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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2013Department 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.

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation HARRY T WILKS FAMILY FOUNDATION		A Employer identification number 27-3046060
Number and street (or P O box number if mail is not delivered to street address) 1763 HAMILTON CLEVES ROAD	Room/suite	B Telephone number (see instructions) 513-868-8336
City or town, state or province, country, and ZIP or foreign postal code HAMILTON OH 45013		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) ▶ \$ 28,207,909	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	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))		(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	895	895	895	
	4 Dividends and interest from securities	805,650	805,650	805,650	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 STMT 1	288,028			
	b Gross sales price for all assets on line 6a 3,817,217				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	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) STMT 2	2,138	2,138	2,138		
12 Total. Add lines 1 through 11	1,096,711	808,683	808,683		
Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	1,000	1,000		
	c Other professional fees (attach schedule) STMT 4	246			
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	16,830			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	11,007			11,007
	22 Printing and publications				
	23 Other expenses (att. sch)				
	24 Total operating and administrative expenses. Add lines 13 through 23	29,083	1,246	0	11,007
	25 Contributions, gifts, grants paid SEE STATEMENT 6	558,748			558,748
26 Total expenses and disbursements. Add lines 24 and 25	587,831	1,246	0	569,755	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	508,880				
b Net investment income (if negative, enter -0-)		807,437			
c Adjusted net income (if negative, enter -0-)			808,683		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash – non-interest-bearing		295,471	832,347	832,347
	2 Savings and temporary cash investments				
	3 Accounts receivable ▶	105,820			
	Less: allowance for doubtful accounts ▶		14,698	105,820	105,820
	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 (att. schedule) ▶				
	Less: allowance for doubtful accounts ▶	0			
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments – U.S. and state government obligations (attach schedule)				
	b Investments – corporate stock (attach schedule)	SEE STMT 7	17,150,337	17,131,219	27,269,741
	c Investments – corporate bonds (attach schedule)				
	11 Investments – land, buildings, and equipment basis ▶				
Liabilities	Less: accumulated depreciation (attach sch.) ▶				
	12 Investments – mortgage loans				
	13 Investments – other (attach schedule)				
	14 Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach sch.) ▶				
	15 Other assets (describe ▶)	)			
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)		17,460,506	18,069,386	28,207,908
	17 Accounts payable and accrued expenses			100,000	
	18 Grants payable				
	19 Deferred revenue				
Net Assets or Fund Balances	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	100,000	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☒				
	24 Unrestricted		17,460,506	17,969,386	
	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				
Net Assets or Fund Balances	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)		17,460,506	17,969,386	
	31 Total liabilities and net assets/fund balances (see instructions)		17,460,506	18,069,386	

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	17,460,506
2 Enter amount from Part I, line 27a	2	508,880
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	17,969,386
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	17,969,386

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 N/A			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7

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

2**3****Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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 nonchantable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	764,800	17,217,409	0.044420
2011	860,500	16,447,530	0.052318
2010			
2009			
2008			

2 Total of line 1, column (d)**2****0.096738****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****0.048369****4** Enter the net value of nonchantable-use assets for 2013 from Part X, line 5**4****25,975,235****5** Multiply line 4 by line 3**5****1,256,396****6** Enter 1% of net investment income (1% of Part I, line 27b)**6****8,074****7** Add lines 5 and 6**7****1,264,470****8** Enter qualifying distributions from Part XII, line 4**8****569,755**

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	16,149
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	16,149
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	16,149
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	16,830
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	16,830
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	681
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax 681 Refunded	11	

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)? 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.		X
1c Did the foundation file Form 1120-POL for this year?		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.		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		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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) NONE		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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)	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? Website address ► N/A	13	X	
14	The books are in care of ► NANCI LANNI, TRUSTEE 1763 HAMILTON CLEVES RD Located at ► HAMILTON OH ZIP+4 ► 45013-9601 Telephone no ► 513-868-1234			
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			
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 ►	16	Yes	No X

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.

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

If "Yes" to 6b, file Form 8870.

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BARBARA WILKS 1763 HAMILTON CLEVES ROAD HAMILTON OH 45013	TRUSTEE 1.00	0	0	0
NANCI LANNI 1763 HAMILTON CLEVES ROAD HAMILTON OH 45013	TRUSTEE 1.00	0	0	0

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

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

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	24,681,591
b	Average of monthly cash balances	1b	1,583,386
c	Fair market value of all other assets (see instructions)	1c	105,820
d	Total (add lines 1a, b, and c)	1d	26,370,797
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	26,370,797
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	395,562
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	25,975,235
6	Minimum investment return. Enter 5% of line 5	6	1,298,762

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

1	Minimum investment return from Part X, line 6	1	1,298,762
2a	Tax on investment income for 2013 from Part VI, line 5	2a	16,149
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	16,149
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,282,613
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,282,613
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,282,613

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	569,755
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	569,755
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	569,755

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				1,282,613
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			45,360	
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				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 569,755				
a Applied to 2012, but not more than line 2a			45,360	
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				524,395
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				
b Prior years' undistributed income. Subtract line 4b from line 2b				
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				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				758,218
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)

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)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test – enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test – enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year – see instructions.)

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)	
N/A	
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.	
N/A	
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:	
N/A	
b The form in which applications should be submitted and information and materials they should include	
N/A	
c Any submission deadlines:	
N/A	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:	
N/A	

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 SEE STATEMENT 8				558,748
Total			▶ 3a	558,748
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	895	
4	Dividends and interest from securities			14	805,650	
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					288,028
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a					
b	MISCELLANEOUS INCOME			14	2,138	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		808,683	288,028
13	Total. Add line 12, columns (b), (d), and (e)				13	1,096,711

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description		How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price				
SEE ATTACHED RBC CAPITAL	VARIOUS	VARIOUS	PURCHASE 155,475 \$	128,134 \$	\$	\$	27,341
SEE ATTACHED RBC CAPITAL	VARIOUS	VARIOUS	PURCHASE 3,205,324	2,964,326			240,998
SEE ATTACHED RBC CAPITAL	VARIOUS	VARIOUS	PURCHASE 456,418	436,729			19,689
TOTAL			\$ 3,817,217	\$ 3,529,189	0 \$	0 \$	288,028

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS INCOME	\$ 2,138	\$ 2,138	\$ 2,138
TOTAL	\$ 2,138	\$ 2,138	\$ 2,138

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT ACCOUNTING FEES	\$ 1,000	\$ 1,000	\$	\$
TOTAL	\$ 1,000	\$ 1,000	0	0

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TRUST AND BANK FEES	\$ 246	\$ 246	\$	\$
TOTAL	\$ 246	\$ 246	\$ 0	\$ 0

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ESTIMATED TAXES	\$ 16,830	\$	\$	\$
TOTAL	\$ 16,830	\$ 0	\$ 0	\$ 0

Statement 6 - Form 990-PF, Part I, Line 25 - Noncash Contributions, Gifts, Grants

Amount	Noncash Description	FMV Explanation	Book Value Amount	Book Value Explanation	Date
5,000					3/12/13

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CINCINNATI FINANCIAL CORP	\$ 14,338,372	\$ 14,338,372	COST	\$ 23,880,406
FIRST FINANCIAL BANK	18,044	18,044	COST	17,742
RBS	2,793,921	3,812,968	COST	4,409,758
TOTAL	\$ 17,150,337	\$ 18,169,384		\$ 28,307,906

Federal Statements

Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name		Address		Purpose	Amount
Address	Relationship	Status			
PYRAMID HILL SCULPTURE PARK HAMILTON OH 45013	1763 HAMILTON CLEVES ROAD		PROVIDE OPERATING FUNDS	15,198	
OPEN DOOR FOOD PANTRY HAMILTON OH 45011	800 SOUTH FRONT STREET		PROVIDE OPERATING FUNDS	1,000	
VERGILIAN SOCIETY INC BEAVER DAM WI 53916	101 N. UNIVERSITY AVE		PROVIDE OPERATING FUNDS	125,000	
SALVATION ARMY HAMILTON OH 45011	235 LUDLOW STREET		PROVIDE OPERATING FUNDS	500	
MIAMI UNIVERSITY OXFORD OH 45056	501 EAST HIGH STREET		PROVIDE OPERATING FUNDS	375,000	
EMERGENCY MONEY FUND HAMILTON OH 45012	PO BOX 142		PROVIDE OPERATING FUNDS	300	
BIG BROTHERS BIG SISTERS OF BTR CTY HAMILTON OH 45011	5539 EUREKA DRIVE		PROVIDE OPERATING FUNDS	5,000	
SONLIGHT POWER FAIRFIELD OH 45014	7100 DIXIE HIGHWAY		TO PROVIDE OPERATING FUNDS	750	
SELF SUPPORTS TO ENCOURAGE HAMILTON OH 45011	1790 S. ERIE HWY STE A-C		TO PROVIDE OPERATING FUNDS	10,000	
CINCINNATI ARTS ASSOCIATION CINCINNATI OH 45202	650 WALNUT STREET		OPERATING FUNDS	1,000	
CINCINNATI OPERA CINCINNATI OH 45202	1243 ELM STREET		OPERATING FUNDS	25,000	
TOTAL				558,748	

Schedule of Realized Gains and Losses

This section includes a summary of the short-term or long-term gain or loss from the sale of selected securities in this account. "Short-term" refers to securities held for one year or less; "long-term" refers to securities held more than one year. RBC provides the following Schedule of Realized Gains and Losses as a service to its clients; the information may not be accurate for tax reporting or other purposes and may rely on information, such as the original cost basis for a security, that you or another source at your direction provided to RBC. Cost basis information may reflect a change in the value of certain fixed income and other securities that return or amortize principal over time. In the case of bonds purchased at a premium, cost basis information may be amortized. In addition, cost basis information may reflect accretion for zero coupon and OID bonds. Please refer to IRS Publications 1212 and 550 or consult your tax advisor for additional information.

Please see Form 1099-B for information reported to the IRS.

Short-Term

QUANTITY	DESCRIPTION	NON- COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
100.000	ABBOTT LABORATORIES SYMBOL: ABT, CUSIP: 002824100	☐	04/17/12	03/05/13	3,430.07	2,898.58	531.49
100.000	ABBVIE INC SYMBOL: ABBV, CUSIP: 00287Y109	☐	04/17/12	03/05/13	3,714.92	3,143.27	571.65
9,500.000	ARIAD PHARMACEUTICALS INC-DEL SYMBOL: ARIA, CUSIP: 04033A100	☐	11/22/13	11/26/13	45,379.71	36,323.05	9,056.66
5,000.000	BANK OF AMERICA CORP SYMBOL: BAC, CUSIP: 060505104	☐	02/22/13	03/05/13	57,983.70	56,925.00	1,058.70
5,000.000	BANK OF AMERICA CORP SYMBOL: BAC, CUSIP: 060505104	☐	11/08/12	03/05/13	57,983.70	47,375.00	10,608.70
500.000	CA INC SYMBOL: CA, CUSIP: 12673P105	☐	05/18/12	03/05/13	12,409.77	12,518.50	-108.73
500.000	CATERPILLAR INC SYMBOL: CAT, CUSIP: 149123101	☐	02/22/13	03/05/13	45,105.57	45,664.25	-558.68
1,000.000	CATERPILLAR INC SYMBOL: CAT, CUSIP: 149123101	☐	10/19/12	03/05/13	90,211.14	84,068.50	6,142.64
500.000	CELGENE CORP SYMBOL: CELG, CUSIP: 151020104	☐	11/12/12	03/05/13	53,949.79	37,884.25	16,065.54
1,000.000	CELGENE CORP SYMBOL: CELG, CUSIP: 151020104	☐	03/22/13	07/11/13	134,520.65	113,119.00	21,401.65
1,500.000	CELGENE CORP SYMBOL: CELG, CUSIP: 151020104	☐	07/18/13	08/06/13	218,694.69	195,651.00	23,043.69
1,000.000	CELGENE CORP SYMBOL: CELG, CUSIP: 151020104	☐	06/17/13	08/06/13	145,796.46	118,598.00	27,198.46
100.000	DEERE & CO SYMBOL: DE, CUSIP: 244199105	☐	08/15/12	03/05/13	9,013.95	7,485.65	1,528.30
400.000	DEERE & CO SYMBOL: DE, CUSIP: 244199105	☐	08/15/12	03/05/13	36,055.78	30,090.40	5,965.38
1,000.000	E I DU PONT DE NEMOURS & CO SYMBOL: DD, CUSIP: 263534109	☐	10/23/12	03/05/13	48,700.40	45,413.50	3,286.90
500.000	EBAY INC SYMBOL: EBAY, CUSIP: 278642103	☐	02/22/13	03/05/13	27,517.88	27,429.65	88.23

Schedule of Realized Gains and Losses (con't)

Short-Term (con't)

QUANTITY	DESCRIPTION	NON- COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
500.000	EBAY INC SYMBOL: EBAY, CUSIP: 278642103	☐	04/24/12	03/05/13	27,517.88	19,664.80	7,853.08
5,000.000	EBAY INC SYMBOL: EBAY, CUSIP: 278642103	☐	03/14/13	09/25/13	270,484.19	260,026.00	10,458.19
500.000	FACEBOOK INC CLA SYMBOL: FB, CUSIP: 30303M102	☐	01/11/13	03/05/13	13,660.04	15,840.00	-2,179.96
900.000	FACEBOOK INC CLA SYMBOL: FB, CUSIP: 30303M102	☐	08/29/13	11/04/13	43,989.31	37,448.64	6,540.67
3,000.000	FIFTH THIRD BANCORP SYMBOL: FITB, CUSIP: 316773100	☐	02/08/13	03/05/13	48,079.45	49,715.10	-1,635.66
1,000.000	FIFTH THIRD BANCORP SYMBOL: FITB, CUSIP: 316773100	☐	02/22/13	03/05/13	16,026.48	15,808.50	217.98
2,000.000	FIFTH THIRD BANCORP SYMBOL: FITB, CUSIP: 316773100	☐	04/24/12	03/05/13	32,052.96	27,808.00	4,244.96
1,000.000	GENERAL ELECTRIC CO SYMBOL: GE, CUSIP: 369604103	☐	04/02/12	03/05/13	23,607.97	20,128.50	3,479.47
1,000.000	GENERAL ELECTRIC CO SYMBOL: GE, CUSIP: 369604103	☐	04/23/12	03/05/13	23,607.97	19,008.50	4,599.47
2,000.000	GENERAL ELECTRIC CO SYMBOL: GE, CUSIP: 369604103	☐	03/19/12	03/05/13	47,215.94	40,388.00	6,827.94
5,000.000	GENERAL ELECTRIC CO SYMBOL: GE, CUSIP: 369604103	☐	10/19/12	03/05/13	118,039.86	110,073.64	7,966.22
2,000.000	GENERAL ELECTRIC CO SYMBOL: GE, CUSIP: 369604103	☐	04/11/12	03/05/13	47,215.94	38,128.00	9,087.94
4,000.000	GENERAL ELECTRIC CO SYMBOL: GE, CUSIP: 369604103	☐	05/09/12	03/05/13	94,431.88	75,306.00	19,125.88
5,000.000	GENERAL ELECTRIC CO SYMBOL: GE, CUSIP: 369604103	☐	03/13/12	03/05/13	118,039.86	96,615.00	21,424.86
1,000.000	GILEAD SCIENCES INC SYMBOL: GILD, CUSIP: 375558103	☐	11/12/12	03/05/13	44,871.49	36,894.25	7,977.24
500.000	GILEAD SCIENCES INC SYMBOL: GILD, CUSIP: 375558103	☐	07/18/13	08/06/13	30,333.97	28,989.50	1,344.47
1,000.000	GILEAD SCIENCES INC SYMBOL: GILD, CUSIP: 375558103	☐	06/17/13	08/06/13	60,667.94	51,899.20	8,768.74
1,000.000	GILEAD SCIENCES INC SYMBOL: GILD, CUSIP: 375558103	☐	03/22/13	08/06/13	60,667.94	45,498.50	15,169.44
200.000	GOLDMAN SACHS GROUP INC SYMBOL: GS, CUSIP: 38141G104	☐	11/08/12	03/05/13	30,657.33	23,189.98	7,467.35
100.000	HALLIBURTON COMPANY SYMBOL: HAL, CUSIP: 406216101	☐	08/02/12	03/05/13	4,085.06	3,320.85	764.21

Schedule of Realized Gains and Losses (con't)

Short-Term (con't)

QUANTITY	DESCRIPTION	NON- COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
1,000.000	NCR CORP NEW SYMBOL: NCR, CUSIP: 62886E108	☐	07/09/12	03/05/13	27,229.48	22,729.90	4,499.58
400.000	PHILIP MORRIS INTERNATIONAL INC SYMBOL: PM, CUSIP: 718172109	☐	02/08/13	03/05/13	36,737.37	36,187.00	550.37
900.000	POTASH CORP OF SASKATCHEWAN INC CANADIAN LISTED ORIGINAL COST 42,316.65 WASH SALE REPLACEMENT ADDITION: 1,925.22 WASH SALE LOSS DISALLOWED: 0.00 SYMBOL: POT, CUSIP: 73755L107	☐	03/26/12	03/05/13	35,445.00	44,241.87	-8,796.87
100.000	POTASH CORP OF SASKATCHEWAN INC CANADIAN LISTED SYMBOL: POT, CUSIP: 73755L107	☐	03/26/12	03/05/13	3,938.33	4,701.85	-763.52
2,000.000	REGIONS FINANCIAL CORP SYMBOL: RF, CUSIP: 7591EP100	☐	02/08/13	03/05/13	15,829.64	15,898.00	-68.36
2,500.000	REGIONS FINANCIAL CORP SYMBOL: RF, CUSIP: 7591EP100	☐	03/14/12	03/05/13	19,787.06	15,445.53	4,341.53
500.000	RPC INC SYMBOL: RES, CUSIP: 749660106	☐	02/08/13	03/05/13	8,206.64	8,134.96	71.68
100.000	RPC INC SYMBOL: RES, CUSIP: 749660106	☐	08/02/12	03/05/13	1,641.33	1,429.99	211.34
2,400.000	RPC INC SYMBOL: RES, CUSIP: 749660106	☐	08/02/12	03/05/13	39,391.87	34,239.71	5,152.16
300.000	SEAGATE TECHNOLOGY PLC SYMBOL: STX, CUSIP: G7945M107	☐	08/02/12	03/05/13	9,677.78	9,024.97	652.81
200.000	SEAGATE TECHNOLOGY PLC SYMBOL: STX, CUSIP: G7945M107	☐	07/09/12	03/05/13	6,451.85	5,185.94	1,265.91
0.632	TELEFONICA SA SPONSORED ADR SYMBOL: TEF, CUSIP: 879382208	☐	06/18/12	02/07/13	8.46	7.17	1.29
2.000	TELEFONICA SA SPONSORED ADR SYMBOL: TEF, CUSIP: 879382208	☐	06/18/12	02/07/13	26.21	22.72	3.49
500.000	TIME WARNER INC SYMBOL: TWX, CUSIP: 887317303	☐	04/11/12	03/05/13	27,464.39	17,862.47	9,601.93
1,500.000	UNITED STATES STL CORP NEW SYMBOL: X, CUSIP: 912909108	☐	03/23/12	03/05/13	29,992.64	44,628.25	-14,635.61
1,000.000	UNITED STATES STL CORP NEW SYMBOL: X, CUSIP: 912909108	☐	03/19/12	03/05/13	19,995.10	31,640.00	-11,644.90
1,000.000	UNITED STATES STL CORP NEW SYMBOL: X, CUSIP: 912909108	☐	05/09/12	03/05/13	19,995.10	26,788.50	-6,793.40

Schedule of Realized Gains and Losses (con't)

Short-Term (con't)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
1,000.000	UNITED STATES STL CORP NEW SYMBOL: X, CUSIP: 912909108	☐	05/08/12	03/05/13	19,995.10	26,248.50	-6,253.40
500.000	UNITED STATES STL CORP NEW SYMBOL: X, CUSIP: 912909108	☐	03/23/12	03/05/13	9,997.55	14,694.25	-4,696.70
500.000	UNITED STATES STL CORP NEW SYMBOL: X, CUSIP: 912909108	☐	04/23/12	03/05/13	9,997.55	14,119.25	-4,121.70
500.000	VISA INC CL A COMMON STOCK SYMBOL: V, CUSIP: 92826C839	☐	05/09/12	03/05/13	80,100.20	59,259.42	20,840.78
Short-Term Subtotal					3,205,324.46		240,998.18

Long-Term

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
100.000	AGCO CORP SYMBOL: AGCO, CUSIP: 001084102	☐	02/27/12	03/05/13	5,213.03	5,184.75	28.28
100.000	ALCOA INC SYMBOL: AA, CUSIP: 013817101	☐	07/07/11	02/07/13	859.13	1,650.00	-790.87
500.000	ALTRIA GROUP INC SYMBOL: MO, CUSIP: 02209S103	☒	11/08/10	03/05/13	17,090.36	12,935.00	4,155.36
1,000.000	AT&T INC SYMBOL: T, CUSIP: 00206R102	☒	11/08/10	03/05/13	36,570.68	29,180.00	7,390.68
50.000	BANK OF AMERICA 7.25% NON CUMULATVE PERP C V T PFD SERIES L SYMBOL: BAC-L, CUSIP: 060505682	☒	11/02/10	03/05/13	60,118.66	47,427.50	12,691.16
1,000.000	BLACKSTONE GROUP L P UNIT REPSTG LTD PARTNERSHIP INT SYMBOL: BX, CUSIP: 09253U108	☒	07/07/11	02/07/13	17,901.09	17,199.30	701.79
100.000	CHESAPEAKE ENERGY CORP SYMBOL: CHK, CUSIP: 165167107	☐	08/10/11	02/07/13	2,004.10	2,996.81	-992.71
100.000	CITIGROUP INC COM ORIGINAL COST 3,327.18 WASH SALE REPLACEMENT ADDITION: 1,019.20 WASH SALE LOSS DISALLOWED: 0.00 SYMBOL: C, CUSIP: 172967424	☐	02/13/12	03/05/13	4,329.05	4,346.39	-17.34
100.000	GOLDMAN SACHS GROUP INC SYMBOL: GS, CUSIP: 38141G104	☐	06/27/11	03/05/13	15,328.66	13,124.65	2,204.01
100.000	HARTFORD FINANCIAL SERVICES GROUP INC SYMBOL: HIG, CUSIP: 416515104	☐	08/18/11	03/05/13	2,410.95	1,826.20	584.75

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RECIPIENT'S ACCOUNT NUMBER
796-10559

Long-Term (con't)

QUANTITY	DESCRIPTION	NON- COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
500.000	HELIX ENERGY SOLUTIONS GROUP INC SYMBOL: HLX, CUSIP: 42330P107	☐	02/27/12	03/05/13	11,560.49	9,823.75	1,736.74
100.000	JOHNSON & JOHNSON SYMBOL: JNJ, CUSIP: 478160104	☐	08/16/11	03/05/13	7,731.97	6,434.59	1,297.38
5,000.000	MICROSOFT CORP SYMBOL: MSFT, CUSIP: 594918104	☐	02/27/12	03/05/13	141,440.83	157,395.00	-15,954.17
4,000.000	MICROSOFT CORP SYMBOL: MSFT, CUSIP: 594918104	☐	02/13/12	03/05/13	113,152.66	122,504.00	-9,351.34
1,000.000	MICROSOFT CORP SYMBOL: MSFT, CUSIP: 594918104	☐	06/27/11	03/05/13	28,288.17	25,470.00	2,818.17
100.000	PHILIP MORRIS INTERNATIONAL INC SYMBOL: PM, CUSIP: 718172109	☒	11/08/10	03/05/13	9,184.34	6,022.00	3,162.34
100.000	POTASH CORP OF SASKATCHEWAN INC CANADIAN LISTED SYMBOL: POT, CUSIP: 73755L107	☐	02/27/12	03/05/13	3,938.33	4,614.50	-676.17
500.000	REGIONS FINANCIAL CORP SYMBOL: RF, CUSIP: 7591EP100	☐	02/27/12	03/05/13	3,957.41	2,949.25	1,008.16
1,000.000	RPC INC SYMBOL: RES, CUSIP: 749660106	☐	02/27/12	03/05/13	16,413.28	10,956.61	5,456.67
6,000.000	RPC INC SYMBOL: RES, CUSIP: 749660106	☐	02/27/12	03/05/13	98,479.69	65,720.29	32,759.40
100.000	SANOFI SPONSORED ADR SYMBOL: SNY, CUSIP: 80105N105	☒	11/26/10	03/05/13	4,829.04	3,211.85	1,617.19
100.000	TELEFONICA SA SPONSORED ADR SYMBOL: TEF, CUSIP: 879382208	☐	12/13/11	02/07/13	1,310.56	1,731.85	-421.29
1,000.000	WINDSTREAM CORP COM CUSIP: 97381W104	☒	11/08/10	02/07/13	9,781.28	12,158.34	-2,377.06
Long-Term Subtotal					611,893.76		47,031.13
Total Gains and Losses					3,817,218.22		288,029.31
Short-Term							240,998.18
Long-Term							47,031.13
Term Unknown							0.00