



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**

**Return of Private Foundation**

Department of the Treasury  
Internal Revenue Service

**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](http://www.irs.gov/form990pf).

OMB No 1545-0052  
**2013**  
**Open to Public Inspection**

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

Name of foundation EARL & MARY STOREY TUW CHARITABLE 3053287		<b>A Employer identification number</b> 26-6399772
Number and street (or P O box number if mail is not delivered to street address) 800 S GAY STREET	Room/suite	<b>B Telephone number (see instructions)</b> (865) 971-2023
City or town, state or province, country, and ZIP or foreign postal code KNOXVILLE, TN 379951230		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$</b> 6,732,084	<b>J</b> Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)				
	<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities . . . . .	198,533	198,533		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	222,438			
	<b>b</b> Gross sales price for all assets on line 6a 5,160,917				
	<b>7</b> Capital gain net income (from Part IV, line 2) . . . . .		222,438		
	<b>8</b> Net short-term capital gain . . . . .			0	
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold . . . . .					
<b>c</b> Gross profit or (loss) (attach schedule) . . . . .					
<b>11</b> Other income (attach schedule) . . . . .					
<b>12 Total.</b> Add lines 1 through 11 . . . . .	420,971	420,971			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	52,921	26,461		26,461
	<b>14</b> Other employee salaries and wages . . . . .		0	0	0
	<b>15</b> Pension plans, employee benefits . . . . .		0	0	
	<b>16a</b> Legal fees (attach schedule) . . . . .				0
	<b>b</b> Accounting fees (attach schedule) . . . . .				
	<b>c</b> Other professional fees (attach schedule) . . . . .				0
	<b>17</b> Interest . . . . .				0
	<b>18</b> Taxes (attach schedule) (see instructions)	3,859			0
	<b>19</b> Depreciation (attach schedule) and depletion . . . . .	0	0		
	<b>20</b> Occupancy . . . . .				
	<b>21</b> Travel, conferences, and meetings . . . . .		0	0	
	<b>22</b> Printing and publications . . . . .		0	0	
	<b>23</b> Other expenses (attach schedule) . . . . .				
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	56,780	26,461		26,461
	<b>25</b> Contributions, gifts, grants paid . . . . .	294,000			294,000
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	350,780	26,461		320,461	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	70,191				
<b>b Net investment income</b> (if negative, enter -0-)		394,510			
<b>c Adjusted net income</b> (if negative, enter -0-)			0		

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

<b>Part II Balance Sheets</b>		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	5,809	3,322	3,322	
	<b>2</b> Savings and temporary cash investments . . . . .	209,078	109,724	109,724	
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0	
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	<b>5</b> Grants receivable . . . . .				
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0				
	<b>8</b> Inventories for sale or use . . . . .				
	<b>9</b> Prepaid expenses and deferred charges . . . . .				
	<b>10a</b> Investments—U S and state government obligations (attach schedule)				
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	5,784,632 <input checked="" type="checkbox"/>	6,105,918	6,439,244	
	<b>c</b> Investments—corporate bonds (attach schedule). . . . .	330,396 <input checked="" type="checkbox"/>	182,163	179,794	
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	<b>12</b> Investments—mortgage loans . . . . .				
	<b>13</b> Investments—other (attach schedule) . . . . .			0	
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
<b>15</b> Other assets (describe ▶ _____)					
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	6,329,915	6,401,127	6,732,084		
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .				
	<b>18</b> Grants payable . . . . .				
	<b>19</b> Deferred revenue . . . . .				
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons				
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .				
	<b>22</b> Other liabilities (describe ▶ _____)				
<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .		0	0		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	<b>24</b> Unrestricted . . . . .				
	<b>25</b> Temporarily restricted . . . . .				
	<b>26</b> Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>				
	<b>27</b> Capital stock, trust principal, or current funds . . . . .	6,329,915	6,401,127		
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund				
	<b>29</b> Retained earnings, accumulated income, endowment, or other funds				
<b>30 Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	6,329,915	6,401,127			
<b>31 Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	6,329,915	6,401,127			

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	6,329,915
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	70,191
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	<b>3</b>	1,021
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	6,401,127
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	0
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	6,401,127

**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</b>	See Additional Data Table			
<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>	See Additional Data Table		
<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			(l) 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>	See Additional Data Table		
<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>	222,438
<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 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	314,006	6,395,323	0.049099
2011	170,086	6,320,026	0.026912
2010	143,383	6,174,459	0.023222
2009	108,181	4,065,660	0.026608
2008	77,978	1,227,200	0.063541

<b>2</b>	<b>Total</b> of line 1, column (d).	<b>2</b>	0.189382
<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	<b>3</b>	0.037876
<b>4</b>	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	<b>4</b>	6,587,853
<b>5</b>	Multiply line 4 by line 3.	<b>5</b>	249,522
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b).	<b>6</b>	3,945
<b>7</b>	Add lines 5 and 6.	<b>7</b>	253,467
<b>8</b>	Enter qualifying distributions from Part XII, line 4.	<b>8</b>	320,461

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)

Table with 11 rows for excise tax calculations. Includes categories like Exempt operating foundations, Domestic foundations, Tax under section 511, and Tax due. Values range from 0 to 3,945.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about influencing legislation, political purposes, Form 1120-POL, political expenditures, and substantial contributors. Columns for Yes/No.

**Part VII-A Statements Regarding Activities (continued)**

<b>11</b>	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).	<b>11</b>		<b>No</b>		
<b>12</b>	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)	<b>12</b>				
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ _____	<b>13</b>	<b>Yes</b>			
<b>14</b>	The books are in care of ▶ <u>FIRST TENNESSEE BANK NA</u> Telephone no ▶ <u>(865) 971-2023</u> Located at ▶ <u>TRUST DIVISION KNOXVILLE TN</u> ZIP +4 ▶ <u>379951230</u>					
<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ <table border="1" style="display: inline-table;"><tr><td style="width: 50px; text-align: center;"><b>15</b></td><td style="width: 100px;"></td></tr></table>	<b>15</b>				
<b>15</b>						
<b>16</b>	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶ _____	<b>16</b>	<b>Yes</b>	<b>No</b>		

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

		<b>Yes</b>	<b>No</b>
<b>File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.</b>			
<b>1a</b>	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)? . . . Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/>	<b>1b</b>	
<b>c</b>	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? . . . . .	<b>1c</b>	<b>No</b>
<b>2</b>	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))		
<b>a</b>	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 ▶ 20____, 20____, 20____, 20____		
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions). . . . .	<b>2b</b>	<b>No</b>
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
<b>3a</b>	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>b</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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i> ) . . . . .	<b>3b</b>	
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	<b>No</b>
<b>b</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?	<b>4b</b>	<b>No</b>

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

<p><b>5a</b> During the year did the foundation pay or incur any amount to</p> <p><b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(2)</b> 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</p> <p><b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(4)</b> 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</p> <p><b>(5)</b> 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</p> <p><b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p><b>c</b> 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 checked="" type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p> <p><b>6a</b> 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</p> <p><b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>If "Yes" to 6b, file Form 8870.</i></p> <p><b>7a</b> 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</p> <p><b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<b>5b</b>		
<b>6b</b>	<b>No</b>		
<b>7b</b>			

**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
FIRST TENNESSEE BANK NA 800 S GAY STREET KNOXVILLE, TN 379951230	TRUSTEE 5	52,921		

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

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

**Total** number of other employees paid over \$50,000. 0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total</b> number of others receiving over \$50,000 for professional services. . . . .		0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
<b>1</b> THIS TRUSTS EXISTS TO SERVE AS AN INVESTMENT ARM FOR MARYVILLE COLLEGE, A PRIVATE, RELIGIOUS INSTITUTION ALL ASSETS OF THE TRUST ARE USED FOR THIS PURPOSE ONLY	294,000
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b>	
<b>2</b>	
All other program-related investments. See page 24 of the instructions	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 . . . . .	



**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>	6,521,909
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	166,267
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	6,688,176
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	6,688,176
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	100,323
<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>	6,587,853
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	329,393

**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>	329,393
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5. . . . .	<b>2a</b>	3,945
<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>	3,945
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	325,448
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	0
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	325,448
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	0
<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>	325,448

**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>	320,461
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	0
<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>	0
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	0
<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>	320,461
<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>	3,945
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	316,516

**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				325,448
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only. . . . .			292,787	
<b>b</b> Total for prior years 2011, 20__, 20__		0		
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008. . . . .	0			
<b>b</b> From 2009. . . . .	0			
<b>c</b> From 2010. . . . .	0			
<b>d</b> From 2011. . . . .	0			
<b>e</b> From 2012. . . . .	0			
<b>f</b> Total of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>320,461</u>				
<b>a</b> Applied to 2012, but not more than line 2a			292,787	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2013 distributable amount. . . . .				27,674
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
<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	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
<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. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions. . . . .		0		
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions. . . . .			0	
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014. . . . .				297,774
<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). . . . .	0			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a. . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009. . . . .	0			
<b>b</b> Excess from 2010. . . . .	0			
<b>c</b> Excess from 2011. . . . .	0			
<b>d</b> Excess from 2012. . . . .	0			
<b>e</b> 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. . . . .

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

	Tax year	Prior 3 years			<b>(e) Total</b>
	<b>(a) 2013</b>	<b>(b) 2012</b>	<b>(c) 2011</b>	<b>(d) 2010</b>	
<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 . . . . .					

**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) )

---

**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

---

**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 of the person to whom applications should be addressed

---

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

---

**c** Any submission deadlines

---

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

**Part XV Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i> MARYVILLE COLLEGE ATTN DANA SMITH VP TREAS MARYVILLE, TN 37804	NONE	N/A	SCHOLARSHIP PROGRAM SUPPORT	294,000
<b>Total . . . . .</b>			<b>▶ 3a</b>	294,000
<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

	Unrelated business income		Excluded by section 512, 513, or 514		<b>(e)</b> Related or exempt function income (See instructions )
	<b>(a)</b> Business code	<b>(b)</b> Amount	<b>(c)</b> Exclusion code	<b>(d)</b> Amount	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> 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. . . . .		0	14	198,533	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property. . . . .					
<b>b</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 . . . . .		0	18	222,438	
<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 <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal Add columns (b), (d), and (e). . . . .		0		420,971	
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . .					<b>13</b> 420,971

(See worksheet in line 13 instructions to verify calculations )

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

<b>Line No.</b>	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions )

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of
(1) Cash.
(2) Other assets.
b Other transactions
(1) Sales of assets to a noncharitable exempt organization.
(2) Purchases of assets from a noncharitable exempt organization.
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements.
(5) Loans or loan guarantees.
(6) Performance of services or membership or fundraising solicitations.
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? [ ] Yes [x] No

b If "Yes," complete the following schedule
Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Sign Here
Signature of officer or trustee: \*\*\*\*\*
Date: 2014-05-13
Title: \*\*\*\*\*
May the IRS discuss this return with the preparer shown below (see instr.)? [ ] Yes [x] No

Paid Preparer Use Only
Print/Type preparer's name, Preparer's Signature, Date, Check if self-employed, PTIN, Firm's name, Firm's EIN, Firm's address, Phone no.

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
9 L3 COMMUNICATIONS HLDGS INCCOM		2012-08-01	2013-01-03
107 L3 COMMUNICATIONS HLDGS INCCOM		2011-08-12	2013-01-03
244 PPL CORPORATION		2011-02-15	2013-01-03
5 PPL CORPORATION		2012-10-25	2013-01-03
40 ST JUDE MEDICAL INC		2012-07-27	2013-01-03
180 ST JUDE MEDICAL INC		2011-08-12	2013-01-03
10 COHEN & STEERS INSTL RLTY SH		2012-07-18	2013-01-23
260 DODGE & COX INCOME FUND (DODIX)		2011-12-09	2013-01-23
20 AMERICAN EUROPACIFIC GRTH-F2		2009-11-13	2013-01-23
195 FEDERATED ULTRA SHORT FD-INS		2011-02-15	2013-01-23
55 ABSOLUTE STRATEGIES FUND I		2011-08-15	2013-01-23
250 HARBOR BOND FUND		2012-12-12	2013-01-23
15 HARBOR INTERNATIONAL FUND		2011-08-15	2013-01-23
55 MFS EMERGING MKTS DEBT FD I		2010-08-12	2013-01-23
205 PIMCO LOW DURATION FUND INST CL		2011-02-15	2013-01-23
195 PIMCO INVESTMENT GRD CORP-IN		2012-11-16	2013-01-23
395 T ROWE PRICE HIGH YEILD BOND FUND		2011-04-27	2013-01-23
110 TEMPLETON GLOBAL BOND FUND-AD		2011-04-28	2013-01-23
40 VANGUARD HIG DIV YIELD IN IV		2012-10-25	2013-01-23
20 VANGUARD EMRG MK STK INDX-SG		2011-08-15	2013-01-23
30 VANGUARD SMALL CAP VALUE STK INSTL		2011-08-15	2013-01-23
20 VANGUARD S/C GROWTH INDX INS		2011-02-15	2013-01-23
40 VICTORY ESTABLISHED VALUE-I		2011-06-21	2013-01-23
25 THE ALLSTATE CORPORATION		2011-08-12	2013-02-19
20 AMERIPRISE FINANCIAL INC		2012-01-04	2013-02-19
230 BANK OF AMERICA CORP		2011-04-06	2013-02-19
30 CVS CORP		2011-04-06	2013-02-19
15 CELGENE CORP		2013-01-03	2013-02-19
115 CISCO SYSTEMS		2010-08-12	2013-02-19
80 COHEN & STEERS INSTL RLTY SH		2012-07-18	2013-02-19

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
5 COLGATE PALMOLIVE CO WITH RIGHTS EXP 10/24/98		2009-05-13	2013-02-19
5 CONOCOPHILLIPS		2011-05-04	2013-02-19
50 CONSTELLATION BRANDS INC		2009-05-13	2013-02-19
5 DTE ENERGY CO		2013-01-03	2013-02-19
25 DANAHER CORP		2011-08-12	2013-02-19
5 DEERE & CO WITH RIGHTS EXP 12/31/97		2013-01-03	2013-02-19
340 AMERICAN EUROPACIFIC GRTH-F2		2012-01-23	2013-02-19
10 FISERV INC		2009-05-13	2013-02-19
1564 439 ABSOLUTE STRATEGIES FUND I		2012-11-16	2013-02-19
9383 821 ABSOLUTE STRATEGIES FUND I		2011-08-15	2013-02-19
45 GILEAD SCIENCES INC		2009-10-06	2013-02-19
270 HARBOR INTERNATIONAL FUND		2012-01-23	2013-02-19
10 HARMAN INTERNATIONAL INDS		2012-01-12	2013-02-19
5 HARRIS CORP DEL		2009-10-06	2013-02-19
30 JP MORGAN CHASE & CO		2011-08-12	2013-02-19
90 LSI LOGIC CORP		2010-08-12	2013-02-19
5 LABORATORY CRP OF AMER HLDGS 50540R409		2011-05-04	2013-02-19
50 LOWE'S COMPANIES INC WITH RIGHTS EXP 9/9/98		2010-03-03	2013-02-19
10 MCKESSON HBOC INC		2011-05-04	2013-02-19
10 METLIFE INC		2011-08-12	2013-02-19
5 MURPHY OIL CORP		2009-09-03	2013-02-19
30 NVIDIA CORP		2012-01-12	2013-02-19
45 ORACLE CORPORATION		2011-08-12	2013-02-19
1855 T ROWE PRICE HIGH YEILD BOND FUND		2011-04-06	2013-02-19
10 ROPER INDS INC		2011-05-04	2013-02-19
5 SCRIPPS NETWORKS		2011-05-04	2013-02-19
5 STERICYCLE INC		2011-05-04	2013-02-19
65 TEMPLETON GLOBAL BOND FUND-AD		2011-04-28	2013-02-19
25 THERMO FISHER SCIENTIFIC INC		2009-05-13	2013-02-19
15 TRAVELERS COMPANIES INC		2009-05-13	2013-02-19



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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
10 UNION PACIFIC		2011-05-04	2013-02-19
75 UNUMPROVIDENT CORP		2011-08-12	2013-02-19
315 VANGUARD EMRG MK STK INDX-SG		2011-08-15	2013-02-19
730 VANGUARD SMALL CAP VALUE STK INSTL		2011-08-15	2013-02-19
555 VANGUARD S/C GROWTH INDX INS		2011-02-15	2013-02-19
5 VERIZON COMMUNICATIONS		2009-05-13	2013-02-19
1070 VICTORY ESTABLISHED VALUE-I		2011-06-21	2013-02-19
205 NABORS INDUSTRIES LTD		2012-01-18	2013-02-19
100000 PHILIP MORRIS INTL 4 875% 5/16/13		2009-08-18	2013-05-16
249 BMC SOFTWARE INC		2012-04-16	2013-07-02
1152 LSI LOGIC CORP		2010-08-12	2013-07-02
275 LSI LOGIC CORP		2012-10-25	2013-07-02
42 ACTAVIS INC		2008-10-03	2013-08-23
14 THE ALLSTATE CORPORATION		2011-08-12	2013-08-23
29 AMERIPRISE FINANCIAL INC		2012-07-27	2013-08-23
49 APACHE CORP		2012-07-27	2013-08-23
4 APPLE COMPUTER INC		2011-05-04	2013-08-23
127 BANK OF AMERICA CORP		2011-08-12	2013-08-23
5 CF INDUSTRIES HOLDINGS INC		2012-01-04	2013-08-23
34 CVS CORP		2009-05-13	2013-08-23
32 CAPITAL ONE FIN CORP		2012-04-10	2013-08-23
24 CELGENE CORP		2013-01-03	2013-08-23
137 CISCO SYSTEMS		2010-08-12	2013-08-23
28 197 COHEN & STEERS INSTL RLTY SH		2012-11-16	2013-08-23
2144 57 COHEN & STEERS INSTL RLTY SH		2012-08-09	2013-08-23
26 COLGATE PALMOLIVE CO WITH RIGHTS EXP 10/24/98		2009-05-13	2013-08-23
79 CONOCOPHILLIPS		2012-07-27	2013-08-23
71 CONSTELLATION BRANDS INC		2009-05-13	2013-08-23
15 DTE ENERGY CO		2013-01-03	2013-08-23
38 DANAHER CORP		2012-07-27	2013-08-23

**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 DARDEN RESTUARANTS INC-W/I		2011-04-06	2013-08-23
13 DEERE & CO WITH RIGHTS EXP 12/31/97		2013-01-03	2013-08-23
5168 243 DODGE & COX INCOME FUND (DODIX)		2013-05-20	2013-08-23
59964 988 DODGE & COX INCOME FUND (DODIX)		2012-08-17	2013-08-23
33 DR PEPPER SNAPPLE GROUP INC		2012-01-04	2013-08-23
117 E M C CORP MASS		2013-07-02	2013-08-23
3590 744 AMERICAN EUROPACIFIC GRTH-F2		2012-07-27	2013-08-23
95 753 AMERICAN EUROPACIFIC GRTH-F2		2012-11-16	2013-08-23
43 FISERV INC		2009-05-13	2013-08-23
35 FREEPORTMCMORAN COPPERAND GOLD INC		2012-04-16	2013-08-23
45 GENERAL DYNAMICS CORP		2012-07-27	2013-08-23
61 GILEAD SCIENCES INC		2009-10-06	2013-08-23
5 GOOGLE INC-CL A		2010-10-05	2013-08-23
6898 665 HARBOR BOND FUND		2013-05-20	2013-08-23
58256 867 HARBOR BOND FUND		2012-08-17	2013-08-23
2378 171 HARBOR INTERNATIONAL FUND		2012-07-27	2013-08-23
64 645 HARBOR INTERNATIONAL FUND		2012-11-16	2013-08-23
66 HARMAN INTERNATIONAL INDS		2012-01-12	2013-08-23
69 HARRIS CORP DEL		2012-07-27	2013-08-23
99 INTEL CORP		2013-07-02	2013-08-23
13 JP MORGAN CHASE & CO		2012-07-27	2013-08-23
12 KOHL'S DEPT STORE		2012-07-27	2013-08-23
7 LABORATORY CRP OF AMER HLDGS 50540R409		2011-05-04	2013-08-23
33 LOWE'S COMPANIES INC WITH RIGHTS EXP 9/9/98		2012-07-27	2013-08-23
950 755 MFS EMERGING MKTS DEBT FD I		2013-05-20	2013-08-23
13094 136 MFS EMERGING MKTS DEBT FD I		2012-08-17	2013-08-23
10 MCKESSON HBOC INC		2009-05-13	2013-08-23
61 METLIFE INC		2011-08-12	2013-08-23
72 MURPHY OIL CORP		2009-09-03	2013-08-23
54 NATIONAL-OILWELL INC		2012-07-27	2013-08-23

**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 )
254 NVIDIA CORP		2012-01-12	2013-08-23
34 ORACLE CORPORATION		2011-08-12	2013-08-23
47015 452 PIMCO LOW DURATION FUND INST CL		2012-08-17	2013-08-23
4717 652 PIMCO LOW DURATION FUND INST CL		2013-05-20	2013-08-23
44881 163 PIMCO INVESTMENT GRD CORP-IN		2012-08-17	2013-08-23
4004 887 PIMCO INVESTMENT GRD CORP-IN		2013-05-20	2013-08-23
90370 355 T ROWE PRICE HIGH YEILD BOND FUND		2012-08-17	2013-08-23
5668 104 T ROWE PRICE HIGH YEILD BOND FUND		2013-05-20	2013-08-23
28 PUBLIC SERVICE ENTERPRISE GROUP INC		2009-05-13	2013-08-23
13 ROPER INDS INC		2012-07-27	2013-08-23
19 SCRIPPS NETWORKS		2011-05-04	2013-08-23
27 STERICYCLE INC		2009-11-06	2013-08-23
21 THERMO FISHER SCIENTIFIC INC		2012-04-16	2013-08-23
17 UNION PACIFIC		2009-12-28	2013-08-23
68 UNUMPROVIDENT CORP		2012-07-27	2013-08-23
3387 374 VANGUARD EMRG MK STK INDX-SG		2012-07-27	2013-08-23
529 11 VANGUARD SMALL CAP VALUE STK INSTL		2012-11-16	2013-08-23
4500 208 VANGUARD SMALL CAP VALUE STK INSTL		2012-07-27	2013-08-23
432 768 VANGUARD S/C GROWTH INDX INS		2012-11-16	2013-08-23
3097 79 VANGUARD S/C GROWTH INDX INS		2012-07-27	2013-08-23
19 WAL-MART STORES		2008-04-14	2013-08-23
138 NABORS INDUSTRIES LTD		2012-01-18	2013-08-23
5 MURPHY USA INC		2009-09-03	2013-09-13
57 ACTAVIS INC		2008-10-03	2013-10-01
5 ACTAVIS INC		2013-02-19	2013-10-01
435 WHG INCOME OPPORTUNITY-INST		2013-08-23	2013-10-28
33 THE ALLSTATE CORPORATION		2011-08-12	2013-10-28
20 AMERIPRISE FINANCIAL INC		2012-01-04	2013-10-28
17 APACHE CORP		2012-10-25	2013-10-28
1 APPLE COMPUTER INC		2011-05-04	2013-10-28

**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 )
60 BANK OF AMERICA CORP		2011-08-12	2013-10-28
111 BROWN CAP MGMT MID CAP-INST		2013-08-23	2013-10-28
4 CF INDUSTRIES HOLDINGS INC		2012-01-04	2013-10-28
18 CVS CORP		2009-05-13	2013-10-28
22 CAPITAL ONE FIN CORP		2012-04-10	2013-10-28
6 CELGENE CORP		2013-01-03	2013-10-28
24 COLGATE PALMOLIVE CO WITH RIGHTS EXP 10/24/98		2012-10-25	2013-10-28
16 CONOCOPHILLIPS		2009-05-13	2013-10-28
32 CONSTELLATION BRANDS INC		2009-05-13	2013-10-28
10 DTE ENERGY CO		2013-01-03	2013-10-28
2 DANAHER CORP		2012-10-25	2013-10-28
22 DR PEPPER SNAPPLE GROUP INC		2012-10-25	2013-10-28
6 FISERV INC		2009-05-13	2013-10-28
32 FREEPORTMCMORAN COPPERAND GOLD INC		2012-07-27	2013-10-28
18 GILEAD SCIENCES INC		2009-10-06	2013-10-28
2 GOOGLE INC-CL A		2010-10-05	2013-10-28
7 HARRIS CORP DEL		2009-10-06	2013-10-28
101 ING MIDCAP OPPORTUNITIES-I		2013-08-23	2013-10-28
31 INTEL CORP		2013-07-02	2013-10-28
23 JP MORGAN CHASE & CO		2012-07-27	2013-10-28
3 LABORATORY CRP OF AMER HLDGS 50540R409		2011-05-04	2013-10-28
14 MCKESSON HBOC INC		2009-05-13	2013-10-28
22 METLIFE INC		2009-05-18	2013-10-28
31 MURPHY USA INC		2012-04-16	2013-10-28
18 NATIONAL-OILWELL INC		2012-10-25	2013-10-28
7 NVIDIA CORP		2012-01-12	2013-10-28
7 ORACLE CORPORATION		2009-05-13	2013-10-28
19 PUBLIC SERVICE ENTERPRISE GROUP INC		2009-05-13	2013-10-28
7 THERMO FISHER SCIENTIFIC INC		2009-05-13	2013-10-28
20 TRAVELERS COMPANIES INC		2009-05-13	2013-10-28

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
44 UNUMPROVIDENT CORP		2012-07-27	2013-10-28
407 VANGUARD HIG DIV YIELD IN IV		2012-10-25	2013-10-28
54 VERIZON COMMUNICATIONS		2012-10-25	2013-10-28
159 VICTORY ESTABLISHED VALUE-I		2011-06-21	2013-10-28
13 WAL-MART STORES		2008-04-14	2013-10-28
4 ACTAVIS PLC		2013-10-01	2013-10-28
51 NABORS INDUSTRIES LTD		2012-01-18	2013-10-28
75000 FSGBANK NA TN CD 2 800% 12/11/13		2009-11-25	2013-12-11
100000 CATERPILLAR INC 7 000% 12/15/13		2010-12-14	2013-12-15
CAPITAL GAIN DIVIDENDS	P		

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
700		617	83
8,319		7,900	419
7,113		6,673	440
146		147	-1
1,467		1,526	-59
6,603		8,515	-1,912
436		449	-13
3,614		3,463	151
844		782	62
1,800		1,794	6
609		601	8
3,125		3,273	-148
949		865	84
898		824	74
2,153		2,128	25
2,180		2,215	-35
2,801		2,754	47
1,473		1,523	-50
819		790	29
717		696	21
553		443	110
530		471	59
1,168		1,107	61
1,156		630	526
1,379		1,022	357
2,806		3,507	-701
1,571		1,021	550
1,483		1,231	252
2,438		2,471	-33
3,562		3,594	-32

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
557		317	240
290		277	13
2,160		593	1,567
323		307	16
1,540		1,169	371
452		443	9
14,525		13,101	1,424
812		395	417
17,350		17,420	-70
104,067		102,119	1,948
1,895		1,028	867
17,407		15,305	2,102
440		410	30
239		187	52
1,482		1,058	424
641		389	252
453		479	-26
1,953		1,186	767
1,042		657	385
369		333	36
309		283	26
376		426	-50
1,580		1,278	302
13,096		12,886	210
1,219		836	383
310		253	57
484		341	143
875		898	-23
1,867		901	966
1,210		585	625

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
1,368		761	607
1,849		1,312	537
11,186		10,957	229
14,082		10,768	3,314
15,257		13,070	2,187
222		143	79
32,656		29,618	3,038
3,663		3,408	255
100,000		106,608	-6,608
11,231		10,002	1,229
8,194		4,666	3,528
1,956		1,932	24
5,606		1,190	4,416
688		353	335
2,566		1,509	1,057
3,858		4,824	-966
1,999		1,391	608
1,856		1,407	449
967		783	184
1,982		1,077	905
2,127		1,688	439
3,311		1,970	1,341
3,288		2,944	344
1,197		1,186	11
91,058		96,302	-5,244
1,520		823	697
5,224		3,806	1,418
3,923		842	3,081
1,000		922	78
2,549		1,504	1,045



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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
47		49	-2
1,077		1,151	-74
69,461		71,874	-2,413
805,929		808,130	-2,201
1,496		1,270	226
3,055		2,781	274
158,998		124,213	34,785
4,240		3,720	520
4,273		1,698	2,575
1,101		1,306	-205
3,801		2,873	928
3,642		1,393	2,249
4,363		2,692	1,671
82,301		87,812	-5,511
695,004		731,379	-36,375
160,693		116,341	44,352
4,368		3,730	638
4,526		2,708	1,818
3,893		2,659	1,234
2,211		2,344	-133
678		465	213
618		633	-15
676		671	5
1,558		884	674
13,729		15,344	-1,615
189,079		192,188	-3,109
1,223		406	817
2,952		1,858	1,094
4,820		4,078	742
3,878		2,995	883

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
3,795		3,596	199
1,102		684	418
480,498		458,949	21,549
48,214		49,768	-1,554
467,662		479,640	-11,978
41,731		44,922	-3,191
628,978		608,243	20,735
39,450		39,999	-549
908		898	10
1,633		1,078	555
1,424		961	463
3,098		1,466	1,632
1,897		846	1,051
2,682		1,111	1,571
2,052		1,284	768
104,975		112,235	-7,260
11,217		8,962	2,255
95,404		55,910	39,494
13,399		10,372	3,027
95,908		71,344	24,564
1,391		1,050	341
2,157		2,295	-138
20		16	4
8,209		1,615	6,594
720		426	294
5,942		5,794	148
1,753		829	924
1,980		1,022	958
1,534		1,372	162
527		348	179

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
854		435	419
2,765		2,611	154
870		627	243
1,114		570	544
1,552		1,160	392
933		493	440
1,546		961	585
1,178		554	624
2,051		379	1,672
694		615	79
144		104	40
1,044		913	131
637		237	400
1,199		1,094	105
1,241		411	830
2,032		1,077	955
413		261	152
2,761		2,603	158
753		734	19
1,215		823	392
301		287	14
2,142		568	1,574
1,065		667	398
1,266		943	323
1,485		946	539
105		99	6
232		128	104
639		610	29
683		252	431
1,741		780	961

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
1,378		780	598
9,727		8,042	1,685
2,715		1,697	1,018
5,532		4,401	1,131
995		718	277
582		576	6
859		848	11
75,000		75,000	
100,000		116,625	-16,625
			41,711

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) <b>or</b> Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			83
			419
			440
			-1
			-59
			-1,912
			-13
			151
			62
			6
			8
			-148
			84
			74
			25
			-35
			47
			-50
			29
			21
			110
			59
			61
			526
			357
			-701
			550
			252
			-33
			-32

**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	
			240
			13
			1,567
			16
			371
			9
			1,424
			417
			-70
			1,948
			867
			2,102
			30
			52
			424
			252
			-26
			767
			385
			36
			26
			-50
			302
			210
			383
			57
			143
			-23
			966
			625

**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	
			607
			537
			229
			3,314
			2,187
			79
			3,038
			255
			-6,608
			1,229
			3,528
			24
			4,416
			335
			1,057
			-966
			608
			449
			184
			905
			439
			1,341
			344
			11
			-5,244
			697
			1,418
			3,081
			78
			1,045

**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
			-74
			-2,413
			-2,201
			226
			274
			34,785
			520
			2,575
			-205
			928
			2,249
			1,671
			-5,511
			-36,375
			44,352
			638
			1,818
			1,234
			-133
			213
			-15
			5
			674
			-1,615
			-3,109
			817
			1,094
			742
			883



**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	
			199
			418
			21,549
			-1,554
			-11,978
			-3,191
			20,735
			-549
			10
			555
			463
			1,632
			1,051
			1,571
			768
			-7,260
			2,255
			39,494
			3,027
			24,564
			341
			-138
			4
			6,594
			294
			148
			924
			958
			162
			179

**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	
			419
			154
			243
			544
			392
			440
			585
			624
			1,672
			79
			40
			131
			400
			105
			830
			955
			152
			158
			19
			392
			14
			1,574
			398
			323
			539
			6
			104
			29
			431
			961

**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	
			598
			1,685
			1,018
			1,131
			277
			6
			11
			-16,625

## **TY 2013 Explanation of Non-Filing with Attorney General Statement**

**Name:** EARL & MARY STOREY TUW CHARITABLE 3053287

**EIN:** 26-6399772

**Statement:** FILING WITH THE STATE OF TENNESSEE IS NOT REQUIRED

**TY 2013 Investments Corporate  
Bonds Schedule****Name:** EARL & MARY STOREY TUW CHARITABLE 3053287**EIN:** 26-6399772

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
PHILIP MORRIS INTL		
CATERPILLAR		
GOLDMAN SACHS	107,163	103,179
GE CAPITAL FINANCIAL	75,000	76,615

## TY 2013 Investments Corporate Stock Schedule

**Name:** EARL & MARY STOREY TUW CHARITABLE 3053287

**EIN:** 26-6399772

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HARBOR BOND FUND		
COHEN & STEERS INSTL REALTY		
LORD ABBET SHT DUR INCOME	381,087	381,830
MFS EMERGING MKTS		
PIMCO LOW DURATION FUND		
PIMCO INVESTMENT GROUP		
T ROWE PRICE HIGH YIELD FUND		
TEMPLETON GLOBAL FUND	648,378	653,551
ING MIDCAP OPP	155,334	156,419
VANGUARD HIGH DIV YIELD		
ALLSTATE	3,511	7,636
APACHE CORP	7,150	7,821
BANK AMERICA CORP	3,789	8,143
BMC SOFTWARE		
CISCO SYSTEMS	6,408	8,299
COLGATE PALMOLIVE	4,305	8,869
CONOCO PHILLIPS	3,877	7,913
CONSTELLATION BRANDS	1,625	9,642
DEERE & COMPANY	7,775	8,037
CVS CAREMARK	4,485	10,163
DANAHER CORP	3,857	7,874
DARDEN RESTAURANTS	6,911	10,385
FEDERATED TOTAL RETURN	444,703	444,477
FISERV	3,081	9,212
FREEMPORT MCMORAN	4,710	6,793
GENERAL DYNAMICS	4,630	8,026
GILEAD SCIENCES	2,653	9,162
HARMAN INTERNATIONAL	5,805	11,213
GOOGLE INC	4,304	8,966
HARRIS CORP	5,204	9,773

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JP MORGAN STR INCOME	317,548	318,546
JP MORGAN CHASE	4,902	8,246
KOHLS	7,718	10,102
LABORATORY CORP	5,725	7,675
LOWES COS	4,611	9,761
LSI CORP		
L3 COMMUNICATIONS		
MCKESSON CORPORATION	2,231	8,877
METLIFE	4,632	8,304
NABORS INDUSTRIES	7,623	8,257
MURPHY OIL	6,370	8,629
NATIONAL OILWELL	4,580	7,953
NVIDIA	7,604	8,795
O REILY AUTOMOTIVE		
ORACLE CORPORATION	4,547	9,527
PPL CORPORATION		
PUBLIC SERVICE ENTERPRISE	5,751	5,799
STERICYCLE	3,546	7,319
TARGET CORP	6,611	9,680
THERMO FISHER SCIENTIFIC	3,101	9,576
TRAVELERS COMPANIES	3,354	7,786
UNION PACIFIC	3,485	8,064
UNUM PROVIDENT	3,941	8,349
VERIZON COMMUNICATIONS	5,370	8,993
WAL MART STORES	5,989	9,049
WATSON PHARMACEUTICALS		
AMERICAN EUROPACIFIC		
HARBOR INTERNATIONAL FUND		
VANGUARD EMERGING MK STK INDEX		
BROWN CAP MGMT	155,326	168,997

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
VANGUARD SMALL CAP VALUE		
DODGE & COX INCOME		
FEDERATED ULTRA SHORT	701,356	699,190
DTE ENERGY CO	5,408	5,842
LORD ABBETT INCOME	444,909	444,464
WHG INCOME OPPORTUNITY	345,178	358,653
ACTAVIS	8,353	9,744
APPLE	6,110	8,976
CELGENE CORP	4,433	9,124
ROPER INDUSTRIES	4,382	8,043
SCRIPPS NETWORKS	6,241	10,542
ST JUDE MEDICAL		
VANGUARD HIGH DIV YIELD	523,970	599,436
ABSOLUTE STRATEGIES		
EMC CORP	8,274	8,752
VANGUARD S/C GROWTH INDEX		
VICTORY ESTABLISHED VALUE	268,892	325,904
AMERIPRISE FINANCIAL	3,882	8,744
CAPITAL ONE FINANCIAL	5,605	8,121
CF HOLDINGS	4,856	7,224
DR PEPPER SNAPPLE GROUP	7,120	9,013
LEGG MASON BW GLOBAL	317,572	317,216
VICTORY FUND FOR INCOME	380,753	370,659
WESTERN ASSET CORE PLUS BOND	444,805	448,099
WFA SHORT TERM HI YIELD	317,621	320,185
INTEL CORP	8,051	8,825



## TY 2013 Other Increases Schedule

**Name:** EARL & MARY STOREY TUW CHARITABLE 3053287

**EIN:** 26-6399772

Description	Amount
ROUNDING/TIMING VARIANCES	1,021

## TY 2013 Taxes Schedule

**Name:** EARL & MARY STOREY TUW CHARITABLE 3053287

**EIN:** 26-6399772

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX PAYMENT - PRIOR YE	3,436	0		0
FOREIGN TAXES ON QUALIFIED FOR	90	0		0
FOREIGN TAXES ON NONQUALIFIED	333	0		0