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Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**

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

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

▶ Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf)

OMB No 1545-0052

**2013**

Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation <b>ADAMS LEGACY FOUNDATION 23-69991</b>		A Employer identification number <b>26-3373791</b>
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) <b>312-630-6000</b>
P.O. BOX 803878 City or town, state or province, country, and ZIP or foreign postal code <b>CHICAGO, IL 60680</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <b>4,931,778.</b>		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		NONE			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		153,014.	153,014.		STMT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		152,327.			
b Gross sales price for all assets on line 6a <b>2,173,116.</b>					
7 Capital gain net income (from Part IV, line 2)			152,327.		
8 Net short-term capital gain					
9 Income modifications				10,000.	
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)		-75.			STMT 2
12 Total Add lines 1 through 11		305,266.	305,341.	10,000.	
13 Compensation of officers, directors, trustees, etc		32,500.	NONE		32,500.
14 Other employee salaries and wages			NONE	NONE	
15 Pension plans, employee benefits		2,829.	NONE	NONE	2,829.
16a Legal fees (attach schedule) STMT 3		288.	NONE	NONE	288.
b Accounting fees (attach schedule) STMT 4		2,000.	1,000.	NONE	1,000.
c Other professional fees (attach schedule) STMT 5		29,167.	29,167.		
17 Interest					
18 Taxes (attach schedule) (see instructions) STMT 6		12,331.	3,331.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		9,605.	NONE	NONE	9,605.
22 Printing and publications			NONE	NONE	
23 Other expenses (attach schedule) STMT 7		13,133.			13,133.
24 Total operating and administrative expenses. Add lines 13 through 23		101,853.	33,498.	NONE	59,355.
25 Contributions, gifts, grants paid		148,000.			148,000.
26 Total expenses and disbursements Add lines 24 and 25		249,853.	33,498.	NONE	207,355.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		55,413.			
b Net investment income (if negative, enter -0-)			271,843.		
c Adjusted net income (if negative, enter -0-)				10,000.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	57,405.	58,425.	58,425.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10 a	Investments - U S and state government obligations (attach schedule) . .			
	b	Investments - corporate stock (attach schedule) . STMT 8 .	2,891,487.	3,493,771.	3,932,482.
	c	Investments - corporate bonds (attach schedule) . STMT 9 .	879,953.	602,292.	624,383.
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation ▶ (attach schedule)			
	12	Investments - mortgage loans . . . . .			
	13	Investments - other (attach schedule) . . . . . STMT 10 .	572,406.	300,000.	306,488.
	14	Land, buildings, and equipment basis Less accumulated depreciation ▶ (attach schedule)			
15	Other assets (describe ▶ NOTE DUE : WILDLING MUSEUM )	20,000.	10,000.	10,000.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	4,421,251.	4,464,488.	4,931,778.	
Liabilities	17	Accounts payable and accrued expenses . . . . .	1,250.	289.	
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ )			
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	1,250.	289.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .	4,420,001.	4,464,199.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . .			
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	4,420,001.	4,464,199.	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	4,421,251.	4,464,488.	

**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	4,420,001.
2	Enter amount from Part I, line 27a . . . . .	2	55,413.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3 . . . . .	4	4,475,414.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	11,215.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . .	6	4,464,199.

Form 990-PF (2013)

**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.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 2,173,116.		2,020,789.	152,327.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
<b>a</b>			152,327.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> 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 }			<b>2</b>	152,327.	
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			<b>3</b>		

**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	199,096.	4,375,326.	0.045504
2011	190,061.	4,429,145.	0.042911
2010	183,423.	4,251,325.	0.043145
2009	369,640.	3,941,182.	0.093789
2008	40,000.	3,944,319.	0.010141
<b>2</b> Total of line 1, column (d)			0.235490
<b>3</b> 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			0.047098
<b>4</b> Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4,670,858.
<b>5</b> Multiply line 4 by line 3			219,988.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			2,718.
<b>7</b> Add lines 5 and 6			222,706.
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			207,355.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	5,437.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
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	
3 Add lines 1 and 2 . . . . .		3	5,437.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		4	NONE
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	5,437.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013 . . . . .	6a	6,537.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	NONE	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	6,537.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9		
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	1,100.	
11 Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> <b>1,100.</b> <b>Refunded</b> <input type="checkbox"/> <b>11</b>	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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file <b>Form 1120-POL</b> 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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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 <b>Form 990-T</b> 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) <input type="checkbox"/> <u>DE CA</u>		
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

Form 990-PF (2013)

**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?	13	X	
Website address <b>WWW.ADAMSLEGACYFOUNDATION.ORG</b>				
14	The books are in care of <b>BLAIR CARTY</b> Telephone no <b>(562) 431-0011</b>			
Located at <b>P.O. BOX 1957, LOS ALAMITOS, CA</b> ZIP+4 <b>90720</b>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country				X

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

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

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

Form 990-PF (2013)

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)****5a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . . ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) . . . . . ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . ☐ Yes ☒ No

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

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

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

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . . . ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . . ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions)**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PETER D. ADAMS P.O. BOX 1957, LOS ALAMITOS, CA 90720	PRESIDENT 1	-0-	-0-	-0-
REBECCA B ADAMS P.O. BOX 1957, LOS ALAMITOS, CA 90720	VICE PRESIDENT 1	-0-	-0-	-0-
BLAIR CARTY P O BOX 1957, LOS ALAMITOS, CA 90720	EXECUTIVE DIRECT 10	32,500	-0-	-0-

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

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

**Total number of other employees paid over \$50,000** . . . . . **NONE**

Form 990-PF (2013)

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . .	

Form 990-PF (2013)



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	4,720,167.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	21,821.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	4,741,988.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	4,741,988.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	71,130.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	4,670,858.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	233,543.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	233,543.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	5,437.
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	5,437.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	228,106.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	10,000.
<b>5</b>	Add lines 3 and 4	<b>5</b>	238,106.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	238,106.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	207,355.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	207,355.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	207,355.

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7 . . . . .				238,106.
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only . . . . .			37,869.	
<b>b</b> Total for prior years 20 <u>11</u> , 20____, 20____		NONE		
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008 . . . . .	NONE			
<b>b</b> From 2009 . . . . .	NONE			
<b>c</b> From 2010 . . . . .	NONE			
<b>d</b> From 2011 . . . . .	NONE			
<b>e</b> From 2012 . . . . .	NONE			
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>207,355.</u>				
<b>a</b> Applied to 2012, but not more than line 2a . . .			37,869.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2013 distributable amount . . . . .				169,486.
<b>e</b> Remaining amount distributed out of corpus . .	NONE			
<b>5</b> Excess distributions carryover applied to 2013 . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> 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 . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				68,620.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . .	NONE			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	NONE			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009 . . .	NONE			
<b>b</b> Excess from 2010 . . .	NONE			
<b>c</b> Excess from 2011 . . .	NONE			
<b>d</b> Excess from 2012 . . .	NONE			
<b>e</b> Excess from 2013 . . .	NONE			

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

NOT APPLICABLE

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

**b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

**2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

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

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

PETER & REBECCA ADAMS

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

N/A

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

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

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

SEE STATEMENT 12

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

SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

**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)				
<b>a</b> <i>Paid during the year</i>  SEE STATEMENT 18				148,000.
<b>Total</b> .....			<b>3a</b>	148,000.
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> .....			<b>3b</b>	

**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)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions )
<b>1</b> Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments . . . . .						
<b>3</b> Interest on savings and temporary cash investments						
<b>4</b> Dividends and interest from securities . . . . .				14	153,014.	
<b>5</b> Net rental income or (loss) from real estate						
a Debt-financed property . . . . .						
b Not debt-financed property . . . . .						
<b>6</b> Net rental income or (loss) from personal property .						
<b>7</b> Other investment income . . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory				18	152,327.	
<b>9</b> Net income or (loss) from special events . . .						
<b>10</b> Gross profit or (loss) from sales of inventory . .						
<b>11</b> Other revenue a _____						
b DEFERRED INCOME				14	-75.	
c _____						
d _____						
e _____						
<b>12</b> Subtotal Add columns (b), (d), and (e) . . . . .					305,266.	
<b>13</b> Total. Add line 12, columns (b), (d), and (e) . . . . .					305,266.	

<b>Part XVI-B</b>	<b>Relationship of Activities to the Accomplishment of Exempt Purposes</b>
-------------------	--

[illegible]



FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS & INTEREST	153,014.	153,014.
	-----	-----
TOTAL	153,014.	153,014.
	=====	=====

FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
DEFERRED INCOME	-75.
	-----
TOTALS	-75.
	=====



FORM 990PF, PART I - LEGAL FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL FEES	288.			288.
	-----	-----	-----	-----
TOTALS	288.	NONE	NONE	288.
	=====	=====	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION	2,000.	1,000.		1,000.
	-----	-----	-----	-----
TOTALS	2,000.	1,000.	NONE	1,000.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT ADVISORY FEES	29,167.	29,167.
TOTALS	29,167.	29,167.
	=====	=====

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
EXCISE TAXES	9,000.	
FOREIGN TAXES	3,331.	3,331.
	-----	-----
TOTALS	12,331.	3,331.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
PAYROLL PROCESSING	1,065.	1,065.
MISC FOUNDATION	11,534.	11,534.
WORKMANS COMP	534.	534.
TOTALS	----- 13,133. =====	----- 13,133. =====

ADAMS LEGACY FOUNDATION 23-69991  
FORM 990PF, PART II - CORPORATE STOCK  
=====

26-3373791

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
SEE ATTACHED SCHEDULE	3,493,771.	3,932,482.
	-----	-----
TOTALS	3,493,771.	3,932,482.
	=====	=====

ADAMS LEGACY FOUNDATION 23-69991

26-3373791

FORM 990PF, PART II - CORPORATE BONDS  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
SEE ATTACHED SCHEDULE	602,292.	624,383.
	-----	-----
TOTALS	602,292.	624,383.
	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS  
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED SCHEDULE	C	300,000.	306,488.
		-----	-----
TOTALS		300,000.	306,488.
		=====	=====



FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES  
=====

DESCRIPTION -----	AMOUNT -----
PRIOR PERIOD ADJUSTMENT	1,215.
FORGIVEN PORTION OF LOAN TO WILDLING MUSEUM	10,000.
	-----
TOTAL	11,215.
	=====

ADAMS LEGACY FOUNDATION 23-69991  
FORM 990PF, PART XV - LINES 2a - 2d  
=====

26-3373791

RECIPIENT NAME:

BLAIR CARTY

ADDRESS:

P.O. BOX 1957

LOS ALAMITOS, CA 90720

RECIPIENT'S PHONE NUMBER: 562-431-0011

FORM, INFORMATION AND MATERIALS:

LETTER OF INQUIRY ON WEBSITE

SUBMISSION DEADLINES:

OCTOBER 15 for LOI

FEBRUARY 1 FOR GRANT APPLICATION

RESTRICTIONS OR LIMITATIONS ON AWARDS:

AREA OF FUNDING: EDUCATION & LAND

SANTA BARBARA COUNTY, LOS ANGELES COUNTY, AND

CENTRAL OHIO

STATEMENT 12

=====

## RECIPIENT NAME:

FOUNDATION FOR SANTA BARBARA  
CITY COLLEGE

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

WEATHER STATION&amp; GUARDIAN SCHOLARS FOSTER YOU

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 17,000.

## RECIPIENT NAME:

THE NATURE CONSERVANCY

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

TAHACHIP

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 12,000.

## RECIPIENT NAME:

LOS ALAMITOS HIGH SCHOOL

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

TRACK AND BOOSTERS, LIBRARY FRONT PORCH PROJ

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 9,000.

## RECIPIENT NAME:

WILDLING MUSEUM

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 13,000.

=====

## RECIPIENT NAME:

ST. ALBAN'S EPISCOPAL CHURCH

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 4,200.

## RECIPIENT NAME:

ASSISTANCE LEAGUE OF LONG BEACH

(ALLB)

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 10,000.

## RECIPIENT NAME:

BOOK ENDS

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

OPERATING FUNDS

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 10,000.

## RECIPIENT NAME:

COLIN POWELL ACADEMY

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

MIND COMPUTERS

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 20,000.

## RECIPIENT NAME:

NEIGHBORHOOD YOUTH ASSOC.

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PERSONAL BEST PROGRAM

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 10,000.

## RECIPIENT NAME:

FRIENDS OF IHP

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SCIENCE

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 1,500.

## RECIPIENT NAME:

WESTMONT COLLEGE

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SCI DEPT

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 10,000.

## RECIPIENT NAME:

DEVELOPMENTAL ASSETS RESO NETWORK

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL OP &amp; SPORTS

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 13,000.

RECIPIENT NAME:  
PINE VALLEY PTA  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
STEFANIE SPEILMAN COMPREHENSIVE  
BREAST CENTER  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
WOUNDED WARRIOR PROJECT  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
SANTA BARBARA PARK  
FOUNDATION  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 1,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

## RECIPIENT NAME:

CALIFORNIA STATE PARKS FOUNDATION

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

CARINGBRIDGE

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 500.

## RECIPIENT NAME:

PLANNED PARENTHOOD OF SANTA

BARBARA

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 500.

## RECIPIENT NAME:

FRIENDS OF SANTA BARBARA PUBLIC

LIBRARY

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 500.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

## RECIPIENT NAME:

BEXLEY EDUCATION FOUNDATION  
(BEF)

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

MONTROSE PLAYGROUND PROJECT

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 5,800.

## RECIPIENT NAME:

CENTER ON PHILANTHROPY AND  
PUBLIC POLICY

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

FLYING HORSE FARMS

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 1,000.

TOTAL GRANTS PAID:

148,000.

=====



**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

▶ Attach to Form 1041, Form 5227, or Form 990-T

▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.

▶ Information about Schedule D and its separate instructions is at [www.irs.gov/form1041](http://www.irs.gov/form1041)

OMB No 1545-0092

**2013**

Name of estate or trust

ADAMS LEGACY FOUNDATION 23-69991

Employer identification number

26-3373791

**Note:** Form 5227 filers need to complete *only* Parts I and II.

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
<b>1a</b> Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
<b>1b</b> Totals for all transactions reported on Form(s) 8949 with <b>Box A</b> checked . . . . .				
<b>2</b> Totals for all transactions reported on Form(s) 8949 with <b>Box B</b> checked . . . . .				
<b>3</b> Totals for all transactions reported on Form(s) 8949 with <b>Box C</b> checked . . . . .	651,402.	629,903.		21,499.
<b>4</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .			<b>4</b>	
<b>5</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .			<b>5</b>	
<b>6</b> Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet . . . . .			<b>6</b> ( )	
<b>7</b> <b>Net short-term capital gain or (loss).</b> Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back . . . . . ▶			<b>7</b>	21,499.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

See instructions for how to figure the amounts to enter on the lines below

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
<b>8a</b> Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
<b>8b</b> Totals for all transactions reported on Form(s) 8949 with <b>Box D</b> checked . . . . .				
<b>9</b> Totals for all transactions reported on Form(s) 8949 with <b>Box E</b> checked . . . . .				
<b>10</b> Totals for all transactions reported on Form(s) 8949 with <b>Box F</b> checked . . . . .	1,500,058.	1,390,886.		109,172.
<b>11</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .			<b>11</b>	
<b>12</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts. . . . .			<b>12</b>	
<b>13</b> Capital gain distributions. . . . .			<b>13</b>	21,656.
<b>14</b> Gain from Form 4797, Part I. . . . .			<b>14</b>	
<b>15</b> Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet . . . . .			<b>15</b> ( )	
<b>16</b> <b>Net long-term capital gain or (loss).</b> Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back . . . . . ▶			<b>16</b>	130,828.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2013

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see instr )	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>17 Net short-term gain or (loss)</b> . . . . .	<b>17</b>			21,499.
<b>18 Net long-term gain or (loss):</b>				
a Total for year . . . . .	<b>18a</b>			130,828.
b Unrecaptured section 1250 gain (see line 18 of the wrksh) . . . .	<b>18b</b>			
c 28% rate gain . . . . .	<b>18c</b>			-22,047.
<b>19 Total net gain or (loss). Combine lines 17 and 18a.</b> . . . . . ▶	<b>19</b>			152,327.

**Note:** If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

<b>Part IV Capital Loss Limitation</b>	
<b>20</b> Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the <b>smaller</b> of: a The loss on line 19, column (3) or <b>b</b> \$3,000 . . . . .	<b>20</b> ( )

**Note:** If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

<b>Part V Tax Computation Using Maximum Capital Gains Rates</b>	
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**Form 1041 filers.** Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if.

- Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

**Form 990-T trusts.** Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero.

<b>21</b> Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34). . .	<b>21</b>		
<b>22</b> Enter the <b>smaller</b> of line 18a or 19 in column (2) but not less than zero . . . . .	<b>22</b>		
<b>23</b> Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . .	<b>23</b>		
<b>24</b> Add lines 22 and 23 . . . . .	<b>24</b>		
<b>25</b> If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ▶	<b>25</b>		
<b>26</b> Subtract line 25 from line 24. If zero or less, enter -0- . . . . .	<b>26</b>		
<b>27</b> Subtract line 26 from line 21. If zero or less, enter -0- . . . . .	<b>27</b>		
<b>28</b> Enter the <b>smaller</b> of the amount on line 21 or \$2,450 . . . . .	<b>28</b>		
<b>29</b> Enter the <b>smaller</b> of the amount on line 27 or line 28 . . . . .	<b>29</b>		
<b>30</b> Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% . . . . . ▶	<b>30</b>		
<b>31</b> Enter the smaller of line 21 or line 26 . . . . .	<b>31</b>		
<b>32</b> Subtract line 30 from line 26 . . . . .	<b>32</b>		
<b>33</b> Enter the <b>smaller</b> of line 21 or \$11,950 . . . . .	<b>33</b>		
<b>34</b> Add lines 27 and 30 . . . . .	<b>34</b>		
<b>35</b> Subtract line 34 from line 33. If zero or less, enter -0- . . . . .	<b>35</b>		
<b>36</b> Enter the <b>smaller</b> of line 32 or line 35 . . . . .	<b>36</b>		
<b>37</b> Multiply line 36 by 15% . . . . . ▶	<b>37</b>		
<b>38</b> Enter the amount from line 31 . . . . .	<b>38</b>		
<b>39</b> Add lines 30 and 36 . . . . .	<b>39</b>		
<b>40</b> Subtract line 39 from line 38. If zero or less, enter -0- . . . . .	<b>40</b>		
<b>41</b> Multiply line 40 by 20% . . . . . ▶	<b>41</b>		
<b>42</b> Figure the tax on the amount on line 27. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . .	<b>42</b>		
<b>43</b> Add lines 37, 41, and 42 . . . . .	<b>43</b>		
<b>44</b> Figure the tax on the amount on line 21. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . .	<b>44</b>		
<b>45 Tax on all taxable income.</b> Enter the <b>smaller</b> of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . . ▶	<b>45</b>		

Schedule D (Form 1041) 2013

**Sales and Other Dispositions of Capital Assets**

OMB No 1545-0074

Department of the Treasury  
Internal Revenue Service► Information about Form 8949 and its separate instructions is at [www.irs.gov/form8949](http://www.irs.gov/form8949)**2013**Attachment  
Sequence No **12A**

► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D

Name(s) shown on return

Social security number or taxpayer identification number

ADAMS LEGACY FOUNDATION 23-69991

26-3373791

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- ☐ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- ☐ (B) Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- ☒ (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the <b>Note</b> below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	8. AT&T INC	06/27/2012	02/28/2013	289.00	282.00			7.00
	576. ABBOTT LABORATORIES	06/27/2012	01/16/2013	18,840.00	17,373.00			1,467.00
	9. ALTRIA GROUP INC	06/27/2012	02/28/2013	303.00	306.00			-3.00
	7 ALTRIA GROUP INC	06/27/2012	05/15/2013	262.00	238.00			24.00
	8. ANALOG DEVICES INC	06/27/2012	02/28/2013	364.00	297.00			67.00
	7 ANALOG DEVICES INC	06/27/2012	05/15/2013	326.00	260.00			66.00
	33. APPLE COMPUTER INC	07/02/2013	09/11/2013	15,510.00	13,760.00			1,750.00
	35 AUTOMATIC DATA PROCESS	03/14/2013	12/06/2013	2,786.00	2,266.00			520.00
	54. AUTOMATIC DATA PROCESS	03/15/2013	12/09/2013	4,252.00	3,495.00			757.00
	6. BCE INC COM NEW	06/27/2012	02/28/2013	271.00	243.00			28.00
	5. BCE INC COM NEW	06/27/2012	05/15/2013	234.00	202.00			32.00
	5 BANK N S HALIFAX COM ST	06/27/2012	02/28/2013	296.00	258.00			38.00
	3. BANK N S HALIFAX COM ST	06/27/2012	05/15/2013	171.00	155.00			16.00
	4 BAXTER INTL INC	08/15/2012	02/28/2013	272.00	238.00			34.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►								

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For Paperwork Reduction Act Notice, see your tax return instructions.

JSA  
32615 2 000Form **8949** (2013)

**Sales and Other Dispositions of Capital Assets**► Information about Form 8949 and its separate instructions is at [www.irs.gov/form8949](http://www.irs.gov/form8949)

► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return

ADAMS LEGACY FOUNDATION 23-69991

Social security number or taxpayer identification number

26-3373791

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1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
3.	BAXTER INTL INC	08/15/2012	05/15/2013	212.00	179.00			33.00
1.	BLACKROCK INC CL A	07/09/2012	02/28/2013	241.00	171.00			70.00
1.	BLACKROCK INC CL A	07/09/2012	05/15/2013	288.00	171.00			117.00
4.	CDN IMPERIAL BK COMM TO COM STKCOM	06/27/2012	02/28/2013	322.00	277.00			45.00
65.	CDN IMPERIAL BK COMM T COM STKCOM	06/27/2012	03/14/2013	5,209.00	4,501.00			708.00
101.	CDN IMPERIAL BK COMM COM STKCOM	06/27/2012	03/15/2013	8,140.00	6,993.00			1,147.00
11.	CHEVRONTEXACO CORP COM	01/16/2013	09/11/2013	1,361.00	1,254.00			107.00
17.	CISCO SYS INC	03/14/2013	05/15/2013	361.00	368.00			-7.00
1120.	CISCO SYS INC	03/14/2013	09/11/2013	27,216.00	22,876.00			4,340.00
221.	CRESCENT POINT ENERGY	06/27/2012	01/16/2013	8,529.00	7,923.00			606.00
135.	CRESCENT POINT ENERGY	06/27/2012	01/17/2013	5,232.00	4,840.00			392.00
348.	CULLEN FROST BANKERS	08/27/2013	09/11/2013	24,379.00	25,868.00			-1,489.00
4.	DIGITAL RLTY TR INC COM	06/27/2012	02/28/2013	268.00	290.00			-22.00
183	DIGITAL RLTY TR INC C	06/27/2012	05/15/2013	11,717.00	13,247.00			-1,530.00
<b>2 Totals</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►								

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**Sales and Other Dispositions of Capital Assets**

OMB No 1545-0074

Department of the Treasury  
Internal Revenue Service► Information about Form 8949 and its separate instructions is at [www.irs.gov/form8949](http://www.irs.gov/form8949)**2013**Attachment  
Sequence No **12A**

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						(f) Code(s) from instructions	(g) Amount of adjustment	
	40. DIGITAL RLTY TR INC CO	06/27/2012	05/16/2013	2,551.00	2,896.00			-345.00
6	EMERSON ELECTRIC CO	06/27/2012	02/28/2013	342.00	267.00			75.00
5	EMERSON ELECTRIC CO	06/27/2012	05/15/2013	292.00	223.00			69.00
	6500. MFC FLEXSHARES TR MO GLOBAL UPSTREAM NAT RES	03/12/2013	09/11/2013	219,348.00	231,595.00			-12,247.00
8	ARTHUR J GALLAGER & CO	08/20/2012	02/28/2013	309.00	288.00			21.00
2.	ARTHUR J GALLAGER & CO	08/20/2012	05/15/2013	91.00	72.00			19.00
19.	GENERAL ELECTRIC CO	10/02/2012	05/15/2013	440.00	436.00			4.00
409.	GENERAL ELECTRIC CO	12/12/2012	09/11/2013	9,804.00	9,295.00			509.00
4	GENUINE PARTS CO	06/27/2012	02/28/2013	285.00	234.00			51.00
3.	GENUINE PARTS CO	06/27/2012	05/15/2013	240.00	175.00			65.00
7.	GLAXO PLC ADR	06/27/2012	02/28/2013	309.00	319.00			-10.00
2.	GLAXO PLC ADR	06/27/2012	05/15/2013	105.00	91.00			14.00
6	HCP, INC	06/27/2012	02/28/2013	295.00	255.00			40.00
7.	HCP, INC	03/14/2013	05/15/2013	377.00	344.00			33.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►								

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Form **8949** (2013)

**Sales and Other Dispositions of Capital Assets**

OMB No 1545-0074

Department of the Treasury  
Internal Revenue Service► Information about Form 8949 and its separate instructions is at [www.irs.gov/form8949](http://www.irs.gov/form8949)**2013**Attachment  
Sequence No **12A**

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ADAMS LEGACY FOUNDATION 23-69991

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1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo, day, yr.)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the <b>Note</b> below and see <b>Column (e)</b> in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
5	HEALTH CARE REIT INC CO	06/27/2012	02/28/2013	322.00	277.00			45.00
56.	HEINZ H J CO COMMON ST	10/02/2012	02/19/2013	4,040.00	3,159.00			881.00
240.	HEINZ H J CO COMMON S	10/02/2012	03/14/2013	17,392.00	12,986.00			4,406.00
160.	HEINZ H J CO COMMON S	06/27/2012	03/15/2013	11,592.00	8,496.00			3,096.00
14	INTEL CORP	05/07/2012	02/28/2013	293.00	390.00			-97.00
5.	KIMBERLY CLARK CORP	06/27/2012	02/28/2013	474.00	410.00			64.00
3.	KIMBERLY CLARK CORP	06/27/2012	05/15/2013	314.00	246.00			68.00
12.	KINDER MORGAN INC DEL	06/27/2012	02/28/2013	449.00	372.00			77.00
9	KINDER MORGAN INC DEL C	06/27/2012	05/15/2013	360.00	279.00			81.00
7.	KRAFT FOODS GROUP INC C	03/14/2013	05/15/2013	385.00	354.00			31.00
502.	KRAFT FOODS GROUP INC	03/15/2013	09/11/2013	26,883.00	23,897.00			2,986.00
183.	LOCKHEED MARTIN CORP	08/23/2013	09/11/2013	23,129.00	22,654.00			475.00
9.	MATTEL INC	06/27/2012	02/28/2013	368.00	284.00			84.00
7.	MATTEL INC	06/27/2012	05/15/2013	327.00	221.00			106.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if <b>Box A</b> above is checked), line 2 (if <b>Box B</b> above is checked), or line 3 (if <b>Box C</b> above is checked) ►								

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Form **8949** (2013)

Form **8949**Department of the Treasury  
Internal Revenue Service**Sales and Other Dispositions of Capital Assets**► Information about Form 8949 and its separate instructions is at [www.irs.gov/form8949](http://www.irs.gov/form8949)

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OMB No 1545-0074

**2013**Attachment  
Sequence No **12A**

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**You must check Box A, B, or C below. Check only one box.** If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ (B) Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (a) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
6.	MERCK & CO INC	06/27/2012	05/15/2013	280.00	244.00			36.00
10	MICROSOFT CORP COM	01/17/2013	05/15/2013	338.00	273.00			65.00
667	MICROSOFT CORP COM	01/17/2013	09/11/2013	21,877.00	18,161.00			3,716.00
8.	NATIONAL RETAIL PPTYS I	06/27/2012	02/28/2013	277.00	219.00			58.00
2.	NATIONAL RETAIL PPTYS I	06/27/2012	05/15/2013	83.00	54.00			29.00
3.	NEXTERA ENERGY INC COM	06/27/2012	05/15/2013	244.00	203.00			41.00
221	74 MFB NORTHERN FUNDS	09/11/2013	09/11/2013	2,299.00	2,413.00			-114.00
5.	ADR NOVARTIS AG SPONSOR #US66987V1098	06/27/2012	02/28/2013	340.00	274.00			66.00
4	ADR NOVARTIS AG SPONSOR #US66987V1098	06/27/2012	05/15/2013	302.00	219.00			83.00
8	ONEOK INC NEW	06/27/2012	02/28/2013	362.00	332.00			30.00
7.	ONEOK INC NEW	06/27/2012	05/15/2013	344.00	291.00			53.00
303.	PAYCHEX INC	08/02/2013	09/11/2013	12,235.00	12,220.00			15.00
4	PHILIP MORRIS INTERNATI	06/27/2012	02/28/2013	368.00	341.00			27.00
4.	PHILIP MORRIS INTERNATI	06/27/2012	05/15/2013	385.00	341.00			44.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►								

**Note.** If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions

JSA  
3X2615 2 000Form **8949** (2013)

**Sales and Other Dispositions of Capital Assets**

OMB No 1545-0074

Department of the Treasury  
Internal Revenue Service► Information about Form 8949 and its separate instructions is at [www.irs.gov/form8949](http://www.irs.gov/form8949)**2013**Attachment  
Sequence No **12A**

► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return

Social security number or taxpayer identification number

ADAMS LEGACY FOUNDATION 23-69991

26-3373791

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

**Part I** **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

**Note.** You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

**You must check Box A, B, or C below. Check only one box.** If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ (B) Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
3	PRAXAIR INC	06/27/2012	02/28/2013	340.00	311.00			29.00
181.	PRAXAIR INC	06/27/2012	05/06/2013	20,612.00	18,783.00			1,829.00
74.	PRAXAIR INC	06/27/2012	05/07/2013	8,424.00	7,679.00			745.00
4	QUALCOMM INC	05/06/2013	05/15/2013	262.00	256.00			6.00
322	QUALCOMM INC	05/06/2013	09/11/2013	21,835.00	20,615.00			1,220.00
160.	RPM INTERNATIONAL INC	06/27/2012	02/19/2013	4,988.00	4,241.00			747.00
68.	RPM INTERNATIONAL INC	06/27/2012	02/20/2013	2,098.00	1,803.00			295.00
111	RPM INTERNATIONAL INC	06/27/2012	02/21/2013	3,256.00	2,942.00			314.00
83.	RPM INTERNATIONAL INC	06/27/2012	02/22/2013	2,471.00	2,200.00			271.00
167.	RPM INTERNATIONAL INC	06/27/2012	02/25/2013	5,018.00	4,427.00			591.00
145.	RPM INTERNATIONAL INC	06/27/2012	02/26/2013	4,340.00	3,844.00			496.00
5.	RLTY INC CORP COM	06/27/2012	05/15/2013	270.00	201.00			69.00
8.	SOUTHERN CO	06/27/2012	02/28/2013	361.00	374.00			-13.00
5.	SOUTHERN CO	06/27/2012	05/15/2013	234.00	234.00			
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►								

**Note.** If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

**For Paperwork Reduction Act Notice, see your tax return instructions.**

Form **8949** (2013)



**Sales and Other Dispositions of Capital Assets**► Information about Form 8949 and its separate instructions is at [www.irs.gov/form8949](http://www.irs.gov/form8949)

► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D

OMB No 1545-0074

**2013**Attachment  
Sequence No **12A**

Name(s) shown on return

ADAMS LEGACY FOUNDATION 23-69991

Social security number or taxpayer identification number

26-3373791

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**Part I Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

**Note.** You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

**You must check Box A, B, or C below. Check only one box.** If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ (B) Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the <b>Note</b> below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
1.	TUPPERWARE CORP	02/19/2013	05/15/2013	83.00	78.00			5.00
111.	TUPPERWARE CORP	02/20/2013	09/11/2013	9,329.00	8,695.00			634.00
6.	US BANCORP	02/19/2013	05/15/2013	206.00	205.00			1.00
680.	US BANCORP	08/23/2013	09/11/2013	24,860.00	24,326.00			534.00
18.	UNITED TECHNOLOGIES CO	06/27/2012	01/17/2013	1,544.00	1,331.00			213.00
3.	UNITED TECHNOLOGIES COR	06/27/2012	05/15/2013	287.00	222.00			65.00
128.	VENTAS INC COM	05/16/2013	09/11/2013	7,817.00	10,419.00			-2,602.00
155.	VERMILION ENERGY INC	06/27/2012	01/16/2013	8,007.00	6,676.00			1,331.00
154.	VERMILION ENERGY INC	06/27/2012	01/17/2013	7,911.00	6,633.00			1,278.00
10.	WILLIAMS COMPANY INC C \$1 PAR	07/10/2012	02/28/2013	348.00	291.00			57.00
10.	WILLIAMS COMPANY INC C \$1 PAR	07/10/2012	05/15/2013	367.00	291.00			76.00
2.	ACCENTURE PLC SHS CL A	02/20/2013	05/15/2013	162.00	151.00			11.00
243.	ACCENTURE PLC SHS CL	02/20/2013	07/02/2013	17,471.00	18,244.00			-773.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►				651,402.	629,903			21,499.

**Note.** If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

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Social security number or taxpayer identification number

ADAMS LEGACY FOUNDATION 23-69991

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**Note.** You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

**You must check Box D, E, or F below. Check only one box.** If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- ☐ (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- ☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- ☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the <b>Note</b> below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
	368. AT&T INC	06/27/2012	09/11/2013	12,530.00	12,957.00			-427.00
	26. ABBOTT LABORATORIES	09/01/2011	01/16/2013	850.00	622.00			228.00
	18. ABBVIE INC COM USD0 01	09/01/2011	02/28/2013	665.00	488.00			177.00
	5 ABBVIE INC COM USD0.01	09/01/2011	05/15/2013	230.00	121.00			109.00
	345. ABBVIE INC COM USD0 0	06/27/2012	09/11/2013	15,480.00	11,284.00			4,196.00
	550 ALTRIA GROUP INC	06/27/2012	09/11/2013	19,448.00	18,706.00			742.00
	172. ANALOG DEVICES INC	06/27/2012	08/20/2013	8,240.00	6,378.00			1,862.00
	99. ANALOG DEVICES INC	06/27/2012	08/21/2013	4,634.00	3,671.00			963.00
	41. ANALOG DEVICES INC	06/27/2012	08/22/2013	1,936.00	1,520.00			416.00
	33 ANALOG DEVICES INC	06/27/2012	08/23/2013	1,556.00	1,224.00			332.00
	279 ANALOG DEVICES INC	06/27/2012	09/11/2013	13,430.00	10,345.00			3,085.00
	5. AUTOMATIC DATA PROCESSI	01/18/2012	02/28/2013	308.00	281.00			27.00
	70. AUTOMATIC DATA PROCESS	01/18/2012	05/15/2013	4,993.00	3,925.00			1,068.00
	368. AUTOMATIC DATA PROCES	06/27/2012	09/11/2013	27,224.00	20,124.00			7,100.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

**Note.** If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

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☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
401.	BCE INC COM NEW	06/27/2012	09/11/2013	17,464.00	16,233.00			1,231.00
17.	BCE INC COM NEW	06/27/2012	12/23/2013	731.00	688.00			43.00
207	BANK N S HALIFAX COM	06/27/2012	07/02/2013	10,974.00	10,666.00			308.00
41.	BANK N S HALIFAX COM S	06/27/2012	07/03/2013	2,162.00	2,113.00			49.00
98.	BANK N S HALIFAX COM S	06/27/2012	07/05/2013	5,131.00	5,050.00			81.00
61.	BANK N S HALIFAX COM S	06/27/2012	07/08/2013	3,214.00	3,143.00			71.00
217	BAXTER INTL INC	08/15/2012	09/11/2013	15,651.00	12,918.00			2,733.00
45	BLACKROCK INC CL A	07/09/2012	08/01/2013	12,838.00	7,687.00			5,151.00
29.	BLACKROCK INC CL A	07/09/2012	08/02/2013	8,272.00	4,891.00			3,381.00
42	BLACKROCK INC CL A	06/27/2012	09/11/2013	10,987.00	6,998.00			3,989.00
11.	BRISTOL MYERS SQUIBB C	09/01/2011	02/28/2013	408.00	329.00			79.00
8.	BRISTOL MYERS SQUIBB CO	09/01/2011	05/15/2013	356.00	239.00			117.00
276	BRISTOL MYERS SQUIBB	09/01/2011	06/07/2013	12,995.00	8,074.00			4,921.00
486.	BRISTOL MYERS SQUIBB	06/27/2012	09/11/2013	20,985.00	17,063.00			3,922.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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Social security number or taxpayer identification number

ADAMS LEGACY FOUNDATION 23-69991

26-3373791

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1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
	123. BRISTOL MYERS SQUIBB	06/27/2012	11/15/2013	6,445.00	3,728.00			2,717.00
	4. CHEVRONTXACO CORP COM	09/01/2011	05/15/2013	491.00	398.00			93.00
	221. CHEVRONTXACO CORP CO	09/01/2011	09/11/2013	27,342.00	16,233.00			11,109.00
	7. COCA COLA CO	08/30/2011	02/28/2013	272.00	245.00			27.00
	6. COCA COLA CO	08/30/2011	05/15/2013	257.00	210.00			47.00
	486 COCA COLA CO	06/27/2012	09/11/2013	18,793.00	17,018.00			1,775.00
	143. DIGITAL RLTY TR INC C	06/27/2012	08/01/2013	7,822.00	10,352.00			-2,530.00
	94. DIGITAL RLTY TR INC CO	06/27/2012	08/02/2013	5,151.00	6,805.00			-1,654.00
	390. EMERSON ELECTRIC CO	06/27/2012	09/11/2013	24,745.00	17,371.00			7,374.00
	12 EMERSON ELECTRIC CO	06/27/2012	12/23/2013	831.00	534.00			297.00
	2622. MFC FLEXSHARES TR MO GLOBAL UPSTREAM NAT RES	02/06/2012	09/11/2013	88,482.00	90,205.00			-1,723.00
	342. ARTHUR J GALLAGER & C	08/27/2012	09/11/2013	15,130.00	12,279.00			2,851.00
	793. GENERAL ELECTRIC CO	07/31/2012	09/11/2013	19,008.00	16,468.00			2,540.00
	233. GENUINE PARTS CO	06/27/2012	09/11/2013	18,896.00	13,617.00			5,279.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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26-3373791

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- ☒ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the <b>Note</b> below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
	35. GENUINE PARTS CO	06/27/2012	09/13/2013	2,792.00	2,045.00			747.00
	8. GENUINE PARTS CO	06/27/2012	09/16/2013	641.00	468.00			173.00
	317 GLAXO PLC ADR	06/27/2012	09/11/2013	16,246.00	14,458.00			1,788.00
	480. HCP, INC	06/27/2012	09/11/2013	19,807.00	20,392.00			-585.00
	343. HEALTH CARE REIT INC	06/27/2012	09/11/2013	21,096.00	18,772.00			2,324.00
	350 HEINZ H J CO COMMON S	09/01/2011	02/19/2013	25,248.00	16,816.00			8,432.00
	13. INTEL CORP	05/07/2012	05/15/2013	313.00	362.00			-49.00
	1215. INTEL CORP	06/27/2012	09/11/2013	27,665.00	32,557.00			-4,892.00
	16200. MFC ISHARES GOLD TR	02/09/2012	03/12/2013	250,359.00	272,406.00	C		-22,047.00
	6 JOHNSON & JOHNSON	05/03/2011	05/15/2013	525.00	397.00			128.00
	375 JOHNSON & JOHNSON	07/26/2012	09/11/2013	33,326.00	25,329.00			7,997.00
	268. KIMBERLY CLARK CORP	06/27/2012	09/11/2013	25,237.00	21,989.00			3,248.00
	717. KINDER MORGAN INC DEL	06/27/2012	09/11/2013	25,804.00	22,248.00			3,556.00
	147 KINDER MORGAN INC DEL	06/27/2012	09/13/2013	5,175.00	4,561.00			614.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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Social security number or taxpayer identification number

ADAMS LEGACY FOUNDATION 23-69991

26-3373791

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						(f) Code(s) from instructions	(g) Amount of adjustment	
144	KINDER MORGAN INC DEL	06/27/2012	09/16/2013	5,057.00	4,468.00			589.00
23.	KINDER MORGAN INC DEL	06/27/2012	09/17/2013	797.00	714.00			83.00
107	KINDER MORGAN INC DEL	06/27/2012	12/06/2013	3,588.00	3,320.00			268.00
64.	KINDER MORGAN INC DEL	06/27/2012	12/09/2013	2,142.00	1,986.00			156.00
537.	MATTEL INC	06/27/2012	09/11/2013	22,407.00	16,540.00			5,867.00
23.	MATTEL INC	06/27/2012	12/23/2013	1,055.00	700.00			355.00
6.	MC DONALDS CORP. COMMON PAR	09/22/2011	02/28/2013	575.00	515.00			60.00
5	MC DONALDS CORP. COMMON PAR	09/22/2011	05/15/2013	509.00	429.00			80.00
364.	MC DONALDS CORP. COMM PAR	06/27/2012	09/11/2013	35,366.00	32,101.00			3,265.00
203.	MERCK & CO INC	06/27/2012	09/11/2013	9,799.00	8,246.00			1,553.00
309.	NATIONAL RETAIL PPTYS	06/27/2012	08/20/2013	9,662.00	8,392.00			1,270.00
157	NATIONAL RETAIL PPTYS	06/27/2012	08/21/2013	4,897.00	4,264.00			633.00
47.	NATIONAL RETAIL PPTYS	06/27/2012	08/22/2013	1,451.00	1,276.00			175.00
110.	NATIONAL RETAIL PPTYS	06/27/2012	08/23/2013	3,442.00	2,988.00			454.00
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113.	NEXTERA ENERGY INC CO	06/27/2012	09/11/2013	8,970.00	7,657.00			1,313.00
6906 08	MPB NORTHERN FUNDS	02/06/2012	02/22/2013	75,000.00	75,622.00			-622.00
18251.74	MPB NORTHERN FUND FD	02/06/2012	09/11/2013	189,271.00	199,857.00			-10,586.00
288	ADR NOVARTIS AG SPONS ISIN #US66987V1098	06/27/2012	09/11/2013	22,015.00	15,794.00			6,221.00
527.	ONEOK INC NEW	06/27/2012	09/11/2013	26,974.00	21,899.00			5,075.00
283	PHILIP MORRIS INTERNA	06/27/2012	09/11/2013	24,459.00	24,118.00			341.00
11.	PHILIP MORRIS INTERNAT	06/27/2012	12/23/2013	938.00	937.00			1.00
5.	PROCTER & GAMBLE CO	05/03/2011	02/28/2013	382.00	329.00			53.00
3.	PROCTER & GAMBLE CO	05/03/2011	05/15/2013	242.00	197.00			45.00
287	PROCTER & GAMBLE CO	06/27/2012	09/11/2013	22,368.00	17,928.00			4,440.00
185	RLTY INC CORP COM	06/27/2012	09/11/2013	7,273.00	7,381.00			-108.00
443.	SOUTHERN CO	06/27/2012	09/11/2013	18,083.00	20,694.00			-2,611.00
94.	SOUTHERN CO	06/27/2012	11/15/2013	3,958.00	4,391.00			-433.00
89.	SOUTHERN CO	06/27/2012	11/18/2013	3,763.00	4,158.00			-395.00
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						(f) Code(s) from instructions	(g) Amount of adjustment	
65	SOUTHERN CO	06/27/2012	11/19/2013	2,738.00	3,036.00			-298.00
51.	SOUTHERN CO	06/27/2012	11/20/2013	2,122.00	2,382.00			-260.00
131.	UNITED TECHNOLOGIES C	09/01/2011	01/16/2013	11,205.00	9,113.00			2,092.00
74	UNITED TECHNOLOGIES CO	04/09/2009	01/17/2013	6,349.00	4,178.00			2,171.00
119.	UNITED TECHNOLOGIES C	06/27/2012	08/20/2013	12,166.00	8,801.00			3,365.00
49.	UNITED TECHNOLOGIES CO	06/27/2012	08/21/2013	5,002.00	3,624.00			1,378.00
32.	UNITED TECHNOLOGIES CO	06/27/2012	08/22/2013	3,284.00	2,367.00			917.00
40.	UNITED TECHNOLOGIES CO	06/27/2012	08/23/2013	4,124.00	2,958.00			1,166.00
756.	WILLIAMS COMPANY INC \$1 PAR	07/10/2012	09/11/2013	27,034.00	21,525.00			5,509.00
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# Portfolio Statements

31 DEC 13

Account number U5006

ADAMS LEGACY FOUNDATION

Page 1 of 10

## ◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Shares/PAF value								

### Equity Securities

#### Common stock

##### Canada - USD

BCE INC COM NEW CUSIP 05534B760

255 000	43 29	152 10	11,038 95	10,322 47	716 48	0 00	716 48
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Total USD

Total Canada

##### Switzerland - USD

ADR NOVARTIS AG CUSIP 86987V109

195 000	80 38	0 00	15,674 10	10,693 80	4,980 30	0 00	4,980 30
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Total USD

Total Switzerland

##### United Kingdom - USD

ADR GLAXOSMITHKLINE PLC SPONSORED ADR CUSIP 37733W105

214 000	53 39	131 84	11,425 48	9,760 54	1,664 92	0 00	1,664 92
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Total USD

Total United Kingdom

##### United States - USD

ABBVIE INC COM USD0 01 CUSIP 00287Y109

358 000	52 81	0 00	18,905 98	13,988 19	4,917 79	0 00	4,917 79
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ALTRIA GROUP INC COM CUSIP 02209S103

MO

372 000	38 39	178 56	14,281 08	12,651 72	1,629 36	0 00	1,629 36
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### Northern Trust

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# Portfolio Statements

31 DEC 13

Account number U5006

ADAMS LEGACY FOUNDATION

Page 2 of 10

## ◆ Asset Detail - Base Currency

Description/Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Shares/PAR value								

### Equity Securities

#### Common stock

##### United States - USD

ANALOG DEVICES INC COM CUSIP 032854105

190 000	50 93	0 00	0 00	9,878 70	7,045 20	2,631 50	0 00	2,631 50
APPLE INC COM STK CUSIP 037833100								

22 000	561 11	0 00	0 00	12,344 42	8,173 08	3,171 34	0 00	3,171 34
AT&T INC COM CUSIP 00206R102								

248 000	35 16	0 00	0 00	8,719 68	8,731 85	-12 17	0 00	-12 17
AUTOMATIC DATA PROCESSING INC COM CUSIP 053015103								

161 000	80 81	77 28	77 28	13,010 41	10,392 95	2,617 46	0 00	2,617 46
BAXTER INTL INC COM CUSIP 071813109								

147 000	68 55	72 03	72 03	10,223 85	8,751 00	1,472 85	0 00	1,472 85
BLACKROCK INC COM STK CUSIP 09247X101								

28 000	316 47	0 00	0 00	9,177 63	4,831 92	4,345 71	0 00	4,345 71
BRISTOL MYERS SQUIBB CO COM CUSIP 110122108								

208 000	53 15	74 16	74 16	10,948 90	6,003 31	4,945 59	0 00	4,945 59
CHEVRON CORP COM CUSIP 166764100								

157 000	124 91	0 00	0 00	19,610 87	17,896 70	1,714 17	0 00	1,714 17
CISCO SYSTEMS INC CUSIP 17275R102								

759 000	22 45	0 00	0 00	17,039 55	15,009 00	2,030 55	0 00	2,030 55
CSCO								

Northern Trust

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# Portfolio Statements

31 DEC 13

Account number U5006

ADAMS LEGACY FOUNDATION

Page 3 of 10

## ◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equity Securities								
Common stock								
United States - USD								
COCA COLA CO COM CUSIP 191216100								
	329 000	41.31	0.00	13,590.99	11,312.21	2,278.78	0.00	2,278.78
CULLEN / FROST BANKERS INC COM CUSIP 228899109								
	238 000	74.43	0.00	17,565.48	16,527.21	1,038.27	0.00	1,038.27
EMERSON ELECTRIC CO COM CUSIP 291011104								
	251 000	70.18	0.00	17,615.18	11,179.49	6,435.69	0.00	6,435.69
GALLAGHER ARTHUR J & CO COM CUSIP 363576109								
	231 000	48.93	0.00	10,940.83	8,218.10	2,822.73	0.00	2,822.73
GENERAL ELECTRIC CO CUSIP 369604103								
GE	813 000	28.03	178.86	22,788.39	17,531.55	5,256.84	0.00	5,256.84
GENUINE PARTS CO COM CUSIP 372460105								
	114 000	83.19	61.27	9,483.66	6,862.43	2,821.23	0.00	2,821.23
INTEL CORP COM CUSIP 458140100								
INTC	822 000	25.98	0.00	21,339.12	20,319.48	1,019.64	0.00	1,019.64
JOHNSON & JOHNSON COM USD1 CUSIP 478160104								
JNJ	254 000	81.59	0.00	23,263.86	16,987.79	6,276.07	0.00	6,276.07
KIMBERLY-CLARK CORP COM CUSIP 494368103								
KMB	214 000	104.46	173.34	22,354.44	18,006.23	4,348.21	0.00	4,348.21

Northern Trust

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# Portfolio Statements

31 DEC 13

Account number U5008

ADAMS LEGACY FOUNDATION

Page 4 of 10

## ◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued Income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Shares/PAR value								

### Equity Securities

#### Common stock

##### United States - USD

KRAFT FOODS GROUP INC COM	CUSIP 50076Q108							
339 000		53 92	177 97	18,278 88	15,484 55	2,794 33	0 00	2,794 33
LOCKHEED MARTIN CORP COM CUSIP 539830109								
124 000		148 68	0 00	18,433 84	15,164 72	3,269 12	0 00	3,269 12
MATTTEL INC COM CUSIP 577081102								
340 000		47 58	0 00	16,177 20	10,839 34	5,337 86	0 00	5,337 86
MC DONALDS CORP COM CUSIP 580135101								
247 000		97 03	0 00	23,866 41	21,235 21	2,731 20	0 00	2,731 20
MERCCK & CO INC NEW COM CUSIP 58933Y105								
307 000		50 05	135 08	15,365 35	13,737 12	1,828 23	0 00	1,828 23
MICROSOFT CORP COM CUSIP 594918104								
451 000		37 43	0 00	16,880 83	12,248 03	4,632 90	0 00	4,632 90
NEXTERA ENERGY INC COM CUSIP 65339F101								
77 000		85 82	0 00	6,592 74	5,217 56	1,375 18	0 00	1,375 18
ONEOK INC COM STK CUSIP 682680103								
356 000		82 18	0 00	22,136 08	14,793 08	7,343 00	0 00	7,343 00
PAYCHEX INC COM CUSIP 704326107								
207 000		45 53	0 00	9,424 71	8,329 31	1,095 40	0 00	1,095 40

Northern Trust

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# Portfolio Statements

31 DEC 13

Account number U5006

ADAMS LEGACY FOUNDATION

## ◆ Asset Detail - Base Currency

Page 5 of 10

Description/Asset ID	Exchange rate/ Investment Mgr ID	Accrued Income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Shares/PAR value	local market price						

### Equity Securities

#### Common stock

##### United States - USD

PHILIP MORRIS INTL COM STK NPV CUSIP 718172109 PM	180 000	87 13	178 54	15,683 40	15,340 07	343 33	0 00	343 33
PROCTER & GAMBLE COM NPV CUSIP 742718109								
	184 000	81 41	0 00	15,793 54	10,651 68	5,141 86	0 00	5,141 86
QUALCOMM INC COM CUSIP 747525103 QCOM	217 000	74 25	0 00	16,112 25	13,768 20	2,344 05	0 00	2,344 05
SPECTRA ENERGY CORP COM STK CUSIP 847560109								
	479 000	35 62	0 00	17,061 98	16,126 16	935 82	0 00	935 82
TUPPERWARE BRANDS CORPORATION CUSIP 899896104 TUP	75 000	94 53	48 50	7,089 75	5,870 22	1,219 53	0 00	1,219 53
US BANCORP CUSIP 802873304 USB	482 000	40 40	108 26	18,564 80	15,611 10	3,053 70	0 00	3,053 70
WILLIAMS CO INC COM CUSIP 969457100								
	512 000	38 57	0 00	19,747 84	14,443 52	5,304 32	0 00	5,304 32
WIS ENERGY COM CUSIP 976657106	304 000	41 34	0 00	12,587 36	12,853 94	-266 58	0 00	-266 58
Total USD			1,460 85	572,758 08	462,933 22	109,824 86	0 00	109,824 86
Total United States			1,460 85	572,758 08	462,933 22	109,824 86	0 00	109,824 86

Northern Trust

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# Portfolio Statements

31 DEC 13

Account number U5008

ADAMS LEGACY FOUNDATION

## ◆ Asset Detail - Base Currency

Page 6 of 10

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Shares/PAR value								

### Equity Securities

Total Common Stock	11,448,000		1,744.79	610,896.59	493,710.03	117,186.56	0.00	117,186.56
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### Equity funds

#### Emerging Markets Region - USD

MFC VANGUARD FTSE EMERGING MKTS ETF CUSIP 922042858								
VWO	8,200,000	41.14	0.00	255,068.00	268,933.86	-13,865.86	0.00	-13,865.86

MFO DFA EMERGING MARKETS VALUE CUSIP 233203587								
	9,393,790	27.61	0.00	259,382.54	284,171.52	-24,808.98	0.00	-24,808.98
Total USD			0.00	514,430.54	553,105.40	-38,674.86	0.00	-38,674.86

Total Emerging Markets Region			0.00	514,430.54	553,105.40	-38,674.86	0.00	-38,674.86
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#### International Region - USD

MFC VANGUARD INTL EQUITY INDEX FDS VANGUARD FTSE ALL WORLD EX US ETF CUSIP 922042775								
	5,000,000	50.73	0.00	253,650.00	218,559.50	35,090.50	0.00	35,090.50

MFO AQR FDS INTL MOMENTUM FD CL L CUSIP 00203H883								
	18,236,070	15.74	0.00	287,035.74	275,000.00	12,035.74	0.00	12,035.74

MFO DFA INTL SMALL CO PORTFOLIO FD CUSIP 233203628								
	15,714,900	19.21	0.00	301,883.22	273,812.06	28,071.16	0.00	28,071.16

MFO DIMENSIONAL FD ADVISORS INTL VALUE PORTFOLIO CUSIP 25434D203								
	33,744,190	19.83	0.00	669,147.28	600,000.00	69,147.28	0.00	69,147.28
Total USD			0.00	1,511,716.24	1,367,371.56	144,344.68	0.00	144,344.68

Total International Region			0.00	1,511,716.24	1,367,371.56	144,344.68	0.00	144,344.68
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### United States - USD

### Northern Trust

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# Portfolio Statements

31 DEC 13

Account number U5006

ADAMS LEGACY FOUNDATION

## ◆ Asset Detail - Base Currency

Page 7 of 10

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Shares/PAR value								

### Equity Securities

#### Equity funds

##### United States - USD

MFC FLEXSHARES TR MORNINGSTAR US MKT FACTOR TILT INDEX FD CUSIP 33939L100

7,900,000	80 29		6,243 84	634,291 00	449,036 00	185,255 00	0 00	185,255 00
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MFC ISHARES TR RUSSELL 2000 VALUE ETF CUSIP 464287630

2,750,000	99 50		0 00	273,625 00	250,291 80	23,333 20	0 00	23,333 20
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MFC AQR FDS MOMENTUM FD CLL CUSIP 00203H701

17,095 120	20 69		0 00	353,698 03	339,229 82	14,468 21	0 00	14,468 21
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Total USD			6,243 84	1,261,614 03	1,038,557 62	223,056 41	0 00	223,056 41
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Total United States			6,243 84	1,261,614 03	1,038,557 62	223,056 41	0 00	223,056 41
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Total Equity Funds			6,243.84	3,287,760.81	2,859,034.58	328,726.23	0.00	328,726.23
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116,034.070

#### Other equity

##### United States - USD

HCP INC COM REIT CUSIP 40414L109

HCP

325,000	36 32		0 00	11,804 00	14,834 51	-3,030 51	0 00	-3,030 51
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HEALTH CARE REIT INC COM CUSIP 42217K106

232,000	53 57		0 00	12,428 24	14,132 23	-1,703 99	0 00	-1,703 99
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RLTY INC CORP COM CUSIP 758109104

125,000	37 33		22 77	4,666 25	5,065 02	-398 77	0 00	-398 77
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# Portfolio Statements

31 DEC 13

Account number U5008

ADAMS LEGACY FOUNDATION

Page 8 of 10

## ◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equity Securities								
Other equity								
United States - USD								
VENTAS INC REIT	CUSIP 92276F100	57.28	0.00	4,926.08	6,994.46	-2,068.38	0.00	-2,068.38
Total USD			22.77	33,824.57	41,026.22	-7,201.65	0.00	-7,201.65
Total United States			22.77	33,824.57	41,026.22	-7,201.65	0.00	-7,201.65
Total Other Equity			22.77	33,824.57	41,026.22	-7,201.65	0.00	-7,201.65
Total Equity Securities			8,011.40	3,932,481.97	3,493,770.83	438,711.14	0.00	438,711.14

## Fixed Income Securities

<b>Corporate/government</b>								
<b>United States - USD</b>								
MFO PIMCO FDS PAC INVT MGMT SER HIGH YIELD FD INSTL CL CUSIP 693390841	64,972 180	9 61	0 00	624,382 65	602,292 21	22,090 44	0 00	22,090 44
Issue Date 29 Aug 08								
Total USD			0 00	624,382 65	602,292 21	22,090 44	0 00	22,090 44
Total United States			0 00	624,382 65	602,292 21	22,090 44	0 00	22,090 44
Total Corporate/Government	64,972.180		0.00	624,382.65	602,292.21	22,090.44	0.00	22,090.44
Total Fixed Income Securities	64,972.180		0.00	624,382.65	602,292.21	22,090.44	0.00	22,090.44

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# Portfolio Statements

31 DEC 13

Account number U5006

ADAMS LEGACY FOUNDATION

## ◆ Asset Detail - Base Currency

Page 9 of 10

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
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### Real Estate

#### Real estate funds

#### United States - USD

MFO DFA INVT DIMENSIONS GROUP INC REAL ESTATE SECS PORTFOLIO CUSIP 233203835

11,829,080	25.93	0.00	306,728.04	300,000.00	6,728.04	0.00	6,728.04
Total USD			306,728.04	300,000.00	6,728.04	0.00	6,728.04
Total United States			306,728.04	300,000.00	6,728.04	0.00	6,728.04
Total Real Estate Funds			306,728.04	300,000.00	6,728.04	0.00	6,728.04
11,829,080							
Total Real Estate			306,728.04	300,000.00	6,728.04	0.00	6,728.04

### Cash and Short Term Investments

#### Short term

USD - United States dollar

1.00	0.16	43,404.53	43,404.53	0.00	0.00	0.00	0.00
Total short term - all currencies			43,404.53	43,404.53	0.00	0.00	0.00
Total short term - all countries			43,404.53	43,404.53	0.00	0.00	0.00
Total Short Term			43,404.53	43,404.53	0.00	0.00	0.00
43,404.530							
Total Cash and Short Term Investments			43,404.53	43,404.53	0.00	0.00	0.00
43,404.530							
			43,404.53	43,404.53	0.00	0.00	0.00

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# Portfolio Statements

31 DEC 13

Account number U5006

ADAMS LEGACY FOUNDATION

Page 10 of 10

## ◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Shares/PAR value								
Total	248,455 860		8,011.56	4,906,997.19	4,439,467.57	467,529.62	0.00	467,529.62

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