Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf*

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation EDITH WINTHER GRACE CHARITABLE TRUST
P19567000

A Employer identification number 27-6845218

Number and street (or P.O. box number if mail is not delivered to street address) 10 S DEARBORN IL1-0117

Room/suite

B Telephone number (see instructions) 866-888-5157

City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60603

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 2,786,096.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) *(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				
	4	Dividends and interest from securities	44,436.	43,225.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	100,194.			
	b	Gross sales price for all assets on line 6a 1,094,256.				
	7	Capital gain net income (from Part IV, line 2)		100,194.		
	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	144,630.	143,419.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	25,125.	18,844.		6,281.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 1	5,878.	778.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	31,003.	19,622.	NONE	6,281.
	25	Contributions, gifts, grants paid	112,000.			112,000.
	26	**Total expenses and disbursements** Add lines 24 and 25	143,003.	19,622.	NONE	118,281.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,627.			
	b	**Net investment income** (if negative, enter -0-)		123,797.		
	c	**Adjusted net income** (if negative, enter -0-)				

		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	9,950.	90,640.	90,640.
	2	Savings and temporary cash investments	45,456.		
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 2	1,265,021.	1,356,811.	1,794,036.
	c	Investments - corporate bonds (attach schedule) STMT 3	380,531.	306,421.	315,067.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 4	602,194.	561,590.	580,441.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ STMT 5)	3.	3.	5,912.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	2,303,155.	2,315,465.	2,786,096.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, ▶ ☒ check here and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	2,303,155.	2,315,465.	
	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)	2,303,155.	2,315,465.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,303,155.	2,315,465.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,303,155.
2	Enter amount from Part I, line 27a	2	1,627.
3	Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	3	10,683.
4	Add lines 1, 2, and 3	4	2,315,465.
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	2,315,465.

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	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,094,256.		994,062.	100,194.
b				
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				100,194.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	100,194.
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	120,928.	2,469,120.	0.048976
2011	33,420.	2,368,631.	0.014109
2010			
2009			
2008			

2	**Total** of line 1, column (d)	2	0.063085
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	0.031543
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,632,492.
5	Multiply line 4 by line 3	5	83,037.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,238.
7	Add lines 5 and 6	7	84,275.
8	Enter qualifying distributions from Part XII, line 4	8	118,281.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	1,238.
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	
3	Add lines 1 and 2			3	1,238.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,238.
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	18.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	4,700.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	4,718.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	25.
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	3,455.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 1,240. **Refunded** ▶			11	2,215.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? *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*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ____________ (2) On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation.*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV.*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	X	

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JP MORGAN CHASE BANK N.A Telephone no. ▶ (866)888-5157

Located at ▶ 10 SOUTH DEARBORN STREET, CHICAGO, IL ZIP+4 ▶ 60603

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

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

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? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If "Yes" to 6b, file Form 8870

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

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

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
JPMORGAN CHASE BANK, NA 10 S DEARBORN ST; MC: IL1-0117, CHICAGO, IL 60603	TRUSTEE 2	25,125.	-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		-0-	-0-	-0-

Total number of other employees paid over $50,000 ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 NONE	
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	2,552,132.
b	Average of monthly cash balances	1b	114,540.
c	Fair market value of all other assets (see instructions)	1c	5,909.
d	**Total** (add lines 1a, b, and c)	1d	2,672,581.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	2,672,581.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	40,089.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,632,492.
6	**Minimum investment return.** Enter 5% of line 5	6	131,625.

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	131,625.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,238.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,238.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	130,387.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	130,387.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	130,387.

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	118,281.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	118,281.
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	1,238.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	117,043.

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.

27-6845218

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				130,387.
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only			110,399.	
b	Total for prior years 20 11 ,20____,20____		NONE		
3	Excess distributions carryover, if any, to 2013:				
a	From 2008 . . . . . . NONE				
b	From 2009 . . . . . . NONE				
c	From 2010 . . . . . . NONE				
d	From 2011 . . . . . . NONE				
e	From 2012 . . . . . . NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 118,281.				
a	Applied to 2012, but not more than line 2a			110,399.	
b	Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see instructions)	NONE			
d	Applied to 2013 distributable amount				7,882.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
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				122,505.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9				
a	Excess from 2009 . . . NONE				
b	Excess from 2010 . . . NONE				
c	Excess from 2011 . . . NONE				
d	Excess from 2012 . . . NONE				
e	Excess from 2013 . . . NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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).)

SEE ATTACHED DETAIL

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.

SEE ATTACHED DETAIL

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.

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
a Paid during the year				
FORT WORTH SYMPHONY ORCHESTRA ASSOCIATION, IN . FORT WORTH TX	NONE	PUBLIC CHA	GENERAL	50,000.
NATIONAL SOCIETY TO PREVENT BLINDNESS . FORT WORTH TX	NONE	PUBLIC CHA	GENERAL	22,000.
FIRST UNITED METHODIST CHURCH . FORT WORTH TX	NONE	PUBLIC CHA	GENERAL	10,000.
FORT WORTH STOCKSHOW SYNDICATE . FORT WORTH TX	NONE	PUBLIC CHA	GENERAL	5,000.
ACH CHILD AND FAMILY SERVICES . FORT WORTH TX	NONE	PUBLIC CHA	GENERAL	25,000.
Total . . . . ▶ 3a				112,000.
b Approved for future payment				
Total . . . . ▶ 3b				

27-6845218

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	43,225.	
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	100,194.	
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)				143,419.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 143,419.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

				Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?				
a	Transfers from the reporting foundation to a noncharitable exempt organization of:				
	(1) Cash		1a(1)		X
	(2) Other assets		1a(2)		X
b	Other transactions.				
	(1) Sales of assets to a noncharitable exempt organization		1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization		1b(2)		X
	(3) Rental of facilities, equipment, or other assets		1b(3)		X
	(4) Reimbursement arrangements		1b(4)		X
	(5) Loans or loan guarantees		1b(5)		X
	(6) Performance of services or membership or fundraising solicitations		1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule.

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee | 10/21/2014 Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CAROLYN J. SECHEL	Carolyn J. Sechel	10/21/2014		P01256399

Firm's name ▶ DELOITTE TAX LLP | Firm's EIN ▶ 86-1065772

Firm's address ▶ 127 PUBLIC SQUARE
CLEVELAND, OH 44114 | Phone no. 216-589-1300

Form **990-PF** (2013)

EDITH WINTHER GRACE CHARITABLE TRUST 27-6845218

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT - PRIOR YE	5,100.	
FOREIGN TAXES ON QUALIFIED FOR	655.	655.
FOREIGN TAXES ON NONQUALIFIED	123.	123.
TOTALS	5,878.	778.

EDITH WINTHER GRACE CHARITABLE TRUST 27-6845218

FORM 990PF, PART II - CORPORATE STOCK
=====================================

DESCRIPTION

SEE ATTACHED

TOTALS

EDITH WINTHER GRACE CHARITABLE TRUST 27-6845218

FORM 990PF, PART II - CORPORATE BONDS
=====================================

DESCRIPTION

SEE ATTACHED

TOTALS

EDITH WINTHER GRACE CHARITABLE TRUST 27-6845218

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F
SEE ATTACHED	C
TOTALS	

EDITH WINTHER GRACE CHARITABLE TRUST 27-6845218

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION
OIL & GAS ASSETS
ALTERNATIVE INVESTMENTS
TOTALS

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T.**
▶ **Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.**
▶ **Information about Schedule D and its separate instructions is at *www.irs.gov/form1041***

OMB No 1545-0092

2013

Name of estate or trust	Employer identification number
EDITH WINTHER GRACE CHARITABLE TRUST	27-6845218

Note: *Form 5227 filers need to complete* ***only*** *Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked				
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	231,212.	235,760.		-4,548.

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back . . . . ▶	7	-4,548.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked				
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked				
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	830,946.	758,302.		72,644.

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.	12	
13 Capital gain distributions.	13	32,098.
14 Gain from Form 4797, Part I.	14	
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back . . . . ▶	16	104,742.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

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Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			-4,548.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			104,742.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b			
c	28% rate gain	18c			-1,847.
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			100,194.

Note: *If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 18a and 19, column (2), are net gains, go to Part V, and **do not** complete Part IV If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary*

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of.
a The loss on line 19, column (3) **or** b $3,000 . . . . . 20 ( )

Note: *If the loss on line 19, column (3), is more than $3,000, **or** if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if*

- *Either line 18b, col. (2) or line 18c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero.

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			21			
22	Enter the **smaller** of line 18a or 19 in column (2) but not less than zero	22					
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23					
24	Add lines 22 and 23	24					
25	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	25					
26	Subtract line 25 from line 24. If zero or less, enter -0-			26			
27	Subtract line 26 from line 21. If zero or less, enter -0-			27			
28	Enter the **smaller** of the amount on line 21 or $2,450			28			
29	Enter the **smaller** of the amount on line 27 or line 28			29			
30	Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ▶					30	
31	Enter the smaller of line 21 or line 26			31			
32	Subtract line 30 from line 26			32			
33	Enter the **smaller** of line 21 or $11,950			33			
34	Add lines 27 and 30			34			
35	Subtract line 34 from line 33. If zero or less, enter -0-			35			
36	Enter the **smaller** of line 32 or line 35			36			
37	Multiply line 36 by 15% ▶					37	
38	Enter the amount from line 31			38			
39	Add lines 30 and 36			39			
40	Subtract line 39 from line 38. If zero or less, enter -0-			40			
41	Multiply line 40 by 20% ▶					41	
42	Figure the tax on the amount on line 27. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			42			
43	Add lines 37, 41, and 42			43			
44	Figure the tax on the amount on line 21 Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			44			
45	**Tax on all taxable income.** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶					45	

Schedule D (Form 1041) 2013

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www irs gov/form8949*

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
EDITH WINTHER GRACE CHARITABLE TRUST	27-6845218

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo , day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss** If you enter an amount in column (g), enter a code in column (f). **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
751 466 DOUBLELINE TOTAL R	06/11/2012	01/22/2013	8,567.00	8,416 00			151.00
2531.894 HSBC FDS	09/20/2012	03/06/2013	25,977.00	26,079.00			-102 00
892.532 JPMORGAN SHORT DUR FUND	09/20/2012	03/06/2013	9,800.00	9,836.00			-36.00
130. ISHARES TR RUSSELL MI FD	11/15/2012	04/19/2013	16,228.00	13,826.00			2,402 00
1183.971 JPMORGAN SHORT DU FUND	09/20/2012	04/19/2013	13,000 00	13,047.00			-47.00
2502.736 VANGUARD FXD INCM CORP*	09/21/2012	04/19/2013	25,678.00	26,079.00			-401.00
1972.904 THE ARBITRAGE FUN	10/16/2012	05/20/2013	25,095 00	25,786.00			-691 00
21 SPDR GOLD TRUST	09/20/2012	06/07/2013	2,813.00	3,600.00			-787 00
19. SPDR GOLD TRUST	09/20/2012	06/07/2013	2,547.00	3,257.00			-710.00
15. SPDR GOLD TRUST	09/20/2012	06/07/2013	2,011.00	2,572.00			-561.00
455. ISHARES MSCI CHINA IN	VAR	07/17/2013	19,167.00	22,264.00			-3,097.00
70 ISHARES MSCI CHINA IND	VAR	07/18/2013	2,946.00	3,404.00			-458.00
1300.691 JOHN HANCOCK II-E	02/04/2013	08/01/2013	12,942 00	14,086.00			-1,144 00
2027.491 DREYFUS/LAUREL FD	08/01/2013	10/29/2013	29,500 00	28,243 00			1,257.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Form **8949** (2013)

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Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www irs gov/form8949*

▶ **File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.**

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
EDITH WINTHER GRACE CHARITABLE TRUST	27-6845218

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part I Short-Term.

Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 **(a)** Description of property (Example 100 sh XYZ Co)	**(b)** Date acquired (Mo., day, yr)	**(c)** Date sold or disposed (Mo., day, yr.)	**(d)** Proceeds (sales price) (see instructions)	**(e)** Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions **(f)** Code(s) from instructions	**(g)** Amount of adjustment	**(h)** Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
210. ISHARES TR COHEN & ST MAJOR	03/06/2013	10/29/2013	16,941.00	17,285.00			-344 00
1960.784 EATON VANCE MUT F	03/06/2013	11/05/2013	18,000.00	17,980 00			20 00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			231,212	235,760.			-4,548

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Form **8949** (2013)

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	**Social security number or taxpayer identification number**
EDITH WINTHER GRACE CHARITABLE TRUST	27-6845218

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

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1 (a) Description of property (Example 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
1963.587 HIGHBRIDGE DYNAMI COMMODITIES	VAR	01/15/2013	27,647.00	37,117.00			-9,470.00
20000. DB 95% PPN FX BASKE	07/29/2011	02/01/2013	19,000.00	20,014 00			-1,014.00
2393.735 EDGEWOOD GROWTH F	01/05/2011	02/04/2013	34,709 00	27,552.00			7,157.00
575.555 DODGE & INTERNATIO FUND	11/07/2011	02/04/2013	20,737.00	18,153.00			2,584.00
374 622 JPMORGAN LARGE CAP	04/27/2009	02/04/2013	9,309.00	4,776 00			4,533.00
283.926 MANNING & NAPIER F	11/07/2011	02/04/2013	5,241 00	5,270.00			-29.00
3255.806 VICTORY PORTFOLIO	08/29/2011	02/04/2013	57,205.00	45,874 00			11,331.00
25000. HSBC BREN EAFE 03/0	02/17/2012	03/06/2013	26,510.00	24,750.00			1,760 00
2293.716 HIGHBRIDGE DYNAMI COMMODITIES	11/30/2010	03/06/2013	31,378.00	40,966 00			-9,588.00
4282.472 JPMORGAN STRATEGI OPPTYS FUND SEL	VAR	03/06/2013	51,090.00	47,044.00			4,046.00
467.313 JPMORGAN US REAL E	11/17/2010	03/06/2013	7,846 00	6,846 00			1,000 00
25000. DB BREN ASIA BASKET	03/02/2012	03/20/2013	25,332.00	24,750.00			582.00
25000 HSBC BREN EAFE 0 04	03/16/2012	04/04/2013	25,980.00	24,750 00			1,230.00
2122.449 JPMORGAN US EQUIT	04/27/2009	04/19/2013	26,000.00	14,369.00			11,631.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	**Social security number or taxpayer identification number**
EDITH WINTHER GRACE CHARITABLE TRUST	27-6845218

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991 957 MANNING & NAPIER F	11/07/2011	04/19/2013	18,500.00	18,411.00			89.00
25000. GS BREN EAFE 05/07/	04/20/2012	05/07/2013	29,412.00	24,750 00			4,662.00
45000. BARC BREN SPX 6/5/	05/18/2012	06/05/2013	50,490.00	44,550 00			5,940.00
35000. BNP DELTA ONE MSCI 6/14/13	05/25/2012	06/14/2013	44,100.00	34,650.00			9,450.00
35000. DB DELTA ONE MSCI W 6/19/13	06/01/2012	06/19/2013	45,461.00	34,650 00			10,811 00
25000. HSBC BREN EAFE 07	06/15/2012	07/03/2013	30,526 00	24,750 00			5,776.00
45000 BNP REN SPX 07/11/1	06/22/2012	07/11/2013	54,675.00	44,550.00			10,125.00
45000 UBS CONT BUFF EQ SP	07/13/2012	07/31/2013	51,750.00	44,550.00			7,200.00
3520 888 JOHN HANCOCK II-E	08/18/2011	08/01/2013	35,033 00	35,983.00			-950.00
2922 994 JPMORGAN INTERNAT CURRENCY	VAR	08/01/2013	32,153 00	32,944 00			-791.00
20000. BARC 93% PPN CURREN 9/13/13	09/09/2011	09/13/2013	18,600.00	20,602.00			-2,002 00
25000. BARC PARTICIPATING	09/28/2012	10/09/2013	18,437.00	24,750.00			-6,313 00
142. SPDR GOLD TRUST	VAR	10/24/2013	18,470.00	20,105.00	C		-1,635 00
53. SPDR GOLD TRUST	01/05/2011	10/25/2013	6,884.00	7,116 00	C		-232.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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105. ISHARES TR COHEN & ST MAJOR	04/27/2009	10/29/2013	8,471.00	3,710.00			4,761.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			830,946.	758,302.			72,644.

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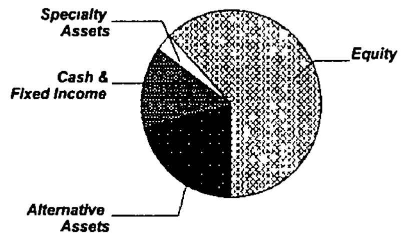
Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	1,603,997 88	1,794,036 34	190,038 46	20,748.11	64%
Alternative Assets	638,905 44	580,441 20	(58,464 24)	3,418 46	21%
Cash & Fixed Income	498,080 39	394,938 33	(103,142 06)	12,831 34	14%
Specialty Assets	3 00	3 00	0 00		1%
Market Value	**$2,740,986.71**	**$2,769,418.87**	**$28,432.16**	**$36,997.91**	**100%**

Asset Allocation



INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	13,366 25	10,768 93	(2,597 32)
Accruals	1,437 31	544.15	(893 16)
Market Value	**$14,803.56**	**$11,313.08**	**($3,490.48)**

Account Summary CONTINUED

	PRINCIPAL		INCOME	
Portfolio Activity	Current Period Value	Year-to-Date Value	Current Period Value	Year-to-Date Value
Beginning Market Value	**2,740,986.71**	**2,534,242.60**	**13,366.25**	**9,949.97**
Additions			86,551 00	86,551 00
Withdrawals & Fees	(89,236 36)	(97,997 10)	(115,355 99)	(129,266 13)
Net Additions/Withdrawals	**($89,236.36)**	**($97,997.10)**	**($28,804.99)**	**($42,715.13)**
Income		334 99	26,207 67	43,534 09
Change In Investment Value	117,668 52	332,838 38		
Ending Market Value	**$2,769,418 87**	**$2,769,418.87**	**$10,768.93**	**$10,768.93**
Accruals	--	--	544 15	544 15
Market Value with Accruals	**--**	**--**	**$11,313.08**	**$11,313.08**

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	26,116 03	43,157 39
Interest Income	12 09	39 62
Original Issue Discount		334 99
Taxable Income	**$26,128.12**	**$43,532.00**
Specialty Asset Income	79 55	337 08
Other Income & Receipts	**$79.55**	**$337.08**

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions	31,880 89	32,063 59
ST Realized Gain/Loss	933 05	(4,549 15)
LT Realized Gain/Loss	(3,419 27)	72,630 46
Realized Gain/Loss	**$29,394.67**	**$100,144.90**

	To-Date Value
Unrealized Gain/Loss	**$438,548.44**

Account Summary CONTINUED

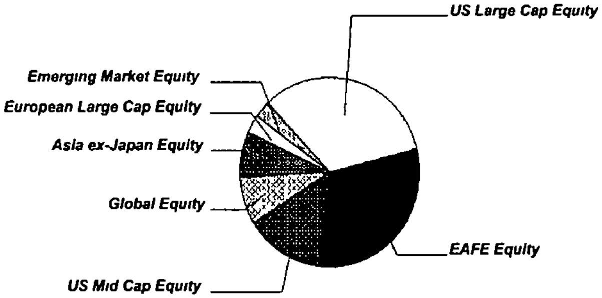
Cost Summary	Cost
Equity	1,356,811 23
Cash & Fixed Income	386,292 79
Total	**$1,743,104.02**

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	559,310 20	592,878.79	33,568 59	21%
US Mid Cap Equity	241,188 75	251,493 75	10,305 00	9%
EAFE Equity	452,319 16	552,822 43	100,503 27	20%
European Large Cap Equity	28,398 75	59,421 50	31,022 75	2%
Asia ex-Japan Equity	129,290 75	133,092 41	3,801 66	5%
Emerging Market Equity	56,039 06	57,487 73	1,448 67	2%
Global Equity	137,451 21	146,839 73	9,388 52	5%
Total Value	**$1,603,997.88**	**$1,794,036.34**	**$190,038.46**	**64%**

Market Value/Cost	Current Period Value
Market Value	1,794,036 34
Tax Cost	1,356,811 23
Unrealized Gain/Loss	437,225 11
Estimated Annual Income	20,748 11
Yield	1 15%

Asset Categories



Equity as a percentage of your portfolio - 64 %

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
BARC REN SPX 09/04/14 2 XLEV- 7 85%CAP- 15 70% MAXPYMT INITIAL LEVEL-08/16/13 SPX 1655 83 06741T-D4-6	109 43	35,000 000	38,300 50	34,650 00	3,650 50		
BBH CORE SELECT FUND-N 05528X-60-4 BBTE X	21 40	5,159 063	110,403 95	84,815 00	25,588 95		
EDGEWOOD GROWTH FUND-INS 0075W0-75-9 EGFI X	18 74	1,296 660	24,299 41	14,296 62	10,002 79		
JPM LARGE CAP GROWTH FD - SEL FUND 3118 4812C0-53-0 SEEG X	31 78	2,602 477	82,706 72	33,181 59	49,525 13		
JPM US EQUITY FD - INSTL FUND 1382 4812A1-14-2 JMUE X	14 10	4,769 417	67,248 78	32,333 35	34,915 43	686 79	1 02%
MANNING & NAPIER EQUITY SERI 563821-60-2 EXEY X	19 68	3,777 069	74,332 72	70,102 40	4,230 32	30 21	0 04%
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	184 69	1,059 000	195,586 71	134,272 76	61,313 95	3,548 70	1 81%
Total US Large Cap Equity			**$592,878.79**	**$403,651.72**	**$189,227.07**	**$4,265.70**	**0.72%**

US Mid Cap Equity

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
ASTON/FAIRPOINTE MID CAP-I 00078H-15-8 ABMI X	44 67	2,322 889	103,763 45	61,254 58	42,508 87	141 69	0 14%
ISHARES RUSSELL MIDCAP INDEX FUND 464287-49-9 IWR	149 98	985 000	147,730 30	82,629 40	65,100 90	1,941 43	1 31%
Total US Mid Cap Equity			**$251,493.75**	**$143,883.98**	**$107,609.77**	**$2,083.12**	**0.83%**

EAFE Equity

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
ARTISAN INTL VALUE FUND-INV 04314H-88-1 ARTK X	36 77	1,739 991	63,979 47	44,909 16	19,070 31	1,606 01	2 51%
BARC BREN MXEA 04/16/14 10%BUFFER-1 50 XLEV- 6.60%CAP 9 9%MAXRTRN INITIAL LEVEL-03/28/13 MXEA 1674 60 06741T-RT-6	108 59	30,000 000	32,577 00	29,700 00	2,877 00		
DODGE & COX INTL STOCK FUND 256206-10-3 DODF X	43 04	2,397 901	103,205 66	75,629 79	27,575 87	1,666 54	1 61%
HSBC BREN MXEA 3/19/14 1 5XLEV- 7 05%CAP- 10 575%MAXPYMT 10%BUFFER INITIAL LEVEL-3/1/13 MXEA 1654 34 40432X-CC-3	108 01	25,000 000	27,002 50	24,750 00	2,252 50		
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	67 10	1,775 000	119,093 63	111,657 82	7,435 81	3,022 82	2 54%
OAKMARK INTERNATIONAL FD-I 413838-20-2 OAKI X	26 32	4,356 595	114,665 58	108,000 00	6,665 58	1,899 47	1 66%

EAFE Equity

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
T ROWE PRICE OVERSEAS STOCK 77956H-75-7 TROS X	10 15	9,093 457	92,298 59	61,546 25	30,752 34	1,727 75	1 87%
Total EAFE Equity			**$552,822.43**	**$456,193.02**	**$96,629.41**	**$9,922.59**	**1.79%**

European Large Cap Equity

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
DB MARKET PLUS SX5E 03/19/14 80% CONTIN BARRIER- 7 6%CPN ,UNCAPPED INITIAL LEVEL-09/14/12 SX5E 2594 56 2515A1-LR-0	120 09	25,000 000	30,021 50	24,687 50	5,334 00		
VANGUARD FTSE EUROPE ETF 922042-87-4 VGK	58 80	500 000	29,400 00	28,634 50	765 50	814 50	2 77%
Total European Large Cap Equity			**$59,421.50**	**$53,322.00**	**$6,099.50**	**$814.50**	**1.37%**

Asia ex-Japan Equity

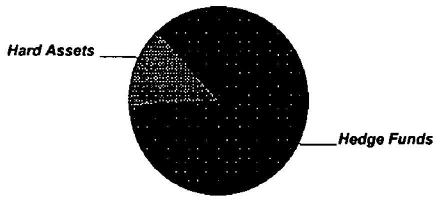
	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
GS REN MXASJ 04/02/14 2 XLEV- 8 74%CAP- 17 48%MAXPYMT INITIAL LEVEL-03/15/13 MXASJ 544 34 38141G-QR-8	104.12	30,000 000	31,236 90	29,700 00	1,536 90		
ISHARES MSCI ALL COUNTRY ASIA EX JAPAN INDEX FUND 464288-18-2 AAXJ	60 31	1,278 000	77,076 18	64,465 99	12,610 19	1,362 34	1 77%

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
Asia ex-Japan Equity							
T ROWE PRICE NEW ASIA 77956H-50-0 PRAS X	16 01	1,547 741	24,779 33	26,249 69	(1,470 36)	232 16	0 94%
Total Asia ex-Japan Equity			**$133,092.41**	**$120,415.68**	**$12,676.73**	**$1,594.50**	**1.20%**
Emerging Market Equity							
DELAWARE EMERGING MARKETS-I 245914-81-7 DEMI X	16 27	3,533 358	57,487 73	49,844 83	7,642 90	544 13	0 95%
Global Equity							
JPM GLOBAL RES ENH INDEX FD - SEL FUND 3457 46637K-51-3 JEIT X	17 83	8,235 543	146,839 73	129,500.00	17,339.73	1,523 57	1 04%

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	478,955 10	486,831 56	7,876 46	18%
Real Estate & Infrastructure	24,217 20	0 00	(24,217 20)	
Hard Assets	135,733 14	93,609 64	(42,123 50)	3%
Total Value	**$638,905.44**	**$580,441.20**	**($58,464.24)**	**21%**

Asset Categories



Alternative Assets as a percentage of your portfolio - 21 %

Alternative Assets Detail

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
EATON VANCE GLOBAL MACRO-I 277923-72-8 EIGM X	9 42	5,184 515	48,838 13	53,079 78
GATEWAY FUND-Y 367829-88-4 GTEY X	28 99	1,871 343	54,250 23	51,573 51
INV BALANCED-RISK ALLOC-Y 00141V-69-7 ABRY X	11 89	4,069 909	48,391 22	53,087 39

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
JPM ACCESS MULTI-STRATEGY FUND II RIC ENDOWMENTS & FOUNDATIONS & OTHER - AUTOMATIC REINVESTMENT N/O Client HFGAPB-WF-1	17 10 11/29/13	16,676 657	285,182 98	259,009 83
PIMCO UNCONSTRAINED BOND-P 72201M-45-3 PUCP X	11 09	4,523 805	50,169 00	52,249 69
Total Hedge Funds			**$486,831.56**	**$469,000.20**

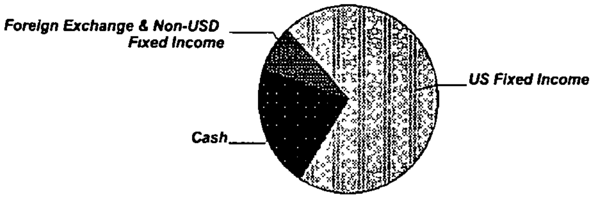
	Price	Quantity	Estimated Value	Cost	Est Annual Income Accrued Income
Hard Assets					
PIMCO COMMODITYPL STRAT-P 72201P-16-7 PCLP X	10 67	5,489 882	58,577.04	59,920 06	186 65
SG BRENT CBEN 3/24/14 LNKD TO CO1 80%BARRIER, 10 45% CPN,10 45% MAXRTN 3/8/13, INITIAL STRIKE 110 85 78423E-GB-4	108 85	20,000 000	21,770 00	19,800 00	

	Price	Quantity	Estimated Value	Cost	Est Annual Income Accrued Income
Hard Assets					
SG CONT BUFF EQ BRENT 08/12/14 LNKD TO CO1 80% BARRIER- 4 6%CPN 15 00%CAP INITIAL LEVEL-08/01/13 CO1 109 43 78423E-HT-4	102.02	13,000 000	13,262 60	12,870 00	
Total Hard Assets			**$93,609.64**	**$92,590.06**	**$186.65**

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	151,903 31	79,871 48	(72,031 83)	3%
US Fixed Income	290,308 45	288,425 05	(1,883 40)	10%
Foreign Exchange & Non-USD Fixed Income	55,868 63	26,641 80	(29,226 83)	1%
Total Value	**$498,080.39**	**$394,938.33**	**($103,142.06)**	**14%**

Asset Categories



Cash & Fixed Income as a percentage of your portfolio - 14 %

Market Value/Cost	Current Period Value
Market Value	394,938 33
Tax Cost	386,292 79
Unrealized Gain/Loss	8,645 54
Estimated Annual Income	12,831.34
Accrued Interest	544 15
Yield	3 24 %

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months[1]	394,938 33	100%

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	79,871 48	20%
International Bonds	26,641 80	6%
Mutual Funds	288,425 05	74%
Total Value	**$394,938.33**	**100%**

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[1] The years indicate the number of years until the bond is scheduled to mature based on the statement end date Some bonds may be called, or paid in full, before their stated maturity

Note [1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1 00	79,871 48	79,871 48	79,871 48		23 96	0 03 % [1]
US Fixed Income							
DOUBLELINE TOTAL RET BD-I 258620-10-3	10 78	7,278 25	78,459 49	81,574 71	(3,115 22)	4,053 98	5 17 %
EATON VANCE FLOATING RATE-I 277911-49-1	9 19	6,118 39	56,228 01	52,893 91	3,334 10	2,196 50	3 91 %
JPM HIGH YIELD FD - SEL FUND 3580 4812C0-80-3	7 98	9,181 35	73,267 19	63,764 66	9,502 53	4,609 03 440 70	6 29 %
JPM SHORT DURATION BOND FD - SEL FUND 3133 4812C1-33-0	10 89	7,389 38	80,470 36	81,430 98	(960 62)	768 49 103 45	0 96 %
Total US Fixed Income			**$288,425.05**	**$279,664.26**	**$8,760.79**	**$11,628.00** **$544.15**	**4.03 %**
Foreign Exchange & Non-USD Fixed Income							
DREYFUS EMG MKT DEBT LOC C-I 261980-49-4	13 87	1,920 82	26,641 80	26,757 05	(115 25)	1,179 38	4 43 %

Specialty Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Oil & Gas	3 00	3 00	0 00	1%

Specialty Assets Detail

	Estimated Value Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
E SUTHERLAND SVY TARRANT CO TX SUTHERLAND, E 1438 TARRANT, TEXAS MINERAL INTEREST Bearer 997732-81-4	1 00 1 00						
FRIO CO TX MINERAL INTEREST Bearer 997721-55-5	1 00 1 00			(665 07)	(665 07)		(665 07)
440021785 ALLERKAMP 015625 RI FRIO CO, TX				(665 07)	(665 07)		(665 07)
MI IN VAR UNITS MAYFIELD & W T WOLCOTT KLEBERG CO, TX MINERAL INTEREST Bearer 997721-55-6	1 00 1 00	79 55	(5 56)		73 99		73 99

	Estimated Value Estimated Cost	Gross Income	Production Tax	Expenses	Net Income	Depletion	Net Income After Depletion
Oil & Gas							
440021786 MAYFIELD UNIT 20, 23 & 24 0014475 RI KLEBERG CO, TX		45 48	(3 18)		42 30		42 30
440021787 CHILDS 14 & 22 0014475 RI KLEBERG CO, TX		34 07	(2 38)		31 69		31 69
Total Value		**$79.55**	**($5.56)**		**$73.99**		**$73.99**
Total Oil & Gas	**$3.00** **$3.00**	**$79.55**	**($5.56)**	**($665.07)**	**($591.08)**	**$0.00**	**($591.08)**

Portfolio Activity Summary

	PRINCIPAL		INCOME	
Transactions	Current Period Value	Year-To-Date Value*	Current Period Value	Year-To-Date Value*
Beginning Cash Balance	**151,903.31**	--	**13,366.25**	--
INFLOWS				
Income			26,207 67	43,534 09
Contributions			86,551 00	86,551 00
Total Inflows	**$0.00**	**$0.00**	**$112,758.67**	**$130,085.09**
OUTFLOWS **				
Withdrawals	(86,551 00)	(86,551 00)	(112,005 56)	(112,022.44)
Fees & Commissions	(2,685 36)	(11,446 10)	(2,685 36)	(11,446 12)
Tax Payments			(665 07)	(5,797 57)
Total Outflows	**($89,236.36)**	**($97,997.10)**	**($115,355.99)**	**($129,266.13)**
TRADE ACTIVITY				
Settled Sales/Maturities/Redemptions	148,583 70	1,094,220 73		
Settled Securities Purchased	(131,379 17)	(961,808 41)		
Total Trade Activity	**$17,204 53**	**$132,412.32**	**$0.00**	**$0.00**
Ending Cash Balance	**$79,871.48**	--	**$10,768.93**	--

Cost Adjustments	Current Period Value	Year-To-Date Value*
Accretion		334 99
Total Cost Adjustments	**$0.00**	**$334.99**

Portfolio Activity Summary

* Year to date information is calculated on a calendar year basis.
** Your account's standing instructions use a HIGH COST method for relieving assets from your position

Portfolio Activity Detail

INFLOWS & OUTFLOWS

Settle Date	Type Selection Method	Description	Quantity Cost	Per Unit Amount	PRINCIPAL Amount	INCOME Amount
10/1	Div Domest	JPM US EQUITY FD - SEL FUND 1224 @ 0 03126 PER SHARE (ID 4812A1-15-9)	4,775 975	0 031		149 30
10/1	Interest Income	DEPOSIT SWEEP INTEREST FOR 09/01/13 - 09/30/13 @ 03% RATE ON AVG COLLECTED BALANCE OF $156,810 22 AS OF 10/01/13				3 82
10/1	Div Domest	JPM HIGH YIELD FD - SEL FUND 3580 @ 0 038 PER SHARE (ID 4812C0-80-3)	9,181 352	0 038		348 89
10/1	Div Domest	JPM SHORT DURATION BOND FD - SEL FUND 3133 @ 0 007 PER SHARE (ID 4812C1-33-0)	7,389 381	0 007		51 73
10/1	Div Domest	EATON VANCE FLOATING RATE-I 09/30/13 INCOME DIVIDEND @ 0 028 PER SHARE AS OF 09/30/13 (ID 277911-49-1)	8,079 175	0 028		222 90
10/2	Div Domest	DOUBLELINE TOTAL RET BD-I 09/30/13 INCOME DIVIDEND @ 0 048 PER SHARE AS OF 09/30/13 (ID 258620-10-3)	5,634 410	0 048		273 00
10/2	Div Domest	DREYFUS EMG MKT DEBT LOC C-I 10/01/13 INCOME DIVIDEND @ 0 086 PER SHARE AS OF 10/01/13 (ID 261980-49-4)	3,948 313	0 086		339 55