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Form 990-PF

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. By law, the IRS cannot redact the information on the form.
- Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

2013

Open to Public
Inspection

For calendar year 2013, or tax year beginning 01-01-2013, and ending 12-31-2013

Name of foundation JOHN SCULLY FOUNDATION		A Employer identification number 26-6003516							
Number and street (or P O box number if mail is not delivered to street address) PO BOX 75000		B Telephone number (see instructions) (612) 215-3603							
C If exemption application is pending, check here ► <input type="checkbox"/>									
D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>									
E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>									
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>									
G Check all that apply <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change		
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H Check type of organization <table border="0"> <tr> <td><input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation</td> </tr> <tr> <td><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust</td> </tr> <tr> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> </table>		<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					
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I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 2,378,813		J Accounting method <table border="0"> <tr> <td><input type="checkbox"/> Cash</td> <td><input type="checkbox"/> Accrual</td> </tr> <tr> <td colspan="2"><input type="checkbox"/> Other (specify) _____</td> </tr> </table>		<input type="checkbox"/> Cash	<input type="checkbox"/> Accrual	<input type="checkbox"/> Other (specify) _____			
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<input type="checkbox"/> Other (specify) _____									
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)				
Revenue <ol style="list-style-type: none"> 1 Contributions, gifts, grants, etc, received (attach schedule) 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. 5a Gross rents 5b Net rental income or (loss) 1,700 6a Net gain or (loss) from sale of assets not on line 10 -2,110,110 6b Gross sales price for all assets on line 6a 3,099,841 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 9 Income modifications 10a Gross sales less returns and allowances 10b Less Cost of goods sold 10c Gross profit or (loss) (attach schedule) 11 Other income (attach schedule) 15,466 12 Total. Add lines 1 through 11 -2,040,142 									
Operating and Administrative Expenses <ol style="list-style-type: none"> 13 Compensation of officers, directors, trustees, etc 41,914 14 Other employee salaries and wages 0 15 Pension plans, employee benefits 0 16a Legal fees (attach schedule) 16b Accounting fees (attach schedule) 900 16c Other professional fees (attach schedule) 28,198 17 Interest 18 Taxes (attach schedule) (see instructions) 6,744 19 Depreciation (attach schedule) and depletion 0 20 Occupancy 21 Travel, conferences, and meetings 0 22 Printing and publications 0 23 Other expenses (attach schedule) 26,241 24 Total operating and administrative expenses. Add lines 13 through 23 103,997 25 Contributions, gifts, grants paid. 173,000 26 Total expenses and disbursements. Add lines 24 and 25 276,997 27 Subtract line 26 from line 12 -2,317,139 									
a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) 0 c Adjusted net income (if negative, enter -0-) 1,700									

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	95,646	46,360	46,360
3	Accounts receivable ►			
	Less allowance for doubtful accounts ►		0	0
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 ► 0			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)	66,840		
b	Investments—corporate stock (attach schedule)	661,476	1,547,191	1,626,558
c	Investments—corporate bonds (attach schedule)	224,322	692,340	705,895
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			0
14	Land, buildings, and equipment basis ► 0			
	Less accumulated depreciation (attach schedule) ►	3,557,500	0	
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,605,784	2,285,891	2,378,813
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances				
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
27	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
28	Capital stock, trust principal, or current funds	4,605,784	2,285,891	
29	Paid-in or capital surplus, or land, bldg , and equipment fund			
30	Total net assets or fund balances (see page 17 of the instructions)	4,605,784	2,285,891	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,605,784	2,285,891	

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	4,605,784
2	Enter amount from Part I, line 27a	2	-2,317,139
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	2,288,645
5	Decreases not included in line 2 (itemize) ►	5	2,754
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,285,891

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Additional Data Table			
b				
c				
d				
e				
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2 -2,110,110
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	{ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3

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

17. Yes, the foundation does not qualify under section 17-10(c). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see page 18 of 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	181,278	3,353,318	0 054059	
2011	161,466	3,541,827	0 045588	
2010	38,726	4,074,790	0 009504	
2009	30,900	313,954	0 098422	
2008	37,614	407,703	0 092258	
2 Total of line 1, column (d).			2	0 29983
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .			3	0 059966
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.			4	2,629,400
5 Multiply line 4 by line 3.			5	157,675
6 Enter 1% of net investment income (1% of Part I, line 27b).			6	0
7 Add lines 5 and 6.			7	157,675
8 Enter qualifying distributions from Part XII, line 4.			8	177,643

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	0
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2.	3	0
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	0
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	0
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 0 Refunded <input type="checkbox"/> 11	11	0

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?	1a	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b	No
<i>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.</i>			
c	Did the foundation file Form 1120-POL for this year?	1c	No
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? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> SD		
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? <i>If "No," attach explanation.</i>	8b	Yes
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)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ► N/A

14 The books are in care of ► COMERICA BANK Telephone no ► (877) 405-1091
 Located at ► 101 NORTH MAIN STREET ANN ARBOR MI ZIP +4 ► 48104

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ► **15** and enter the amount of tax-exempt interest received or accrued during the year ►

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 instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	► Yes	✓ No	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	► Yes	✓ No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	► Yes	✓ No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	✓ Yes	► No	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	► Yes	✓ No	
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	► Yes	✓ No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ► Yes ✓ No			
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► Yes ✓ 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		No
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		No

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?			
	Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
	<i>If "Yes" to 6b, file Form 8870.</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

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).

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
COMERICA BANK PO BOX 75000 M/C 5100 DETROIT MI 482755100	TRUSTEE 1	41,914		

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 N/A

2

3

4

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

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

Amount

1 N/A

2

1

All other program-related investments See page 24 of the instructions

3

1

Total: Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,541,514
b	Average of monthly cash balances.	1b	152,934
c	Fair market value of all other assets (see instructions).	1c	975,000
d	Total (add lines 1a, b, and c).	1d	2,669,448
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,669,448
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	40,042
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,629,406
6	Minimum investment return. Enter 5% of line 5.	6	131,470

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	131,470
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	0
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	0
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	131,470
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	131,470
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	131,470

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	177,641
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	177,641
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	177,641

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				131,470
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			161,902	
b Total for prior years 2011, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.	0			
b From 2009.	0			
c From 2010.	0			
d From 2011.	0			
e From 2012.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 177,641				
a Applied to 2012, but not more than line 2a			161,902	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.			15,739	
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				115,731
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009.	0			
b Excess from 2010.	0			
c Excess from 2011.	0			
d Excess from 2012.	0			
e Excess from 2013.	0			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

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

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

NONE

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

NONE

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

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

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

BRENDA PEARSON
60 S 6TH ST STE 2550
MINNEAPOLIS, MN 55402
(612) 215-3603

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

LETTER FORM

c Any submission deadlines

NONE

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

NONE

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
a Paid during the year				
SOUTH DAKOTA SCHOOL OF MINES & TECHNOLOGY 501 E ST JOSEPH RAPID CITY, SD 57701	NONE	EXEMPT	SCHOLARSHIP	131,000
JOHNSON COUNTY LIBRARY FOUNDATION 9875 W 87TH STREET OVERLAND, KS 662124565	NONE	EXEPMT	SUPPORT	42,000
Total			► 3a	173,000
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments.			14		
4 Dividends and interest from securities.		14	52,802		
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.		16	1,700		
6 Net rental income or (loss) from personal property.					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory.		18	-2,110,110		
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a <u>OTHER REVENUE</u>		14	15,466		
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e). .				-2,040,142	
13 Total Add line 12, columns (b), (d), and (e). .					-2,040,142
(See worksheet in line 13 instructions to verify calculations.)					

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

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
1 AT&T INC		2008-07-07	2013-02-08
9 AT&T INC		2008-07-07	2013-04-30
119 AT&T INC		2008-07-07	2013-06-04
35 AT&T INC		2008-07-07	2013-07-02
83 AT&T INC		2008-07-07	2013-07-15
158 AT&T INC		2008-07-29	2013-08-30
12 AT&T INC		2013-12-23	2013-12-27
3000 AT&T INC GLOBAL NT 1 6% 02/15/2017		2012-02-09	2013-09-03
163 ALTRIA GROUP INC		2013-09-12	2013-12-23
1 AMERICAN ELEC PWR INC		2013-12-23	2013-12-27
15 AMERICAN EXPRESS CO		2010-05-17	2013-01-10
30 AMERICAN EXPRESS CO		2010-05-17	2013-05-28
59 AMERICAN EXPRESS CO		2010-10-05	2013-08-30
4000 AMERICAN EXPRESS CR CORP 1 75% 06/12/201		2012-06-08	2013-09-03
1410 ANNALY MTG MGMT INC (REIT)		2013-09-12	2013-12-23
11 APPLE COMPUTER INC		2013-01-24	2013-08-30
24 APPLE COMPUTER INC		2009-03-25	2013-08-30
3 AUTOMATIC DATA PROCESSING INC		2013-12-23	2013-12-27
7 BB&T CORP		2012-09-14	2013-04-30
37 BB&T CORP		2012-09-14	2013-07-02
194 BB&T CORP		2012-09-14	2013-08-30
98 BCE INC		2013-11-01	2013-12-23
7 BCE INC		2013-11-01	2013-12-27
3000 BP CAPITAL MARKETS PLC GTD NT 3 875% 03/		2009-04-23	2013-09-03
75 BANK MONTREAL CAD COM NPV		2013-09-12	2013-12-23
3 BANK MONTREAL CAD COM NPV		2013-09-12	2013-12-27
92 BANK OF NOVA SCOTIA		2013-09-12	2013-12-23
4 BANK OF NOVA SCOTIA		2013-09-12	2013-12-27
5000 BERKSHIRE HATHAWAY 4 85% 01/15/2015		2010-11-01	2013-09-03
20 BERKSHIRE HATHAWAY CL B		2011-02-04	2013-02-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
115 BERKSHIRE HATHAWAY CL B		2012-02-16	2013-08-30
6 CENOVUS ENERGY INC		2013-03-20	2013-04-30
29 CENOVUS ENERGY INC		2013-03-20	2013-07-02
172 CENOVUS ENERGY INC		2013-03-20	2013-08-22
508 CENTURYTEL INC		2013-09-12	2013-12-23
3 CHEVRONTEXACO CORP		2013-09-12	2013-12-27
4 CHUBB CORP		2013-12-23	2013-12-27
19 CISCO SYS INC		2013-02-08	2013-04-30
9 CISCO SYS INC		2010-09-21	2013-04-30
14 CISCO SYS INC		2010-09-21	2013-06-17
131 CISCO SYS INC		2010-09-21	2013-07-02
11 CISCO SYS INC		2013-08-14	2013-08-30
801 CISCO SYS INC		2012-08-06	2013-08-30
5000 CISCO SYS INC 5 5% 02/22/2016		2010-03-26	2013-09-03
130 COACH INC		2012-08-02	2013-08-30
6 COCA COLA CO		2013-12-23	2013-12-27
3000 COCA COLA CO 4 875% 03/15/2019		2009-03-04	2013-09-03
119 COGNIZANT TECHNOLOGY SOLUTIONS		2012-05-08	2013-08-30
70 COGNIZANT TECHNOLOGY SOLUTIONS		2013-05-30	2013-08-30
8 COSTCO WHOLESALE CORP		2008-07-07	2013-02-08
4 COSTCO WHOLESALE CORP		2008-07-07	2013-04-30
22 COSTCO WHOLESALE CORP		2008-07-07	2013-07-02
125 COSTCO WHOLESALE CORP		2008-07-29	2013-08-30
381 727 CULLEN FDS TR		2013-09-12	2013-11-01
905 797 CULLEN FDS TR		2013-09-12	2013-12-11
323 142 CULLEN FDS TR		2013-12-23	2013-12-27
30 CUMMINS ENGINE INC		2011-06-29	2013-01-10
70 CUMMINS ENGINE INC		2012-07-16	2013-08-30
112 DARDEN RESTAURANTS INC		2013-09-12	2013-12-23
16 DARDEN RESTAURANTS INC		2013-09-12	2013-12-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
43 DIAMOND OFFSHORE DRILLING INC		2013-09-12	2013-12-23
3 DIAMOND OFFSHORE DRILLING INC		2013-09-12	2013-12-27
100 DOMINION RESOURCES INC		2013-09-12	2013-12-23
1 DOMINION RESOURCES INC		2013-09-12	2013-12-27
12 DOW CHEMICAL CO		2012-04-16	2013-04-30
14 DOW CHEMICAL CO		2012-04-16	2013-06-17
5 DOW CHEMICAL CO		2013-02-08	2013-07-02
91 DOW CHEMICAL CO		2012-01-30	2013-07-02
520 DOW CHEMICAL CO		2012-01-30	2013-08-30
12 DOW CHEMICAL CO		2013-08-14	2013-08-30
10 DOW CHEMICAL CO		2013-12-23	2013-12-27
3 DU PONT E I DE NEMOURS & CO		2011-11-21	2013-02-08
7 DU PONT E I DE NEMOURS & CO		2011-11-21	2013-04-30
58 DU PONT E I DE NEMOURS & CO		2011-11-21	2013-07-02
298 DU PONT E I DE NEMOURS & CO		2011-11-21	2013-08-30
5 DU PONT E I DE NEMOURS & CO		2013-08-14	2013-08-30
50 EMC CORP		2013-06-21	2013-07-02
337 EMC CORP		2013-08-14	2013-08-30
330 EMC CORP		2009-07-28	2013-08-30
130 EMC CORP		2013-05-21	2013-08-30
2000 EMC CORP 2 65% 06/01/2020		2013-07-26	2013-09-03
76 EMERSON ELEC CO		2009-09-17	2013-02-01
195 EMERSON ELEC CO		2009-09-17	2013-04-11
1 EMERSON ELEC CO		2013-02-08	2013-04-11
135 EXPEDITORS INTERNATIONAL		2012-05-01	2013-05-20
170 EXPRESS SCRIPTS HLDG CO		2011-10-04	2013-08-30
4 EXXON MOBIL CORP COMMON STOCK		2013-12-23	2013-12-27
3000 FEDERAL HOME LN MTG CORP 4 5% 07/15/2013		2008-07-25	2013-06-25
2000 FEDERAL HOME LN MTG CORP 4 5% 07/15/2013		2008-07-25	2013-07-15
2000 FEDERAL HOME LN MTG CORP 4 5% 01/15/2015		2013-05-22	2013-09-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
3000 FEDERAL HOME LN MTG CORP 4 5% 01/15/2015		2007-08-03	2013-09-03
3000 FEDERAL NATL MTG ASSN 4 625% 10/15/2014		2012-12-13	2013-09-03
2000 FEDERAL NATL MTG ASSN 4 625% 10/15/2014		2011-03-23	2013-09-03
3000 FEDERAL HOME LN MTG CORP PREASSIGN 00075		2012-10-19	2013-09-03
271 413 FIDELITY FLTG RATE HIGH INCOME FD INSTL		2013-11-01	2013-12-23
212 788 FIDELITY FLTG RATE HIGH INCOME FD INSTL		2013-11-01	2013-12-27
182 282 FIRST EAGLE GLOBAL I		2013-09-12	2013-12-11
65 586 FIRST EAGLE GLOBAL I		2013-09-12	2013-12-27
441 FIRSTENERGY CORP		2013-09-12	2013-12-23
46 FORD MOTOR CO		2013-04-11	2013-04-30
199 FORD MOTOR CO		2013-04-11	2013-07-02
1113 FORD MOTOR CO		2013-08-14	2013-08-30
1180 887 FRANKLIN INCOME FD ADVISOR CL		2013-09-12	2013-12-23
765 163 FRANKLIN INCOME FD ADVISOR CL		2013-09-12	2013-12-27
16 GENERAL ELECTRIC CO		2008-07-07	2013-02-08
38 GENERAL ELECTRIC CO		2008-07-07	2013-04-30
8 GENERAL ELECTRIC CO		2008-07-07	2013-06-17
156 GENERAL ELECTRIC CO		2008-07-07	2013-07-02
19 GENERAL ELECTRIC CO		2013-08-14	2013-08-30
935 GENERAL ELECTRIC CO		2010-08-24	2013-08-30
13 GENERAL ELECTRIC CO		2013-12-23	2013-12-27
1000 GENERAL ELEC CAP CORP 5 4% 02/15/2017		2008-07-07	2013-02-08
1000 GENERAL ELEC CAP CORP 5 4% 02/15/2017		2008-07-07	2013-04-29
1000 GENERAL ELEC CAP CORP 5 4% 02/15/2017		2008-07-07	2013-06-17
7000 GENERAL ELEC CAP CORP 5 4% 02/15/2017		2008-07-07	2013-07-02
2000 GENERAL ELEC CAP CORP 5 4% 02/15/2017		2013-08-14	2013-08-30
42000 GENERAL ELEC CAP CORP 5 4% 02/15/2017		2008-07-07	2013-08-30
4000 GENERAL ELEC CAP CORP 5 625% 09/15/2017		2011-12-06	2013-09-03
25 GILEAD SCIENCES INC		2010-06-14	2013-01-10
132 GILEAD SCIENCES INC		2010-06-14	2013-08-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
28 GLAXO WELLCOME PLC ADR		2012-08-09	2013-02-08
11 GLAXO WELLCOME PLC ADR		2008-07-07	2013-04-30
50 GLAXO WELLCOME PLC ADR		2008-07-07	2013-07-02
5 GLAXO WELLCOME PLC ADR		2013-08-14	2013-08-30
278 GLAXO WELLCOME PLC ADR		2012-08-09	2013-08-30
2000 GOLDMAN SACHS GROUP INC 3 7% 08/01/2015		2012-09-04	2013-04-29
2000 GOLDMAN SACHS GROUP INC 3 7% 08/01/2015		2012-09-04	2013-06-17
7000 GOLDMAN SACHS GROUP INC 3 7% 08/01/2015		2012-09-04	2013-07-02
48000 GOLDMAN SACHS GROUP INC 3 7% 08/01/2015		2012-09-04	2013-08-30
4 GOOGLE INC CL A		2012-01-26	2013-05-21
10 GOOGLE INC CL A		2009-07-28	2013-08-30
47 GULFMARK OFFSHORE INC		2008-08-21	2013-02-08
41 GULFMARK OFFSHORE INC		2008-08-21	2013-02-11
44 GULFMARK OFFSHORE INC		2010-08-24	2013-02-15
3 GULFMARK OFFSHORE INC		2010-08-24	2013-04-30
56 GULFMARK OFFSHORE INC		2010-08-24	2013-05-02
21 GULFMARK OFFSHORE INC		2010-08-24	2013-07-02
105 GULFMARK OFFSHORE INC		2010-08-24	2013-08-30
14 HSBC HOLDINGS PLC-SPONS ADR		2013-09-12	2013-12-27
47 HEALTH CARE REIT INC		2013-09-12	2013-12-23
2 HEALTH CARE REIT INC		2013-09-12	2013-12-27
7 HONEYWELL INTERNATIONAL INC		2011-12-16	2013-02-08
3 HONEYWELL INTERNATIONAL INC		2011-12-16	2013-04-30
11 HONEYWELL INTERNATIONAL INC		2011-12-16	2013-06-17
46 HONEYWELL INTERNATIONAL INC		2011-12-16	2013-07-02
7 HONEYWELL INTERNATIONAL INC		2013-08-14	2013-08-30
278 HONEYWELL INTERNATIONAL INC		2011-12-16	2013-08-30
14 INTEL CORP		2012-09-25	2013-04-30
11 INTEL CORP		2013-05-10	2013-06-17
69 INTEL CORP		2013-06-21	2013-07-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
597 INTEL CORP		2013-08-14	2013-08-30
18 INTEL CORP		2013-12-23	2013-12-27
2 IBM CORP		2012-03-26	2013-04-30
1 IBM CORP		2013-02-08	2013-04-30
5 IBM CORP		2013-05-13	2013-07-02
8 IBM CORP		2012-03-26	2013-07-02
68 IBM CORP		2008-12-10	2013-08-30
2 ISHARES MSCI MSCI EMERGING MARKETS ASIA		2013-12-23	2013-12-27
107 ISHARES TR-S&P 500 INDEX		2013-09-12	2013-11-01
28 ISHARES TR-S&P 500 INDEX		2013-09-12	2013-12-11
3 ISHARES TR-S&P 500 INDEX		2013-09-12	2013-12-27
7 ISHARES GS\$ INVESTOP CORP BD		2013-09-12	2013-12-27
210 ISHARES S&P GLBL ENERGY SECTOR EXCHANGE		2013-09-12	2013-11-01
3 ISHARES TR		2013-11-01	2013-12-27
16 ISHARES JP MORGAN USD EMERGING MARKETS B		2013-11-01	2013-12-27
8 ISHARES DOW JONES EPAC SELECT DIVIDEND I		2013-09-12	2013-12-27
2 ISHARES IBOXX H/Y CORP BOND		2013-11-01	2013-12-27
127 ISHARES LEHMAN 10-20 YEAR TR		2013-11-01	2013-12-23
73 ISHARES BARCLAYS 3-7 YR TSY BD FD		2013-09-12	2013-11-01
1794 ISHARES TR TREASURY BOND FUND		2013-09-12	2013-11-01
2000 JP MORGAN CHASE & CO 2 05% 01/24/2014		2012-03-07	2013-04-29
2000 JP MORGAN CHASE & CO 2 05% 01/24/2014		2012-03-07	2013-06-17
7000 JP MORGAN CHASE & CO 2 05% 01/24/2014		2012-03-07	2013-07-02
49000 JP MORGAN CHASE & CO 2 05% 01/24/2014		2012-03-07	2013-08-30
1000 JP MORGAN CHASE & CO 2 05% 01/24/2014		2013-08-14	2013-08-30
17 JP MORGAN CHASE & CO		2010-11-05	2013-04-30
5 JP MORGAN CHASE & CO		2010-11-05	2013-06-17
81 JP MORGAN CHASE & CO		2010-11-05	2013-07-02
62 JP MORGAN CHASE & CO		2012-10-12	2013-08-30
427 JP MORGAN CHASE & CO		2012-01-30	2013-08-30

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(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)
62 JPMORGAN ALERIAN MLP INDEX ETN DUE 5/24/2024		2013-09-12	2013-11-01
362 JPMORGAN ALERIAN MLP INDEX ETN DUE 5/24/2024		2013-09-12	2013-12-23
33 JPMORGAN ALERIAN MLP INDEX ETN DUE 5/24/2024		2013-09-12	2013-12-27
3000 JPMORGAN CHASE & CO SR NT 3 7% 01/20/2011		2012-02-28	2013-09-03
1 JOHNSON & JOHNSON		2008-07-07	2013-02-08
5 JOHNSON & JOHNSON		2008-07-07	2013-04-30
6 JOHNSON & JOHNSON		2008-07-07	2013-06-17
28 JOHNSON & JOHNSON		2008-07-07	2013-07-02
176 JOHNSON & JOHNSON		2008-07-07	2013-08-30
2 JOHNSON & JOHNSON		2013-12-23	2013-12-27
9 KINDER MORGAN INC DEL COM		2013-09-12	2013-12-27
79 LILLY ELI & CO		2013-09-12	2013-12-23
6 LILLY ELI & CO		2013-09-12	2013-12-27
50 LOCKHEED MARTIN CORP		2013-09-12	2013-12-23
3 LOCKHEED MARTIN CORP		2013-09-12	2013-12-27
56 LORILLARD INC		2013-09-12	2013-11-01
84 LORILLARD INC		2013-09-12	2013-12-23
5 LORILLARD INC		2013-09-12	2013-12-27
66 M & T BANK CORP		2013-08-28	2013-08-30
2 MCDONALDS CORP		2013-09-12	2013-12-27
5000 MCDONALDS CORP 5 35% 03/01/2018		2009-11-25	2013-09-03
163 MEDICAL FACS CORP		2013-09-12	2013-12-27
106 MERCK & CO INC NEW		2013-09-12	2013-12-23
4 MERCK & CO INC NEW		2013-09-12	2013-12-27
16 MICROSOFT CORP		2011-03-09	2013-04-30
16 MICROSOFT CORP		2011-03-09	2013-06-17
101 MICROSOFT CORP		2011-03-09	2013-07-02
77 MICROSOFT CORP		2013-08-14	2013-08-30
579 MICROSOFT CORP		2010-10-14	2013-08-30
150 MICROCHIP TECHNOLOGY INC		2013-09-12	2013-12-23

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(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.)
8 MICROCHIP TECHNOLOGY INC		2013-09-12	2013-12-27
10 MONSTER BEVERAGE CORP		2012-10-25	2013-06-14
75 MONSTER BEVERAGE CORP		2012-10-25	2013-08-30
5 NATIONAL-OILWELL INC		2012-09-05	2013-02-08
6 NATIONAL-OILWELL INC		2012-09-05	2013-06-17
22 NATIONAL-OILWELL INC		2012-09-05	2013-07-02
8 NATIONAL-OILWELL INC		2008-07-07	2013-07-02
2 NATIONAL-OILWELL INC		2013-04-30	2013-08-30
172 NATIONAL-OILWELL INC		2012-01-25	2013-08-30
65 NATIONAL-OILWELL INC		2012-06-26	2013-08-30
153 NATIONAL RETAIL PROPERTIES INC (REIT)		2013-09-12	2013-12-23
4 NATIONAL RETAIL PROPERTIES INC (REIT)		2013-09-12	2013-12-27
1 NEXTERA ENERGY INC		2013-12-23	2013-12-27
21 NORFOLK SOUTHERN CORP		2008-07-07	2013-02-08
5 NORFOLK SOUTHERN CORP		2012-03-23	2013-04-30
28 NORFOLK SOUTHERN CORP		2012-03-23	2013-07-02
153 NORFOLK SOUTHERN CORP		2008-07-07	2013-08-30
2000 ORACLE CORPORATION 5 75% 04/15/2018		2008-05-15	2013-09-03
5 PNC FINANCIAL SERVICES GROUP		2011-10-06	2013-02-08
3 PNC FINANCIAL SERVICES GROUP		2011-10-06	2013-04-30
8 PNC FINANCIAL SERVICES GROUP		2011-10-06	2013-06-17
44 PNC FINANCIAL SERVICES GROUP		2011-10-06	2013-07-02
261 PNC FINANCIAL SERVICES GROUP		2011-10-06	2013-08-30
5 PNC FINANCIAL SERVICES GROUP		2013-08-14	2013-08-30
59 PPL CORPORATION		2012-08-09	2013-02-08
20 PPL CORPORATION		2012-08-09	2013-04-30
16 PPL CORPORATION		2012-08-09	2013-06-17
75 PPL CORPORATION		2012-05-02	2013-07-02
574 PPL CORPORATION		2012-08-09	2013-08-30
45 PERRIGO CO		2010-08-13	2013-08-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
50 PFIZER INC		2008-07-07	2013-02-08
22 PFIZER INC		2008-07-07	2013-04-30
22 PFIZER INC		2008-07-07	2013-06-17
81 PFIZER INC		2008-07-07	2013-07-02
579 PFIZER INC		2012-08-09	2013-08-30
2 PHILIP MORRIS INTL INC		2013-09-12	2013-12-27
48 PIMCO TOTAL RETURN EXCHANGE-TRADED FUND		2013-09-12	2013-12-11
5 PIMCO TOTAL RETURN EXCHANGE-TRADED FUND		2013-12-23	2013-12-27
21 PINNACLE WEST CAPITAL CORP		2012-05-16	2013-02-08
6 PINNACLE WEST CAPITAL CORP		2012-05-16	2013-04-30
59 PINNACLE WEST CAPITAL CORP		2012-05-16	2013-06-04
65 PINNACLE WEST CAPITAL CORP		2012-05-16	2013-06-26
14 PINNACLE WEST CAPITAL CORP		2012-05-16	2013-07-02
104 PINNACLE WEST CAPITAL CORP		2012-05-16	2013-08-30
4 POTASH CORP SASK INC		2013-02-28	2013-04-30
5 POTASH CORP SASK INC		2013-02-28	2013-06-17
33 POTASH CORP SASK INC		2013-02-28	2013-07-02
227 POTASH CORP SASK INC		2013-02-28	2013-08-30
340 POWERSHARES SENIOR LN PORT NYSE ARCA IN		2013-09-12	2013-11-01
9 POWERSHARES SENIOR LN PORT NYSE ARCA IN		2013-09-12	2013-12-27
18 POWERSHARES INTL CORP BD PORT NYSE ARCA		2013-11-01	2013-12-27
9 PRICELINE COM		2012-10-12	2013-08-30
2 PROCTER & GAMBLE CO		2013-12-23	2013-12-27
266 798 PUTNAM FDS TR CAPITAL SPECTRUM FUND		2013-09-12	2013-12-23
78 445 PUTNAM FDS TR CAPITAL SPECTRUM FUND		2013-09-12	2013-12-27
20 QUALCOMM INC		2012-08-06	2013-02-08
5 QUALCOMM INC		2012-08-06	2013-04-30
5 QUALCOMM INC		2013-05-13	2013-06-17
5 QUALCOMM INC		2013-05-13	2013-07-02
32 QUALCOMM INC		2012-05-24	2013-07-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
229 QUALCOMM INC		2012-08-06	2013-08-30
166 QUALCOMM INC		2012-05-03	2013-08-30
4 RANGE RESOURCES CORP		2010-11-10	2013-02-08
10 RANGE RESOURCES CORP		2010-11-10	2013-06-17
26 RANGE RESOURCES CORP		2010-11-10	2013-07-02
153 RANGE RESOURCES CORP		2010-11-10	2013-08-30
5 RANGE RESOURCES CORP		2013-04-30	2013-08-30
435 901 RIVERPARK /WEDGEWOOD FUND -INS		2013-09-12	2013-12-23
185 953 RIVERPARK /WEDGEWOOD FUND -INS		2013-09-12	2013-12-27
109 ROYAL DUTCH SHELL PLC ADR-B		2011-10-06	2013-03-20
2 ROYAL DUTCH SHELL PLC ADR-B		2013-02-08	2013-03-20
3 ROYAL DUTCH SHELL PLC ADR-B		2011-10-06	2013-04-30
28 ROYAL DUTCH SHELL PLC ADR-B		2011-10-06	2013-07-02
43 ROYAL DUTCH SHELL PLC ADR-B		2011-10-06	2013-08-22
109 ROYAL DUTCH SHELL PLC ADR-B		2011-08-10	2013-08-30
5 ROYAL DUTCH SHELL PLC ADR-B		2013-12-23	2013-12-27
12 GUGGENHEIM S & P EQUAL WEIGHT TECHNOLOGY		2013-11-01	2013-12-27
10 GUGGENHEIM S&P EQUAL WEIGHT INDUSTRIAL		2013-11-01	2013-12-27
3 GUGGENHEIM S&P EQUAL WEIGHT ENERGY		2013-11-01	2013-12-27
46 SPDR DJ EURO STOXX 50 FUND		2013-09-12	2013-12-27
2 SCHLUMBERGER LTD		2008-07-07	2013-02-08
4 SCHLUMBERGER LTD		2013-02-28	2013-04-30
26 SCHLUMBERGER LTD		2008-07-29	2013-07-02
9 SCHLUMBERGER LTD		2013-02-28	2013-07-02
175 SCHLUMBERGER LTD		2012-01-25	2013-08-30
5 SCHLUMBERGER LTD		2013-08-14	2013-08-30
85 SCHLUMBERGER LTD		2012-06-04	2013-08-30
185 SCHWAB CHARLES CORP NEW		2012-01-19	2013-02-13
135 SCHWAB CHARLES CORP NEW		2012-01-05	2013-07-17
225 SCHWAB CHARLES CORP NEW		2012-01-05	2013-08-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
1 427 UPPER CREEK RD BUFFALO WY JOHNSON COUNTY		2008-03-18	2013-08-15
45 STERICYCLE INC		2010-04-14	2013-08-30
5000 SYSCO 5 25% 02/12/2018		2010-12-03	2013-09-03
8 TARGET CORP		2012-08-08	2013-02-08
3 TARGET CORP		2012-08-08	2013-04-30
15 TARGET CORP		2012-08-08	2013-07-02
80 TARGET CORP		2012-08-08	2013-08-30
5382 585 TEMPLETON GLOBAL BOND FD CL AD		2013-09-12	2013-10-21
80 374 TEMPLETON GLOBAL TOTAL RETURN FUND		2013-10-21	2013-12-27
186 413 THORNBURG INVESTMENT INCOME BUILDER CL I		2013-09-12	2013-11-01
488 998 THORNBURG INVESTMENT INCOME BUILDER CL I		2013-09-12	2013-12-11
2 3M CO		2013-12-23	2013-12-27
9 TIFFANY & CO		2012-08-08	2013-02-08
3 TIFFANY & CO		2012-08-08	2013-04-30
16 TIFFANY & CO		2012-08-08	2013-07-02
87 TIFFANY & CO		2012-08-08	2013-08-30
3 TORONTO DOMINION BK ONT		2013-12-23	2013-12-27
1 UNION PACIFIC CORP		2011-11-03	2013-02-08
3 UNION PACIFIC CORP		2011-11-03	2013-04-30
18 UNION PACIFIC CORP		2011-11-03	2013-07-02
90 UNION PACIFIC CORP		2011-11-03	2013-08-30
5000 U S BANCORP MEDIUM TERM 4 2% 05/15/2014		2011-08-23	2013-09-03
5000 UNITED STATES TREASURY 4% 02/15/2014		2013-05-24	2013-09-03
5000 UNITED STATES TREASURY 4 25% 08/15/2014		2010-03-11	2013-09-03
3000 UNITED STATES TREASURY 4% 02/15/2015		2013-04-10	2013-09-03
2000 UNITED STATES TREASURY 4 125% 05/15/201		2013-05-24	2013-09-03
6000 UNITED STATES TREASURY 4 25% 11/15/2017		2010-09-16	2013-09-03
3000 UNITED STATES TREASURY 3 875% 05/15/201		2012-03-16	2013-09-03
6000 UNITED STATES TREASURY 4% 08/15/2018		2011-12-23	2013-09-03
1000 UNITED STATES TREASURY 3 125% 05/15/201		2012-08-15	2013-09-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
2000 UNITED STATES TREASURY 3 125% 05/15/201		2012-09-13	2013-09-03
2000 UNITED STATES TREASURY 3 625% 08/15/201		2012-11-20	2013-04-09
1000 UNITED STATES TREASURY 3 625% 08/15/201		2009-12-23	2013-04-09
3000 UNITED STATES TREASURY 3% 02/28/2017		2012-07-19	2013-09-03
5000 UNITED STATES TREASURY 1 375% 05/15/201		2012-05-16	2013-05-15
5000 UNITED STATES TREASURY 1 375% 05/15/201		2011-05-16	2013-05-15
5000 UNITED STATES TREASURY DTD 11/15/2010 2		2013-06-25	2013-09-03
3000 UNITED STATES TREASURY DTD 00387 875%		2012-05-25	2013-09-03
5000 UNITED STATES TREASURY 75% 06/30/2017		2012-11-30	2013-09-03
11000 UNITED STATES TREASURY 25% 09/15/2015		2013-01-14	2013-02-08
2000 UNITED STATES TREASURY 25% 09/15/2015		2013-01-14	2013-04-29
1000 UNITED STATES TREASURY 25% 09/15/2015		2013-01-14	2013-06-17
8000 UNITED STATES TREASURY 25% 09/15/2015		2013-01-14	2013-07-02
51000 UNITED STATES TREASURY 25% 09/15/2015		2013-08-14	2013-08-30
4 UNITED TECHNOLOGIES CORP		2011-12-16	2013-02-08
1 UNITED TECHNOLOGIES CORP		2011-12-16	2013-04-30
5 UNITED TECHNOLOGIES CORP		2011-12-16	2013-06-17
22 UNITED TECHNOLOGIES CORP		2011-12-16	2013-07-02
127 UNITED TECHNOLOGIES CORP		2011-12-16	2013-08-30
5 UNITEDHEALTH GROUP INC		2013-09-12	2013-12-27
457 VANGUARD EUROPE PACIFIC ETF		2013-09-12	2013-12-23
18 VANGUARD EUROPE PACIFIC ETF		2013-09-12	2013-12-27
120 VARIAN MEDICAL SYSTEMS INC		2012-04-27	2013-08-30
27 VERIZON COMMUNICATIONS		2008-07-07	2013-02-08
12 VERIZON COMMUNICATIONS		2008-07-07	2013-04-30
9 VERIZON COMMUNICATIONS		2008-07-07	2013-06-17
39 VERIZON COMMUNICATIONS		2008-07-07	2013-07-02
277 VERIZON COMMUNICATIONS		2008-07-29	2013-08-30
115 VERISK ANALYTICS INC CL A		2011-08-23	2013-08-30
40 VISA INC CL A		2010-09-13	2013-08-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
23 WELLS FARGO & CO NEW		2011-03-09	2013-04-30
90 WELLS FARGO & CO NEW		2011-03-09	2013-07-02
505 WELLS FARGO & CO NEW		2011-01-19	2013-08-30
8 WELLS FARGO & CO NEW		2013-08-14	2013-08-30
6 WILLIAMS COS INC		2012-01-04	2013-02-08
14 WILLIAMS COS INC		2012-01-04	2013-04-30
97 WILLIAMS COS INC		2012-01-04	2013-05-08
8 WILLIAMS COS INC		2011-10-04	2013-06-17
68 WILLIAMS COS INC		2011-10-04	2013-07-02
405 WILLIAMS COS INC		2011-10-04	2013-08-30
7 WILLIAMS COS INC		2013-08-14	2013-08-30
2 WISDOMTREE JAPAN HEDGED EQ		2013-12-23	2013-12-27
13 WISDOMTREE EUROPE SMALLCAP DIVIDEND FUND		2013-11-01	2013-12-27
2 COVIDIEN PLC		2012-01-06	2013-02-08
28 COVIDIEN PLC		2012-01-06	2013-06-17
234 COVIDIEN PLC		2012-01-06	2013-08-30
13 COVIDIEN PLC		2013-04-30	2013-08-30
104 EATON CORP PLC		2012-12-03	2013-02-01
10 EATON CORP PLC		2013-02-08	2013-04-30
6 EATON CORP PLC		2012-12-03	2013-06-17
39 EATON CORP PLC		2012-12-03	2013-07-02
235 EATON CORP PLC		2013-08-14	2013-08-30
5 ENSCO PLC		2013-02-08	2013-04-30
41 ENSCO PLC		2013-05-10	2013-07-02
228 ENSCO PLC		2012-07-03	2013-08-30
875 MALLINCKRODT PLC		2013-04-30	2013-07-05
29 25 MALLINCKRODT PLC		2012-01-06	2013-08-22
75 MALLINCKRODT PLC		2013-04-30	2013-08-22
4 ACE LIMITED		2012-03-16	2013-04-30
26 ACE LIMITED		2012-03-16	2013-07-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
139 ACE LIMITED		2012-03-16	2013-08-30
2 WEATHERFORD INTL LTD		2013-03-15	2013-04-30
18 WEATHERFORD INTL LTD		2013-03-15	2013-06-17
77 WEATHERFORD INTL LTD		2013-03-15	2013-07-02
588 WEATHERFORD INTL LTD		2013-08-22	2013-08-30
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
35		33	2
336		293	43
4,242		3,878	364
1,237		1,141	96
2,953		2,705	248
5,342		5,018	324
422		416	6
2,979		3,001	-22
6,192		5,662	530
46		46	
906		615	291
2,305		1,229	1,076
4,249		2,303	1,946
4,060		4,020	40
14,424		16,594	-2,170
5,371		5,617	-246
11,718		2,177	9,541
242		239	3
215		240	-25
1,263		1,271	-8
6,602		6,664	-62
4,218		4,289	-71
302		306	-4
3,143		3,054	89
4,955		4,834	121
197		193	4
5,654		5,285	369
246		230	16
5,289		5,656	-367
2,021		1,635	386

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
12,804		9,098	3,706
178		191	-13
826		923	-97
4,902		5,476	-574
15,875		16,570	-695
375		373	2
383		379	4
399		403	-4
189		194	-5
346		302	44
3,186		2,419	767
256		289	-33
18,640		14,094	4,546
5,556		5,573	-17
6,867		6,951	-84
244		241	3
3,364		2,972	392
8,762		5,374	3,388
5,154		4,554	600
820		575	245
432		288	144
2,433		1,583	850
13,999		8,698	5,301
4,245		4,069	176
10,000		9,656	344
3,687		3,639	48
3,348		3,045	303
8,630		6,598	2,032
6,102		5,412	690
869		773	96

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,378		2,795	-417
170		195	-25
6,412		6,007	405
64		60	4
406		400	6
477		466	11
162		162	
2,944		3,021	-77
19,417		15,835	3,582
448		453	-5
446		440	6
142		136	6
378		317	61
3,040		2,630	410
16,876		12,639	4,237
283		296	-13
1,185		1,220	-35
8,695		8,225	470
8,505		5,038	3,467
3,350		3,097	253
1,947		1,989	-42
4,407		3,130	1,277
11,145		8,032	3,113
57		58	-1
5,188		5,722	-534
10,843		5,883	4,960
406		394	12
3,007		3,053	-46
2,000		2,036	-36
2,114		2,140	-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,171		2,872	299
3,146		3,239	-93
2,098		2,209	-111
2,978		3,031	-53
2,701		2,709	-8
2,117		2,124	-7
10,000		9,747	253
3,516		3,507	9
14,286		16,356	-2,070
628		620	8
3,218		2,512	706
18,009		11,461	6,548
2,811		2,716	95
1,836		1,760	76
360		434	-74
847		1,030	-183
190		217	-27
3,582		4,229	-647
441		458	-17
21,683		19,933	1,750
362		356	6
1,146		985	161
1,149		985	164
1,131		985	146
7,812		6,896	916
2,234		2,237	-3
46,922		41,375	5,547
4,514		4,445	69
1,938		1,014	924
7,985		2,300	5,685

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,275		1,310	-35
566		503	63
2,515		2,284	231
254		260	-6
14,145		12,753	1,392
2,116		2,100	16
2,097		2,100	-3
7,298		7,350	-52
50,162		50,400	-238
3,606		2,268	1,338
8,477		4,041	4,436
1,876		2,370	-494
1,589		2,067	-478
1,770		1,805	-35
118		78	40
2,328		1,463	865
970		549	421
4,852		2,743	2,109
768		779	-11
2,493		2,886	-393
106		123	-17
494		370	124
222		159	63
875		581	294
3,581		2,430	1,151
558		584	-26
22,143		14,012	8,131
332		320	12
276		269	7
1,632		1,680	-48

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
13,152		13,821	-669
460		456	4
399		413	-14
199		201	-2
954		1,015	-61
1,526		1,408	118
12,412		5,707	6,705
112		112	
18,928		18,209	719
5,049		4,765	284
555		511	44
799		781	18
8,928		8,659	269
253		253	
1,733		1,768	-35
301		289	12
185		186	-1
15,531		15,893	-362
8,866		8,734	132
44,010		43,515	495
2,022		2,048	-26
2,019		2,048	-29
7,050		7,169	-119
49,266		49,763	-497
1,005		1,007	-2
832		695	137
269		204	65
4,276		3,249	1,027
3,143		2,550	593
21,645		16,267	5,378

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,845		2,766	79
16,336		16,147	189
1,514		1,472	42
3,110		3,184	-74
75		65	10
427		325	102
513		389	124
2,420		1,817	603
15,185		11,424	3,761
185		184	1
323		323	
3,993		4,187	-194
308		318	-10
7,268		6,349	919
444		381	63
2,884		2,432	452
4,221		3,648	573
253		217	36
7,474		7,654	-180
194		195	-1
5,694		5,369	325
2,722		2,459	263
5,223		5,085	138
199		192	7
521		414	107
560		414	146
3,416		2,604	812
2,573		2,114	459
19,351		14,604	4,747
6,611		5,934	677

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
353		316	37
596		472	124
4,308		3,542	766
344		393	-49
422		472	-50
1,540		1,731	-191
560		651	-91
148		132	16
12,756		10,760	1,996
4,827		3,550	1,277
4,688		4,674	14
122		122	
85		85	
1,443		1,226	217
382		323	59
2,017		1,716	301
11,047		8,935	2,112
2,311		2,023	288
317		244	73
205		146	59
568		390	178
3,238		2,144	1,094
18,850		12,716	6,134
361		380	-19
1,781		1,747	34
665		592	73
465		474	-9
2,227		2,055	172
17,651		15,804	1,847
5,447		2,662	2,785

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,342		867	475
646		381	265
640		381	259
2,244		1,404	840
16,351		10,904	5,447
174		173	1
5,054		5,000	54
522		524	-2
1,129		1,011	118
364		289	75
3,307		2,841	466
3,510		3,130	380
769		674	95
5,648		5,009	639
166		163	3
203		200	3
1,245		1,323	-78
6,747		9,020	-2,273
8,439		8,435	4
224		223	1
529		530	-1
8,460		5,316	3,144
164		163	1
9,482		8,738	744
2,802		2,569	233
1,342		1,209	133
308		302	6
310		324	-14
304		324	-20
1,946		1,828	118

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
15,162		13,404	1,758
10,992		8,113	2,879
287		171	116
764		428	336
2,030		1,114	916
11,504		6,006	5,498
376		372	4
7,637		7,088	549
3,267		3,024	243
7,356		7,241	115
135		139	-4
210		191	19
1,845		1,781	64
2,843		2,688	155
7,319		6,783	536
374		368	6
918		854	64
815		767	48
241		239	2
1,926		1,720	206
158		197	-39
296		313	-17
1,881		2,552	-671
651		703	-52
14,177		13,292	885
405		411	-6
6,887		5,147	1,740
3,124		2,294	830
2,820		1,620	1,200
4,713		2,701	2,012

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,300,000		3,655,840	-2,355,840
5,053		2,487	2,566
5,638		5,429	209
499		503	-4
212		189	23
1,042		943	99
5,066		5,027	39
70,835		69,543	1,292
1,083		1,087	-4
3,903		3,730	173
10,000		9,785	215
278		274	4
566		520	46
219		173	46
1,157		925	232
6,710		5,031	1,679
279		280	-1
133		101	32
442		304	138
2,787		1,823	964
13,859		9,113	4,746
5,123		5,393	-270
5,088		5,163	-75
5,193		5,465	-272
3,160		3,208	-48
2,127		2,152	-25
6,709		6,691	18
3,317		3,431	-114
6,681		6,542	139
1,066		1,127	-61

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,133		2,273	-140
2,328		2,342	-14
1,164		991	173
3,199		3,332	-133
5,000		5,057	-57
5,000		5,081	-81
5,097		5,293	-196
2,983		3,023	-40
4,909		5,044	-135
10,975		10,976	-1
2,000		1,996	4
998		998	
7,969		7,983	-14
50,837		50,890	-53
361		289	72
92		72	20
476		361	115
2,059		1,590	469
12,710		7,695	5,015
374		375	-1
18,664		17,836	828
745		703	42
8,437		5,268	3,169
1,196		891	305
642		396	246
456		297	159
1,966		1,287	679
13,158		9,063	4,095
7,135		3,829	3,306
6,998		2,636	4,362

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
873		755	118
3,705		2,941	764
20,756		16,185	4,571
329		346	-17
216		161	55
534		375	159
3,458		2,548	910
270		151	119
2,234		1,281	953
14,658		7,628	7,030
253		247	6
100		101	-1
741		693	48
126		90	36
1,847		1,267	580
13,935		9,641	4,294
774		749	25
6,086		5,402	684
604		555	49
388		312	76
2,566		2,026	540
14,916		12,296	2,620
282		317	-35
2,338		2,240	98
12,681		11,051	1,630
38		39	-1
1,237		943	294
32		34	-2
356		291	65
2,314		1,889	425

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
12,210		10,097	2,113
25		25	
253		220	33
1,068		943	125
8,744		7,547	1,197
			9,447

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2
			43
			364
			96
			248
			324
			6
			-22
			530
			291
			1,076
			1,946
			40
			-2,170
			-246
			9,541
			3
			-25
			-8
			-62
			-71
			-4
			89
			121
			4
			369
			16
			-367
			386

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,706
			-13
			-97
			-574
			-695
			2
			4
			-4
			-5
			44
			767
			-33
			4,546
			-17
			-84
			3
			392
			3,388
			600
			245
			144
			850
			5,301
			176
			344
			48
			303
			2,032
			690
			96

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-417
			-25
			405
			4
			6
			11
			-77
			3,582
			-5
			6
			6
			61
			410
			4,237
			-13
			-35
			470
			3,467
			253
			-42
			1,277
			3,113
			-1
			-534
			4,960
			12
			-46
			-36
			-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			299
			-93
			-111
			-53
			-8
			-7
			253
			9
			-2,070
			8
			706
			6,548
			95
			76
			-74
			-183
			-27
			-647
			-17
			1,750
			6
			161
			164
			146
			916
			-3
			5,547
			69
			924
			5,685

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-35
			63
			231
			-6
			1,392
			16
			-3
			-52
			-238
			1,338
			4,436
			-494
			-478
			-35
			40
			865
			421
			2,109
			-11
			-393
			-17
			124
			63
			294
			1,151
			-26
			8,131
			12
			7
			-48

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-669
			4
			-14
			-2
			-61
			118
			6,705
			719
			284
			44
			18
			269
			-35
			12
			-1
			-362
			132
			495
			-26
			-29
			-119
			-497
			-2
			137
			65
			1,027
			593
			5,378

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			79
			189
			42
			-74
			10
			102
			124
			603
			3,761
			1
			-194
			-10
			919
			63
			452
			573
			36
			-180
			-1
			325
			263
			138
			7
			107
			146
			812
			459
			4,747
			677

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			37
			124
			766
			-49
			-50
			-191
			-91
			16
			1,996
			1,277
			14
			217
			59
			301
			2,112
			288
			73
			59
			178
			1,094
			6,134
			-19
			34
			73
			-9
			172
			1,847
			2,785

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			475
			265
			259
			840
			5,447
			1
			54
			-2
			118
			75
			466
			380
			95
			639
			3
			3
			-78
			-2,273
			4
			1
			-1
			3,144
			1
			744
			233
			133
			6
			-14
			-20
			118

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,758
			2,879
			116
			336
			916
			5,498
			4
			549
			243
			115
			-4
			19
			64
			155
			536
			6
			64
			48
			2
			206
			-39
			-17
			-671
			-52
			885
			-6
			1,740
			830
			1,200
			2,012

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2,355,840
			2,566
			209
			-4
			23
			99
			39
			1,292
			-4
			173
			215
			4
			46
			46
			232
			1,679
			-1
			32
			138
			964
			4,746
			-270
			-75
			-272
			-48
			-25
			18
			-114
			139
			-61

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-140
			-14
			173
			-133
			-57
			-81
			-196
			-40
			-135
			-1
			4
			-14
			-53
			72
			20
			115
			469
			5,015
			-1
			828
			42
			3,169
			305
			246
			159
			679
			4,095
			3,306
			4,362

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			118
			764
			4,571
			-17
			55
			159
			910
			119
			953
			7,030
			6
			-1
			48
			36
			580
			4,294
			25
			684
			49
			76
			540
			2,620
			-35
			98
			1,630
			-1
			294
			-2
			65
			425

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,113
			33
			125
			1,197

TY 2013 Investments Corporate Bonds Schedule

Name: JOHN SCULLY FOUNDATION

EIN: 26-6003516

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	692,340	705,895

TY 2013 Investments Corporate Stock Schedule

Name: JOHN SCULLY FOUNDATION

EIN: 26-6003516

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	1,547,191	1,626,558

TY 2013 Investments Government Obligations Schedule

Name: JOHN SCULLY FOUNDATION

EIN: 26-6003516

**US Government Securities - End of
Year Book Value:**

**US Government Securities - End of
Year Fair Market Value:**

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2013 Other Decreases Schedule

Name: JOHN SCULLY FOUNDATION**EIN:** 26-6003516

Description	Amount
DIFFERENCE BETWEEN CASH RECEIPTS AND TAXABLE INCOME	2,754