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SCANNED MAY 09 2014

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

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: THE EDWARD N AND MARGARET G MARSH FOUNDATION

A Employer identification number: 27-0974165

Number and street (or P O box number if mail is not delivered to street address): Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

Room/suite:

B Telephone number (see instructions): (888) 730-4933

City or town: Winston Salem State: NC ZIP code: 27101-3818

Foreign country name / Foreign province/state/county / Foreign postal code

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 4,465,662

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

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

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))*

	Line	Description	(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 (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	116,510	114,088		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	79,722			
	b	Gross sales price for all assets on line 6a 2,094,690				
	7	Capital gain net income (from Part IV, line 2)		79,722		
	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) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	196,232	193,810	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	60,289	45,216		15,073
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	600			600
	c	Other professional fees (attach schedule)	1,525			1,525
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	2,731	2,731		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	122	107		15
	24	**Total operating and administrative expenses.** Add lines 13 through 23	65,267	48,054	0	17,213
	25	Contributions, gifts, grants paid	195,000			195,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	260,267	48,054	0	212,213
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-64,035			
	b	**Net investment income** (if negative, enter -0-)		145,756		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing	1,736	11,873	11,873
2	Savings and temporary cash investments	27,989	187,700	187,700
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)			
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)	4,505,855	4,280,985	4,266,088
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)	4,535,580	4,480,558	4,465,661
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0	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	4,535,580	4,480,558	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	4,535,580	4,480,558	
31	**Total liabilities and net assets/fund balances** (see instructions)	4,535,580	4,480,558	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,535,580
2	Enter amount from Part I, line 27a	2	-64,035
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	16,796
4	Add lines 1, 2, and 3	4	4,488,341
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	7,783
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,480,558

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(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				0
b				0
c				0
d				0
e				0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				0
b				0
c				0
d				0
e				0

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	79,722
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	0

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	224,232	4,257,335	0 052670
2011	209,267	4,592,106	0.045571
2010	69,752	4,258,056	0 016381
2009	0	4,438,398	0 000000
2008			0 000000

2	**Total** of line 1, column (d)	2	0 114622
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 028656
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,301,315
5	Multiply line 4 by line 3	5	123,258
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,458
7	Add lines 5 and 6	7	124,716
8	Enter qualifying distributions from Part XII, line 4	8	212,213

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 ▶ ☐ 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 ▶ ☒ and enter 1% of Part I, line 27b	1	1,458
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	1,458
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	1,458
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 722		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	722
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	736
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		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?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
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*	8b	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 ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933

Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818

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

			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.			
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? ☐ 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		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b	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** 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? **7b** N/A

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
Wells Fargo Bank N A Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, I	TRUSTEE 4 00	60,289		

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 ▶		

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	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	4,241,622
b	Average of monthly cash balances	1b	125,195
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	4,366,817
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,366,817
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	65,502
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,301,315
6	**Minimum investment return.** Enter 5% of line 5	6	215,066

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	215,066
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,458		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,458
3	Distributable amount before adjustments Subtract line 2c from line 1			3	213,608
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	213,608
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	213,608

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	212,213
b	Program-related investments—total from Part IX-B	1b	
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	212,213
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	1,458
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	210,755

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				213,608
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only			194,694	
b	Total for prior years. 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2013				
a	From 2008				
b	From 2009				
c	From 2010				
d	From 2011				
e	From 2012				
f	**Total** of lines 3a through e	0			
4	Qualifying distributions for 2013 from Part XII, line 4. ▶ $ 212,213				
a	Applied to 2012, but not more than line 2a			194,694	
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2013 distributable amount				17,519
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b	Prior years' undistributed income Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
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				196,089
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2009				
b	Excess from 2010				
c	Excess from 2011				
d	Excess from 2012				
e	Excess from 2013				

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

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

b Check box to indicate whether the 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
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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 address of the person to whom applications should be addressed

LINDA JEX PO BOX 9502 LAS VEGAS, NV 89102

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

LETTER STATING PURPOSE OF GRANT REQUEST AND EXEMPT STATUS OF ORGANIZATION

c Any submission deadlines

JUNE 30TH

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

SPECIAL ATTENTION WILL BE GIVEN TO MEDICAL RESEARCH IN THE EL PASO COUNTY AREA

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 Attached Statement				
Total			▶ **3a**	195,000
b *Approved for future payment* NONE				
Total			▶ **3b**	0

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					
4 Dividends and interest from securities			14	116,510	
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	79,722	
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)		0		196,232	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 196,232

(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)
	Not Applicable

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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		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
		Not Applicable	

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

▶ John N Schmitz SVP Wells Fargo Bank N A | 4/24/2014 | ▶ SVP Wells Fargo Bank N A

Signature of officer or trustee | Date | 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	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J CASTRIANO		4/24/2014		P01251603
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no 412-355-6000	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name					
CANCER RESEARCH INSTITUTE, INC					
Street					
55 BROADWAY, SUITE 1802					
City		**State**	**Zip Code**	**Foreign Country**	
NEW YORK		NY	10006		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					35,000

Name					
UNIVERSITY MEDICAL CENTER FOUNDATION OF EL PASO					
Street					
1400 HARDAWAY, S 220					
City		**State**	**Zip Code**	**Foreign Country**	
EL PASO		TX	79903		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					50,000

Name					
UNIVERSITY OF TEXAS FOUNDATION					
Street					
PAUL J YOUNGDALE JR PO BOX 250					
City		**State**	**Zip Code**	**Foreign Country**	
AUSTIN		TX	78767-0250		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					100,000

Name					
AUDIO INFORMATION NETWORK OF COLORADO INC					
Street					
1700 55TH STREET STE A					
City		**State**	**Zip Code**	**Foreign Country**	
BOULDER		CO	80301-2702		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					10,000

Name					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**				
Purpose of grant/contribution					**Amount**

Name					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**				
Purpose of grant/contribution					**Amount**

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount		Totals	Gross Sales	Cost Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions	12,728		Capital Gains/Losses	2,094,690	2,014,968	79,722
Short Term CG Distributions			Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	MONSTER BEVERAGE CORP	611740101			1/22/2013		7/17/2013	1,654	1,287				0	367
2	X	MORGAN STANLEY 6 000%	61747YCF0			2/24/2011		2/13/2013	1,057	1,095				0	-38
3	X	MORGAN STANLEY 6 000%	61747YCF0			2/24/2011		7/1/2013	21,830	22,986				0	-1,156
4	X	NATIONAL OILWELL INC COM	637071101			7/5/2013		7/17/2013	3,425	3,356				0	69
5	X	NATIONAL OILWELL INC COM	637071101			7/5/2013		10/14/2013	553	500				0	53
6	X	ASG GLOBAL ALTERNATIVES	63872T885			7/22/2013		10/14/2013	876	878				0	-2
7	X	NESTLE S A REGISTERED SH	641069406			2/13/2013		7/17/2013	2,517	2,599				0	-82
8	X	NESTLE S A REGISTERED SH	641069406			2/22/2011		7/17/2013	952	781				0	171
9	X	NESTLE S A REGISTERED SH	641069406			2/22/2011		10/14/2013	680	558				0	122
10	X	NOVARTIS AG - ADR	66987V109			2/22/2011		1/29/2013	7,948	6,870				0	1,278
11	X	ORACLE CORPORATION	68389X105			2/13/2013		7/17/2013	2,182	2 377				0	-195
12	X	ORACLE CORPORATION	68389X105			2/22/2011		7/17/2013	963	985				0	-22
13	X	ORACLE CORPORATION	68389X105			2/22/2011		10/14/2013	528	525				0	3
14	X	PIMCO FOREIGN BD FD USD	693390882			11/10/2011		2/13/2013	11,869	11,846				0	23
15	X	PEPSICO INC 2 500% 5/	713448BT4			7/26/2012		2/13/2013	2,103	2,120				0	17
16	X	PEPSICO INC 2 500% 5/	713448BT4			7/26/2012		7/17/2013	1,043	1,060				0	17
17	X	PEPSICO INC 2 500% 5/	713448BT4			6/27/2012		7/17/2013	1,043	1 052				0	-9
18	X	RIDGEWORTH SEIX HY BD-I #	76628T645			2/22/2011		2/13/2013	47,124	46,616				0	508
19	X	SPDR DJ WILSHIRE INTERNA	78463X863			5/12/2011		2/13/2013	11,129	10,711				0	418
20	X	SPDR DJ WILSHIRE INTERNA	78463X863			7/17/2013		10/14/2013	9,850	9,483				0	367
21	X	SPDR DJ WILSHIRE INTERNA	78463X863			5/12/2011		10/14/2013	4,882	4,573				0	309
22	X	SCHLUMBERGER LTD	806857108			2/22/2011		7/17/2013	3 998	4,776				0	-778
23	X	SCHLUMBERGER LTD	806857108			2/22/2011		10/14/2013	1,162	1,194				0	-32
24	X	THERMO FISHER SCIENTIFIC	883556102			8/15/2008		7/3/2013	766	563				0	203
25	X	THERMO FISHER SCIENTIFIC	883556102			8/15/2008		7/17/2013	3,774	2 692				0	1,082
26	X	THERMO FISHER SCIENTIFIC	883556102			2/22/2011		8/30/2013	1,773	1,130				0	643
27	X	THERMO FISHER SCIENTIFIC	883556102			4/12/2011		8/30/2013	798	503				0	295
28	X	TJX COS INC NEW	872540109			2/13/2013		7/17/2013	2 723	2,351				0	372
29	X	TJX COS INC NEW	872540109			6/30/2011		7/17/2013	1 309	664				0	645
30	X	TJX COS INC NEW	872540109			6/30/2011		10/14/2013	390	186				0	204
31	X	TARGET CORP	87612E106			2/13/2013		7/17/2013	2,668	2,322				0	346
32	X	TARGET CORP	87612E106			9/18/2003		7/17/2013	1,875	1,035				0	840
33	X	TARGET CORP	87612E106			8/30/2013		10/14/2013	695	696				0	-1
34	X	TEVA PHARMACEUTICAL IND	881624209			2/22/2011		7/17/2013	2,089	2,715				0	-626
35	X	TEVA PHARMACEUTICAL IND	881624209			2/22/2011		8/19/2013	3,752	4 815				0	-1 063
36	X	TEVA PHARMACEUTICAL IND	881624209			4/12/2011		8/19/2013	3,233	3,977				0	744
37	X	TEVA PHARMACEUTICAL IND	881624209			2/13/2013		8/19/2013	1,158	1,127				0	31
38	X	THERMO FISHER SCIENTIFIC	883556102			2/13/2013		7/3/2013	2,552	2,252				0	300
39	X	THERMO FISHER SCIENTIFIC	883556102			4/12/2011		10/14/2013	550	335				0	215
40	X	3M CO	88579Y101			2/13/2013		7/17/2013	1,723	1,542				0	181
41	X	3M CO	88579Y101			2/22/2011		7/17/2013	2,182	1,753				0	429
42	X	3M CO	88579Y101			2/22/2011		10/14/2013	601	461				0	140
43	X	TOTAL S A - ADR	89151E109			2/13/2013		7/17/2013	1,746	1,766				0	20
44	X	TOTAL S A - ADR	89151E109			7/5/2012		7/17/2013	975	858				0	117
45	X	TOTAL S A - ADR	89151E109			7/5/2012		10/14/2013	768	587				0	181
46	X	US BANCORP DEL NEW	902973304			2/13/2013		7/17/2013	2,427	2,246				0	181
47	X	US BANCORP DEL NEW	902973304			2/22/2011		7/17/2013	1,287	973				0	314
48	X	US BANCORP DEL NEW	902973304			2/22/2011		10/14/2013	1,109	834				0	275
49	X	UNION PACIFIC CORP	907818108			2/13/2013		7/3/2013	3,875	3,378				0	497
50	X	UNION PACIFIC CORP	907818108			11/16/2009		7/3/2013	2,790	1,168				0	1,622
51	X	UNION PACIFIC CORP	907818108			11/16/2009		7/17/2013	4,832	1,947				0	2,885
52	X	UNION PACIFIC CORP	907818108			11/16/2009		10/14/2013	1,409	584				0	825
53	X	UNITED PARCEL SERVICE-CL	911312106			2/13/2013		7/17/2013	1,987	1,900				0	87
54	X	UNITED PARCEL SERVICE-CL	911312106			8/12/2011		7/17/2013	1,209	913				0	296
55	X	UNITED PARCEL SERVICE CL	911312106			8/12/2011		10/14/2013	451	326				0	125
56	X	US TREASURY NOTE 3 500%	912828HR4			3/13/2013		7/17/2013	7,725	7,888				0	163
57	X	US TREASURY NOTE 1 875%	912828KF6			9/28/2011		2/13/2013	4,070	4 145				0	-75
58	X	US TREASURY NOTE 1 875%	912828KF6			9/28/2011		3/13/2013	43,702	44,562				0	-860
59	X	US TREASURY NOTE 1 875%	912828KF6			7/26/2012		3/13/2013	4,065	4,105				0	-40
60	X	US TREASURY NOTE 3 250%	912828KW9			7/26/2012		2/13/2013	3,271	3,324				0	53
61	X	US TREASURY NOTE 3 250%	912828KW9			6/16/2011		2/13/2013	1,090	1,083				0	7
62	X	US TREASURY NOTE 3 250%	912828KW9			6/16/2011		7/17/2013	5,384	5,414				0	30
63	X	US TREASURY NOTE 3 000%	912828MS6			7/26/2012		2/13/2013	8,742	8 894				0	-152
64	X	US TREASURY NOTE 3 000%	912828MS6			7/26/2012		7/17/2013	4,308	4,447				0	-139
65	X	US TREASURY NOTE 2 125%	912828NF3			7/26/2012		2/13/2013	3,124	3,156				0	-32
66	X	US TREASURY NOTE 2 125%	912828NF3			2/24/2011		7/17/2013	4,136	4,051				0	85
67	X	US TREASURY NOTE 2 250%	912828PK0			12/19/2012		2/13/2013	2,133	2,147				0	-14
68	X	UNITED TECHNOLOGIES 1 80	913017BU2			7/26/2012		2/13/2013	2 044	2,073				0	-29

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount		Totals	Gross Sales	Cost Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions	12,728		Capital Gains/Losses	2,094,690	2,014,968	79,722
Short Term CG Distributions			Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
69	X	UNITED TECHNOLOGIES 1 8(	913017BU2			7/26/2012		7/17/2013	1,014	1,037				0	-23
70	X	UNITED TECHNOLOGIES 1 8(	913017BU2			6/27/2012		7/17/2013	1,014	1,021				0	7
71	X	AFLAC INC	001055102			2/22/2011		7/17/2013	3,735	3,654				0	81
72	X	AFLAC INC	001055102			2/22/2011		10/14/2013	446	406				0	40
73	X	AQR MANAGED FUTURES ST	00203H859			7/22/2013		10/14/2013	42,650	43,120				0	-470
74	X	AT&T INC 2 950% 5/15/	00206RAW2			7/26/2012		2/13/2013	2,119	2,151				0	-32
75	X	UNITEDHEALTH GROUP INC	91324P102			4/4/2013		7/17/2013	3,357	3,111				0	246
76	X	UNITEDHEALTH GROUP INC	91324P102			2/13/2013		7/17/2013	1,209	1,024				0	185
77	X	UNITEDHEALTH GROUP INC	91324P102			2/13/2013		10/14/2013	1,256	967				0	289
78	X	VANGUARD FTSE DEVELOPE	921943858			2/13/2013		7/17/2013	19,403	18,934				0	469
79	X	VANGUARD FTSE DEVELOPE	921943858			2/13/2013		10/14/2013	48,995	44,790				0	4,205
80	X	VANGUARD FTSE EMERGING	922042858			2/22/2011		10/14/2013	74,468	80,336				0	-5,868
81	X	VANGUARD REIT VIPER	922908553			2/22/2011		2/13/2013	625	511				0	114
82	X	VODAFONE GROUP PLC NEW	92857W209			2/22/2011		1/9/2013	7,364	8,040				0	676
83	X	WALGREEN CO 1 800%	931422AJ8			3/13/2013		7/17/2013	1 995	2 025				0	-30
84	X	EATON CORP PLC	G29183103			2/13/2013		7/17/2013	536	484				0	52
85	X	EATON CORP PLC	G29183103			2/13/2013		10/14/2013	68	60				0	8
86	X	EATON CORP PLC	G29183103			12/3/2012		10/14/2013	751	566				0	185
87	X	AT&T INC 2 950% 5/15/	00206RAW2			9/28/2011		7/17/2013	2,100	2,065				0	35
88	X	AFFILIATED MANAGERS GRO	008252108			2/13/2013		2/25/2013	3,174	3,208				0	-34
89	X	AFFILIATED MANAGERS GRO	008252108			2/22/2011		2/25/2013	2,886	2,169				0	717
90	X	AFFILIATED MANAGERS GRO	008252108			2/22/2011		7/17/2013	4,018	2,494				0	1,524
91	X	AFFILIATED MANAGERS GRO	008252108			2/22/2011		10/14/2013	933	542				0	391
92	X	AMER EXPRESS CREDIT 5 12	0258M0CZ0			7/26/2012		2/13/2013	2,130	2,176				0	-46
93	X	AMER EXPRESS CREDIT 5 12	0258M0CZ0			2/24/2011		7/17/2013	2,092	2,162				0	-70
94	X	APPLE INC	037833100			2/13/2013		7/17/2013	3,435	3,748				0	-313
95	X	APPLE INC	037833100			1/29/2013		7/17/2013	3,435	3 674				0	-239
96	X	BP CAPITAL MARKETS 1 375	05565QCE8			7/1/2013		7/17/2013	1,952	1,933				0	19
97	X	BANK OF AMERICA CORP 5 1	060505AU8			2/24/2011		2/13/2013	2,129	2,135				0	6
98	X	AMER EXPRESS CREDIT 5 12	0258M0CZ0			2/24/2011		11/22/2013	15,526	16,215				0	689
99	X	AMGEN INC 4 850% 11/	031162AJ9			2/24/2011		2/13/2013	2 141	2,192				0	-51
100	X	AMGEN INC 4 850% 11/	031162AJ9			2/24/2011		7/17/2013	2,111	2,192				0	-81
101	X	ANHEUSER-BUSCH INBEV SP	03524A108			2/13/2013		7/17/2013	2 290	2,206				0	84
102	X	ANHEUSER-BUSCH INBEV SP	03524A108			9/2/2011		7/17/2013	1,099	653				0	446
103	X	ANHEUSER BUSCH INBEV SP	03524A108			9/2/2011		10/14/2013	782	435				0	347
104	X	APACHE CORP	037411105			2/22/2011		7/17/2013	3,609	5,173				0	1,564
105	X	APACHE CORP	037411105			2/22/2011		10/14/2013	176	235				0	59
106	X	APACHE CORP	037411105			2/7/2012		10/14/2013	528	618				0	-90
107	X	BANK OF AMERICA CORP 5 1	060505AU8			2/24/2011		7/17/2013	2,099	2,135				0	36
108	X	BANK OF AMERICA CORP 5 1	060505AU8			2/24/2011		8/14/2013	16,976	17,080				0	-104
109	X	BANK OF AMERICA CORP 5 1	060505AU8			7/26/2012		8/14/2013	3,183	3,179				0	4
110	X	BANK OF MONTREAL 2 500	06366QW86			7/1/2013		7/17/2013	1,035	1,032				0	3
111	X	BAXTER INTL INC	071813109			8/19/2013		10/14/2013	395	429				0	-34
112	X	BERKSHIRE HATHAWAY INC	084670702			2/13/2013		7/17/2013	4,010	3,331				0	679
113	X	BERKSHIRE HATHAWAY INC	084670702			2/22/2011		7/17/2013	2,241	1,590				0	651
114	X	BERKSHIRE HATHAWAY INC	084670702			2/22/2011		10/14/2013	1,376	1,004				0	372
115	X	BHP BILLITON LIMITED - ADR	088606108			4/12/2011		7/17/2013	1,088	1,722				0	-634
116	X	BHP BILLITON LIMITED - ADR	088606108			2/22/2011		7/17/2013	832	1,201				0	-369
117	X	BHP BILLITON LIMITED - ADR	088606108			2/22/2011		10/14/2013	603	831				0	-228
118	X	BOEING CO	097023105			2/13/2013		7/17/2013	1,672	1,199				0	473
119	X	BOEING CO	097023105			3/18/2011		7/17/2013	1,568	1,040				0	528
120	X	BOEING CO	097023105			3/18/2011		10/14/2013	824	485				0	339
121	X	CME GROUP INC	12572Q105			2/13/2013		7/17/2013	2,519	1,877				0	642
122	X	CME GROUP INC	12572Q105			6/7/2012		7/17/2013	1,603	1,143				0	460
123	X	CME GROUP INC	12572Q105			6/7/2012		10/14/2013	742	544				0	198
124	X	CVS/CAREMARK CORPORATI	126650100			2/13/2013		7/17/2013	2 681	2 241				0	440
125	X	CVS/CAREMARK CORPORATI	126650100			6/10/2004		7/17/2013	1,097	381				0	716
126	X	CVS/CAREMARK CORPORATI	126650100			6/10/2004		10/14/2013	1,065	381				0	684
127	X	CAPITAL ONE FINANCIAL COI	14040H105			2/13/2013		7/17/2013	2,465	2,051				0	414
128	X	CAPITAL ONE FINANCIAL COI	14040H105			2/22/2011		7/17/2013	1,132	871				0	261
129	X	CAPITAL ONE FINANCIAL COI	14040H105			2/22/2011		10/14/2013	1,004	717				0	287
130	X	CELANESE CORP	150870103			2/13/2013		7/17/2013	1,468	1,566				0	[illegible]
131	X	CELANESE CORP	150870103			6/13/2011		7/17/2013	898	879				0	19
132	X	CELANESE CORP	150870103			6/13/2011		10/14/2013	369	324					45
133	X	CHEVRON CORP	166764100			2/13/2013		7/3/2013	2,976	2,877					[illegible]
134	X	CHEVRON CORP	166764100			9/18/2003		7/3/2013	3,571	1,084					[illegible]
135	X	CHEVRON CORP	166764100			9/18/2003		7/17/2013	3,388	978				[illegible]	2 390
136	X	CISCO SYSTEMS INC	17275R102			9/18/2003		7/17/2013	5,763	4,787				[illegible]	975

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount		Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions	12,728		Capital Gains/Losses	2,094,690	2,014,968	79,722
Short Term CG Distributions			Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
137	X	CISCO SYSTEMS INC	17275R102			9/18/2003		10/14/2013	278	256				0	22
138	X	CISCO SYSTEMS INC	17275R102			2/13/2013		10/14/2013	557	505				0	52
139	X	COACH INC	189754104			1/9/2013		7/17/2013	3,260	3,267				0	7
140	X	COACH INC	189754104			1/9/2013		10/14/2013	1,079	1,167				0	88
141	X	COMCAST CORP CLASS A	20030N101			2/13/2013		7/17/2013	2 861	2,682				0	179
142	X	COMCAST CORP CLASS A	20030N101			2/22/2011		7/17/2013	1,717	985				0	732
143	X	COMCAST CORP CLASS A	20030N101			2/22/2011		10/14/2013	1 194	656				0	538
144	X	COMCAST CORP 5 300%	20030NAE1			2/24/2011		3/13/2013	17,670	18,552				0	882
145	X	CONOCOPHILLIPS 4 600%	20825CAT1			7/26/2012		2/13/2013	2,151	2,197				0	-46
146	X	CONOCOPHILLIPS 4 600%	20825CAT1			3/21/2011		7/17/2013	2,122	2,194				0	-72
147	X	CREDIT SUISSE COMM RET S	22544R305			2/22/2011		10/14/2013	41,003	52,004				0	11,001
148	X	DIAGEO PLC - ADR	25243Q205			2/13/2013		7/17/2013	2,317	2,252				0	65
149	X	DIAGEO PLC - ADR	25243Q205			2/22/2011		7/17/2013	976	618				0	358
150	X	DIAMOND HILL LONG-SHORT	25264S833			9/27/2012		2/13/2013	7,714	7,172				0	542
151	X	DIAMOND HILL LONG SHORT	25264S833			9/27/2012		7/17/2013	19,251	16,723				0	2 528
152	X	DIAMOND HILL LONG SHORT	25264S833			2/22/2011		7/17/2013	13,795	11,013				0	2,782
153	X	DIAMOND HILL LONG SHORT	25264S833			2/22/2011		10/14/2013	1,794	1,403				0	391
154	X	DIRECTV HLDG/FIN INC 3 500	25459HAY1			7/26/2012		2/13/2013	2,115	2,135				0	-20
155	X	DIRECTV HLDG/FIN INC 3 500	25459HAY1			9/28/2011		7/17/2013	2,098	2,071				0	27
156	X	WALT DISNEY CO	254687106			2/13/2013		7/17/2013	3,525	2,960				0	565
157	X	WALT DISNEY CO	254687106			2/22/2011		7/17/2013	2,089	1,365				0	724
158	X	WALT DISNEY CO	254687106			2/22/2011		10/14/2013	929	597				0	332
159	X	DOW CHEMICAL CO/THE 5 90	260543CA9			7/26/2012		2/13/2013	2,198	2,238				0	-40
160	X	DOW CHEMICAL CO/THE 5 90	260543CA9			9/28/2011		6/24/2013	18,421	18,768				0	-347
161	X	DREYFUS EMG MKT DEBT LO	261980494			5/12/2011		2/13/2013	35,406	34,360				0	1,046
162	X	DREYFUS EMG MKT DEBT LO	261980494			5/12/2011		10/14/2013	62,078	65,640				0	-3,562
163	X	DREYFUS EMG MKT DEBT LO	261980494			9/27/2012		10/14/2013	4,485	4 692				0	207
164	X	DUKE ENERGY CORP 6 300	264399EQ5			3/17/2011		2/13/2013	2,104	2,248				0	-144
165	X	DUKE ENERGY CORP 6 300	264399EQ5			3/17/2011		3/13/2013	15,742	16,863				0	-1,121
166	X	DUKE ENERGY CORP 6 300	264399EQ5			7/26/2012		3/13/2013	2,099	2,166				0	-67
167	X	E M C CORP MASS	268648102			2/22/2011		7/17/2013	2,691	2,808				0	117
168	X	E M C CORP MASS	268648102			2/22/2011		10/14/2013	604	636				0	32
169	X	ECOLAB INC 3 000% 12/	278865AK6			6/25/2013		7/17/2013	2 098	2,081				0	17
170	X	FED FARM CREDIT BK 3 000	31331GL80			7/26/2012		2/13/2013	4,175	4,229				0	-54
171	X	FED FARM CREDIT BK 3 000	31331GL80			2/24/2011		7/17/2013	5,164	5,228				0	-64
172	X	FED FARM CREDIT BK 3 000	31331GL80			2/24/2011		11/22/2013	42,979	43,919				0	-940
173	X	FED NATL MTG ASSN 4 375	31359MZC0			7/26/2012		2/13/2013	3,312	3,376				0	-64
174	X	FED NATL MTG ASSN 4 375	31359MZC0			2/24/2011		7/17/2013	2,175	2,185				0	-10
175	X	FED NATL MTG ASSN 2 375	3135G0BA0			2/28/2012		2/13/2013	4,230	4,250				0	-20
176	X	FED NATL MTG ASSN 2 375	3135G0BA0			2/28/2012		7/17/2013	2,097	2,125				0	-28
177	X	FED HOME LN MTG CORP 2 0	3137EACW7			7/26/2012		2/13/2013	4,193	4,220				0	27
178	X	FED HOME LN MTG CORP 2 0	3137EACW7			12/22/2011		2/13/2013	1,048	1,037				0	11
179	X	FED HOME LN MTG CORP 2 0	3137EACW7			12/22/2011		7/17/2013	4 155	4,147				0	8
180	X	FED NATL MTG ASSN 2 375	31398AU34			7/26/2012		2/13/2013	3,146	3,177				0	-31
181	X	FED NATL MTG ASSN 2 375	31398AU34			2/24/2011		7/17/2013	2,081	2 022				0	59
182	X	GATEWAY FUND - Y #1986	367829884			9/27/2012		7/17/2013	110,566	108,325				0	2 241
183	X	GATEWAY FUND - Y #1986	367829884			2/19/2013		7/17/2013	47,567	47,110				0	457
184	X	GENERAL ELEC CAP COR 5 0	36962GU69			7/26/2012		2/13/2013	2,224	2,225				0	1
185	X	GENERAL ELEC CAP COR 5 0	36962GU69			6/16/2011		2/13/2013	1,112	1,102				0	10
186	X	GENERAL ELEC CAP COR 5 0	36962GU69			6/16/2011		7/17/2013	2 184	2,205				0	21
187	X	GILEAD SCIENCES INC	375558103			2/13/2013		4/4/2013	2,439	2,104				0	335
188	X	GILEAD SCIENCES INC	375558103			12/8/2011		4/4/2013	622	254				0	368
189	X	GILEAD SCIENCES INC	375558103			12/8/2011		7/17/2013	3 890	1,328				0	2,562
190	X	GILEAD SCIENCES INC	375558103			12/8/2011		10/14/2013	1 181	371				0	810
191	X	GILEAD SCIENCES INC	375558103			12/8/2011		12/13/2013	2,627	722				0	1 905
192	X	GOLDMAN SACHS GROUP IN	38141G104			2/13/2013		7/17/2013	2 080	2 005				0	75
193	X	GOLDMAN SACHS GROUP IN	38141G104			7/11/2011		7/17/2013	800	663				0	137
194	X	GOLDMAN SACHS GROUP IN	38141G104			7/11/2011		10/14/2013	792	663				0	129
195	X	GOLDMAN SACHS GROUP 5	38141GEA8			2/24/2011		2/13/2013	2,145	2,153				0	-8
196	X	GOLDMAN SACHS GROUP 5	38141GEA8			2/24/2011		7/17/2013	2 112	2,153				0	-41
197	X	GOOGLE INC	38259P508			8/30/2012		10/14/2013	2 610	2,051				0	559
198	X	GOOGLE INC	38259P508			6/7/2012		10/14/2013	1,740	1,175				0	565
199	X	HSBC - ADR	404280406			2/25/2013		7/17/2013	3,508	3,438				0	70
200	X	HSBC - ADR	404280406			2/25/2013		10/14/2013	498	491				0	7
201	X	HOME DEPOT INC 5 250%	437076AR3			2/24/2011		3/13/2013	15,537	16 472				0	-935
202	X	HOME DEPOT INC 5 250%	437076AR3			6/2/2011		3/13/2013	2 072	2,190				0	-118
203	X	HUSSMAN STRATEGIC GROW	448108100			2/22/2011		2/13/2013	43,051	50,157				0	-7,106
204	X	HUSSMAN STRATEGIC GROW	448108100			7/6/2012		2/13/2013	32,953	36,452				0	3,499

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount		Totals	Gross Sales	Cost Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions	12,728		Capital Gains/Losses	2,094,690	2,014,968	79,722
Short Term CG Distributions			Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
205	X	INTEL CORP	458140100			2/22/2011		6/18/2013	10,326	8,875				0	1,451
206	X	INTEL CORP	458140100			2/13/2013		6/18/2013	2,136	1,781				0	355
207	X	INTERNATIONAL BUSINESS M	459200101			6/18/2013		7/17/2013	3,115	3,286				0	-171
208	X	IBM CORP 1 950% 7/2	459200GX3			7/26/2012		2/13/2013	3,109	3,136				0	27
209	X	IBM CORP 1 950% 7/2	459200GX3			6/27/2012		7/17/2013	2,062	2,070				0	8
210	X	ISHARES CORE S & P 500 ETF	464287200			2/22/2011		2/13/2013	10,388	9,011				0	1,377
211	X	ISHARES CORE S & P 500 ETF	464287200			2/22/2011		7/17/2013	92,104	72 224				0	19,880
212	X	ISHARES CORE S & P 500 ETF	464287200			2/22/2011		10/14/2013	3,576	2 783				0	793
213	X	ISHARES MSCI EAFE	464287465			6/10/2004		2/13/2013	23,566	18,813				0	4 753
214	X	ISHARES MSCI EAFE	464287465			6/10/2004		2/13/2013	32,403	25,868				0	6,535
215	X	ISHARES MSCI EAFE	464287465			2/22/2011		2/13/2013	389,775	399,673				0	9,898
216	X	ISHARES MSCI EAFE	464287465			7/3/2012		2/13/2013	16,142	13,804				0	2,338
217	X	ISHARES S&P MID-CAP 400 G	464287606			7/17/2013		10/14/2013	14,672	14,236				0	436
218	X	ISHARES S&P MIDCAP 400 VA	464287705			9/25/2012		2/13/2013	775	696				0	79
219	X	ISHARES S&P MIDCAP 400 VA	464287705			2/22/2011		2/13/2013	1 259	1 100				0	159
220	X	ISHARES S&P MIDCAP 400 VA	464287705			2/22/2011		7/17/2013	6,188	4,907				0	1,281
221	X	ISHARES S&P MID-CAP 400 V	464287705			2/22/2011		10/14/2013	7,674	5 923				0	1,751
222	X	ISHARES CORE S&P SMALL-C	464287804			2/22/2011		2/13/2013	96,936	81,864				0	15 072
223	X	ISHARES CORE S&P SMALL-C	464287804			7/17/2013		10/14/2013	1 712	1,637				0	75
224	X	ISHARES CORE S&P SMALL-C	464287804			2/22/2011		10/14/2013	15 102	10,687				0	4 415
225	X	JPMORGAN CHASE & CO	46625H100			2/13/2013		7/17/2013	3 084	2,741				0	343
226	X	JPMORGAN CHASE & CO	46625H100			9/18/2003		7/17/2013	2,038	1,308				0	730
227	X	JPMORGAN CHASE & CO	46625H100			9/18/2003		10/14/2013	1,353	919				0	434
228	X	JPMORGAN CHASE & CO 3 4	46625HHR4			7/26/2012		2/13/2013	2,111	2,105				0	6
229	X	JPMORGAN CHASE & CO 3 4	46625HHR4			2/24/2011		7/17/2013	2,087	2,028				0	59
230	X	JOHNSON CONTROLS INC	478366107			3/16/2011		7/17/2013	4,808	5,138				0	-330
231	X	JOHNSON CONTROLS INC	478366107			3/16/2011		10/14/2013	1,215	1 155				0	60
232	X	JOHNSON CONTROLS INC	478366107			3/16/2011		11/14/2013	638	518				0	120
233	X	JOHNSON CONTROLS INC	478366107			3/12/2012		11/14/2013	4,563	2,957				0	1,606
234	X	KELLOGG CO 4 450% 5	487836BB3			6/27/2012		7/17/2013	2,183	2,226				0	-43
235	X	LAUDUS MONDRIAN INTL FI-I	51855Q655			7/15/2010		2/13/2013	9 712	9,896				0	-184
236	X	MCKESSON CORP	58155Q103			2/13/2013		7/17/2013	3,541	3,153				0	388
237	X	MCKESSON CORP	58155Q103			2/13/2013		10/14/2013	959	736				0	223
238	X	MCKESSON CORP	58155Q103			2/13/2013		12/13/2013	1,098	736				0	362
239	X	MCKESSON CORP	58155Q103			11/7/2012		12/13/2013	157	93				0	64
240	X	METLIFE INC 5 000% 6/1	59156RAN8			3/21/2011		2/13/2013	1,096	1,083				0	13
241	X	METLIFE INC 5 000% 6/1	59156RAN8			3/21/2011		7/17/2013	2,149	2,166				0	-17
242	X	MICROSOFT CORP	594918104			2/13/2013		7/17/2013	2,031	1,566				0	465
243	X	MICROSOFT CORP	594918104			2/22/2011		7/17/2013	1,342	989				0	353
244	X	MICROSOFT CORP	594918104			2/22/2011		10/14/2013	442	347				0	95
245	X	MICROSOFT CORP 2 950%	594918AB0			7/26/2012		2/13/2013	2,066	2,096				0	30
246	X	MICROSOFT CORP 2 950%	594918AB0			3/17/2011		2/13/2013	1,033	1,048				0	-15
247	X	MICROSOFT CORP 2 950%	594918AB0			3/17/2011		7/1/2013	25,594	26 195				0	-601
248	X	MONSTER BEVERAGE CORP	611740101			2/13/2013		7/17/2013	1,348	1,062				0	286

Part I, Line 16b (990-PF) - Accounting Fees

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		600	0	0	600
1	TAX PREP FEES	600			600

Part I, Line 16c (990-PF) - Other Professional Fees

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		1,525	0	0	1,525
	Description				
1	OTHER NONALLOC. EXPENSE INCOME	1,525			1,525

Part I, Line 18 (990-PF) - Taxes

		2,731	2,731	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	2,731	2,731		

Part I, Line 23 (990-PF) - Other Expenses

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		122	107	0	15
	Description				
1	STATE AG FEES	15			15
2	RENTAL INSURANCE	107	107		

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
			4,505,855	4,280,985	4,266,088
1				0	
2	AFLAC INC		0	9,441	11,222
3	AFFILIATED MANAGERS GROUP INC		0	5,819	13,013
4	APACHE CORPORATION COM		0	10,860	10,055
5	APPLE COMPUTER INC COM		0	16,115	26,368
6	BAXTER INTL INC COM		0	11,634	11,615
7	BOEING COMPANY		0	6,861	13,513
8	CVS/CAREMARK CORPORATION		0	3,983	13,455
9	CAPITAL ONE FINANCIAL CORP		0	7,220	10,802
10	CISCO SYSTEMS INC		0	10,437	13,951
11	CUMMINS INC		0	10,279	10,996
12	DIAGEO PLC - ADR		0	6,336	10,858
13	WALT DISNEY CO		0	9,816	17,878
14	E M C CORP MASS		0	7,303	7,092
15	GILEAD SCIENCES INC		0	3,182	12,241
16	INTERNATIONAL BUSINESS MACHS CORI		0	9,036	8,253
17	JOHNSON CONTROLS INC		0	7,638	12,415
18	MERGER FD SH BEN INT 260		0	130,214	130,747
19	MICROSOFT CORP		0	6,709	9,390
20	NATIONAL OILWELL INC COM		0	9,559	10,737
21	NESTLE S A REGISTERED SHARES - ADF		0	7,642	10,082
22	ORACLE CORPORATION		0	8,897	10,368
23	PIMCO FOREIGN BD FD USD H-INST 103		0	89,682	87,858
24	SCHLUMBERGER LTD		0	12,408	13,607
25	TJX COS INC NEW		0	5,288	12,682
26	THERMO FISHER SCIENTIFIC INC		0	4,862	9,687
27	TOTAL FINA ELF S A ADR		0	7,454	10,110
28	UNION PACIFIC CORP		0	5,775	14,952
29	MCKESSON CORP		0	7,421	12,912
30	GOLDMAN SACHS GROUP INC		0	6,126	9,040
31	HSBC - ADR		0	10,035	10,309
32	UNITED PARCEL SERVICE-CL B		0	6,456	10,403
33	TARGET CORP		0	9,301	13,666
34	UNITEDHEALTH GROUP INC		0	9,320	16,114
35	FID ADV EMER MKTS INC- CL I 607		0	65,987	64,395
36	COACH INC		0	9,018	9,542
37	BHP BILLITON LIMITED		0	7,704	5,933
38	ISHARES TR SMALLCAP 600 INDEX FD		0	111,969	183,229
39	JPMORGAN CHASE & CO		0	9,612	16,140
40	KELLOGG CO 4 450% 5/30/16		0	18,872	18,339
41	CONOCOPHILLIPS 4 600% 1/15/15		0	25,048	23,975
42	US TREASURY NOTE 3 250% 5/31/16		0	45,429	44,727
43	US BANCORP DEL NEW		0	7,912	11,797
44	ISHARES S&P MIDCAP 400 VALUE		0	86,254	122,855
45	ISHARES S & P 500 INDEX FUND		0	61,888	86,699
46	ANHEUSER-BUSCH INBEV SPN ADR		0	6,476	12,669

Part II, Line 13 (990-PF) - Investments - Other

			4,505,855	4,280,985	4,266,088
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
47	LAUDUS MONDRIAN INTL FI-INST 2940		0	91,303	86,324
48	EATON VANCE GLOBAL MACRO - I		0	44,804	43,739
49	ISHARES S&P MIDCAP 400 GROWTH		0	136,827	189,840
50	CHEVRON CORP		0	3,144	10,867
51	DREYFUS EMG MKT DEBT LOC C-I 6083		0	157,507	150,994
52	DRIEHAUS ACTIVE INCOME FUND		0	219,036	221,436
53	3M CO		0	8,607	14,025
54	BERSHIRE HATHAWAY INC		0	11,658	17,665
55	US TREASURY NOTE 3 000% 2/28/17		0	47,370	45,822
56	COMCAST CORP CLASS A		0	7,726	15,901
57	KRESGE KRESGE RD & I-70 TURNPIKE		0	544,566	129,574
58	ASG GLOBAL ALTERNATIVES-Y 1993		0	132,523	131,146
59	US TREASURY NOTE 2 125% 5/31/15		0	39,581	40,037
60	US TREASURY NOTE 2 250% 11/30/17		0	46,028	44,626
61	GOOGLE INC		0	8,594	16,811
62	1ST FISCAL FUND CORP $10500000 00 U		0	-234,101	-234,101
63	VANGUARD REIT VIPER		0	131,344	148,617
64	GOLDMAN SACHS GROUP 5 125% 1/15/1		0	24,621	24,026
65	FED NATL MTG ASSN 2 375% 4/11/16		0	23,322	22,917
66	DIRECTV HLDG/FIN INC 3 500% 3/01/16		0	17,632	17,845
67	CELANESE CORP		0	6,422	8,462
68	VANGUARD EMERGING MARKETS ETF		0	300,208	294,686
69	AT&T INC 2 950% 5/15/16		0	23,806	23,983
70	PEPSICO INC 2 500% 5/10/16		0	24,157	23,863
71	AMGEN INC 4 850% 11/18/14		0	16,429	15,558
72	METLIFE INC 5 000% 6/15/15		0	24,863	24,413
73	FED HOME LN MTG CORP 2 000% 8/25/16		0	48,734	48,603
74	IBM CORP 1 950% 7/22/16		0	28,970	28,766
75	FED NATL MTG ASSN 4 375% 10/15/15		0	28,366	27,833
76	PNC FUNDING CORP 2 700% 9/19/16		0	22,859	22,947
77	GENERAL ELEC CAP COR 5 000% 1/08/16		0	30,797	30,260
78	ECOLAB INC 3 000% 12/08/16		0	17,713	17,811
79	BANK OF MONTREAL 2 500% 1/11/17		0	23,762	23,692
80	MONSTER BEVERAGE CORP		0	6,069	9,149
81	HEWLETT-PACKARD CO 2 600% 9/15/17		0	18,132	18,289
82	UNITED TECHNOLOGIES 1 800% 6/01/17		0	23,487	23,354
83	FED NATL MTG ASSN 2 375% 7/28/15		0	26,362	26,822
84	JPMORGAN CHASE & CO 3 400% 6/24/15		0	23,439	23,884
85	WALGREEN CO 1 800% 9/15/17		0	17,207	17,118
86	EATON CORP PLC		0	7,534	11,114
87	CME GROUP INC		0	9,228	13,338
88	SPDR DJ WILSHIRE INTERNATIONAL REA		0	141,515	150,009
89	VANGUARD EUROPE PACIFIC ETF		0	363,480	413,674
90	DIAMOND HILL LONG-SHORT FD CL I 11		0	69,619	92,770
91	TIME WARNER CABLE IN 5 850% 5/01/17		0	19,708	18,542
92	BP CAPITAL MARKETS 1 375% 5/10/18		0	27,128	27,175

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
			4,505,855	4,280,985	4,266,088
93	US TREASURY NOTE 3 500% 2/15/18		0	48,324	46,682
94	RIDGEWORTH SEIX HY BD-I 5855		0	220,677	215,165
95	VERIZON COMMUNICATIO 3 650% 9/14/18		0	15,962	15,878
96	CREDIT SUISSE COMM RT ST-CO 2156		0	209,563	173,080
97	US TREASURY NOTE 4 000% 8/15/18		0	45,095	44,366

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	MUTUAL FUND & CTF INCOME ADDITIONS	1	12,468
2	FEDERAL EXCISE TAX REFUND	2	4,036
3	COST BASIS ADJUSTMENT	3	292
4	Total	4	16,796

Line 5 - Decreases not included in Part III, Line 2

1	PURCHASE OF ACCRUED INTEREST C/O TO NEXT YEAR	1	890
2	MUTUAL FUND & CTF INCOME SUBTRACTION	2	5,231
3	PY RETURN OF CAPITAL ADJUSTMENT	3	1,662
4	Total	4	7,783

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	12,728
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						2,081,982	0	0	2,014,968	66,994	0	0	0	66,994
1	MONSTER BEVERAGE CORP	611740101		1/22/2013	7/17/2013	1,654		0	1,287	367	0	0	0	367
2	MORGAN STANLEY 6 000% 5/13/14	61747YCF0		2/24/2011	2/13/2013	1 057		0	1,095	-38	0	0	0	38
3	MORGAN STANLEY 6 000% 5/13/14	61747YCF0		2/24/2011	7/1/2013	21 830		0	22,986	1,156	0	0	0	1,156
4	NATIONAL OILWELL INC COM	637071101		7/5/2013	7/17/2013	3 425		0	3,356	69	0	0	0	69
5	NATIONAL OILWELL INC COM	637071101		7/5/2013	10/14/2013	553		0	500	53	0	0	0	53
6	ASG GLOBAL ALTERNATIVES-Y #1993	638721885		7/22/2013	10/14/2013	876		0	878	2	0	0	0	2
7	NESTLE S A REGISTERED SHARES A	641069406		2/13/2013	7/17/2013	2 517		0	2,599	-82	0	0	0	-82
8	NESTLE S A REGISTERED SHARES A	641069406		2/22/2011	7/17/2013	952		0	781	171	0	0	0	171
9	NESTLE S A REGISTERED SHARES - A	641069406		2/22/2011	10/14/2013	680		0	558	122	0	0	0	122
10	NOVARTIS AG - ADR	66987V109		2/22/2011	1/29/2013	7 948		0	6,670	1 278	0	0	0	1,278
11	ORACLE CORPORATION	68389X105		2/13/2013	7/17/2013	2 182		0	2,377	195	0	0	0	195
12	ORACLE CORPORATION	68389X105		2/22/2011	7/17/2013	963		0	985	-22	0	0	0	22
13	ORACLE CORPORATION	68389X105		2/22/2011	10/14/2013	528		0	525	3	0	0	0	3
14	PIMCO FOREIGN BD FD USD H-INST #1	693390882		11/10/2011	2/13/2013	11,869		0	11,846	23	0	0	0	23
15	PEPSICO INC 2 500% 5/10/16	713448BT4		7/26/2012	2/13/2013	2 103		0	2,120	-17	0	0	0	17
16	PEPSICO INC 2 500% 5/10/16	713448BT4		7/26/2012	7/17/2013	1 043		0	1,060	17	0	0	0	17
17	PEPSICO INC 2 500% 5/10/16	713448BT4		6/27/2012	7/17/2013	1,043		0	1,052	-9	0	0	0	9
18	RIDGEWORTH SEIX HY BD-I #5855	76628T645		2/22/2011	2/13/2013	47,124		0	46,616	508	0	0	0	508
19	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		5/12/2011	2/13/2013	11 129		0	10,711	418	0	0	0	418
20	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		7/17/2013	10/14/2013	9 850		0	9,483	367	0	0	0	367
21	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		5/12/2011	10/14/2013	4 882		0	4,573	309	0	0	0	309
22	SCHLUMBERGER LTD	806857108		2/22/2011	7/17/2013	3 998		0	4,776	-778	0	0	0	778
23	SCHLUMBERGER LTD	806857108		2/22/2011	10/14/2013	1,162		0	1,194	-32	0	0	0	32
24	THERMO FISHER SCIENTIFIC INC	883556102		8/15/2008	7/3/2013	766		0	563	203	0	0	0	203
25	THERMO FISHER SCIENTIFIC INC	883556102		8/15/2008	7/17/2013	3,774		0	2,692	1 082	0	0	0	1 082
26	THERMO FISHER SCIENTIFIC INC	883556102		2/22/2011	8/30/2013	1,773		0	1 130	643	0	0	0	643
27	THERMO FISHER SCIENTIFIC INC	883556102		4/12/2011	8/30/2013	798		0	503	295	0	0	0	295
28	TJX COS INC NEW	872540109		2/13/2013	7/17/2013	2 723		0	2,351	372	0	0	0	372
29	TJX COS INC NEW	872540109		6/30/2011	7/17/2013	1,309		0	664	645	0	0	0	645
30	TJX COS INC NEW	872540109		6/30/2011	10/14/2013	390		0	186	204	0	0	0	204
31	TARGET CORP	87612E106		2/13/2013	7/17/2013	2,668		0	2 322	346	0	0	0	346
32	TARGET CORP	87612E106		9/18/2003	7/17/2013	1,875		0	1,035	840	0	0	0	840
33	TARGET CORP	87612E106		8/30/2013	10/14/2013	695		0	696	1	0	0	0	1
34	TEVA PHARMACEUTICAL INDUSTRIES	881624209		2/22/2011	7/17/2013	2,089		0	2,715	626	0	0	0	-626
35	TEVA PHARMACEUTICAL INDUSTRIES	881624209		2/22/2011	8/19/2013	3,752		0	4,815	1,063	0	0	0	1,063
36	TEVA PHARMACEUTICAL INDUSTRIES	881624209		4/12/2011	8/19/2013	3,233		0	3,977	-744	0	0	0	744
37	TEVA PHARMACEUTICAL INDUSTRIES	881624209		2/13/2013	8/19/2013	1 158		0	1 127	31	0	0	0	31
38	THERMO FISHER SCIENTIFIC INC	883556102		2/13/2013	7/3/2013	2,552		0	2,252	300	0	0	0	300
39	THERMO FISHER SCIENTIFIC INC	883556102		4/12/2011	10/14/2013	550		0	335	215	0	0	0	2 5
40	3M CO	88579Y101		2/13/2013	7/17/2013	1 723		0	1,542	181	0	0	0	181
41	3M CO	88579Y101		2/22/2011	7/17/2013	2,182		0	1,753	429	0	0	0	429
42	3M CO	88579Y101		2/22/2011	10/14/2013	601		0	461	140	0	0	0	140
43	TOTAL S A - ADR	89151E109		2/13/2013	7/17/2013	1 746		0	1,766	20	0	0	0	-20
44	TOTAL S A ADR	89151E109		7/5/2012	7/17/2013	975		0	858	117	0	0	0	1 7
45	TOTAL S A - ADR	89151E109		7/5/2012	10/14/2013	768		0	587	181	0	0	0	181
46	US BANCORP DEL NEW	902973304		2/13/2013	7/17/2013	2 427		0	2 246	181	0	0	0	181
47	US BANCORP DEL NEW	902973304		2/22/2011	7/17/2013	1,287		0	973	314	0	0	0	314
48	US BANCORP DEL NEW	902973304		2/22/2011	10/14/2013	1,109		0	834	275	0	0	0	275
49	UNION PACIFIC CORP	907818108		2/13/2013	7/3/2013	3,875		0	3,378	497	0	0	0	497
50	UNION PACIFIC CORP	907818108		11/16/2009	7/3/2013	2,790		0	1,168	1,622	0	0	0	1,622
51	UNION PACIFIC CORP	907818108		11/16/2009	7/17/2013	4 832		0	1,947	2,885	0	0	0	2,885
52	UNION PACIFIC CORP	907818108		11/16/2009	10/14/2013	1 409		0	584	825	0	0	0	825
53	UNITED PARCEL SERVICE CL B	911312106		2/13/2013	7/17/2013	1 987		0	1 900	87	0	0	0	87
54	UNITED PARCEL SERVICE CL B	911312106		8/12/2011	7/17/2013	1 209		0	913	296	0	0	0	296
55	UNITED PARCEL SERVICE-CL B	911312106		8/12/2011	10/14/2013	451		0	326	125	0	0	0	125
56	US TREASURY NOTE 3 500% 2/15/18	912828HR4		3/13/2013	7/17/2013	7,725		0	7 888	163	0	0	0	163
57	US TREASURY NOTE 1 875% 2/28/14	912828KF6		9/28/2011	2/13/2013	4 070		0	4,145	-75	0	0	0	75
58	US TREASURY NOTE 1 875% 2/28/14	912828KF6		9/28/2011	3/13/2013	43 702		0	44,562	-860	0	0	0	-860
59	US TREASURY NOTE 1 875% 2/28/14	912828KF6		7/26/2012	3/13/2013	4 065		0	4,105	-40	0	0	0	-40
60	US TREASURY NOTE 3 250% 5/31/16	912828KW9		7/26/2012	2/13/2013	3 271		0	3,324	-53	0	0	0	-53
61	US TREASURY NOTE 3 250% 5/31/16	912828KW9		6/16/2011	2/13/2013	1 090		0	1,083	7	0	0	0	7
62	US TREASURY NOTE 3 250% 5/31/16	912828KW9		6/16/2011	7/17/2013	5 384		0	5,414	-30	0	0	0	-30
63	US TREASURY NOTE 3 000% 2/28/17	912828MS6		7/26/2012	2/13/2013	8 742		0	8 894	152	0	0	0	152
64	US TREASURY NOTE 3 000% 2/28/17	912828MS6		7/26/2012	7/17/2013	4 308		0	4,447	139	0	0	0	-139
65	US TREASURY NOTE 2 125% 5/31/15	912828NF3		7/26/2012	2/13/2013	3 124		0	3,156	-32	0	0	0	-32
66	US TREASURY NOTE 2 125% 5/31/15	912828NF3		2/24/2011	7/17/2013	4 136		0	4,051	85	0	0	0	85
67	US TREASURY NOTE 2 250% 11/30/1	912828PK0		12/19/2012	2/13/2013	2 133		0	2,147	14	0	0	0	14
68	UNITED TECHNOLOGIES 1 800% 6/01/	913017BU2		7/26/2012	2/13/2013	2 044		0	2 073	29	0	0	0	29
69	UNITED TECHNOLOGIES 1 800% 6/01/	913017BU2		7/26/2012	7/17/2013	1 014		0	1,037	23	0	0	0	23
70	UNITED TECHNOLOGIES 1 800% 6/01/	913017BU2		6/27/2012	7/17/2013	1 014		0	1 021	7	0	0	0	7
71	AFLAC INC	001055102		2/22/2011	7/17/2013	3 735		0	3,654	81	0	0	0	81
72	AFLAC INC	001055102		2/22/2011	10/14/2013	446		0	406	40	0	0	0	40
73	AQR MANAGED FUTURES STR-I #15213	00203H859		7/22/2013	10/14/2013	42,650		0	43,120	-470	0	0	0	-470
74	AT&T INC 2 950% 5/15/16	00206RAW2		7/26/2012	2/13/2013	2 119		0	2,151	-32	0	0	0	-32
75	UNITEDHEALTH GROUP INC	91324P102		4/4/2013	7/17/2013	3 357		0	3,111	246	0	0	0	246
76	UNITEDHEALTH GROUP INC	91324P102		2/13/2013	7/17/2013	1 209		0	1,024	185	0	0	0	185
77	UNITEDHEALTH GROUP INC	91324P102		2/13/2013	10/14/2013	1 256		0	967	289	0	0	0	289
78	VANGUARD FTSE DEVELOPED ETF	921943858		2/13/2013	7/17/2013	19,403		0	18,934	469	0	0	0	469
79	VANGUARD FTSE DEVELOPED ETF	921943858		2/13/2013	10/14/2013	48,995		0	44,790	4,205	0	0	0	4,205
80	VANGUARD FTSE EMERGING MARKETS	922042858		2/22/2011	10/14/2013	74 468		0	80 336	5 868	0	0	0	5 868
81	VANGUARD REIT VIPER	922908553		2/22/2011	2/13/2013	625		0	511	114	0	0	0	114
82	VODAFONE GROUP PLC NEW ADR	92857W209		2/22/2011	1/8/2013	7 364		0	8 040	676	0	0	0	-676
83	WALGREEN CO 1 800% 9/15/17	931422AJ8		3/13/2013	7/17/2013	1 995		0	2,025	30	0	0	0	-30
84	EATON CORP PLC	G29183103		2/13/2013	7/17/2013	536		0	484	52	0	0	0	52

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	12,728
Short Term CG Distributions	0

#	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						2,081,962	0	0	2,014,968	66,994	0	0	0	66,994
85	EATON CORP PLC	G29183103		2/13/2013	10/14/2013	68		0	60	8	0	0	0	8
86	EATON CORP PLC	G29183103		12/3/2012	10/14/2013	751		0	566	185	0	0	0	185
87	AT&T INC 2 950% 5/15/16	00206RAW2		9/28/2011	7/17/2013	2 100		0	2,065	35	0	0	0	35
88	AFFILIATED MANAGERS GROUP, INC C	008252108		2/13/2013	2/25/2013	3,174		0	3,208	-34	0	0	0	34
89	AFFILIATED MANAGERS GROUP, INC C	008252108		2/22/2011	2/25/2013	2,886		0	2,169	717	0	0	0	717
90	AFFILIATED MANAGERS GROUP INC C	008252108		2/22/2011	7/17/2013	4 018		0	2,494	1 524	0	0	0	1 524
91	AFFILIATED MANAGERS GROUP, INC C	008252108		2/22/2011	10/14/2013	933		0	542	391	0	0	0	391
92	AMER EXPRESS CREDIT 5 125% 8/25/1	0258M0CZ0		7/26/2012	2/13/2013	2,130		0	2 176	-46	0	0	0	-46
93	AMER EXPRESS CREDIT 5 125% 8/25/1	0258M0CZ0		2/24/2011	7/17/2013	2 092		0	2,162	70	0	0	0	-70
94	APPLE INC	037833100		2/13/2013	7/17/2013	3,435		0	3,748	313	0	0	0	313
95	APPLE INC	037833100		1/29/2013	7/17/2013	3,435		0	3,674	239	0	0	0	239
96	BP CAPITAL MARKETS 1 375% 5/10/18	05565QCE6		7/1/2013	7/17/2013	1 952		0	1,933	19	0	0	0	9
97	BANK OF AMERICA CORP 5 125% 11/15	060505AU8		2/24/2011	2/13/2013	2,129		0	2,135	-6	0	0	0	6
98	AMER EXPRESS CREDIT 5 125% 8/25/1	0258M0CZ0		2/24/2011	11/22/2013	15 526		0	16 215	-689	0	0	0	-689
99	AMGEN INC 4 850% 11/18/14	031162AJ9		2/24/2011	2/13/2013	2,141		0	2,192	-51	0	0	0	-51
100	AMGEN INC 4 850% 11/18/14	031162AJ9		2/24/2011	7/17/2013	2,111		0	2,192	-81	0	0	0	-81
101	ANHEUSER BUSCH INBEV SPN ADR	03524A108		2/13/2013	7/17/2013	2 290		0	2,206	84	0	0	0	84
102	ANHEUSER BUSCH INBEV SPN ADR	03524A108		9/2/2011	7/17/2013	1 099		0	653	446	0	0	0	446
103	ANHEUSER BUSCH INBEV SPN ADR	03524A108		9/2/2011	10/14/2013	782		0	435	347	0	0	0	347
104	APACHE CORP	037411105		2/22/2011	7/17/2013	3,609		0	5,173	-1,564	0	0	0	-1,564
105	APACHE CORP	037411105		2/22/2011	10/14/2013	176		0	235	-59	0	0	0	-59
106	APACHE CORP	037411105		2/7/2012	10/14/2013	528		0	618	90	0	0	0	-90
107	BANK OF AMERICA CORP 5 125% 11/15	060505AU8		2/24/2011	7/17/2013	2 099		0	2,135	36	0	0	0	-36
108	BANK OF AMERICA CORP 5 125% 11/15	060505AU8		2/24/2011	8/14/2013	16,976		0	17,080	-104	0	0	0	-104
109	BANK OF AMERICA CORP 5 125% 11/15	060505AU8		7/26/2012	8/14/2013	3,183		0	3,179	4	0	0	0	4
110	BANK OF MONTREAL 2 500% 1/11/17	06366QW86		7/1/2013	7/17/2013	1 035		0	1,032	3	0	0	0	3
111	BAXTER INTL INC	071813109		8/19/2013	10/14/2013	395		0	479	34	0	0	0	-34
112	BERKSHIRE HATHAWAY INC	084670702		2/13/2013	7/17/2013	4,010		0	3,331	679	0	0	0	679
113	BERKSHIRE HATHAWAY INC	084670702		2/22/2011	7/17/2013	2 241		0	1,590	651	0	0	0	651
114	BERKSHIRE HATHAWAY INC	084670702		2/22/2011	10/14/2013	1,376		0	1,004	372	0	0	0	372
115	BHP BILLITON LIMITED - ADR	088606108		4/12/2011	7/17/2013	1,088		0	1 722	-634	0	0	0	-634
116	BHP BILLITON LIMITED - ADR	088606108		2/22/2011	7/17/2013	832		0	1,201	-369	0	0	0	-369
117	BHP BILLITON LIMITED - ADR	088606108		2/22/2011	10/14/2013	603		0	831	228	0	0	0	-228
118	BOEING CO	097023105		2/13/2013	7/17/2013	1,672		0	1,199	473	0	0	0	473
119	BOEING CO	097023105		3/18/2011	7/17/2013	1,568		0	1,040	528	0	0	0	528
120	BOEING CO	097023105		3/18/2011	10/14/2013	824		0	485	339	0	0	0	339
121	CME GROUP INC	12572Q105		2/13/2013	7/17/2013	2,519		0	1,877	642	0	0	0	642
122	CME GROUP INC	12572Q105		6/7/2012	7/17/2013	1,603		0	1,143	460	0	0	0	460
123	CME GROUP INC	12572Q105		6/7/2012	10/14/2013	742		0	544	198	0	0	0	198
124	CVS/CAREMARK CORPORATION	126650100		2/13/2013	7/17/2013	2,681		0	2 241	440	0	0	0	440
125	CVS/CAREMARK CORPORATION	126650100		6/10/2004	7/17/2013	1,097		0	381	716	0	0	0	716
126	CVS/CAREMARK CORPORATION	126650100		6/10/2004	10/14/2013	1 065		0	381	684	0	0	0	684
127	CAPITAL ONE FINANCIAL CORP	14040H105		2/13/2013	7/17/2013	2,465		0	2,051	414	0	0	0	414
128	CAPITAL ONE FINANCIAL CORP	14040H105		2/22/2011	7/17/2013	1,132		0	871	261	0	0	0	261
129	CAPITAL ONE FINANCIAL CORP	14040H105		2/22/2011	10/14/2013	1,004		0	717	287	0	0	0	287
130	CELANESE CORP	150870103		2/13/2013	7/17/2013	1 466		0	1,566	100	0	0	0	100
131	CELANESE CORP	150870103		6/13/2011	7/17/2013	898		0	879	19	0	0	0	9
132	CELANESE CORP	150870103		6/13/2011	10/14/2013	369		0	324	45	0	0	0	45
133	CHEVRON CORP	166764100		2/13/2013	7/3/2013	2,976		0	2,877	99	0	0	0	99
134	CHEVRON CORP	166764100		9/18/2003	7/3/2013	3,571		0	1,084	2,487	0	0	0	2 487
135	CHEVRON CORP	166764100		9/18/2003	7/17/2013	3,366		0	976	2,390	0	0	0	2,390
136	CISCO SYSTEMS INC	17275R102		9/18/2003	7/17/2013	5,763		0	4,787	976	0	0	0	976
137	CISCO SYSTEMS INC	17275R102		9/18/2003	10/14/2013	278		0	256	22	0	0	0	22
138	CISCO SYSTEMS INC	17275R102		2/13/2013	10/14/2013	557		0	505	52	0	0	0	52
139	COACH INC	189754104		1/9/2013	7/17/2013	3,260		0	3,267	7	0	0	0	7
140	COACH INC	189754104		1/9/2013	10/14/2013	1,079		0	1,167	-88	0	0	0	-88
141	COMCAST CORP CLASS A	20030N101		2/13/2013	7/17/2013	2,861		0	2,682	179	0	0	0	179
142	COMCAST CORP CLASS A	20030N101		2/22/2011	7/17/2013	1 717		0	985	732	0	0	0	732
143	COMCAST CORP CLASS A	20030N101		2/22/2011	10/14/2013	1,194		0	656	538	0	0	0	538
144	COMCAST CORP 5 300% 1/15/14	20030NAE1		2/24/2011	3/13/2013	17,670		0	18,552	-882	0	0	0	-882
145	CONOCOPHILLIPS 4 600% 1/15/15	20825CAT1		7/26/2012	2/13/2013	2 151		0	2 197	-46	0	0	0	-46
146	CONOCOPHILLIPS 4 600% 1/15/15	20825CAT1		3/21/2011	7/17/2013	2,122		0	2,194	72	0	0	0	72
147	CREDIT SUISSE COMM RET ST-I #2156	22544R305		2/22/2011	10/14/2013	41,003		0	52 004	11 001	0	0	0	-11 001
148	DIAGEO PLC ADR	25243Q205		2/13/2013	7/17/2013	2 317		0	2,252	65	0	0	0	65
149	DIAGEO PLC ADR	25243Q205		2/22/2011	7/17/2013	976		0	618	358	0	0	0	358
150	DIAMOND HILL LONG-SHORT FD CL I #	25264S833		9/27/2012	2/13/2013	7,714		0	7,172	542	0	0	0	547
151	DIAMOND HILL LONG-SHORT FD CL I #	25264S833		9/27/2012	7/17/2013	19 251		0	16,723	2 528	0	0	0	2 528
152	DIAMOND HILL LONG-SHORT FD CL I #	25264S833		2/22/2011	7/17/2013	13,795		0	11,013	2,782	0	0	0	2 782
153	DIAMOND HILL LONG-SHORT FD CL I #	25264S833		2/22/2011	10/14/2013	1,794		0	1 403	391	0	0	0	391
154	DIRECTV HLDG/FIN INC 3 500% 3/01/16	25459HAY1		7/26/2012	2/13/2013	2 115		0	2,135	-20	0	0	0	20
155	DIRECTV HLDG/FIN INC 3 500% 3/01/16	25459HAY1		9/28/2011	7/17/2013	2,098		0	2,071	27	0	0	0	27
156	WALT DISNEY CO	254687106		2/13/2013	7/17/2013	3,525		0	2,960	565	0	0	0	565
157	WALT DISNEY CO	254687106		2/22/2011	7/17/2013	2 089		0	1 365	724	0	0	0	724
158	WALT DISNEY CO	254687106		2/22/2011	10/14/2013	929		0	597	332	0	0	0	332
159	DOW CHEMICAL CO/THE 5 900% 2/15/	260543CA9		7/26/2012	2/13/2013	2,198		0	2,238	-40	0	0	0	-40
160	DOW CHEMICAL CO/THE 5 900% 2/15/	260543CA9		9/28/2011	6/24/2013	18 421		0	18,768	-347	0	0	0	-347
161	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		6/12/2011	2/13/2013	35 406		0	34,360	1,046	0	0	0	1,046
162	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		5/12/2011	10/14/2013	62,078		0	65,640	-3,562	0	0	0	-3,562
163	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		8/27/2012	10/14/2013	4 485		0	4 692	-207	0	0	0	207
164	DUKE ENERGY CORP 6 300% 2/01/14	264399EQ5		3/17/2011	2/13/2013	2,104		0	2,248	-144	0	0	0	-144
165	DUKE ENERGY CORP 6 300% 2/01/14	264399EQ5		3/17/2011	3/13/2013	15,742		0	16 863	-1,121	0	0	0	1,121
166	DUKE ENERGY CORP 6 300% 2/01/14	264399EQ5		7/26/2012	3/13/2013	2 099		0	2,166	-67	0	0	0	-67
167	E M C CORP MASS	268648102		2/22/2011	7/17/2013	2 691		0	2,808	117	0	0	0	117
168	E M C CORP MASS	268648102		2/22/2011	10/14/2013	604		0	636	-32	0	0	0	-32

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	12,728
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						2,081,962	0	0	2,014,968	66,994	0	0	0	66,994
169	ECOLAB INC 3.000% 12/08/16	278865AK6		6/25/2013	7/17/2013	2,098		0	2,081	17	0	0	0	17
170	FED FARM CREDIT BK 3.000% 9/22/14	31331GL80		7/26/2012	2/13/2013	4,175		0	4,229	-54	0	0	0	54
171	FED FARM CREDIT BK 3.000% 9/22/14	31331GL80		2/24/2011	7/17/2013	5,164		0	5,228	-64	0	0	0	64
172	FED FARM CREDIT BK 3.000% 9/22/14	31331GL80		2/24/2011	11/22/2013	42,979		0	43,919	940	0	0	0	940
173	FED NATL MTG ASSN 4.375% 10/15/15	31359MZC0		7/26/2012	2/13/2013	3,312		0	3,376	-64	0	0	0	-64
174	FED NATL MTG ASSN 4.375% 10/15/15	31359MZC0		2/24/2011	7/17/2013	2,175		0	2,165	10	0	0	0	10
175	FED NATL MTG ASSN 2.375% 4/11/16	3135G0BA0		2/28/2012	2/13/2013	4,230		0	4,250	-20	0	0	0	20
176	FED NATL MTG ASSN 2.375% 4/11/16	3135G0BA0		2/28/2012	7/17/2013	2,097		0	2,125	-28	0	0	0	28
177	FED HOME LN MTG CORP 2.000% 8/25/	3137EACW7		7/26/2012	2/13/2013	4,193		0	4,220	27	0	0	0	27
178	FED HOME LN MTG CORP 2.000% 8/25/	3137EACW7		12/22/2011	2/13/2013	1,048		0	1,037	11	0	0	0	11
179	FED HOME LN MTG CORP 2.000% 8/25/	3137EACW7		12/22/2011	7/17/2013	4,155		0	4,147	8	0	0	0	8
180	FED NATL MTG ASSN 2.375% 7/28/15	31398AU34		7/26/2012	2/13/2013	3,146		0	3,177	-31	0	0	0	31
181	FED NATL MTG ASSN 2.375% 7/28/15	31398AU34		2/24/2011	7/17/2013	2,081		0	2,022	59	0	0	0	59
182	GATEWAY FUND Y #1986	367829884		9/27/2012	7/17/2013	110,566		0	108,325	2,241	0	0	0	2,241
183	GATEWAY FUND Y #1986	367829884		2/19/2013	7/17/2013	47,567		0	47,110	457	0	0	0	457
184	GENERAL ELEC CAP COR 5.000% 1/08/	36962GU69		7/26/2012	2/13/2013	2,224		0	2,225	1	0	0	0	-1
185	GENERAL ELEC CAP COR 5.000% 1/08/	36962GU69		6/16/2011	2/13/2013	1,112		0	1,102	10	0	0	0	0
186	GENERAL ELEC CAP COR 5.000% 1/08/	36962GU69		6/16/2011	7/17/2013	2,184		0	2,205	21	0	0	0	21
187	GILEAD SCIENCES INC	375558103		2/13/2013	4/4/2013	2,439		0	2,104	335	0	0	0	335
188	GILEAD SCIENCES INC	375558103		12/8/2011	4/4/2013	622		0	254	368	0	0	0	368
189	GILEAD SCIENCES INC	375558103		12/8/2011	7/17/2013	3,890		0	1,328	2,562	0	0	0	2,562
190	GILEAD SCIENCES INC	375558103		12/8/2011	10/14/2013	1,181		0	371	810	0	0	0	810
191	GILEAD SCIENCES INC	375558103		12/8/2011	12/13/2013	2,627		0	722	1,905	0	0	0	1,905
192	GOLDMAN SACHS GROUP INC	38141G104		2/13/2013	7/17/2013	2,080		0	2,005	75	0	0	0	75
193	GOLDMAN SACHS GROUP INC	38141G104		7/11/2011	7/17/2013	800		0	663	137	0	0	0	137
194	GOLDMAN SACHS GROUP INC	38141G104		7/11/2011	10/14/2013	792		0	663	129	0	0	0	129
195	GOLDMAN SACHS GROUP 5.125% 1/1	38141GEA8		2/24/2011	2/13/2013	2,145		0	2,153	-8	0	0	0	8
196	GOLDMAN SACHS GROUP 5.125% 1/1	38141GEA8		2/24/2011	7/17/2013	2,112		0	2,153	-41	0	0	0	-41
197	GOOGLE INC	38259P508		8/30/2012	10/14/2013	2,610		0	2,051	559	0	0	0	559
198	GOOGLE INC	38259P508		6/7/2012	10/14/2013	1,740		0	1,175	565	0	0	0	565
199	HSBC ADR	404280406		2/25/2013	7/17/2013	3,508		0	3,438	70	0	0	0	70
200	HSBC ADR	404280406		2/25/2013	10/14/2013	498		0	491	7	0	0	0	7
201	HOME DEPOT INC 5.250% 12/16/13	437076AR3		2/24/2011	3/13/2013	15,537		0	16,472	935	0	0	0	-935
202	HOME DEPOT INC 5.250% 12/16/13	437076AR3		6/2/2011	3/13/2013	2,072		0	2,190	-118	0	0	0	-118
203	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/22/2011	2/13/2013	43,051		0	50,157	7,106	0	0	0	-7,106
204	HUSSMAN STRATEGIC GROWTH FUND	448108100		7/6/2012	2/13/2013	32,953		0	36,452	-3,499	0	0	0	-3,499
205	INTEL CORP	458140100		2/22/2011	6/18/2013	10,326		0	8,875	1,451	0	0	0	1,451
206	INTEL CORP	458140100		2/13/2013	6/18/2013	2,136		0	1,781	355	0	0	0	355
207	INTERNATIONAL BUSINESS MACHS CO	459200101		6/18/2013	7/17/2013	3,115		0	3,286	-171	0	0	0	-171
208	IBM CORP 1.950% 7/22/16	459200GX3		7/26/2012	2/13/2013	3,109		0	3,136	27	0	0	0	-27
209	IBM CORP 1.950% 7/22/16	459200GX3		6/27/2012	7/17/2013	2,062		0	2,070	-8	0	0	0	-8
210	ISHARES CORE S & P 500 ETF	464287200		2/22/2011	2/13/2013	10,388		0	9,011	1,377	0	0	0	1,377
211	ISHARES CORE S & P 500 ETF	464287200		2/22/2011	7/17/2013	92,104		0	72,224	19,880	0	0	0	19,880
212	ISHARES CORE S & P 500 ETF	464287200		2/22/2011	10/14/2013	3,576		0	2,783	793	0	0	0	793
213	ISHARES MSCI EAFE	464287465		6/10/2004	2/13/2013	23,566		0	18,813	4,753	0	0	0	4,753
214	ISHARES MSCI EAFE	464287465		6/10/2004	2/13/2013	32,403		0	25,868	6,535	0	0	0	6,535
215	ISHARES MSCI EAFE	464287465		2/22/2011	2/13/2013	389,775		0	399,673	-9,898	0	0	0	9,898
216	ISHARES MSCI EAFE	464287465		7/3/2012	2/13/2013	16,142		0	13,804	2,338	0	0	0	2,338
217	ISHARES S&P MID-CAP 400 GROWTH	464287606		7/17/2013	10/14/2013	14,672		0	14,236	436	0	0	0	436
218	ISHARES S&P MIDCAP 400 VALUE	464287705		9/25/2012	2/13/2013	775		0	696	79	0	0	0	79
219	ISHARES S&P MIDCAP 400 VALUE	464287705		2/22/2011	2/13/2013	1,259		0	1,100	159	0	0	0	159
220	ISHARES S&P MIDCAP 400 VALUE	464287705		2/22/2011	7/17/2013	6,188		0	4,907	1,281	0	0	0	1,281
221	ISHARES S&P MID-CAP 400 VALUE	464287705		2/22/2011	10/14/2013	7,674		0	5,923	1,751	0	0	0	1,751
222	ISHARES CORE S&P SMALL CAP E	464287804		2/22/2011	2/13/2013	96,936		0	81,864	15,072	0	0	0	15,072
223	ISHARES CORE S&P SMALL CAP E	464287804		7/17/2013	10/14/2013	1,712		0	1,637	75	0	0	0	75
224	ISHARES CORE S&P SMALL CAP E	464287804		2/22/2011	10/14/2013	15,102		0	10,687	4,415	0	0	0	4,415
225	JPMORGAN CHASE & CO	46625H100		2/13/2013	7/17/2013	3,084		0	2,741	343	0	0	0	343
226	JPMORGAN CHASE & CO	46625H100		9/18/2003	7/17/2013	2,038		0	1,308	730	0	0	0	730
227	JPMORGAN CHASE & CO	46625H100		9/18/2003	10/14/2013	1,353		0	919	434	0	0	0	434
228	JPMORGAN CHASE & CO 3.400% 6/24/	46625HHR4		7/26/2012	2/13/2013	2,111		0	2,105	6	0	0	0	6
229	JPMORGAN CHASE & CO 3.400% 6/24/	46625HHR4		2/24/2011	7/17/2013	2,087		0	2,028	59	0	0	0	59
230	JOHNSON CONTROLS INC	478366107		3/16/2011	7/17/2013	4,808		0	5,138	330	0	0	0	-330
231	JOHNSON CONTROLS INC	478366107		3/16/2011	10/14/2013	1,215		0	1,155	60	0	0	0	60
232	JOHNSON CONTROLS INC	478366107		3/16/2011	11/14/2013	638		0	518	120	0	0	0	120
233	JOHNSON CONTROLS INC	478366107		3/12/2012	11/14/2013	4,563		0	2,957	1,606	0	0	0	1,606
234	KELLOGG CO 4.450% 5/30/16	487836BB3		6/27/2012	7/17/2013	2,183		0	2,226	-43	0	0	0	-43
235	LAUDUS MONDRIAN INTL FI-INST #2940	51855Q655		7/15/2010	2/13/2013	9,712		0	9,896	-184	0	0	0	184
236	MCKESSON CORP	58155Q103		2/13/2013	7/17/2013	3,541		0	3,153	388	0	0	0	388
237	MCKESSON CORP	58155Q103		2/13/2013	10/14/2013	959		0	736	223	0	0	0	223
238	MCKESSON CORP	58155Q103		2/13/2013	12/13/2013	1,098		0	736	362	0	0	0	362
239	MCKESSON CORP	58155Q103		11/7/2012	12/13/2013	157		0	93	64	0	0	0	64
240	METLIFE INC 5.000% 6/15/15	59156RAN8		3/21/2011	2/13/2013	1,096		0	1,083	13	0	0	0	13
241	METLIFE INC 5.000% 6/15/15	59156RAN8		3/21/2011	7/17/2013	2,149		0	2,166	17	0	0	0	17
242	MICROSOFT CORP	594918104		2/13/2013	7/17/2013	2,031		0	1,566	465	0	0	0	455
243	MICROSOFT CORP	594918104		2/22/2011	7/17/2013	1,342		0	989	353	0	0	0	353
244	MICROSOFT CORP	594918104		2/22/2011	10/14/2013	442		0	347	95	0	0	0	95
245	MICROSOFT CORP 2.950% 6/01/14	594918AB0		7/26/2012	2/13/2013	2,066		0	2,096	-30	0	0	0	30
246	MICROSOFT CORP 2.950% 6/01/14	594918AB0		3/17/2011	2/13/2013	1,033		0	1,048	-15	0	0	0	-15
247	MICROSOFT CORP 2.950% 6/01/14	594918AB0		3/17/2011	7/1/2013	25,594		0	26,195	601	0	0	0	601
248	MONSTER BEVERAGE CORP	611740101		2/13/2013	7/17/2013	1,348		0	1,062	288	0	0	0	286

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

										60,289	0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	60,289		

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	722
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	
7	Total		7	722

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	194,694
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	194,694