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**Return of Private Foundation**

**2013**

Department of the Treasury  
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation  
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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: **C. J. BERRY FOUNDATION**

Room/suite: **406**

Number and street (or P O box number if mail is not delivered to street address): **1484 POLLARD RD**

City or town, state or province, country, and ZIP or foreign postal code: **LOS GATOS, CA 95032**

A Employer identification number: **27-3496864**

B Telephone number: **650-814-3782**

C If exemption application is pending, check here

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

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

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

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

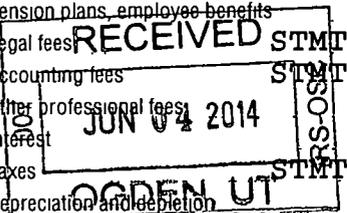
H Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  
 Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16): **\$ 5,188,500.** (Part I, column (d) must be on cash basis.)

J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		28,934.	28,934.		STATEMENT 1
4 Dividends and interest from securities		88,838.	88,838.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		229,116.			
b Gross sales price for all assets on line 6a <b>3,855,660.</b>					
7 Capital gain net income (from Part IV, line 2)			229,116.		
8 Net short-term capital gain					
9 Income modifications Gross sales less returns and allowances					
10a b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		8.	8.		STATEMENT 3
12 Total. Add lines 1 through 11		346,896.	346,896.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees		150.	0.		0.
b Accounting fees		15,125.	0.		0.
c Other professional fees					
17 Interest					
18 Taxes		3,590.	2,597.		0.
19 Depreciation and depletion		440.	0.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		26,363.	25,554.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		45,668.	28,151.		0.
25 Contributions, gifts, grants paid		281,625.			281,625.
26 Total expenses and disbursements Add lines 24 and 25		327,293.	28,151.		281,625.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		19,603.			
b Net investment income (if negative, enter -0-)			318,745.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	4,965,897.	4,986,240.	5,187,400.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶	3,594.			
Less: accumulated depreciation STMT 8 ▶	2,494.	1,540.	1,100.	
15 Other assets (describe ▶ LOAN TO DEREK BERRY)		300.	0.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		4,967,737.	4,987,340.	5,188,500.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ )			
	23 Total liabilities (add lines 17 through 22)		0.	0.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds		0.	0.
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29 Retained earnings, accumulated income, endowment, or other funds		4,967,737.	4,987,340.
30 Total net assets or fund balances		4,967,737.	4,987,340.	
31 Total liabilities and net assets/fund balances		4,967,737.	4,987,340.	

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	4,967,737.
2 Enter amount from Part I, line 27a	2	19,603.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	4,987,340.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,987,340.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENTS				
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	3,855,660.	3,626,544.	229,116.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			229,116.	
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	229,116.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		}	3	N/A

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

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

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

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

Yes  No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	284,224.	3,931,936.	.072286
2011	49,668.	3,094,276.	.016052
2010	0.	1,970,000.	.000000
2009			
2008			

2 Total of line 1, column (d)	2	.088338
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	.029446
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	5,079,145.
5 Multiply line 4 by line 3	5	149,561.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,187.
7 Add lines 5 and 6	7	152,748.
8 Enter qualifying distributions from Part XII, line 4	8	281,625.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	3,187.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	3,187.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	3,187.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	3,268.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3,268.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	17.	
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	64.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 64. Refunded <input checked="" type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b 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
c 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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
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) <input type="checkbox"/> CA		
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

N/A

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.CJBERRY.ORG
14 The books are in care of DEREK W BERRY, TREASURER Telephone no. 650-814-3782 Located at 15140 ELM PARK, MONTE SERENO, CA ZIP+4 95030
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(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)?
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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)? 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? 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?

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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.

Table with 5 columns: (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. Row 1 contains 'SEE STATEMENT 9'.

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

Table with 5 columns: (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. Row 1 contains 'NONE'.

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

0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

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

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

1	Expenses
N/A	

**Part IX-B** Summary of Program-Related Investments

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

1	Amount
N/A	

All other program-related investments. See instructions.

3	

Total. Add lines 1 through 3 ▶ 0.

**Part X**

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	3,601,976.
b	Average of monthly cash balances	1b	1,554,516.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	5,156,492.
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	5,156,492.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	77,347.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,079,145.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	253,957.

**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	253,957.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,187.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,187.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	250,770.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	250,770.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	250,770.

**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	281,625.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	281,625.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	3,187.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	278,438.

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
<b>1</b> Distributable amount for 2013 from Part XI, line 7				250,770.
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only			44,346.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2013:				
<b>a</b> From 2008				
<b>b</b> From 2009				
<b>c</b> From 2010				
<b>d</b> From 2011				
<b>e</b> From 2012				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 281,625.				
<b>a</b> Applied to 2012, but not more than line 2a			44,346.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2013 distributable amount				237,279.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				13,491.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2009				
<b>b</b> Excess from 2010				
<b>c</b> Excess from 2011				
<b>d</b> Excess from 2012				
<b>e</b> Excess from 2013				

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

N/A

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

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	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).)

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:

SEE STATEMENT 10

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

c Any submission deadlines:

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

**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
CA OUTDOOR HERITAGE ALLIANCE (EIN:55-0915329) 1215 K STREET, SUITE 1150 SACRAMENTO, CA 95814	NONE	CHARITABLE ORGANIZATION	CHARITABLE	45,000.
CA WATERFOWL ASSOCIATION (EIN: 94-1149574) 1346 BLUE OAKS BLVD ROSEVILLE, CA 95678	NONE	CHARITABLE ORGANIZATION	CHARITABLE	50,000.
CA WILD SHEEP FOUNDATION (EIN:68-0481140) 423 BROADWAY #617 MILLBRAE, CA 94030	NONE	CHARITABLE ORGANIZATION	CHARITABLE	51,625.
CASTELLA FIRE PROTECTION DISTRICT (EIN:68-0162256) 29382 MAIN STREET CASTELLA, CA 96017	NONE	CHARITABLE ORGANIZATION	CHARITABLE	10,000.
PACIFIC LEGAL FOUNDATION (EIN:94-2197343) 3900 LENNANE DRIVE #200 SACRAMENTO, CA 95834	NONE	CHARITABLE ORGANIZATION	CHARITABLE	50,000.
<b>Total</b> SEE CONTINUATION SHEET(S) ▶ 3a				281,625.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b> ▶ 3b				0.

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-f), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments (14, 28,934), 4 Dividends and interest from securities (14, 88,838), 5 Net rental income or (loss) from real estate (a-b), 6 Net rental income or (loss) from personal property, 7 Other investment income (14, 8), 8 Gain or (loss) from sales of assets other than inventory (18, 229,116), 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a-e), 12 Subtotal (0, 346,896, 0), 13 Total (13, 346,896).

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

Table with 2 columns: 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).



C. J. BERRY FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a MS 13175 ST COVERED SECURITIES	P	VARIOUS	02/22/13
b MS 13175 LT COVERED SECURITIES	P	VARIOUS	02/22/13
c MS 13175 LT NONCOVERED SECURITIES	P	VARIOUS	02/22/13
d MS 13177 ST COVERED SECURITIES	P	VARIOUS	02/22/13
e MS 13177 LT COVERED SECURITIES	P	VARIOUS	02/22/13
f MS 13178 ST COVERED SECURITIES	P	VARIOUS	02/22/13
g MS 13178 ST NONCOVERED SECURITIES	P	VARIOUS	02/22/13
h MS 13178 LT COVERED SECURITIES	P	VARIOUS	02/22/13
i AIP GLOBAL MACRO FUND (CAYMAN) LP	P	VARIOUS	07/31/13
j MS 78M2Y ST (ATTACHMENT D1)	P	VARIOUS	02/22/13
k MS 78M2Y LT (ATTACHMENT D1)	P	VARIOUS	02/22/13
l MS 78M2Z ST (ATTACHMENT D2)	P	VARIOUS	02/22/13
m MS 78M2Z LT (ATTACHMENT D2)	P	VARIOUS	02/22/13
n MS 78N8T ST (ATTACHMENT D3)	P	VARIOUS	02/22/13
o MS 78N8T LT (ATTACHMENT D3)	P	VARIOUS	02/22/13

(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 20,482.		19,304.	1,178.
b 75,990.		77,406.	<1,416.>
c 5,356.		4,908.	448.
d 108,541.		98,747.	9,794.
e 96,504.		77,133.	19,371.
f 6,350.		6,997.	<647.>
g 5,740.		4,959.	781.
h 176,978.		180,537.	<3,559.>
i 28,933.		20,001.	8,932.
j 126,099.		111,038.	15,061.
k 595,034.		531,665.	63,369.
l 63,570.		58,804.	4,766.
m 453,436.		424,667.	28,769.
n 547,459.		515,269.	32,190.
o 1,025,397.		976,966.	48,431.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,178.
b			<1,416.>
c			448.
d			9,794.
e			19,371.
f			<647.>
g			781.
h			<3,559.>
i			8,932.
j			15,061.
k			63,369.
l			4,766.
m			28,769.
n			32,190.
o			48,431.

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

C. J. BERRY FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a MS 78Y5P ST COVERED SECURITIES	P	VARIOUS	04/18/13
b MS 90194 ST COVERED SECURITIES	P	VARIOUS	07/30/13
c MS 90195 ST COVERED SECURITIES	P	VARIOUS	05/29/13
d MS W02S8 ST (ATTACHMENT D4)	P	VARIOUS	04/23/13
e MS W02S8 LT (ATTACHMENT D4)	P	VARIOUS	04/23/13
f CAPITAL GAINS DIVIDENDS			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 38,740.		41,337.	<2,597.>
b 153,021.		152,810.	211.
c 242,512.		243,923.	<1,411.>
d 49,292.		52,401.	<3,109.>
e 26,758.		27,672.	<914.>
f 9,468.			9,468.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<2,597.>
b			211.
c			<1,411.>
d			<3,109.>
e			<914.>
f			9,468.
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	229,116.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss)	
						Short Term	Long Term
160,000	BLACKROCK GLOBAL OPPORTUNITIES EQUITY TRUST	05/23/2012	02/22/2013	1,269.18	1,351.43	82.25	
285,000	BLACKROCK GLOBAL OPPORTUNITIES EQUITY TRUST	05/14/2012	02/22/2013	3,796.71	3,851.58	54.87	
100,000	BLACKROCK GLOBAL OPPORTUNITIES EQUITY TRUST	11/21/2011	02/22/2013	1,342.68	1,351.43	8.75	
179,000	BLACKROCK GLOBAL OPPORTUNITIES EQUITY TRUST	11/09/2011	02/22/2013	2,679.06	2,419.06	(260.00)	
350,000	BLACKROCK GLOBAL OPPORTUNITIES EQUITY TRUST	11/02/2011	02/22/2013	5,205.17	4,730.00	(475.17)	
555,000	BLACKROCK GLOBAL OPPORTUNITIES EQUITY TRUST	01/14/2011	02/22/2013	10,461.75	7,500.43	(2,961.32)	
100,000	BLACKROCK REAL ASSET EQUITY TR COM	05/23/2012	02/22/2013	1,038.40	1,016.95	(21.45)	
250,000	BLACKROCK REAL ASSET EQUITY TR COM	05/14/2012	02/22/2013	2,670.00	2,542.36	(127.64)	
100,000	BLACKROCK REAL ASSET EQUITY TR COM	11/21/2011	02/22/2013	1,095.20	1,016.95	(78.25)	
200,000	BLACKROCK REAL ASSET EQUITY TR COM	11/09/2011	02/22/2013	2,315.54	2,033.90	(281.64)	
500,000	BLACKROCK REAL ASSET EQUITY TR COM	11/02/2011	02/22/2013	5,808.85	5,084.73	(724.12)	
17,000	BLACKROCK REAL ASSET EQUITY TR COM	03/31/2011	02/22/2013	259.93	172.88	(87.05)	
962,000	BLACKROCK REAL ASSET EQUITY TR COM	01/14/2011	02/22/2013	13,925.82	9,783.03	(4,142.79)	
100,000	CONSUMER STAPLES SELECT SECTOR SPDR US ETFs	05/23/2012	02/22/2013	3,350.57	3,819.70	469.13	
37,000	CONSUMER STAPLES SELECT SECTOR SPDR US ETFs	11/21/2011	02/22/2013	1,130.35	1,413.29	282.94	
41,000	CONSUMER STAPLES SELECT SECTOR SPDR US ETFs	11/09/2011	02/22/2013	1,263.21	1,566.08	302.87	

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Valuation Currency: USD  
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss)	
						Short Term	Long Term
71,000	CONSUMER STAPLES SELECT SECTOR SPDR US ETFs	11/02/2011	02/22/2013	2,180.41	2,711.99		531.58
238,000	CONSUMER STAPLES SELECT SECTOR SPDR US ETFs	01/14/2011	02/22/2013	6,969.88	9,090.90		2,121.02
200,000	FINANCIAL SELECT SECTOR SPDR US ETFs	05/23/2012	02/22/2013	2,777.14	3,530.72	753.58	
135,000	FINANCIAL SELECT SECTOR SPDR US ETFs	11/21/2011	02/22/2013	1,645.11	2,383.24		738.13
106,000	FINANCIAL SELECT SECTOR SPDR US ETFs	11/09/2011	02/22/2013	1,377.52	1,871.28		493.76
301,000	FINANCIAL SELECT SECTOR SPDR US ETFs	11/02/2011	02/22/2013	3,938.80	5,313.73		1,374.93
425,000	FINANCIAL SELECT SECTOR SPDR US ETFs	01/14/2011	02/22/2013	7,091.21	7,502.78		411.57
40,000	ISH MSI EAFE ETF	05/14/2012	02/22/2013	2,018.80	2,336.24	317.44	
25,000	ISH MSI EAFE ETF	11/21/2011	02/22/2013	1,205.75	1,460.15		254.40
44,000	ISH MSI EAFE ETF	11/09/2011	02/22/2013	2,203.52	2,569.87		366.35
102,000	ISH MSI EAFE ETF	11/02/2011	02/22/2013	5,213.83	5,957.42		743.59
177,000	ISH MSI EAFE ETF	01/14/2011	02/22/2013	10,491.71	10,337.88		(153.83)
100,000	ISHARES EUROPE ETF	05/14/2012	02/22/2013	3,412.60	4,002.66	590.06	
25,000	ISHARES EUROPE ETF	11/21/2011	02/22/2013	817.50	1,000.67		183.17
100,000	ISHARES EUROPE ETF	11/09/2011	02/22/2013	3,380.04	4,002.67		622.63
125,000	ISHARES EUROPE ETF	11/02/2011	02/22/2013	4,340.05	5,003.34		663.29
437,000	ISHARES EUROPE ETF	01/14/2011	02/22/2013	17,576.31	17,491.67		(84.64)
100,000	ISHARES MSCI CANADA ETF	05/14/2012	02/22/2013	2,625.80	2,825.94	200.14	
32,000	ISHARES MSCI CANADA ETF	11/21/2011	02/22/2013	831.36	904.30		72.94
24,000	ISHARES MSCI CANADA ETF	11/09/2011	02/22/2013	660.24	678.22		17.98
60,000	ISHARES MSCI CANADA ETF	11/02/2011	02/22/2013	1,657.80	1,695.56		37.76
112,000	ISHARES MSCI CANADA ETF	01/14/2011	02/22/2013	3,496.64	3,165.05		(331.59)

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss)	
						Short Term	Long Term
50,000	ISHARES MSCI EAFE GRWTH ETF	05/14/2012	02/22/2013	2,717.50	3,113.07	395.57	
30,000	ISHARES MSCI EAFE GRWTH ETF	11/21/2011	02/22/2013	1,526.40	1,867.85	341.45	
27,000	ISHARES MSCI EAFE GRWTH ETF	11/09/2011	02/22/2013	1,431.27	1,681.06	249.79	
63,000	ISHARES MSCI EAFE GRWTH ETF	11/02/2011	02/22/2013	3,398.22	3,922.47	524.25	
113,000	ISHARES MSCI EAFE GRWTH ETF	01/14/2011	02/22/2013	6,958.54	7,035.55	77.01	
203,000	ISHARES MSCI EAFE GRWTH ETF	05/14/2012	02/22/2013	1,864.70	2,050.25	185.55	
50,000	ISHARES MSCI JAPAN ETF	11/21/2011	02/22/2013	449.50	504.99	55.49	
148,000	ISHARES MSCI JAPAN ETF	11/09/2011	02/22/2013	1,363.97	1,494.77	130.80	
397,000	ISHARES MSCI JAPAN ETF	11/02/2011	02/22/2013	3,686.54	4,009.61	323.07	
627,000	ISHARES MSCI JAPAN ETF	01/14/2011	02/22/2013	7,000.58	6,332.55	(668.03)	
73,000	ISHARES MSCI SINGAPORE ETF FUND EUROPEAN ETF	11/21/2011	02/22/2013	810.30	1,008.11	197.81	
66,000	ISHARES MSCI SINGAPORE ETF FUND EUROPEAN ETF	11/09/2011	02/22/2013	770.88	911.44	140.56	
145,000	ISHARES MSCI SINGAPORE ETF FUND EUROPEAN ETF	11/02/2011	02/22/2013	1,746.79	2,002.40	255.61	
250,000	ISHARES MSCI SINGAPORE ETF FUND EUROPEAN ETF	01/14/2011	02/22/2013	3,473.80	3,452.42	(21.38)	
19,000	ISHARES MSCI SOUTH KOREA CAPPED ETF	05/14/2012	02/22/2013	1,056.97	1,176.99	120.02	
15,000	ISHARES MSCI SOUTH KOREA CAPPED ETF	11/21/2011	02/22/2013	758.25	929.21	170.96	
30,000	ISHARES MSCI SOUTH KOREA CAPPED ETF	11/09/2011	02/22/2013	1,611.30	1,858.41	247.11	
59,000	ISHARES MSCI SOUTH KOREA CAPPED ETF	11/02/2011	02/22/2013	3,275.09	3,654.88	379.79	
112,000	ISHARES MSCI SOUTH KOREA CAPPED ETF	01/14/2011	02/22/2013	7,039.78	6,938.08	(101.70)	
50,000	ISHARES N AMER NAT RES ETF NATURAL RESOURCES SECTOR INDEX	05/23/2012	02/22/2013	1,737.80	1,989.66	251.86	

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01/01/2013 to 12/31/2013

Trade Date Reporting

Valuation Currency: USD  
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss)	
						Short Term	Long Term
50,000	ISHARES N AMER NAT RES ETF NATURAL RESOURCES SECTOR INDEX	11/21/2011	02/22/2013	1,879.00	1,989.66		110.66
14,000	ISHARES N AMER NAT RES ETF NATURAL RESOURCES SECTOR INDEX	11/09/2011	02/22/2013	554.68	557.11		2.43
39,000	ISHARES N AMER NAT RES ETF NATURAL RESOURCES SECTOR INDEX	11/02/2011	02/22/2013	1,526.07	1,551.94		25.87
83,000	ISHARES N AMER NAT RES ETF NATURAL RESOURCES SECTOR INDEX	01/14/2011	02/22/2013	3,476.87	3,302.84		(174.03)
25,000	ISHARES NASDAQ BIOTECH	05/23/2012	02/22/2013	3,061.00	3,629.31	568.31	
25,000	ISHARES NASDAQ BIOTECH	05/14/2012	02/22/2013	3,164.25	3,629.31	465.06	
11,000	ISHARES NASDAQ BIOTECH	11/21/2011	02/22/2013	1,068.10	1,596.90		528.80
23,000	ISHARES NASDAQ BIOTECH	11/09/2011	02/22/2013	2,158.32	3,338.97		1,180.65
40,000	ISHARES NASDAQ BIOTECH	11/02/2011	02/22/2013	3,834.80	5,806.90		1,972.10
109,000	ISHARES NASDAQ BIOTECH	01/14/2011	02/22/2013	10,473.98	15,823.81		5,349.83
50,000	ISHARES PHLX SEMICNDICTOR OR INDEX FUND ETF	05/23/2012	02/22/2013	2,500.30	2,884.96	384.66	
50,000	ISHARES PHLX SEMICNDICTOR OR INDEX FUND ETF	05/14/2012	02/22/2013	2,663.50	2,884.97	221.47	
29,000	ISHARES PHLX SEMICNDICTOR OR INDEX FUND ETF	11/21/2011	02/22/2013	1,437.82	1,673.28		235.46
24,000	ISHARES PHLX SEMICNDICTOR OR INDEX FUND ETF	11/09/2011	02/22/2013	1,226.88	1,384.78		157.90
70,000	ISHARES PHLX SEMICNDICTOR OR INDEX FUND ETF	11/02/2011	02/22/2013	3,556.70	4,038.95		482.25
117,000	ISHARES PHLX SEMICNDICTOR OR INDEX FUND ETF	01/14/2011	02/22/2013	7,087.86	6,750.82		(337.04)
50,000	ISHARES S&P 500 GRWTH ETF INDEX FD US ETFS	05/23/2012	02/22/2013	3,567.40	3,977.21	409.81	
20,000	ISHARES S&P 500 GRWTH ETF INDEX FD US ETFS	05/14/2012	02/22/2013	1,457.40	1,590.88	133.48	

**Realized Gains & Losses**  
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Valuation Currency: USD  
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss)	
						Short Term	Long Term
25,000	ISHARES S&P 500 GRWTH ETF INDEX FD US ETFs	11/21/2011	02/22/2013	1,619.75	1,988.61	368.86	
62,000	ISHARES S&P 500 GRWTH ETF INDEX FD US ETFs	11/09/2011	02/22/2013	4,135.40	4,931.74	796.34	
80,000	ISHARES S&P 500 GRWTH ETF INDEX FD US ETFs	11/02/2011	02/22/2013	5,332.80	6,363.54	1,030.74	
262,000	ISHARES S&P 500 GRWTH ETF INDEX FD US ETFs	01/14/2011	02/22/2013	17,516.06	20,840.58	3,324.52	
50,000	ISHARES S&P 500 VAL ETF	05/23/2012	02/22/2013	2,971.59	3,577.66	606.07	
50,000	ISHARES S&P 500 VAL ETF	05/14/2012	02/22/2013	3,076.50	3,577.67	501.17	
25,000	ISHARES S&P 500 VAL ETF	11/21/2011	02/22/2013	1,366.50	1,788.83	422.33	
90,000	ISHARES S&P 500 VAL ETF	11/09/2011	02/22/2013	5,076.90	6,439.80	1,362.90	
102,000	ISHARES S&P 500 VAL ETF	11/02/2011	02/22/2013	5,757.54	7,298.43	1,540.89	
286,000	ISHARES S&P 500 VAL ETF	01/14/2011	02/22/2013	17,581.51	20,464.24	2,882.73	
25,000	ISHARES S&P MID-CAP 400 G ETF INDEX FD	05/23/2012	02/22/2013	2,627.94	3,055.93	427.99	
25,000	ISHARES S&P MID-CAP 400 G ETF INDEX FD	05/14/2012	02/22/2013	2,717.75	3,055.94	338.19	
25,000	ISHARES S&P MID-CAP 400 G ETF INDEX FD	11/21/2011	02/22/2013	2,408.25	3,055.93	647.68	
13,000	ISHARES S&P MID-CAP 400 G ETF INDEX FD	11/09/2011	02/22/2013	1,295.32	1,589.08	293.76	
27,000	ISHARES S&P MID-CAP 400 G ETF INDEX FD	11/02/2011	02/22/2013	2,692.98	3,300.40	607.42	
68,000	ISHARES S&P MID-CAP 400 G ETF INDEX FD	01/14/2011	02/22/2013	6,980.20	8,312.13	1,331.93	
25,000	ISHARES S&P MID-CAP 400 V ETF INDEX FD	05/23/2012	02/22/2013	1,974.10	2,414.35	440.25	
30,000	ISHARES S&P MID-CAP 400 V ETF INDEX FD	05/14/2012	02/22/2013	2,468.10	2,897.21	429.11	

Realized Gains & Losses  
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Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss)	
						Short Term	Long Term
35 000	ISHARES S&P MID-CAP 400 V ETF INDEX FD	11/21/2011	02/22/2013	2,536.80	3,380.09	843.29	
26 000	ISHARES S&P MID-CAP 400 V ETF INDEX FD	11/09/2011	02/22/2013	1,929.20	2,510.92	581.72	
63 000	ISHARES S&P MID-CAP 400 V ETF INDEX FD	11/02/2011	02/22/2013	4,665.78	6,084.15	1,418.37	
129 000	ISHARES S&P MID-CAP 400 V ETF INDEX FD	01/14/2011	02/22/2013	10,522.63	12,458.02	1,935.39	
50 000	ISHARES S&P SMALL-CAP 600 V ETF INDEX FD	05/23/2012	02/22/2013	3,557.40	4,350.24	792.84	
30,000	ISHARES S&P SMALL-CAP 600 V ETF INDEX FD	05/14/2012	02/22/2013	2,220.60	2,610.14	389.54	
31,000	ISHARES S&P SMALL-CAP 600 V ETF INDEX FD	11/21/2011	02/22/2013	2,033.29	2,697.15	663.86	
27,000	ISHARES S&P SMALL-CAP 600 V ETF INDEX FD	11/09/2011	02/22/2013	1,806.03	2,349.13	543.10	
70 000	ISHARES S&P SMALL-CAP 600 V ETF INDEX FD	11/02/2011	02/22/2013	4,671.10	6,090.34	1,419.24	
144 000	ISHARES S&P SMALL-CAP 600 V ETF INDEX FD	01/14/2011	02/22/2013	10,556.70	12,528.70	1,972.00	
50 000	ISHARES SMALL CAP 600 G ETF INDEX FUND	05/23/2012	02/22/2013	3,853.30	4,505.74	652.44	
30 000	ISHARES SMALL CAP 600 G ETF INDEX FUND	05/14/2012	02/22/2013	2,385.00	2,703.44	318.44	
28 000	ISHARES SMALL CAP 600 G ETF INDEX FUND	11/21/2011	02/22/2013	1,988.56	2,523.21	534.65	
27 000	ISHARES SMALL CAP 600 G ETF INDEX FUND	11/09/2011	02/22/2013	1,963.71	2,433.10	469.39	
54 000	ISHARES SMALL CAP 600 G ETF INDEX FUND	11/02/2011	02/22/2013	3,920.94	4,866.19	945.25	
142 000	ISHARES SMALL CAP 600 G ETF INDEX FUND	01/14/2011	02/22/2013	10,526.46	12,796.28	2,269.82	

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Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss)	
						Short Term	Long Term
50 000	ISHARES U S HEALTHCARE ETF	05/23/2012	02/22/2013	3,754 00	4,532 13	778 13	
30 000	ISHARES U S HEALTHCARE ETF	05/14/2012	02/22/2013	2,315 70	2,719 28	403 58	
25 000	ISHARES U S HEALTHCARE ETF	11/21/2011	02/22/2013	1,663 25	2,266 06		602 81
75 000	ISHARES U S HEALTHCARE ETF	11/02/2011	02/22/2013	5,094 00	6,798 19		1,704 19
104 000	ISHARES U S HEALTHCARE ETF	01/14/2011	02/22/2013	6,934 22	9,426 83		2,492 61
50 000	ISHARES US ENERGY ETF	05/23/2012	02/22/2013	1,865 80	2,213 83	348 03	
75 000	ISHARES US ENERGY ETF	05/14/2012	02/22/2013	2,872 50	3,320 75	448 25	
40 000	ISHARES US ENERGY ETF	11/21/2011	02/22/2013	1,532 40	1,771 06		238 66
28 000	ISHARES US ENERGY ETF	11/09/2011	02/22/2013	1,117 20	1,239 75		122 55
67 000	ISHARES US ENERGY ETF	11/02/2011	02/22/2013	2,639 13	2,966 53		327 40
175 000	ISHARES US ENERGY ETF	01/14/2011	02/22/2013	7,036 63	7,748 40		711 77
30 000	ISHARES US REAL ESTATE ETF	05/14/2012	02/22/2013	1,969 80	2,042 35	132 55	
41 000	ISHARES US REAL ESTATE ETF	11/21/2011	02/22/2013	2,181 61	2,791 22		609 61
37 000	ISHARES US REAL ESTATE ETF	11/09/2011	02/22/2013	2,059 79	2,518 90		459 11
68 000	ISHARES US REAL ESTATE ETF	11/02/2011	02/22/2013	3,797 12	4,629 34		832 22
187 000	ISHARES US REAL ESTATE ETF	01/14/2011	02/22/2013	10,508 50	12,730 67		2,222 17
50 000	POWERSHARES QQQ NASDAQ 100	05/23/2012	02/22/2013	3,099 88	3,350 63	250 75	
75 000	POWERSHARES QQQ NASDAQ 100	05/14/2012	02/22/2013	3,196 50	3,350 64	154 14	
80 000	POWERSHARES QQQ NASDAQ 100	11/21/2011	02/22/2013	4,083 00	5,025 95		942 95
150 000	POWERSHARES QQQ NASDAQ 100	11/09/2011	02/22/2013	4,554 40	5,361 02		806 62
433 000	POWERSHARES QQQ NASDAQ 100	11/02/2011	02/22/2013	8,486 40	10,051 90		1,565 50
38 000	POWERSHARES WATER RESOURCES ETF	01/14/2011	02/22/2013	24,596 61	29,016 50		4,419 89
42 000	POWERSHARES WATER RESOURCES ETF	11/21/2011	02/22/2013	621 68	846 28		224 60
101 000	POWERSHARES WATER RESOURCES ETF	11/09/2011	02/22/2013	701 82	935 37		233 55
180 000	POWERSHARES WATER RESOURCES ETF	01/14/2011	02/22/2013	1,707 26	2,249 33		542 07
25 000	SPDR DOW JONES INDL AVUT SER 1	05/23/2012	02/22/2013	3,486 67	4,008 70		522 03
119 000	SPDR DOW JONES INDL AVUT SER 1	01/14/2011	02/22/2013	3,092 39	3,491 04	398 65	
				13,986 68	16,617 35		2,630 67

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Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Short Term	Long Term
						Gain (Loss)	
100 000	TEMPLETON DRAGON FD INC COM	05/14/2012	02/22/2013	2,649.00	2,861.09	212.09	
81 000	TEMPLETON DRAGON FD INC COM	11/21/2011	02/22/2013	1,996.65	2,317.48	320.83	
87 000	TEMPLETON DRAGON FD INC COM	11/09/2011	02/22/2013	2,233.72	2,489.14	265.42	
221 000	TEMPLETON DRAGON FD INC COM	11/02/2011	02/22/2013	5,715.83	6,323.00	607.17	
331 000	TEMPLETON DRAGON FD INC COM	01/14/2011	02/22/2013	10,385.56	9,470.19	(915.37)	
100 000	VANGUARD FTSE EMERGING MARKETS	05/14/2012	02/22/2013	3,955.56	4,363.13	407.57	
50 000	VANGUARD FTSE EMERGING MARKETS	11/21/2011	02/22/2013	1,905.50	2,181.56	276.06	
50 000	VANGUARD FTSE EMERGING MARKETS	11/09/2011	02/22/2013	2,026.00	2,181.56	155.56	
150 000	VANGUARD FTSE EMERGING MARKETS	11/02/2011	02/22/2013	6,210.90	6,544.68	333.78	
289 000	VANGUARD FTSE EMERGING MARKETS	01/14/2011	02/22/2013	13,954.42	12,609.42	(1,345.00)	
100 000	VANGUARD FTSE PACIFIC ETF	05/14/2012	02/22/2013	4,906.18	5,569.31	663.13	
50 000	VANGUARD FTSE PACIFIC ETF	11/21/2011	02/22/2013	2,399.50	2,784.66	385.16	
50 000	VANGUARD FTSE PACIFIC ETF	11/09/2011	02/22/2013	2,494.50	2,784.66	290.16	
125 000	VANGUARD FTSE PACIFIC ETF	11/02/2011	02/22/2013	6,300.81	6,961.64	660.83	
302 000	VANGUARD FTSE PACIFIC ETF	01/14/2011	02/22/2013	17,482.90	16,819.33	(663.57)	
67 000	VANGUARD MSCI EUROPE ETF	05/14/2012	02/22/2013	2,818.02	3,332.31	514.29	
25 000	VANGUARD MSCI EUROPE ETF	11/21/2011	02/22/2013	1,034.00	1,243.40	209.40	
53 000	VANGUARD MSCI EUROPE ETF	11/09/2011	02/22/2013	2,291.19	2,636.01	344.82	
111 000	VANGUARD MSCI EUROPE ETF	11/02/2011	02/22/2013	4,934.08	5,520.69	586.61	
210 000	VANGUARD MSCI EUROPE ETF	01/14/2011	02/22/2013	10,489.58	10,444.56	(45.02)	
	TOTAL PORTFOLIO			642,703.08	721,133.18	15,061.37	63,368.73
			ST	111,037.63	126,099.00		
			LT	531,665.45	595,034.18		

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss)	
						Short Term	Long Term
50,000	ALTRIA GROUP INC	05/23/2012	02/22/2013	1,581.76	1,757.46	175.70	
41,000	ALTRIA GROUP INC	11/21/2011	02/22/2013	1,118.89	1,441.12		322.23
70,000	ALTRIA GROUP INC	11/09/2011	02/22/2013	1,900.92	2,460.44		559.52
100,000	ALTRIA GROUP INC	11/02/2011	02/22/2013	2,704.52	3,514.92		810.40
207,000	ALTRIA GROUP INC	01/14/2011	02/22/2013	5,001.10	7,275.89		2,274.79
50,000	AMERICAN ASSETS TRUST INC	05/23/2012	02/22/2013	1,123.30	1,509.34	386.04	
100,000	AMERICAN ASSETS TRUST INC	11/09/2011	02/22/2013	1,979.72	3,018.68		1,038.96
364,000	AMERICAN ASSETS TRUST INC	11/02/2011	02/22/2013	7,002.20	10,988.01		3,985.81
50,000	ANNALY CAPITAL MGMT INC	05/23/2012	02/22/2013	823.29	749.98	(73.31)	
107,000	ANNALY CAPITAL MGMT INC	11/21/2011	02/22/2013	1,705.13	1,604.97		(100.16)
106,000	ANNALY CAPITAL MGMT INC	11/09/2011	02/22/2013	1,739.04	1,589.96		(149.08)
306,000	ANNALY CAPITAL MGMT INC	11/02/2011	02/22/2013	4,989.64	4,589.90		(399.74)
338,000	ANNALY CAPITAL MGMT INC	02/09/2011	02/22/2013	6,073.86	5,069.88		(1,003.98)
50,000	AT&T INC	05/23/2012	02/22/2013	1,662.24	1,782.24	120.00	
100,000	AT&T INC	11/09/2011	02/22/2013	2,890.60	3,564.48		673.88
123,000	AT&T INC	11/02/2011	02/22/2013	3,580.53	4,384.31		803.78
178,000	AT&T INC	01/14/2011	02/22/2013	5,018.73	6,344.77		1,326.04
50,000	BLACKROCK ENERGY & RESOURCES TRUST	05/23/2012	02/22/2013	1,140.00	1,274.68	134.68	
153,000	BLACKROCK ENERGY & RESOURCES TRUST	11/21/2011	02/22/2013	3,735.57	3,900.52		164.95
118,000	BLACKROCK ENERGY & RESOURCES TRUST	11/09/2011	02/22/2013	3,087.47	3,008.25		(79.22)
317,000	BLACKROCK ENERGY & RESOURCES TRUST	11/02/2011	02/22/2013	8,390.36	8,081.48		(308.88)
4,000	BLACKROCK ENERGY & RESOURCES TRUST	03/31/2011	02/22/2013	127.47	101.97		(25.50)
342,000	BLACKROCK ENERGY & RESOURCES TRUST	01/14/2011	02/22/2013	9,948.85	8,718.82		(1,230.03)

Realized Gains & Losses  
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Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss)	
						Short Term	Long Term
197 000	BLACKROCK GLOBAL OPPORTUNITIES EQUITY TRUST	11/21/2011	02/22/2013	2,645.08	2,662.32		17.24
112 000	BLACKROCK GLOBAL OPPORTUNITIES EQUITY TRUST	11/09/2011	02/22/2013	1,676.28	1,513.60		(162.68)
392 000	BLACKROCK GLOBAL OPPORTUNITIES EQUITY TRUST	11/02/2011	02/22/2013	5,829.78	5,297.60		(532.18)
317 000	BLACKROCK GLOBAL OPPORTUNITIES EQUITY TRUST	01/14/2011	02/22/2013	5,975.45	4,284.03		(1,691.42)
254 000	BLACKROCK REAL ASSET EQUITY TR COM	11/21/2011	02/22/2013	2,781.81	2,583.05		(198.76)
200 000	BLACKROCK REAL ASSET EQUITY TR COM	11/09/2011	02/22/2013	2,315.54	2,033.89		(281.65)
655 000	BLACKROCK REAL ASSET EQUITY TR COM	11/02/2011	02/22/2013	7,609.59	6,661.00		(948.59)
9 000	BLACKROCK REAL ASSET EQUITY TR COM	03/31/2011	02/22/2013	137.61	91.53		(46.08)
549 000	BLACKROCK REAL ASSET EQUITY TR COM	01/14/2011	02/22/2013	7,947.27	5,583.04		(2,364.23)
50 000	BLKRRK LT DR INC	05/23/2012	02/22/2013	856.50	950.25	93.75	
109 000	BLKRRK LT DR INC	11/21/2011	02/22/2013	1,707.65	2,071.54		363.89
112 000	BLKRRK LT DR INC	11/09/2011	02/22/2013	1,813.28	2,128.56		315.28
288 000	BLKRRK LT DR INC	11/02/2011	02/22/2013	4,665.60	5,473.43		807.83
361 000	BLKRRK LT DR INC	01/14/2011	02/22/2013	6,010.79	6,860.79		850.00
231 000	BRISTOL MYERS SQUIBB CO	01/14/2011	02/22/2013	5,960.98	8,516.47		2,555.49
50 000	CHEVRON CORPORATION	05/23/2012	02/22/2013	4,895.12	5,789.09	893.97	
25 000	CHEVRON CORPORATION	05/14/2012	02/22/2013	2,553.25	2,894.55	341.30	
30 000	CHEVRON CORPORATION	11/21/2011	02/22/2013	2,870.40	3,473.46		603.06
50 000	CHEVRON CORPORATION	11/09/2011	02/22/2013	5,227.28	5,789.10		561.82
80 000	CHEVRON CORPORATION	11/02/2011	02/22/2013	8,321.60	9,262.55		940.95
75 000	COHEN & STEERS INFRASTRUCTURE	05/23/2012	02/22/2013	1,217.81	1,452.60	234.79	

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Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Short Term	Long Term
						Gain (Loss)	
100.000	COHEN & STEERS INFRASTRUCTURE	11/21/2011	02/22/2013	1,560.80	1,936.81	376.01	
118.000	COHEN & STEERS INFRASTRUCTURE	11/09/2011	02/22/2013	1,881.51	2,285.43	403.92	
280.000	COHEN & STEERS INFRASTRUCTURE	11/02/2011	02/22/2013	4,504.22	5,423.06	918.84	
7.000	COHEN & STEERS INFRASTRUCTURE	03/31/2011	02/22/2013	126.23	135.58	9.35	
365.000	COHEN & STEERS INFRASTRUCTURE	01/14/2011	02/22/2013	6,006.11	7,069.34	1,063.23	
213.000	EATN VANC TX-MGD CLOSED END FUND	11/21/2011	02/22/2013	1,699.06	1,959.56	260.50	
179.000	EATN VANC TX-MGD CLOSED END FUND	11/09/2011	02/22/2013	1,513.77	1,646.76	132.99	
78.000	EATN VANC TX-MGD CLOSED END FUND	11/02/2011	02/22/2013	662.22	717.58	55.36	
955.000	EATN VANC TX-MGD CLOSED END FUND	01/14/2011	02/22/2013	10,065.70	8,785.80	(1,279.90)	
93.000	EATON VANCE LIMITED DURATION INC OME FUND	11/21/2011	02/22/2013	1,366.80	1,610.99	244.19	
138.000	EATON VANCE LIMITED DURATION INC OME FUND	11/09/2011	02/22/2013	2,031.10	2,390.51	359.41	
324.000	EATON VANCE LIMITED DURATION INC OME FUND	11/02/2011	02/22/2013	4,858.96	5,612.49	753.53	
376.000	EATON VANCE LIMITED DURATION INC OME FUND	01/14/2011	02/22/2013	5,967.27	6,513.26	545.99	
200.000	EATON VANCE RISK MANAGED DIV EQ FD	05/14/2012	02/22/2013	2,047.60	2,133.95	86.35	
125.000	EATON VANCE RISK MANAGED DIV EQ FD	11/21/2011	02/22/2013	1,288.35	1,333.72	45.37	
200.000	EATON VANCE RISK MANAGED DIV EQ FD	11/09/2011	02/22/2013	2,086.50	2,133.95	47.45	
500.000	EATON VANCE RISK MANAGED DIV EQ FD	11/02/2011	02/22/2013	5,230.60	5,334.88	104.28	
744.000	EATON VANCE RISK MANAGED DIV EQ FD	01/14/2011	02/22/2013	10,010.59	7,938.30	(2,072.29)	

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						Short Term	Long Term
250 000	EATON VANCE TAX-MANAGED DIVERSIFIED EQUITY INCOME FUND	05/14/2012	02/22/2013	2,323.90	2,482.67	158.77	
150 000	EATON VANCE TAX-MANAGED DIVERSIFIED EQUITY INCOME FUND	11/21/2011	02/22/2013	1,272.54	1,489.60	217.06	
250 000	EATON VANCE TAX-MANAGED DIVERSIFIED EQUITY INCOME FUND	11/09/2011	02/22/2013	2,258.65	2,482.67	224.02	
500 000	EATON VANCE TAX-MANAGED DIVERSIFIED EQUITY INCOME FUND	11/02/2011	02/22/2013	4,552.60	4,965.34	412.74	
881 000	EATON VANCE TAX-MANAGED DIVERSIFIED EQUITY INCOME FUND	01/14/2011	02/22/2013	9,990.72	8,748.92	(1,241.80)	
200 000	EATON VANCE TAX-MANAGED BUYWRITEINCOME FUND	05/14/2012	02/22/2013	2,608.36	2,829.37	221.01	
125 000	EATON VANCE TAX-MANAGED BUYWRITEINCOME FUND	11/21/2011	02/22/2013	1,475.70	1,768.36	292.66	
200 000	EATON VANCE TAX-MANAGED BUYWRITEINCOME FUND	11/09/2011	02/22/2013	2,393.00	2,829.38	436.38	
450 000	EATON VANCE TAX-MANAGED BUYWRITEINCOME FUND	11/02/2011	02/22/2013	5,421.06	6,366.10	945.04	
684 000	EATON VANCE TAX-MANAGED BUYWRITEINCOME FUND	01/14/2011	02/22/2013	10,020.74	9,676.46	(344.28)	
50 000	HONEYWELL INTERNATIONAL INC	05/23/2012	02/22/2013	2,836.00	3,484.69	648.69	
50 000	HONEYWELL INTERNATIONAL INC	05/14/2012	02/22/2013	2,919.00	3,484.69	565.69	
47 000	HONEYWELL INTERNATIONAL INC	11/21/2011	02/22/2013	2,398.88	3,275.61	876.73	
100 000	HONEYWELL INTERNATIONAL INC	11/09/2011	02/22/2013	5,274.62	6,969.38	1,694.76	
120 000	HONEYWELL INTERNATIONAL INC	11/02/2011	02/22/2013	6,298.22	8,363.26	2,065.04	
100 000	ING ASIA PACIFIC SEE CUSIP 92 912J102	05/14/2012	02/22/2013	1,507.56	1,567.70	60.14	
125 000	ING ASIA PACIFIC SEE CUSIP 92 912J102	11/21/2011	02/22/2013	1,776.88	1,959.63	182.75	
150 000	ING ASIA PACIFIC SEE CUSIP 92 912J102	11/09/2011	02/22/2013	2,241.75	2,351.56	109.81	

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Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss)	
						Short Term	Long Term
400,000	ING ASIA PACIFIC SEE CUSIP 92 912J102	11/02/2011	02/22/2013	5,869.00	6,270.82		401.82
409,000	ING ASIA PACIFIC SEE CUSIP 92 912J102	01/14/2011	02/22/2013	7,930.59	6,411.91		(1,518.68)
50,000	INTEL CORP	05/23/2012	02/22/2013	1,262.00	1,023.05	(238.95)	
50,000	INTEL CORP	05/14/2012	02/22/2013	1,357.50	1,023.06	(334.44)	
100,000	INTEL CORP	11/21/2011	02/22/2013	2,354.00	2,046.12		(307.88)
57,000	INTEL CORP	11/09/2011	02/22/2013	1,362.30	1,166.28		(196.02)
137,000	INTEL CORP	11/02/2011	02/22/2013	3,251.83	2,803.18		(448.65)
234,000	INTEL CORP	01/14/2011	02/22/2013	4,943.88	4,787.90		(155.98)
30,000	ISHARES IBOXX \$ INVESTMENT GRADE 4 278% DUE @ 0.00	05/23/2012	02/22/2013	3,467.88	3,592.47	124.59	
23,000	ISHARES IBOXX \$ INVESTMENT GRADE 4 278% DUE @ 0.00	11/21/2011	02/22/2013	2,569.79	2,754.22		184.43
29,000	ISHARES IBOXX \$ INVESTMENT GRADE 4 278% DUE @ 0.00	11/09/2011	02/22/2013	3,312.38	3,472.71		160.33
60,000	ISHARES IBOXX \$ INVESTMENT GRADE 4 278% DUE @ 0.00	11/02/2011	02/22/2013	6,918.00	7,184.92		266.92
91,000	ISHARES IBOXX \$ INVESTMENT GRADE 4 278% DUE @ 0.00	01/14/2011	02/22/2013	9,937.20	10,897.13		959.93
30,000	ISHARES TIPS BOND ETF 1 128% DUE @ 0.00	05/23/2012	02/22/2013	3,618.48	3,611.83	(6.65)	
13,000	ISHARES TIPS BOND ETF 1 128% DUE @ 0.00	11/21/2011	02/22/2013	1,513.20	1,565.12		51.92
15,000	ISHARES TIPS BOND ETF 1 128% DUE @ 0.00	11/09/2011	02/22/2013	1,764.00	1,805.91		41.91
32,000	ISHARES TIPS BOND ETF 1 128% DUE @ 0.00	11/02/2011	02/22/2013	3,763.84	3,852.61		88.77
57,000	ISHARES TIPS BOND ETF 1 128% DUE @ 0.00	01/14/2011	02/22/2013	6,162.27	6,862.46		700.19
93,000	MARATHON OIL CORP	01/14/2011	02/22/2013	2,370.98	3,206.56		835.58

814890090 : CJ BERRY FOUNDATION \*INCOME\*

01/01/2013 to 12/31/2013

Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss)	
						Short Term	Long Term
25 000	PHILIP MORRIS INTL	05/23/2012	02/22/2013	2,103 66	2,328 64	224 98	
25 000	PHILIP MORRIS INTL	05/14/2012	02/22/2013	2,138 50	2,328 65	190 15	
50 000	PHILIP MORRIS INTL	11/21/2011	02/22/2013	3,597 00	4,657 29		1,060 29
60 000	PHILIP MORRIS INTL	11/02/2011	02/22/2013	4,188 60	5,588 75		1,400 15
88 000	PHILIP MORRIS INTL	01/14/2011	02/22/2013	4,959 68	8,196 83		3,237 15
100 000	PIMCO INCOME STRATEGY FUND II	05/23/2012	02/22/2013	1,025 80	1,130 80	105 00	
141 000	PIMCO INCOME STRATEGY FUND II	11/21/2011	02/22/2013	1,242 72	1,594 42		351 70
144 000	PIMCO INCOME STRATEGY FUND II	11/09/2011	02/22/2013	1,331 34	1,628 34		297 00
364 000	PIMCO INCOME STRATEGY FUND II	11/02/2011	02/22/2013	3,409 52	4,116 09		706 57
383 000	PIMCO INCOME STRATEGY FUND II	02/18/2011	02/22/2013	4,096 87	4,330 94		234 07
150 000	PS EX TR FNC PR	05/14/2012	02/22/2013	2,665 20	2,765 94	100 74	
95 000	PS EX TR FNC PR	11/21/2011	02/22/2013	1,552 00	1,751 76		199 76
116 000	PS EX TR FNC PR	11/09/2011	02/22/2013	1,927 55	2,138 99		211 44
287 000	PS EX TR FNC PR	11/02/2011	02/22/2013	4,821 94	5,292 16		470 22
338 000	PS EX TR FNC PR	01/14/2011	02/22/2013	5,977 60	6,232 58		254 98
40 000	SPDR BARCLAYS CAPTL HIGH YIELD 2 402% DUE @ 0 00	05/23/2012	02/22/2013	1,536 23	1,630 76	94 53	
50 000	SPDR BARCLAYS CAPTL HIGH YIELD 2 402% DUE @ 0 00	05/14/2012	02/22/2013	1,966 50	2,038 46	71 96	
72 000	SPDR BARCLAYS CAPTL HIGH YIELD 2 402% DUE @ 0 00	11/21/2011	02/22/2013	2,686 74	2,935 37		248 63
82 000	SPDR BARCLAYS CAPTL HIGH YIELD 2 402% DUE @ 0 00	11/09/2011	02/22/2013	3,121 48	3,343 06		221 58
208 000	SPDR BARCLAYS CAPTL HIGH YIELD 2 402% DUE @ 0 00	11/02/2011	02/22/2013	7,982 04	8,479 97		497 93
249 000	SPDR BARCLAYS CAPTL HIGH YIELD 2 402% DUE @ 0 00	01/14/2011	02/22/2013	9,984 90	10,151 50		166 60
100 000	TEMPLETON EMERGING MKTS INCOME FD INC	05/14/2012	02/22/2013	1,526 18	1,749 48	223 30	

Supplemental Report

814890090 : CJ BERRY FOUNDATION \*INCOME\*

01/01/2013 to 12/31/2013

Trade Date Reporting

Valuation Currency: USD

Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss)	
						Short Term	Long Term
81 000	TEMPLETON EMERGING MKTS INCOME FD INC	11/21/2011	02/22/2013	1,210.79	1,417.08		206.29
88 000	TEMPLETON EMERGING MKTS INCOME FD INC	11/09/2011	02/22/2013	1,380.00	1,539.54		159.54
203 000	TEMPLETON EMERGING MKTS INCOME FD INC	11/02/2011	02/22/2013	3,233.38	3,551.45		318.07
235 000	TEMPLETON EMERGING MKTS INCOME FD INC	06/06/2011	02/22/2013	4,175.10	4,111.28		(63.82)
300 000	TEMPLETON GLOBAL INCOME FD INC	05/14/2012	02/22/2013	2,828.40	2,859.68	31.28	
125 000	TEMPLETON GLOBAL INCOME FD INC	11/21/2011	02/22/2013	1,157.10	1,191.54		34.44
200 000	TEMPLETON GLOBAL INCOME FD INC	11/09/2011	02/22/2013	1,983.08	1,906.46		(76.62)
500 000	TEMPLETON GLOBAL INCOME FD INC	11/02/2011	02/22/2013	4,935.00	4,766.14		(168.86)
948 000	TEMPLETON GLOBAL INCOME FD INC	01/14/2011	02/22/2013	9,897.31	9,036.60		(860.71)
40 000	UTILITIES SELECT SECTOR SPDR US ETFs	05/23/2012	02/22/2013	1,416.61	1,486.04	69.43	
50 000	UTILITIES SELECT SECTOR SPDR US ETFs	05/14/2012	02/22/2013	1,795.00	1,857.54	62.54	
39 000	UTILITIES SELECT SECTOR SPDR US ETFs	11/21/2011	02/22/2013	1,335.75	1,448.89		113.14
42 000	UTILITIES SELECT SECTOR SPDR US ETFs	11/09/2011	02/22/2013	1,457.68	1,560.34		102.66
94 000	UTILITIES SELECT SECTOR SPDR US ETFs	11/02/2011	02/22/2013	3,266.50	3,492.19		225.69
158 000	UTILITIES SELECT SECTOR SPDR US ETFs	01/14/2011	02/22/2013	5,006.26	5,869.85		863.59
TOTAL PORTFOLIO				483,470.56	517,005.54	4,766.03	28,768.95

ST 58,803.63 62,569.66  
LT 424,666.93 453,435.88

Supplemental Report

Page: 1

Realized Gains & Losses

814890044 : CJ BERRY FOUNDATION \*CORP\*

MS 70818704/01/2013 to 12/31/2013

Trade Date Reporting

Valuation Currency: USD  
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss)	
						Short Term	Long Term
35,000.000	AIRGAS INC 3.250% CALLABLE 09/01/2015 @ 100.00	01/07/2011	02/22/2013	34,989.85	36,743.70	1,753.85	
35,000.000	ARCELORMITTAL FLOATER DUE 08/05/2015 @ 100.00	01/07/2011	02/22/2013	35,232.16	36,053.50	821.34	
40,000.000	AT&T INC 2.500% DUE 08/15/2015 @ 100.00	03/21/2011	02/22/2013	40,003.46	41,648.40	1,644.94	
50,000.000	AVON PRODUCTS 5.750% DUE 03/01/2018 @ 100.00	08/08/2012	02/22/2013	53,132.16	54,090.50	958.34	
50,000.000	BANK OF AMER CRP SER L 4.500% DUE 04/01/2015 @ 100.00	02/16/2012	02/22/2013	50,621.72	53,202.50		2,580.78
75,000.000	BARCLAYS BK PLC 5.125% DUE 01/08/2020 @ 100.00	03/09/2012	02/22/2013	79,557.98	85,732.50	6,174.52	
50,000.000	BEST BUY CO INC 3.750% DUE 03/15/2016 @ 100.00	05/07/2012	02/22/2013	48,485.50	48,530.00	44.50	
35,000.000	CELGENE CORP 2.450% DUE 10/15/2015 @ 100.00	01/07/2011	02/22/2013	34,069.35	36,334.90		2,265.55
35,000.000	COCA-COLA ENTER 2.125% DUE 09/15/2015 @ 100.00	02/03/2011	02/22/2013	33,960.85	35,989.80		2,028.95
50,000.000	COUNTRYWIDE FINL 6.250% DUE 05/15/2016 @ 100.00	05/07/2012	02/22/2013	51,935.41	55,850.50	3,915.09	
75,000.000	CRED SUIS NY 5.300% DUE 08/13/2019 @ 100.00	03/09/2012	02/22/2013	81,085.09	88,328.25	7,243.16	
35,000.000	DELL INC SR UNS GLOBAL 2.1% 2.100% DUE 04/01/2014 @ 100.00	03/28/2011	02/22/2013	34,988.80	35,249.55	260.75	
35,000.000	DIRECTV HLDGS/FN 3.125% DUE 02/15/2016 @ 100.00	01/07/2011	02/22/2013	34,677.30	36,653.40	1,976.10	
25,000.000	EASTMAN CHEMICAL 3.000% DUE 12/15/2015 @ 100.00	03/22/2011	02/22/2013	24,988.25	26,193.50	1,205.25	
35,000.000	GECC 0869 14AF07GE FLOATER DUE 04/07/2014 @ 100.00	04/04/2011	02/22/2013	35,000.00	35,172.65	172.65	
50,000.000	GEN ELEC CAP CRP 5.300% DUE 02/11/2021 @ 100.00	01/23/2012	02/22/2013	53,281.89	57,436.00	4,154.11	

**Realized Gains & Losses**  
**814890044 : CJ BERRY FOUNDATION \*CORP\***  
**01/01/2013 to 12/31/2013**  
**Trade Date Reporting**

Valuation Currency: USD  
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss)	
						Short Term	Long Term
50,000 000	GENWORTH FINANCIAL INC	05/07/2012	02/22/2013	50,581.21	53,129.00	2,547.79	
50,000 000	4.950% CALLABLE 10/01/2013 @ 100.00						
50,000 000	GOLDMAN SACHS GP	02/13/2012	02/22/2013	53,628.28	58,366.00	4,737.72	
35,000 000	5.950% DUE 01/18/2018 @ 100.00						
35,000 000	GOLDMAN SACHS GP	01/07/2011	02/22/2013	33,244.40	34,469.75	1,225.35	
25,000 000	FLOATER DUE 03/22/2016 @ 100.00						
25,000 000	JP MORGAN CHASE & CO	03/21/2011	02/22/2013	24,334.75	26,082.25	1,747.50	
35,000 000	LABORATORY CORP	01/07/2011	02/22/2013	35,072.04	36,567.65	1,495.61	
35,000 000	3.125% DUE 05/15/2016 @ 100.00						
35,000 000	LIFE TECH CORP	01/07/2011	02/22/2013	35,828.54	36,925.35	1,096.81	
35,000 000	4.400% DUE 03/01/2015 @ 100.00						
35,000 000	MEDTRONIC INC	03/10/2011	02/22/2013	34,859.65	36,760.50	1,900.85	
40,000 000	2.625% DUE 03/15/2016 @ 100.00						
40,000 000	MICROSOFT CORP	02/03/2011	02/22/2013	39,901.20	42,114.40	2,213.20	
35,000 000	2.500% DUE 02/08/2016 @ 100.00						
35,000 000	NASDAQ OMX GROUP	01/07/2011	02/22/2013	35,400.52	36,415.05	1,014.53	
25,000 000	4.000% DUE 01/15/2015 @ 100.00						
25,000 000	PITNEY BOWES INC	02/13/2012	02/22/2013	26,905.67	26,915.00	9.33	
50,000 000	5.750% DUE 09/15/2017 @ 100.00						
50,000 000	PITNEY BOWES INC	01/23/2012	02/22/2013	52,900.21	53,447.50	547.29	
35,000 000	5.600% DUE 03/15/2018 @ 100.00						
35,000 000	QUEST DIAGNOSTIC	03/22/2011	02/22/2013	35,035.95	36,771.70	1,735.75	
50,000 000	3.200% DUE 04/01/2016 @ 100.00						
50,000 000	RBS NV EX-ABN NV	05/10/2012	02/22/2013	49,250.00	51,732.00	2,482.00	
50,000 000	4.650% DUE 06/04/2018 @ 100.00						
50,000 000	ROYAL BK SCOTLAND	01/23/2012	02/22/2013	50,741.84	58,335.00	7,593.16	
50,000 000	5.625% DUE 08/24/2020 @ 100.00						
50,000 000	SAFWAY INC	08/08/2012	02/22/2013	50,698.38	53,991.00	3,292.62	
35,000 000	5.000% CALLABLE 08/15/2013 @ 100.00						
35,000 000	TELEFONICA EMIS SR UNS GLOBA	01/07/2011	02/22/2013	35,012.82	35,074.90	62.08	
35,000 000	2.582% DUE 04/26/2013 @ 100.00						

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss)	
						Short Term	Long Term
30,000,000	VALE OVERSEAS SR UNSGLOBAL 6.25% 6.250% DUE 01/23/2017 @ 100.00	01/07/2011	02/22/2013	32,484.41	34,285.50		1,801.09
40,000,000	VODAFONE GROUP PLC 2.875% DUE 03/16/2016 @ 100.00	03/09/2011	02/22/2013	39,802.40	42,188.80		2,386.40
50,000,000	BARCLAYS BANK PLC 6.050% DUE 12/04/2017 @ 100.00	04/20/2012	02/25/2013	50,543.74	56,075.00		5,531.26
<b>TOTAL PORTFOLIO</b>				<u>1,492,235.78</u>	<u>1,571,856.00</u>	<u>32,189.28</u>	<u>48,430.94</u>

ST 515,269.47 647,458.75

LT 976,966.31 1,025,397.25

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss)	
						Short Term	Long Term
30,000	CURRENCY SHARES EURO TR EURO SHS	05/14/2012	02/27/2013	3,834.00	3,892.23	58.23	
25,000	CURRENCY SHARES EURO TR EURO SHS	11/02/2011	02/27/2013	3,427.75	3,243.52		(184.23)
105,000	CURRENCY SHARES EURO TR EURO SHS	01/14/2011	02/27/2013	13,950.34	13,622.79		(327.55)
100,000	ISHARES GOLDTRUST ETF	05/23/2012	04/23/2013	1,517.00	1,369.97	(147.03)	
136,000	ISHARES GOLDTRUST ETF	05/14/2012	04/23/2013	2,067.98	1,863.15	(204.83)	
100,000	ISHARES GOLDTRUST ETF	11/21/2011	04/23/2013	1,638.66	1,369.97		(268.69)
61,000	ISHARES GOLDTRUST ETF	11/09/2011	04/23/2013	1,060.18	835.68		(224.50)
40,000	ISHARES GOLDTRUST ETF	11/02/2011	04/23/2013	676.80	547.99		(128.81)
521,000	ISHARES GOLDTRUST ETF	01/14/2011	04/23/2013	6,916.38	7,137.54		221.16
736,000	POWERSHARES DB CMDTYIDX TRACK UNIT	03/13/2013	04/23/2013	19,997.71	18,900.72	(1,096.99)	
906,000	POWERSHARES DB CMDTYIDX TRACK UNIT	02/25/2013	04/23/2013	24,984.49	23,266.37	(1,718.12)	

TOTAL PORTFOLIO

80,071.29      76,049.93      (3,108.74)      (912.62)

ST      52,401.18      49,292.44

LT      27,670.11      26,757.49



## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY 13177	1.	1.	
MORGAN STANLEY 13178	1.	1.	
MORGAN STANLEY 78M2Y	5.	5.	
MORGAN STANLEY 78M2Z	7.	7.	
MORGAN STANLEY 78N8T	28,190.	28,190.	
MORGAN STANLEY 78Y5P	4.	4.	
MORGAN STANLEY 90001	405.	405.	
MORGAN STANLEY 90194	3.	3.	
MORGAN STANLEY 90195	5.	5.	
MORGAN STANLEY 90196	5.	5.	
MORGAN STANLEY 90197	1.	1.	
MORGAN STANLEY AE1716	302.	302.	
MORGAN STANLEY W02S7	2.	2.	
MORGAN STANLEY W02S8	2.	2.	
MORGAN STANLEY W02S9	1.	1.	
TOTAL TO PART I, LINE 3	28,934.	28,934.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY 13175	354.	0.	354.	354.	
MORGAN STANLEY 13177	59.	0.	59.	59.	
MORGAN STANLEY 13178	304.	0.	304.	304.	
MORGAN STANLEY 78M2Y	1,408.	0.	1,408.	1,408.	
MORGAN STANLEY 78M2Z	6,677.	0.	6,677.	6,677.	
MORGAN STANLEY 78Y5P	6,236.	0.	6,236.	6,236.	
MORGAN STANLEY 90194	19,077.	120.	18,957.	18,957.	
MORGAN STANLEY 90195	16,869.	326.	16,543.	16,543.	
MORGAN STANLEY 90196	1,512.	0.	1,512.	1,512.	
MORGAN STANLEY 90197	38,248.	9,022.	29,226.	29,226.	

MORGAN STANLEY W02S7	2,584.	0.	2,584.	2,584.
MORGAN STANLEY W02S8	316.	0.	316.	316.
MORGAN STANLEY W02S9	4,662.	0.	4,662.	4,662.
<b>TO PART I, LINE 4</b>	<b>98,306.</b>	<b>9,468.</b>	<b>88,838.</b>	<b>88,838.</b>

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISC. INCOME	8.	8.	
<b>TOTAL TO FORM 990-PF, PART I, LINE 11</b>	<b>8.</b>	<b>8.</b>	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	150.	0.		0.
<b>TO FM 990-PF, PG 1, LN 16A</b>	<b>150.</b>	<b>0.</b>		<b>0.</b>

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	15,125.	0.		0.
<b>TO FORM 990-PF, PG 1, LN 16B</b>	<b>15,125.</b>	<b>0.</b>		<b>0.</b>

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CA FRANCHISE TAX	10.	0.		0.
FOREIGN TAX PAID ON DIVIDENDS	2,597.	2,597.		0.
FEDERAL TAX	983.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,590.	2,597.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
POSTAGE, MAILING SERVICE	555.	0.		0.
AUTO EXPENSE	83.	0.		0.
INVESTMENT MANAGEMENT FEE	25,554.	25,554.		0.
WEBSITE FEES	95.	0.		0.
MEAL & ENTERTAINMENT	76.	0.		0.
TO FORM 990-PF, PG 1, LN 23	26,363.	25,554.		0.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT			STATEMENT 8
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	
FURNITURE	3,594.	2,494.	1,100.	
TOTAL TO FM 990-PF, PART II, LN 14	3,594.	2,494.	1,100.	

FORM 990-PF                      PART VIII - LIST OF OFFICERS, DIRECTORS                      STATEMENT                      9  
    TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
BILL BERRY 74-449 DESERT TENAJA TRAIL INDIAN WELLS, CA 92210	DIRECTOR 0.00	0.	0.	0.
NELLA F. BERRY 450 WESTRIDGE DR PORTOLA VALLEY, CA 94028	DIRECTOR 0.00	0.	0.	0.
DEREK W. BERRY 15140 ELM PARK MONTE SERENO, CA 95030	DIRECTOR, PRESIDENT, CEO 30.00	0.	0.	0.
JOANNE BERRY 15140 ELM PARK MONTE SERENO, CA 95030	DIRECTOR, SECRETARY 5.00	0.	0.	0.
KORYNE SMITH 162 SOMERSET REDWOOD CITY, CA 94062	DIRECTOR, VICE PRESIDENT 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

C.J. BERRY FOUNDATION, 1484 POLLARD RD STE 406, LOS GATOS, CA 95032

TELEPHONE NUMBER

650-814-3782

FORM AND CONTENT OF APPLICATIONS

THE FOUNDATION DOES NOT ACCEPT UNSOLICITED GRANT REQUESTS.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATION AWARDS GRANTS TO SELECTED CHARITABLE ORGANIZATIONS LOCATED IN NORTHERN AND THE CENTRAL CALIFORNIA AND ALASKA. IT PROMOTES AND SUPPORTS ENDEAVORS FOR THE BENEFIT OF ARTS & CULTURE, CONSERVATION, EDUCATION, HEALTH AND HUMAN SERVICES.

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction in Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	FURNITURE	04/30/12	200DB	7.00	HY17		3,594.			1,797.	1,797.	257.		440.	697.
	* TOTAL 990-PF PG 1 DEPR						3,594.			1,797.	1,797.	257.		440.	697.

# Application for Extension of Time to File an Exempt Organization Return

Department of the Treasury  
Internal Revenue Service

▶ **File a separate application for each return.**  
▶ **Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

*Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.*

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).**

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

	Enter filer's identifying number	
<b>Type or print</b>	Name of exempt organization or other filer, see instructions. <b>C. J. BERRY FOUNDATION</b>	Employer identification number (EIN) or <b>27-3496864</b>
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. <b>1484 POLLARD RD, NO. 406</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>LOS GATOS, CA 95032</b>	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**DEREK W BERRY, TREASURER**

• The books are in the care of ▶ **15140 ELM PARK - MONTE SERENO, CA 95030**  
Telephone No. ▶ **650-814-3782** Fax No. ▶ \_\_\_\_\_

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
▶  calendar year **2013** or  
▶  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

2 If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	<b>3a</b>	\$	<b>3,268.</b>
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	<b>0.</b>
c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	<b>3c</b>	\$	<b>3,268.</b>

**Caution.** If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.