Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

► **Do not enter Social Security numbers on this form as it may be made public.**
► Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2013

For calendar year 2013, or tax year beginning , 2013, and ending ,

MARJORIE LINDSEY CHARITABLE TRUST UAD
AUGUST 26, 2009
10202 DUTCH IRIS DRIVE
BAKERSFIELD, CA 93311-3770

A Employer identification number 26-6906657

B Telephone number (see the instructions) (661) 664-1101

C If exemption application is pending, check here ► ☐

D 1 Foreign organizations, check here ► ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 30,810,201.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

			(a) Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
REVENUE	1	Contributions, gifts, grants, etc, received (att sch)				
	2	Ck ► ☒ if the foundn is **not** req to att Sch B				
	3	Interest on savings and temporary cash investments	384.	384.	N/A	
	4	Dividends and interest from securities	709,922.	709,922.		
	5 a	Gross rents				
	b	Net rental income or (loss)				
	6 a	Net gain/(loss) from sale of assets not on line 10	965,025.			
	b	Gross sales price for all assets on line 6a 21,204,099.				
	7	Capital gain net income (from Part IV, line 2)		965,025.		
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit/(loss) (att sch)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,675,331.	1,675,331.		
OPERATING AND ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc	228,265.	136,959.		91,306.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)				
	b	Accounting fees (attach sch) See St 1	15,794.	15,794.		
	c	Other prof fees (attach sch)				
	17	Interest				
	18	Taxes (attach schedule)(see instrs) See Stm 2	90,608.	90,608.		
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) See Statement 3	235.	235.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	334,902.	243,596.		91,306.
	25	Contributions, gifts, grants paid Part XV	2,240,800.			2,240,800.
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,575,702.	243,596.		2,332,106.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-900,371.			
	b	**Net investment income** (if negative, enter -0-)		1,431,735.		
	c	**Adjusted net income** (if negative, enter -0-)				

BAA For Paperwork Reduction Act Notice, see instructions.

914,15 2ne

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	1,759,134.	2,935,539.	2,935,539.
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule)		506,998.	512,335.
	b	Investments – corporate stock (attach schedule)	26,858,087.	24,298,585.	27,362,327.
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	28,617,221.	27,741,122.	30,810,201.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	28,617,221.	27,741,122.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	28,617,221.	27,741,122.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	28,617,221.	27,741,122.	

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	28,617,221.
2	Enter amount from Part I, line 27a	2	-900,371.
3	Other increases not included in line 2 (itemize) ► See Statement 4	3	24,272.
4	Add lines 1, 2, and 3	4	27,741,122.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	27,741,122.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SCHEDULE 1	P	Various	Various
b	Capital gain dividends			
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	21,040,165.		20,239,074.	801,091.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a				801,091.
b				163,934.
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	965,025.
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	801,091.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If 'Yes,' the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2012	2,844,444.	27,557,748.	0.103218
2011	2,277,486.	11,645,952.	0.195560
2010	2,853,961.	12,459,004.	0.229068
2009	400,555.	3,184,736.	0.125773
2008			

2	**Total** of line 1, column (d)	2	0.653619
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	0.163405
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	28,807,899.
5	Multiply line 4 by line 3	5	4,707,355.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	14,317.
7	Add lines 5 and 6	7	4,721,672.
8	Enter qualifying distributions from Part XII, line 4	8	2,332,106.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: _______ **(attach copy of letter if necessary – see instrs)**				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ► ☐ and enter 1% of Part I, line 27b			1	28,635.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3 Add lines 1 and 2			3	28,635.
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	28,635.
6 Credits/Payments				
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	55,587.		
b Exempt foreign organizations – tax withheld at source	6 b			
c Tax paid with application for extension of time to file (Form 8868)	6 c			
d Backup withholding erroneously withheld	6 d			
7 Total credits and payments Add lines 6a through 6d			7	55,587.
8 Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter amount owed ►			9	0.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►			10	26,952.
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ► 26,952.	**Refunded** ►		11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1 a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1 b		X
*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*			
c Did the foundation file **Form 1120-POL** for this year?	1 c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
If 'Yes,' attach a detailed description of the activities			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4 a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4 b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If 'Yes,' attach the statement required by General Instruction T			
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	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► N/A			
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8 b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► THOMAS S. CHAN, CPA Telephone no ► (661) 549-9511

Located at ► 2510 UNIVERSITY AVENUE BAKERSFIELD CA ZIP + 4 ► 93306

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
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		X
	See the 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

				Yes	No
	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.				
1 a	During the year did the foundation (either directly or indirectly)				
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
(6)	Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here	► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 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	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** | | X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
MARJORIE R. LINDSEY 10202 DUTCH IRIS DRIVE BAKERSFIELD, CA 93311-3770	Trustee 2.00	0.	0.	0.
BANK OF AMERICA, N. A. P O BOX 1501 PENNINGTON, NJ 08534	Trustee 4.00	228,265.	0.	0.

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

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

Total number of other employees paid over $50,000 ► 0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
None		
Total number of others receiving over $50,000 for professional services ►		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ►	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:			
a	Average monthly fair market value of securities		1 a	28,131,910.
b	Average of monthly cash balances		1 b	1,114,688.
c	Fair market value of all other assets (see instructions)		1 c	
d	**Total** (add lines 1a, b, and c)		1 d	29,246,598.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	29,246,598.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	438,699.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	28,807,899.
6	**Minimum investment return.** Enter 5% of line 5		6	1,440,395.

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	1,440,395.
2 a	Tax on investment income for 2013 from Part VI, line 5	2 a 28,635.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2 b		
c	Add lines 2a and 2b		2 c	28,635.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	1,411,760.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	1,411,760.
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	1,411,760.

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	1 a	2,332,106.
b	Program-related investments – total from Part IX-B	1 b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,332,106.
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,332,106.

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					1,411,760.
2 Undistributed income, if any, as of the end of 2013:					
a Enter amount for 2012 only				0.	
b Total for prior years 20___, 20___, 20___			0.		
3 Excess distributions carryover, if any, to 2013:					
a From 2008					
b From 2009	302,347.				
c From 2010	2,240,963.				
d From 2011	1,704,130.				
e From 2012	1,515,026.				
f Total of lines 3a through e		5,762,466.			
4 Qualifying distributions for 2013 from Part XII, line 4 ► $ 2,332,106.					
a Applied to 2012, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required – see instructions)			0.		
c Treated as distributions out of corpus (Election required – see instructions)		0.			
d Applied to 2013 distributable amount					1,411,760.
e Remaining amount distributed out of corpus		920,346.			
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		6,682,812.			
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					0.
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		6,682,812.			
10 Analysis of line 9					
a Excess from 2009	302,347.				
b Excess from 2010	2,240,963.				
c Excess from 2011	1,704,130.				
d Excess from 2012	1,515,026.				
e Excess from 2013	920,346.				

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	**(e) Total**
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 foundation had $5,000 or more in assets at any time during the year – see instructions.)

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

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

c Any submission deadlines·

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

Part XV Supplementary Information (continued)

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

Recipient 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
a *Paid during the year*				
See Statement 5				
Total			► **3a**	2,240,800.
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

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	384.	
4 Dividends and interest from securities			14	709,922.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	801,091.	163,934.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				1,511,397.	163,934.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,675,331.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

		Yes	No
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	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		X

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

(a) Line no	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements
N/A			

2 a 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 ☒ No

b If 'Yes,' complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship
N/A		

Sign Here

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) is based on all information of which preparer has any knowledge

✓ Bank of America NA

Eileen Szultal

Signature of officer or trustee

✓ 5/8/2014

Date

▶ Trustee

Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name Thomas S. Chan	Preparer's signature Thomas S. Chan Thomas Chan	Date 4/20/2014	Check ☒ if self-employed	PTIN P00291369

Firm's name ▶ THOMAS S. CHAN CPA

Firm's EIN ▶

Firm's address ▶ 2510 UNIVERSITY AVE
BAKERSFIELD, CA 93306-1955

Phone no (661) 549-9511

Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	$ 15,794.	$ 15,794.		
Total	$ 15,794.	$ 15,794.		$ 0.

Statement 2
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise Tax	$ 87,805.	$ 87,805.		
Foreign Taxes Paid on Dividends	2,803.	2,803.		
Total	$ 90,608.	$ 90,608.		$ 0.

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Filing Fees	$ 235.	$ 235.		
Total	$ 235.	$ 235.		$ 0.

Statement 4
Form 990-PF, Part III, Line 3
Other Increases

Tax exempt dividends and interest	$ 24,272.
Total	$ 24,272.

Statement 5
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
BAKERSFIELD COLLEGE FOUNDATION 1801 PANORAMA DRIVE BAKERSFIELD, CA 93305	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	$ 84,000.
FIRST PRESBYTERIAN CHURCH 1705 17TH STREET BAKERSFIELD, CA 93301	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	120,000.
HAGGAI INSTITUTE P O BOX 13 ATLANTA, GA 30370	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	1,000,000.
LEADING THE WAY P O BOX 20100 ATLANTA, GA 30325	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	370,000.
PUREHOPE 800 COMPTON ROAD, SUITE 9224 CINCINNATI, OH 45231	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	120,000.
TEEN CHALLENGE P O BOX 1011 BAKERSFIELD, CA 93302	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	60,000.
YOUTH FOR CHRIST P O BOX 763 BAKERSFIELD, CA 93302	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	240,000.
CAMPUS CRUSADE FOR CHRIST P O BOX 628222 ORLANDO, FL 32862	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	26,400.
INTERNATIONAL TEAMS 411 W. RIVER ROAD ELGIN, IL 60123	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	12,000.
INTERVARSITY CHRISTIAN FELLOWSHIP 6400 SCHROEDER ROAD MADISON, WI 53707	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	7,200.
TURNING POINT MINISTRIES P O BOX 3838 SAN DIEGO, CA 92163	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	100,000.
WORLD SPORT, INC. P O BOX 2607 BONITA SPRINGS, FL 34133	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	100,000.

4/20/14 01 49PM

Statement 5 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
CITIZENS AGAINST GOVERNMENT WASTE 1301 PENNSYLVANIA AVE., NW, #1075 WASHINGTON, DC 20004	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	$ 400.
MEDIA RESEARCH CENTER 325 SOUTH PATRICK STREET ALEXANDRIA, VA 22314	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	400.
NATIONAL LEGAL & POLICY CENTER 107 PARK WASHINGTON COURT FALLS CHURCH, VA 22046	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	400.
			Total	$ 2,240,800.

MARJORIE R. LINDSEY CHARITABLE TRUST
SUPPLEMENT TO FORM 990-PF, PART I, LINE 6
NET GAIN FROM NON-INVENTORY SALES
FOR YEAR ENDED DECEMBER 31, 2013

FID # 26-6906657

SCHEDULE 1

DATE ACQ	INVESTMENT DESCRIPTION	# OF SHARES	DATE SOLD	SELLING PRICE	COST	GAIN (LOSS)
	MERRILL LYNCH - A/C # 4008					
01/06/12	BARCLAYS BANK PFD 7 10%	2,649	01/07/13	66,624 97	57,252 93	9,372 04
02/17/12	BARCLAYS BANK PFD 7 10%	2,084	01/07/13	52,414 67	51,016 32	1,398 35
11/13/12	DWS RREEF GLOB INFRST FUN	33,145	01/11/13	398,728 47	377,184 54	21,543 93
04/09/12	GOLDMAN SACHS SAT STRAT F	12,048	01/16/13	100,000 00	94,939 75	5,060 25
11/13/12	HENDERSON EUROPEAN FOCU	15,541	01/11/13	411,064 29	377,184 51	33,879 78
01/06/12	OPPENHEIMER DEV MKT FD	2,285	01/11/13	81,264 61	66,802 49	14,462 12
10/09/12	SELECT SPDR FINANCIAL	19,953	01/16/13	341,853 07	315,855 99	25,997 08
06/22/12	SELECT SPDR INDUSTRIAL	7,919	01/11/13	309,856 40	282,470 73	27,385 67
09/06/12	SELECT SPDR INDUSTRIAL	1,050	01/11/13	41,084 64	38,102 09	2,982 55
07/09/12	C H ROBINSON WORLDWIDE	2,045	01/03/13	127,661 13	125,002 10	2,659 03
01/06/12	HARBOR CAPITAL APPREC	9,291	02/04/13	405,557 13	349,345 89	56,211 24
02/15/12	HARBOR CAPITAL APPREC	6,150	02/04/13	268,447 54	255,102 04	13,345 50
03/15/12	HARBOR CAPITAL APPREC	2,360	02/04/13	103,006 45	102,038 92	967 53
03/23/12	HARBOR CAPITAL APPREC	4,218	02/04/13	184,095 23	183,673 48	421 75
09/04/12	HARBOR CAPITAL APPREC	1,455	02/04/13	63,523 84	61,224 47	2,299 37
01/06/12	ABBOTT LABS	757	02/04/13	25,445 98	20,286 56	5,159 42
02/17/12	ABBOTT LABS	1,395	02/04/13	46,891 87	36,691 67	10,200 20
07/05/12	ABBOTT LABS	339	02/04/13	11,395 24	10,353 39	1,041 85
01/06/12	ABBVIE INC	757	02/04/13	28,170 48	22,048 28	6,122 20
02/17/12	ABBVIE INC	1,395	02/04/13	51,912 59	39,879 74	12,032 85
07/05/12	ABBVIE INC	339	02/04/13	12,615 32	11,249 42	1,365 90
01/09/13	APACHE CORP	288	02/06/13	24,363 85	23,999 04	364 81
01/09/13	BIOGEN IDEC INC	164	02/06/13	26,563 30	23,989 92	2,573 38
12/03/12	EATON CORP PLC	3,293	02/04/13	186,967 12	170,925 14	16,041 98
01/06/12	GENERAL DYNAMICS	735	02/04/13	47,532 09	49,604 49	(2,072 40)
02/17/12	GENERAL DYNAMICS	1,102	02/04/13	71,265 80	76,491 25	(5,225 45)
07/05/12	GENERAL DYNAMICS	329	02/04/13	21,276 27	21,560 65	(284 38)
01/08/13	TIFFANY & CO	2,080	02/04/13	129,708 77	124,937 08	4,771 69
01/06/12	CREDIT SUISSE PFD 7 90%	2,611	03/28/13	65,275 00	67,430 35	(2,155 35)
02/17/12	CREDIT SUISSE PFD 7 90%	3,875	03/28/13	96,875 00	102,088 25	(5,213 25)
03/15/12	EATON VANCE SMID CAP FD	5,094	02/28/13	101,574 00	89,806 91	11,767 09
03/23/12	EATON VANCE SMID CAP FD	12,580	02/28/13	250,852 66	220,408 15	30,444 51
09/04/12	EATON VANCE SMID CAP FD	3,945	02/28/13	78,660 85	68,877 55	9,783 30
01/16/13	POWERSHS S & P INFO TECH	6,297	02/28/13	208,051 37	200,714 36	7,337 01
07/06/12	PUTNAM CAPITAL SPECTRUM	23,898	02/28/13	659,355 61	600,326 68	59,028 93
09/04/12	PUTNAM CAPITAL SPECTRUM	2,674	02/28/13	73,770 64	68,877 55	4,893 09
02/11/13	TEVA PHARM INDS	1,320	03/18/13	52,967 37	49,975 86	2,991 51
03/28/13	PRINCIPAL PRFR SEC FUND	7,491	05/07/13	80,981 90	80,000 00	981 90
04/01/13	PRINCIPAL PRFR SEC FUND	32	05/07/13	339 24	341 57	(2 33)
01/16/13	WISDOMTREE TRUST JAPAN	9,124	06/04/13	421,562 52	351,015 79	70,546 73
01/09/13	CAMERON INTL CORP	411	06/25/13	25,032 67	24,018 96	1,013 71
01/06/12	CHEVRON CORP	787	06/04/13	96,653 09	85,680 61	10,972 48
02/17/12	CHEVRON CORP	721	06/04/13	88,547 50	76,473 87	12,073 63
07/05/12	CHEVRON CORP	206	06/04/13	25,299 29	21,594 42	3,704 87
05/08/13	AIR PRODUCTS & CHEM	1,665	07/02/13	151,217 83	149,970 74	1,247 09
10/05/12	HONEYWELL INTL	1,324	07/02/13	103,495 63	80,929 24	22,566 39
01/04/13	MALLINCKRODT PLC	67	07/03/13	2,849 31	2,764 80	84 51
01/04/13	MALLINCKRODT PLC	Frct Shs	07/03/13	36 22	36 06	0 16
01/09/13	QUALCOMM INC	502	07/16/13	30,906 80	31,970 12	(1,063 32)
01/06/12	BAXTER INTL	867	08/05/13	61,648 26	43,272 32	18,375 94
02/17/12	BAXTER INTL	1,351	08/05/13	96,063 21	76,487 95	19,575 26
07/05/12	BAXTER INTL	410	08/05/13	29,153 16	21,603 31	7,549 85
01/06/12	COCA COLA	1,368	08/05/13	55,146 53	47,175 41	7,971 12
02/17/12	COCA COLA	2,226	08/05/13	89,734 07	76,487 59	13,246 48
07/05/12	COCA COLA	554	08/05/13	22,332 74	21,538 16	794 58
01/06/12	MEDTRONIC INC	2,204	08/05/13	121,763 70	85,713 34	36,050 36
02/17/12	MEDTRONIC INC	1,920	08/05/13	106,073 64	76,481 28	29,592 36
07/05/12	MEDTRONIC INC	559	08/05/13	30,882 91	21,571 81	9,311 10
06/08/12	JP MORGAN CHASE 8 625% PFD	2,100	09/03/13	52,500 00	55,503 00	(3,003 00)
05/08/13	COHEN & STEERS PFD SEC	5,846	09/04/13	74,759 57	80,918 02	(6,158 45)
03/28/13	NUVEEN PRFR SEC FUND	449	09/04/13	7,680 90	8,000 00	(319 10)
04/09/12	GOLDMAN SACHS SAT STRAT F	216,378	11/04/13	1,793,775 30	1,705,060 25	88,715 05
08/08/13	DU PONT	2,519	11/04/13	150,696 30	149,968 67	727 63
09/10/13	MEDTRONIC INC	2,421	11/04/13	138,285 59	130,003 16	8,282 43
01/06/12	MICROSOFT CORP	1,629	12/03/13	62,298 39	45,575 35	16,723 04
02/17/12	MICROSOFT CORP	2,551	12/03/13	97,558 75	76,422 09	21,136 66
07/05/12	MICROSOFT CORP	708	12/03/13	27,076 29	21,572 76	5,503 53
11/07/13	QUEST DIAGNOSTICS	2,225	12/26/13	119,791 91	138,471 76	(18,679 85)
12/06/13	QUEST DIAGNOSTICS	157	12/26/13	8,452 74	9,709 73	(1,256 99)
03/08/13	TARGET CORP	2,251	12/03/13	141,520 72	149,955 24	(8,434 52)
10/05/12	3M COMPANY	1,498	12/03/13	188,256 67	139,653 60	48,603 07

MARJORIE R. LINDSEY CHARITABLE TRUST
SUPPLEMENT TO FORM 990-PF, PART I, LINE 6
NET GAIN FROM NON-INVENTORY SALES
FOR YEAR ENDED DECEMBER 31, 2013

FID # 26-6906657

SCHEDULE 1

DATE ACQ	INVESTMENT DESCRIPTION	# OF SHARES	DATE SOLD	SELLING PRICE	COST	GAIN (LOSS)
	SUBTOTAL - A/C #4008			9,729,046 97	8,923,659 52	805,387 45
	MERRILL LYNCH - A/C # 4009					
01/06/12	BLACKROCK HI YLD BD	12,414	01/14/13	101,667 63	92,481 64	9,185 99
01/09/12	EATON VANCE ABS RTN FUND	10,659	01/14/13	96,678 41	96,260 36	418 05
02/15/12	EATON VANCE ABS RTN FUND	48,604	01/14/13	440,834 21	440,636 87	197 34
04/09/12	EATON VANCE ABS RTN FUND	8,194	01/14/13	74,318 84	74,218 97	99 87
03/04/11	METRO WEST T/R BD CL I	325	01/14/13	3,540 67	3,364 23	176 44
01/09/12	NUVEEN PREFERRED SEC FUNE	1,103	01/14/13	19,544 99	16,821 46	2,723 53
01/09/12	TEMPLETON GLOBAL BOND	6,556	01/14/13	88,373 47	81,489 53	6,883 94
01/06/12	BLACKROCK HI YLD BD	17,993	02/11/13	146,462 99	134,047 72	12,415 27
01/19/12	BLACKROCK HI YLD BD	102	02/11/13	831 30	765 94	65 36
02/15/12	BLACKROCK HI YLD BD	40,434	02/11/13	329,129 25	310,934 15	18,195 10
04/09/12	BLACKROCK HI YLD BD	6,408	02/11/13	52,157 28	49,466 12	2,691 16
07/23/12	BLACKROCK HI YLD BD	1,380	02/11/13	11,234 87	10,724 19	510 68
01/07/13	BLACKROCK HI YLD BD	12,270	02/11/13	99,877 30	100,000 00	(122 70)
01/09/12	DOUBLELINE TOTAL RETURN	43,896	02/11/13	498,218 78	484,172 31	14,046 47
01/19/12	DOUBLELINE TOTAL RETURN	177	02/11/13	2,004 65	1,960 49	44 16
02/15/12	DOUBLELINE TOTAL RETURN	14,254	02/11/13	161,781 39	159,642 30	2,139 09
07/23/12	IVY HIGH INCOME FUND	1,591	02/11/13	13,732 87	13,335 05	397 82
01/19/12	LORD ABBETT S DUR INC FD	4,007	02/11/13	18,594 29	18,273 70	320 59
01/19/12	MANAGERS PIMCO BOND FD	3,493	02/11/13	37,861 33	37,084 71	776 62
03/04/11	METRO WEST T/R BD CL I	4,344	02/11/13	47,301 79	45,027 35	2,274 44
01/09/12	NUVEEN PREFERRED SEC FUNE	917	02/11/13	16,169 25	13,978 23	2,191 02
01/09/12	TEMPLETON GLOBAL BOND	18,834	02/11/13	252,944 35	234,110 33	18,834 02
02/15/12	TEMPLETON GLOBAL BOND	1,026	02/11/13	13,778 16	13,510 50	267 66
01/19/12	MANAGERS PIMCO BOND FD	81,017	04/01/13	883,087 31	859,843 22	23,244 09
02/15/12	MANAGERS PIMCO BOND FD	117,646	04/01/13	1,282,340 08	1,260,351 83	21,988 25
04/09/12	MANAGERS PIMCO BOND FD	20,371	04/01/13	222,047 80	217,629 22	4,418 58
09/04/12	MANAGERS PIMCO BOND FD	9,050	04/01/13	98,642 54	99,937 54	(1,295 00)
01/15/13	MANAGERS PIMCO BOND FD	4,326	04/01/13	47,157 15	47,127 29	29 86
01/19/12	LORD ABBETT S DUR INC FD	76,172	05/23/13	352,676 84	347,344 80	5,332 04
02/15/12	LORD ABBETT S DUR INC FD	3,104	05/23/13	14,373 48	14,249 08	124 40
01/15/13	BLACKROCK GLOBAL LONG S C	6,988	06/20/13	74,144 62	74,293 72	(149 10)
02/15/12	DOUBLELINE TOTAL RETURN	4,934	06/20/13	54,966 30	55,262 32	(296 02)
05/24/13	DREYFUS EMERGING MKTS	627	06/20/13	8,658 31	9,554 17	(895 86)
02/12/13	FORWARD CREDIT ANALY	2,361	06/20/13	20,253 65	21,315 87	(1,062 22)
07/23/12	IVY HIGH INCOME FUND	4,964	06/20/13	42,587 82	41,595 09	992 73
02/15/12	LORD ABBETT S DUR INC FD	9,884	06/20/13	45,169 72	45,367 38	(197 66)
03/04/11	METRO WEST T/R BD CL I	9,540	06/20/13	101,414 77	98,899 60	2,515 17
01/09/12	NUVEEN PREFERRED SEC FUNE	3,048	06/20/13	52,978 05	46,484 89	6,493 16
04/02/13	PIMCO UNCONSTR BOND FUND	9,653	06/20/13	109,267 41	111,487 49	(2,220 08)
07/23/12	TCW EMERGING MKT INC FUND	424	06/20/13	3,622 64	3,804 92	(182 28)
02/15/12	TEMPLETON GLOBAL BOND	1,661	06/20/13	21,193 05	21,873 65	(680 60)
01/15/13	BLACKROCK GLOBAL LONG S C	3,341	07/25/13	35,514 54	35,511 18	3 36
02/15/12	DOUBLELINE TOTAL RETURN	1,392	07/25/13	15,313 85	15,592 28	(278 43)
05/24/13	DREYFUS EMERGING MKTS	628	07/25/13	8,895 38	9,573 34	(677 96)
07/23/12	IVY HIGH INCOME FUND	2,121	07/25/13	18,350 33	17,777 54	572 79
02/15/12	LORD ABBETT S DUR INC FD	3,167	07/25/13	14,441 95	14,536 96	(95 01)
03/04/11	METRO WEST T/R BD CL I	3,989	07/25/13	42,204 94	41,352 54	852 40
01/09/12	NUVEEN PREFERRED SEC FUNE	1,328	07/25/13	23,149 13	20,253 78	2,895 35
04/02/13	PIMCO UNCONSTR BOND FUND	4,990	07/25/13	56,292 38	57,639 79	(1,347 41)
07/23/12	TCW EMERGING MKT INC FUND	1,460	07/25/13	12,583 76	13,097 36	(513 60)
02/15/12	TEMPLETON GLOBAL BOND	1,752	07/25/13	22,875 99	23,068 61	(192 62)
03/04/11	METRO WEST T/R BD CL I	37,024	08/08/13	392,821 81	383,799 70	9,022 11
10/26/11	METRO WEST T/R BD CL I	23,946	08/08/13	254,070 88	250,000 00	4,070 88
01/09/12	METRO WEST T/R BD CL I	8,049	08/08/13	85,399 89	83,548 62	1,851 27
01/19/12	METRO WEST T/R BD CL I	189	08/08/13	2,006 31	1,968 49	37 82
02/15/12	METRO WEST T/R BD CL I	119,673	08/08/13	1,269,732 05	1,260,158 21	9,573 84
04/09/12	METRO WEST T/R BD CL I	19,775	08/08/13	209,813 38	208,429 12	1,384 26
09/04/12	METRO WEST T/R BD CL I	9,158	08/08/13	97,161 17	100,000 00	(2,838 83)
02/12/13	FORWARD CREDIT ANALY	67,388	09/11/13	506,760 26	608,516 68	(101,756 42)
04/02/13	PIMCO UNCONSTR BOND FUND	204,490	12/18/13	2,282,110 39	2,361,861 58	(79,751 19)
	SUBTOTAL - A/C #4009			11,311,118 00	11,315,414 01	(4,296 01)
	TOTAL			21,040,164 97	20,239,073 53	801,091 44
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MARJORIE R. LINDSEY CHARITABLE TRUST **FID # 26-6906657**
SUPPLEMENT TO FORM 990-PF, PART II, LINE 10(a)
INVESTMENTS - U S AND STATE GOVERNMENT OBLIGATIONS
FOR YEAR ENDED DECEMBER 31, 2013 **SCHEDULE 2**

INVESTMENT DESCRIPTION	# OF SHARES	BOOK VALUE	F M V
CA ST VAR PURP 5% 09/01/2036	$	506,997.49	512,335.00
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MARJORIE R. LINDSEY CHARITABLE TRUST **FID # 26-6906657**
SUPPLEMENT TO FORM 990-PF, PART II, LINE 10(b)
INVESTMENTS - CORPORATE STOCK
FOR YEAR ENDED DECEMBER 31, 2013 **SCHEDULE 3**

INVESTMENT DESCRIPTION	# OF SHARES	BOOK VALUE	F M V
MERRILL LYNCH - A/C # 4008			
AEGON NV PFD 7 25%	2,626	61,041 79	66,621 62
AEGON NV PFD 7 25%	4,156	102,167 60	105,437 72
AEGON NV PFD 8 00%	307	8,308 44	8,654 33
AEGON NV PFD 8 00%	307	8,398 91	8,654 33
HSBC HLDGS PFD 6 20%	340	8,272 85	8,398 00
HSBC HLDGS PFD 6 20%	340	8,493 20	8,398 00
LLOYDS BANK GR 7 75% NTES	1,187	30,410 94	31,633 55
LLOYDS BANK GR 7 75% NTES	1,185	30,348 28	31,580 25
LLOYDS BANK GR 7 75% NTES	1,974	51,042 12	52,607 10
LLOYDS BANK GR 7.75% NTES	5,000	132,403 88	133,250 00
LLOYDS BANK GR 7 75% NTES	306	8,290 91	8,154 90
METLIFE INC PFD 6 50%	336	8,281 76	8,366 40
METLIFE INC PFD 6 50%	336	8,344 69	8,366 40
PRUDENTIAL FIN 5 70% NTES	372	8,325 47	7,752 48
PRUDENTIAL FIN 5 70% NTES	372	7,916 86	7,752 48
ALGER SPECTRA FUND	40,280	583,660 72	709,737 88
BARON ASSET FUND	3,896	197,780 05	245,627 54
CALAMOS GLOBAL EQUITY	19,701	250,000 00	304,176 52
CALAMOS GLOBAL EQUITY	20,747	250,000 00	320,331 95
GOLDMAN SACHS INTL S CAP FI	46,948	399,059 91	495,303 77
INVESCO SELECT COS FUND	7,416	153,061 22	174,715 23
INVESCO SELECT COS FUND	2,962	61,223 34	69,783 35
INVESCO SELECT COS FUND	5,365	110,199 75	126,402 44
INVESCO SELECT COS FUND	1,845	38,265 28	43,468 18
INVESCO DEVELOPING MKT FD	10,755	333,514 84	348,894 60
INVESCO DEVELOPING MKT FD	1,219	38,265 33	39,532 71
ISHARES TR DOW JONES TECH	2,887	208,499 14	255,326 28
IVY ASSET STRATEGY	10,073	250,000 00	325,141 01
IVY ASSET STRATEGY	10,776	250,000 00	347,844 83
JP MORGAN LARGE CAP GROW	31,462	790,020 69	999,874 85
JP MORGAN LARGE CAP GROW	2,851	68,877 55	90,601 35
MAINSTAY ICAP SEL EQ FD	5,567	204,081 64	274,725 28
MAINSTAY ICAP SEL EQ FD	2,174	81,631 15	107,283 54
MAINSTAY ICAP SEL EQ FD	3,912	146,938 78	193,062 53
MAINSTAY ICAP SEL EQ FD	1,654	61,224 49	81,616 12
MAINSTAY MARKETFIELD FUND	35,395	583,660 71	655,512 21
NUVEEN PRFR SEC FUND	4,045	72,000 00	67,955 06
OPPENHEIMER DEV MKT FD	813	23,780 85	30,547 66
OPPENHEIMER DEV MKT FD	5,481	178,571 44	205,866 89
OPPENHEIMER DEV MKT FD	2,142	71,427 26	80,444 02
OPPENHEIMER DEV MKT FD	3,921	128,566 38	147,269 08
OPPENHEIMER DEV MKT FD	1,677	53,571 43	62,997 59
R W MID CAP VALUE FUND	1,649	16,502 55	22,469 80
R W MID CAP VALUE FUND	14,185	153,061 22	193,347 96
R W MID CAP VALUE FUND	5,516	61,223 35	75,177 86
R W MID CAP VALUE FUND	10,055	110,200 26	137,046 49
R W MID CAP VALUE FUND	3,524	38,265 30	48,025 41
R S SELECT GROWTH FUND	5,092	200,000 01	255,804 50
THE OAKMARK INTL FUND	18,912	411,530 54	497,770 39
YACKTMAN FOCUSED FUND	29,588	593,206 08	744,139 89
AFFILIATED MANAGERS GRP	233	31,902 24	50,533 04
ALLERGAN INC	245	24,024 68	27,214 60
AMAZON COM	93	24,127 92	37,087 47
AMERICAN INTL GROUP	2,800	79,344 72	142,940 00
ANARDARKO PETE	306	23,975 10	24,271 92
ANGLOGOLD ASHANTI	1,400	49,375 10	16,408 00
ANGLOGOLD ASHANTI	300	6,321 40	3,516 00
APPLE INC	109	49,960 37	61,151 18
AUTOMATIC DATA PROC	2,378	131,926 92	192,140 02
AUTOMATIC DATA PROC	391	21,558 72	31,592 41
AUTOMATIC DATA PROC	121	9,702 98	9,776 68
AVAGO TECHNOLOGIES	736	23,982 71	38,918 94
BERKSHIRE HATH CL A	2	252,480 00	355,800 00
BOEING CO	411	31,947 03	56,097 39
BORG WARNER INC	650	23,967 52	36,341 50
BP PLC	1,000	45,235 50	48,610 00

MARJORIE R. LINDSEY CHARITABLE TRUST **FID # 26-6906657**
SUPPLEMENT TO FORM 990-PF, PART II, LINE 10(b)
INVESTMENTS - CORPORATE STOCK
FOR YEAR ENDED DECEMBER 31, 2013 **SCHEDULE 3**

INVESTMENT DESCRIPTION	# OF SHARES	BOOK VALUE	F M V
BP PLC	400	16,409 16	19,444 00
BP PLC	1,200	56,697 36	58,332 00
CAREFUSION CORP	2,000	39,179 57	79,640 00
CAREFUSION CORP	1,800	46,451 16	71,676 00
CATERPILLAR INC	253	23,997 02	22,974 93
CITIGROUP	1,600	41,700 32	83,376 00
CITIGROUP	1,400	49,551 60	72,954 00
COGNIZANT TECH SOLUTIONS	425	31,988 73	42,916 50
CONCHO RESOURCES INC	295	25,050 54	31,860 00
COSTCO WAREHOUSE	313	32,009 13	37,253 26
COVIDIEN PLC	543	29,193 57	36,978 30
CSX CORP	3,727	85,741 50	107,225 79
CSX CORP	3,512	76,519 46	101,040 24
CSX CORP	5,762	149,984 64	165,772 74
CSX CORP	354	9,720 84	10,184 58
DEVON ENERGY	200	12,150 38	12,374 00
DEVON ENERGY	250	15,415 58	15,467 50
DEVON ENERGY	1,000	64,411 00	61,870 00
DICKS SPORTING GOODS	499	23,958 99	28,991 90
DISCOVERY COMMUNICATION	363	23,953 35	32,822 46
DISNEY WALT CO	909	49,954 55	69,447 60
E M C CORP	1,314	32,005 49	33,047 10
EBAY INC	546	30,919 43	29,956 29
EMERSON ELEC CO	2,276	124,973 92	159,729 68
EMERSON ELEC CO	146	9,700 23	10,246 28
EXELIS INC	600	8,003 98	11,436 00
EXELIS INC	400	4,869 48	7,624 00
EXELIS INC	2,500	27,458 25	47,650 00
EXPRESS SCRIPTS	435	23,951 06	30,554 40
EXXON MOBIL	1,552	131,881 20	157,062 40
EXXON MOBIL	254	21,550 63	25,704 80
EXXON MOBIL	103	9,685 50	10,423 60
FEDEX CORP	336	31,930 08	48,306 72
FIRST REP BANK SAN FRAN	1,351	49,984 80	70,724 85
GENERAL ELECTRIC	100	1,597 00	2,803 00
GENERAL ELECTRIC	800	10,506 85	22,424 00
GENERAL ELECTRIC	400	6,555 76	11,212 00
GENERAL ELECTRIC	1,700	27,760 83	47,651 00
GENERAL ELECTRIC	2,600	51,571 00	72,878 00
GENERAL ELECTRIC	2,280	53,074 07	63,908 40
GENUINE PARTS CO	1,832	151,654 79	152,404 08
GENUINE PARTS CO	116	9,653 51	9,650 04
GILEAD SCIENCES	629	24,980 86	47,237 90
GOLDMAN SACHS GROUP	179	24,061 18	31,729 54
GOOGLE INC	33	24,403 17	36,983 43
HONEYWELL INTL	963	58,863 18	87,989 31
HONEYWELL INTL	361	23,981 23	32,984 57
INTUIT INC	385	23,983 58	29,383 20
ITT CORP	300	6,595 37	13,026 00
ITT CORP	200	4,012 52	8,684 00
ITT CORP	500	11,508 80	21,710 00
JACOBS ENGN GRP	727	31,971 06	45,793 73
JOHNSON & JOHNSON	1,931	149,941 96	176,860 29
JOHNSON & JOHNSON	104	9,733 98	9,525 36
LINEAR TECHNOLOGY	4,269	139,739 31	194,452 95
LINEAR TECHNOLOGY	225	9,710 10	10,248 75
MCDERMOTT INTL	3,600	40,929 84	32,976 00
MCDONALDS CORP	852	85,722 45	82,669 56
MCDONALDS CORP	772	76,547 58	74,907 16
MCDONALDS CORP	244	21,592 71	23,675 32
MCDONALDS CORP	101	9,732 56	9,800 03
MONSANTO CO	249	24,016 05	29,020 95
MYLAN INC	1,500	12,685 19	65,100 00
MYLAN INC	1,100	26,003 89	47,740 00
MYLAN INC	800	18,284 96	34,720 00
NATIONAL OILWELL VARCO	334	23,981 20	26,563 02
NEWMONT MNG	400	18,284 00	9,212 00
NEWMONT MNG	200	8,358 70	4,606 00

MARJORIE R. LINDSEY CHARITABLE TRUST **FID # 26-6906657**
SUPPLEMENT TO FORM 990-PF, PART II, LINE 10(b)
INVESTMENTS - CORPORATE STOCK
FOR YEAR ENDED DECEMBER 31, 2013

SCHEDULE 3

INVESTMENT DESCRIPTION	# OF SHARES	BOOK VALUE	F M V
NEWMONT MNG	500	21,703 20	11,515 00
NEWMONT MNG	500	19,525 99	11,515 00
NEWMONT MNG	200	11,265 72	4,606 00
NEWMONT MNG	1,600	86,504 00	36,848 00
NOBLE ENERGY	444	24,941 70	30,240 84
NORTHROP GRUMMAN	1,574	149,876 28	180,396 14
NORTHROP GRUMMAN	86	9,692 79	9,856 46
PAYCHEX	4,198	131,852 04	191,134 94
PAYCHEX	686	21,558 51	31,233 58
PAYCHEX	222	9,713 83	10,107 66
PEPSICO, INC	1,308	43,107 91	108,485 52
PEPSICO, INC	1,201	76,508 50	99,610 94
PROCTOR GAMBLE	1,933	145,032 99	157,365 53
PROCTOR GAMBLE	116	9,716 16	9,443 56
QEP RESOURCES	1,300	39,773 76	39,845 00
RAYTHEON	1,970	149,829 93	178,679 00
RAYTHEON	109	9,672 66	9,886 30
SALESFORCE COM	376	15,982 82	20,751 44
SEALED AIR CORP	4,000	79,786 00	136,200 00
THE MADISON SQUARE	4,400	144,967 50	253,352 00
THERMO FISHER SCI	488	31,971 32	54,338 80
UNITED TECHS	1,622	144,987 23	184,583 60
UNITED TECHS	88	9,661 52	10,014 40
WAL-MART STORES INC	1,882	134,976 85	148,094 58
WAL-MART STORES INC	120	9,724 55	9,442 80
WHOLE FOODS MKT	700	32,021 50	40,481 00
SUBTOTAL - MERRILL LYNCH #4008		12,681,058 87	15,759,477 09

MERRILL LYNCH - A/C # 4009

BLACKROCK GLOBAL LONG S C	50,088	532,383 91	541,449 13
BLACKROCK GLOBAL LONG S C	58,307	618,000 38	630,302 66
DOUBLELINE TOTAL RETURN	80,791	904,862 19	870,928 86
DOUBLELINE TOTAL RETURN	17,168	192,113 51	185,074 50
DOUBLELINE TOTAL RETURN	6,698	76,356 17	72,203 47
DREYFUS EMERGING MKTS	23,922	364,805 90	331,793 88
GOLDMAN SACHS STR INC FD	220,940	2,308,827 35	2,355,224 83
GOLDMAN SACHS STR INC FD	25,256	264,679 55	269,225 57
IVY HIGH INCOME FUND	64,415	539,798 32	556,546 23
IVY HIGH INCOME FUND	1,397	12,057 60	12,071 57
LORD ABBETT S DUR INC FD	94,058	431,724 83	427,962 28
LORD ABBETT S DUR INC FD	18,048	82,658 28	82,116 85
LORD ABBETT S DUR INC FD	4,143	19,099 94	18,851 35
LORD ABBETT S DUR INC FD	8,608	40,025 34	39,164 58
NUVEEN ALL AMER MUNI BOND	55,813	616,175 93	599,432 02
NUVEEN PREFERRED SEC FUNI	17,315	264,049 36	290,887 21
NUVEEN PREFERRED SEC FUNI	30,926	494,203 86	519,563 50
NUVEEN PREFERRED SEC FUNI	3,940	64,337 10	66,188 81
NUVEEN PREFERRED SEC FUNI	603	9,976 52	10,127 22
PIMCO UNCONSTR BOND FUND	204,490	0 00	0 00
TCW EMERGING MKT INC FUND	66,022	590,567 56	554,583 01
TCW EMERGING MKT INC FUND	263	2,469 47	2,212 68
TCW EMERGING MKT INC FUND	26,239	243,313 47	220,405 19
TEMPLETON GLOBAL BOND	28,106	370,160 45	367,910 60
TEMPLETON GLOBAL BOND	5,962	78,043 99	78,043 99
TEMPLETON GLOBAL BOND	2,070	26,848 13	27,096 54
TEMPLETON GLOBAL BOND	7,452	100,000 00	97,540 99
THORNBURG STRAT INC FUND	198,491	2,369,987 50	2,375,942 24
SUBTOTAL - MERRILL LYNCH #4009		11,617,526 61	11,602,849 76
GRAND TOTAL		24,298,585 48	27,362,326 85