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EXTENSION GRANTED TO 8/15/14
Return of Private Foundation

OMB No 1545-0052

2013

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

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

For calendar year 2013 or tax year beginning , and ending

Name of foundation: **CHARLES AND BARBARA WRIGHT FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address): **407 DEXTER AVENUE N**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **SEATTLE, WA 98109**

A Employer identification number: **27-0400040**

B Telephone number: **206-264-8203**

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

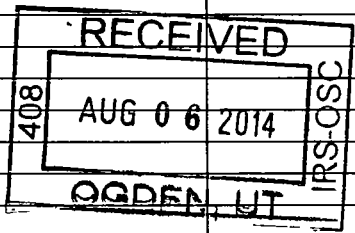
H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16): **\$ 2,707,951.**

J Accounting method: Cash Accrual
 Other (specify) _____

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	39,201.		N/A	
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	71,804.	71,804.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	59,228.			
b	Gross sales price for all assets on line 6a 321,773.				
7	Capital gain net income (from Part IV, line 2)		59,228.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	170,233.	131,032.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 2	7,241.	3,621.		3,620.
c	Other professional fees				
17	Interest				
18	Taxes STMT 3	331.	331.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 4	10,401.	10,285.		116.
24	Total operating and administrative expenses. Add lines 13 through 23	17,973.	14,237.		3,736.
25	Contributions, gifts, grants paid	344,503.			344,503.
26	Total expenses and disbursements. Add lines 24 and 25	362,476.	14,237.		348,239.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-192,243.			
b	Net investment income (if negative, enter -0-)		116,795.		
c	Adjusted net income (if negative, enter -0-)			N/A	



SCANNED AUG 11 2014 Revenue

Operating and Administrative Expenses

15

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash - non-interest-bearing		11,331.			
	2	Savings and temporary cash investments		1,006,168.	41,314.	41,314.	
	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					
	7	Other notes and loans receivable ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments - U.S. and state government obligations					
	b	Investments - corporate stock	STMT 5		689,326.	926,082.	1,191,111.
	c	Investments - corporate bonds	STMT 6		858,585.	1,297,107.	1,279,588.
	11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶						
12	Investments - mortgage loans						
13	Investments - other	STMT 7		54,681.	169,134.	193,708.	
14	Land, buildings, and equipment: basis ▶						
	Less: accumulated depreciation ▶						
15	Other assets (describe ▶ STATEMENT 8)			8,019.	2,230.	2,230.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)			2,628,110.	2,435,867.	2,707,951.	
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	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 ▶ <input type="checkbox"/>						
	and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>						
	and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds			1,944,446.	1,944,446.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds			683,664.	491,421.		
30	Total net assets or fund balances			2,628,110.	2,435,867.		
31	Total liabilities and net assets/fund balances			2,628,110.	2,435,867.		

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	2,628,110.
2	Enter amount from Part I, line 27a	2	-192,243.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,435,867.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,435,867.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 321,773.		262,545.	59,228.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0- or Losses (from col. (h)))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			59,228.

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	59,228.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	171,823.	1,821,452.	.094333
2011	219,325.	1,848,882.	.118626
2010	153,784.	1,262,158.	.121842
2009	0.	985,495.	.000000
2008			

2 Total of line 1, column (d)	2	.334801
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	.083700
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,679,422.
5 Multiply line 4 by line 3	5	224,268.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,168.
7 Add lines 5 and 6	7	225,436.
8 Enter qualifying distributions from Part XII, line 4	8	348,239.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,168.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,168.
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	1,168.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	64.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	2,500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,564.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	19.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,377.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 1,377. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>		X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> WA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>		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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> STMT 9		X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of ANNIE MIKSCH Telephone no. 206.264.8203 Located at 407 DEXTER AVENUE N, SEATTLE, WA ZIP+4 98109
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here
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?
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
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.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
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.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

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

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

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

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

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

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

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

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** Yes No **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** Yes No **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CHARLES BAGLEY WRIGHT, III 407 DEXTER AVENUE N SEATTLE, WA 98109	TRUSTEE 5.00	0.	0.	0.
BARBARA SCHUCHART WRIGHT 407 DEXTER AVENUE N SEATTLE, WA 98109	TRUSTEE 5.00	0.	0.	0.

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

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

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

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

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

(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

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	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3 ▶	0.

Part X

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	2,531,058.
b Average of monthly cash balances	1b	186,937.
c Fair market value of all other assets	1c	2,230.
d Total (add lines 1a, b, and c)	1d	2,720,225.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	2,720,225.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	40,803.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,679,422.
6 Minimum investment return. Enter 5% of line 5	6	133,971.

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	133,971.
2a Tax on investment income for 2013 from Part VI, line 5	2a	1,168.
b Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,168.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	132,803.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	132,803.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	132,803.

Part XII

Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	348,239.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	348,239.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,168.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	347,071.

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				132,803.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010	41,814.			
d From 2011	128,247.			
e From 2012	82,648.			
f Total of lines 3a through e	252,709.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 348,239.				
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				132,803.
e Remaining amount distributed out of corpus	215,436.			
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:	468,145.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	468,145.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010	41,814.			
c Excess from 2011	128,247.			
d Excess from 2012	82,648.			
e Excess from 2013	215,436.			

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CAREGIFTED 4616 25TH AVE NE #755 SEATTLE, WA 98105	NONE	PC	OPERATING SUPPORT	2,000.
COPPER CANYON PRESS P.O. BOX 271 PORT TOWNSEND, WA 98368	NONE	PC	OPERATING SUPPORT	10,000.
DIA CENTER FOR THE ARTS 535 W 22ND STREET NEW YORK, NY 10011	NONE	PC	OPERATING SUPPORT	125,000.
FOUNDATION FOR CONTEMPORARY ARTS 820 GREENWICH ST NEW YORK, NY 10014	NONE	PC	OPERATING SUPPORT	1,000.
FRIENDS OF WATERFRONT SEATTLE 1191 2ND AVE, SUITE 2100 SEATTLE, WA 98101	NONE	PC	OPERATING SUPPORT	10,000.
Total	SEE CONTINUATION SHEET(S)			344,503.
b Approved for future payment				
NONE				
Total				0.

CHARLES AND BARBARA WRIGHT FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 1,500 SHS BARRICK GOLD	P	01/17/13	11/15/13
b 50,000 BRISTOL MYERS BOND	P	10/29/09	08/15/13
c 3,000 SHS CORNING	P	08/15/12	12/24/13
d 1,000 SHS EXPEDITORS	P	04/12/13	09/18/13
e 150 SHS HEALTH CARE REIT	P	12/09/10	05/23/13
f 500 SHS MICROSOFT CORP	P	09/22/10	05/23/13
g 500 SHS NORTHERN TRUST	P	03/31/11	06/20/13
h 180 SHS PACIFIC CORP	P	01/28/10	11/08/13
i 200 SHS PECO ENERGY	P	01/13/10	05/01/13
j 650 SHS TESLA MOTORS	P	03/15/11	08/22/13
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 27,215.		51,300.	-24,085.
b 50,000.		50,000.	0.
c 49,990.		34,773.	15,217.
d 44,373.		36,577.	7,796.
e 11,177.		6,396.	4,781.
f 17,022.		12,215.	4,807.
g 28,679.		25,402.	3,277.
h 19,800.		15,381.	4,419.
i 20,800.		15,790.	5,010.
j 52,717.		14,711.	38,006.
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-24,085.
b			0.
c			15,217.
d			7,796.
e			4,781.
f			4,807.
g			3,277.
h			4,419.
i			5,010.
j			38,006.
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	59,228.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HENRY GALLERY 15TH AVE NE & 41ST ST SEATTLE, WA 98195	NONE	PC	OPERATING SUPPORT	5,000.
NORTHWEST AFRICAN AMERICAN MUSEUM 2300 S MASSACHUSETTS ST SEATTLE, WA 98144	NONE	PC	OPERATING SUPPORT	1,000.
PACIFIC NORTHWEST BALLET 301 MERCER ST SEATTLE, WA 98109	NONE	PC	OPERATING SUPPORT	10,000.
SEATTLE ART MUSEUM 1300 FIRST AVENUE SEATTLE, WA 98101	NONE	PC	OPERATING SUPPORT	85,000.
SEATTLE ARTS AND LECTURES 105 SOUTH MAIN STREET, SUITE 201 SEATTLE, WA 98104	NONE	PC	OPERATING SUPPORT	10,000.
SEATTLE INTERNATIONAL FILM FESTIVAL 511 QUEEN ANNE AVENUE N SEATTLE, WA 98109	NONE	PC	OPERATING SUPPORT	5,000.
SEATTLE PARKS FOUNDATION 105 S MAIN ST #235 SEATTLE, WA 98104	NONE	PC	OPERATING SUPPORT	18,333.
SWEDISH MEDICAL CENTER FOUNDATION 747 BROADWAY SEATTLE, WA 98122	NONE	PC	OPERATING SUPPORT	27,900.
TRIPLE AUGHT FOUNDATION HC 61 BOX 33 HIKO, NV 89017	NONE	PC	OPERATING SUPPORT	20,000.
UNIVERSITY OF WASHINGTON FOUNDATION 407 GERBERDING HALL, BOX 351210 SEATTLE, WA 98195	NONE	PC	OPERATING SUPPORT	14,270.
Total from continuation sheets				196,503.

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2013

Name of the organization

Employer identification number

CHARLES AND BARBARA WRIGHT FOUNDATION

27-0400040

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

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

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

Name of organization CHARLES AND BARBARA WRIGHT FOUNDATION	Employer identification number 27-0400040
--	---

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	2013 VBW CLAT 5:15 10885 NE 4TH STREET, SUITE 320 BELLEVUE, WA 98004	\$ 6,236.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	2013 VBW CLAT 10:10 10885 NE 4TH STREET, SUITE 320 BELLEVUE, WA 98004	\$ 32,965.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization CHARLES AND BARBARA WRIGHT FOUNDATION	Employer identification number 27-0400040
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Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	<div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div>	\$ _____	_____
	<div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div>	\$ _____	_____
	<div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div>	\$ _____	_____
	<div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div>	\$ _____	_____
	<div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div>	\$ _____	_____
	<div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div>	\$ _____	_____
	<div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div> <div style="border-bottom: 1px solid black; margin-bottom: 2px;"> </div>	\$ _____	_____

Name of organization CHARLES AND BARBARA WRIGHT FOUNDATION	Employer identification number 27-0400040
--	---

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

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

FORM 990-PF	OTHER EXPENSES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	10,285.	10,285.		0.
BANK CHARGES	116.	0.		116.
TO FORM 990-PF, PG 1, LN 23	10,401.	10,285.		116.

FORM 990-PF	CORPORATE STOCK		STATEMENT 5
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE STOCK (SEE ATTACHED)	926,082.	1,191,111.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	926,082.	1,191,111.	

FORM 990-PF	CORPORATE BONDS		STATEMENT 6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE BONDS (SEE ATTACHED)	1,297,107.	1,279,588.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,297,107.	1,279,588.	

FORM 990-PF	OTHER INVESTMENTS			STATEMENT 7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
OTHER SECURITIES (SEE ATTACHED)	COST	169,134.	193,708.	
TOTAL TO FORM 990-PF, PART II, LINE 13		169,134.	193,708.	

FORM 990-PF OTHER ASSETS STATEMENT 8

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
MISCELLANEOUS ASSETS	8,019.	2,230.	2,230.
TO FORM 990-PF, PART II, LINE 15	8,019.	2,230.	2,230.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10 STATEMENT 9

NAME OF CONTRIBUTOR	ADDRESS
2013 VBW CLAT 5:15	10885 NE 4TH STREET, SUITE 320 BELLEVUE, WA 98004
2013 VBW CLAT 10:10	10885 NE 4TH STREET, SUITE 320 BELLEVUE, WA 98004

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/13	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
Equity							
ABB LTD ADR EACH REPR 1 ORD CHF1.03 (SPON)	ABB CASH	2,000	\$26.56	\$53,120.00		\$36,152.20	\$16,967.80
Dividend Option Cash							
Capital Gain Option Cash							
ABBVIE INC COM USD0.01	ABBV CASH	500	\$52.81	\$26,405.00	\$800.00	\$22,359.95	\$4,045.05
Estimated Yield 3.03%							
Dividend Option Cash							
Capital Gain Option Cash							
Next Dividend Payable 02/14/14							
BP PLC ADR (GNV INTO 6 ORD USD0.25 SHS)	BP CASH	1,000	\$48.61	\$48,610.00	\$2,190.00	\$43,827.30	\$4,782.70
Estimated Yield 4.50%							
Dividend Option Cash							
Capital Gain Option Cash							

HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/13	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
COLUMBIA SPORTSWEAR CO Estimated Yield 1.27% Dividend Option Cash Capital Gain Option Cash	COLM CASH	750	\$78.75	\$59,062.50	\$750.00	\$43,836.98	\$15,225.52
CONNECTICUT LT & PWR CO \$ 2.09 PFD SER F CONTINUOUSLY CALLABLE Estimated Yield 4.57% Next Dividend Payable 02/01/14	CNPWM CASH	400	\$45.719	\$18,287.60	\$836.00	\$14,600.00	\$3,687.60
CONNECTICUT LT & PWR CO PFD SER 1963 4.50 CONTINUOUSLY CALLABLE FROM 03/02/1997 Estimated Yield 4.68% Next Dividend Payable 02/01/14	CNLHP CASH	400	\$48.031	\$19,212.40	\$900.00	\$14,700.00	\$4,512.40
EMERSON ELECTRIC CO Estimated Yield 2.45% Dividend Option Cash Capital Gain Option Cash	EMR CASH	1,000	\$70.18	\$70,180.00	\$1,720.00	\$45,821.90	\$24,358.10
FIRST NATL BK ALASKA Estimated Yield 2.85%	FBAK CASH	20	\$1,751.00	\$35,020.00	\$1,000.00	\$33,500.00	\$1,520.00
F5 NETWORKS INC Dividend Option Cash Capital Gain Option Cash	FFIV CASH	500	\$90.86	\$45,430.00		\$44,368.50	\$1,061.50
INTEL CORP Estimated Yield 3.46% Dividend Option Cash Capital Gain Option Cash	INTC CASH	2,500	\$25.955	\$64,887.50	\$2,250.00	\$53,733.95	\$11,153.55
JOHNSON & JOHNSON Estimated Yield 2.88% Dividend Option Cash Capital Gain Option Cash	JNJ CASH	500	\$91.59	\$45,795.00	\$1,320.00	\$29,688.95	\$16,096.05
KOHL'S CORP Estimated Yield 2.46% Dividend Option Cash Capital Gain Option Cash	KSS CASH	900	\$56.75	\$51,075.00	\$1,260.00	\$41,758.47	\$9,316.53

HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/13	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
MICROSOFT CORP	MSFT	1,000	\$37.41	\$37,410.00	\$1,120.00	\$24,430.00	\$12,980.00
Estimated Yield 2.99%	CASH						
Dividend Option Cash							
Capital Gain Option Cash							
Next Dividend Payable: 09/13/14							
MOSAIC CO NEW COM	MOS	500	\$47.27	\$23,635.00	\$500.00	\$37,605.40	(\$13,970.40)
Estimated Yield 2.11%	CASH						
Dividend Option Cash							
Capital Gain Option Cash							
NESTLE SA SPON ADR EACH REPR 1 COM	NSRGY	500	\$73.424	\$36,712.00	\$1,081.77	\$28,960.00	\$7,752.00
CHF0 10	CASH						
Estimated Yield 2.94%							
NSTAR ELEC CO PFD 4.25% CONTINUOUSLY CALLABLE	NSARP	200	\$94.30	\$18,860.00	\$850.00	\$16,200.00	\$2,660.00
Estimated Yield 4.50%	CASH						
Next Dividend Payable: 02/01/14							
PACIFIC GAS & ELEC CO REDM VTG 1ST PFD	PCGPRH	750	\$20.55	\$15,412.50	\$843.75	\$14,647.50	\$765.00
4.50%	CASH						
CONTINUOUSLY CALLABLE FROM 08/01/1996							
Estimated Yield 5.47%							
Next Dividend Payable: 02/15/14							
PARDEE RESOURCES CO INC	PDER	125	\$223.00	\$27,875.00	\$850.00	\$23,750.00	\$4,125.00
Estimated Yield 3.04%	CASH						
REPUBLIC SERVICES INC COM	RSR	1,000	\$33.20	\$33,200.00	\$1,040.00	\$28,227.50	\$4,972.50
Estimated Yield 3.13%	CASH						
Dividend Option Cash							
Capital Gain Option Cash							
Next Dividend Payable: 01/15/14							
ROYAL DUTCH SHELL ADR EA REP 2 CL B	RDSB	600	\$75.11	\$45,066.00	\$2,160.00	\$40,137.30	\$4,928.70
EUR0 07	CASH						
Estimated Yield 4.79%							
Dividend Option Cash							
Capital Gain Option Cash							

HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/13	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
SCHMITZER STL INDS	SCHN CASH	2,000	\$32.67	\$65,340.00	\$1,500.00	\$57,561.27	\$7,778.73
Estimated Yield 2.29%							
Dividend Option Cash							
Capital Gain Option Cash							
SOUTHERN CO	SO CASH	1,000	\$41.11	\$41,110.00	\$2,030.00	\$31,469.90	\$9,640.10
Estimated Yield 4.93%							
Dividend Option Cash							
Capital Gain Option Cash							
SYSCO CORP	SYV CASH	1,000	\$36.10	\$36,100.00	\$1,160.00	\$28,911.70	\$7,188.30
Estimated Yield 3.21%							
Dividend Option Cash							
Capital Gain Option Cash							
Next Dividend Payable 01/24/14							
TESLA MOTORS INC COM USD0.001	TSLA CASH	350	\$150.429	\$52,650.15		\$9,342.42	\$43,307.73
Dividend Option Cash							
Capital Gain Option Cash							
VODAFONE GROUP SPON ADR REP 10 ORD	VOD CASH	2,000	\$39.31	\$78,620.00	\$3,101.34	\$56,018.00	\$22,602.00
USD0.11428571							
Estimated Yield 3.94%							
Dividend Option Cash							
Capital Gain Option Cash							
WASHINGTON FEDERAL INC	WAFD CASH	1,500	\$23.29	\$34,935.00	\$600.00	\$24,203.70	\$10,731.30
Estimated Yield 1.71%							
Dividend Option Cash							
Capital Gain Option Cash							
Next Dividend Payable 01/17/14							
WILEY JOHN & SONS INC CL A COMMON	JWA CASH	1,000	\$55.20	\$55,200.00	\$1,000.00	\$40,190.00	\$15,010.00
Estimated Yield 1.81%							
Dividend Option Cash							
Capital Gain Option Cash							
Next Dividend Payable 01/14/14							
XYLEM INC COM USD0.01	XYL CASH	1,500	\$34.60	\$51,900.00	\$698.40	\$40,068.91	\$11,831.09
Estimated Yield 1.34%							
Dividend Option Cash							
Capital Gain Option Cash							

HOLDINGS > EQUITIES *continued*

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/13	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
Total Equity				\$1,191,110.65	\$31,561.26	\$926,081.80	\$265,028.85
Total Equities				\$1,191,110.65	\$31,561.26	\$926,081.80	\$265,028.85

HOLDINGS > FIXED INCOME - 47.13% of Total Account Value

For an explanation of fixed income pricing, please see the last page. Redemption schedule(s), bond rating(s), and other information are provided where available. If information does not appear regarding a particular investment, it is not available. "Ratings information from Standard & Poor's ("S&P") may not be reproduced. S&P credit ratings are statements of opinion and are not statements of fact or recommendations to purchase, hold, or sell securities, nor do they address the suitability of securities for investment purposes, and should not be relied on as investment advice. S&P does not guarantee the accuracy, completeness, timeliness or availability of any information, including ratings, and is not responsible for errors or omissions (negligent or otherwise). S&P gives no express or implied warranties, including but not limited to any warranties of merchantability or fitness for a particular purpose or use. S&P shall not be liable for any direct, indirect, incidental, exemplary, compensatory, punitive, special or consequential damages, costs, expenses, legal fees, or losses (including lost income or profits and opportunity costs) in connection with any use of ratings."

Accrued Interest - Represents interest accumulated since the last coupon date on certain fixed income securities which may not yet have been paid by the issuer or received by NFS. There is no guarantee that the accrued interest will be paid by the issuer.

Description	Symbol/Cusip Account Type	Quantity	Estimated Price on 12/31/13	Estimated Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
Corporate Bonds							
MICROSOFT CORP SR NT 2.95000% 06/01/2014	594918AB0	50,000	\$101.0488	\$50,524.40	\$1,475.00	\$50,937.50	
MOODY'S Aaa/S&P AAA	CASH						
CPN PMT SEMI-ANNUAL							
ON DEC 01, JUN 01							
Next Interest Payable: 06/01/14							
Accrued Interest							
Adjusted Cost Basis						\$50,089.79	\$434.61
YTD Amortized Premium							
	\$211.91						
CONNECTICUT LT & PWR CO 4.80000%	207597DR3	50,000	\$102.977	\$51,488.50	\$2,400.00	\$55,646.50	
09/15/2014 1STM REF BD	CASH						
MOODY'S A3/S&P A							
CPN PMT SEMI-ANNUAL							
ON MAR 15, SEP 15							
Next Interest Payable: 03/15/14							
CONTINUOUSLY CALLABLE							
SUBJECT TO MAKE WHOLE CALL							
Accrued Interest							
Adjusted Cost Basis						\$51,027.06	\$461.44
YTD Amortized Premium							
	\$1,434.08						

HOLDINGS > FIXED INCOME *continued*

Description	Symbol/Cusip Account Type	Quantity	Estimated Price on 12/31/13	Estimated Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
BURLINGTON NORTHN SANTA FE CP 4.87500% 01/15/2015 SR NT	12189TAW4 CASH	50,000	\$104.255	\$52,127.50	\$2,437.50	\$54,855.50	
MOODY'S A3 /S&P BBB+ CPN PMT SEMI-ANNUAL ON JUL 15, JAN 15 Next Interest Payable. 01/15/14 CONTINUOUSLY CALLABLE SUBJECT TO MAKE WHOLE CALL							
Accrued Interest \$1123.96 Adjusted Cost Basis						\$51,166.25	\$961.25
YTD Amortized Premium	\$1,093.81 E						
COMMONWEALTH EDISON CO 1M BD 4.700% 04/15/2015 MAKE WHOLE	202795HH6 CASH	50,000	\$105.029	\$52,514.50	\$2,350.00	\$55,814.50	
MOODY'S A3 /S&P A- CPN PMT SEMI-ANNUAL ON OCT 15, APR 15 Next Interest Payable. 04/15/14 CONTINUOUSLY CALLABLE SUBJECT TO MAKE WHOLE CALL							
Accrued Interest \$496.11 Adjusted Cost Basis						\$51,690.85	\$823.65
YTD Amortized Premium	\$1,282.51 E						
SOUTHERN CO SR NT-A 2.37500% 09/15/2015 MOODY'S Baa1 /S&P A- CPN PMT SEMI-ANNUAL ON MAR 15, SEP 15 Next Interest Payable. 03/15/14 CONTINUOUSLY CALLABLE SUBJECT TO MAKE WHOLE CALL	842587CG0 CASH	50,000	\$102.339	\$51,169.50	\$1,187.50	\$49,470.00	
Accrued Interest \$349.65 Adjusted Cost Basis						\$49,470.00	\$1,699.50
Unrealized Market Discount Income	\$116.34 Q						

HOLDINGS > FIXED INCOME *continued*

Description	Symbol/Cusip Account Type	Quantity	Estimated Price on 12/31/13	Estimated Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
SOUTHERN CALIF EDISON CO 5.000000%	842400EY5 CASH	50,000	\$108.254	\$54,127.00	\$2,500.00	\$56,967.50	
MOODY'S A1 /S&P A CPN PMT SEMI-ANNUAL ON JUL 15, JAN 15 Next Interest Payable: 01/15/14 CONTINUOUSLY CALLABLE SUBJECT TO MAKE WHOLE CALL							
Accrued Interest \$1152.78							
Adjusted Cost Basis						\$52,762.76	\$1,364.24
YTD Amortized Premium	\$1,310.50 E						
CATERPILLAR INC NOTES 5.700% 08/15/2016	149123BM2 CASH	50,000	\$111.489	\$55,744.50	\$2,850.00	\$55,601.50	
MAKE WHOLE							
MOODY'S A2 /S&P A CPN PMT SEMI-ANNUAL ON FEB 15, AUG 15 Next Interest Payable: 02/15/14 CONTINUOUSLY CALLABLE SUBJECT TO MAKE WHOLE CALL							
Accrued Interest \$1076.67							
Adjusted Cost Basis						\$52,335.76	\$3,408.74
YTD Amortized Premium	\$831.88 E						
COLGATE PALMOLIVE CO MTNS BE 5.200000%	19416QDH0 CASH	50,000	\$110.811	\$55,405.50	\$2,600.00	\$58,613.00	
11/07/2016 FR							
MOODY'S Aa3 /S&P AA- CPN PMT SEMI-ANNUAL ON MAY 07, NOV 07 Next Interest Payable 05/07/14 Accrued Interest \$390.00							
Adjusted Cost Basis						\$54,140.63	\$1,264.87
YTD Amortized Premium	\$1,393.36 E						

HOLDINGS > FIXED INCOME *continued*

Description	Symbol/Cusip Account Type	Quantity	Estimated Price on 12/31/13	Estimated Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
SHELL INTL.FIN.BV NOTE CALL MAKE WHOLE 5.200% 03/22/2017	822582AC6 CASH	50,000	\$111.706	\$55,853.00		\$57,446.50	(\$1,593.50)
MOODY'S Aa1 /S&P AA CPN PMT SEMI-ANNUAL ON SEP 22, MAR 22 Next Interest Payable: 03/22/14 CONTINUOUSLY CALLABLE SUBJECT TO MAKE WHOLE CALL							
VERIZON COMM INC NT 5.500% 04/01/2017 MAKE WHOLE	92343VAG9 CASH	25,000	\$112.7333	\$28,183.33	\$1,375.00	\$28,020.25	
MOODY'S Baa1 /S&P BBB+ CPN PMT SEMI-ANNUAL ON OCT 01, APR 01 Next Interest Payable 04/01/14 CONTINUOUSLY CALLABLE SUBJECT TO MAKE WHOLE CALL							
Accrued Interest \$343.75 Adjusted Cost Basis						\$26,703.19	\$1,480.14
YTD Amortized Premium	\$489.07 E						
MCDONALDS CORP MED TERM NT BE 5.800000% 10/15/2017 FR	58013MEB6 CASH	50,000	\$115.2921	\$57,646.05	\$2,900.00	\$55,263.50	
MOODY'S A2 /S&P A CPN PMT SEMI-ANNUAL ON APR 15, OCT 15 Next Interest Payable: 04/15/14 CONTINUOUSLY CALLABLE SUBJECT TO MAKE WHOLE CALL							
Accrued Interest \$612.22 Adjusted Cost Basis						\$52,722.85	\$4,923.20
YTD Amortized Premium	\$649.71 E						

HOLDINGS > FIXED INCOME *continued*

Description	Symbol/Cusip Account Type	Quantity	Estimated Price on 12/31/13	Estimated Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
BERKSHIRE HATHAWAY FIN CORP 5.40000% 05/15/2018 GTD SR NT MOODY'S Aa2/S&P AA CPN PMT SEMI-ANNUAL ON MAY 15, NOV 15 Next Interest Payable 05/15/14 CONTINUOUSLY CALLABLE SUBJECT TO MAKE WHOLE CALL Accrued Interest \$690.00 Adjusted Cost Basis YTD Amortized Premium \$1,796.39 E	084664BE0 CASH	100,000	\$115.023	\$115,023.00	\$5,400.00	\$113,812.00	\$6,718.81
ALABAMA POWER CO BONDS 5.125% 02/15/2019 MAKE WHOLE MOODY'S A2/S&P A CPN PMT SEMI-ANNUAL ON AUG 15, FEB 15 Next Interest Payable 02/15/14 SUBJECT TO MAKE WHOLE CALL Accrued Interest \$968.06 Adjusted Cost Basis YTD Amortized Premium \$707.84 E	010392EK0 CASH	50,000	\$111.584	\$55,792.00	\$2,562.50	\$56,266.00	
VODAFONE GROUP PLC NOTES 05.45000% 06/10/2019 MAKE WHOLE CASH MOODY'S A3/S&P A- CPN PMT SEMI-ANNUAL ON DEC 10, JUN 10 Next Interest Payable 06/10/14 CONTINUOUSLY CALLABLE SUBJECT TO MAKE WHOLE CALL YTD Amortized Premium \$707.84 E	92857WAS9 CASH	25,000	\$113.674	\$28,418.50		\$29,752.00	(\$1,333.50)
TOTAL CAPITAL GTD NT 4.45000% 06/24/2020 MOODY'S Aa1/S&P AA- CPN PMT SEMI-ANNUAL ON DEC 24, JUN 24 Next Interest Payable 06/24/14 CONTINUOUSLY CALLABLE SUBJECT TO MAKE WHOLE CALL	89152UAD4 CASH	50,000	\$108.931	\$54,465.50		\$57,892.00	(\$3,426.50)

HOLDINGS > FIXED INCOME *continued*

Description	Symbol/Cusip Account Type	Quantity	Estimated Price on 12/31/13	Estimated Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
COMMONWEALTH EDISON CRP 04.000000%	202795HV5 CASH	50,000	\$106,199	\$53,099.50	\$2,000.00	\$56,066.00	
MOODY'S A3 /S&P A- CPN PMT SEMI-ANNUAL ON FEB 01, AUG 01 Next Interest Payable. 02/01/14 SUBJECT TO MAKE WHOLE CALL							
Accrued Interest \$833.33							
Adjusted Cost Basis						\$55,351.95	D (\$2,252.45)
YTD Amortized Premium	\$714.04 E						
BURLINGTON NORTH SANTA FE 03.600000%	12189LAB7 CASH	25,000	\$101,444	\$25,361.00	\$900.00	\$26,905.15	
MOODY'S A3 /S&P BBB+ CPN PMT SEMI-ANNUAL ON MAR 01, SEP 01 Next Interest Payable 03/01/14 CONTINUOUSLY CALLABLE FROM 06/01/2020 CALLABLE ON 06/01/2020 @ 100.0000 SUBJECT TO MAKE WHOLE CALL							
Accrued Interest \$300.00							
Adjusted Cost Basis						\$26,609.06	D (\$1,248.06)
YTD Amortized Premium	\$218.82 E						
ALABAMA POWER CO NOTE 03.950000%	010392FE3 CASH	100,000	\$101,893	\$101,893.00	\$3,950.00	\$112,000.00	
MOODY'S A2 /S&P A CPN PMT SEMI-ANNUAL ON DEC 01, JUN 01 Next Interest Payable. 06/01/14 CONTINUOUSLY CALLABLE SUBJECT TO MAKE WHOLE CALL							
Accrued Interest \$329.17							
Adjusted Cost Basis						\$110,832.60	D (\$8,939.60)
YTD Amortized Premium	\$1,167.39 E						

HOLDINGS > FIXED INCOME *continued*

Description	Symbol/Cusip Account Type	Quantity	Estimated Price on 12/31/13	Estimated Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
UNION PAC CORP NT 4.16300% 07/15/2022	907818DK1 CASH	75,000	\$102.878	\$77,158.50	\$3,122.25	\$84,955.50	
MOODY'S Baa1/S&P A CPN PMT SEMI-ANNUAL ON JAN 15, JUL 15 Next Interest Payable: 01/15/14 CONTINUOUSLY CALLABLE FROM 04/15/2022 CALLABLE ON 04/15/2022 @ 100.0000 SUBJECT TO MAKE WHOLE CALL							
Accrued Interest \$1,439.70						\$84,059.28	(\$6,900.78)
Adjusted Cost Basis							
YTD Amortized Premium	\$896.21 E						
BP CAP MKTS P L C GTD NT 2.50000%	06565QCB2 CASH	100,000	\$91.048	\$91,048.00		\$98,039.00	(\$6,991.00)
MOODY'S A2/S&P A CPN PMT SEMI-ANNUAL ON MAY 06, NOV 06 Next Interest Payable: 05/06/14 CONTINUOUSLY CALLABLE SUBJECT TO MAKE WHOLE CALL							
SHELL INTERNATIONAL FIN 02.25000%	822582AV4 CASH	75,000	\$89.293	\$66,969.75		\$73,318.50	(\$6,348.75)
MOODY'S Aa1/S&P AA CPN PMT SEMI-ANNUAL ON JUL 06, JAN 06 Next Interest Payable: 01/06/14 SUBJECT TO MAKE WHOLE CALL							
STATOIL ASA NOTE 02.45000% 01/17/2023	85771PAG7 CASH	50,000	\$91.151	\$45,575.50		\$49,368.50	(\$3,793.00)
MOODY'S Aa2/S&P AA- CPN PMT SEMI-ANNUAL ON JUL 17, JAN 17 Next Interest Payable: 01/17/14 CONTINUOUSLY CALLABLE SUBJECT TO MAKE WHOLE CALL							

HOLDINGS > FIXED INCOME *continued*

Description	Symbol/Cusip Account Type	Quantity	Estimated Price on 12/31/13	Estimated Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
Total Corporate Bonds		1,225,000		\$1,279,588.03	\$40,009.75	\$1,297,106.81	(\$17,518.78)
Total Fixed Income		1,225,000		\$1,279,588.03	\$40,009.75	\$1,297,106.81	(\$17,518.78)
Total Securities				\$2,470,698.68	\$71,571.01	\$2,223,188.61	\$247,510.07

HOLDINGS > OTHER SECURITIES - 7.14% of Total Account Value

Description	Symbol/Cusip Account Type	Quantity	Price on 12/31/13	Current Market Value	Estimated Annual Income	Total Cost Basis	Unrealized Gain (Loss)
DIGITAL RLTY TR INC COM Estimated Yield 6.35% Next Dividend Payable: 01/15/14	DLR CASH	1,000	\$49.12	\$49,120.00	\$3,120.00	\$46,290.20	\$2,829.80
HEALTH CARE REIT INC Estimated Yield 5.71%	HON CASH	550	\$53.57	\$29,463.50	\$1,683.00	\$23,450.90	\$6,012.60
RAYONIER INC Estimated Yield 4.65%	RYN CASH	500	\$42.10	\$21,050.00	\$980.00	\$21,743.80	(\$693.80)
WASHINGTON REAL ESTATE INVMT TR MARYLAND Estimated Yield 5.13%	WRE CASH	2,000	\$23.36	\$46,720.00	\$2,400.00	\$53,751.00	(\$7,031.00)
WEYERHAEUSER CO COM Estimated Yield 2.78%	WY CASH	1,500	\$31.57	\$47,355.00	\$1,320.00	\$23,898.00	\$23,457.00
Total Other Securities				\$193,708.50	\$9,503.00	\$169,133.90	\$24,574.60