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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 RICHARD & THELMA HALL FOUNDATION C/O THOMAS T. HUFF		A Employer identification number 27-3967042
Number and street (or P.O. box number if mail is not delivered to street address) 336 S. BURDICK STREET, SUITE 702	Room/suite	B Telephone number (see instructions) 269-226-6336
City or town, state or province, country and ZIP or foreign postal code KALAMAZOO MI 49007		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) ▶ \$ 1,685,649	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, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	3,914	3,914		
	4 Dividends and interest from securities	28,568	28,568		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	85,467			
	b Gross sales price for all assets on line 6a 618,788				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	117,949	117,949	0		
Operating and 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) SEE STMT 1	10,148			10,148
	b Accounting fees (attach schedule) STMT 2	3,950			3,950
	c Other professional fees (attach schedule) STMT 3	13,670	11,170		2,500
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	9	9		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	3,600			3,600
	21 Travel, conferences, and meetings	170			170
	22 Printing and publications				
	23 Other expenses (att. sch.) STMT 5	433			433
	24 Total operating and administrative expenses. Add lines 13 through 23	31,980	11,179	0	20,801
25 Contributions, gifts, grants paid SEE STATEMENT 6	60,225			60,225	
26 Total expenses and disbursements. Add lines 24 and 25	92,205	11,179	0	81,026	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	25,744				
b Net investment income (if negative, enter -0-)		106,770			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash – non-interest-bearing	6,543	26,772	26,772
	2 Savings and temporary cash investments	60,193	19,830	19,830
	3 Accounts receivable ▶ 218			
	Less allowance for doubtful accounts ▶	270	218	218
	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) ▶ SEE WRK 133,031			
	Less allowance for doubtful accounts ▶ 0	140,336	133,031	133,031
	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	551,801	537,115	681,278
	c Investments – corporate bonds (attach schedule) SEE STMT 8	471,494	526,155	514,633
	11 Investments – land, buildings, and equipment basis ▶			
Liabilities	Less accumulated depreciation (attach sch.) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) SEE STATEMENT 9	208,573	221,833	309,887
	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)	1,439,210	1,464,954	1,685,649
	17 Accounts payable and accrued expenses			
	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	0	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds	1,439,210	1,464,954	
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)	1,439,210	1,464,954	
	31 Total liabilities and net assets/fund balances (see instructions)	1,439,210	1,464,954	

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	1,439,210
2 Enter amount from Part I, line 27a	2	25,744
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,464,954
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	1,464,954

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P – Purchase D – Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED SCHEDULE		D		
b PNC INVESTMENTS - LTCG				
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 611,420		533,321	78,099
b 7,368			7,368
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			78,099
b			7,368
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	85,467
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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	50,851	1,556,715	0.032666
2011	10,809	1,472,801	0.007339
2010			
2009			
2008			

2 Total of line 1, column (d)	2	0.040005
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	0.020003
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,605,447
5 Multiply line 4 by line 3	5	32,114
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,068
7 Add lines 5 and 6	7	33,182
8 Enter qualifying distributions from Part XII, line 4 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	8	81,026

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	1,068
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3 Add lines 1 and 2	3	1,068
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	1,068
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,869
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	2,869
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	1,801
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 1,801 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
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 \$ (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) MI		
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)	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 ► THOMAS T. HUFF 336 S. BURDICK STREET Located at ► KALAMAZOO MI ZIP+4 ► 49007 Telephone no ► 269-226-6336			
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?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ► 20 , 20 , 20 , 20 ☐ Yes ☒ No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions) 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)? ☐ **5b** ☒ **X**

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? ☐ Yes ☒ No **6b** ☒ **X**

If "Yes" to 6b, file Form 8870

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THOMAS T. HUFF 336 S. BURDICK STREET, SUITE 702 KALAMAZOO MI 49007	PRES/SEC 0.00	0	0	0
NATALIE T. VALENTINE 336 S. BURDICK STREET, SUITE 702 KALAMAZOO MI 49007	VP/TREASURER 0.00	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

	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	1,453,361
b	Average of monthly cash balances	1b	39,522
c	Fair market value of all other assets (see instructions)	1c	137,012
d	Total (add lines 1a, b, and c)	1d	1,629,895
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	1,629,895
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	24,448
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,605,447
6	Minimum investment return. Enter 5% of line 5	6	80,272

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	80,272
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,068
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,068
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	79,204
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	79,204
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	79,204

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	81,026
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	81,026
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	1,068
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	79,958

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				79,204
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			70,649	
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 ▶ \$ 81,026				
a Applied to 2012, but not more than line 2a			70,649	
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				10,377
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				68,827
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)

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

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
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 10				60,225
Total			▶ 3a	60,225
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	3,914	
4	Dividends and interest from securities			14	28,568	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	85,467	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		117,949	0
13	Total. Add line 12, columns (b), (d), and (e)				13	117,949

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

[illegible]



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Securities received

Activity	Description	Date	Quantity	Original value at PNC	Market Value
Asset exchange	CST BRANDS INC RECD 19 443 SHS FROM SPIN OFF OF VALERO ENERGY CORP PNC CAPITAL ADVISORS	05/02/13	19 443	\$694.26	
Stock split	FRANKLIN RESOURCES INC RECD 110 000 SHS 3 FOR 1 STK SPLT PNC CAPITAL ADVISORS	07/26/13	110		
Total securities received				\$694.26	\$0.00

Securities delivered

Activity	Description	Date	Quantity	Original value at PNC	Market Value
Adjustment	VALERO ENERGY CORP DECREASE CARRYING VALUE PNC CAPITAL ADVISORS	05/02/13		-\$694.26	
Total non-cash transactions				\$0.00	\$0.00

Realized gain/loss detail

Description	Quantity	Avg original value at PNC per unit	Total original value at PNC	Sale date	Sale price per unit	Total proceeds	Net realized gain/loss
ACCENTURE PLC CLASS A ISIN IE00B4BNMY34 SEDOL B4BNMY3 PNC CAPITAL ADVISORS	86	\$68 50814	- \$5,891 70	07/01/13	\$72 17	\$6,203 23	\$311 53
ACCENTURE PLC CLASS A ISIN IE00B4BNMY34 SEDOL B4BNMY3 PNC CAPITAL ADVISORS	19	68 50789	- 1,301 65	07/01/13	72 65	1,380 22	78 57
COVIDIEN PLC ISIN IE00B68SQD29 SEDOL B68SQD2 PNC CAPITAL ADVISORS	80	53 02038	- 4,241 63	05/30/13	65 29	5,219 64	978 01
COVIDIEN PLC ISIN IE00B68SQD29 SEDOL B68SQD2 PNC CAPITAL ADVISORS	70	53 02043	- 3,711 43	05/30/13	64 99	4,546 57	835 14



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Description	Quantity	Avg original value at PNC per unit	Total original value at PNC	Sale date	Sale price per unit	Total proceeds	Net realized gain/loss
COVIDIEN PLC ISIN IE00B48SQD29 SEDOL B68SQD2 PNC CAPITAL ADVISORS	40	53 02025	- 2,120 81	05/31/13	64 38	2,574 06	453 25
ENSCO PLC CLASS A SEDOL B4VLR19 ISIN GB00B4VLR192 PNC CAPITAL ADVISORS	5	57 63800	- 288 19	07/11/13	59 59	297 89	9 70
ENSCO PLC CLASS A SEDOL B4VLR19 ISIN GB00B4VLR192 PNC CAPITAL ADVISORS	115	57 63791	- 6,628 36	09/04/13	54 45	6,257 19	- 371 17
INVECO LTD ISIN BMG491BT1088 SEDOL B28XP76 PNC CAPITAL ADVISORS	15	32 98867	- 494 53	07/11/13	32 02	480 15	- 14 38
INVECO LTD ISIN BMG491BT1088 SEDOL B28XP76 PNC CAPITAL ADVISORS	5	32 96800	- 164 84	11/05/13	33 01	164 99	0 15
INVECO LTD ISIN BMG491BT1088 SEDOL B28XP76 PNC CAPITAL ADVISORS	10	32 96900	- 329 69	12/19/13	35 35	353 39	23 70
JAZZ PHARMACEUTICALS PLC SEDOL B4Q5ZN4 ISIN IE00B4Q5ZN47 PNC CAPITAL ADVISORS	5	87 76600	- 438 83	12/19/13	114 44	572 14	133 31
NXP SEMICONDUCTORS ISIN NL0009538784 SEDOL B505PN7 PNC CAPITAL ADVISORS	10	42 49600	- 424 96	12/19/13	43 18	431 69	6 73
AT&T INC PNC CAPITAL ADVISORS	210	31 35248	- 6,584 02	05/15/13	37 65	7,905 06	1,321 04
AT&T INC PNC CAPITAL ADVISORS	230	31 35243	- 7,211 06	05/15/13	37 56	8,629 57	1,418 51
AETNA INC NEW PNC CAPITAL ADVISORS	10	62 03200	- 620 32	07/11/13	64 14	641 29	20 97

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AETNA INC NEW PNC CAPITAL ADVISORS	5	62 14000	- 310 70	11/05/13	62 90	314 44	3 74
AETNA INC NEW PNC CAPITAL ADVISORS	10	62 14100	- 621 41	12/19/13	66 39	663 79	42 38
AGRIUM INC SEDOL 2015530 ISIN CA0089161081 PNC CAPITAL ADVISORS	70	97 12971	- 6,799 08	03/20/13	100 34	7,021 69	222 61
ALLERGAN INC PNC CAPITAL ADVISORS	5	84 02600	- 420 13	07/11/13	89 76	448 74	28 61
ALLERGAN INC PNC CAPITAL ADVISORS	5	84 02600	- 420 13	12/19/13	100 88	504 34	84 21
ALTRIA GROUP INC PNC CAPITAL ADVISORS	15	36 98133	- 554 72	07/11/13	36 91	553 50	- 1 22
ALTRIA GROUP INC PNC CAPITAL ADVISORS	5	36 98200	- 184 91	11/05/13	37 57	187 79	2 88
ALTRIA GROUP INC PNC CAPITAL ADVISORS	15	36 98133	- 554 72	12/19/13	38 20	572 77	18 05
AMERICAN EXPRESS CO PNC CAPITAL ADVISORS	35	52 86771	- 1,850 37	07/01/13	75 87	2,655 02	804 65
AMERICAN EXPRESS CO PNC CAPITAL ADVISORS	5	52 86800	- 264 34	07/11/13	76 75	383 69	119 35
AMERICAN EXPRESS CO PNC CAPITAL ADVISORS	5	52 86800	- 264 34	12/19/13	86 36	431 74	167 40
ANHEUSER BUSCH INBEV SPONSORED ADR PNC CAPITAL ADVISORS	17	70 63353	- 1,200 77	02/08/13	86 04	1,461 93	261 16
ANHEUSER BUSCH INBEV SPONSORED ADR PNC CAPITAL ADVISORS	93	70 63366	- 6,568 93	02/08/13	85 84	7,979 45	1,410 52
APPLE INC PNC CAPITAL ADVISORS	10	381 53500	- 3,815 35	02/21/13	445 64	4,456 10	640 75



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APPLE INC PNC CAPITAL ADVISORS	10	387 98800	- 3,879 88	03/06/13	426 84	4,267 95	388 07
APPLE INC PNC CAPITAL ADVISORS	5	440 06800	- 2,200 34	12/19/13	545 58	2,727 80	527 46
AVNET INC PNC CAPITAL ADVISORS	10	35 68500	- 356 85	07/11/13	35 61	356 00	- 0 85
AVNET INC PNC CAPITAL ADVISORS	5	36 89600	- 184 48	11/05/13	39 45	197 19	12 71
AVNET INC PNC CAPITAL ADVISORS	28	36 89571	- 1,033 08	11/18/13	42 07	1,177 74	144 66
AVNET INC PNC CAPITAL ADVISORS	22	36 89591	- 811 71	11/19/13	40 99	901 54	89 83
AVNET INC PNC CAPITAL ADVISORS	40	36 89575	- 1,475 83	11/26/13	40 57	1,621 70	145 87
AVNET INC PNC CAPITAL ADVISORS	25	36 89560	- 922 39	11/27/13	40 07	1,001 46	79 07
AVNET INC PNC CAPITAL ADVISORS	30	36 89567	- 1,106 87	11/27/13	40 07	1,201 43	94 56
AVNET INC PNC CAPITAL ADVISORS	35	36 89571	- 1,291 35	11/29/13	40 05	1,401 39	110 04
AVNET INC PNC CAPITAL ADVISORS	30	36 89567	- 1,106 87	12/02/13	40 10	1,201 67	94 80
AVNET INC PNC CAPITAL ADVISORS	50	36 89560	- 1,844 78	12/02/13	40 09	2,003 96	159 18
BAIRD INTERMEDIATE BD FD INSTL FD #70 PNC	1,083 032	11 10857	- 12,030 94	11/08/13	11 08	12,000 00	- 30 94
BAXTER INTERNATIONAL INC PNC CAPITAL ADVISORS	5	73 38000	- 366 90	12/19/13	66 74	333 64	- 33 26
B/E AEROSPACE INC PNC CAPITAL ADVISORS	5	63 18200	- 315 91	07/11/13	67 98	339 84	23 93





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B/E AEROSPACE INC PNC CAPITAL ADVISORS	5	63 18200	- 315 91	12/19/13	84 79	423 89	107 98
BECTON DICKINSON & CO PNC CAPITAL ADVISORS	5	90 71800	- 453 59	07/11/13	99 28	496 34	42 75
BECTON DICKINSON & CO PNC CAPITAL ADVISORS	5	90 71800	- 453 59	12/19/13	107 88	539 34	85 75
BEST BUY CO INC PNC CAPITAL ADVISORS	5	39 04600	- 195 23	11/05/13	44 13	220 59	25 36
BEST BUY CO INC PNC CAPITAL ADVISORS	10	39 04500	- 390 45	12/19/13	41 70	416 89	26 44
BOEING CO PNC CAPITAL ADVISORS	55	73 36491	- 4,035 07	02/15/13	74 92	4,119 75	84 68
BOEING CO PNC CAPITAL ADVISORS	5	73 36400	- 366 82	07/11/13	106 50	532 44	165 62
BOEING CO PNC CAPITAL ADVISORS	5	73 36600	- 366 83	12/19/13	134 85	674 19	307 36
CBS CORP CLASS B WI PNC CAPITAL ADVISORS	10	50 45000	- 504 50	07/11/13	51 48	514 70	10 20
CBS CORP CLASS B WI PNC CAPITAL ADVISORS	5	50 45000	- 252 25	11/05/13	60 05	300 19	47 94
CBS CORP CLASS B WI PNC CAPITAL ADVISORS	10	50 45000	- 504 50	12/19/13	60 37	603 59	99 09
CF INDUSTRIES HOLDINGS INC PNC CAPITAL ADVISORS	5	164 43400	- 822 17	01/10/13	214 20	1,070 93	248 76
CF INDUSTRIES HOLDINGS INC PNC CAPITAL ADVISORS	5	164 43400	- 822 17	01/22/13	223 55	1,117 67	295 50
CF INDUSTRIES HOLDINGS INC PNC CAPITAL ADVISORS	30	164 43367	- 4,933 01	10/29/13	215 35	6,459 29	1,526 28
CST BRANDS INC PNC CAPITAL ADVISORS	0 443	35 71106	- 15 82	05/13/13	30 41	13 47	- 2 35
CST BRANDS INC PNC CAPITAL ADVISORS	19	35 70737	- 678 44	05/08/13	31 91	605 48	- 72 96



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CVS CAREMARK CORPORATION PNC CAPITAL ADVISORS	10	51 84600	- 518 46	07/11/13	60 47	604 59	86 13
CVS CAREMARK CORPORATION PNC CAPITAL ADVISORS	5	51 84600	- 259 23	11/05/13	63 33	316 59	57 36
CVS CAREMARK CORPORATION PNC CAPITAL ADVISORS	10	51 84600	- 518 46	12/19/13	69 92	699 09	180 63
CAPITAL ONE FINANCIAL CORP PNC CAPITAL ADVISORS	105	61 57562	- 6,465 44	01/22/13	56 24	5,900 67	- 564 77
CHEVRON CORPORATION PNC CAPITAL ADVISORS	10	106 82000	- 1,068 20	07/11/13	123 20	1,231 88	163 68
CHEVRON CORPORATION PNC CAPITAL ADVISORS	45	106 82022	- 4,806 91	08/27/13	119 10	5,357 71	550 80
CHEVRON CORPORATION PNC CAPITAL ADVISORS	30	106 82000	- 3,204 60	10/28/13	120 92	3,626 47	421 87
CHEVRON CORPORATION PNC CAPITAL ADVISORS	5	106 82000	- 534 10	12/19/13	123 10	615 44	81 34
CHUBB CORP PNC CAPITAL ADVISORS	5	62 68000	- 313 40	07/11/13	86 13	430 59	117 19
CHUBB CORP PNC CAPITAL ADVISORS	5	62 68000	- 313 40	11/05/13	92 76	463 74	150 34
CHUBB CORP PNC CAPITAL ADVISORS	5	62 68000	- 313 40	12/19/13	93 65	468 19	154 79
CISCO SYSTEMS INC PNC CAPITAL ADVISORS	30	19 06167	- 571 85	07/11/13	25 83	774 61	202 76
CISCO SYSTEMS INC PNC CAPITAL ADVISORS	10	19 06200	- 190 62	11/05/13	23 12	231 10	40 48
CISCO SYSTEMS INC PNC CAPITAL ADVISORS	145	19 06179	- 2,763 96	11/18/13	21 41	3,098 07	334 11
CISCO SYSTEMS INC PNC CAPITAL ADVISORS	15	19 06200	- 285 93	12/19/13	20 90	313 27	27 34
COCA COLA CO PNC CAPITAL ADVISORS	20	34 20250	- 684 05	07/11/13	40 85	816 80	132 75





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COCA COLA CO	55	34 20236	- 1,881 13	10/09/13	37 08	2,036 96	155 83
PNC CAPITAL ADVISORS							
COCA COLA CO	5	34 20200	- 171 01	11/05/13	39 56	197 74	26 73
PNC CAPITAL ADVISORS							
COCA COLA CO	15	34 20267	- 513 04	12/19/13	39 74	595 94	82 90
PNC CAPITAL ADVISORS							
COMCAST CORPORATION CLA	20	23 68550	- 473 71	07/11/13	43 86	877 00	403 29
PNC CAPITAL ADVISORS							
COMCAST CORPORATION CLA	90	23 68533	- 2,131 68	10/22/13	47 37	4,262 24	2,130 56
PNC CAPITAL ADVISORS							
COMCAST CORPORATION CLA	5	23 68600	- 118 43	11/05/13	47 98	239 84	121 41
PNC CAPITAL ADVISORS							
COMCAST CORPORATION CLA	15	23 68533	- 355 28	12/19/13	50 43	756 29	401 01
PNC CAPITAL ADVISORS							
CONAGRA FOODS INC	15	33 42867	- 501 43	07/11/13	36 23	543 30	41 87
PNC CAPITAL ADVISORS							
CONAGRA FOODS INC	76	33 42895	- 2,540 60	09/09/13	33 62	2,553 15	12 55
PNC CAPITAL ADVISORS							
CONAGRA FOODS INC	209	33 42895	- 6,986 65	09/09/13	33 60	7,016 38	29 73
PNC CAPITAL ADVISORS							
CONOCOPHILLIPS	5	66 28400	- 331 42	12/19/13	69 17	345 79	14 37
PNC CAPITAL ADVISORS							
COOPER COS INC	5	97 33600	- 486 68	07/11/13	124 07	620 28	133 60
NEW							
PNC CAPITAL ADVISORS							
COOPER COS INC	70	97 33643	- 6,813 55	12/12/13	119 70	8,376 26	1,562 71
NEW							
PNC CAPITAL ADVISORS							
D R HORTON INC	15	23 95867	- 359 38	07/11/13	22 66	339 75	- 19 63
PNC CAPITAL ADVISORS							
D R HORTON INC	65	23 95877	- 1,557 32	12/17/13	18 95	1,229 13	- 328 19
PNC CAPITAL ADVISORS							



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D R HORTON INC PNC CAPITAL ADVISORS	33	23 95879	- 790 64	12/17/13	18 95	624 15	- 166 49
D R HORTON INC PNC CAPITAL ADVISORS	39	23 95872	- 934 39	12/17/13	18 96	738 30	- 196 09
D R HORTON INC PNC CAPITAL ADVISORS	40	23 95875	- 958 35	12/18/13	19 69	785 89	- 172 46
D R HORTON INC PNC CAPITAL ADVISORS	34	23 95882	- 814 60	12/18/13	19 45	660 58	- 154 02
D R HORTON INC PNC CAPITAL ADVISORS	49	23 95898	- 1,173 99	12/18/13	19 86	972 74	- 201 25
DELTA AIR LINES INC PNC CAPITAL ADVISORS	5	21 46200	- 107 31	11/05/13	27 43	137 09	29 78
DELTA AIR LINES INC PNC CAPITAL ADVISORS	20	21 46200	- 429 24	12/19/13	27 48	549 29	120 05
DISNEY WALT CO PNC CAPITAL ADVISORS	5	44 58800	- 222 94	07/11/13	66 06	330 24	107 30
DISNEY WALT CO PNC CAPITAL ADVISORS	5	44 58800	- 222 94	12/19/13	72 81	363 99	141 05
DISCOVER FINANCIAL W/ PNC CAPITAL ADVISORS	10	35 50000	- 355 00	07/11/13	50 27	502 60	147 60
DISCOVER FINANCIAL W/ PNC CAPITAL ADVISORS	5	35 50000	- 177 50	11/05/13	52 01	259 99	82 49
DISCOVER FINANCIAL W/ PNC CAPITAL ADVISORS	10	35 49900	- 354 99	12/19/13	53 97	539 59	184 60
EMC CORP PNC CAPITAL ADVISORS	145	27 02628	- 3,918 81	02/21/13	23 34	3,380 40	- 538 41
EMC CORP PNC CAPITAL ADVISORS	15	26 77733	- 401 66	07/11/13	24 48	367 05	- 34 61
EMC CORP PNC CAPITAL ADVISORS	5	26 77800	- 133 89	11/05/13	23 59	117 89	- 16 00
EMC CORP PNC CAPITAL ADVISORS	265	26 77717	- 7,095 95	11/26/13	23 58	6,238 92	- 857 03





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EMC CORP	15	26 77733	- 401 66	11/26/13	23 60	353 86	- 47 80
PNC CAPITAL ADVISORS							
EASTMAN CHEM CO	25	53 83880	- 1,345 97	06/04/13	71 92	1,797 71	451 74
PNC CAPITAL ADVISORS							
EASTMAN CHEM CO	81	53 83852	- 4,360 92	06/04/13	71 15	5,760 00	1,399 08
PNC CAPITAL ADVISORS							
EASTMAN CHEM CO	29	53 83862	- 1,561 32	06/05/13	69 32	2,010 02	448 70
PNC CAPITAL ADVISORS							
EBAY INC	70	34 40657	- 2,408 46	03/06/13	53 69	3,757 26	1,348 80
PNC CAPITAL ADVISORS							
EBAY INC	10	34 40700	- 344 07	07/11/13	55 76	557 50	213 43
PNC CAPITAL ADVISORS							
EBAY INC	5	34 40600	- 172 03	11/05/13	51 12	255 54	83 51
PNC CAPITAL ADVISORS							
EBAY INC	10	34 40700	- 344 07	12/19/13	52 87	528 54	184 47
PNC CAPITAL ADVISORS							
EDISON INTL	10	53 61800	- 536 18	07/11/13	48 15	481 40	- 54 78
PNC CAPITAL ADVISORS							
EDISON INTL	80	53 61838	- 4,289 47	08/08/13	49 25	3,936 99	- 352 48
PNC CAPITAL ADVISORS							
EDISON INTL	85	53 61847	- 4,557 57	08/09/13	49 25	4,183 16	- 374 41
PNC CAPITAL ADVISORS							
EDISON INTL	14	62 96000	- 881 44	02/08/13	55 56	777 70	- 103 74
PNC CAPITAL ADVISORS							
EQUITY RESIDENTIAL							
SH BEN INT REIT							
PNC CAPITAL ADVISORS							
EQUITY RESIDENTIAL	86	62 96000	- 5,414 56	02/08/13	55 46	4,765 67	- 648 89
SH BEN INT REIT							
PNC CAPITAL ADVISORS							
EXXON MOBIL CORP	5	82 79400	- 413 97	01/10/13	88 67	443 30	29 33
PNC CAPITAL ADVISORS							
EXXON MOBIL CORP	90	82 79422	- 7,451 48	05/01/13	87 87	7,904 64	453 16
PNC CAPITAL ADVISORS							



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Description	Quantity	Avg original value at PNC per unit	Total original value at PNC	Sale date	Sale price per unit	Total proceeds	Net realized gain/loss
EXXON MOBIL CORP PNC CAPITAL ADVISORS	10	82 79400	- 827 94	07/11/13	93 60	935 89	107 95
EXXON MOBIL CORP PNC CAPITAL ADVISORS	20	82 79450	- 1,655 89	07/25/13	95 02	1,899 48	243 59
EXXON MOBIL CORP PNC CAPITAL ADVISORS	45	82 79422	- 3,725 74	08/27/13	87 00	3,913 21	187 47
EXXON MOBIL CORP PNC CAPITAL ADVISORS	5	82 79400	- 413 97	12/19/13	99 23	496 09	82 12
FMC CORPORATION NEW PNC CAPITAL ADVISORS	20	45 67150	- 913 43	01/22/13	61 36	1,226 44	313 01
FMC CORPORATION NEW PNC CAPITAL ADVISORS	45	45 67111	- 2,055 20	01/23/13	60 96	2,742 01	686 81
FMC CORPORATION NEW PNC CAPITAL ADVISORS	17	45 67118	- 776 41	01/24/13	61 33	1,041 96	265 55
FMC CORPORATION NEW PNC CAPITAL ADVISORS	23	45 67130	- 1,050 44	01/24/13	61 20	1,406 63	356 19
FIFTH THIRD BANCORP PNC CAPITAL ADVISORS	30	14 37367	- 431 21	07/11/13	18 72	561 32	130 11
FIFTH THIRD BANCORP PNC CAPITAL ADVISORS	10	14 37400	- 143 74	11/05/13	19 20	191 90	48 16
FIFTH THIRD BANCORP PNC CAPITAL ADVISORS	25	14 37360	- 359 34	12/19/13	20 70	517 12	157 78
FORD MOTOR COMPANY PNC CAPITAL ADVISORS	10	16 73300	- 167 33	11/05/13	17 09	170 80	3 47
FORD MOTOR COMPANY PNC CAPITAL ADVISORS	35	16 73286	- 585 65	12/19/13	15 29	534 79	- 50 86
FRANKLIN RESOURCES INC PNC CAPITAL ADVISORS	5	154 12800	- 770 64	07/11/13	139 72	698 53	- 72 11
FRANKLIN RESOURCES INC PNC CAPITAL ADVISORS	5	51 37600	- 256 88	11/05/13	52 58	262 84	5 96
FRANKLIN RESOURCES INC PNC CAPITAL ADVISORS	10	51 37600	- 513 76	12/19/13	55 67	556 59	42 83





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GANNETT INC PNC CAPITAL ADVISORS	25	18 69200	- 467 30	05/15/13	21 64	540 67	73 37
GANNETT INC PNC CAPITAL ADVISORS	35	18 69200	- 654 22	05/15/13	21 65	756 84	102 62
GANNETT INC PNC CAPITAL ADVISORS	190	18 69 189	- 3,551 46	05/16/13	20 97	3,979 82	428 36
GANNETT INC PNC CAPITAL ADVISORS	25	18 69200	- 467 30	05/16/13	20 95	522 83	55 53
GANNETT INC PNC CAPITAL ADVISORS	72	18 69 194	- 1,345 82	05/17/13	21 31	1,531 56	185 74
GANNETT INC PNC CAPITAL ADVISORS	18	18 69 167	- 336 45	05/17/13	21 33	383 21	46 76
GENERAL ELECTRIC CO PNC CAPITAL ADVISORS	45	20 47200	- 921 24	07/11/13	23 73	1,067 42	146 18
GENERAL ELECTRIC CO PNC CAPITAL ADVISORS	10	20 47200	- 204 72	11/05/13	26 45	264 40	59 68
GENERAL ELECTRIC CO PNC CAPITAL ADVISORS	45	20 47200	- 921 24	12/19/13	27 08	1,218 13	296 89
GOLDMAN SACHS GROUP INC PNC CAPITAL ADVISORS	5	147 26600	- 736 33	07/11/13	157 03	785 08	48 75
GOLDMAN SACHS GROUP INC PNC CAPITAL ADVISORS	5	147 26600	- 736 33	12/19/13	175 60	877 93	141 60
HALLIBURTON CO PNC CAPITAL ADVISORS	10	42 09300	- 420 93	07/11/13	44 34	443 30	22 37
HALLIBURTON CO PNC CAPITAL ADVISORS	5	42 09200	- 210 46	11/05/13	53 17	265 79	55 33
HALLIBURTON CO PNC CAPITAL ADVISORS	10	42 09300	- 420 93	12/19/13	49 11	490 99	70 06
HARBOR INTERNATIONAL FUND CLASS INS FD # 2011 PNC	157 683	57 17528	- 9,015 57	11/08/13	69 76	11,000 00	1,984 43



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HELMERICH & PAYNE INC PNC CAPITAL ADVISORS	5	64 48800	- 322 44	07/11/13	65 07	325 29	2 85
HELMERICH & PAYNE INC PNC CAPITAL ADVISORS	5	64 48800	- 322 44	11/05/13	77 77	388 79	66 35
HELMERICH & PAYNE INC PNC CAPITAL ADVISORS	5	64 48800	- 322 44	12/19/13	81 21	405 99	83 55
THE HERSHEY COMPANY PNC CAPITAL ADVISORS	5	57 99000	- 289 95	01/10/13	75 59	377 90	87 95
THE HERSHEY COMPANY PNC CAPITAL ADVISORS	10	57 98900	- 579 89	07/11/13	91 49	914 79	334 90
THE HERSHEY COMPANY PNC CAPITAL ADVISORS	30	57 98933	- 1,739 68	08/29/13	91 44	2,742 80	1,003 12
THE HERSHEY COMPANY PNC CAPITAL ADVISORS	5	57 99000	- 289 95	11/05/13	99 65	498 19	208 24
THE HERSHEY COMPANY PNC CAPITAL ADVISORS	5	57 99000	- 289 95	12/19/13	96 30	481 44	191 49
HERTZ GLOBAL HOLDINGS INC PNC CAPITAL ADVISORS	15	23 15800	- 347 37	07/11/13	26 89	403 20	55 83
HERTZ GLOBAL HOLDINGS INC PNC CAPITAL ADVISORS	280	23 15789	- 6,484 21	11/01/13	22 83	6,384 70	- 99 51
HOME DEPOT INC PNC CAPITAL ADVISORS	60	44 34000	- 2,660 40	03/13/13	70 64	4,237 54	1,577 14
HOME DEPOT INC PNC CAPITAL ADVISORS	10	44 34000	- 443 40	07/11/13	79 93	799 19	355 79
HOME DEPOT INC PNC CAPITAL ADVISORS	50	46 10000	- 2,305 00	10/22/13	74 81	3,738 58	1,433 58
HOME DEPOT INC PNC CAPITAL ADVISORS	5	46 10000	- 230 50	12/19/13	79 84	399 14	168 64
INTEL CORP PNC CAPITAL ADVISORS	15	22 54800	- 338 22	07/11/13	23 61	354 00	15 78
INTEL CORP PNC CAPITAL ADVISORS	280	22 54796	- 6,313 43	07/22/13	22 77	6,371 35	57 92





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INTERNATIONAL BUSINESS MACHS CORP	5	176 46600	- 882 33	07/11/13	193 60	967 93	85 60
PNC CAPITAL ADVISORS							
INTERNATIONAL BUSINESS MACHS CORP	45	176 46489	- 7,940 92	10/21/13	173 20	7,793 58	- 147 34
PNC CAPITAL ADVISORS							
INTERNATIONAL PAPER CO PNC CAPITAL ADVISORS	10	45 55900	- 455 59	07/11/13	47 23	472 20	16 61
INTERNATIONAL PAPER CO PNC CAPITAL ADVISORS	135	45 55933	- 6,150 51	09/19/13	48 13	6,491 52	341 01
ISHARES RUSSELL 2000 ETF	79	43 78772	- 3,459 23	07/11/13	102 28	8,077 60	4,618 37
PNC							
JACOBS ENGINEERING GROUP INC PNC CAPITAL ADVISORS	5	49 83800	- 249 19	07/11/13	56 90	284 44	35 25
JACOBS ENGINEERING GROUP INC PNC CAPITAL ADVISORS	5	49 83800	- 249 19	11/05/13	61 76	308 74	59 55
JACOBS ENGINEERING GROUP INC PNC CAPITAL ADVISORS	9	49 83778	- 448 54	11/22/13	60 18	541 51	92 97
JACOBS ENGINEERING GROUP INC PNC CAPITAL ADVISORS	30	49 83733	- 1,495 12	11/22/13	60 17	1,804 93	309 81
JACOBS ENGINEERING GROUP INC PNC CAPITAL ADVISORS	91	49 83747	- 4,535 21	11/25/13	59 40	5,401 94	866 73
JOHNSON & JOHNSON PNC CAPITAL ADVISORS	10	67 38000	- 673 80	01/10/13	72 19	721 80	48 00
JOHNSON & JOHNSON PNC CAPITAL ADVISORS	10	67 38000	- 673 80	07/11/13	89 52	895 09	221 29
JOHNSON & JOHNSON PNC CAPITAL ADVISORS	5	67 38000	- 336 90	11/05/13	92 85	464 19	127 29
JOHNSON & JOHNSON PNC CAPITAL ADVISORS	10	67 38000	- 673 80	12/19/13	91 97	919 58	245 78



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LAS VEGAS SANDS CORP PNC CAPITAL ADVISORS	5	72 58800	- 362 94	12/19/13	77 16	385 74	22 80
LIMITED BRANDS INC NAME CHANGE 3/28/2013 SEE 501797104 PNC CAPITAL ADVISORS	85	40 00471	- 3,400 40	03/18/13	44 89	3,812 16	411 76
LIMITED BRANDS INC NAME CHANGE 3/28/2013 SEE 501797104 PNC CAPITAL ADVISORS	10	40 00500	- 400 05	03/18/13	44 91	448 70	48 65
LIMITED BRANDS INC NAME CHANGE 3/28/2013 SEE 501797104 PNC CAPITAL ADVISORS	95	40 00463	- 3,800 44	03/19/13	43 62	4,141 10	340 66
LINCOLN NATIONAL CORP PNC CAPITAL ADVISORS	10	48 69900	- 486 99	12/19/13	51 33	513 19	26 20
LOCKHEED MARTIN CORP PNC CAPITAL ADVISORS	5	141 44600	- 707 23	12/19/13	142 79	713 89	6 66
M&T BK CORP PNC CAPITAL ADVISORS	5	89 42600	- 447 13	01/10/13	103 02	515 04	67 91
M&T BK CORP PNC CAPITAL ADVISORS	75	89 42520	- 6,706 89	06/04/13	104 66	7,846 06	1,139 17
MACY'S INC PNC CAPITAL ADVISORS	15	30 37867	- 455 68	07/11/13	49 66	744 74	289 06
MACY'S INC PNC CAPITAL ADVISORS	250	30 37896	- 7,594 74	08/20/13	45 34	11,328 03	3,733 29
MANPOWER GROUP INC PNC CAPITAL ADVISORS	5	80 20800	- 401 04	12/19/13	83 32	416 54	15 50
MC CORMICK & CO INC NON-VOTING PNC CAPITAL ADVISORS	105	64 64800	- 6,788 04	01/29/13	61 43	6,445 40	- 342 64
MCKESSON CORPORATION PNC CAPITAL ADVISORS	5	154 71600	- 773 58	12/19/13	159 77	798 79	25 21





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MERCK & CO INC PNC CAPITAL ADVISORS	30	35 85933	- 1,075 78	03/13/13	44 59	1,336 35	260 57
MERCK & CO INC PNC CAPITAL ADVISORS	95	35 85916	- 3,406 62	03/13/13	44 57	4,230 26	823 64
METHANEX CORP PNC CAPITAL ADVISORS	5	64 38400	- 321 92	12/19/13	55 62	278 05	- 43 87
MICROSOFT CORP PNC CAPITAL ADVISORS	15	28 81533	- 432 23	07/11/13	35 17	527 33	95 10
MICROSOFT CORP PNC CAPITAL ADVISORS	45	28 81489	- 1,296 67	07/22/13	31 85	1,432 70	136 03
MICROSOFT CORP PNC CAPITAL ADVISORS	5	28 81600	- 144 08	11/05/13	36 55	182 69	38 61
MICROSOFT CORP PNC CAPITAL ADVISORS	10	28 81500	- 288 15	12/19/13	36 24	362 24	74 09
MONSANTO CO PNC CAPITAL ADVISORS	5	102 80600	- 514 03	07/11/13	103 26	516 24	2 21
MONSANTO CO PNC CAPITAL ADVISORS	65	102 80585	- 6,682 38	07/25/13	100 81	6,549 75	- 132 63
MOODY'S CORP PNC CAPITAL ADVISORS	205	38 72249	- 7,938 11	02/08/13	42 39	8,681 64	743 53
MYLAN INC PNC CAPITAL ADVISORS	290	23 86272	- 6,920 19	05/08/13	29 49	8,541 27	1,621 08
NATIONAL OILWELL VARCO INC PNC CAPITAL ADVISORS	99	75 77657	- 7,501 88	02/05/13	68 44	6,771 25	- 730 63
NATIONAL OILWELL VARCO INC PNC CAPITAL ADVISORS	11	75 77636	- 833 54	02/05/13	68 58	753 95	- 79 59
NIKE INC CLASS B PNC CAPITAL ADVISORS	5	54 64600	- 273 23	07/11/13	63 67	318 29	45 06
NIKE INC CLASS B PNC CAPITAL ADVISORS	5	54 64600	- 273 23	12/19/13	78 08	390 34	117 11



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NU SKIN ENTERPRISES INC PNC CAPITAL ADVISORS	5	132 14800	- 660 74	12/19/13	134 83	674 09	13 35
OGE ENERGY CORP PNC CAPITAL ADVISORS	20	46 80000	- 936 00	04/26/13	71 38	1,426 77	490 77
OGE ENERGY CORP PNC CAPITAL ADVISORS	35	46 79971	- 1,637 99	04/29/13	71 90	2,515 01	877 02
OGE ENERGY CORP PNC CAPITAL ADVISORS	45	46 79978	- 2,105 99	04/30/13	72 07	3,241 09	1,135 10
OGE ENERGY CORP PNC CAPITAL ADVISORS	25	46 80000	- 1,170 00	05/01/13	71 58	1,788 39	618 39
OMNICARE INC PNC CAPITAL ADVISORS	5	59 04600	- 295 23	12/19/13	58 96	294 74	- 0 49
ORACLE CORP PNC CAPITAL ADVISORS	20	26 56200	- 531 24	07/11/13	31 92	638 20	106 96
ORACLE CORP PNC CAPITAL ADVISORS	140	26 56179	- 3,718 65	07/22/13	31 84	4,456 04	737 39
ORACLE CORP PNC CAPITAL ADVISORS	5	28 08200	- 140 41	11/05/13	33 52	167 54	27 13
ORACLE CORP PNC CAPITAL ADVISORS	20	30 04150	- 600 83	12/19/13	36 34	726 59	125 76
PPG INDUSTRIES INC PNC CAPITAL ADVISORS	5	182 57200	- 912 86	12/19/13	185 21	925 98	13 12
PNC INTERMEDIATE BOND FUND CLASS I FUND #407 PNC	988 320	11 35609	- 11,223 45	11/08/13	11 13	11,000 00	- 223 45
PVH CORP PNC CAPITAL ADVISORS	5	97 97000	- 489 85	01/10/13	117 08	585 34	95 49
PVH CORP PNC CAPITAL ADVISORS	5	97 97000	- 489 85	07/11/13	131 79	658 88	169 03
PVH CORP PNC CAPITAL ADVISORS	5	97 97000	- 489 85	12/19/13	131 38	656 84	166 99



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Description	Quantity	Avg original value at PNC per unit	Total original value at PNC	Sale date	Sale price per unit	Total proceeds	Net realized gain/loss
PALL CORP	48	63 46042	- 3,046 10	04/08/13	66 45	3,188 13	142 03
PNC CAPITAL ADVISORS							
PALL CORP	20	63 46050	- 1,269 21	04/08/13	66 45	1,328 81	59 60
PNC CAPITAL ADVISORS							
PALL CORP	42	63 46048	- 2,665 34	04/09/13	66 07	2,773 66	108 32
PNC CAPITAL ADVISORS							
PFIZER INC	75	17 03267	- 1,277 45	07/01/13	27 88	2,090 26	812 81
PNC CAPITAL ADVISORS							
PFIZER INC	25	17 03280	- 425 82	07/11/13	28 77	719 00	293 18
PNC CAPITAL ADVISORS							
PFIZER INC	330	17 03273	- 5,620 80	08/29/13	28 20	9,293 40	3,672 60
PNC CAPITAL ADVISORS							
PFIZER INC	115	17 03270	- 1,958 76	08/30/13	28 23	3,245 50	1,286 74
PNC CAPITAL ADVISORS							
PFIZER INC	115	91 57817	- 10,531 49	05/13/13	94 21	10,832 44	300 95
PNC CAPITAL ADVISORS							
PHILIP MORRIS INTERNAT-W/I							
PNC CAPITAL ADVISORS	5	81 99000	- 409 95	07/11/13	99 84	499 14	89 19
PNC CAPITAL ADVISORS							
POLARIS INDS INC	5	81 99000	- 409 95	12/19/13	140 04	700 15	290 20
PNC CAPITAL ADVISORS							
POLARIS INDS INC	15	65 75333	- 986 30	07/11/13	80 54	1,207 93	221 63
PNC CAPITAL ADVISORS							
PROCTER & GAMBLE CO	5	65 75400	- 328 77	11/05/13	81 56	407 74	78 97
PNC CAPITAL ADVISORS							
PROCTER & GAMBLE CO	15	65 75333	- 986 30	12/19/13	82 05	1,230 58	244 28
PNC CAPITAL ADVISORS							
PROCTER & GAMBLE CO	10	58 31300	- 583 13	07/11/13	61 16	611 49	28 36
PNC CAPITAL ADVISORS							
QUALCOMM	5	58 31200	- 291 56	11/05/13	69 14	345 64	54 08
PNC CAPITAL ADVISORS							
QUALCOMM	35	58 31286	- 2,040 95	11/18/13	71 92	2,516 91	475 96
PNC CAPITAL ADVISORS							



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QUALCOMM PNC CAPITAL ADVISORS	10	58 31300	- 583 13	12/19/13	72 44	724 29	141 16
REGIONS FINANCIAL CORP PNC CAPITAL ADVISORS	40	9 80675	- 392 27	07/11/13	9 81	392 03	- 0 24
REGIONS FINANCIAL CORP PNC CAPITAL ADVISORS	35	9 80686	- 343 24	12/19/13	9 61	335 99	- 7 25
RESMED INC PNC CAPITAL ADVISORS	41	31 71829	- 1,300 45	02/15/13	42 93	1,758 48	458 03
RESMED INC PNC CAPITAL ADVISORS	3	31 72000	- 95 16	02/15/13	43 05	129 03	33 87
RESMED INC PNC CAPITAL ADVISORS	46	31 71826	- 1,459 04	02/19/13	43 11	1,981 12	522 08
RESMED INC PNC CAPITAL ADVISORS	10	31 71800	- 317 18	07/11/13	43 93	439 20	122 02
RESMED INC PNC CAPITAL ADVISORS	90	31 71822	- 2,854 64	10/28/13	49 88	4,485 76	1,631 12
RESMED INC PNC CAPITAL ADVISORS	80	31 71825	- 2,537 46	10/29/13	50 47	4,034 54	1,497 08
ROBERT HALF INTERNATIONAL INC PNC CAPITAL ADVISORS	60	35 35983	- 2,121 59	05/01/13	31 73	1,901 38	- 220 21
ROBERT HALF INTERNATIONAL INC PNC CAPITAL ADVISORS	40	35 35975	- 1,414 39	05/01/13	31 36	1,253 28	- 161 11
ROBERT HALF INTERNATIONAL INC PNC CAPITAL ADVISORS	84	35 35988	- 2,970 23	05/02/13	31 34	2,630 68	- 339 55
ROBERT HALF INTERNATIONAL INC PNC CAPITAL ADVISORS	31	35 35968	- 1,096 15	05/02/13	31 45	973 73	- 122 42
ROCK-TENN CO CL A	5	99 13000	- 495 65	07/11/13	108 76	543 74	48 09
PNC CAPITAL ADVISORS							
ROCK-TENN CO CL A	39	99 13026	- 3,866 08	11/07/13	95 69	3,731 60	- 134 48
PNC CAPITAL ADVISORS							





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ROCK-TENN CO CLA	18	99 13000	- 1,784 34	11/07/13	96 19	1,731 17	- 53 17
PNC CAPITAL ADVISORS ROCK-TENN CO CLA	23	99 13000	- 2,279 99	11/08/13	94 40	2,170 83	- 109 16
PNC CAPITAL ADVISORS ROSS STORES INC	90	61 90344	- 5,571 31	03/13/13	55 43	4,987 80	- 583 51
PNC CAPITAL ADVISORS T ROWE PRICE MID CAP GROWTH INC FD #64	27 371	38 09616	- 1,042 73	11/08/13	73 07	2,000 00	957 27
PNC T ROWE PRICE MID CAP VALUE FD #115	459 202	20 90061	- 9,597 60	07/11/13	28 31	13,000 00	3,402 40
PNC SCHLUMBERGER LTD SEDOL 2779201 ISIN AN8068571086	5	86 63800	- 433 19	11/05/13	92 32	461 54	28 35
PNC CAPITAL ADVISORS SCHLUMBERGER LTD SEDOL 2779201 ISIN AN8068571086	5	86 63800	- 433 19	12/19/13	86 42	432 04	- 1 15
PNC CAPITAL ADVISORS SHIRE PLC SPONSORED ADR	5	93 88600	- 469 43	07/11/13	100 50	502 44	33 01
PNC CAPITAL ADVISORS SHIRE PLC SPONSORED ADR	5	99 61800	- 498 09	12/19/13	137 21	685 99	187 90
PNC CAPITAL ADVISORS JM SMUCKER CO/THE-NEW COM WI PNC CAPITAL ADVISORS	10	108 46800	- 1,084 68	12/17/13	101 11	1,011 03	- 73 65
PNC CAPITAL ADVISORS JM SMUCKER CO/THE-NEW COM WI PNC CAPITAL ADVISORS	55	108 46818	- 5,965 75	12/18/13	101 40	5,576 46	- 389 29
STATE STR CORP PNC CAPITAL ADVISORS	5	56 56400	- 282 82	07/11/13	68 41	341 99	59 17



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STATE STR CORP PNC CAPITAL ADVISORS	61	56 56311	- 3,450 35	11/12/13	70 00	4,267 77	817 42
STATE STR CORP PNC CAPITAL ADVISORS	44	56 56318	- 2,488 78	11/12/13	70 54	3,103 32	614 54
SUNCOR ENERGY INC ISIN CA8672241079 SEDOL B3NB1P2 PNC CAPITAL ADVISORS	260	27 14654	- 7,058 10	02/25/13	31 02	8,055 27	997 17
SUNCOR ENERGY INC ISIN CA8672241079 SEDOL B3NB1P2 PNC CAPITAL ADVISORS	20	27 14650	- 542 93	02/26/13	30 13	602 11	59 18
SUNCOR ENERGY INC ISIN CA8672241079 SEDOL B3NB1P2 PNC CAPITAL ADVISORS	60	27 14650	- 1,628 79	02/26/13	30 11	1,804 00	175 21
3M COMPANY PNC CAPITAL ADVISORS	90	87 58033	- 7,882 23	02/01/13	101 56	9,136 69	1,254 46
UNION PACIFIC CORP PNC CAPITAL ADVISORS	5	103 13200	- 515 66	07/11/13	158 64	793 13	277 47
UNION PACIFIC CORP PNC CAPITAL ADVISORS	35	103 13257	- 3,609 64	11/07/13	154 50	5,406 06	1,796 42
UNION PACIFIC CORP PNC CAPITAL ADVISORS	5	103 13200	- 515 66	12/19/13	163 36	816 74	301 08
UNITED TECHNOLOGIES CORP PNC CAPITAL ADVISORS	5	88 60000	- 443 00	07/11/13	99 44	497 14	54 14
UNITED TECHNOLOGIES CORP PNC CAPITAL ADVISORS	5	88 60000	- 443 00	12/19/13	109 60	547 94	104 94
UNITEDHEALTH GROUP INC PNC CAPITAL ADVISORS	125	51 84912	- 6,481 14	03/13/13	54 56	6,814 37	333 23
VALERO ENERGY CORP PNC CAPITAL ADVISORS	10	41 86100	- 418 61	07/11/13	33 72	337 10	- 81 51
VALERO ENERGY CORP PNC CAPITAL ADVISORS	165	41 86133	- 6,907 12	07/25/13	35 66	5,876 54	- 1,030 58





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VANGUARD FTSE EMERGING MARKETS ETF PNC	25	23 59320	- 589 83	11/08/13	40 35	1,007 98	418 15
VERIZON COMMUNICATIONS INC PNC CAPITAL ADVISORS	15	53 47467	- 802 12	07/11/13	51 00	764 84	- 37 28
VERIZON COMMUNICATIONS INC PNC CAPITAL ADVISORS	50	53 47480	- 2,673 74	10/09/13	46 36	2,317 23	- 356 51
VERIZON COMMUNICATIONS INC PNC CAPITAL ADVISORS	5	53 47600	- 267 38	11/05/13	50 21	250 99	- 16 39
VERIZON COMMUNICATIONS INC PNC CAPITAL ADVISORS	10	53 47500	- 534 75	12/19/13	48 54	485 29	- 49 46
WELLS FARGO & COMPANY PNC CAPITAL ADVISORS	25	28 76320	- 719 08	07/11/13	41 69	1,042 00	322 92
WELLS FARGO & COMPANY PNC CAPITAL ADVISORS	5	28 76400	- 143 82	11/05/13	42 69	213 39	69 57
WELLS FARGO & COMPANY PNC CAPITAL ADVISORS	20	28 76300	- 575 26	12/19/13	45 10	901 78	326 52
WHOLE FOODS MKT INC PNC CAPITAL ADVISORS	110	65 62982	- 7,219 28	02/21/13	85 01	9,346 07	2,126 79
WISCONSIN ENERGY CORP PNC CAPITAL ADVISORS	15	32 10200	- 481 53	07/11/13	42 12	631 64	150 11
WISCONSIN ENERGY CORP PNC CAPITAL ADVISORS	5	32 10200	- 160 51	11/05/13	42 21	210 97	50 46
WISCONSIN ENERGY CORP PNC CAPITAL ADVISORS	15	32 10200	- 481 53	12/19/13	40 97	614 39	132 86
WYNDHAM WORLDWIDE CORP PNC CAPITAL ADVISORS	5	62 52800	- 312 64	07/11/13	59 92	299 54	- 13 10
WYNDHAM WORLDWIDE CORP PNC CAPITAL ADVISORS	5	62 52800	- 312 64	12/19/13	71 53	357 59	44 95
YAHOO INC PNC CAPITAL ADVISORS	5	27 99800	- 139 99	11/05/13	33 00	164 94	24 95



RICHARD & THELMA HALL FOUNDACONS
INVESTMENT MANAGEMENT STATEMENT
Account number 21-75-501-3611143
January 1, 2013 - December 31, 2013

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Detail

Description	Quantity	Avg original value at PNC per unit	Total original value at PNC	Sale date	Sale price per unit	Total proceeds	Net realized gain/loss
YAHOO INC	10	27 99700	- 279 97	12/19/13	40 28	402 64	122 67
PNC CAPITAL ADVISORS							
Total			- \$533,321.28			\$611,420.11	\$78,098.83



Federal Statements

27-3967042

FYE: 12/31/2013

Statement 1 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL FEES RE OPERATION OF FND	\$ 10,148	\$	\$	\$ 10,148
TOTAL	\$ 10,148	\$ 0	\$ 0	\$ 10,148

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	\$ 3,950	\$	\$	\$ 3,950
TOTAL	\$ 3,950	\$ 0	\$ 0	\$ 3,950

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INV MGMT FEES	\$ 11,170	\$ 11,170	\$	\$ 2,500
WEBSITE DESIGN	2,500			
TOTAL	\$ 13,670	\$ 11,170	\$ 0	\$ 2,500

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAX WITHHELD	\$ 9	\$ 9	\$	\$
TOTAL	\$ 9	\$ 9	\$ 0	\$ 0

Federal Statements

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Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$		\$	
REPAIRS & MAINTENANCE	433			433
TOTAL	\$ 433	\$ 0	\$ 0	\$ 433

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
8,500					5/15/13
500					3/07/13
1,851					5/07/13
5,000					6/12/13
20,000					12/16/13
5,000					12/13/13
11,153					2/11/13
2,416					2/11/13
135					2/11/13
670					3/07/13

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
3M COMPANY (MMM)	\$ 7,882	\$	COST	
ACCENTURE PLC CLASS A (ACN)	6,505		COST	
AGRIUM INC (AGU)	6,799		COST	
ALLERGAN INC (AGN)	7,142	6,302	COST	8,331
AMERICAN EXPRESS CO (AXP)	8,723	6,344	COST	10,888
ANHEUSER BUSCH INBEV (BUD)	7,770		COST	
APPLE INC (AAPL)	17,169	22,003	COST	28,051
AT&T INC (T)	13,795		COST	
BOEING CO (BA)	10,638	5,869	COST	10,919

Federal Statements

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

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CAPITAL ONE FINANCIAL CORP (COF)	\$ 6,465		COST	\$
CF INDUSTRIES HOLDINGS INC (CF)	6,577		COST	
CHEVRON CORPORATION (CVX)	14,187	8,546	COST	9,993
CHUBB CORP (CB)	8,148	7,208	COST	11,112
CISCO SYSTEMS INC (CSCO)	10,484	6,672	COST	7,851
COCA COLA CO (KO)	11,629	8,380	COST	10,121
COMCAST CORPORATION CL A (CMCSA)	8,408	5,329	COST	11,692
CONOCOPHILLIPS (COP)		7,954	COST	8,478
COOPER COS INC (COO)	7,300		COST	
COVIDIEN PLC (COV)	10,074		COST	
DISCOVER FINANCIAL W/I (DFS)	6,035	5,147	COST	8,113
DISNEY WALT (DIS)	5,797	5,351	COST	9,168
EASTMAN CHEM CO (EMN)	7,268		COST	
EBAY INC (EBAY)	7,914	4,645	COST	7,407
EMC CORP (EMC)	11,486		COST	
ENSCO PLC CLASS A (ESV)	6,301		COST	
EQUITY RESIDENTIAL (EQR)	6,296		COST	
EXXON MOBIL CORP (XOM)	21,940		COST	
FIFTH THIRD BANCORP (FITB)	7,690	7,451	COST	9,108
FMC CORPORATION NEW (FMC)	4,184	6,756	COST	9,884
GANNETT INC (GCI)	6,823		COST	
GENERAL ELECTRIC CO (GE)	16,351		COST	
GOOGLE INC-CL A (GOOG)	5,531	15,252	COST	20,882
HOME DEPOT INC (HD)	10,198	14,988	COST	22,414
INTEL CORP (INTC)	6,652	5,302	COST	9,469
INTERNATIONAL BUSINESS MACHS (IBM)	8,823		COST	
JOHNSON & JOHNSON (JNJ)	13,139	10,781	COST	14,654
LIMITED BRANDS INC (LTD)	7,601		COST	
M&T BK CORP (MTB)	7,154		COST	
MACY'S INC (M)	7,497		COST	
MC CORMICK & CO INC (MKC)	6,141		COST	
MERCK & CO INC (MRK)	4,482		COST	
MICROSOFT CORP (MSFT)	6,772		COST	
MOODY'S CORP (MCO)	7,408	4,610	COST	5,986
MYLAN INC (MYL)	6,920		COST	
NATIONAL OILWELL VARCO INC (NOV)	7,634		COST	
OGE ENERGY CORP (OGE)	5,850		COST	

Federal Statements

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

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ORACLE CORP (ORCL)	\$ 4,842	10,665	COST	\$ 13,582
PALL CORP (PLL)	6,336		COST	
PFIZER INC (PFE)	9,283		COST	
PHILIP MORRIS INTERNAT-W/I (PM)	10,532	5,739	COST	10,195
POLARIS INDS INC (PII)	6,559	15,452	COST	19,131
PROCTER & GAMBLE CO (PG)	10,327	6,368	COST	8,841
PVH CORP (PVH)	7,838	8,455	COST	10,766
QUALCOMM INC (QCOM)	10,985		COST	
RESMED INC (RMD)	8,564		COST	
ROSS STORES INC (ROST)	5,571		COST	
SHIRE PLC (SHPGY)	7,024	9,962	COST	14,129
SUNCOR ENERGY INC (SU)	9,230		COST	
THE HERSHEY COMPANY (HSY)	10,728	7,539	COST	12,640
UNION PACIFIC CORP (UNP)	9,282	4,641	COST	7,560
UNITED TECHNOLOGIES CORP (UTX)	9,303	8,417	COST	10,811
UNITEDHEALTH GROUP INC (UNH)	5,955		COST	
WELLS FARGO & COMPANY (WFC)	12,368	10,930	COST	17,252
WHOLE FOODS MKT INC (WFM)	7,219		COST	
WISCONSIN ENERGY CORP (WEC)	10,273	9,149	COST	11,782
BEST BUY CO. INC. (BBY)		6,052	COST	6,181
CBS CORP CLASS B WI (CBS)		6,558	COST	8,286
FORD MOTOR CO (F)		10,793	COST	9,952
LAS VEGAS SANDS CORP (LVS)		6,896	COST	7,493
NIKE INC. (NKE)		6,011	COST	8,650
WYNDHAM WORLDWIDE CORP (WYN)		7,503	COST	8,843
ALTRIA GROUP INC. (MO)		9,245	COST	9,598
CVS CAREMARK CORP (CVS)		8,295	COST	11,451
NU SKIN ENTERPRISES INC (NUS)		6,676	COST	6,911
EOG RES INC. (EOG)		7,339	COST	8,392
HALLIBURTON CO (HAL)		6,314	COST	7,613
HELMERICH & PAYNE INC. (HP)		7,416	COST	9,669
SCHLUMBERGER LTD (SLB)		11,263	COST	11,714
INVESCO LTD (IVZ)		7,253	COST	8,008
FRANKLIN RESOURCES INC. (BEN)		7,706	COST	8,660
GOLDMAN SACHS GROUPS INC. (GS)		7,363	COST	8,863
LINCOLN NATIONAL CORP (LNC)		7,829	COST	8,259
REGIONS FINANCIAL CORP (RF)		6,031	COST	6,082

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

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
VISA INC (V)	\$	6,303	COST	\$ 8,907
JAZZ PHARMACEUTICALS PLC (JAZZ)		6,144	COST	8,859
AETNA INC NEW (AET)		10,875	COST	12,003
BAXTER INTL INC. (BAX)		7,705	COST	7,303
BECTON DICKINSON & CO (BDX)		5,897	COST	7,181
CELGENE CORP (CELG)		6,408	COST	7,604
MCKESSON CORP (MCK)		10,830	COST	11,298
OMNICARE INC (OCR)		7,676	COST	7,847
B/E AEROSPACE INC (BEAV)		6,634	COST	9,138
CANADIAN PACIFIC RAILWAY (CP)		6,552	COST	6,809
DELTA AIRLINES INC. (DAL)		7,404	COST	9,477
LOCKHEED MARTIN CORP (LMT)		7,072	COST	7,433
MANPOWER GROUP INC (MAN)		8,071	COST	8,586
NXP SEMICONDUCTORS (NXPI)		7,012	COST	7,578
YAHOO INC (YHOO)		6,019	COST	8,695
METHANEX CORP (MEOH)		6,760	COST	6,220
PPG INDUSTRIES INC (PPG)		10,041	COST	10,431
VERIZON COMMUNICATIONS INC (VZ)		10,962	COST	10,074
TOTAL	\$ 551,801	\$ 537,115		\$ 681,278

Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
BAIRD INTERMEDIATE BD FD (BIMIX)	\$	301,312	COST	\$ 298,458
PNC INTERMEDIATE BD FD (PIKIX)		224,374	COST	215,707
BAIRD INTER BD FD (BIMIX)		125	COST	125
PNC INTER BD FD (PIKIX)		344	COST	343
TOTAL	\$ 471,494	\$ 526,155		\$ 514,633

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Statement 9 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ISHARES TR RUSSELL 2000 INDEX (IWM)	\$ 9,852	\$ 19,894	COST	\$ 31,839
VANGUARD MSCI EMERGING MARKETS (VWO)	12,778	17,152	COST	29,909
HARBOR INTERNATIONAL FUND (HAINX)	131,908	137,392	COST	170,637
T ROWE PRICE MID CAP GROWTH (RPMGX)	16,844	19,801	COST	37,829
T ROWE PRICE MID CAP VALUE (TRMCX)	37,191	27,594	COST	39,673
TOTAL	\$ 208,573	\$ 221,833		\$ 309,887

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Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name		Address		Relationship	Status	Purpose	Amount
Address							
KALAMAZOO VALLEY COMMUNITY COLLEGE	KALAMAZOO MI 49009	6767 W O AVENUE	GOVT ENTITY			MECHATRONICS ACADEMY	8,500
MT. ZION BAPTIST CHURCH	KALAMAZOO MI 49007	120 ROBERSON STREET	PUBLIC			JOB SKILLS & JOB FAIR	500
KRESA	KALAMAZOO MI 49002	1819 E MILHAM AVE	ISD			PRINTING KVCC TECHNICAL ACADEMY	1,851
KRESA	KALAMAZOO MI 49002	1819 E MILHAM AVE	ISD			PROJECT LEAD THE WAY	5,000
MRC INDUSTRIES	KALAMAZOO MI 49048	2538 S 26TH ST	PUBLIC			MRC INDUSTRIES PROGRAMS	5,000
KRESA	KALAMAZOO MI 49002	1819 E MILHAM AVE	ISD			PROJECT LEAD THE WAY	20,000
KALAMAZOO ELECTRICAL JATC	KALAMAZOO MI 49001	3641 E CORK ST	PUBLIC			INITIATIVE SCHOLARSHIP FUND	5,000
KALAMAZOO VALLEY COMMUNITY COLLEGE	KALAMAZOO MI 49009	6767 W, O AVENUE	GOVT ENTITY			TUITION AND FEES	11,153
KALAMAZOO VALLEY COMMUNITY COLLEGE	KALAMAZOO MI 49009	6767 W. O AVENUE	GOVT ENTITY			BOOKS	2,416
BRANDON LUNDBERG	BATTLE CREEK MI 49014					SCHOLARSHIP	135
ANDREW COVELL	SCHOOLCRAFT MI 49087					SCHOLARSHIP	670
TOTAL							60,225

Other Notes and Loans Receivable

Form **990-PF****2013**

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

Name

RICHARD & THELMA HALL FOUNDATION
C/O THOMAS T. HUFF

Employer Identification Number

27-3967042

FORM 990-PF, PART II, LINE 7 - ADDITIONAL INFORMATION

Name of borrower	Relationship to disqualified person
(1) JANINE SCOTT NOTE RECEIVABLE	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	

Original amount borrowed	Date of loan	Maturity date	Repayment terms	Interest rate
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				

Security provided by borrower	Purpose of loan
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	

Consideration furnished by lender	Balance due at beginning of year	Balance due at end of year	Fair market value
(1)	140,336	133,031	133,031
(2)			
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
Totals	140,336	133,031	133,031