,216	2.9%			
75	JPMORGAN CHASE & CO(JPM)	12/10/2013	\$56.83	\$58.48	\$4,263	\$4,386	\$123	2.6%	888-44792	Strategic Equities
75	JPMORGAN CHASE & CO(JPM)	07/16/2013	\$55.07	\$58.48	\$4,130	\$4,386	\$256	2.6%	888-44792	Strategic Equities
25	JPMORGAN CHASE & CO(JPM)	10/23/2012	\$41.42	\$58.48	\$1,035	\$1,462	\$427	2.6%	888-44792	Strategic Equities
150	JPMORGAN CHASE & CO(JPM)	01/01/1950	\$0.00	\$58.48	\$0	\$8,772	\$8,772	2.6%	888-44792	Strategic Equities
Total	325			\$9,428	\$19,006	\$9,578	2.6%			
100	KINDER MORGAN INC(KMI)	07/19/2013	\$39.60	\$36.00	\$3,960	\$3,600	(\$360)	4.6%	888-44792	Strategic Equities
100	KINDER MORGAN INC(KMI)	05/20/2013	\$40.81	\$36.00	\$4,081	\$3,600	(\$481)	4.6%	888-44792	Strategic Equities
75	KINDER MORGAN INC(KMI)	11/12/2012	\$32.57	\$36.00	\$2,443	\$2,700	\$257	4.6%	888-44792	Strategic Equities
Total	275			\$10,484	\$9,900	(\$584)	4.6%			
100	KROGER CO(KR)	02/17/2012	\$24.01	\$39.53	\$2,401	\$3,953	\$1,552	1.7%	888-44792	Strategic Equities
100	KROGER CO(KR)	02/09/2012	\$23.73	\$39.53	\$2,373	\$3,953	\$1,580	1.7%	888-44792	Strategic Equities
100	KROGER CO(KR)	02/03/2012	\$24.04	\$39.53	\$2,404	\$3,953	\$1,549	1.7%	888-44792	Strategic Equities

Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
100	KROGER CO(KR)	10/17/2011	\$22.52	\$39.53	\$2,252	\$3,953	\$1,701	1.7%	888-44792	Strategic Equities
125	KROGER CO(KR)	09/29/2011	\$22.22	\$39.53	\$2,777	\$4,941	\$2,164	1.7%	888-44792	Strategic Equities
125	KROGER CO(KR)	02/09/2011	\$22.45	\$39.53	\$2,806	\$4,941	\$2,135	1.7%	888-44792	Strategic Equities
50	KROGER CO(KR)	02/04/2011	\$22.32	\$39.53	\$1,116	\$1,977	\$861	1.7%	888-44792	Strategic Equities
Total				\$16,128	\$27,671	\$11,543	1.7%			
75	LIBERTY MEDIA CORP(LMCA)	10/24/2012	\$99.10	\$146.45	\$7,433	\$10,984	\$3,551	0.0%	888-44792	Strategic Equities
75	LINCOLN NATIONAL CORP(LNC)	12/10/2013	\$50.95	\$51.62	\$3,821	\$3,872	\$50	1.2%	888-44792	Strategic Equities
75	LINCOLN NATIONAL CORP(LNC)	11/26/2013	\$50.99	\$51.62	\$3,824	\$3,872	\$47	1.2%	888-44792	Strategic Equities
75	LINCOLN NATIONAL CORP(LNC)	11/07/2013	\$46.91	\$51.62	\$3,518	\$3,872	\$353	1.2%	888-44792	Strategic Equities
125	LINCOLN NATIONAL CORP(LNC)	10/25/2013	\$44.80	\$51.62	\$5,600	\$6,453	\$853	1.2%	888-44792	Strategic Equities
200	LINCOLN NATIONAL CORP(LNC)	09/13/2013	\$44.36	\$51.62	\$8,872	\$10,324	\$1,452	1.2%	888-44792	Strategic Equities
Total				\$25,636	\$28,391	\$2,755	1.2%			
40	LINKEDIN CORP - A(LNKD)	11/09/2012	\$98.39	\$216.83	\$3,936	\$8,673	\$4,738	0.0%	888-44792	Strategic Equities
75	LYONDELLBASELL INDU-CL A(LYB)	04/24/2013	\$59.61	\$80.28	\$4,470	\$6,021	\$1,551	0.1%	888-44792	Strategic Equities
70	LYONDELLBASELL INDU-CL A(LYB)	12/06/2012	\$51.95	\$80.28	\$3,636	\$5,620	\$1,983	0.1%	888-44792	Strategic Equities
105	LYONDELLBASELL INDU-CL A(LYB)	10/03/2011	\$24.50	\$80.28	\$2,573	\$8,429	\$5,857	0.1%	888-44792	Strategic Equities
Total				\$10,679	\$20,070	\$9,391	0.1%			
275	MACY'S INC(M)	07/24/2012	\$34.21	\$53.40	\$9,409	\$14,685	\$5,276	1.9%	888-44792	Strategic Equities
75	MARATHON PETROLEUM CORP(MPC)	05/03/2013	\$78.20	\$91.73	\$5,865	\$6,880	\$1,014	1.8%	888-44792	Strategic Equities
200	MARATHON PETROLEUM CORP(MPC)	03/15/2013	\$87.82	\$91.73	\$17,564	\$18,346	\$782	1.8%	888-44792	Strategic Equities
Total				\$23,430	\$25,226	\$1,796	1.8%			
125	MCDONALD'S CORP(MCD)	06/15/2012	\$90.45	\$97.03	\$11,306	\$12,129	\$823	3.3%	888-44792	Strategic Equities
58	MEAD JOHNSON NUTRITION CO(MJN)	12/19/2013	\$83.06	\$83.76	\$4,817	\$4,858	\$41	1.6%	888-44792	Strategic Equities
42	MEAD JOHNSON NUTRITION CO(MJN)	12/12/2013	\$83.93	\$83.76	\$3,525	\$3,518	(\$7)	1.6%	888-44792	Strategic Equities
250	MEAD JOHNSON NUTRITION CO(MJN)	11/22/2013	\$83.84	\$83.76	\$20,960	\$20,940	(\$20)	1.6%	888-44792	Strategic Equities
Total				\$29,302	\$29,316	\$14	1.6%			
125	MEDTRONIC INC(MDT)	08/20/2013	\$52.73	\$57.39	\$6,591	\$7,174	\$582	2.0%	888-44792	Strategic Equities
75	MEDTRONIC INC(MDT)	11/12/2012	\$41.51	\$57.39	\$3,113	\$4,304	\$1,191	2.0%	888-44792	Strategic Equities
200	MEDTRONIC INC(MDT)	09/26/2012	\$43.45	\$57.39	\$8,690	\$11,478	\$2,788	2.0%	888-44792	Strategic Equities
Total				\$18,394	\$22,956	\$4,562	2.0%			
125	MERCK & CO INC (MRK)	09/20/2012	\$44.75	\$50.05	\$5,594	\$6,256	\$662	3.5%	888-44792	Strategic Equities
50	MERCK & CO INC (MRK)	08/06/2012	\$44.55	\$50.05	\$2,227	\$2,503	\$275	3.5%	888-44792	Strategic Equities
Total				\$7,821	\$8,759	\$938	3.5%			

Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
100	MICROSOFT CORP(MSFT)	07/02/2013	\$33.78	\$37.43	\$3,378	\$3,743	\$365	3.0%	888-44792	Strategic Equities
100	MICROSOFT CORP(MSFT)	11/26/2012	\$27.28	\$37.43	\$2,728	\$3,743	\$1,015	3.0%	888-44792	Strategic Equities
250	MICROSOFT CORP(MSFT)	09/14/2012	\$31.10	\$37.43	\$7,775	\$9,358	\$1,583	3.0%	888-44792	Strategic Equities
Total	450			\$13,881	\$16,844	\$2,963	3.0%			
50	MONSANTO CO(MON)	03/25/2013	\$100.20	\$116.55	\$5,010	\$5,828	\$818	1.5%	888-44792	Strategic Equities
75	MONSANTO CO(MON)	02/20/2013	\$99.16	\$116.55	\$7,437	\$8,741	\$1,304	1.5%	888-44792	Strategic Equities
Total	125			\$12,447	\$14,569	\$2,122	1.5%			
175	NIKE INC -CL B(NKE)	12/03/2013	\$78.98	\$78.64	\$13,821	\$13,762	(\$59)	1.2%	888-44792	Strategic Equities
50	NOBLE ENERGY INC(NBL)	01/04/2012	\$48.64	\$68.11	\$2,432	\$3,406	\$974	0.8%	888-44792	Strategic Equities
150	NOBLE ENERGY INC(NBL)	09/29/2011	\$36.11	\$68.11	\$5,416	\$10,217	\$4,801	0.8%	888-44792	Strategic Equities
50	NOBLE ENERGY INC(NBL)	05/12/2011	\$43.76	\$68.11	\$2,188	\$3,406	\$1,218	0.8%	888-44792	Strategic Equities
25	NOBLE ENERGY INC(NBL)	03/07/2011	\$46.54	\$68.11	\$1,163	\$1,703	\$539	0.8%	888-44792	Strategic Equities
Total	275			\$11,199	\$18,730	\$7,531	0.8%			
38	OCCIDENTAL PETROLEUM CORP(OXY)	12/10/2013	\$92.96	\$95.10	\$3,533	\$3,614	\$81	2.7%	888-44792	Strategic Equities
275	OCCIDENTAL PETROLEUM CORP(OXY)	09/24/2013	\$93.33	\$95.10	\$25,666	\$26,153	\$486	2.7%	888-44792	Strategic Equities
Total	313			\$29,199	\$29,766	\$567	2.7%			
175	PARKER HANNIFIN CORP(PH)	09/20/2013	\$108.09	\$128.64	\$18,915	\$22,512	\$3,597	1.4%	888-44792	Strategic Equities
40	PARTNERRE LTD(PRE)	12/27/2013	\$103.36	\$105.43	\$4,134	\$4,217	\$83	2.3%	888-44792	Strategic Equities
75	PARTNERRE LTD(PRE)	02/11/2013	\$88.74	\$105.43	\$6,655	\$7,907	\$1,252	2.3%	888-44792	Strategic Equities
75	PARTNERRE LTD(PRE)	11/12/2012	\$78.96	\$105.43	\$5,922	\$7,907	\$1,985	2.3%	888-44792	Strategic Equities
Total	190			\$16,712	\$20,032	\$3,320	2.3%			
100	PATTERSON COS INC(PDCO)	05/20/2013	\$38.84	\$41.20	\$3,884	\$4,120	\$236	1.6%	888-44792	Strategic Equities
150	PATTERSON COS INC(PDCO)	02/12/2013	\$37.30	\$41.20	\$5,595	\$6,180	\$585	1.6%	888-44792	Strategic Equities
Total	250			\$9,479	\$10,300	\$821	1.6%			
50	PEPSICO INC(PEP)	12/12/2013	\$81.20	\$82.94	\$4,060	\$4,147	\$87	2.7%	888-44792	Strategic Equities
75	PEPSICO INC(PEP)	08/15/2013	\$81.45	\$82.94	\$6,109	\$6,221	\$112	2.7%	888-44792	Strategic Equities
Total	125			\$10,169	\$10,368	\$199	2.7%			
400	PFIZER INC(PFE)	06/06/2013	\$28.06	\$30.63	\$11,223	\$12,252	\$1,029	3.4%	888-44792	Strategic Equities
1,500	PFIZER INC(PFE)	01/01/1950	\$0.00	\$30.63	\$0	\$45,945	\$45,945	3.4%	888-44792	Strategic Equities
Total	1,900			\$11,223	\$58,197	\$46,974	3.4%			
50	PHILIP MORRIS INTERNATIONAL(PM)	12/28/2012	\$63.17	\$67.13	\$4,159	\$4,357	\$198	4.3%	888-44792	Strategic Equities
50	PHILIP MORRIS INTERNATIONAL(PM)	11/12/2012	\$85.26	\$67.13	\$4,263	\$4,357	\$93	4.3%	888-44792	Strategic Equities
50	PHILIP MORRIS INTERNATIONAL(PM)	11/06/2012	\$67.32	\$67.13	\$4,366	\$4,357	(\$9)	4.3%	888-44792	Strategic Equities

Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
75	PHILIP MORRIS INTERNATIONAL(PM)	08/24/2012	\$89 05	\$87 13	\$6,678	\$6,535	(\$144)	4 3%	888-44792	Strategic Equities
225				\$19,466	\$19,604	\$138 4.3%				
75	POLARIS INDUSTRIES INC(PII)	11/15/2013	\$134 61	\$145 64	\$10,096	\$10,923	\$827	1 2%	888-44792	Strategic Equities
35	PRECISION CASTPARTS CORP(PCP)	02/06/2013	\$186 56	\$269 30	\$6,530	\$9,426	\$2,896	0 0%	888-44792	Strategic Equities
25	PRECISION CASTPARTS CORP(PCP)	02/02/2012	\$166 48	\$269 30	\$4,162	\$6,733	\$2,570	0 0%	888-44792	Strategic Equities
20	PRECISION CASTPARTS CORP(PCP)	11/11/2011	\$167 75	\$269 30	\$3,355	\$5,386	\$2,031	0 0%	888-44792	Strategic Equities
5	PRECISION CASTPARTS CORP(PCP)	10/24/2011	\$172 38	\$269 30	\$862	\$1,347	\$485	0 0%	888-44792	Strategic Equities
85				\$14,908	\$22,891	\$7,982 0.0%				
5	PRICELINE COM INC(PCLN)	05/23/2013	\$796 36	\$1,162 40	\$3,982	\$5,812	\$1,830	0 0%	888-44792	Strategic Equities
6	PRICELINE COM INC(PCLN)	04/18/2013	\$696 26	\$1,162 40	\$4,178	\$6,974	\$2,797	0 0%	888-44792	Strategic Equities
11	PRICELINE COM INC(PCLN)	04/10/2013	\$718 53	\$1,162 40	\$7,904	\$12,786	\$4,883	0 0%	888-44792	Strategic Equities
22				\$16,063	\$25,573	\$9,510 0.0%				
300	PULTE GROUP INC(PHM)	07/22/2013	\$19 05	\$20 37	\$5,716	\$6,111	\$395	1 0%	888-44792	Strategic Equities
225	PULTE GROUP INC(PHM)	09/14/2012	\$16 46	\$20 37	\$3,704	\$4,583	\$880	1 0%	888-44792	Strategic Equities
325	PULTE GROUP INC(PHM)	09/10/2012	\$14 62	\$20 37	\$4,751	\$6,620	\$1,869	1 0%	888-44792	Strategic Equities
850				\$14,171	\$17,315	\$3,144 1.0%				
40	RAYTHEON COMPANY(RTN)	12/10/2013	\$87 20	\$90 70	\$3,488	\$3,628	\$140	2 4%	888-44792	Strategic Equities
50	RAYTHEON COMPANY(RTN)	11/21/2013	\$86 97	\$90 70	\$4,348	\$4,535	\$187	2 4%	888-44792	Strategic Equities
100	RAYTHEON COMPANY(RTN)	10/25/2013	\$79 96	\$90 70	\$7,996	\$9,070	\$1,074	2 4%	888-44792	Strategic Equities
190				\$15,832	\$17,233	\$1,401 2.4%				
425	REGAL ENTERTAINMENT GROUP-A(RGC)	07/10/2013	\$19 10	\$19 45	\$8,118	\$8,266	\$149	4 3%	888-44792	Strategic Equities
75	REYNOLDS AMERICAN INC(RAI)	12/28/2012	\$41 22	\$49 99	\$3,092	\$3,749	\$658	5 0%	888-44792	Strategic Equities
175	REYNOLDS AMERICAN INC(RAI)	05/22/2012	\$41 41	\$49 99	\$7,247	\$8,748	\$1,502	5 0%	888-44792	Strategic Equities
250				\$10,338	\$12,498	\$2,159 5.0%				
175	SCHLUMBERGER LTD(SLB)	07/23/2013	\$83 66	\$90 11	\$14,641	\$15,769	\$1,128	1 4%	888-44792	Strategic Equities
70	SCHLUMBERGER LTD(SLB)	08/20/2012	\$74 39	\$90 11	\$5,207	\$6,308	\$1,100	1 4%	888-44792	Strategic Equities
50	SCHLUMBERGER LTD(SLB)	02/06/2012	\$78 62	\$90 11	\$3,931	\$4,506	\$575	1 4%	888-44792	Strategic Equities
50	SCHLUMBERGER LTD(SLB)	01/11/2012	\$69 66	\$90 11	\$3,483	\$4,506	\$1,022	1 4%	888-44792	Strategic Equities
55	SCHLUMBERGER LTD(SLB)	09/29/2011	\$61 42	\$90 11	\$3,378	\$4,956	\$1,578	1 4%	888-44792	Strategic Equities
400				\$30,641	\$36,044	\$5,403 1.4%				
40	SHERWIN-WILLIAMS CO/THE(SHW)	10/18/2013	\$184 06	\$183 50	\$7,362	\$7,340	(\$22)	1 1%	888-44792	Strategic Equities
40	SHERWIN-WILLIAMS CO/THE(SHW)	02/28/2013	\$182 62	\$183 50	\$6,505	\$7,340	\$835	1 1%	888-44792	Strategic Equities
10	SHERWIN-WILLIAMS CO/THE(SHW)	12/28/2012	\$151 90	\$183 50	\$1,519	\$1,835	\$316	1 1%	888-44792	Strategic Equities

Equities'

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
90				\$15,386	\$16,515	\$1,129	1.1%			
75	STARBUCKS CORP(SBUX)	12/21/2012	\$53.43	\$78.39	\$4,007	\$5,879	\$1,872	1.3%	888-44792	Strategic Equities
125	STARBUCKS CORP(SBUX)	09/29/2011	\$39.13	\$78.39	\$4,892	\$9,799	\$4,907	1.3%	888-44792	Strategic Equities
75	STARBUCKS CORP(SBUX)	07/15/2011	\$39.48	\$78.39	\$2,961	\$5,879	\$2,918	1.3%	888-44792	Strategic Equities
275				\$11,860	\$21,557	\$9,698	1.3%			
75	TIME WARNER INC(TWX)	08/20/2012	\$42.75	\$69.72	\$3,207	\$5,229	\$2,022	1.7%	888-44792	Strategic Equities
225	TIME WARNER INC(TWX)	07/24/2012	\$37.57	\$69.72	\$8,453	\$15,687	\$7,234	1.7%	888-44792	Strategic Equities
300				\$11,659	\$20,916	\$9,257	1.7%			
100	TJX COMPANIES INC(TJX)	04/09/2013	\$47.28	\$63.73	\$4,728	\$6,373	\$1,645	0.9%	888-44792	Strategic Equities
75	TJX COMPANIES INC(TJX)	12/28/2012	\$41.66	\$63.73	\$3,125	\$4,780	\$1,655	0.9%	888-44792	Strategic Equities
150	TJX COMPANIES INC(TJX)	10/02/2012	\$45.16	\$63.73	\$6,775	\$9,560	\$2,785	0.9%	888-44792	Strategic Equities
150	TJX COMPANIES INC(TJX)	09/24/2012	\$44.25	\$63.73	\$6,638	\$9,560	\$2,922	0.9%	888-44792	Strategic Equities
475				\$21,265	\$30,272	\$9,007	0.9%			
25	UNION PACIFIC CORP(UNP)	05/20/2013	\$159.61	\$168.00	\$3,990	\$4,200	\$210	1.9%	888-44792	Strategic Equities
50	UNION PACIFIC CORP(UNP)	08/22/2012	\$124.39	\$168.00	\$6,220	\$8,400	\$2,180	1.9%	888-44792	Strategic Equities
105	UNION PACIFIC CORP(UNP)	06/25/2012	\$113.57	\$168.00	\$11,925	\$17,640	\$5,715	1.9%	888-44792	Strategic Equities
180				\$22,135	\$30,240	\$8,105	1.9%			
100	VALERO ENERGY CORP(VLO)	02/14/2013	\$43.12	\$50.40	\$4,312	\$5,040	\$728	1.8%	888-44792	Strategic Equities
400	VALERO ENERGY CORP(VLO)	01/24/2013	\$34.77	\$50.40	\$13,908	\$20,160	\$6,252	1.8%	888-44792	Strategic Equities
500				\$18,220	\$25,200	\$6,980	1.8%			
125	VERISK ANALYTICS INC-CL A(VRSK)	10/09/2013	\$64.92	\$65.72	\$8,115	\$8,215	\$100	0.0%	888-44792	Strategic Equities
75	VERIZON COMMUNICATIONS INC(VZ)	11/18/2013	\$50.54	\$49.14	\$3,790	\$3,686	(\$105)	4.3%	888-44792	Strategic Equities
75	VERIZON COMMUNICATIONS INC(VZ)	01/28/2013	\$42.57	\$49.14	\$3,193	\$3,686	\$492	4.3%	888-44792	Strategic Equities
75	VERIZON COMMUNICATIONS INC(VZ)	08/17/2012	\$44.10	\$49.14	\$3,307	\$3,686	\$378	4.3%	888-44792	Strategic Equities
125	VERIZON COMMUNICATIONS INC(VZ)	07/18/2012	\$45.82	\$49.14	\$5,728	\$6,143	\$415	4.3%	888-44792	Strategic Equities
350				\$16,018	\$17,199	\$1,181	4.3%			
100	VERTEX PHARMACEUTICALS INC(VRTX)	11/06/2012	\$46.50	\$74.30	\$4,650	\$7,430	\$2,780	0.0%	888-44792	Strategic Equities
100	VIACOM INC-CLASS B(VIAB)	09/29/2011	\$40.83	\$87.34	\$4,083	\$8,734	\$4,651	1.4%	888-44792	Strategic Equities
50	VIACOM INC-CLASS B(VIAB)	06/08/2011	\$48.55	\$87.34	\$2,428	\$4,367	\$1,939	1.4%	888-44792	Strategic Equities
85	VIACOM INC-CLASS B(VIAB)	06/01/2011	\$50.82	\$87.34	\$4,320	\$7,424	\$3,104	1.4%	888-44792	Strategic Equities
40	VIACOM INC-CLASS B(VIAB)	12/17/2010	\$38.63	\$87.34	\$1,545	\$3,494	\$1,949	1.4%	888-44792	Strategic Equities
275				\$12,376	\$24,019	\$11,643	1.4%			
130	VISA INC - CLASS A SHRS(V)	06/27/2012	\$122.91	\$222.68	\$15,978	\$28,948	\$12,970	0.7%	888-44792	Strategic Equities

Equities¹

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
50	WAL-MART STORES INC(WMT)	05/20/2013	\$77.69	\$78.69	\$3,885	\$3,935	\$50	2.4%	888-44792	Strategic Equities
75	WAL-MART STORES INC(WMT)	03/25/2013	\$74.87	\$78.69	\$5,615	\$5,902	\$286	2.4%	888-44792	Strategic Equities
75	WAL-MART STORES INC(WMT)	08/16/2012	\$72.11	\$78.69	\$5,408	\$5,902	\$493	2.4%	888-44792	Strategic Equities
75	WAL-MART STORES INC(WMT)	05/21/2012	\$62.92	\$78.69	\$4,719	\$5,902	\$1,183	2.4%	888-44792	Strategic Equities
Total				\$19,628	\$21,640	\$2,012	2.4%			
75	WALT DISNEY CO(THE(DIS)	02/15/2012	\$41.47	\$76.40	\$3,110	\$5,730	\$2,620	1.1%	888-44792	Strategic Equities
125	WALT DISNEY CO(THE(DIS)	11/22/2011	\$34.10	\$76.40	\$4,263	\$9,550	\$5,287	1.1%	888-44792	Strategic Equities
75	WALT DISNEY CO(THE(DIS)	09/29/2011	\$31.00	\$76.40	\$2,325	\$5,730	\$3,405	1.1%	888-44792	Strategic Equities
Total				\$9,698	\$21,010	\$11,312	1.1%			
100	WELLS FARGO & COMPANY(WFC)	12/10/2013	\$44.23	\$45.40	\$4,423	\$4,540	\$117	2.6%	888-44792	Strategic Equities
100	WELLS FARGO & COMPANY(WFC)	03/22/2012	\$33.42	\$45.40	\$3,342	\$4,540	\$1,198	2.6%	888-44792	Strategic Equities
250	WELLS FARGO & COMPANY(WFC)	03/21/2012	\$34.23	\$45.40	\$8,558	\$11,350	\$2,792	2.6%	888-44792	Strategic Equities
190	WELLS FARGO & COMPANY(WFC)	03/20/2012	\$34.11	\$45.40	\$6,481	\$8,626	\$2,145	2.6%	888-44792	Strategic Equities
100	WELLS FARGO & COMPANY(WFC)	02/14/2012	\$30.15	\$45.40	\$3,015	\$4,540	\$1,525	2.6%	888-44792	Strategic Equities
210	WELLS FARGO & COMPANY(WFC)	02/10/2012	\$30.23	\$45.40	\$6,348	\$9,534	\$3,186	2.6%	888-44792	Strategic Equities
Total				\$32,168	\$43,130	\$10,962	2.6%			
15	WW GRAINGER INC(GWW)	11/21/2013	\$255.28	\$255.42	\$3,829	\$3,831	\$2	1.5%	888-44792	Strategic Equities
35	WW GRAINGER INC(GWW)	04/08/2013	\$223.81	\$255.42	\$7,833	\$8,940	\$1,106	1.5%	888-44792	Strategic Equities
40	WW GRAINGER INC(GWW)	03/18/2013	\$224.00	\$255.42	\$8,960	\$10,217	\$1,257	1.5%	888-44792	Strategic Equities
Total				\$20,623	\$22,988	\$2,365	1.5%			
TOTAL Equities					\$2,679,599	\$3,343,015	\$663,416	1.4%		
					\$2,616	AI				
NET PORTFOLIO VALUE										
Quantity	Holding	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
					\$3,987,793	\$4,626,221	\$635,300	1.4%		
NET PORTFOLIO VALUE										

¹ Mutual fund unrealized gains (losses) are calculated by the difference between the market value and the total cost (or cost basis) at any point in time. This figure provides perspective only on the potential tax implications of the investment to date and not its performance record due to the fact that the cost basis may have been adjusted to account for income and gains distributions and reinvestment

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BERNSTEIN	46.	46.	
US BANK	6.	6.	
TOTAL TO PART I, LINE 3	52.	52.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BERNSTEIN	81,417.	0.	81,417.	81,417.	
BERNSTEIN	6,832.	6,832.	0.	0.	
TO PART I, LINE 4	88,249.	6,832.	81,417.	81,417.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEES	5,368.	2,684.		2,684.
TO FORM 990-PF, PG 1, LN 16B	5,368.	2,684.		2,684.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	22,970.	22,970.		0.
TO FORM 990-PF, PG 1, LN 16C	22,970.	22,970.		0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	1,771.	1,771.			0.
2013 ESTIMATES	2,960.	0.			0.
2012 BALANCE DUE	1,405.	0.			0.
TO FORM 990-PF, PG 1, LN 18	6,136.	1,771.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MN ANNUAL FEE	25.	0.			25.
POST OFFICE EXPENSE	418.	0.			418.
SUPPLIES	204.	0.			204.
TO FORM 990-PF, PG 1, LN 23	647.	0.			647.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
DESCRIPTION		AMOUNT	
COST BASIS ADJUSTMENT- APPLE STOCK		572.	
MISC ADJUSTMENT		63.	
TOTAL TO FORM 990-PF, PART III, LINE 3		635.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
BERNSTEIN (SEE ATTACHED SCHEDULE)	3,847,686.	4,405,475.		
PFIZER INC 1500 SHS	25,044.	45,945.		
GENERAL ELECTRIC CO 550 SHS	0.	0.		
JPMORGAN CHASE & CO 150 SHS	4,753.	8,772.		
APPLE INC. 200 SHS	0.	0.		

MARCH FAMILY FOUNDATION

26-3296616

AMAZON.COM INC 5 SHS	254.	1,994.
AMAZON.COM INC 35 SHS	7,822.	13,958.
AMAZON.COM INC 25 SHS	5,426.	9,970.

TOTAL TO FORM 990-PF, PART II, LINE 10B	3,890,985.	4,486,114.
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FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT
JOHN D. MARCH 4709 TOWNES ROAD MINNEAPOLIS, MN 55424	PRESIDENT 3.00	0.	0. 0.
JOHN D. MARCH 4709 TOWNES ROAD MINNEAPOLIS, MN 55424	TREASURER 1.00	0.	0. 0.
SALLIE S. MARCH 4709 TOWNES ROAD MINNEAPOLIS, MN 55424	SECRETARY 1.00	0.	0. 0.
JOHN B. MARCH 6501 PARNELL AVENUE EDINA, MN 55424	DIRECTOR 1.00	0.	0. 0.
MARY CHUNG MARCH 6501 PARNELL AVENUE EDINA, MN 55424	DIRECTOR 1.00	0.	0. 0.
LISA M. MAUER 4100 RALEIGH ST LOUIS PARK, MN 55416	DIRECTOR 1.25	0.	0. 0.
DANIEL C. MAUER 4100 RALEIGH ST LOUIS PARK, MN 55416	DIRECTOR 1.00	0.	0. 0.
TIMOTHY S. MARCH 6 WHEATON CENTER #203 WHEATON, IL 60187	DIRECTOR 1.00	0.	0. 0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0. 0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 10

NAME OF MANAGER

JOHN D. MARCH
SALLIE S. MARCH

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BERNSTEIN	46.	46.	
US BANK	6.	6.	
TOTAL TO PART I, LINE 3	52.	52.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BERNSTEIN	81,417.	0.	81,417.	81,417.	
BERNSTEIN	6,832.	6,832.	0.	0.	
TO PART I, LINE 4	88,249.	6,832.	81,417.	81,417.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEES	5,368.	2,684.		2,684.
TO FORM 990-PF, PG 1, LN 16B	5,368.	2,684.		2,684.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	22,970.	22,970.		0.
TO FORM 990-PF, PG 1, LN 16C	22,970.	22,970.		0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	1,771.	1,771.			0.
2013 ESTIMATES	2,960.	0.			0.
2012 BALANCE DUE	1,405.	0.			0.
TO FORM 990-PF, PG 1, LN 18	6,136.	1,771.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MN ANNUAL FEE	25.	0.			25.
POST OFFICE EXPENSE	418.	0.			418.
SUPPLIES	204.	0.			204.
TO FORM 990-PF, PG 1, LN 23	647.	0.			647.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
DESCRIPTION		AMOUNT	
COST BASIS ADJUSTMENT- APPLE STOCK		572.	
MISC ADJUSTMENT		63.	
TOTAL TO FORM 990-PF, PART III, LINE 3		635.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
BERNSTEIN (SEE ATTACHED SCHEDULE)	3,847,686.	4,405,475.		
PFIZER INC 1500 SHS	25,044.	45,945.		
GENERAL ELECTRIC CO 550 SHS	0.	0.		
JPMORGAN CHASE & CO 150 SHS	4,753.	8,772.		
APPLE INC. 200 SHS	0.	0.		

AMAZON.COM INC 5 SHS	254.	1,994.
AMAZON.COM INC 35 SHS	7,822.	13,958.
AMAZON.COM INC 25 SHS	5,426.	9,970.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,890,985.	4,486,114.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 9
TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN D. MARCH 4709 TOWNES ROAD MINNEAPOLIS, MN 55424	PRESIDENT 3.00	0.	0.	0.
JOHN D. MARCH 4709 TOWNES ROAD MINNEAPOLIS, MN 55424	TREASURER 1.00	0.	0.	0.
SALLIE S. MARCH 4709 TOWNES ROAD MINNEAPOLIS, MN 55424	SECRETARY 1.00	0.	0.	0.
JOHN B. MARCH 6501 PARNELL AVENUE EDINA, MN 55424	DIRECTOR 1.00	0.	0.	0.
MARY CHUNG MARCH 6501 PARNELL AVENUE EDINA, MN 55424	DIRECTOR 1.00	0.	0.	0.
LISA M. MAUER 4100 RALEIGH ST LOUIS PARK, MN 55416	DIRECTOR 1.25	0.	0.	0.
DANIEL C. MAUER 4100 RALEIGH ST LOUIS PARK, MN 55416	DIRECTOR 1.00	0.	0.	0.
TIMOTHY S. MARCH 6 WHEATON CENTER #203 WHEATON, IL 60187	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 10

NAME OF MANAGER

JOHN D. MARCH
SALLIE S. MARCH

MARCH FAMILY FOUNDATION

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	BERNSTEIN - SEE ATTACHED ST	P	VARIOUS	VARIOUS
b	BERNSTEIN - SEE ATTACHED LT	P	VARIOUS	VARIOUS
c	1055 ENTERPRISE PRODUCTS PARTNERS	D	03/18/09	12/09/13
d	1500 MAGELLAN MIDSTREAM PARTNERS	D	08/02/04	12/09/13
e	810 PLAINS ALL AMERICAN PIPELINE	D	08/04/04	12/09/13
f	455 SALESFORCE.COM INC	D	VARIOUS	12/09/13
g	400 SHS TARGET CORP	D	12/15/95	12/09/13
h	550 GENERAL ELECTRIC CORP	D	VARIOUS	12/09/13
i	200 SHS PFIZER INC	D	VARIOUS	05/03/13
j	200 SHS PFIZER INC	D	VARIOUS	05/09/13
k	70 SHS AMAZON	D	VARIOUS	12/09/13
l	CAPITAL GAINS DIVIDENDS			
m				
n				
o				

(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 710,719.		670,805.	39,914.
b 1,219,602.		909,424.	310,178.
c 65,821.		22,738.	43,083.
d 89,578.		21,780.	67,798.
e 40,549.		13,223.	27,326.
f 24,292.		7,229.	17,063.
g 25,338.		2,316.	23,022.
h 12,915.		19,610.	-6,695.
i 5,733.		3,339.	2,394.
j 5,794.		3,339.	2,455.
k 26,875.		3,557.	23,318.
l 6,832.			6,832.
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			39,914.
b			310,178.
c			43,083.
d			67,798.
e			27,326.
f			17,063.
g			23,022.
h			-6,695.
i			2,394.
j			2,455.
k			23,318.
l			6,832.
m			
n			
o			

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	556,688.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FEED MY STARVING CHILDREN 401 93RD AVENUE NW COON RAPIDS, MN 55433	N/A	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
GORDON-CONWELL THEOLOGICAL SEMINARY 130 ESSEX STREET SOUTH HAMILTON, MA 01982	N/A	PUBLIC CHARITY	GENERAL SUPPORT	30,000.
HOPE ACADEMY 2300 CHICAGO AVENUE SOUTH MINNEAPOLIS, MN 55404	N/A	PUBLIC CHARITY	GENERAL SUPPORT	12,000.
HOUSE OF CHARITY 510 SOUTH 8TH STREET MINNEAPOLIS, MN 55404	N/A	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
INTERNATIONAL JUSTICE MISSION PO BOX 58147 WASHINGTON, DC 20037	N/A	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
JABBOK FAMILY SERVICES 2608 BLAISDELL AVENUE SOUTH MINNEAPOLIS, MN 55408	N/A	PUBLIC CHARITY	GENERAL SUPPORT	15,000.
MINNESOTA COMPUTERS FOR SCHOOLS 970 PICKETT STREET NORTH BAYPORT, MN 55003	N/A	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
NORTHSIDE ACHIEVEMENT ZONE 2123 W. BROADWAY #100 MINNEAPOLIS, MN 55411	N/A	PUBLIC CHARITY	GENERAL SUPPORT	15,000.
OUTREACH COMMUNITY MINISTRIES 122 WEST LIBERTY DRIVE WHEATON, IL 60187	N/A	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
REAH INTERNATIONAL 3435 WILSHIRE BLVD NO 450 LOS ANGELES, CA 90010	N/A	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
Total from continuation sheets				187,000.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SOUTHSIDE FAMILY NURTURING CENTER 2448 18TH AVE. SOUTH MINNEAPOLIS, MN 55404	N/A	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
THE DWELLING PLACE PO BOX 270541 ST. PAUL, MN 55127	N/A	PUBLIC CHARITY	GENERAL SUPPORT	20,000.
WAY TO GROW 125 WEST BROADWAY AVE, SUITE 110 MINNEAPOLIS, MN 55411	N/A	PUBLIC CHARITY	GENERAL SUPPORT	12,000.
WEST 7TH COMMUNITY CENTER 265 ONEIDA STREET ST. PAUL, MN 55102	N/A	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
NEW CITY COVENANT CHURCH 4705 SCHOOL ROAD EDINA, MN 66424	N/A	PUBLIC CHARITY	GENERAL SUPPORT	18,000.
Total from continuation sheets				

Capital Gains

Account: MARCH FAMILY FOUNDATION
January 1, 2013 - December 31, 2013

Nontaxable Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-44792	02/06/2013	12/26/2013	50	JM SMUCKER CO/THE	\$102.83	\$89.15	\$5,141.66	\$4,457.50	\$684.16
888-44792	01/10/2013	12/26/2013	50	JM SMUCKER CO/THE	\$102.83	\$89.76	\$5,141.67	\$4,487.96	\$653.71
888-44792	01/02/2013	12/26/2013	50	JM SMUCKER CO/THE	\$102.83	\$88.75	\$5,141.67	\$4,437.68	\$703.99
888-44792	01/28/2013	12/16/2013	150	CISCO SYSTEMS INC	\$20.41	\$21.12	\$3,061.97	\$3,168.59	(\$106.62)
888-44792	11/18/2013	12/09/2013	10	APPLE INC	\$567.01	\$524.60	\$5,670.05	\$5,245.96	\$424.09
888-44792	04/08/2013	12/09/2013	15	AMAZON COM INC	\$383.92	\$256.52	\$5,758.85	\$3,847.78	\$1,911.07
888-44792	07/19/2013	12/03/2013	15	INTUITIVE SURGICAL INC	\$372.84	\$378.12	\$5,592.55	\$5,671.78	(\$79.23)
888-44792	04/30/2013	12/03/2013	10	INTUITIVE SURGICAL INC	\$372.84	\$490.40	\$3,728.37	\$4,904.04	(\$1,175.67)
888-44792	02/22/2013	12/03/2013	10	INTUITIVE SURGICAL INC	\$372.84	\$571.76	\$3,728.37	\$5,717.57	(\$1,989.20)
888-44792	01/08/2013	11/22/2013	175	KRAFT FOODS GROUP INC-W/I	\$52.71	\$45.80	\$9,225.05	\$8,014.98	\$1,210.07
888-44792	01/11/2013	11/18/2013	85	GOLDMAN SACHS GROUP INC	\$166.40	\$136.67	\$14,144.04	\$11,616.92	\$2,527.12
888-44792	01/07/2013	11/14/2013	50	CITRIX SYSTEMS INC	\$55.94	\$68.09	\$2,796.94	\$3,404.41	(\$607.47)
888-44792	11/28/2012	11/14/2013	75	CITRIX SYSTEMS INC	\$55.94	\$59.66	\$4,195.40	\$4,474.82	(\$279.42)
888-44792	04/04/2013	10/25/2013	75	CAPITAL ONE FINANCIAL CORP	\$70.50	\$54.78	\$5,287.47	\$4,108.56	\$1,178.91
888-44792	02/28/2013	10/24/2013	75	PETSMART	\$72.67	\$64.55	\$5,450.43	\$4,841.03	\$609.40
888-44792	12/31/2012	10/24/2013	50	PETSMART	\$72.67	\$67.60	\$3,633.62	\$3,380.00	\$253.62

Nontaxable Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-44792	08/29/2013	10/23/2013	350	EMC CORP/MASS	\$23 51	\$25 78	\$8,229 27	\$9,024 02	(\$794 75)
888-44792	07/29/2013	10/23/2013	550	EMC CORP/MASS	\$23 51	\$26 21	\$12,931 71	\$14,414 29	(\$1,482 58)
888-44792	03/27/2013	10/23/2013	275	CAMPBELL SOUP CO	\$42 71	\$44 45	\$11,745.97	\$12,224 72	(\$478 75)
888-44792	05/06/2013	10/18/2013	50	BOEING CO/THE	\$121 96	\$94 38	\$6,097 81	\$4,718 97	\$1,378 84
888-44792	11/06/2012	10/18/2013	50	KINDER MORGAN INC	\$35 32	\$34.13	\$1,765 93	\$1,706 56	\$59 37
888-44792	07/22/2013	10/15/2013	275	ABERCROMBIE & FITCH CO-CL A	\$34 16	\$49 59	\$9,393 92	\$13,636 56	(\$4,242.64)
888-44792	10/17/2012	10/07/2013	100	KINDER MORGAN INC	\$34 88	\$35 74	\$3,487 71	\$3,573 60	(\$85 89)
888-44792	04/10/2013	10/03/2013	3	PRICELINE COM INC	\$1,051 12	\$718 53	\$3,153 37	\$2,155 60	\$997 77
888-44792	02/20/2013	09/23/2013	100	MONSANTO CO	\$105.94	\$99 16	\$10,594 45	\$9,916 41	\$678 04
888-44792	11/14/2012	09/23/2013	10	AMAZON COM INC	\$313 18	\$224 39	\$3,131 76	\$2,243 94	\$887 82
888-44792	02/27/2013	09/20/2013	75	STERICYCLE INC	\$116 25	\$96 07	\$8,718 71	\$7,204 91	\$1,513 80
888-44792	11/19/2012	09/19/2013	375	DISCOVER FINANCIAL SERVICES	\$52 80	\$40 54	\$19,798 20	\$15,200 89	\$4,597 31
888-44792	03/11/2013	09/12/2013	225	EXXON MOBIL CORP	\$88 12	\$89 16	\$19,827 56	\$20,061 56	(\$234 00)
888-44792	02/06/2013	08/26/2013	225	GAMESTOP CORP-CLASS A	\$52 66	\$24 97	\$11,849 56	\$5,617 49	\$6,232 07
888-44792	05/01/2013	08/21/2013	50	ALLERGAN INC	\$90 46	\$99 54	\$4,523 10	\$4,977 06	(\$453 96)
888-44792	02/27/2013	08/21/2013	50	STERICYCLE INC	\$114 31	\$96 07	\$5,715 41	\$4,803 27	\$912 14
888-44792	01/11/2013	08/21/2013	20	GOLDMAN SACHS GROUP INC	\$157 28	\$136 67	\$3,145 67	\$2,733 39	\$412 28
888-44792	12/28/2012	08/21/2013	10	SHERWIN-WILLIAMS COTHE	\$172 02	\$151 90	\$1,720 20	\$1,519 02	\$201 18
888-44792	12/26/2012	08/21/2013	25	EVEREST RE GROUP LTD	\$136 88	\$108 92	\$3,422 00	\$2,723 09	\$698 91
888-44792	11/14/2012	08/21/2013	125	DIAMOND OFFSHORE DRILLING	\$64 58	\$65.39	\$8,071 94	\$8,173 29	(\$101 35)
888-44792	11/09/2012	08/21/2013	150	DIAMOND OFFSHORE DRILLING	\$64 58	\$65 15	\$9,686 32	\$9,773 04	(\$86 72)
888-44792	11/09/2012	08/21/2013	15	LINKEDIN CORP - A	\$231 11	\$98 39	\$3,466 60	\$1,475 81	\$1,990 79
888-44792	10/23/2012	08/21/2013	75	JPMORGAN CHASE & CO	\$51 60	\$41 42	\$3,870 13	\$3,106 41	\$763 72
888-44792	09/24/2012	08/21/2013	75	TJX COMPANIES INC	\$54 16	\$44 25	\$4,061 78	\$3,318 98	\$742 80
888-44792	09/19/2012	08/21/2013	125	FIDELITY NATIONAL FINANCIAL IN	\$24 25	\$20 09	\$3,030 74	\$2,510 85	\$519 89
888-44792	08/24/2012	08/21/2013	50	PHILIP MORRIS INTERNATIONAL	\$84 40	\$89 05	\$4,220 04	\$4,452 32	(\$232 28)
888-44792	11/09/2012	08/05/2013	200	FORD MOTOR CO	\$17 13	\$10 87	\$3,425 86	\$2,174 74	\$1,251 12
888-44792	03/19/2013	07/30/2013	50	ILLINOIS TOOL WORKS	\$71 82	\$61 97	\$3,591 13	\$3,098 64	\$492 49
888-44792	02/06/2013	07/25/2013	90	HARLEY DAVIDSON INC	\$56 25	\$52 83	\$5,062 05	\$4,754 46	\$307 59
888-44792	01/28/2013	07/16/2013	100	GENERAL ELECTRIC CO	\$23 48	\$22 46	\$2,348 21	\$2,245 57	\$102 64

Capital Gains

Account: MARCH FAMILY FOUNDATION
January 1, 2013 - December 31, 2013

Nontaxable Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-44792	12/12/2012	07/15/2013	300	BANK OF AMERICA CORP	\$13.89	\$10.62	\$4,167.30	\$3,184.56	\$982.74
888-44792	05/17/2013	07/01/2013	125	FISERV INC	\$87.43	\$89.86	\$10,929.27	\$11,232.86	(\$303.59)
888-44792	01/07/2013	07/01/2013	100	FISERV INC	\$87.43	\$81.09	\$8,743.42	\$8,109.38	\$634.04
888-44792	12/27/2012	07/01/2013	25	FISERV INC	\$87.43	\$78.67	\$2,185.86	\$1,966.78	\$219.08
888-44792	03/27/2013	06/17/2013	75	CAMPBELL SOUP CO	\$45.08	\$44.45	\$3,380.76	\$3,334.01	\$46.75
888-44792	01/28/2013	06/17/2013	50	GENERAL ELECTRIC CO	\$23.76	\$22.46	\$1,187.79	\$1,122.79	\$65.00
888-44792	08/16/2012	06/17/2013	200	GENERAL ELECTRIC CO	\$23.76	\$20.95	\$4,751.16	\$4,190.56	\$560.60
888-44792	03/27/2013	06/13/2013	450	SAFEWAY INC	\$25.11	\$26.25	\$11,300.94	\$11,811.38	(\$510.44)
888-44792	08/08/2012	06/12/2013	75	IDEXX LABS CORP	\$85.52	\$89.57	\$6,413.69	\$6,717.41	(\$303.72)
888-44792	02/05/2013	06/11/2013	75	F5 NETWORKS INC	\$76.19	\$106.77	\$5,714.34	\$8,007.59	(\$2,293.25)
888-44792	08/17/2012	06/06/2013	50	ALTRIA GROUP INC	\$35.65	\$35.34	\$1,782.39	\$1,766.81	\$15.58
888-44792	07/26/2012	06/06/2013	100	ALTRIA GROUP INC	\$35.65	\$35.70	\$3,564.78	\$3,569.77	(\$4.99)
888-44792	12/26/2012	05/23/2013	50	EVEREST RE GROUP LTD	\$127.59	\$108.92	\$6,379.63	\$5,446.17	\$933.46
888-44792	09/14/2012	05/20/2013	25	MICROSOFT CORP	\$34.90	\$31.10	\$872.42	\$777.49	\$94.93
888-44792	08/16/2012	05/20/2013	75	MICROSOFT CORP	\$34.90	\$30.45	\$2,617.26	\$2,284.00	\$333.26
888-44792	01/02/2013	05/17/2013	75	JM SMUCKER CO/THE	\$102.29	\$88.75	\$7,671.93	\$6,656.53	\$1,015.40
888-44792	09/26/2012	05/17/2013	125	MEDTRONIC INC	\$49.55	\$43.45	\$6,193.41	\$5,431.18	\$762.23
888-44792	09/24/2012	05/17/2013	175	TYSON FOODS INC-CL A	\$24.97	\$16.28	\$4,370.59	\$2,849.70	\$1,520.89
888-44792	08/06/2012	05/17/2013	100	MERCK & CO INC	\$45.53	\$44.55	\$4,552.71	\$4,454.54	\$98.17
888-44792	05/21/2012	05/16/2013	50	PHILIP MORRIS INTERNATIONAL	\$95.94	\$84.50	\$4,796.93	\$4,224.90	\$572.03
888-44792	02/06/2013	05/14/2013	200	US BANCORP	\$33.78	\$33.53	\$6,756.50	\$6,706.04	\$50.46
888-44792	08/20/2012	05/14/2013	200	US BANCORP	\$33.78	\$33.08	\$6,756.50	\$6,615.46	\$141.04
888-44792	06/12/2012	05/14/2013	250	US BANCORP	\$33.78	\$30.48	\$8,445.63	\$7,619.68	\$825.95
888-44792	03/18/2013	05/09/2013	305 631	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$11.16	\$10.33	\$3,410.84	\$3,157.17	\$253.67
888-44792	12/27/2012	05/09/2013	50	FISERV INC	\$89.31	\$78.67	\$4,465.36	\$3,933.55	\$531.81
888-44792	12/24/2012	05/09/2013	1639 203	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$11.16	\$9.58	\$18,293.51	\$15,703.56	\$2,589.95
888-44792	09/18/2012	05/09/2013	201 146	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$11.16	\$9.66	\$2,244.79	\$1,943.07	\$301.72

Nontaxable Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-44792	07/30/2012	05/09/2013	50	BECTON DICKINSON & CO	\$97.74	\$76.04	\$4,887.00	\$3,801.98	\$1,085.02
888-44792	07/18/2012	05/09/2013	75	VERIZON COMMUNICATIONS INC	\$52.90	\$45.82	\$3,967.50	\$3,436.54	\$530.96
888-44792	06/20/2012	05/09/2013	355	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$11.16	\$8.69	\$3,963.02	\$3,085.90	\$877.12
888-44792	06/18/2012	05/09/2013	157	AB DISCOVERY VALUE FUND CL ADV	\$20.32	\$16.02	\$3,200.00	\$2,522.83	\$677.17
888-44792	06/08/2012	05/09/2013	50	EXXON MOBIL CORP	\$91.22	\$80.16	\$4,560.91	\$4,007.79	\$553.12
888-44792	05/21/2012	05/09/2013	50	PHILIP MORRIS INTERNATIONAL	\$93.94	\$84.50	\$4,696.96	\$4,224.90	\$472.06
888-44792	02/14/2013	05/06/2013	11	CST BRANDS INC	\$29.61	\$37.13	\$325.73	\$408.47	(\$82.74)
888-44792	01/24/2013	05/06/2013	44	CST BRANDS INC	\$29.61	\$29.94	\$1,302.90	\$1,317.43	(\$14.53)
888-44792	07/26/2012	05/03/2013	50	ALTRIA GROUP INC	\$36.69	\$35.70	\$1,834.48	\$1,784.89	\$49.59
888-44792	05/21/2012	05/03/2013	275	ALTRIA GROUP INC	\$36.69	\$31.79	\$10,089.61	\$8,742.25	\$1,347.36
888-44792	08/14/2012	05/01/2013	125	EATON CORP PLC	\$59.55	\$45.69	\$7,444.10	\$5,711.76	\$1,732.34
888-44792	06/27/2012	05/01/2013	20	VISA INC - CLASS A SHRS	\$167.17	\$122.91	\$3,343.47	\$2,458.23	\$885.24
888-44792	02/06/2013	04/26/2013	75	INTUIT INC	\$58.70	\$62.73	\$4,402.24	\$4,704.86	(\$302.62)
888-44792	01/07/2013	04/26/2013	50	INTUIT INC	\$58.70	\$62.35	\$2,934.82	\$3,117.51	(\$182.69)
888-44792	08/22/2012	04/26/2013	175	TIBCO SOFTWARE INC	\$19.44	\$28.83	\$3,401.81	\$5,045.48	(\$1,643.67)
888-44792	05/24/2012	04/26/2013	75	TIBCO SOFTWARE INC	\$19.44	\$29.58	\$1,457.92	\$2,218.50	(\$760.58)
888-44792	05/04/2012	04/26/2013	50	INTUIT INC	\$58.70	\$57.06	\$2,934.83	\$2,853.13	\$81.70
888-44792	07/20/2012	04/23/2013	50	IDEXX LABS CORP	\$86.90	\$89.67	\$4,345.19	\$4,483.45	(\$138.26)
888-44792	12/31/2012	04/12/2013	50	PETSMART	\$66.41	\$67.60	\$3,320.42	\$3,380.00	(\$59.58)
888-44792	07/20/2012	04/11/2013	50	IDEXX LABS CORP	\$91.03	\$89.67	\$4,551.47	\$4,483.45	\$68.02
888-44792	06/08/2012	04/11/2013	75	EXXON MOBIL CORP	\$88.69	\$80.16	\$6,551.44	\$6,011.69	\$639.75
888-44792	08/29/2012	04/08/2013	200	ASTRAZENECA PLC-SPONS ADR	\$50.41	\$47.02	\$10,081.18	\$9,403.26	\$677.92
888-44792	06/06/2012	04/01/2013	70	SHERWIN-WILLIAMS CO/THE	\$168.07	\$127.05	\$11,764.90	\$8,893.61	\$2,871.29
888-44792	12/14/2012	03/26/2013	50	ULTA SALON COSMETICS & FRAGRAN	\$78.00	\$94.73	\$3,900.06	\$4,736.44	(\$836.38)
888-44792	12/05/2012	03/26/2013	50	ULTA SALON COSMETICS & FRAGRAN	\$78.00	\$100.03	\$3,900.07	\$5,001.29	(\$1,101.22)
888-44792	12/28/2012	03/22/2013	75	HARRIS CORP	\$44.01	\$48.66	\$3,300.46	\$3,649.16	(\$348.70)
888-44792	09/27/2012	03/22/2013	150	HARRIS CORP	\$44.01	\$51.26	\$6,600.91	\$7,689.63	(\$1,088.72)

Capital Gains

Account: MARCH FAMILY FOUNDATION
January 1, 2013 - December 31, 2013

Nontaxable Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-44792	05/17/2012	03/21/2013	75	AMGEN INC	\$94.02	\$71.38	\$7,051.40	\$5,353.50	\$1,697.90
888-44792	05/31/2012	03/19/2013	100	MCKESSON CORP	\$105.82	\$87.59	\$10,581.69	\$8,759.00	\$1,822.69
888-44792	04/10/2012	03/15/2013	200	MGM RESORTS INTERNATIONAL	\$13.04	\$13.67	\$2,608.96	\$2,733.46	(\$124.50)
888-44792	05/24/2012	03/14/2013	25	F5 NETWORKS INC	\$91.58	\$109.62	\$2,289.55	\$2,740.41	(\$450.86)
888-44792	04/20/2012	03/14/2013	25	F5 NETWORKS INC	\$91.58	\$133.20	\$2,289.55	\$3,329.88	(\$1,040.33)
888-44792	05/23/2012	03/07/2013	100	COACH INC	\$48.65	\$67.77	\$4,865.46	\$6,776.75	(\$1,911.29)
888-44792	11/09/2012	03/06/2013	20	LINKEDIN CORP - A	\$174.36	\$98.39	\$3,487.14	\$1,967.75	\$1,519.39
888-44792	09/13/2012	03/01/2013	20	INTERCONTINENTALEXCHANGE INC	\$153.80	\$135.62	\$3,076.08	\$2,712.38	\$363.70
888-44792	11/09/2012	02/25/2013	125	DIRECTV	\$48.64	\$49.07	\$6,079.38	\$6,133.91	(\$54.53)
888-44792	01/11/2013	02/15/2013	20	GOLDMAN SACHS GROUP INC	\$155.24	\$136.67	\$3,104.78	\$2,733.39	\$371.39
888-44792	02/17/2012	02/12/2013	75	ASTRAZENECA PLC-SPONS ADR	\$47.34	\$45.29	\$3,550.20	\$3,396.98	\$153.22
888-44792	01/08/2013	02/11/2013	125	MARSH & MCLENNAN COS INC	\$36.36	\$35.00	\$4,544.93	\$4,374.58	\$170.35
888-44792	12/26/2012	02/11/2013	200	MARSH & MCLENNAN COS INC	\$36.36	\$34.66	\$7,271.88	\$6,931.98	\$339.90
888-44792	09/19/2012	02/08/2013	375	BB&T CORP	\$30.66	\$33.64	\$11,496.56	\$12,615.53	(\$1,118.97)
888-44792	06/15/2012	02/07/2013	10	CHIPOTLE MEXICAN GRILL-CL A	\$316.24	\$400.96	\$3,162.42	\$4,009.63	(\$847.21)
888-44792	05/21/2012	02/06/2013	75	PROCTER & GAMBLE CO	\$75.45	\$63.24	\$5,659.07	\$4,743.00	\$916.07
888-44792	05/24/2012	02/01/2013	50	TIBCO SOFTWARE INC	\$23.79	\$29.58	\$1,189.28	\$1,479.00	(\$289.72)
888-44792	05/03/2012	02/01/2013	75	MCKESSON CORP	\$103.90	\$90.92	\$7,792.25	\$6,819.35	\$972.90
888-44792	04/30/2012	02/01/2013	100	COACH INC	\$50.13	\$73.14	\$5,012.71	\$7,314.34	(\$2,301.63)
888-44792	04/10/2012	02/01/2013	100	TIBCO SOFTWARE INC	\$23.79	\$32.47	\$2,378.57	\$3,247.05	(\$868.48)
888-44792	03/14/2012	02/01/2013	75	TIBCO SOFTWARE INC	\$23.79	\$29.87	\$1,783.93	\$2,239.96	(\$456.03)
888-44792	03/14/2012	02/01/2013	75	TIBCO SOFTWARE INC	\$23.79	\$29.87	\$1,783.93	\$2,239.96	(\$456.03)
888-44792	07/25/2012	01/29/2013	375	NV ENERGY INC	\$18.82	\$17.79	\$7,055.62	\$6,671.78	\$383.84
888-44792	06/06/2012	01/28/2013	45	SHERWIN-WILLIAMS CO/THE	\$163.70	\$127.05	\$7,366.52	\$5,717.31	\$1,649.21
888-44792	05/31/2012	01/28/2013	55	INTL BUSINESS MACHINES CORP	\$205.11	\$194.30	\$11,280.98	\$10,686.50	\$594.48
888-44792	10/24/2012	01/16/2013	75	STARZ-LIBERTY CAPITAL	\$15.73	\$12.81	\$1,179.50	\$960.99	\$218.51
888-44792	10/24/2012	01/10/2013	25	LIBERTY MEDIA CORP - LIBER-A	\$121.33	\$111.92	\$3,033.16	\$2,797.93	\$235.23
888-44792	09/17/2012	01/10/2013	50	UNITED TECHNOLOGIES CORP	\$84.61	\$82.29	\$4,230.66	\$4,114.30	\$116.36
888-44792	08/22/2012	01/10/2013	100	UNITED TECHNOLOGIES CORP	\$84.61	\$79.45	\$8,461.31	\$7,945.48	\$515.83
888-44792	11/12/2012	01/09/2013	50	PARTNERRE LTD	\$83.07	\$78.96	\$4,153.59	\$3,948.23	\$205.36

Nontaxable Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
Total							\$710,719.39	\$670,804.72	\$39,914.67

Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-44792	01/01/1950	12/19/2013	10	APPLE INC	\$545.42	\$75.50	\$5,454.20	\$755.00	\$4,699.20
888-44792	08/17/2012	12/16/2013	300	CISCO SYSTEMS INC	\$20.41	\$19.07	\$6,123.93	\$5,721.12	\$402.81
888-44792	08/16/2012	12/13/2013	20	INTL BUSINESS MACHINES CORP	\$173.13	\$199.72	\$3,462.53	\$3,994.47	(\$531.94)
888-44792	05/31/2012	12/13/2013	35	INTL BUSINESS MACHINES CORP	\$173.13	\$194.30	\$6,059.42	\$6,800.50	(\$741.08)
888-44792	05/17/2012	12/10/2013	150	WELLPOINT INC	\$91.41	\$65.91	\$13,711.91	\$9,886.50	\$3,825.41
888-44792	09/29/2011	12/10/2013	75	WELLPOINT INC	\$91.41	\$64.90	\$6,855.95	\$4,867.60	\$1,988.35
888-44792	11/14/2012	12/09/2013	40	AMAZON COM INC	\$383.92	\$224.39	\$15,356.93	\$8,975.74	\$6,381.19
888-44792	11/22/2011	12/09/2013	10	APPLE INC	\$567.01	\$373.60	\$5,670.05	\$3,735.98	\$1,934.07
888-44792	11/14/2011	12/09/2013	10	APPLE INC	\$567.01	\$379.55	\$5,670.05	\$3,795.52	\$1,874.53
888-44792	09/29/2011	12/09/2013	30	APPLE INC	\$567.01	\$392.88	\$17,010.15	\$11,786.25	\$5,223.90
888-44792	03/07/2011	12/09/2013	5	APPLE INC	\$567.01	\$354.32	\$2,835.03	\$1,771.62	\$1,063.41
888-44792	02/14/2011	12/09/2013	5	APPLE INC	\$567.01	\$359.08	\$2,835.03	\$1,795.40	\$1,039.63
888-44792	09/22/2010	12/09/2013	10	APPLE INC	\$567.01	\$286.30	\$5,670.05	\$2,862.96	\$2,807.09
888-44792	01/01/1950	12/09/2013	100	APPLE INC	\$567.01	\$75.50	\$56,700.51	\$7,550.00	\$49,150.51
888-44792	11/14/2012	12/03/2013	30	INTUITIVE SURGICAL INC	\$372.84	\$530.29	\$11,185.11	\$15,908.80	(\$4,723.69)
888-44792	08/21/2012	11/26/2013	20	BIOGEN IDEC INC	\$289.87	\$143.87	\$5,797.36	\$2,877.36	\$2,920.00
888-44792	10/05/2012	11/22/2013	125	KRAFT FOODS GROUP INC-W/I	\$52.71	\$47.55	\$6,589.33	\$5,943.28	\$646.05
888-44792	08/21/2012	11/22/2013	25	KRAFT FOODS GROUP INC-W/I	\$52.71	\$42.60	\$1,317.87	\$1,064.90	\$252.97
888-44792	08/02/2012	11/22/2013	50	KRAFT FOODS GROUP INC-W/I	\$52.71	\$40.51	\$2,635.73	\$2,025.41	\$610.32
888-44792	11/14/2012	11/21/2013	15	AMAZON COM INC	\$366.03	\$224.39	\$5,490.51	\$3,365.90	\$2,124.61
888-44792	11/12/2012	11/18/2013	50	KINDER MORGAN INC	\$35.65	\$32.57	\$1,782.44	\$1,628.62	\$153.82
888-44792	11/06/2012	11/18/2013	50	KINDER MORGAN INC	\$35.65	\$34.13	\$1,782.45	\$1,706.55	\$75.90
888-44792	08/17/2012	11/18/2013	1	CISCO SYSTEMS INC	\$21.24	\$19.07	\$21.24	\$19.07	\$2.17
888-44792	02/10/2012	11/18/2013	149	CISCO SYSTEMS INC	\$21.24	\$20.00	\$3,164.28	\$2,980.49	\$183.79
888-44792	02/08/2012	11/18/2013	150	CISCO SYSTEMS INC	\$21.24	\$20.17	\$3,185.52	\$3,025.76	\$159.76

Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-44792	12/17/2010	11/18/2013	45	VIACOM INC-CLASS B	\$79.78	\$38.63	\$3,590.30	\$1,738.22	\$1,852.08
888-44792	11/29/2011	11/14/2013	35	CITRIX SYSTEMS INC	\$55.94	\$67.12	\$1,957.85	\$2,349.21	(\$391.36)
888-44792	09/29/2011	11/14/2013	15	CITRIX SYSTEMS INC	\$55.94	\$57.22	\$839.08	\$858.33	(\$19.25)
888-44792	09/29/2011	11/11/2013	25	WELLPOINT INC	\$87.92	\$64.90	\$2,198.11	\$1,622.54	\$575.57
888-44792	05/18/2011	11/11/2013	25	WELLPOINT INC	\$87.92	\$80.92	\$2,198.12	\$2,023.07	\$175.05
888-44792	05/06/2011	11/11/2013	25	WELLPOINT INC	\$87.92	\$77.93	\$2,198.12	\$1,948.28	\$249.84
888-44792	04/26/2011	11/11/2013	125	WELLPOINT INC	\$87.92	\$73.04	\$10,990.59	\$9,130.15	\$1,860.44
888-44792	01/11/2012	11/08/2013	25	CIT GROUP INC	\$47.61	\$36.96	\$1,190.13	\$924.12	\$266.01
888-44792	12/12/2011	11/08/2013	75	CIT GROUP INC	\$47.61	\$33.58	\$3,570.38	\$2,518.85	\$1,051.53
888-44792	09/29/2011	11/04/2013	50	SCHLUMBERGER LTD	\$93.47	\$61.42	\$4,673.52	\$3,071.05	\$1,602.47
888-44792	10/03/2011	11/01/2013	20	LYONDELLBASELL INDU-CL A	\$73.97	\$24.50	\$1,479.44	\$490.07	\$989.37
888-44792	09/29/2011	11/01/2013	55	LYONDELLBASELL INDU-CL A	\$73.97	\$6.40	\$4,068.45	\$351.76	\$3,716.69
888-44792	09/18/2008	10/29/2013	3 419	BERNSTEIN INTERNATIONAL PORTFOLIO	\$16.51	\$17.14	\$56.44	\$58.60	(\$2.16)
888-44792	10/05/2012	10/24/2013	125	FIDELITY NATIONAL FINANCIAL IN	\$27.09	\$22.58	\$3,385.85	\$2,822.24	\$563.61
888-44792	09/19/2012	10/24/2013	225	FIDELITY NATIONAL FINANCIAL IN	\$27.09	\$20.09	\$6,094.53	\$4,519.53	\$1,575.00
888-44792	10/17/2012	10/18/2013	225	KINDER MORGAN INC	\$35.32	\$35.74	\$7,946.71	\$8,040.60	(\$93.89)
888-44792	08/29/2012	10/16/2013	75	EBAY INC	\$53.69	\$47.56	\$4,026.63	\$3,566.69	\$459.94
888-44792	04/10/2012	10/15/2013	75	COGNIZANT TECH SOLUTIONS-A	\$87.26	\$75.32	\$6,544.35	\$5,649.06	\$895.29
888-44792	09/29/2011	10/15/2013	200	DELTA AIR LINES INC	\$24.08	\$8.01	\$4,815.68	\$1,602.76	\$3,212.92
888-44792	07/24/2012	10/14/2013	150	MACY'S INC	\$42.55	\$34.21	\$6,382.37	\$5,131.99	\$1,250.38
888-44792	09/29/2011	10/10/2013	100	DELTA AIR LINES INC	\$24.54	\$8.01	\$2,454.22	\$801.38	\$1,652.84
888-44792	07/22/2011	10/10/2013	150	DELTA AIR LINES INC	\$24.54	\$8.11	\$3,681.33	\$1,216.47	\$2,464.86
888-44792	09/13/2012	10/09/2013	20	INTERCONTINENTAL EXCHANGE INC	\$188.91	\$135.62	\$3,778.27	\$2,712.38	\$1,065.89
888-44792	09/29/2011	10/04/2013	45	EOG RESOURCES INC	\$173.35	\$73.41	\$7,800.75	\$3,303.33	\$4,497.42
888-44792	10/24/2011	10/02/2013	10	PRECISION CASTPARTS CORP	\$228.63	\$172.38	\$2,286.32	\$1,723.77	\$562.55
888-44792	09/29/2011	10/02/2013	10	PRECISION CASTPARTS CORP	\$228.63	\$161.28	\$2,286.33	\$1,612.77	\$673.56
888-44792	09/29/2011	09/20/2013	50	THE WALT DISNEY CO	\$65.40	\$31.00	\$3,269.82	\$1,549.81	\$1,720.01
888-44792	05/21/2012	09/17/2013	75	WAL-MART STORES INC	\$75.20	\$62.92	\$5,639.86	\$4,718.94	\$920.92
888-44792	08/21/2012	09/05/2013	55	BIOGEN IDEC INC	\$227.16	\$143.87	\$12,494.05	\$7,912.73	\$4,581.32

Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-44792	07/24/2012	08/21/2013	75	MACY'S INC	\$44 74	\$34 21	\$3,355 22	\$2,566 00	\$789 22
888-44792	07/24/2012	08/21/2013	50	TIME WARNER INC	\$61 42	\$37 57	\$3,071 03	\$1,878 34	\$1,192 69
888-44792	06/25/2012	08/21/2013	20	UNION PACIFIC CORP	\$155 11	\$113 57	\$3,102 29	\$2,271 44	\$830 85
888-44792	06/18/2012	08/21/2013	582 789	AB DISCOVERY GROWTH FND CL ADV	\$9 18	\$7 00	\$5,350 00	\$4,079 52	\$1,270 48
888-44792	06/18/2012	08/21/2013	214 927	AB DISCOVERY VALUE FUND CL ADV	\$21 17	\$16 02	\$4,550 00	\$3,443 13	\$1,106 87
888-44792	06/15/2012	08/21/2013	8	CHIPOTLE MEXICAN GRILL-CL A	\$403 16	\$400 96	\$3,225 26	\$3,207 70	\$17 56
888-44792	06/08/2012	08/21/2013	50	CHEVRON CORP	\$117 58	\$100 20	\$5,879 08	\$5,009 87	\$869 21
888-44792	06/06/2012	08/21/2013	10	SHERWIN-WILLIAMS CO/THE	\$172 02	\$127 05	\$1,720 20	\$1,270 51	\$449 69
888-44792	05/30/2012	08/21/2013	50	HOME DEPOT INC	\$73 79	\$49 60	\$3,689 36	\$2,480 16	\$1,209 20
888-44792	12/12/2011	08/21/2013	100	CIT GROUP INC	\$48 38	\$33 58	\$4,837 52	\$3,358 47	\$1,479 05
888-44792	09/29/2011	08/21/2013	50	LYONDELLBASELL INDU-CL A	\$67 84	\$6 40	\$3,391 87	\$319 78	\$3,072 09
888-44792	09/29/2011	08/21/2013	25	THE WALT DISNEY CO	\$61 37	\$31 00	\$1,534 15	\$774 91	\$759 24
888-44792	08/11/2011	08/21/2013	50	THE WALT DISNEY CO	\$61 37	\$32 26	\$3,068 31	\$1,613 12	\$1,455 19
888-44792	04/26/2011	08/21/2013	10	WELLPOINT INC	\$85 63	\$73 04	\$856 35	\$730 41	\$125 94
888-44792	03/30/2011	08/21/2013	1	GOOGLE INC-CL A	\$870 96	\$583 97	\$870 96	\$583 97	\$286 99
888-44792	03/08/2011	08/21/2013	65	WELLPOINT INC	\$85 63	\$68 56	\$5,566 27	\$4,456 21	\$1,110 06
888-44792	03/07/2011	08/21/2013	25	NOBLE ENERGY INC	\$61 85	\$46 54	\$1,546 28	\$1,163 40	\$382 88
888-44792	02/28/2011	08/21/2013	50	NOBLE ENERGY INC	\$61 85	\$45 72	\$3,092 55	\$2,286 05	\$806 50
888-44792	02/25/2011	08/21/2013	4	GOOGLE INC-CL A	\$870 96	\$613 67	\$3,483 86	\$2,454 67	\$1,029 19
888-44792	02/04/2011	08/21/2013	100	KROGER CO	\$37 47	\$22 32	\$3,747 45	\$2,231 54	\$1,515 91
888-44792	09/28/2010	08/21/2013	50	JOHNSON & JOHNSON	\$88 85	\$62 29	\$4,442 34	\$3,114 57	\$1,327 77
888-44792	09/22/2010	08/21/2013	5	APPLE INC	\$504 19	\$286 30	\$2,520 94	\$1,431 48	\$1,089 46
888-44792	05/11/2010	08/21/2013	10	APPLE INC	\$504 19	\$252 13	\$5,041 88	\$2,521 30	\$2,520 58
888-44792	09/18/2008	08/21/2013	777 276	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	\$13 29	\$12 60	\$10,330 00	\$9,793 68	\$536 32
888-44792	09/18/2008	08/21/2013	3787 889	BERNSTEIN INTERNATIONAL PORTFOLIO	\$15 11	\$17 14	\$57,235 00	\$64,924 42	(\$7,689 42)
888-44792	11/14/2011	08/16/2013	50	TIME WARNER CABLE	\$110 01	\$60 87	\$5,500 47	\$3,043 41	\$2,457 06
888-44792	07/17/2012	08/12/2013	50	BERKSHIRE HATHAWAY INC-CL B	\$117 10	\$84 51	\$5,855 04	\$4,225 58	\$1,629 46

Capital Gains

Account: MARCH FAMILY FOUNDATION
January 1, 2013 - December 31, 2013

Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-44792	09/29/2011	08/09/2013	20	PRECISION CASTPARTS CORP	\$219.31	\$161.28	\$4,386.29	\$3,225.54	\$1,160.75
888-44792	02/01/2012	08/08/2013	400	APPLIED MATERIALS INC	\$15.70	\$12.56	\$6,278.56	\$5,023.92	\$1,254.64
888-44792	12/23/2011	08/08/2013	300	APPLIED MATERIALS INC	\$15.70	\$10.67	\$4,708.92	\$3,201.15	\$1,507.77
888-44792	11/23/2011	08/08/2013	225	APPLIED MATERIALS INC	\$15.70	\$10.35	\$3,531.69	\$2,329.63	\$1,202.06
888-44792	10/12/2011	08/08/2013	175	APPLIED MATERIALS INC	\$15.70	\$11.36	\$2,746.87	\$1,987.49	\$759.38
888-44792	09/29/2011	08/05/2013	25	EOG RESOURCES INC	\$152.97	\$73.41	\$3,824.24	\$1,835.19	\$1,989.05
888-44792	09/29/2011	08/02/2013	50	CITRIX SYSTEMS INC	\$72.97	\$57.22	\$3,648.53	\$2,861.11	\$787.42
888-44792	06/18/2012	07/30/2013	367.325	AB DISCOVERY GROWTH FND CL ADV	\$9.12	\$7.00	\$3,350.00	\$2,571.27	\$778.73
888-44792	06/21/2012	07/26/2013	50	NATIONAL - OILWELL INC	\$71.43	\$66.34	\$3,571.42	\$3,317.21	\$254.21
888-44792	03/28/2012	07/26/2013	50	NATIONAL - OILWELL INC	\$71.43	\$77.65	\$3,571.42	\$3,882.46	(\$311.04)
888-44792	11/02/2011	07/25/2013	10	HARLEY DAVIDSON INC	\$56.25	\$38.69	\$562.45	\$386.92	\$175.53
888-44792	09/29/2011	07/23/2013	25	TIME WARNER CABLE	\$117.06	\$64.80	\$2,926.51	\$1,620.11	\$1,306.40
888-44792	09/29/2011	07/19/2013	20	TIME WARNER CABLE	\$116.68	\$64.80	\$2,333.67	\$1,296.09	\$1,037.58
888-44792	09/29/2011	07/19/2013	25	TIME WARNER CABLE	\$116.68	\$64.80	\$2,917.09	\$1,620.11	\$1,296.98
888-44792	02/09/2011	07/19/2013	30	TIME WARNER CABLE	\$116.68	\$69.26	\$3,500.51	\$2,077.81	\$1,422.70
888-44792	06/08/2012	07/16/2013	150	EXXON MOBIL CORP	\$93.07	\$80.16	\$13,960.23	\$12,023.37	\$1,936.86
888-44792	03/28/2012	07/15/2013	50	NATIONAL - OILWELL INC	\$73.06	\$77.65	\$3,653.16	\$3,882.47	(\$229.31)
888-44792	09/29/2011	07/15/2013	10	CITRIX SYSTEMS INC	\$66.29	\$57.22	\$662.87	\$572.22	\$90.65
888-44792	06/20/2011	07/15/2013	25	CITRIX SYSTEMS INC	\$66.29	\$74.08	\$1,657.17	\$1,851.96	(\$194.79)
888-44792	03/21/2011	07/15/2013	15	CITRIX SYSTEMS INC	\$66.29	\$68.39	\$994.31	\$1,025.84	(\$31.53)
888-44792	11/02/2011	07/09/2013	55	HARLEY DAVIDSON INC	\$54.81	\$38.69	\$3,014.34	\$2,128.09	\$886.25
888-44792	10/25/2011	07/09/2013	45	HARLEY DAVIDSON INC	\$54.81	\$38.25	\$2,466.28	\$1,721.46	\$744.82
888-44792	05/11/2010	06/17/2013	3	APPLE INC	\$433.70	\$252.13	\$1,301.10	\$756.39	\$544.71
888-44792	02/05/2010	06/17/2013	7	APPLE INC	\$433.70	\$193.23	\$3,035.90	\$1,352.64	\$1,683.26
888-44792	10/25/2011	06/06/2013	75	HARLEY DAVIDSON INC	\$53.72	\$38.25	\$4,029.15	\$2,869.10	\$1,160.05
888-44792	02/04/2011	06/06/2013	200	KROGER CO	\$33.04	\$22.32	\$6,607.22	\$4,463.08	\$2,144.14
888-44792	05/24/2012	06/05/2013	50	F5 NETWORKS INC	\$76.94	\$109.62	\$3,846.90	\$5,480.81	(\$1,633.91)
888-44792	03/28/2012	05/30/2013	15	NATIONAL - OILWELL INC	\$71.17	\$77.65	\$1,067.53	\$1,164.74	(\$97.21)
888-44792	02/16/2012	05/30/2013	35	NATIONAL - OILWELL INC	\$71.17	\$83.85	\$2,490.90	\$2,934.88	(\$443.98)

Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-44792	11/14/2011	05/23/2013	500	MICRON TECHNOLOGY INC	\$11 33	\$5 32	\$5,667 30	\$2,659 85	\$3,007 45
888-44792	10/25/2011	05/23/2013	400	MICRON TECHNOLOGY INC	\$11 33	\$5 55	\$4,533.84	\$2,218 08	\$2,315 76
888-44792	09/29/2011	05/17/2013	5	PRECISION CASTPARTS CORP	\$212 02	\$161 28	\$1,060 07	\$806 38	\$253 69
888-44792	08/25/2011	05/17/2013	15	PRECISION CASTPARTS CORP	\$212 02	\$153 49	\$3,180 23	\$2,302 32	\$877 91
888-44792	02/04/2011	05/15/2013	100	KROGER CO	\$35 19	\$22 32	\$3,519 29	\$2,231 54	\$1,287 75
888-44792	04/30/2012	05/14/2013	50	UNITEDHEALTH GROUP INC	\$61 87	\$55 90	\$3,093 57	\$2,795 08	\$298 49
888-44792	04/12/2012	05/14/2013	70	UNITEDHEALTH GROUP INC	\$61 87	\$58 38	\$4,331 00	\$4,086 47	\$244 53
888-44792	10/11/2011	05/14/2013	5	UNITEDHEALTH GROUP INC	\$61 87	\$46 31	\$309 36	\$231 54	\$77 82
888-44792	03/21/2011	05/14/2013	30	CITRIX SYSTEMS INC	\$65 81	\$68 39	\$1,974 23	\$2,051 67	(\$77 44)
888-44792	01/07/2011	05/14/2013	20	CITRIX SYSTEMS INC	\$65 81	\$68 33	\$1,316 16	\$1,366 56	(\$50 40)
888-44792	09/29/2011	05/10/2013	125	TYSON FOODS INC-CL A	\$24 76	\$17.06	\$3,094 55	\$2,132 94	\$961 61
888-44792	07/05/2011	05/10/2013	50	TYSON FOODS INC-CL A	\$24 76	\$19 25	\$1,237 82	\$962 35	\$275 47
888-44792	02/10/2012	05/09/2013	15	WELLS FARGO & COMPANY	\$38 26	\$30 23	\$573.97	\$453 41	\$120 56
888-44792	12/27/2011	05/09/2013	572 034	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$11 16	\$7 91	\$6,383 90	\$4,524.79	\$1,859 11
888-44792	11/14/2011	05/09/2013	112	WELLS FARGO & COMPANY	\$38 26	\$25 10	\$4,285 61	\$2,811 00	\$1,474 61
888-44792	10/12/2011	05/09/2013	200	APPLIED MATERIALS INC	\$14 97	\$11 36	\$2,994 32	\$2,271 42	\$722 90
888-44792	10/11/2011	05/09/2013	595 855	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$11 16	\$7 72	\$6,649 74	\$4,600 00	\$2,049 74
888-44792	10/05/2011	05/09/2013	100	APPLIED MATERIALS INC	\$14 97	\$10 54	\$1,497 16	\$1,053 68	\$443 48
888-44792	09/29/2011	05/09/2013	12976 563	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$11 16	\$7 68	\$144,818 44	\$99,660 00	\$45,158 44
888-44792	06/14/2011	05/09/2013	25	PRECISION CASTPARTS CORP	\$208 07	\$152 70	\$5,201 74	\$3,817 39	\$1,384 35
888-44792	02/09/2011	05/09/2013	2286 349	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$11 16	\$9 01	\$25,515 65	\$20,600 00	\$4,915 65
888-44792	01/03/2011	05/09/2013	905 028	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$11 16	\$8 95	\$10,100 11	\$8,100 00	\$2,000 11
888-44792	12/27/2010	05/09/2013	1077 974	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$11 16	\$8 69	\$12,030 19	\$9,367 59	\$2,662 60
888-44792	11/24/2010	05/09/2013	518 223	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$11 16	\$8 78	\$5,783 37	\$4,550 00	\$1,233 37
888-44792	11/24/2010	05/09/2013	75	STARBUCKS CORP	\$62 23	\$30 89	\$4,667 33	\$2,316 97	\$2,350 36

Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-44792	09/22/2010	05/09/2013	3119 767	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$11 16	\$8 60	\$34,816 60	\$26,830 00	\$7,986 60
888-44792	06/28/2010	05/09/2013	28	HEWLETT-PACKARD CO	\$21 36	\$46 22	\$598 01	\$1,294 28	(\$696 27)
888-44792	05/25/2010	05/09/2013	120	HEWLETT-PACKARD CO	\$21 36	\$45 14	\$2,562 91	\$5,416 37	(\$2,853 46)
888-44792	05/10/2010	05/09/2013	10	HEWLETT-PACKARD CO	\$21 36	\$49 45	\$213 58	\$494 54	(\$280 96)
888-44792	12/28/2009	05/09/2013	1334 95	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$11 16	\$7 82	\$14,898.04	\$10,439 31	\$4,458 73
888-44792	12/18/2009	05/09/2013	520 446	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$11 16	\$8 07	\$5,808 18	\$4,200 00	\$1,608 18
888-44792	10/23/2009	05/09/2013	7	HEWLETT-PACKARD CO	\$21 36	\$48 64	\$149 50	\$340 46	(\$190 96)
888-44792	10/16/2009	05/09/2013	1810 345	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$11 16	\$8 12	\$20,203 45	\$14,700 00	\$5,503 45
888-44792	01/22/2009	05/09/2013	3899 446	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$11 16	\$5 42	\$43,517 82	\$21,135 00	\$22,382 82
888-44792	09/23/2008	05/09/2013	35	HEWLETT-PACKARD CO	\$21 36	\$47 43	\$747 52	\$1,660 12	(\$912 60)
888-44792	09/18/2008	05/09/2013	6689 583	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$11 16	\$9 39	\$74,655 75	\$62,815 19	\$11,840 56
888-44792	02/04/2011	05/07/2013	100	KROGER CO	\$34 81	\$22 32	\$3,481 36	\$2,231 54	\$1,249 82
888-44792	10/11/2011	05/03/2013	125	ALTRIA GROUP INC	\$36 69	\$27 79	\$4,586 19	\$3,473 49	\$1,112 70
888-44792	10/11/2011	05/01/2013	75	UNITEDHEALTH GROUP INC	\$59 48	\$46 31	\$4,461 01	\$3,473 10	\$987 91
888-44792	09/29/2011	05/01/2013	10	SCHLUMBERGER LTD	\$73 67	\$61 42	\$736 71	\$614 21	\$122 50
888-44792	09/22/2010	05/01/2013	40	SCHLUMBERGER LTD	\$73 67	\$59 19	\$2,946 82	\$2,367 62	\$579 20
888-44792	04/06/2010	05/01/2013	25	SCHLUMBERGER LTD	\$73 67	\$66 90	\$1,841 77	\$1,672 46	\$169 31
888-44792	09/29/2011	04/26/2013	100	INTUIT INC	\$58 70	\$48 66	\$5,869 65	\$4,865 67	\$1,003 98
888-44792	08/23/2011	04/26/2013	50	INTUIT INC	\$58 70	\$44 47	\$2,934 83	\$2,223 28	\$711 55
888-44792	03/10/2011	04/26/2013	25	INTUIT INC	\$58 70	\$50 07	\$1,467 41	\$1,251 87	\$215 54
888-44792	10/25/2011	04/08/2013	375	MICRON TECHNOLOGY INC	\$9 28	\$5 55	\$3,481 76	\$2,079 45	\$1,402 31
888-44792	09/22/2010	04/04/2013	5	GOOGLE INC-CL A	\$794 05	\$515 18	\$3,970 27	\$2,575 92	\$1,394 35
888-44792	02/08/2012	04/02/2013	25	CISCO SYSTEMS INC	\$21 20	\$20 17	\$529 98	\$504 29	\$25 69
888-44792	02/07/2012	04/02/2013	175	CISCO SYSTEMS INC	\$21 20	\$20 26	\$3,709 88	\$3,544 63	\$165 25
888-44792	07/05/2011	03/27/2013	150	TYSON FOODS INC-CL A	\$23 99	\$19 25	\$3,598 71	\$2,887 07	\$711 64

Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-44792	11/01/2011	03/22/2013	60	LORILLARD INC	\$40 21	\$35 99	\$2,412 68	\$2,159 67	\$253 01
888-44792	10/11/2011	03/22/2013	225	LORILLARD INC	\$40 21	\$39 27	\$9,047 57	\$8,836 43	\$211 14
888-44792	08/15/2011	03/22/2013	40	LORILLARD INC	\$40 21	\$34 63	\$1,608 46	\$1,385 38	\$223 08
888-44792	05/17/2011	03/21/2013	40	CITIGROUP INC	\$45 99	\$41 34	\$1,839 68	\$1,653 77	\$185 91
888-44792	05/02/2011	03/21/2013	10	CITIGROUP INC	\$45 99	\$45 46	\$459 92	\$454 56	\$5 36
888-44792	05/02/2011	03/21/2013	90	CITIGROUP INC	\$45 99	\$45 46	\$4,139 27	\$4,091 04	\$48 23
888-44792	04/20/2011	03/21/2013	110	CITIGROUP INC	\$45 99	\$45 61	\$5,059 11	\$5,016 66	\$42 45
888-44792	04/01/2011	03/21/2013	50	CITIGROUP INC	\$45 99	\$44 73	\$2,299 60	\$2,236 25	\$63 35
888-44792	02/28/2012	03/15/2013	300	MGM RESORTS INTERNATIONAL	\$13 04	\$13 55	\$3,913 44	\$4,065 00	(\$151 56)
888-44792	01/06/2012	03/15/2013	200	MGM RESORTS INTERNATIONAL	\$13 04	\$11 11	\$2,608 96	\$2,221 02	\$387 94
888-44792	08/15/2011	03/01/2013	170	LORILLARD INC	\$38 33	\$34 63	\$6,516 58	\$5,887 85	\$628 73
888-44792	07/22/2011	02/25/2013	100	DELTA AIR LINES INC	\$14 12	\$8 11	\$1,411 79	\$810 98	\$600 81
888-44792	02/11/2011	02/25/2013	150	DELTA AIR LINES INC	\$14 12	\$11 94	\$2,117 69	\$1,790 36	\$327 33
888-44792	01/06/2012	02/20/2013	300	MGM RESORTS INTERNATIONAL	\$12 95	\$11 11	\$3,886 35	\$3,331 53	\$554 82
888-44792	01/06/2012	02/19/2013	400	MGM RESORTS INTERNATIONAL	\$12 80	\$11 11	\$5,121 84	\$4,442 04	\$679 80
888-44792	01/30/2012	02/14/2013	75	BP PLC-SPONS ADR	\$42 22	\$43 07	\$3,166 47	\$3,229 95	(\$63 48)
888-44792	10/24/2011	02/14/2013	100	BP PLC-SPONS ADR	\$42 22	\$41 59	\$4,221 96	\$4,158 97	\$62 99
888-44792	10/07/2011	02/14/2013	200	BP PLC-SPONS ADR	\$42 22	\$37 07	\$8,443 92	\$7,414 05	\$1,029 87
888-44792	09/29/2011	02/14/2013	125	BP PLC-SPONS ADR	\$42 22	\$36 75	\$5,277 45	\$4,593 25	\$684 20
888-44792	09/14/2011	02/14/2013	150	BP PLC-SPONS ADR	\$42 22	\$38 22	\$6,332 94	\$5,732 89	\$600 05
888-44792	10/19/2011	02/12/2013	50	ASTRAZENECA PLC-SPONS ADR	\$47 34	\$47 19	\$2,366 80	\$2,359 46	\$7 34
888-44792	09/29/2011	02/12/2013	125	ASTRAZENECA PLC-SPONS ADR	\$47 34	\$45 03	\$5,917 00	\$5,629 31	\$287 69
888-44792	03/10/2011	02/12/2013	50	ASTRAZENECA PLC-SPONS ADR	\$47 34	\$48 07	\$2,366 80	\$2,403 31	(\$36 51)
888-44792	12/21/2010	02/12/2013	50	ASTRAZENECA PLC-SPONS ADR	\$47 34	\$45 80	\$2,366 80	\$2,289 76	\$77 04
888-44792	11/26/2010	02/12/2013	75	ASTRAZENECA PLC-SPONS ADR	\$47 34	\$48 02	\$3,550 20	\$3,601 57	(\$51 37)
888-44792	11/26/2010	02/12/2013	50	ASTRAZENECA PLC-SPONS ADR	\$47 34	\$48 02	\$2,366 80	\$2,401 04	(\$34 24)
888-44792	05/26/2010	02/12/2013	125	ASTRAZENECA PLC-SPONS ADR	\$47 34	\$40 95	\$5,917 00	\$5,118 17	\$798 83
888-44792	01/07/2011	02/08/2013	20	CITRIX SYSTEMS INC	\$73 21	\$68 33	\$1,464 27	\$1,366 56	\$97 71
888-44792	11/30/2010	02/08/2013	30	CITRIX SYSTEMS INC	\$73 21	\$67 23	\$2,196 40	\$2,016 96	\$179 44
888-44792	10/11/2011	02/07/2013	120	UNITEDHEALTH GROUP INC	\$57 00	\$46 31	\$6,840 36	\$5,556 96	\$1,283 40

Capital Gains

Account: MARCH FAMILY FOUNDATION
January 1, 2013 - December 31, 2013

Nontaxable Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-44792	08/11/2011	02/07/2013	5	UNITEDHEALTH GROUP INC	\$57 00	\$42 81	\$285 02	\$214 06	\$70 96
888-44792	04/08/2011	02/06/2013	50	AT&T INC	\$35 37	\$30 55	\$1,768 32	\$1,527 31	\$241 01
888-44792	04/07/2011	02/06/2013	50	AT&T INC	\$35 37	\$30 48	\$1,768 33	\$1,524 10	\$244 23
888-44792	01/06/2012	01/29/2013	150	NV ENERGY INC	\$18 82	\$15 87	\$2,822 25	\$2,380 56	\$441 69
888-44792	10/12/2011	01/29/2013	125	NV ENERGY INC	\$18 82	\$15 23	\$2,351 88	\$1,903 19	\$448 69
888-44792	10/11/2011	01/28/2013	75	ALTRIA GROUP INC	\$33 62	\$27 79	\$2,521 47	\$2,084 09	\$437 38
888-44792	03/25/2011	01/28/2013	150	ALTRIA GROUP INC	\$33 62	\$25 98	\$5,042 94	\$3,897 42	\$1,145 52
888-44792	03/18/2011	01/28/2013	75	ALTRIA GROUP INC	\$33 62	\$24 76	\$2,521 47	\$1,856 94	\$664 53
888-44792	08/11/2011	01/07/2013	75	UNITEDHEALTH GROUP INC	\$52 03	\$42 81	\$3,901 91	\$3,210 92	\$690 99
Total							\$1,219,602.45	\$909,424.44	\$310,178.01