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## Return of Private Foundation

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

OMB No 1545-0052

2013

Department of the Treasury  
Internal Revenue ServiceDo not enter Social Security numbers on this form as it may be made public.  
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Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>THE HILLCREST FOUNDATION</b>		A Employer identification number <b>31-1501699</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>P.O. BOX 132961</b>	Room/suite	B Telephone number <b>281-367-4082</b>
City or town, state or province, country, and ZIP or foreign postal code <b>THE WOODLANDS, TX 77393</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 8227399.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		186298.	186298.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		442169.			
b Gross sales price for all assets on line 6a	3164609.				
7 Capital gain net income (from Part IV, line 2)			442169.		
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)					
11 Other income		-421736.	-421736.		STATEMENT 2
12 Total. Add lines 1 through 11		206731.	206731.		
13 Compensation of officers, directors, trustees, etc		12000.	12000.		0.
14 Other employee salaries and wages					
15 Pension plans; employee benefits					
16a Legal fees	STMT 3	939.	939.		0.
b Accounting fees	STMT 4	2425.	2425.		0.
c Other professional fees	STMT 5	55543.	55543.		0.
17 Interest					
18 Taxes	STMT 6	7320.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		961.	961.		0.
22 Printing and publications					
23 Other expenses	STMT 7	9302.	903.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		88490.	72771.		0.
25 Contributions, gifts, grants paid		341000.			341000.
26 Total expenses and disbursements. Add lines 24 and 25		429490.	72771.		341000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-222759.			
b Net investment income (if negative, enter -0-)			133960.		
c Adjusted net income (if negative, enter -0-)				N/A	

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**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	109294.	532719.	532719.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock <b>STMT 8</b>	6033780.	5808069.	7241440.
	c Investments - corporate bonds			
	<b>Liabilities</b>	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other <b>STMT 9</b>		873823.	453240.	453240.
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item 1)		7016897.	6794028.	8227399.
17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶)				
23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	7016897.	6794028.	
30 <b>Total net assets or fund balances</b>	7016897.	6794028.		
31 <b>Total liabilities and net assets/fund balances</b>	7016897.	6794028.		

**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	7016897.
2 Enter amount from Part I, line 27a	2	-222759.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	6794138.
5 Decreases not included in line 2 (itemize) ▶ <b>NON DEDUCTIBLE TAX PENALTIES</b>	5	110.
6 <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	6794028.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b <b>SEE ATTACHED STATEMENT</b>			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e <b>3164609.</b>		<b>2722440.</b>	<b>442169.</b>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) F.M.V. as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			<b>442169.</b>

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	<b>442169.</b>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	<b>N/A</b>

**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	<b>323164.</b>	<b>6937753.</b>	<b>.046580</b>
2011	<b>313653.</b>	<b>6673538.</b>	<b>.047000</b>
2010	<b>287481.</b>	<b>6405697.</b>	<b>.044879</b>
2009	<b>297178.</b>	<b>5835172.</b>	<b>.050929</b>
2008	<b>228982.</b>	<b>6041277.</b>	<b>.037903</b>

2 Total of line 1, column (d)	2	<b>.227291</b>
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	<b>.045458</b>
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	<b>7439808.</b>
5 Multiply line 4 by line 3	5	<b>338199.</b>
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	<b>1340.</b>
7 Add lines 5 and 6	7	<b>339539.</b>
8 Enter qualifying distributions from Part XII, line 4	8	<b>341000.</b>

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	1340.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	1340.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	1340.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	5840.	
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	5840.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	11.	
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	4489.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 4489. Refunded <input checked="" type="checkbox"/> 0.	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> 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	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 <b>NONE</b>	13	X	
14	The books are in care of <b>RENEE J. KELLY</b> Telephone no. <b>281-684-2511</b> Located at <b>42 THUNDER COVE PLACE THE WOODLANDS, TEXAS</b> ZIP+4 <b>77381</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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. ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

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.

(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
SEE STATEMENT 10		12000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

Form 990-PF (2013)





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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	6904521.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	648584.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	7553105.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	7553105.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	113297.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	7439808.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	371990.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	371990.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	1340.
<b>b</b>	Income tax for 2013. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1340.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	370650.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	370650.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	370650.

**Part XII****Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	341000.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	341000.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	1340.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	339660.

**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				370650.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			340983.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 341000.				
a Applied to 2012, but not more than line 2a			340983.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount	0.			17.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				370633.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

N/A

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

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

**Part XV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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)				
<b>a Paid during the year</b>				
PER SUPPLEMENTARY SCHEDULE ATTACHED	NONE	VAR. PUBLIC CHARITIES	SUPPORT PROGRAMS	341000.
<b>Total</b>			<b>▶ 3a</b>	341000.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>▶ 3b</b>	0.





THE HILLCREST FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a AVALON (SEE ATTACHED STMTS)		P	VARIOUS	12/31/13
b AVALON (SEE ATTACHED STMTS)		P	VARIOUS	12/31/13
c AVALON (SEE ATTACHED STMTS)		P	VARIOUS	12/31/13
d AVALON (SEE ATTACHED STMTS)		P	VARIOUS	12/31/13
e AVALON (SEE ATTACHED STMTS)		P	VARIOUS	12/31/13
f AVALON (SEE ATTACHED STMTS)		P	VARIOUS	12/31/13
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 90054.		87006.	3048.
b 412031.		334612.	77419.
c 1015325.		872930.	142395.
d 731255.		516694.	214561.
e 382527.		387634.	-5107.
f 533417.		523564.	9853.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			3048.
b			77419.
c			142395.
d			214561.
e			-5107.
f			9853.
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	442169.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - EQUITY INCOME ACCOUNT  
ACCOUNT #16H95842  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
02-10-2011	01-07-2013	331	CONSOLIDATED EDISON COM	16,579.26		18,646.66		2,067.40
02-10-2011	01-07-2013	341	SCANA CORP NEW COM	14,482.27		15,691.33		1,209.06
02-10-2011	02-14-2013	560	HJ HEINZ CO	26,896.80		40,581.95		13,685.15
05-14-2012	02-14-2013	84	HJ HEINZ CO	4,626.92		6,087.29	1,460.37	
01-17-2013	02-19-2013	752	STAPLES INC	9,614.85		10,850.73	1,235.88	
02-10-2011	03-08-2013	895	MONDELEZ INTERNATIONAL INC CMN	18,042.63		25,497.34		7,454.71
07-28-2011	03-19-2013	496	MARATHON OIL CORP	15,535.56		16,974.87		1,439.31
08-29-2012	03-28-2013	529	WALGREEN CO CMN	18,752.57		25,003.04	6,250.47	
02-10-2011	05-09-2013	574	MARSH & MCLENNAN COS INC	16,393.44		22,602.63		6,209.19
11-14-2012	06-17-2013	643	MAXIM INTEGRATED PRODUCTS INC	18,091.90		18,195.29	103.39	
04-08-2011	06-17-2013	519	INTERNATIONAL PAPER CO CMN	15,742.26		23,941.57		8,199.31
02-10-2011	07-09-2013	253	GENERAL ELECTRIC CO CMN	5,366.03		5,974.50		608.47
05-09-2012	07-09-2013	153	EXXON MOBIL CORPORATION CMN	12,797.10		14,128.32		1,331.22
02-10-2011	08-12-2013	64	VENTAS INC COM	3,521.59		4,124.17		602.58
02-10-2011	08-12-2013	53	LOCKHEED MARTIN CORPORATION CMN	4,342.29		6,550.59		2,208.30
02-10-2011	08-12-2013	214	HCP INC COM	7,861.57		8,987.52		1,125.95
02-10-2011	08-16-2013	334	VENTAS INC COM	18,378.32		19,980.16		1,601.84
02-10-2011	08-29-2013	127	HCP INC COM	4,665.51		5,163.43		497.92
02-10-2011	08-29-2013	341	PINNACLE WEST CAPITAL CORP	14,281.08		18,411.09		4,130.01
02-10-2011	09-18-2013	778	VODAFONE GROUP PLC	22,857.64		26,196.36		3,338.72
02-10-2011	10-03-2013	611	HCP INC COM	22,445.88		24,592.57		2,146.69
06-06-2013	10-03-2013	153	HCP INC COM	7,172.17		6,158.20	(1,013.97)	
02-10-2011	10-17-2013	730	SOUTHERN CO COM	27,287.40		30,120.30		2,832.90



Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - EQUITY INCOME ACCOUNT  
ACCOUNT #16H95842  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
06-17-2013	10-30-2013	579	COVANTA HOLDING CORP CMN	11,843.79		9,890.02	(1,953.77)	
08-12-2013	10-30-2013	245	COVANTA HOLDING CORP CMN	5,122.44		4,184.90	(937.54)	
09-18-2013	10-30-2013	166	COVANTA HOLDING CORP CMN	3,573.90		2,835.48	(738.42)	
04-24-2012	11-07-2013	303	CINEMARK HOLDINGS INC CMN	6,806.65		9,919.78		3,113.13
04-24-2012	11-08-2013	443	CINEMARK HOLDINGS INC CMN	9,951.64		14,249.07		4,297.43
04-24-2012	11-11-2013	42	CINEMARK HOLDINGS INC CMN	943.50		1,353.18		409.68
02-10-2011	11-21-2013	79	LOCKHEED MARTIN CORPORATION CMN	6,472.47		10,949.61		4,477.14
09-27-2011	11-21-2013	4	LOCKHEED MARTIN CORPORATION CMN	297.74		554.41		256.67
02-10-2011	12-12-2013	657	WEINGARTEN REALTY INVS (SBI) CMN	16,575.39		18,174.60		1,599.21
11-30-2011	12-12-2013	149	NATIONAL RETAIL PROPERTIES INC CMN	3,859.03		4,495.94		636.91
12-07-2011	12-12-2013	428	NATIONAL RETAIL PROPERTIES INC CMN	11,129.71		12,914.50		1,784.79
08-10-2012	12-12-2013	373	NATIONAL RETAIL PROPERTIES INC CMN	11,099.29		11,254.93		155.64
06-17-2013	12-12-2013	124	NATIONAL RETAIL PROPERTIES INC CMN	4,483.17		3,741.59	(741.58)	
06-17-2013	12-13-2013	103	NATIONAL RETAIL PROPERTIES INC CMN	3,723.92		3,107.06	(616.86)	
TOTAL GAINS							9,050.11	77,419.34
TOTAL LOSSES							(6,002.14)	0.00
TOTAL REALIZED GAIN/LOSS							3,047.97	77,419.34

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - EQUITY BALANCED ACCOUNT  
ACCOUNT #16H80163  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
08-30-2012	01-03-2013	479	KOHL'S CORP	25,430.92		20,243.19	(5,187.73)	
12-04-2012	01-03-2013	338	FAMILY DOLLAR STORES INC	23,890.52		19,080.21	(4,810.31)	
02-10-2012	01-08-2013	262	WHOLE FOODS MARKET INC CMN	21,422.79		22,911.26	1,488.47	
07-29-2011	01-10-2013	9	APPLE INC CMN	3,538.10		4,668.94		1,130.84
08-08-2011	01-10-2013	17	APPLE INC CMN	6,162.01		8,819.12		2,657.11
03-25-2011	01-10-2013	109	COCA-COLA COMPANY (THE) CMN	3,561.59		4,017.98		456.39
07-29-2011	01-10-2013	153	COCA-COLA COMPANY (THE) CMN	5,252.90		5,639.91		387.01
07-24-2012	01-17-2013	101	VERIZON COMMUNICATIONS INC CMN	4,424.35		4,262.35	(162.00)	
11-06-2012	01-17-2013	422	VERIZON COMMUNICATIONS INC CMN	18,741.10		17,809.01	(932.09)	
08-08-2011	01-25-2013	24	APPLE INC CMN	8,699.30		10,695.90		1,996.60
09-22-2011	01-25-2013	93	ABBVIE INC CMN	2,444.17		3,494.72		1,050.55
09-22-2011	01-25-2013	93	ABBOTT LABORATORIES CMN	2,253.91		3,047.19		793.28
09-29-2011	01-25-2013	36	ACTAVIS PLC CMN	2,552.74		3,026.61		473.87
09-10-2012	01-25-2013	121	AMERICAN INTL GROUP INC CMN	4,007.24		4,422.51	415.27	
12-13-2012	01-25-2013	116	ALKERMES PLC CMN	2,185.56		2,543.40	357.84	
09-10-2012	01-25-2013	49	AMGEN INC CMN	4,117.66		4,071.35	(46.31)	
12-07-2012	01-25-2013	37	ASHLAND INC CMN	2,820.44		3,188.53	368.09	
09-11-2012	01-25-2013	627	BANK OF AMERICA CORP CMN	5,528.07		7,247.40	1,719.33	
02-08-2012	01-25-2013	27	BIOGEN IDEC INC CMN	3,226.53		3,943.74	717.21	
09-30-2011	01-25-2013	71	BALL CORPORATION CMN	2,237.24		3,301.19		1,063.95
01-11-2012	01-25-2013	65	BERKSHIRE HATHAWAY INC CLASS B	5,042.78		6,322.66		1,279.88

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THIS REPORT IS PROVIDED TO ASSIST YOU IN YOUR MANAGEMENT OF YOUR PORTFOLIO. THIS REPORT CONTAINS INFORMATION PROVIDED BY YOU AND THIRD PARTIES WHICH MAY NOT BE COMPLETE OR ACCURATE. THIS DOCUMENT HAS BEEN PREPARED FOR INFORMATIONAL PURPOSES ONLY AND IS NOT YOUR OFFICIAL MONTHLY STATEMENT. TO THE EXTENT THAT THERE ARE ANY DISCREPANCIES BETWEEN THE STATEMENT YOU RECEIVE FROM YOUR ACCOUNT CUSTODIAN AND THIS DOCUMENT, THE TERMS OF THE MONTHLY STATEMENT WILL CONTROL. PRICES SHOWN ABOVE DO NOT NECESSARILY REFLECT THE VALUE THAT COULD BE REALIZED UPON SALE. SECURITIES POSITIONS REPORTED AS "HERESAT" ARE NOT HELD AT THE CUSTODIAN AND WE HAVE NOT VERIFIED THEIR EXISTENCE OR VALUATION. THE INFORMATION CONTAINED IN THIS REPORT DOES NOT CONSTITUTE TAX ADVICE. YOU SHOULD CONSULT WITH YOUR TAX ADVISOR IN CONNECTION WITH INVESTMENT TAX MATTERS. PLEASE NOTIFY AVALON ADVISORS IF YOU HAVE ANY QUESTIONS REGARDING THE INFORMATION IN THIS PORTFOLIO ANALYSIS PREPARED BY AVALON ADVISORS, LLC.

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - EQUITY BALANCED ACCOUNT  
ACCOUNT #16H80163  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
10-25-2012	01-25-2013	170	CITIGROUP INC CMN	6,367 01		7,271 08	904 07	
11-19-2010	01-25-2013	51	CATERPILLAR INC (DELAWARE) CMN	4,255 29		4,846 80		591 51
08-03-2010	01-25-2013	38	CHUBB CORP CMN	2,015 60		3,069 28		1,053 68
09-23-2011	01-25-2013	52	CELGENE CORPORATION CMN	3,246 69		5,180 38		1,933 69
09-12-2012	01-25-2013	143	CHICOS FAS INC COM	2,733 59		2,578 27	(155 32)	
11-08-2012	01-25-2013	60	CIGNA CORPORATION CMN	3,140 78		3,499 79	359 01	
01-04-2013	01-25-2013	37	CONTINENTAL RESOURCES INC CMN	2,856 97		3,048 21	191 24	
02-15-2012	01-25-2013	167	COMCAST CORPORATION CMN CLASS A VOTING	4,816 55		6,618 04	1,801 49	
11-13-2012	01-25-2013	66	CAPITAL ONE FINANCIAL CORP CMN	3,815 68		3,714 54	(101 14)	
12-19-2012	01-25-2013	41	CONOCOPHILLIPS CMN	2,437 88		2,498 96	61 08	
08-30-2012	01-25-2013	29	CANADIAN PACIFIC RAILWAY LTD C	2,392 81		3,241 70	848 89	
12-21-2011	01-25-2013	239	CISCO SYSTEMS INC CMN	4,342 99		5,051 94		708 95
02-08-2012	01-25-2013	104	CVS CAREMARK CORPORATION CMN	4,565 87		5,383 88	818 01	
10-08-2008	01-25-2013	23	CHEVRON CORPORATION CMN	1,639 07		2,664 41		1,025 34
10-16-2008	01-25-2013	40	CHEVRON CORPORATION CMN	2,456 34		4,633 77		2,177 43
02-16-2012	01-25-2013	165	D R HORTON INC CMN	2,389 12		3,583 87	1,194 75	
06-14-2012	01-25-2013	90	EBAY INC CMN	3,608 21		5,071 14	1,462 93	
11-07-2012	01-25-2013	50	EASTMAN CHEM CO CMN	3,006 77		3,584 19	577 42	
01-11-2012	01-25-2013	26	EOG RESOURCES INC CMN	2,705 98		3,251 35		545 37

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - EQUITY BALANCED ACCOUNT  
ACCOUNT #16H80163  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
08-22-2012	01-25-2013	66	EXPRESS SCRIPTS HOLDINGS CMN	4,009.20		3,568.96	(440.24)	
01-10-2013	01-25-2013	221	FORD MOTOR COMPANY CMN	3,047.26		3,015.19	(32.07)	
01-17-2013	01-25-2013	212	FIFTH THIRD BANCORP CMN	3,440.76		3,458.11	17.35	
12-05-2012	01-25-2013	78	FOOT LOCKER INC CMN	2,737.83		2,664.93	(72.90)	
01-30-2012	01-25-2013	269	GENERAL ELECTRIC CO CMN	5,063.04		5,970.57	907.53	
08-28-2012	01-25-2013	68	GILEAD SCIENCES CMN	3,934.12		5,386.98	1,452.86	
08-29-2012	01-25-2013	102	GENERAL MILLS INC CMN	4,047.62		4,252.30	204.68	
08-21-2012	01-25-2013	8	GOOGLE INC CMN CLASS A	5,325.03		6,041.26	716.23	
09-12-2012	01-25-2013	70	GAP INC CMN	2,489.78		2,340.76	(149.02)	
11-07-2012	01-25-2013	44	GOLDMAN SACHS GROUP INC (THE) CMN	5,290.51		6,359.09	1,068.58	
09-17-2012	01-25-2013	51	HCA HOLDINGS INC CMN	1,617.25		1,927.65	310.40	
09-21-2012	01-25-2013	29	HCA HOLDINGS INC CMN	947.84		1,096.12	148.28	
01-22-2009	01-25-2013	86	THE HOME DEPOT INC CMN	1,877.39		5,832.16		3,954.77
11-15-2012	01-25-2013	44	HOLLYFRONTIER CORP CMN	1,845.59		2,070.74	225.15	
07-25-2012	01-25-2013	68	HONEYWELL INTL INC CMN	3,890.95		4,638.35	747.40	
12-06-2012	01-25-2013	173	HERTZ GLOBAL HOLDINGS INC CMN	2,770.59		3,127.53	356.94	
08-18-2011	01-25-2013	19	INTL BUSINESS MACHINES CORP CMN	3,070.21		3,889.55		819.34
11-06-2012	01-25-2013	98	INTEL CORPORATION CMN	2,144.01		2,052.23	(91.78)	

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - EQUITY BALANCED ACCOUNT  
ACCOUNT #16H80163  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
12-20-2012	01-25-2013	82	INTERNATIONAL PAPER CO CMN	3,249.75		3,476.29	226.54	
08-28-2012	01-25-2013	68	ILLINOIS TOOL WORKS CMN	4,040.72		4,413.20	372.48	
05-19-2008	01-25-2013	73	JOHNSON & JOHNSON CMN	4,860.34		5,384.73		524.39
10-08-2008	01-25-2013	34	JOHNSON & JOHNSON CMN	2,118.40		2,507.95		389.55
06-03-2009	01-25-2013	123	JPMORGAN CHASE & CO CMN	4,245.19		5,780.88		1,535.69
11-28-2012	01-25-2013	88	CARMAX INC CMN	3,121.71		3,484.61	362.90	
07-29-2011	01-25-2013	85	COCA-COLA COMPANY (THE) CMN	2,918.28		3,140.34		222.06
11-08-2012	01-25-2013	128	KROGER COMPANY CMN	3,158.25		3,558.44	400.19	
12-11-2012	01-25-2013	62	LYONDELLBASELL INDUSTRIES N.V. CMN CLASS A	3,358.72		3,869.69	510.97	
10-04-2012	01-25-2013	10	MASTERCARD INCORPORATED CMN CLASS A	4,730.93		5,194.88	463.95	
12-20-2012	01-25-2013	156	MONDELEZ INTERNATIONAL INC CMN	4,060.68		4,323.85	263.17	
01-12-2012	01-25-2013	46	MONSANTO COMPANY CMN	3,715.94		4,751.81		1,035.87
03-31-2011	01-25-2013	92	MERCK & CO INC CMN	3,054.58		3,982.65		928.07
11-16-2010	01-25-2013	134	MICROSOFT CORPORATION CMN	3,460.31		3,731.32		271.01
11-12-2012	01-25-2013	56	MOTOROLA SOLUTIONS INC CMN	2,996.02		3,284.45	288.43	
12-14-2012	01-25-2013	96	MAXIM INTEGRATED PRODUCTS INC	2,856.70		3,039.60	182.90	
11-07-2012	01-25-2013	123	MYLAN INC CMN	3,144.96		3,497.29	352.33	

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - EQUITY BALANCED ACCOUNT  
ACCOUNT #16H80163  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
02-08-2012	01-25-2013	60	NATIONAL OILWELL VARCO INC COMMON STOCK	4,930.45		4,442.83	(487.62)	
11-08-2012	01-25-2013	175	NEWS CORP CL A	4,317.60		4,750.83	433.23	
01-04-2013	01-25-2013	88	OASIS PETROLEUM INC CMN	2,912.18		3,153.29	241.11	
07-13-2012	01-25-2013	253	ORACLE CORPORATION CMN	7,449.61		8,929.74	1,480.13	
07-29-2011	01-25-2013	52	PEPSICO INC CMN	3,328.61		3,764.29		435.68
11-04-2010	01-25-2013	271	PFIZER INC CMN	4,708.68		7,279.50		2,570.82
10-25-2012	01-25-2013	85	PROCTER & GAMBLE COMPANY (THE) CMN	5,971.05		6,190.14	219.09	
12-20-2012	01-25-2013	101	PIER 1 IMPORTS INC (DELAWARE)	2,059.25		2,229.39	170.14	
11-12-2012	01-25-2013	64	PERKINELMER INC CMN	1,948.12		2,275.16	327.04	
10-16-2008	01-25-2013	38	PHILIP MORRIS INTL INC CMN	1,642.66		3,394.05		1,751.39
11-07-2012	01-25-2013	76	PHILLIPS 66 CMN	3,769.71		4,304.05	534.34	
01-13-2011	01-25-2013	79	QUALCOMM INC CMN	4,097.67		5,012.57		914.90
07-25-2012	01-25-2013	564	REGIONS FINANCIAL CORPORATION CMN	3,879.30		4,319.97	440.67	
11-15-2012	01-25-2013	79	STARBUCKS CORP CMN	3,841.60		4,496.75	655.15	
08-22-2012	01-25-2013	119	SUNTRUST BANKS INC \$1.00 PAR CMN	2,997.07		3,482.88	485.81	
07-24-2012	01-25-2013	107	AT&T INC CMN	3,703.77		3,631.59	(72.18)	
07-13-2012	01-25-2013	75	TARGET CORPORATION CMN	4,599.54		4,614.06	14.52	
11-14-2012	01-25-2013	84	TIJX COMPANIES INC (NEW) CMN	3,526.56		3,790.97	264.41	
11-28-2012	01-25-2013	57	THERMO FISHER SCIENTIFIC INC CMN	3,547.38		4,045.06	497.68	
11-28-2012	01-25-2013	50	TRIMBLE NAVIGATION LTD CMN	2,741.70		3,184.58	442.88	

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - EQUITY BALANCED ACCOUNT  
ACCOUNT #16H80163  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
01-09-2012	01-25-2013	39	UNION PACIFIC CORP CMN	4,260.92		5,262.25		1,001.33
07-29-2011	01-25-2013	147	U S BANCORP CMN	3,858.81		4,867.19		1,008.38
10-21-2008	01-25-2013	25	UNITED TECHNOLOGIES CORP CMN	1,281.27		2,243.02		961.75
07-28-2011	01-25-2013	35	VISA INC CMN CLASS A	3,096.65		5,579.31		2,482.66
08-22-2012	01-25-2013	104	VALERO ENERGY CORPORATION CMN	3,063.32		3,952.20	888.88	
12-13-2012	01-25-2013	48	VALEANT PHARMACEUTICALS INTL C	2,820.46		3,134.55	314.09	
12-19-2012	01-25-2013	115	WALGREEN CO CMN	4,335.04		4,557.83	222.79	
01-13-2012	01-25-2013	208	WELLS FARGO & CO (NEW) CMN	6,038.84		7,291.53		1,252.69
12-12-2012	01-25-2013	37	WESTLAKE CHEMICAL CORPORATION CMN	2,854.65		3,246.68	392.03	
10-24-2008	01-25-2013	35	WAL MART STORES INC CMN	1,788.98		2,418.82		629.84
08-30-2012	01-25-2013	122	WEYERHAEUSER COMPANY CMN	3,029.56		3,770.92	741.36	
09-05-2008	01-25-2013	136	EXXON MOBIL CORPORATION CMN	10,330.99		12,427.98		2,096.99
11-07-2012	01-25-2013	195	YAHOO INC CMN	3,405.54		3,963.89	558.35	
11-08-2012	01-25-2013	55	YUM BRANDS INC COM	3,933.58		3,567.17	(366.41)	
11-08-2012	01-30-2013	386	YUM BRANDS INC COM	27,606.56		24,475.40	(3,131.16)	
09-12-2012	01-30-2013	547	CHICOS FAS INC COM	10,456.45		9,610.02	(846.43)	
11-07-2012	01-30-2013	459	CHICOS FAS INC COM	8,907.45		8,063.99	(843.46)	
06-14-2012	05-06-2013	374	EBAY INC CMN	14,994.11		20,262.98	5,268.87	
08-22-2012	05-06-2013	253	EBAY INC CMN	12,049.40		13,707.31	1,657.91	
11-12-2012	05-07-2013	451	PERKINELMER INC CMN	13,728.12		13,954.61	226.49	
11-28-2012	05-07-2013	704	TRIMBLE NAVIGATION LTD CMN	19,301.53		19,594.34	292.81	
08-22-2012	05-13-2013	0	CST BRANDS INC CMN	5.10		6.93	1.83	

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
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ACCOUNT #16H80163  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
11-08-2012	06-28-2013	0	NEWS CORPORATION CMN SERIES CLASS A	2.93		3.84	0.91	
08-08-2011	07-23-2013	29	APPLE INC CMN	10,511.66		12,255.39		1,743.73
10-04-2011	07-23-2013	2	APPLE INC CMN	727.95		845.20		117.25
09-22-2011	07-23-2013	121	ABBVIE INC CMN	3,180.05		5,364.58		2,184.53
09-22-2011	07-23-2013	121	ABBOTT LABORATORIES CMN	2,932.51		4,438.64		1,506.13
09-29-2011	07-23-2013	47	ACTAVIS PLC CMN	3,332.74		5,946.57		2,613.83
09-10-2012	07-23-2013	108	AMERICAN INTL GROUP INC CMN	3,576.71		5,041.72	1,465.01	
09-11-2012	07-23-2013	49	AMERICAN INTL GROUP INC CMN	1,601.09		2,287.44	686.35	
12-13-2012	07-23-2013	139	ALKERMES PLC CMN	2,618.90		4,073.02	1,454.12	
09-10-2012	07-23-2013	63	AMGEN INC CMN	5,294.13		6,739.83	1,445.70	
12-07-2012	07-23-2013	48	ASHLAND INC CMN	3,658.95		4,235.67	576.72	
09-11-2012	07-23-2013	793	BANK OF AMERICA CORP CMN	6,991.64		11,838.01	4,846.37	
02-08-2012	07-23-2013	35	BIOGEN IDEC INC CMN	4,182.54		7,871.76		3,689.22
09-30-2011	07-23-2013	92	BALL CORPORATION CMN	2,898.97		4,198.46		1,299.49
01-11-2012	07-23-2013	76	BERKSHIRE HATHAWAY INC CLASS B	5,896.17		8,996.75		3,100.58
10-25-2012	07-23-2013	218	CITIGROUP INC CMN	8,164.75		11,515.91	3,351.16	
11-19-2010	07-23-2013	66	CATERPILLAR INC (DELAWARE) CMN	5,506.84		5,633.04		126.20
08-03-2010	07-23-2013	50	CHUBB CORP CMN	2,652.11		4,347.21		1,695.10
09-23-2011	07-23-2013	67	CELGENE CORPORATION CMN	4,183.23		9,109.44		4,926.21
11-08-2012	07-23-2013	77	CIGNA CORPORATION CMN	4,030.67		6,016.75	1,986.08	
01-04-2013	07-23-2013	49	CONTINENTAL RESOURCES INC CMN	3,783.55		4,648.64	865.09	



Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
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Open Date	Close Date	Quantity	Security	Cost Basis	Amort or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
02-15-2012	07-23-2013	215	COMCAST CORPORATION CMN CLASS A VOTING	6,200 94		9,692 12		3,491 18
11-13-2012	07-23-2013	88	CAPITAL ONE FINANCIAL CORP CMN	5,087 58		6,077 26	989 68	
12-19-2012	07-23-2013	53	CONOCOPHILLIPS CMN	3,151 41		3,500 89	349 48	
08-30-2012	07-23-2013	37	CANADIAN PACIFIC RAILWAY LTD C	3,052 89		4,710 95	1,658 06	
12-21-2011	07-23-2013	313	CISCO SYSTEMS INC CMN	5,687 68		8,020 67		2,332 99
08-22-2012	07-23-2013	15	CST BRANDS INC CMN	344 22		486 65	142 43	
02-08-2012	07-23-2013	136	CVS CAREMARK CORPORATION CMN	5,970 75		8,424 70		2,453 95
10-16-2008	07-23-2013	79	CHEVRON CORPORATION CMN	4,851 28		10,067 43		5,216 15
12-18-2008	07-23-2013	2	CHEVRON CORPORATION CMN	146 11		254 87		108 76
02-16-2012	07-23-2013	212	D R. HORTON INC CMN	3,069 65		4,575 37		1,505 72
11-07-2012	07-23-2013	66	EASTMAN CHEM CO CMN	3,968 93		5,007 33	1,038 40	
01-11-2012	07-23-2013	33	EOG RESOURCES INC CMN	3,434 51		4,902 04		1,467 53
08-22-2012	07-23-2013	86	EXPRESS SCRIPTS HOLDINGS CMN	5,224 10		5,772 97	548 87	
01-10-2013	07-23-2013	294	FORD MOTOR COMPANY CMN	4,053 82		4,983 24	929 42	
01-17-2013	07-23-2013	271	FIFTH THIRD BANCORP CMN	4,398 33		5,254 98	856 65	
12-05-2012	07-23-2013	104	FOOT LOCKER INC CMN	3,650 44		3,793 15	142 71	
11-08-2012	07-23-2013	227	TWENTY-FIRST CENTURY FOX INC CMN CLASS	4,935 22		6,978 95	2,043 73	
01-30-2012	07-23-2013	349	GENERAL ELECTRIC CO CMN	6,568 77		8,606 22		2,037 45

Avalon Advisors, LLC  
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Open Date	Close Date	Quantity	Security	Cost Basis	Amort or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
08-28-2012	07-23-2013	177	GILEAD SCIENCES CMN	5,120.14		10,528.70	5,408.56	
08-29-2012	07-23-2013	132	GENERAL MILLS INC CMN	5,238.09		6,801.10	1,563.01	
08-21-2012	07-23-2013	7	GOOGLE INC CMN CLASS A	4,659.40		6,327.60	1,668.20	
08-29-2012	07-23-2013	4	GOOGLE INC CMN CLASS A	2,746.43		3,615.77	869.34	
09-12-2012	07-23-2013	91	GAP INC CMN	1,236.72		4,078.02	841.30	
11-07-2012	07-23-2013	53	GOLDMAN SACHS GROUP INC (THE) CMN	6,372.66		8,803.25	2,430.59	
09-21-2012	07-23-2013	106	HCA HOLDINGS INC CMN	3,464.50		4,135.49	670.99	
01-22-2009	07-23-2013	112	THE HOME DEPOT INC CMN	2,444.97		8,981.88		6,536.91
11-15-2012	07-23-2013	59	HOLLYFRONTIER CORP CMN	2,474.77		2,576.10	101.33	
07-25-2012	07-23-2013	87	HONEYWELL INTL INC CMN	4,978.12		7,250.33	2,272.21	
12-06-2012	07-23-2013	226	HERTZ GLOBAL HOLDINGS INC CMN	3,619.39		6,198.60	2,579.21	
08-18-2011	07-23-2013	18	INTL BUSINESS MACHINES CORP CMN	2,908.62		3,528.07		619.45
10-04-2011	07-23-2013	6	INTL BUSINESS MACHINES CORP CMN	1,026.13		1,176.02		149.89
11-06-2012	07-23-2013	125	INTEL CORPORATION CMN	2,734.71		2,858.18	123.47	
12-20-2012	07-23-2013	107	INTERNATIONAL PAPER CO CMN	4,240.53		5,028.72	788.19	
08-28-2012	07-23-2013	87	ILLINOIS TOOL WORKS CMN	5,169.74		6,201.24	1,031.50	
10-08-2008	07-23-2013	87	JOHNSON & JOHNSON CMN	5,420.60		8,040.79		2,620.19
10-16-2008	07-23-2013	26	JOHNSON & JOHNSON CMN	1,648.33		2,402.99		754.66

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Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - EQUITY BALANCED ACCOUNT  
ACCOUNT #16H80163  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
12-18-2008	07-23-2013	13	JOHNSON & JOHNSON CMN	765 63		1,201 50		435 87
10-04-2011	07-23-2013	14	JOHNSON & JOHNSON CMN	855 59		1,293 92		438 33
06-03-2009	07-23-2013	165	JPMORGAN CHASE & CO CMN	5,694 76		9,346 15		3,651 39
11-28-2012	07-23-2013	117	CARMAX INC CMN	4,150 46		5,623 96	1,473 50	
07-29-2011	07-23-2013	109	COCA-COLA COMPANY (THE) CMN	3,742 26		4,461 80		719 54
11-08-2012	07-23-2013	165	KROGER COMPANY CMN	4,071 18		6,412 86	2,341 68	
12-11-2012	07-23-2013	83	LYONDELLBASELL INDUSTRIES N V CMN CLASS A	4,496 35		5,644 85	1,148 50	
10-04-2012	07-23-2013	12	MASTERCARD INCORPORATED CMN CLASS A	5,677 11		7,215 79	1,538 68	
12-20-2012	07-23-2013	203	MONDELEZ INTERNATIONAL INC CMN	5,284 09		6,302 29	1,018 20	
01-12-2012	07-23-2013	60	MONSANTO COMPANY CMN	4,846 88		6,234 31		1,387 43
03-31-2011	07-23-2013	121	MERCK & CO INC CMN	4,017 44		5,807 84		1,790 40
11-16-2010	07-23-2013	173	MICROSOFT CORPORATION CMN	4,467 41		5,507 37		1,039 96
11-12-2012	07-23-2013	76	MOTOROLA SOLUTIONS INC CMN	4,066 02		4,586 63	520 61	
12-14-2012	07-23-2013	122	MAXIM INTEGRATED PRODUCTS INC	3,630 39		3,372 41	(257 98)	
11-07-2012	07-23-2013	159	MYLAN INC CMN	4,065 44		5,135 86	1,070 42	
02-08-2012	07-23-2013	77	NATIONAL OILWELL VARCO INC COMMON STOCK	6,327 41		5,599 69		(727 72)
11-08-2012	07-23-2013	57	NEWS CORPORATION CMN SERIES CLASS A	668 25		898 16	229 91	

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Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
01-04-2013	07-23-2013	113	OASIS PETROLEUM INC CMN	3,739 51		4,726 42	986 91	
07-13-2012	07-23-2013	328	ORACLE CORPORATION CMN	9,657 99		10,510 81		852 82
07-29-2011	07-23-2013	68	PEPSICO INC CMN	4,352 80		5,862 05		1,509 25
11-04-2010	07-23-2013	342	PFIZER INC CMN	5,942 32		10,065 57		4,123 25
10-04-2011	07-23-2013	7	PFIZER INC CMN	120 31		206 02		85 71
10-25-2012	07-23-2013	111	PROCTER & GAMBLE COMPANY (THE) CMN	7,797 48		8,974 78	1,177 30	
12-20-2012	07-23-2013	130	PIER 1 IMPORTS INC (DELAWARE)	2,650 52		3,017 26	366 74	
10-16-2008	07-23-2013	44	PHILIP MORRIS INTL INC CMN	1,902 02		3,909 64		2,007 62
12-18-2008	07-23-2013	5	PHILIP MORRIS INTL INC CMN	209 63		444 28		234 65
11-07-2012	07-23-2013	100	PHILLIPS 66 CMN	4,960 14		5,952 18	992 04	
01-13-2011	07-23-2013	102	QUALCOMM INC CMN	5,290 67		6,366 30		1,075 63
07-25-2012	07-23-2013	730	REGIONS FINANCIAL CORPORATION CMN	5,021 09		7,527 63	2,506 54	
11-15-2012	07-23-2013	102	STARBUCKS CORP CMN	4,960 04		6,905 17	1,945 13	
08-22-2012	07-23-2013	155	SUNTRUST BANKS INC \$1 00 PAR CMN	3,903 75		5,440 46	1,536 71	
07-24-2012	07-23-2013	138	AT&T INC CMN	4,776 83		4,931 99	155 16	
07-13-2012	07-23-2013	82	TARGET CORPORATION CMN	5,028 83		6,002 58		973 75
11-14-2012	07-23-2013	108	TJX COMPANIES INC (NEW) CMN	4,534 15		5,618 61	1,084 46	
11-28-2012	07-23-2013	75	THERMO FISHER SCIENTIFIC INC CMN	4,667 60		6,742 87	2,075 27	
01-09-2012	07-23-2013	50	UNION PACIFIC CORP CMN	5,462 72		8,102 75		2,640 03
07-29-2011	07-23-2013	190	U S BANCORP CMN	4,987 58		7,140 31		2,152 73
10-21-2008	07-23-2013	32	UNITED TECHNOLOGIES CORP CMN	1,640 02		3,375 67		1,735 65

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Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
07-28-2011	07-23-2013	46	VISA INC CMN CLASS A	4,069.89		8,731.76		4,661.87
08-22-2012	07-23-2013	137	VALERO ENERGY CORPORATION CMN	3,686.01		4,821.39	1,135.38	
12-13-2012	07-23-2013	62	VALEANT PHARMACEUTICALS INTL C	3,643.10		5,637.23	1,994.13	
12-19-2012	07-23-2013	140	WALGREEN CO CMN	5,277.44		7,151.92	1,874.48	
01-13-2012	07-23-2013	257	WELLS FARGO & CO (NEW) CMN	7,461.46		11,436.33		3,974.87
12-12-2012	07-23-2013	48	WESTLAKE CHEMICAL CORPORATION CMN	3,703.33		4,818.78	1,115.45	
10-24-2008	07-23-2013	46	WAL MART STORES INC CMN	2,351.23		3,607.01		1,255.78
08-30-2012	07-23-2013	157	WEYERHAEUSER COMPANY CMN	3,898.70		4,608.00	709.30	
09-05-2008	07-23-2013	7	EXXON MOBIL CORPORATION CMN	531.74		667.02		135.28
10-08-2008	07-23-2013	88	EXXON MOBIL CORPORATION CMN	6,568.60		8,385.40		1,816.80
10-16-2008	07-23-2013	82	EXXON MOBIL CORPORATION CMN	5,466.57		7,813.67		2,347.10
11-07-2012	07-23-2013	251	YAHOO INC CMN	4,383.54		6,871.51	2,487.97	
11-19-2010	07-25-2013	226	CATERPILLAR INC (DELAWARE) CMN	18,856.76		18,406.41		(450.35)
10-04-2011	07-25-2013	64	CATERPILLAR INC (DELAWARE) CMN	4,445.43		5,212.43		767.00
11-12-2012	07-25-2013	336	MOTOROLA SOLUTIONS INC CMN	17,976.10		18,340.74	364.64	
12-14-2012	07-25-2013	541	MAXIM INTEGRATED PRODUCTS INC	16,098.70		14,758.00	(1,340.70)	
07-13-2012	07-25-2013	263	ORACLE CORPORATION CMN	7,744.06		8,422.80		678.74
12-14-2012	07-25-2013	457	ORACLE CORPORATION CMN	14,633.46		14,635.81	2.35	

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**REALIZED GAINS AND LOSSES**  
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From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
12-19-2012	07-25-2013	33	ORACLE CORPORATION CMN	1,121.39		1,056.85	(64.54)	
01-12-2012	08-01-2013	262	MONSANTO COMPANY CMN	21,164.73		25,703.09		4,538.36
08-30-2012	08-01-2013	695	WEYERHAEUSER COMPANY CMN	17,258.59		19,656.14	2,397.55	
07-13-2012	08-05-2013	360	TARGET CORPORATION CMN	22,077.79		25,713.99		3,636.20
08-03-2010	08-05-2013	170	CHUBB CORP CMN	9,017.17		14,625.26		5,608.09
10-04-2011	08-05-2013	47	CHUBB CORP CMN	2,698.56		4,043.45		1,344.89
12-05-2012	08-08-2013	454	FOOT LOCKER INC CMN	15,935.58		16,233.17	297.59	
12-20-2012	08-08-2013	252	PIER 1 IMPORTS INC (DELAWARE)	5,137.93		5,865.05	727.12	
12-21-2012	08-08-2013	319	PIER 1 IMPORTS INC (DELAWARE)	6,475.42		7,424.40	948.98	
09-30-2011	08-08-2013	37	BALL CORPORATION CMN	1,165.89		1,655.97		490.08
10-04-2011	08-08-2013	41	BALL CORPORATION CMN	1,251.65		1,835.00		583.35
07-25-2012	08-08-2013	327	BALL CORPORATION CMN	13,262.73		14,635.21		1,372.48
07-28-2011	08-09-2013	94	VISA INC CMN CLASS A	8,316.72		16,922.66		8,605.94
01-22-2009	08-09-2013	211	THE HOME DEPOT INC CMN	4,606.15		16,662.19		12,056.04
08-28-2012	08-12-2013	163	GILEAD SCIENCES CMN	4,715.16		9,525.50	4,810.34	
09-23-2011	08-12-2013	37	CELGENE CORPORATION CMN	2,310.14		5,184.41		2,874.27
10-04-2011	08-12-2013	40	CELGENE CORPORATION CMN	2,400.90		5,604.77		3,203.87
02-08-2012	08-12-2013	155	BIODEN IDEC INC CMN	18,522.66		31,711.36		13,188.70
02-16-2012	08-16-2013	577	D R. HORTON INC CMN	8,354.67		11,236.82		2,882.15
07-17-2012	08-16-2013	357	D R. HORTON INC CMN	6,643.23		6,952.42		309.19
08-30-2012	08-16-2013	165	CANADIAN PACIFIC RAILWAY LTD C	13,614.25		20,021.90	6,407.65	

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - EQUITY BALANCED ACCOUNT  
ACCOUNT #16H80163  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
09-29-2011	10-01-2013	208	ACTAVIS PLC CMN	14,749.14		29,952.00		15,202.86
09-12-2012	10-11-2013	399	GAP INC CMN	14,191.75		14,593.65		401.90
12-13-2012	10-31-2013	275	VALEANT PHARMACEUTICALS INTL C	16,158.89		28,629.50	12,470.61	
12-06-2012	11-07-2013	1,000	HERTZ GLOBAL HOLDINGS INC CMN	16,015.00		21,281.13	5,266.13	
08-22-2012	11-08-2013	12	CST BRANDS INC CMN	283.03		395.20		112.17
08-28-2012	11-08-2013	55	CST BRANDS INC CMN	1,324.31		1,751.69		427.38
11-08-2012	11-08-2013	250	NEWS CORPORATION CMN SERIES CLASS A	2,930.94		4,366.14	1,435.20	
01-10-2013	11-08-2013	1,296	FORD MOTOR COMPANY CMN	17,869.89		21,718.51	3,848.62	
10-08-2013	11-08-2013	362	FORD MOTOR COMPANY CMN	5,985.63		6,066.43	80.80	
10-11-2013	11-08-2013	322	FORD MOTOR COMPANY CMN	5,479.89		5,396.11	(83.78)	
11-28-2012	11-08-2013	514	CARMAX INC CMN	18,233.64		24,400.96	6,167.32	
TOTAL GAINS							162,070.19	215,739.09
TOTAL LOSSES							(19,675.18)	(1,178.08)
TOTAL REALIZED GAIN/LOSS							142,395.02	214,561.02

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - FIXED INCOME BALANCED ACCOUNT  
ACCOUNT #16H80164  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
08-18-2003	01-15-2013	89	FHLMC PC GOLD GUAR 20 5 500% Due 07-01-23	88 83	0 00	88 83		0 00
08-25-2003	01-15-2013	1	FHLMC PC GUAR ADJ 30YR 2 391% Due 12-01-32	1 39	0 00	1 29		(0 10)
12-27-2012	01-15-2013	1	FHLMC PC GUAR ADJ 30YR 2 391% Due 12-01-32	0 69	0 00	0 65	(0 04)	
06-22-2011	01-15-2013	1,300	FHLMC REMIC TRUST 3864 2 000% Due 08-15-18	1,320 62	0 00	1,300 35		(20 27)
06-21-2011	01-15-2013	1,517	FHLMC REMIC TRUST 3864 3 500% Due 05-15-26	1,577 70	0 00	1,517 48		(60 22)
04-17-2012	01-15-2013	1,710	FHLMC REMIC SERIES 4011 4 000% Due 12-15-41	1,816 06	0 00	1,710 49	(105 57)	
07-08-2009	01-15-2013	660	FHLMC REMIC SERIES 2777 5 000% Due 04-15-15	692 11	0 00	659 94		(32 17)
05-03-2010	01-25-2013	942	FNMA REMIC TRUST 2003-74 4 500% Due 08-25-18	980 91	0 00	942 19		(38 72)
03-14-2012	01-25-2013	1,929	FNMA REMIC TRUST 2010-54 3 000% Due 04-25-40	1,970 41	0 00	1,928 82	(41 59)	
06-04-2012	01-25-2013	1,583	FNMA PASS-THRU INT 20 YEAR 3 500% Due 11-01-31	1,675 76	0 00	1,583 01	(92 75)	
05-08-2012	01-25-2013	938	FNMA PASS-THRU INT 20 YEAR 3 500% Due 05-01-32	990 13	0 00	938 23	(51 90)	



Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - FIXED INCOME BALANCED ACCOUNT  
ACCOUNT #16H80164  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
08-18-2003	02-15-2013	88	FHLMC PC GOLD GUAR 20 5 500% Due 07-01-23	88.38	0.00	88.38		0.00
08-25-2003	02-15-2013	27	FHLMC PC GUAR ADJ 30YR 2 391% Due 12-01-32	28.98	0.00	27.03		(1.95)
12-27-2012	02-15-2013	13	FHLMC PC GUAR ADJ 30YR 2 391% Due 12-01-32	14.35	0.00	13.47	(0.88)	
06-22-2011	02-15-2013	1,301	FHLMC REMIC TRUST 3864 2 000% Due 08-15-18	1,320.88	0.00	1,300.61		(20.27)
06-21-2011	02-15-2013	1,495	FHLMC REMIC TRUST 3864 3 500% Due 05-15-26	1,553.90	0.00	1,494.58		(59.32)
04-17-2012	02-15-2013	1,948	FHLMC REMIC SERIES 4011 4 000% Due 12-15-41	2,068.67	0.00	1,948.42	(120.25)	
07-08-2009	02-15-2013	663	FHLMC REMIC SERIES 2777 5 000% Due 04-15-15	695.01	0.00	662.70		(32.31)
05-03-2010	02-25-2013	825	FNMA REMIC TRUST 2003-74 4 500% Due 08-25-18	858.40	0.00	824.52		(33.88)
03-14-2012	02-25-2013	1,227	FNMA REMIC TRUST 2010-54 3 000% Due 04-25-40	1,253.42	0.00	1,226.96	(26.46)	
06-04-2012	02-25-2013	1,238	FNMA PASS-THRU INT 20 YEAR 3 500% Due 11-01-31	1,310.11	0.00	1,237.59	(72.52)	
05-08-2012	02-25-2013	921	FNMA PASS-THRU INT 20 YEAR 3 500% Due 05-01-32	972.30	0.00	921.34	(50.96)	

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - FIXED INCOME BALANCED ACCOUNT  
ACCOUNT #16H80164  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
03-14-2012	03-12-2013	50,000	FNMA REMIC TRUST 2011-129 4 000% Due 05-25-29	52,750 00	0 00	51,656 25	(1,093 75)	
04-17-2012	03-12-2013	33,312	FHLMC REMIC SERIES 4011 4 000% Due 12-15-41	35,368 40	0 00	34,624 08	(744 32)	
08-18-2003	03-15-2013	90	FHLMC PC GOLD GUAR 20 5 500% Due 07-01-23	89 55	0 00	89 55		0 00
08-25-2003	03-15-2013	2	FHLMC PC GUAR ADJ 30YR 2 391% Due 12-01-32	2 06	0 00	1 92		(0 14)
12-27-2012	03-15-2013	1	FHLMC PC GUAR ADJ 30YR 2 391% Due 12-01-32	1 02	0 00	0 96	(0 06)	
06-22-2011	03-15-2013	1,135	FHLMC REMIC TRUST 3864 2 000% Due 08-15-18	1,152 58	0 00	1,134 89		(17 69)
06-21-2011	03-15-2013	1,364	FHLMC REMIC TRUST 3864 3 500% Due 05-15-26	1,417 83	0 00	1,363 71		(54 12)
07-08-2009	03-15-2013	665	FHLMC REMIC SERIES 2777 5 000% Due 04-15-15	697 90	0 00	665 46		(32 44)
04-17-2012	03-15-2013	1,653	FHLMC REMIC SERIES 4011 4 000% Due 12-15-41	1,754 98	0 00	1,652 96	(102 02)	
02-12-2013	03-20-2013	24,155	GNMA REMIC TRUST 2012-56 3 500% Due 06-20-40	24,214 93	0 00	24,154 54	(60 39)	
05-03-2010	03-25-2013	592	FNMA REMIC TRUST 2003-74 4 500% Due 08-25-18	616 68	0 00	592 34		(24 34)

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - FIXED INCOME BALANCED ACCOUNT  
ACCOUNT #16H80164  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
02-08-2013	03-25-2013	1,457	FNMA REMIC TRUST 2011-48 2 000% Due 06-25-26	1,550.39	0.00	1,456.62	(93.77)	
03-14-2012	03-25-2013	2,144	FNMA REMIC TRUST 2010-54 3 000% Due 04-25-40	2,190.54	0.00	2,144.30		(46.24)
06-04-2012	03-25-2013	947	FNMA PASS-THRU INT 20 YEAR 3 500% Due 11-01-31	1,002.77	0.00	947.27	(55.50)	
05-08-2012	03-25-2013	905	FNMA PASS-THRU INT 20 YEAR 3 500% Due 05-01-32	954.70	0.00	904.66	(50.04)	
05-19-2009	04-08-2013	75,000	FEDERAL FARM CR BKS GLOBAL 2 200% Due 04-08-13	75,166.50	(166.50)	75,000.00		0.00
07-14-2011	04-11-2013	30,000	NEW YORK ST DORM AUTH ST PERS 1 128% Due 03-15-14	30,000.00	0.00	30,114.00		114.00
03-09-2011	04-11-2013	70,000	TEXAS A & M UNIV REVS FING SYS 5 000% Due 05-15-17	75,992.70	(5,734.62)	70,182.00		(76.08)
12-20-2010	04-11-2013	100,000	BALTIMORE CNTY MD PUB IMPT 3 875% Due 11-01-16	105,433.00	(2,029.70)	110,424.00		7,020.70
03-11-2010	04-11-2013	50,000	HAMILTON CNTY TENN GO BDS 4 000% Due 03-01-17	51,527.00	(630.30)	55,848.50		4,951.80
03-25-2013	04-12-2013	65,000	UNITED STATES TREAS NTS 2 375% Due 02-28-15	67,650.78	(67.52)	67,600.00	16.74	
08-18-2003	04-15-2013	90	FHLMC PC GOLD GUAR 20 5 500% Due 07-01-23	90.16	0.00	90.16		0.00

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - FIXED INCOME BALANCED ACCOUNT  
ACCOUNT #16H80164  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
08-25-2003	04-15-2013	2	FHLMC PC GUAR ADJ 30YR 2 391% Due 12-01-32	1 90	0 00	1 77		(0 13)
12-27-2012	04-15-2013	1	FHLMC PC GUAR ADJ 30YR 2 391% Due 12-01-32	0 94	0 00	0 88	(0 06)	
06-22-2011	04-15-2013	1,164	FHLMC REMIC TRUST 3864 2 000% Due 08-15-18	1,182 32	0 00	1,164 18		(18 14)
06-21-2011	04-15-2013	1,250	FHLMC REMIC TRUST 3864 3 500% Due 05-15-26	1,299 58	0 00	1,249 97		(49 61)
07-08-2009	04-15-2013	668	FHLMC REMIC SERIES 2777 5 000% Due 04-15-15	700 81	0 00	668 23		(32 58)
02-12-2013	04-22-2013	27,798	GNMA REMIC TRUST 2012-56 3 500% Due 06-20-40	27,867 03	0 00	27,797 54	(69 49)	
03-20-2013	04-25-2013	552	FNMA REMIC TRUST 2013-14 1 750% Due 03-25-43	557 25	0 00	552 33	(4 92)	
05-03-2010	04-25-2013	695	FNMA REMIC TRUST 2003-74 4 500% Due 08-25-18	723 80	0 00	695 23		(28 57)
02-08-2013	04-25-2013	2,942	FNMA REMIC TRUST 2011-48 2 000% Due 06-25-26	3,131 76	0 00	2,942 35	(189 41)	
03-14-2012	04-25-2013	2,144	FNMA REMIC TRUST 2010-54 3 000% Due 04-25-40	2,189 84	0 00	2,143 62		(46 22)
03-26-2013	04-25-2013	1,590	FNMA PASS-THRU INT 15 YEAR 3 500% Due 03-01-26	1,700 47	0 00	1,590 15	(110 32)	

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
*THE HILLCREST FOUNDATION - FIXED INCOME BALANCED ACCOUNT*  
*ACCOUNT #16H80164*  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
06-04-2012	04-25-2013	855	FNMA PASS-THRU INT 20 YEAR 3 500% Due 11-01-31	904.81	0.00	854.73	(50.08)	
05-08-2012	04-25-2013	767	FNMA PASS-THRU INT 20 YEAR 3 500% Due 05-01-32	809.02	0.00	766.62	(42.40)	
08-18-2003	05-15-2013	90	FHLMC PC GOLD GUAR 20 5 500% Due 07-01-23	90.42	0.00	90.42		0.00
08-25-2003	05-15-2013	2	FHLMC PC GUAR ADJ 30YR 2 391% Due 12-01-32	1.85	0.00	1.73		(0.12)
12-27-2012	05-15-2013	1	FHLMC PC GUAR ADJ 30YR 2 391% Due 12-01-32	0.92	0.00	0.86	(0.06)	
06-22-2011	05-15-2013	1,091	FHLMC REMIC TRUST 3864 2 000% Due 08-15-18	1,108.21	0.00	1,091.20		(17.01)
06-21-2011	05-15-2013	820	FHLMC REMIC TRUST 3864 3 500% Due 05-15-26	852.45	0.00	819.91		(32.54)
03-20-2013	05-15-2013	6,159	FHLMC REMIC SERIES 4173 2 500% Due 07-15-42	6,174.84	0.00	6,159.44	(15.40)	
07-08-2009	05-15-2013	671	FHLMC REMIC SERIES 2777 5 000% Due 04-15-15	703.72	0.00	671.01		(32.71)
03-20-2013	05-28-2013	570	FNMA REMIC TRUST 2013-14 1 750% Due 03-25-43	575.40	0.00	570.32	(5.08)	
05-03-2010	05-28-2013	674	FNMA REMIC TRUST 2003-74 4 500% Due 08-25-18	701.27	0.00	673.59		(27.68)

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - FIXED INCOME BALANCED ACCOUNT  
ACCOUNT #16H80164  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
02-08-2013	05-28-2013	2,600	FNMA REMIC TRUST 2011-48 2 000% Due 06-25-26	2,767 12	0 00	2,599 76	(167 36)	
03-14-2012	05-28-2013	1,280	FNMA REMIC TRUST 2010-54 3 000% Due 04-25-40	1,307 84	0 00	1,280 23		(27 61)
03-26-2013	05-28-2013	1,412	FNMA PASS-THRU INT 15 YEAR 3 500% Due 03-01-26	1,510 36	0 00	1,412 38	(97 98)	
06-04-2012	05-28-2013	1,081	FNMA PASS-THRU INT 20 YEAR 3 500% Due 11-01-31	1,144 31	0 00	1,080 97	(63 34)	
05-08-2012	05-28-2013	735	FNMA PASS-THRU INT 20 YEAR 3 500% Due 05-01-32	775 90	0 00	735 23		(40 67)
07-08-2009	06-17-2013	674	FHLMC REMIC SERIES 2777 5 000% Due 04-15-15	706 66	0 00	673 81		(32 85)
08-18-2003	06-17-2013	91	FHLMC PC GOLD GUAR 20 5 500% Due 07-01-23	91 05	0 00	91 05		0 00
08-25-2003	06-17-2013	2	FHLMC PC GUAR ADJ 30YR 2 391% Due 12-01-32	2 07	0 00	1 93		(0 14)
12-27-2012	06-17-2013	1	FHLMC PC GUAR ADJ 30YR 2 391% Due 12-01-32	1 02	0 00	0 96	(0 06)	
06-22-2011	06-17-2013	1,029	FHLMC REMIC TRUST 3864 2 000% Due 08-15-18	1,045 45	0 00	1,029 41		(16 04)
06-21-2011	06-17-2013	996	FHLMC REMIC TRUST 3864 3 500% Due 05-15-26	1,035 23	0 00	995 71		(39 52)

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - FIXED INCOME BALANCED ACCOUNT  
ACCOUNT #16H80164  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
03-20-2013	06-17-2013	4,640	FHLMC REMIC SERIES 4173	4,651.23	0.00	4,639.63	(11.60)	
11-06-2009	06-17-2013	75,000	2.500% Due 07-15-42 COLUMBUS OHIO TAXABLE L	75,342.75	(212.06)	75,000.00		(130.69)
03-20-2013	06-25-2013	588	3.260% Due 07-01-15 FNMA REMIC TRUST 2013-14	593.18	0.00	587.94	(5.24)	
05-03-2010	06-25-2013	811	1.750% Due 03-25-43 FNMA REMIC TRUST 2003-74	843.84	0.00	810.53		(33.31)
02-08-2013	06-25-2013	2,200	4.500% Due 08-25-18 FNMA REMIC TRUST 2011-48	2,341.62	0.00	2,200.00	(141.62)	
03-14-2012	06-25-2013	2,107	2.000% Due 06-25-26 FNMA REMIC TRUST 2010-54	2,152.78	0.00	2,107.34		(45.44)
03-26-2013	06-25-2013	2,122	3.000% Due 04-25-40 FNMA PASS-THRU INT 15 YEAR	2,269.36	0.00	2,122.14	(147.22)	
06-04-2012	06-25-2013	1,020	3.500% Due 03-01-26 FNMA PASS-THRU INT 20 YEAR	1,080.00	0.00	1,020.22		(59.78)
05-08-2012	06-25-2013	836	3.500% Due 11-01-31 FNMA PASS-THRU INT 20 YEAR	882.56	0.00	836.30		(46.26)
08-18-2003	07-15-2013	91	3.500% Due 05-01-32 FHLMC PC GOLD GUAR 20	91.27	0.00	91.27		0.00
08-25-2003	07-15-2013	11	5.500% Due 07-01-23 FHLMC PC GUAR ADJ 30YR	11.47	0.00	10.70		(0.77)
			2.391% Due 12-01-32					

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - FIXED INCOME BALANCED ACCOUNT  
ACCOUNT #16H80164  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
12-27-2012	07-15-2013	5	FHLMC PC GUAR ADJ 30YR 2.391% Due 12-01-32	5.68	0.00	5.33	(0.35)	
06-22-2011	07-15-2013	1,041	FHLMC REMIC TRUST 3864 2.000% Due 08-15-18	1,057.45	0.00	1,041.22		(16.23)
06-21-2011	07-15-2013	899	FHLMC REMIC TRUST 3864 3.500% Due 05-15-26	934.64	0.00	898.96		(35.68)
03-20-2013	07-15-2013	6,464	FHLMC REMIC SERIES 4173 2.500% Due 07-15-42	6,480.28	0.00	6,464.12	(16.16)	
07-08-2009	07-15-2013	677	FHLMC REMIC SERIES 2777 5.000% Due 04-15-15	709.61	0.00	676.62		(32.99)
03-20-2013	07-25-2013	605	FNMA REMIC TRUST 2013-14 1.750% Due 03-25-43	610.57	0.00	605.18	(5.39)	
05-03-2010	07-25-2013	658	FNMA REMIC TRUST 2003-74 4.500% Due 08-25-18	685.06	0.00	658.02		(27.04)
02-08-2013	07-25-2013	1,442	FNMA REMIC TRUST 2011-48 2.000% Due 06-25-26	1,534.82	0.00	1,441.99	(92.83)	
03-14-2012	07-25-2013	1,335	FNMA REMIC TRUST 2010-54 3.000% Due 04-25-40	1,363.36	0.00	1,334.58		(28.78)
03-26-2013	07-25-2013	1,188	FNMA PASS-THRU INT 15 YEAR 3.500% Due 03-01-26	1,270.30	0.00	1,187.89	(82.41)	
06-04-2012	07-25-2013	849	FNMA PASS-THRU INT 20 YEAR 3.500% Due 11-01-31	898.93	0.00	849.17		(49.76)



Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - FIXED INCOME BALANCED ACCOUNT  
ACCOUNT #16H80164  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
05-08-2012	07-25-2013	726	FNMA PASS-THRU INT 20 YEAR 3 500% Due 05-01-32	765.88	0.00	725.74		(40.14)
08-23-2006	08-07-2013	40,000	FEDERAL NATL MTG ASSN MTN 5 240% Due 08-07-18	38,740.00	630.86	40,000.00		629.14
08-18-2003	08-15-2013	2,742	FHLMC PC GOLD GUAR 20 5 500% Due 07-01-23	2,741.61	0.00	2,741.61		0.00
08-25-2003	08-15-2013	29	FHLMC PC GUAR ADJ 30YR 2 391% Due 12-01-32	30.57	0.00	28.51		(2.06)
12-27-2012	08-15-2013	14	FHLMC PC GUAR ADJ 30YR 2 391% Due 12-01-32	15.14	0.00	14.21	(0.93)	
06-22-2011	08-15-2013	909	FHLMC REMIC TRUST 3864 2 000% Due 08-15-18	923.28	0.00	909.11		(14.17)
06-21-2011	08-15-2013	636	FHLMC REMIC TRUST 3864 3 500% Due 05-15-26	661.17	0.00	635.93		(25.24)
03-20-2013	08-15-2013	1,738	FHLMC REMIC SERIES 4173 2 500% Due 07-15-42	1,742.47	0.00	1,738.12	(4.35)	
07-08-2009	08-15-2013	2,550	FHLMC REMIC SERIES 2777 5 000% Due 04-15-15	2,673.86	0.00	2,549.57		(124.29)
04-03-2013	08-15-2013	100,000	DUNCANVILLE TEX INDPT SCH DIST 1 000% Due 08-15-13	100,189.00	(189.00)	100,000.00	0.00	
03-20-2013	08-26-2013	622	FNMA REMIC TRUST 2013-14 1 750% Due 03-25-43	627.56	0.00	622.02	(5.54)	

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - FIXED INCOME BALANCED ACCOUNT  
ACCOUNT #16H80164  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
05-03-2010	08-26-2013	535	FNMA REMIC TRUST 2003-74 4.500% Due 08-25-18	556.61	0.00	534.64		(21.97)
02-08-2013	08-26-2013	1,236	FNMA REMIC TRUST 2011-48 2.000% Due 06-25-26	1,315.34	0.00	1,235.79	(79.55)	
03-14-2012	08-26-2013	1,526	FNMA REMIC TRUST 2010-54 3.000% Due 04-25-40	1,558.62	0.00	1,525.72		(32.90)
03-26-2013	08-26-2013	1,347	FNMA PASS-THRU INT 15 YEAR 3.500% Due 03-01-26	1,440.53	0.00	1,347.08	(93.45)	
06-04-2012	08-26-2013	650	FNMA PASS-THRU INT 20 YEAR 3.500% Due 11-01-31	687.82	0.00	649.75		(38.07)
05-08-2012	08-26-2013	604	FNMA PASS-THRU INT 20 YEAR 3.500% Due 05-01-32	637.26	0.00	603.86		(33.40)
08-18-2003	09-16-2013	75	FHLMC PC GOLD GUAR 20 5.500% Due 07-01-23	75.09	0.00	75.09		0.00
08-25-2003	09-16-2013	2	FHLMC PC GUAR ADJ 30YR 2.391% Due 12-01-32	1.84	0.00	1.72		(0.12)
12-27-2012	09-16-2013	1	FHLMC PC GUAR ADJ 30YR 2.391% Due 12-01-32	0.91	0.00	0.85	(0.06)	
06-22-2011	09-16-2013	820	FHLMC REMIC TRUST 3864 2.000% Due 08-15-18	833.06	0.00	820.28		(12.78)
06-21-2011	09-16-2013	460	FHLMC REMIC TRUST 3864 3.500% Due 05-15-26	477.75	0.00	459.51		(18.24)

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - FIXED INCOME BALANCED ACCOUNT  
ACCOUNT #16H80164  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
03-20-2013	09-16-2013	710	FHLMC REMIC SERIES 4173	711.79	0.00	710.01	(1.78)	
07-08-2009	09-16-2013	6,018	2.500% Due 07-15-42 FHLMC REMIC SERIES 2777	6,311.04	0.00	6,017.68		(293.36)
03-20-2013	09-25-2013	638	5.000% Due 04-15-15 FNMA REMIC TRUST 2013-14	644.14	0.00	638.45	(5.69)	
08-07-2013	09-25-2013	2,772	1.750% Due 03-25-43 FNMA PASS-THRU INT 15 YEAR	2,954.67	0.00	2,772.10	(182.57)	
05-03-2010	09-25-2013	443	4.000% Due 02-01-26 FNMA REMIC TRUST 2003-74	463.13	0.00	444.85		(18.28)
02-08-2013	09-25-2013	1,495	4.500% Due 08-25-18 FNMA REMIC TRUST 2011-48	1,591.09	0.00	1,494.86	(96.23)	
03-14-2012	09-25-2013	1,412	2.000% Due 06-25-26 FNMA REMIC TRUST 2010-54	1,442.56	0.00	1,412.11		(30.45)
03-26-2013	09-25-2013	891	3.000% Due 04-25-40 FNMA PASS-THRU INT 15 YEAR	953.18	0.00	891.34	(61.84)	
06-04-2012	09-25-2013	437	3.500% Due 03-01-26 FNMA PASS-THRU INT 20 YEAR	462.09	0.00	436.51		(25.58)
05-08-2012	09-25-2013	431	3.500% Due 11-01-31 FNMA PASS-THRU INT 20 YEAR	454.61	0.00	430.78		(23.83)
08-18-2003	10-15-2013	748	3.500% Due 05-01-32 FHLMC PC GOLD GUAR 20	748.16	0.00	748.16		0.00
			5.500% Due 07-01-23					

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - FIXED INCOME BALANCED ACCOUNT  
ACCOUNT #16H80164  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
08-25-2003	10-15-2013	2	FHLMC PC GUAR ADJ 30YR 2.391% Due 12-01-32	1.75	0.00	1.64		(0.11)
12-27-2012	10-15-2013	1	FHLMC PC GUAR ADJ 30YR 2.391% Due 12-01-32	0.87	0.00	0.81	(0.06)	
06-22-2011	10-15-2013	807	FHLMC REMIC TRUST 3864 2.000% Due 08-15-18	819.60	0.00	807.02		(12.58)
06-21-2011	10-15-2013	313	FHLMC REMIC TRUST 3864 3.500% Due 05-15-26	325.02	0.00	312.61		(12.41)
03-20-2013	10-15-2013	1,347	FHLMC REMIC SERIES 4173 2.500% Due 07-15-42	1,350.04	0.00	1,346.67	(3.37)	
07-08-2009	10-15-2013	6,150	FHLMC REMIC SERIES 2777 5.000% Due 04-15-15	6,449.66	0.00	6,149.85		(299.81)
08-07-2013	10-25-2013	847	FNMA PASS-THRU INT 15 YEAR 4.000% Due 02-01-26	902.90	0.00	847.11	(55.79)	
05-03-2010	10-25-2013	432	FNMA REMIC TRUST 2003-74 4.500% Due 08-25-18	449.55	0.00	431.81		(17.74)
02-08-2013	10-25-2013	374	FNMA REMIC TRUST 2011-48 2.000% Due 06-25-26	397.63	0.00	373.58	(24.05)	
03-14-2012	10-25-2013	722	FNMA REMIC TRUST 2010-54 3.000% Due 04-25-40	737.30	0.00	721.74		(15.56)
03-26-2013	10-25-2013	703	FNMA PASS-THRU INT 15 YEAR 3.500% Due 03-01-26	752.18	0.00	703.38	(48.80)	

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - FIXED INCOME BALANCED ACCOUNT  
ACCOUNT #16H80164  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
06-04-2012	10-25-2013	364	FNMA PASS-THRU INT 20 YEAR 3.500% Due 11-01-31	385.34	0.00	364.01		(21.33)
05-08-2012	10-25-2013	494	FNMA PASS-THRU INT 20 YEAR 3.500% Due 05-01-32	521.66	0.00	494.32		(27.34)
03-20-2013	10-25-2013	654	FNMA REMIC TRUST 2013-14 1.750% Due 03-25-43	660.30	0.00	654.47	(5.83)	
08-18-2003	11-15-2013	72	FHLMC PC GOLD GUAR 20 5.500% Due 07-01-23	71.63	0.00	71.63		0.00
08-25-2003	11-15-2013	2	FHLMC PC GUAR ADJ 30YR 2.391% Due 12-01-32	1.85	0.00	1.72		(0.13)
12-27-2012	11-15-2013	1	FHLMC PC GUAR ADJ 30YR 2.391% Due 12-01-32	0.91	0.00	0.86	(0.05)	
06-22-2011	11-15-2013	802	FHLMC REMIC TRUST 3864 2.000% Due 08-15-18	814.47	0.00	801.97		(12.50)
06-21-2011	11-15-2013	323	FHLMC REMIC TRUST 3864 3.500% Due 05-15-26	335.56	0.00	322.75		(12.81)
03-20-2013	11-15-2013	392	FHLMC REMIC SERIES 4173 2.500% Due 07-15-42	393.21	0.00	392.23	(0.98)	
03-26-2013	11-25-2013	1,033	FNMA PASS-THRU INT 15 YEAR 3.500% Due 03-01-26	1,104.46	0.00	1,032.81	(71.65)	
06-04-2012	11-25-2013	324	FNMA PASS-THRU INT 20 YEAR 3.500% Due 11-01-31	343.17	0.00	324.18		(18.99)

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - FIXED INCOME BALANCED ACCOUNT  
ACCOUNT #16H80164  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
05-08-2012	11-25-2013	355	FNMA PASS-THRU INT 20 YEAR 3 500% Due 05-01-32	374 99	0 00	355 34		(19 65)
08-07-2013	11-25-2013	935	FNMA PASS-THRU INT 15 YEAR 4 000% Due 02-01-26	996 47	0 00	934 90	(61 57)	
05-03-2010	11-25-2013	533	FNMA REMIC TRUST 2003-74 4 500% Due 08-25-18	555 40	0 00	533 48		(21 92)
02-08-2013	11-25-2013	303	FNMA REMIC TRUST 2011-48 2 000% Due 06-25-26	322 22	0 00	302 73	(19 49)	
03-14-2012	11-25-2013	1,577	FNMA REMIC TRUST 2010-54 3 000% Due 04-25-40	1,611 35	0 00	1,577 34		(34 01)
03-20-2013	11-25-2013	434	FNMA REMIC TRUST 2013-14 1 750% Due 03-25-43	437 93	0 00	434 06	(3 87)	
08-18-2003	12-16-2013	72	FHLMC PC GUAR 20 5 500% Due 07-01-23	71 82	0 00	71 82		0 00
08-25-2003	12-16-2013	2	FHLMC PC GUAR ADJ 30YR 2 391% Due 12-01-32	2 11	0 00	1 97		(0 14)
12-27-2012	12-16-2013	1	FHLMC PC GUAR ADJ 30YR 2 391% Due 12-01-32	1 05	0 00	0 98	(0 07)	
06-22-2011	12-16-2013	615	FHLMC REMIC TRUST 3864 2 000% Due 08-15-18	625 09	0 00	615 50		(9 59)
06-21-2011	12-16-2013	282	FHLMC REMIC TRUST 3864 3 500% Due 05-15-26	293 46	0 00	282 26		(11 20)

Avalon Advisors, LLC  
**REALIZED GAINS AND LOSSES**  
THE HILLCREST FOUNDATION - FIXED INCOME BALANCED ACCOUNT  
ACCOUNT #16H80164  
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
03-20-2013	12-16-2013	305	FHLMC REMIC SERIES 4173	306.20	0.00	305.44	(0.76)	
03-20-2013	12-26-2013	476	2 500% Due 07-15-42 FNMA REMIC TRUST 2013-14	480.68	0.00	476.44	(4.24)	
08-07-2013	12-26-2013	1,915	1 750% Due 03-25-43 FNMA PASS-THRU INT 15 YEAR	2,041.11	0.00	1,914.99	(126.12)	
05-03-2010	12-26-2013	209	4 000% Due 02-01-26 FNMA REMIC TRUST 2003-74	217.54	0.00	208.95		(8.59)
02-08-2013	12-26-2013	544	4 500% Due 08-25-18 FNMA REMIC TRUST 2011-48	579.39	0.00	544.35	(35.04)	
03-26-2013	12-26-2013	707	2 000% Due 06-25-26 FNMA PASS-THRU INT 15 YEAR	755.74	0.00	706.71	(49.03)	
06-04-2012	12-26-2013	365	3 500% Due 03-01-26 FNMA PASS-THRU INT 20 YEAR	386.40	0.00	365.01		(21.39)
05-08-2012	12-26-2013	332	3 500% Due 11-01-31 FNMA PASS-THRU INT 20 YEAR	349.90	0.00	331.56		(18.34)
03-14-2012	12-26-2013	545	3 500% Due 05-01-32 FNMA REMIC TRUST 2010-54	556.80	0.00	545.05		(11.75)
			3 000% Due 04-25-40					
TOTAL GAINS							16.74	12,715.64
TOTAL LOSSES							(5,124.31)	(2,861.88)
TOTAL REALIZED GAIN/LOSS							(5,107.57)	9,853.76
				919,596.38	(8,398.84)	915,943.73		

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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AVALON 16H80163	49350.	0.	49350.
AVALON 16H80164	55755.	0.	55755.
AVALON 16H95842	81193.	0.	81193.
TOTAL TO FM 990-PF, PART I, LN 4	186298.	0.	186298.

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FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
WORLD UNION FLORIDA, LLC	-421736.	-421736.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-421736.	-421736.	

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FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	939.	939.		0.
TO FM 990-PF, PG 1, LN 16A	939.	939.		0.

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP	2425.	2425.		0.
TO FORM 990-PF, PG 1, LN 16B	2425.	2425.		0.



FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVISORY FEES	55543.	55543.		0.
TO FORM 990-PF, PG 1, LN 16C	55543.	55543.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAX	7320.	0.		0.
TO FORM 990-PF, PG 1, LN 18	7320.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
POSTAGE	121.	121.		0.
BANK FEES	26.	26.		0.
STORAGE	756.	756.		0.
BOND AMORTIZATION	8399.	0.		0.
TO FORM 990-PF, PG 1, LN 23	9302.	903.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BROKERAGE ACCOUNTS	5808069.	7241440.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5808069.	7241440.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
WORLD UNION FLORIDA	COST	453240.	453240.
TOTAL TO FORM 990-PF, PART II, LINE 13		453240.	453240.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	10
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DR. DAVID MOUTON 5634 CANDLEWOOD HOUSTON, TX 77056	DIRECTOR 0.00	0.	0.	0.
WILLIAM PANILL 3709 PIPING ROCK HOUSTON, TX 77027	DIRECTOR 0.00	0.	0.	0.
KELLY REED 72 LA JOLLA CIRCLE MONTGOMERY, TX 77356	DIRECTOR 0.00	0.	0.	0.
ELIZABETH GIMMLER 1572 CHAPPARAL MONTGOMERY, TX 77356	DIRECTOR 0.00	0.	0.	0.
DIANE KEIR 12 THUNDER HOLLOW PLACE THE WOODLANDS, TX 77381	DIRECTOR 0.00	0.	0.	0.
DAVID MYERS 4024 OAKMEADOW PLANO, TX 75093	DIRECTOR 0.00	0.	0.	0.
RENEE J. KELLY 42 THUNDER COVE PLACE THE WOODLANDS, TX 77381	DIRECTOR/ACCOUNTING 3.00	12000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		12000.	0.	0.

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

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

OMB No 1545-1709

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

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

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

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

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

Part I only ☐

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

Type or print	Name of exempt organization or other filer, see instructions.	Enter filer's identifying number
File by the due date for filing your return. See instructions	<b>THE HILLCREST FOUNDATION</b>	Employer identification number (EIN) or <b>31-1501699</b>
	Number, street, and room or suite no. If a P.O. box, see instructions <b>P.O. BOX 132961</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>THE WOODLANDS, TX 77393</b>	

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

**04**

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

**RENEE J. KELLY**

- The books are in the care of ► **42 THUNDER COVE PLACE THE WOODLANDS, TEXAS - 77381**  
Telephone No. ► **281-684-2511** Fax No. ►

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

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

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

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

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

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

**Part II** **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print  File by the due date for filing your return. See instructions.	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions <b>THE HILLCREST FOUNDATION</b>	Employer identification number (EIN) or <b>31-1501699</b>
	Number, street, and room or suite no. If a P O box, see instructions <b>P.O. BOX 132961</b>	Social security number (SSN)
City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>THE WOODLANDS, TX 77393</b>		

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

**04**

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

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

**RENEE J. KELLY**

• The books are in the care of **42 THUNDER COVE PLACE THE WOODLANDS, TEXAS - 77381**

Telephone No. **281-684-2511**

Fax No.

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN)  If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2014.**

5 For calendar year **2013**, or other tax year beginning , and ending

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

**INFORMATION NEEDED FROM THIRD PARTIES HAS NOT BEEN RECEIVED; THUS, A COMPLETE AND ACCURATE RETURN CAN NOT BE FILED.**

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	0.
c <b>Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **[Signature]**

Title **CPA**

Date **8/12/14**

Form 8868 (Rev. 1-2014)

Certified Mail 7013 1710 0000 4625 8861

**2013 Donations**

Memorial Sloan Kettering Cancer Center P.O. Box 27377 New York, NY 10087-7377	\$	34,100.00
Susan G. Komen for the Cure 5005 LBJ Freeway, Suite 250 Dallas, TX 75244	\$	7,343.00
Minnie's Food Pantry 3198 W. Parker Road, Suite 3124 Plano, TX 75075	\$	10,000.00
Soldier's to Summits c/o No Barriers, USA 420 S. Howes, Suite B300 Fort Collins, CO 80521	\$	3,000.00
Children's Medical Center of Dallas 2777 Stemmons Freeway, Suite 1025 Dallas, TX 75207-2230	\$	7,500.00
Beta Upsilon Chi (Religious Fraternity) 741 Kentucky Derby Ln Fort Worth, TX 76179	\$	1,000.00
Presbyterian Children's Homes & Services 4407 Bee Cave Road, Suite 520 Austin, TX 74747	\$	14,000.00
ALS Association, North Dallas Chapter 1231 Greenway Drive, Suite 295 Irving, TX 75038	\$	1,000.00

Wounded Warrior Project P.O. Box 758541 Topeka, Kansas 66675-8541	\$	6,000.00
Cenacle Retreat House 420 N. Kirkwood Road Houston, Texas 77079	\$	2,000.00
Montgomery County Food Bank 111 South Second Street Conroe, TX 77301	\$	5,000.00
Celebration Church P.O. Box 132971 The Woodlands, TX 77393	\$	6,000.00
Star of Hope Mission Dept NO76 P.O. Box 1505 Houston, TX 77251-1505	\$	7,300.00
KSBJ Educational Foundation 1722 Treble Drive Humble, TX 77338	\$	2,000.00
Focus on the Family P.O. Box 219382 Kansas City, MO 64121	\$	3,000.00
Unlocking the King's Treasure 6206 Fawnwood Drive Spring, TX 77389	\$	2,500.00

Manresa P.O. Box 89 Convent, LA 70723-0089	\$	2,000.00
Pregnancy Help Center, Inc. 1450 E. Summintry Circle Katy, TX 77449	\$	4,000.00
William Dillon Ministries P.O. Box 1459 Bluefield, WV 24701	\$	4,043.00
Red River Fighter Pilots Association P.O. Box 1553 Front Royal, VA 22630-0033	\$	1,500.00
The Patrick C. Walsh Prostate Brady Urological Institute 100 N. Charles Street Baltimore, Maryland 21201	\$	13,500.00
Houston Audubon Society 440 Wilchester Boulevard Houston, TX 77079	\$	1,500.00
Gulf Coast Bird Observatory Inc. 103 West Highway 332 Lake Jackson, TX 77566	\$	2,500.00
St. Vincent DePaul Society Sacred Heart Church 119 N. Frazier Street Conroe, TX 77301	\$	3,000.00

Galveston Bay Area Chapter of Master Naturalists Texas AgriLife Extension Service Office 4102 - B Main (FM 519), Carbide Park La Marque, TX 77568	\$	2,500.00
The University of Texas M D Anderson Cancer Center P.O. Box 4486 Houston, TX 77210	\$	13,500.00
Galveston Bay Foundation 17330 Highway 3 Webster, TX 77598	\$	3,000.00
American Red Cross Tour du Rouge 210 Spring Hill Dr Spring, TX 77386	\$	4,186.00
Faith in Montgomery County P.O. Box 445 Conroe, TX 77305	\$	17,843.00
Laura Bush Institute for Women's Health 1400 Wallace Blvd Amarillo, TX 79106	\$	15,000.00
Rotary Club of Conroe Foundation P.O. Box 1293 Conroe, TX 77305	\$	1,000.00
Montgomery United Methodist Church P.O. Box 1330 Montgomery, TX 77356	\$	10,000.00



Memorial Private High School Attn: Harry Camp 14333 Fern Drive Houston, TX 77079	\$	3,000.00
KIPP Sharpstown Attn: Karima Wilson, Principal 8440 Westpark Houston, Texas 77063	\$	3,000.00
St Thomas High School Capital Fund 4500 Memorial Drive Houston, TX 77007	\$	3,000.00
St. Pius X High School Attn: Sister Donna 811 W. Donovan Houston, TX 77091	\$	10,000.00
Trichotillomania Learning Center 207 McPherson Street, Suite H Santa Cruz, CA 95060-5863	\$	7,500.00
Houston Livestock Show and Rodeo Attn: Jennifer Hazelton P.O. Box 20070 Houston, TX 77225-0070 832-667-1000	\$	7,343.00
Chinquapin Preparatory School Attn: Bridget Anderson 2615 Wallisville Road Highlands, TX 77562	\$	5,000.00

Kelsey Research Foundation 5615 Kirby, Suite 660 Houston, TX 77005	\$	5,000.00
Interfaith of the Woodlands 4242 Woodrush Drive The Woodlands, TX 77381	\$	5,000.00
Disabled Sports USA Inc Kirk M Bauer, JD 451 Hungerford Drive, Suite 100 Rockville, MD 20850	\$	5,000.00
Texas New Community Alliance New Danville P.O. Box 7181 The Woodlands, TX 77387	\$	5,000.00
Montgomery County Women's Center Attn: Sarah Raleigh, Exec Director P.O. Box 8669 The Woodlands, TX 77387	\$	5,000.00
Child Advocates of Montgomery County 412 West Phillips, Suite 107 Conroe, TX 77301	\$	2,500.00
Memorial Hermann Foundation Attn: Gayle Kinnie 929 Gessner, Suite 2650 Houston, TX 77024	\$	12,500.00
Montgomery County Youth Services Attn: Gregory K Feede 1600 Lake Front Circle The Woodlands, TX 77380	\$	5,000.00

Beyond Batten Disease Foundation \$ 2,500.00  
Will Herndon Fund for Juvenile Disease Research  
P.O. Box 200998  
Austin, TX 78720

Radio Station KUHA 91.7 \$ 2,500.00  
University of Houston, Licensee  
P.O. Box 4878  
Houston, TX 77210-4878

Ars Lyrica Houston \$ 5,000.00  
Attn: Van Richard Viebig, Treasurer  
401 West Alabama  
Houston, TX 77006

Richmond Battlefields \$ 2,500.00  
P.O. Box 13945  
Richmond, VA 23225

Central Virginia Battlefields Trust \$ 2,500.00  
Jerry Brent, Executive Director  
P.O. Box 3417  
Fredericksburg, Virginia 22401

The Confederate Memorial Literary Society \$ 5,000.00  
Attn: O. T. Crowther, Vice President  
1201 E. Clay Street  
Richmond, Virginia 23219

The Fort Delaware Society \$ 2,500.00  
John L. Whitehead, Treasurer  
P.O. Box 553  
Delaware City, Delaware 19706

The Jeb Stuart Birthplace Trust Brian Jessup, Treasurer P.O. Box 1210 Stuart, VA 24171-1210	\$	2,000.00
James Dick Foundation P.O. Box 89 Round Top, TX 78954-0089	\$	2,500.00
Civil War Preservation Trust 1156 15th St. N.W., Suite 900 Washington, D. C. 20005	\$	2,500.00
Friends of the Texas Historical Comm. Texas Historical Commission P.O. Box 13497 Austin, TX 78701	\$	2,500.00
J S Bach Society Dr. Douglas Koch, President 2353 Rice Boulevard Houston, TX 77005	\$	2,500.00
SNAP Houston Wellness Clinic 1801 Durham Drive, Suite 1 Houston, TX 77007	\$	842.00
Admiral Nimitz Foundation National Museum of the Pacific War 340 E. Main Street Fredericksburg, TX 78624	\$	2,500.00
Piping Rock Singers, Inc. Anne C. Leek, Treasurer 3223 Milburn Street Houston, TX 77021-1128	\$	3,500.00

Rice University	\$ 5,000.00
Ira & Patricia Gruber Research Fund	
E2168899800052160	
Resource Development - MS83	
P.O. Box 1892	
Houston, TX 77251-1892	
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Total 2013 Contributions to Charity	<u><u>\$ 341,000.00</u></u>