Form **990-PF** | Department of the Treasury Internal Revenue Service

# Return of Private Foundation

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

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

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

OMB No. 1545-0052 | **2013** | Open to Public Inspection

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

Name of foundation: TR U/W OTTO LUEDEKING

A Employer identification number: 31-6019731

Number and street (or P O box number if mail is not delivered to street address): P O BOX 630858 | Room/suite:

B Telephone number (see instructions): 513-534-5310

City or town, state or province, country, and ZIP or foreign postal code: CINCINNATI, OH 45263-0858

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 12,055,519.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) ____
(Part I, column (d) must be on cash basis.)

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

**Part I Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

| | Line | Description | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|---|---|---|---|---|---|
| Revenue | 1 | Contributions, gifts, grants, etc., received (attach schedule) | | | | |
| | 2 | Check ▶ ☐ if the foundation is not required to attach Sch. B | | | | |
| | 3 | Interest on savings and temporary cash investments | | | | |
| | 4 | Dividends and interest from securities | 313,754. | 305,149. | | STMT 1 |
| | 5a | Gross rents | | | | |
| | b | Net rental income or (loss) | | | | |
| | 6a | Net gain or (loss) from sale of assets not on line 10 | 91,169. | | | |
| | b | Gross sales price for all assets on line 6a 1,457,313. | | | | |
| | 7 | Capital gain net income (from Part IV, line 2) | | 91,169. | | |
| | 8 | Net short-term capital gain | | | | |
| | 9 | Income modifications | | | | |
| | 10a | Gross sales less returns and allowances | | | | |
| | b | Less: Cost of goods sold | | | | |
| | c | Gross profit or (loss) (attach schedule) | | | | |
| | 11 | Other income (attach schedule) | 3,040. | | | STMT 2 |
| | 12 | **Total.** Add lines 1 through 11 | 407,963. | 396,318. | | |
| Operating and Administrative Expenses | 13 | Compensation of officers, directors, trustees, etc | | | | |
| | 14 | Other employee salaries and wages | | NONE | NONE | |
| | 15 | Pension plans, employee benefits | | NONE | NONE | |
| | 16a | Legal fees (attach schedule) | | | | |
| | b | Accounting fees (attach schedule) STMT 3 | 660. | 330. | NONE | 330. |
| | c | Other professional fees (attach schedule) | | | | |
| | 17 | Interest | | | | |
| | 18 | Taxes (attach schedule) (see instructions) STMT 4 | 3,510. | 3,510. | | |
| | 19 | Depreciation (attach schedule) and depletion | | | | |
| | 20 | Occupancy | | | | |
| | 21 | Travel, conferences, and meetings | | NONE | NONE | |
| | 22 | Printing and publications | | NONE | NONE | |
| | 23 | Other expenses (attach schedule) STMT 5 | 50,047. | 49,847. | | 200. |
| | 24 | **Total operating and administrative expenses.** Add lines 13 through 23 | 54,217. | 53,687. | NONE | 530. |
| | 25 | Contributions, gifts, grants paid | 545,029. | | | 545,029. |
| | 26 | **Total expenses and disbursements.** Add lines 24 and 25 | 599,246. | 53,687. | NONE | 545,559. |
| | 27 | Subtract line 26 from line 12: | | | | |
| | a | **Excess of revenue over expenses and disbursements** | -191,283. | | | |
| | b | **Net investment income** (if negative, enter -0-) | | 342,631. | | |
| | c | **Adjusted net income** (if negative, enter -0-) | | | | |

RECEIVED
MAY 16 2014
OGDEN, UT
A057 IRS-OSC

SCANNED JUN 0 2 2014



614 4

| Part II Balance Sheets | Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.) | Beginning of year (a) Book Value | End of year (b) Book Value | End of year (c) Fair Market Value |
|---|---|---|---|---|
| 1 | Cash - non-interest-bearing | 3. | 3. | 3. |
| 2 | Savings and temporary cash investments | 368,235. | 312,037. | 312,037. |
| 3 | Accounts receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| 4 | Pledges receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| 5 | Grants receivable | | | |
| 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | |
| 7 | Other notes and loans receivable (attach schedule) ▶ | | | |
| | Less: allowance for doubtful accounts ▶ NONE | | | |
| 8 | Inventories for sale or use | | | |
| 9 | Prepaid expenses and deferred charges | | | |
| 10 a | Investments - U S. and state government obligations (attach schedule) | | | |
| b | Investments - corporate stock (attach schedule) | 6,273,465. | 6,263,677. | 8,457,323. |
| c | Investments - corporate bonds (attach schedule) | 3,355,131. | 3,229,803. | 3,286,156. |
| 11 | Investments - land, buildings, and equipment basis ▶ | | | |
| | Less accumulated depreciation (attach schedule) ▶ | | | |
| 12 | Investments - mortgage loans | | | |
| 13 | Investments - other (attach schedule) | | | |
| 14 | Land, buildings, and equipment basis ▶ | | | |
| | Less: accumulated depreciation (attach schedule) ▶ | | | |
| 15 | Other assets (describe ▶ ) | | | |
| 16 | **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I) | 9,996,834. | 9,805,520. | 12,055,519. |
| 17 | Accounts payable and accrued expenses | | | |
| 18 | Grants payable | | | |
| 19 | Deferred revenue | | | |
| 20 | Loans from officers, directors, trustees, and other disqualified persons | | | |
| 21 | Mortgages and other notes payable (attach schedule) | | | |
| 22 | Other liabilities (describe ▶ ) | | | |
| 23 | **Total liabilities** (add lines 17 through 22) | | NONE | |
| | **Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.** | | | |
| 24 | Unrestricted | | | |
| 25 | Temporarily restricted | | | |
| 26 | Permanently restricted | | | |
| | **Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.** | | | |
| 27 | Capital stock, trust principal, or current funds | 9,996,834. | 9,805,520. | |
| 28 | Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| 29 | Retained earnings, accumulated income, endowment, or other funds | | | |
| 30 | **Total net assets or fund balances** (see instructions) | 9,996,834. | 9,805,520. | |
| 31 | **Total liabilities and net assets/fund balances** (see instructions) | 9,996,834. | 9,805,520. | |

(Side labels: Assets — lines 1–16; Liabilities — lines 17–23; Net Assets or Fund Balances — lines 24–31)

## 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 | 9,996,834. |
| 2 | Enter amount from Part I, line 27a | 2 | -191,283. |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 9,805,551. |
| 5 | Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6 | 5 | 31. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 9,805,520. |

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

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

| | (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|---|---|---|---|---|
| a | 1,457,313. | | 1,366,144. | 91,169. |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |

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

| | (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
|---|---|---|---|---|
| a | | | | 91,169. |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } 2 91,169.

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

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col. (b) divided by col (c)) |
|---|---|---|---|
| 2012 | 973,899. | 10,732,002. | 0.090747 |
| 2011 | 743,790. | 11,577,145. | 0.064246 |
| 2010 | 495,804. | 10,888,840. | 0.045533 |
| 2009 | 396,724. | 9,905,496. | 0.040051 |
| 2008 | 600,760. | 11,907,686. | 0.050451 |

| | | | |
|---|---|---|---|
| 2 | **Total** of line 1, column (d) | 2 | 0.291028 |
| 3 | Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | 3 | 0.058206 |
| 4 | Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 | 4 | 11,240,028. |
| 5 | Multiply line 4 by line 3 | 5 | 654,237. |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 3,426. |
| 7 | Add lines 5 and 6 | 7 | 657,663. |
| 8 | Enter qualifying distributions from Part XII, line 4 | 8 | 545,559. |

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

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

| | | | |
|---|---|---|---|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary - see instructions) | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b | 1 | 6,853. |
| c | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). | | |
| 2 | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 2 | |
| 3 | Add lines 1 and 2 | 3 | 6,853. |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 4 | NONE |
| 5 | **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0- | 5 | 6,853. |
| 6 | Credits/Payments: | | |
| a | 2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 1,980. | | |
| b | Exempt foreign organizations - tax withheld at source — 6b: NONE | | |
| c | Tax paid with application for extension of time to file (Form 8868) — 6c: NONE | | |
| d | Backup withholding erroneously withheld — 6d: | | |
| 7 | Total credits and payments. Add lines 6a through 6d | 7 | 1,980. |
| 8 | Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached | 8 | |
| 9 | **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶ | 9 | 4,873. |
| 10 | **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶ | 10 | |
| 11 | Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ NONE **Refunded** ▶ | 11 | |

**Part VII-A Statements Regarding Activities**

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

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

| | | | Yes | No |
|---|---|---|---|---|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | X |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | X | |
| | Website address ▶ N/A | | | |
| 14 | The books are in care of ▶ FIFTH THIRD BANK Telephone no. ▶ (513)534-5409 | | | |
| | Located at ▶ 38 FOUNTAIN SQUARE PLAZA, CINCINNATI, OH ZIP+4 ▶ 45263 | | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ [X] | | | |
| | and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 | | | |
| 16 | At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? | 16 | | X |
| | See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶ | | | |

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

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

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

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

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

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|---|---|---|
| FIFTH THIRD BANK<br>38 FOUNTAIN SQUARE PLAZA, CINCINNATI, OH 45202 | TRUSTEE<br>1 | -0- | -0- | -0- |
| | | | | |
| | | | | |
| | | | | |

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

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

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

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

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

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

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

| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. | Expenses |
|---|---|
| 1 NONE | |
| 2 | |
| 3 | |
| 4 | |

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. | Amount |
|---|---|
| 1 NONE | |
| 2 | |
| All other program-related investments. See instructions.<br>3 NONE | |
| **Total.** Add lines 1 through 3 ▶ | |

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

| | | | |
|---|---|---|---|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 11,253,432. |
| b | Average of monthly cash balances | 1b | 157,764. |
| c | Fair market value of all other assets (see instructions) | 1c | NONE |
| d | **Total** (add lines 1a, b, and c) | 1d | 11,411,196. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e | | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | NONE |
| 3 | Subtract line 2 from line 1d | 3 | 11,411,196. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 171,168. |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 11,240,028. |
| 6 | **Minimum investment return.** Enter 5% of line 5 | 6 | 562,001. |

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

| | | | | | |
|---|---|---|---|---|---|
| 1 | Minimum investment return from Part X, line 6 | | | 1 | 562,001. |
| 2a | Tax on investment income for 2013 from Part VI, line 5 | 2a | 6,853. | | |
| b | Income tax for 2013. (This does not include the tax from Part VI.) | 2b | | | |
| c | Add lines 2a and 2b | | | 2c | 6,853. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | | | 3 | 555,148. |
| 4 | Recoveries of amounts treated as qualifying distributions | | | 4 | NONE |
| 5 | Add lines 3 and 4 | | | 5 | 555,148. |
| 6 | Deduction from distributable amount (see instructions) | | | 6 | NONE |
| 7 | **Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | | | 7 | 555,148. |

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

| | | | |
|---|---|---|---|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: | | |
| a | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 | 1a | 545,559. |
| b | Program-related investments - total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | NONE |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | NONE |
| b | Cash distribution test (attach the required schedule) | 3b | NONE |
| 4 | **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 545,559. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) | 5 | N/A |
| 6 | **Adjusted qualifying distributions.** Subtract line 5 from line 4 | 6 | 545,559. |

**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 | | | | 555,148. |
| 2 | Undistributed income, if any, as of the end of 2013: | | | | |
| a | Enter amount for 2012 only | | | NONE | |
| b | Total for prior years: 20 11 ,20 ,20 | | NONE | | |
| 3 | Excess distributions carryover, if any, to 2013: | | | | |
| a | From 2008 NONE | | | | |
| b | From 2009 NONE | | | | |
| c | From 2010 NONE | | | | |
| d | From 2011 55,523. | | | | |
| e | From 2012 441,259. | | | | |
| f | **Total** of lines 3a through e | 496,782. | | | |
| 4 | Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 545,559. | | | | |
| a | Applied to 2012, but not more than line 2a | | | NONE | |
| b | Applied to undistributed income of prior years (Election required - see instructions) | | NONE | | |
| c | Treated as distributions out of corpus (Election required - see instructions) | NONE | | | |
| d | Applied to 2013 distributable amount | | | | 545,559. |
| e | Remaining amount distributed out of corpus | NONE | | | |
| 5 | Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)* | 9,589. | | | 9,589. |
| 6 | **Enter the net total of each column as indicated below:** | | | | |
| a | Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | 487,193. | | | |
| b | Prior years' undistributed income. Subtract line 4b from line 2b | | NONE | | |
| c | Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | NONE | | |
| d | Subtract line 6c from line 6b. Taxable amount - see instructions | | NONE | | |
| e | Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions | | | NONE | |
| f | Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 | | | | |
| 7 | Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) | NONE | | | |
| 8 | Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) | NONE | | | |
| 9 | **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a | 487,193. | | | |
| 10 | Analysis of line 9: | | | | |
| a | Excess from 2009 NONE | | | | |
| b | Excess from 2010 NONE | | | | |
| c | Excess from 2011 45,934. | | | | |
| d | Excess from 2012 441,259. | | | | |
| e | Excess from 2013 | | | | |

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

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

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

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

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

**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

N/A

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

## Part XV Supplementary Information (continued)

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

| Recipient<br>Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|---|---|---|
| **a** *Paid during the year* | | | | |
| SEE SCHEDULE ATTACHED | NONE | EXEMPT | PROGRAM SUPPORT | 545,029. |
| **Total** . . . . . . ▶ **3a** | | | | 545,029. |
| **b** *Approved for future payment* | | | | |
| **Total** . . . . . . ▶ **3b** | | | | |

## Part XVI-A Analysis of Income-Producing Activities

| Enter gross amounts unless otherwise indicated. | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See instructions.) |
|---|---|---|---|---|---|
| | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 Program service revenue: | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | | | |
| 4 Dividends and interest from securities | | | | NONE | 313,754. |
| 5 Net rental income or (loss) from real estate: | | | | | |
| a Debt-financed property | | | | | |
| b Not debt-financed property | | | | | |
| 6 Net rental income or (loss) from personal property | | | | | |
| 7 Other investment income | | | | | |
| 8 Gain or (loss) from sales of assets other than inventory | | | | NONE | 91,169. |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue: a | | | | | |
| b EXCISE TAX REFUND | | | | | 3,040. |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | | | NONE | 407,963. |

**13 Total.** Add line 12, columns (b), (d), and (e) . . . 13 407,963.

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

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

| Line No. ▼ | Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.) |
|---|---|
| 4 | INVESTMENT INCOME EARNED BY THIS TRUST IS USED TO MAKE |
| 4 | CHARITABLE CONTRIBUTIONS TO ORGANIZATIONS AS SPECIFIED IN |
| 4 | THE GOVERNING AGREEMENT |
| 8 | INVESTMENT INCOME EARNED BY THIS TRUST IS USED TO MAKE |
| 8 | CHARITABLE CONTRIBUTIONS TO ORGANIZATIONS AS SPECIFIED IN |
| 8 | THE GOVERNING AGREEMENT |
| 3 | INVESTMENT INCOME EARNED BY THIS TRUST IS USED TO MAKE |
| 3 | CHARITABLE CONTRIBUTIONS TO ORGANIZATIONS AS SPECIFIED IN |
| 3 | THE GOVERNING AGREEMENT |

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

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

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

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

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

b If "Yes," complete the following schedule.

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

**Sign Here**

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

▶ [signature] | 04/23/2014 | ▶ Trustee

Signature of officer or trustee | Date | Title

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

**Paid Preparer Use Only**

| Print/Type preparer's name | Preparer's signature | Date | Check ☐ if self-employed | PTIN |
|---|---|---|---|---|
| | | | | |
| Firm's name ▶ | | | Firm's EIN ▶ | |
| Firm's address ▶ | | | Phone no. | |

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| USGI REPORTED AS NONQUALIFIED DIVIDENDS | 2,843. | 2,843. |
| FOREIGN DIVIDENDS | 25,283. | 25,283. |
| NONDIVIDEND DISTRIBUTIONS | 5,028. | |
| DOMESTIC DIVIDENDS | 133,604. | 133,604. |
| EXEMPT DIVIDENDS NOT SUBJECT TO AMT - ST | 3,430. | |
| EXEMPT DIVIDENDS SUBJECT TO AMT - STATES | 18. | |
| EXEMPT DIVIDENDS NOT SUBJECT TO AMT - TE | 128. | |
| EXEMPT DIVIDENDS SUBJECT TO AMT - TERRIT | 1. | |
| US GOVERNMENT INTEREST REPORTED AS QUALI | 5. | 5. |
| NONQUALIFIED FOREIGN DIVIDENDS | 12,391. | 12,391. |
| NONQUALIFIED DOMESTIC DIVIDENDS | 131,023. | 131,023. |
| TOTAL | 313,754. | 305,149. |

FORM 990PF, PART I - OTHER INCOME

| DESCRIPTION | | REVENUE AND EXPENSES PER BOOKS |
|---|---|---|
| EXCISE TAX REFUND | | 3,040. |
| | TOTALS | 3,040. |

FORM 990PF, PART I - ACCOUNTING FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | ADJUSTED NET INCOME | CHARITABLE PURPOSES |
|---|---|---|---|---|
| TAX PREPARATION FEE (NON-ALLOC | 660. | 330. | | 330. |
| TOTALS | 660. | 330. | NONE | 330. |

## FORM 990PF, PART I - TAXES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| FOREIGN TAXES | 1,164. | 1,164. |
| FOREIGN TAXES ON QUALIFIED FOR | 1,553. | 1,553. |
| FOREIGN TAXES ON NONQUALIFIED | 793. | 793. |
| TOTALS | 3,510. | 3,510. |

FORM 990PF, PART I - OTHER EXPENSES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | CHARITABLE PURPOSES |
|---|---|---|---|
| BANK SERVICE FEES | 49,847. | 49,847. | |
| OTHER MISC. EXPENSES | 200. | | 200. |
| TOTALS | 50,047. | 49,847. | 200. |

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

| DESCRIPTION | AMOUNT |
|---|---|
| COST BASIS ADJ SPIDER GOLD SALES | 28. |
| ROUNDING | 3. |
| TOTAL | 31. |

| BENEFICIARY | ADDRESS | GIFT REASON | GIFT AMOUNT |
|---|---|---|---|
| MAPLE KNOLL COMMUNITIES | ATTN: KENNETH W. HUFF, EXEC VP 11100 SPRINGFIELD PIKE CINCINNATI, OH 45246 | PROGRAM SUPPORT | $ 46,382.30 |
| THE SALVATION ARMY | MR. RICHARD D. ALLEN 440 WEST NYACK ROAD WEST NYACK, NY 10994 | PROGRAM SUPPORT | $ 30,921.24 |
| GENERAL PROTESTANT ORPHAN HOME | 6881 BEECHMONT AVENUE CINCINNATI, OHIO 45230 | PROGRAM SUPPORT | $ 30,921.24 |
| EMANUEL DAY NURSERY (COMMUNITY CENTER | 1308 RACE STREET CINCINNATI, OHIO 45210 | PROGRAM SUPPORT | $ 15,460.77 |
| Y.W.C.A. OF CINCINNATI, OHIO | 898 WALNUT STREET CINCINNATI, OHIO 45202 | PROGRAM SUPPORT | $ 15,460.77 |
| CINCINNATI FDTN FOR THE AGED | 5 WEST FOURTH STREET 2100 FOURTH & VINE TOWER CINCINNATI OH 45202 | PROGRAM SUPPORT | $ 15,460.77 |
| CLOVERNOOK HOME/CTR. FOR BLIND | 7000 HAMILTON AVENUE CINCINNATI, OHIO 45231 | PROGRAM SUPPORT | $ 15,460.77 |
| CHILDREN'S HOME OF CINCINNATI | ATTN: MICHELLE KINDWELL 5050 MADISON ROAD CINCINNATI, OH 45227 | PROGRAM SUPPORT | $ 15,460.77 |
| GREATER CINCINNATI FOUNDATION | 200 W. 4TH STREET CINCINNATI OH 45202 | PROGRAM SUPPORT | $ 7,730.64 |
| OHIO HUMANE SOCIETY (FAMILIES FORWARD) | 2400 READING ROAD CINCINNATI, OHIO 45202 | PROGRAM SUPPORT | $ 7,730.64 |

| | | | | |
|---|---|---|---|---|
| NEW ORPHAN ASYLUM SCHOLARSHIP FD | 2300 MONTANA AVENUE<br>CINCINNATI, OHIO<br>45211 | PROGRAM SUPPORT | $ | 7,730.64 |
| ST. JOHN'S UNITARIAN CHURCH | 320 RESOR AVE.<br>CINCINNATI, OHIO<br>45220 | PROGRAM SUPPORT | $ | 7,730.64 |
| DEUTSCHES ROTES KREUZ | TEAM 51 - FINANZEN<br>CARSTENNSTR. 58<br>ATTN: BETINA MULLER<br>12205 BERLIN GERMANY | PROGRAM SUPPORT | $ | 278,293.81 |
| THE CHILDREN'S HOSPITAL | ATTN: SCOTT HAMLIN<br>SENIOR VP/FINANCE<br>3333 BURNET AVE ML 3006<br>CINCINNATI, OH<br>45229 | PROGRAM SUPPORT | $ | 15,460.77 |
| UNIVERSITY OF CINCINNATI<br>*TR U/W O. LUEDEKING SUBTR FOR UC* | ASSISTANT TREASURER'S<br>OFFICE<br>P.O. BOX 210641<br>CINCINNATI, OH<br>45221 | PROGRAM SUPPORT | $ | 23,481.65 |
| BEECHWOOD HOME FOR INCURABLES<br>*TR U/W O LUEDEKING SUB BEECHWOOD* | TIM OWENS, DIR. OF FINANCE<br>2140 POGUE AVE<br>CINCINNATI, OH<br>45208 | PROGRAM SUPPORT | $ | 11,341.76 |
| | | **TOTAL** | $ | 545,029.18 |

# OTTO LUEDEKING FOUNDATION

12/31/2013

| SUMMARY | | MAIN | SUB | SUB | CONSOLIDATED |
|---|---|---|---|---|---|
| OF | | ACCOUNT | ACCOUNT | ACCOUNT | ACCOUNT TOTALS |
| BALANCES | | 0321000 | 3736709 | 3818309 | MARKET VALUE |
| | **MARKET VALUE** | | | | |
| **CASH** | | | | | |
| | MONEY MARKET INVESTMENTS | 286,599.00 | 15,304.00 | 10,134.00 | 312,037.00 |
| | SHORT TERM INVESTMENTS | 0.00 | 0.00 | 0.00 | 0.00 |
| | CASH | 0.75 | 1.39 | 1.01 | 3.15 |
| **TOTAL** | | **286,599.75** | **15,305.39** | **10,135.01** | 312,040.15 |
| | | | | | |
| **BONDS** | | | | | |
| | BONDS | 3,134,128.46 | 104,536.34 | 47,491.64 | 3,286,156.44 |
| | BOND FUNDS | 0.00 | 0.00 | 0.00 | 0.00 |
| **TOTAL** | | **3,134,128.46** | **104,536.34** | **47,491.64** | **3,286,156.44** |
| | | | | | |
| | COMMON STOCK | 6,340,717.79 | 310,223.58 | 143,235.33 | 6,794,176.70 |
| | PREFERRED STOCK | 0.00 | 0.00 | 0.00 | 0.00 |
| | EQUITY FUNDS | 0.00 | 0.00 | 0.00 | 0.00 |
| **TOTAL** | | **6,340,717.79** | **310,223.58** | **143,235.33** | **6,794,176.70** |
| | | | | | |
| **OTHER** | | | | | |
| | ALTERNATE STRATEGIES | 973,505.39 | 69,380.07 | 40,075.63 | 1,082,961.09 |
| | REAL ESTATE INVESTMENTS | 539,834.85 | 25,824.00 | 14,526.00 | 580,184.85 |
| | LIABILITIES | 0.00 | 0.00 | 0.00 | 0.00 |
| **TOTAL** | | **1,513,340.24** | **95,204.07** | **54,601.63** | **1,663,145.94** |
| | | | | | 0.00 |
| **TOTAL VALUE** | | **11,274,786.24** | **525,269.38** | **255,463.61** | **12,055,519.23** |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| **TOTAL OF ALL ASSETS** | | | | | **12,055,519.23** |

# OTTO LUEDEKING FOUNDATION

12/31/2013

| SUMMARY OF BALANCES | | MAIN ACCOUNT 0321000 | SUB ACCOUNT 3736709 | SUB ACCOUNT 3818309 | CONSOLIDATED ACCOUNT TOTALS COST BASIS |
|---|---|---|---|---|---|
| | COST BASIS | | | | |
| CASH | | | | | |
| | MONEY MARKET INVESTMENTS | 286,599.00 | 15,304.00 | 10,134.00 | 312,037.00 |
| | SHORT TERM INVESTMENTS | 0.00 | 0.00 | 0.00 | 0.00 |
| | CASH | 0.75 | 1.39 | 1.01 | 3.15 |
| **TOTAL** | | **286,599.75** | **15,305.39** | **10,135.01** | **312,040.15** |
| | | | | | |
| **BONDS** | | | | | |
| | BONDS | 3,078,402.35 | 104,096.82 | 47,303.79 | 3,229,802.96 |
| | BOND FUNDS | 0.00 | 0.00 | 0.00 | 0.00 |
| **TOTAL** | | **3,078,402.35** | **104,096.82** | **47,303.79** | **3,229,802.96** |
| | | | | | |
| | COMMON STOCK | 4,365,133.35 | 256,633.09 | 102,046.31 | 4,723,812.75 |
| | PREFERRED STOCK | 0.00 | 0.00 | 0.00 | 0.00 |
| | EQUITY FUNDS | 0.00 | 0.00 | 0.00 | 0.00 |
| **TOTAL** | | **4,365,133.35** | **256,633.09** | **102,046.31** | **4,723,812.75** |
| | | | | | |
| **OTHER** | | | | | |
| | ALTERNATE STRATEGIES | 942,892.77 | 67,720.53 | 38,695.19 | 1,049,308.49 |
| | REAL ESTATE INVESTMENTS | 457,715.82 | 20,869.94 | 11,970.11 | 490,555.87 |
| | LIABILITIES | 0.00 | 0.00 | 0.00 | 0.00 |
| **TOTAL** | | **1,400,608.59** | **88,590.47** | **50,665.30** | **1,539,864.36** |
| | | | | | |
| **TOTAL VALUE** | | **9,130,744.04** | **464,625.77** | **210,150.41** | **9,805,520.22** |

FIFTH THIRD
PRIVATE BANK

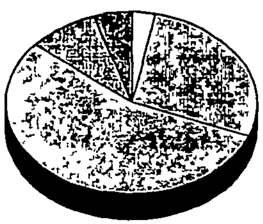
**TR U/W OTTO LUEDEKING**

**12/01/2013 - 12/31/2013**

THE FIFTH THIRD BANK
TRUSTEE UNDER THE WILL OF
OTTO LUEDEKING

**Trust Officer:** JOHN LONNEMAN (513) 579-5409
**Portfolio Manager:** HUGH ANDERSON (513) 534-7066

## INVESTMENT ALLOCATION SUMMARY



- Cash and Equivalents - 3%
- Fixed Income - 28%
- Equities - 56%
- Alternative Strategies - 9%
- Real Estate Inv. - 5%

| Description | Last Statement Market Value | This Statement Market Value | Percent of Assets | Est. Annual Income | Estimated Yield |
|---|---|---|---|---|---|
| Cash and Equivalents | $176,599.55 | $286,599.75 | 3% | $28.66 | 0.0% |
| Fixed Income | $3,150,319.52 | $3,134,128.46 | 28% | $95,701.63 | 3.1% |
| Equities | $6,267,116.47 | $6,340,717.79 | 56% | $142,515.51 | 2.2% |
| Alternative Strategies | $995,988.36 | $973,505.39 | 9% | $21,314.82 | 2.2% |
| Real Estate Investments | $545,894.26 | $539,834.85 | 5% | $18,999.31 | 3.5% |
| **Total Account Value** | **$11,135,918.16** | **$11,274,786.24** | **100%** | **$278,559.93** | **2.5%** |

**Net change in total account value 1.2 % Increase**

## ACCOUNT SUMMARY

| | Income Cash | Principal Cash | Investments* | Total |
|---|---|---|---|---|
| **Beginning Balance** | **$16,090.59** | **$160,508.96** | **$10,959,318.61** | **$11,135,918.16** |
| Income | $56,744.58 | $56,891.44 | | $113,636.02 |
| Distributions | $(4,037.80) | | | $(4,037.80) |
| Net Security Transactions | | $401.98 | $(401.98) | |
| Change in Market Value | $(68,797.37) | $68,797.37 | $29,269.86 | $29,269.86 |
| **Ending Balance** | **0.00** | **$286,599.75** | **$10,988,186.49** | **$11,274,786.24** |

* Investments represent the activity in your equity, bond & other security holdings

## REALIZED GAIN/(LOSS) SUMMARY

| | Current Period | YTD |
|---|---|---|
| Short-term gain/(loss) | $(39,598.02) | $(44,554.02) |
| Long-term gain/(loss) | $0.00 | $82,072.36 |
| **Net realized gain/(loss)** | **$(39,598.02)** | **$37,518.34** |

## INVESTMENT OBJECTIVE

**Growth**

Total return through long-term growth of capital, an expectation of a high degree of principal fluctuation.

## ACCOUNT OVERVIEW

| | Current Period | Calendar YTD |
|---|---|---|
| **Income Earned** | | |
| Interest | $295.39 | $3,659.31 |
| Dividends | $113,340.63 | $329,193.50 |
| **Total Income Earned** | $113,636.02 | $332,852.81 |
| **Contributions** | | |
| Cash | $0.00 | $3,040.00 |
| **Total Contributions** | $0.00 | $3,040.00 |
| **Distributions** | | |
| Cash | $(4,037.80) | $(557,678.64) |
| **Total Distributions** | $(4,037.80) | $(557,678.64) |
| **Security Transactions** | | |
| Purchases | $(350,000.00) | $(1,121,225.20) |
| Sales | $350,401.98 | $1,287,268.39 |
| **Net Security Transactions** | $401.98 | $166,043.19 |
| **Change in Market Value** | $29,269.86 | $1,185,670.92 |

FIFTH THIRD PRIVATE BANK

TR U/W OTTO LUEDEKING

12/01/2013 - 12/31/2013

## PORTFOLIO POSITIONS

| Quantity | Symbol | Description | Current Price | Market Value | % of Acct | Cost Basis | Unrealized Gain/(Loss) | Est. Annual Income | Est. Yield |
|---|---|---|---|---|---|---|---|---|---|
| **Cash & Equivalents** | | | | | | | | | |
| 0.7500 | | CASH | $1.000 | $0.75 | 0.0% | $0.75 | | | |
| 68,797.0000 | | FEDERATED PRIME VALUE OBLIGATIONS FUND SERVICE SHARES (INCOME INVESTMENT) CUSIP - 99FEDPVO1 | $1.000 | $68,797.00 | 0.6% | $68,797.00 | | $6.88 | |
| 217,802.0000 | | FEDERATED PRIME VALUE OBLIGATIONS FUND SERVICE SHARES CUSIP - 99FEDPVO1 | $1.000 | $217,802.00 | 1.9% | $217,802.00 | | $21.78 | |
| | | **Cash & Equivalents - Total** | | **$286,599.75** | **2.5%** | **$286,599.75** | | **$28.66** | |
| **Fixed Income** | | | | | | | | | |
| 38,251.3660 | EIBLX | EATON VANCE MUT FDS TR FLTG RATE FD CL I CUSIP - 277911491 | $9.190 | $351,530.05 | 3.1% | $350,000.00 | $1,530.05 | $13,732.24 | 3.9% |
| 32,502.7080 | FULIX | FEDERATED ULTRA SHORT BD-INS CUSIP - 31428Q747 | $9.150 | $297,399.78 | 2.6% | $300,000.00 | $(2,600.22) | $3,965.33 | 1.3% |
| 28,151.3970 | GSDUX | GOLDMAN SACHS SHT DURATION CL I CUSIP - 38141W406 | $10.520 | $296,152.70 | 2.6% | $300,000.00 | $(3,847.30) | $3,631.53 | 1.2% |
| 3,000.0000 | AGG | ISHARES CORE TOTAL U.S. BOND MARKET ETF CUSIP - 464287226 | $106.430 | $319,290.00 | 2.8% | $305,406.88 | $13,883.12 | $7,383.00 | 2.3% |
| 5,200.0000 | PFF | ISHARES S&P PFD STK INDX FN CUSIP - 464288687 | $36.830 | $191,516.00 | 1.7% | $199,888.00 | $(8,372.00) | $12,646.40 | 6.6% |
| 11,445.8500 | PLDPX | PIMCO LOW DURATION FUND CUSIP - 72201M669 | $10.330 | $118,235.63 | 1.0% | $121,730.54 | $(3,494.91) | $2,140.37 | 1.8% |
| 30,224.5250 | FIBZX | TEMPLETON INCOME TR TEMPLETON INTL BD FD ADVISOR CUSIP - 880208806 | $11.650 | $352,115.72 | 3.1% | $350,000.00 | $2,115.72 | $9,490.50 | 2.7% |

## PORTFOLIO POSITIONS (continued)

| Quantity | Symbol | Description | Current Price | Market Value | % of Acct | Cost Basis | Unrealized Gain/(Loss) | Est. Annual Income | Est. Yield |
|---|---|---|---|---|---|---|---|---|---|
| **Fixed Income** | | | | | | | | **(continued)** | |
| 24,075.9030 | MXIIX | TOUCHSTONE FLEXIBLE INCOME FUND CLASS Y CUSIP - 89154Q596 | $10.340 | $248,944.84 | 2.2% | $250,206.57 | $(1,261.73) | $12,808.38 | 5.1% |
| 39,855.6410 | THYYX | TOUCHSTONE INVT TR HI YLD FD CLY CUSIP - 89154W817 | $9.190 | $366,273.34 | 3.2% | $300,000.00 | $66,273.34 | $20,884.36 | 5.7% |
| 31,454.3860 | TSYYX | TOUCHSTONE ULTRA SHOR DUR FIX IN CLASS Y CUSIP - 89155T664 | $9.440 | $296,929.40 | 2.6% | $300,000.00 | $(3,070.60) | $5,504.52 | 1.9% |
| 3,700.0000 | BSV | VANGUARD SHORT-TERM BOND ETF CUSIP - 921937827 | $79.930 | $295,741.00 | 2.6% | $301,170.36 | $(5,429.36) | $3,515.00 | 1.2% |
| | | **Fixed Income - Total** | | **$3,134,128.46** | **27.8%** | **$3,078,402.35** | **$55,726.11** | **$95,701.63** | **3.1%** |
| **Equities** | | | | | | | | | |
| 2,210.0000 | AMGN | AMGEN INC CUSIP - 031162100 | $114.080 | $252,116.80 | 2.2% | $124,769.87 | $127,346.93 | $5,392.40 | 2.1% |
| 7,000.0000 | BK | BANK OF NEW YORK MELLON CORP CUSIP - 064058100 | $34.940 | $244,580.00 | 2.2% | $266,444.15 | $(21,864.15) | $4,200.00 | 1.7% |
| 1,325.0000 | CVX | CHEVRON CORPORATION CUSIP - 166764100 | $124.910 | $165,505.75 | 1.5% | $48,347.20 | $117,158.55 | $5,300.00 | 3.2% |
| 3,800.0000 | DIS | DISNEY WALT CO CUSIP - 254687106 | $76.400 | $290,320.00 | 2.6% | $120,028.68 | $170,291.32 | $3,268.00 | 1.1% |
| 3,000.0000 | DD | DU PONT E I DE NEMOURS & CO CUSIP - 263534109 | $64.970 | $194,910.00 | 1.7% | $123,461.10 | $71,448.90 | $5,400.00 | 2.8% |
| 2,158.0000 | DUK | DUKE ENERGY CORP NEW COM NEW CUSIP - 26441C204 | $69.010 | $148,923.58 | 1.3% | $101,217.73 | $47,705.85 | $6,732.96 | 4.5% |
| 6,450.0000 | EMC | E M C CORP/MASS CUSIP - 268648102 | $25.150 | $162,217.50 | 1.4% | $67,307.68 | $94,909.82 | $2,580.00 | 1.6% |
| 4,365.5000 | AEPFX | EUROPACIFIC GROWTH FD CL F-2 | $48.980 | $213,822.19 | 1.9% | $165,999.89 | $47,822.30 | $2,505.80 | 1.2% |

FIFTH THIRD PRIVATE BANK

TR U/W OTTO LUEDEKING

12/01/2013 - 12/31/2013

## PORTFOLIO POSITIONS (continued)

| Quantity | Symbol | Description | Current Price | Market Value | % of Acct | Cost Basis | Unrealized Gain/(Loss) | Est. Annual Income | Est. Yield |
|---|---|---|---|---|---|---|---|---|---|
| **Equities** | | | | | | | | (continued) | |
| | | CUSIP - 29875E100 | | | | | | | |
| 7,800.0000 | GE | GENERAL ELECTRIC CO<br>CUSIP - 369604103 | $28.030 | $218,634.00 | 1.9% | $258,943.77 | $(40,309.77) | $6,864.00 | 3.1% |
| 3,373.5550 | GSMCX | GOLDMAN SACHS MID-CAP VALUE FUND INST<br>CUSIP - 38141W398 | $44.430 | $149,887.05 | 1.3% | $113,999.97 | $35,887.08 | $1,400.03 | 0.9% |
| 2,915.6830 | HAINX | HARBOR INTERNATIONAL INST<br>CUSIP - 411511306 | $71.010 | $207,042.65 | 1.8% | $166,000.00 | $41,042.65 | $4,358.95 | 2.1% |
| 5,825.0000 | INTC | INTEL CORP<br>CUSIP - 458140100 | $25.955 | $151,187.88 | 1.3% | $139,410.72 | $11,777.16 | $5,242.50 | 3.5% |
| 1,300.0000 | IJH | ISHARES CORE S&P MID-CAP ETF<br>CUSIP - 464287507 | $133.810 | $173,953.00 | 1.5% | $114,634.21 | $59,318.79 | $2,246.40 | 1.3% |
| 2,000.0000 | IWM | ISHARES RUSSELL 2000 INDEX FD<br>CUSIP - 464287655 | $115.360 | $230,720.00 | 2.0% | $142,395.88 | $88,324.12 | $2,828.00 | 1.2% |
| 2,150.0000 | JNJ | JOHNSON & JOHNSON<br>CUSIP - 478160104 | $91.590 | $196,918.50 | 1.7% | $108,252.50 | $88,666.00 | $5,676.00 | 2.9% |
| 5,425.0000 | MSFT | MICROSOFT CORP<br>CUSIP - 594918104 | $37.410 | $202,949.25 | 1.8% | $146,585.26 | $56,363.99 | $6,076.00 | 3.0% |
| 3,450.0000 | NTRS | NORTHERN TR CORP<br>CUSIP - 665859104 | $61.890 | $213,520.50 | 1.9% | $201,370.29 | $12,150.21 | $4,278.00 | 2.0% |
| 3,225.0000 | OMC | OMNICOM GROUP INC<br>CUSIP - 681919106 | $74.370 | $239,843.25 | 2.1% | $107,763.37 | $132,079.88 | $5,160.00 | 2.2% |
| 6,522.6510 | ODVYX | OPPENHEIMER DVLPING MKTS-Y<br>CUSIP - 683974505 | $37.560 | $244,990.77 | 2.2% | $151,999.95 | $92,990.82 | $1,063.19 | 0.4% |
| 2,125.0000 | PEP | PEPSICO INC COMMON<br>CUSIP - 713448108 | $82.940 | $176,247.50 | 1.6% | $97,188.79 | $79,058.71 | $4,823.75 | 2.7% |
| 6,475.0000 | PFE | PFIZER INC | $30.630 | $198,329.25 | 1.8% | $215,753.64 | $(17,424.39) | $6,734.00 | 3.4% |

FIFTH THIRD
PRIVATE BANK

**Investment Account 01-01-000-0321000**
**TR U/W OTTO LUEDEKING**

**12/01/2013 - 12/31/2013**

## PORTFOLIO POSITIONS (continued)

| Quantity | Symbol | Description | Current Price | Market Value | % of Acct | Cost Basis | Unrealized Gain/(Loss) | Est. Annual Income | Est. Yield |
|---|---|---|---|---|---|---|---|---|---|
| **Equities** | | | | | | | | (continued) | |
| | | CUSIP - 717081103 | | | | | | | |
| 2,000.0000 | PG | PROCTER & GAMBLE CO<br>CUSIP - 742718109 | $81.410 | $162,820.00 | 1.4% | $110,102.00 | $52,718.00 | $4,812.00 | 3.0% |
| 3,893.8460 | PEGZX | PRUDNTL JENNISON MIDCAP GR FD Z<br>CUSIP - 74441C808 | $40.490 | $157,661.82 | 1.4% | $128,000.00 | $29,661.82 | $463.37 | 0.3% |
| 2,372.2400 | PRNHX | T ROWE PRICE NEW HORIZONS FD<br>CUSIP - 779562107 | $46.270 | $109,763.54 | 1.0% | $85,000.02 | $24,763.52 | $33.21 | |
| 1,925.0000 | RDS A | ROYAL DUTCH SHELL PLC<br>SPONSORED ADR REPSTG A SHS<br>CUSIP - 780259206 | $71.270 | $137,194.75 | 1.2% | $87,106.25 | $50,088.50 | $5,890.50 | 4.3% |
| 6,239.7940 | RYTRX | ROYCE FD TOTAL RETURN FD<br>FUND 267<br>CUSIP - 780905881 | $16.470 | $102,769.41 | 0.9% | $85,000.00 | $17,769.41 | $886.05 | 0.9% |
| 4,600.0000 | SE | SPECTRA ENERGY CORP<br>CUSIP - 847560109 | $35.620 | $163,852.00 | 1.5% | $103,679.67 | $60,172.33 | $5,612.00 | 3.4% |
| 1,725.0000 | MMM | 3M CO<br>CUSIP - 88579Y101 | $140.250 | $241,931.25 | 2.1% | $121,611.46 | $120,319.79 | $5,899.50 | 2.4% |
| 5,000.0000 | VEA | VANGUARD FTSE DEVELOPED MARKETS<br>CUSIP - 921943858 | $41.680 | $208,400.00 | 1.8% | $159,949.54 | $48,450.46 | $5,415.00 | 2.6% |
| 5,100.0000 | VWO | VANGUARD FTSE EMERGING MARKETS<br>ETF<br>CUSIP - 922042858 | $41.140 | $209,814.00 | 1.9% | $202,375.04 | $7,438.96 | $5,737.50 | 2.7% |
| 2,000.0000 | VZ | VERIZON COMMUNICATIONS<br>CUSIP - 92343V104 | $49.140 | $98,280.00 | 0.9% | $61,632.39 | $36,647.61 | $4,240.00 | 4.3% |
| 4,140.0000 | WAG | WALGREEN CO | $57.440 | $237,801.60 | 2.1% | $134,483.76 | $103,317.84 | $5,216.40 | 2.2% |

FIFTH THIRD PRIVATE BANK



## PORTFOLIO POSITIONS (continued)

| Quantity | Symbol | Description | Current Price | Market Value | % of Acct | Cost Basis | Unrealized Gain/(Loss) | Est. Annual Income | Est. Yield |
|---|---|---|---|---|---|---|---|---|---|
| **Equities** | | | | | | | | **(continued)** | |
| | | CUSIP - 931422109 | | | | | | | |
| 5,150.0000 | WFC | WELLS FARGO & COMPANY CUSIP - 949746101 | $45.400 | $233,810.00 | 2.1% | $104,318.57 | $129,491.43 | $6,180.00 | 2.6% |
| | | **Equities - Total** | | **$6,340,717.79** | **56.2%** | **$4,365,133.35** | **$1,975,584.44** | **$142,515.51** | **2.2%** |
| **Alternative Strategies** | | | | | | | | | |
| 10,204.0820 | ASAIX | AQR MULTI STRATEGY ALT FUND I CUSIP - 00203H792 | $9.780 | $99,795.92 | 0.9% | $100,000.00 | $(204.08) | $132.65 | 0.1% |
| 9,178.4450 | AQRIX | AQR FDS RISK PARITY FD CL I CUSIP - 00203H826 | $10.770 | $98,851.85 | 0.9% | $99,999.76 | $(1,147.91) | $2,496.54 | 2.5% |
| 5,064.1970 | MALOX | BLACKROCK GLOBAL ALLOCATIO-I CUSIP - 09251T509 | $21.430 | $108,525.74 | 1.0% | $100,090.83 | $8,434.91 | $1,661.06 | 1.5% |
| 9,132.4200 | ASFIX | ABSOLUTE STRATEGIES FUND-I CUSIP - 34984T600 | $10.970 | $100,182.65 | 0.9% | $100,000.00 | $182.65 | $27.40 | |
| 8,606.2430 | JSOSX | J P MORGAN TR INCOME OPP SEL CUSIP - 4812A4351 | $11.890 | $102,328.23 | 0.9% | $100,000.00 | $2,328.23 | $2,659.33 | 2.6% |
| 6,543.5260 | MFLDX | MAINSTAY FDS TR MARKETFIELD FD CL I CUSIP - 56064B852 | $18.520 | $121,186.10 | 1.1% | $100,000.00 | $21,186.10 | $13.09 | |
| 6,345.4300 | MERFX | THE MERGER FUND CUSIP - 589509108 | $16.010 | $101,590.33 | 0.9% | $99,999.99 | $1,590.34 | $1,973.43 | 1.9% |
| 9,591.2180 | PAUPX | PIMCO ALL ASSET ALL AUTH FUND CUSIP - 72201M438 | $9.900 | $94,953.06 | 0.8% | $100,947.99 | $(5,994.93) | $5,495.77 | 5.8% |
| 8,163.2650 | PALPX | PIMCO ALL ASSET FUND CUSIP - 72201M867 | $12.100 | $98,775.51 | 0.9% | $100,000.00 | $(1,224.49) | $4,677.55 | 4.7% |

FIFTH THIRD
PRIVATE BANK

TR U/W OTTO LUEDEKING

12/01/2013 - 12/31/2013

## PORTFOLIO POSITIONS (continued)

| Quantity | Symbol | Description | Current Price | Market Value | % of Acct | Cost Basis | Unrealized Gain/(Loss) | Est. Annual Income | Est. Yield |
|---|---|---|---|---|---|---|---|---|---|
| **Alternative Strategies (continued)** | | | | | | | | | |
| 1,200.0000 | MLPI | UBS E-TRACS ALERIAN MLP INFRASTR ETN ETF CUSIP - 902641646 | $39.430 | $47,316.00 | 0.4% | $41,854.20 | $5,461.80 | $2,178.00 | 4.6% |
| | | **Alternative Strategies - Total** | | **$973,505.39** | **8.6%** | **$942,892.77** | **$30,612.62** | **$21,314.82** | **2.2%** |
| **Real Estate Investments** | | | | | | | | | |
| 10,635.1180 | TRREX | T ROWE PRICE RL EST FUND(122) CUSIP - 779919109 | $21.210 | $225,570.85 | 2.0% | $184,129.84 | $41,441.01 | $5,211.21 | 2.3% |
| 2,300.0000 | RWX | SPDR DJ INTL REAL ESTATE ETF CUSIP - 78463X863 | $41.200 | $94,760.00 | 0.8% | $86,903.96 | $7,856.04 | $4,298.70 | 4.5% |
| 3,400.0000 | VNQ | VANGUARD REIT ETF CUSIP - 922908553 | $64.560 | $219,504.00 | 1.9% | $186,682.02 | $32,821.98 | $9,489.40 | 4.3% |
| | | **Real Estate Investments - Total** | | **$539,834.85** | **4.8%** | **$457,715.82** | **$82,119.03** | **$18,999.31** | **3.5%** |
| **Total Portfolio Positions** | | | | **$11,274,786.24** | **100.0%** | **$9,130,744.04** | **$2,144,042.20** | **$278,559.93** | **2.5%** |

FIFTH THIRD
PRIVATE BANK

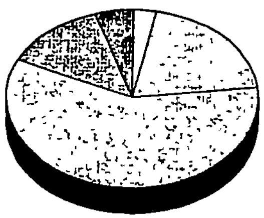
**TR U/W O. LUEDEKING SUBTR FOR UC**

**12/01/2013 - 12/31/2013**

FIFTH THIRD BANK
TRUSTEE UNDER THE WILL OF
OTTO LUEDEKING SUBTRUST FOR UC

**Trust Officer:** JOHN LONNEMAN (513) 579-5409
**Portfolio Manager:** HUGH ANDERSON (513) 534-7066

## INVESTMENT ALLOCATION SUMMARY




| Description | Last Statement Market Value | This Statement Market Value | Percent of Assets | Est. Annual Income | Estimated Yield |
|---|---|---|---|---|---|
| Cash and Equivalents | $11,847.55 | $15,305.39 | 3% | $0.45 | 0.0% |
| Fixed Income | $104,706.57 | $104,536.34 | 20% | $4,761.54 | 4.6% |
| Equities | $306,699.40 | $310,223.58 | 59% | $8,789.51 | 2.8% |
| Alternative Strategies | $70,813.81 | $69,380.07 | 13% | $1,868.86 | 2.7% |
| Real Estate Investments | $26,200.00 | $25,824.00 | 5% | $1,116.40 | 4.3% |
| **Total Account Value** | **$520,267.33** | **$525,269.38** | **100%** | **$16,536.76** | **3.1%** |

**Net change in total account value 1.0 % Increase**

## ACCOUNT SUMMARY

| | Income Cash | Principal Cash | Investments* | Total |
|---|---|---|---|---|
| **Beginning Balance** | **$622.03** | **$11,225.52** | **$508,419.78** | **$520,267.33** |
| Income | $3,394.53 | $666.89 | | $4,061.42 |
| Distributions | $(188.65) | | | $(188.65) |
| Net Security Transactions | | $(414.93) | $414.93 | |
| Change in Market Value | $(3,827.91) | $3,827.91 | $1,129.28 | $1,129.28 |
| **Ending Balance** | **0.00** | **$15,305.39** | **$509,963.99** | **$525,269.38** |

* Investments represent the activity in your equity, bond & other security holdings

## REALIZED GAIN/(LOSS) SUMMARY

| | Current Period | YTD |
|---|---|---|
| Short-term gain/(loss) | $(2,414.94) | $(1,924.73) |
| Long-term gain/(loss) | $0.00 | $5,635.32 |
| **Net realized gain/(loss)** | **$(2,414.94)** | **$3,710.59** |

## INVESTMENT OBJECTIVE

**Growth**
Total return through long-term growth of capital, an expectation of a high degree of principal fluctuation.

## ACCOUNT OVERVIEW

| | Current Period | Calendar YTD |
|---|---|---|
| **Income Earned** | | |
| Interest | $0.03 | $0.25 |
| Dividends | $4,061.39 | $17,068.58 |
| **Total Income Earned** | $4,061.42 | $17,068.83 |
| **Distributions** | | |
| Cash | $(188.65) | $(25,658.55) |
| **Total Distributions** | $(188.65) | $(25,658.55) |
| **Security Transactions** | | |
| Purchases | $(22,000.00) | $(84,877.61) |
| Sales | $21,585.07 | $91,508.32 |
| **Net Security Transactions** | $(414.93) | $6,630.71 |
| **Change in Market Value** | $1,129.28 | $53,505.18 |

FIFTH THIRD PRIVATE BANK

TR U/W O. LUEDEKING SUBTR FOR UC

12/01/2013 - 12/31/2013

## PORTFOLIO POSITIONS

| Quantity | Symbol | Description | Current Price | Market Value | % of Acct | Cost Basis | Unrealized Gain/(Loss) | Est. Annual Income | Est. Yield |
|---|---|---|---|---|---|---|---|---|---|
| **Cash & Equivalents** | | | | | | | | | |
| 1.3900 | | CASH | $1.000 | $1.39 | 0.0% | $1.39 | | | |
| 3,827.0000 | | FIFTH THIRD BANKSAFE TRUST (INCOME INVESTMENT) CUSIP - 316775907 | $1.000 | $3,827.00 | 0.7% | $3,827.00 | | $0.11 | |
| 11,477.0000 | | FIFTH THIRD BANKSAFE TRUST CUSIP - 316775907 | $1.000 | $11,477.00 | 2.2% | $11,477.00 | | $0.34 | |
| | | **Cash & Equivalents - Total** | | **$15,305.39** | **2.9%** | **$15,305.39** | | **$0.45** | |
| **Fixed Income** | | | | | | | | | |
| 2,459.0160 | EIBLX | EATON VANCE MUT FDS TR FLTG RATE FD CL I CUSIP - 277911491 | $9.190 | $22,598.36 | 4.3% | $22,500.00 | $98.36 | $882.79 | 3.9% |
| 100.0000 | AGG | ISHARES CORE TOTAL U.S. BOND MARKET ETF CUSIP - 464287226 | $106.430 | $10,643.00 | 2.0% | $10,124.72 | $518.28 | $246.10 | 2.3% |
| 450.0000 | HYG | ISHARES HIGH YIELD CORP BND FND CUSIP - 464288513 | $92.880 | $41,796.00 | 8.0% | $41,585.66 | $210.34 | $2,549.70 | 6.1% |
| 200.0000 | PFF | ISHARES S&P PFD STK INDX FN CUSIP - 464288687 | $36.830 | $7,366.00 | 1.4% | $7,886.44 | $(520.44) | $486.40 | 6.6% |
| 1,899.8270 | FIBZX | TEMPLETON INCOME TR TEMPLETON INTL BD FD ADVISOR CUSIP - 880208806 | $11.650 | $22,132.98 | 4.2% | $22,000.00 | $132.98 | $596.55 | 2.7% |
| | | **Fixed Income - Total** | | **$104,536.34** | **19.9%** | **$104,096.82** | **$439.52** | **$4,761.54** | **4.6%** |

## PORTFOLIO POSITIONS (continued)

| Quantity | Symbol | Description | Current Price | Market Value | % of Acct | Cost Basis | Unrealized Gain/(Loss) | Est. Annual Income | Est. Yield |
|---|---|---|---|---|---|---|---|---|---|
| **Equities** | | | | | | | | | |
| 175.0000 | AMGN | AMGEN INC<br>CUSIP - 031162100 | $114.080 | $19,964.00 | 3.8% | $11,254.77 | $8,709.23 | $427.00 | 2.1% |
| 525.0000 | BK | BANK OF NEW YORK MELLON CORP<br>CUSIP - 064058100 | $34.940 | $18,343.50 | 3.5% | $19,687.76 | $(1,344.26) | $315.00 | 1.7% |
| 100.0000 | CVX | CHEVRON CORPORATION<br>CUSIP - 166764100 | $124.910 | $12,491.00 | 2.4% | $3,648.84 | $8,842.16 | $400.00 | 3.2% |
| 250.0000 | DD | DU PONT E I DE NEMOURS & CO<br>CUSIP - 263534109 | $64.970 | $16,242.50 | 3.1% | $10,570.00 | $5,672.50 | $450.00 | 2.8% |
| 200.0000 | DUK | DUKE ENERGY CORP NEW<br>COM NEW<br>CUSIP - 26441C204 | $69.010 | $13,802.00 | 2.6% | $10,438.01 | $3,363.99 | $624.00 | 4.5% |
| 500.0000 | INTC | INTEL CORP<br>CUSIP - 458140100 | $25.955 | $12,977.50 | 2.5% | $27,042.13 | $(14,064.63) | $450.00 | 3.5% |
| 585.0000 | EFA | ISHARES MSCI EAFE INDEX FD<br>CUSIP - 464287465 | $67.095 | $39,250.58 | 7.5% | $42,677.95 | $(3,427.37) | $996.26 | 2.5% |
| 200.0000 | JNJ | JOHNSON & JOHNSON<br>CUSIP - 478160104 | $91.590 | $18,318.00 | 3.5% | $10,070.00 | $8,248.00 | $528.00 | 2.9% |
| 450.0000 | MSFT | MICROSOFT CORP<br>CUSIP - 594918104 | $37.410 | $16,834.50 | 3.2% | $12,084.39 | $4,750.11 | $504.00 | 3.0% |
| 200.0000 | PEP | PEPSICO INC COMMON<br>CUSIP - 713448108 | $82.940 | $16,588.00 | 3.2% | $9,147.18 | $7,440.82 | $454.00 | 2.7% |
| 500.0000 | PFE | PFIZER INC<br>CUSIP - 717081103 | $30.630 | $15,315.00 | 2.9% | $23,312.50 | $(7,997.50) | $520.00 | 3.4% |
| 175.0000 | RDS A | ROYAL DUTCH SHELL PLC<br>SPONSORED ADR REPSTG A SHS<br>CUSIP - 780259206 | $71.270 | $12,472.25 | 2.4% | $7,918.75 | $4,553.50 | $535.50 | 4.3% |
| 325.0000 | SE | SPECTRA ENERGY CORP<br>CUSIP - 847560109 | $35.620 | $11,576.50 | 2.2% | $8,151.53 | $3,424.97 | $396.50 | 3.4% |

## PORTFOLIO POSITIONS (continued)

| Quantity | Symbol | Description | Current Price | Market Value | % of Acct | Cost Basis | Unrealized Gain/(Loss) | Est. Annual Income | Est. Yield |
|---|---|---|---|---|---|---|---|---|---|
| **Equities** | | | | | | | | **(continued)** | |
| 125.0000 | MMM | 3M CO<br>CUSIP - 88579Y101 | $140.250 | $17,531.25 | 3.3% | $8,812.42 | $8,718.83 | $427.50 | 2.4% |
| 750.0000 | VWO | VANGUARD FTSE EMERGING MARKETS ETF<br>CUSIP - 922042858 | $41.140 | $30,855.00 | 5.9% | $32,087.29 | $(1,232.29) | $843.75 | 2.7% |
| 300.0000 | WAG | WALGREEN CO<br>CUSIP - 931422109 | $57.440 | $17,232.00 | 3.3% | $9,745.20 | $7,486.80 | $378.00 | 2.2% |
| 450.0000 | WFC | WELLS FARGO & COMPANY<br>CUSIP - 949746101 | $45.400 | $20,430.00 | 3.9% | $9,984.37 | $10,445.63 | $540.00 | 2.6% |
| | | **Equities - Total** | | **$310,223.58** | **59.1%** | **$256,633.09** | **$53,590.49** | **$8,789.51** | **2.8%** |
| **Alternative Strategies** | | | | | | | | | |
| 509.0710 | ASAIX | AQR MULTI STRATEGY ALT FUND I<br>CUSIP - 00203H792 | $9.780 | $4,978.71 | 0.9% | $5,000.00 | $(21.29) | $6.62 | 0.1% |
| 536.1900 | AQRIX | AQR FDS RISK PARITY FD CL I<br>CUSIP - 00203H826 | $10.770 | $5,774.77 | 1.1% | $6,000.02 | $(225.25) | $145.84 | 2.5% |
| 346.3850 | MALOX | BLACKROCK GLOBAL ALLOCATIO-I<br>CUSIP - 09251T509 | $21.430 | $7,423.03 | 1.4% | $6,797.27 | $625.76 | $113.61 | 1.5% |
| 545.5560 | ASFIX | ABSOLUTE STRATEGIES FUND-I<br>CUSIP - 34984T600 | $10.970 | $5,984.75 | 1.1% | $6,000.00 | $(15.25) | $1.64 | |
| 516.3990 | JSOSX | J P MORGAN TR INCOME OPP SEL<br>CUSIP - 4812A4351 | $11.890 | $6,139.98 | 1.2% | $6,000.01 | $139.97 | $159.57 | 2.6% |
| 394.2380 | MFLDX | MAINSTAY FDS TR MARKETFIELD FD CL I<br>CUSIP - 56064B852 | $18.520 | $7,301.29 | 1.4% | $6,000.00 | $1,301.29 | $0.79 | |
| 319.2060 | MERFX | THE MERGER FUND<br>CUSIP - 589509108 | $16.010 | $5,110.49 | 1.0% | $5,000.00 | $110.49 | $99.27 | 1.9% |
| 905.6940 | PAUPX | PIMCO ALL ASSET ALL AUTH FUND<br>CUSIP - 72201M438 | $9.900 | $8,966.37 | 1.7% | $10,025.59 | $(1,059.22) | $518.96 | 5.8% |

## PORTFOLIO POSITIONS (continued)

| Quantity | Symbol | Description | Current Price | Market Value | % of Acct | Cost Basis | Unrealized Gain/(Loss) | Est. Annual Income | Est. Yield |
|---|---|---|---|---|---|---|---|---|---|
| **Alternative Strategies** | | | | | | | | **(continued)** | |
| 485.2630 | PALPX | PIMCO ALL ASSET FUND<br>CUSIP - 72201M867 | $12.100 | $5,871.68 | 1.1% | $5,999.99 | $(128.31) | $278.06 | 4.7% |
| 300.0000 | MLPI | UBS E-TRACS ALERIAN MLP INFRASTR ETN ETF<br>CUSIP - 902641646 | $39.430 | $11,829.00 | 2.3% | $10,897.65 | $931.35 | $544.50 | 4.6% |
| | | **Alternative Strategies - Total** | | **$69,380.07** | **13.2%** | **$67,720.53** | **$1,659.54** | **$1,868.86** | **2.7%** |
| **Real Estate Investments** | | | | | | | | | |
| 400.0000 | VNQ | VANGUARD REIT ETF<br>CUSIP - 922908553 | $64.560 | $25,824.00 | 4.9% | $20,869.94 | $4,954.06 | $1,116.40 | 4.3% |
| | | **Real Estate Investments - Total** | | **$25,824.00** | **4.9%** | **$20,869.94** | **$4,954.06** | **$1,116.40** | **4.3%** |
| **Total Portfolio Positions** | | | | **$525,269.38** | **100.0%** | **$464,625.77** | **$60,643.61** | **$16,536.76** | **3.1%** |

FIFTH THIRD PRIVATE BANK

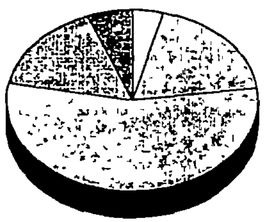
**TR U/W O LUEDEKING SUB BEECHWOOD**

**12/01/2013 - 12/31/2013**

FIFTH THIRD BANK
TR U/W OTTO LUEDEKING
SUBTRUST BEECHWOOD HOME

**Trust Officer:** JOHN LONNEMAN (513) 579-5409
**Portfolio Manager:** HUGH ANDERSON (513) 534-7066

## INVESTMENT ALLOCATION SUMMARY




| Description | Last Statement Market Value | This Statement Market Value | Percent of Assets | Est. Annual Income | Estimated Yield |
|---|---|---|---|---|---|
| Cash and Equivalents | $7,699.93 | $10,135.01 | 4% | $0.31 | 0.0% |
| Fixed Income | $48,332.82 | $47,491.64 | 19% | $2,276.97 | 4.8% |
| Equities | $141,550.75 | $143,235.33 | 56% | $4,063.88 | 2.8% |
| Alternative Strategies | $40,961.12 | $40,075.63 | 16% | $993.81 | 2.5% |
| Real Estate Investments | $14,737.50 | $14,526.00 | 6% | $627.98 | 4.3% |
| **Total Account Value** | **$253,282.12** | **$255,463.61** | **100%** | **$7,962.95** | **3.1%** |

**Net change in total account value 0.9 % Increase**

## ACCOUNT SUMMARY

| | Income Cash | Principal Cash | Investments* | Total |
|---|---|---|---|---|
| **Beginning Balance** | **$266.18** | **$7,433.75** | **$245,582.19** | **$253,282.12** |
| Income | $1,674.93 | $455.72 | | $2,130.65 |
| Distributions | $(91.84) | | | $(91.84) |
| Net Security Transactions | | $396.27 | $(396.27) | |
| Change in Market Value | $(1,849.27) | $1,849.27 | $142.68 | $142.68 |
| **Ending Balance** | **0.00** | **$10,135.01** | **$245,328.60** | **$255,463.61** |

* Investments represent the activity in your equity, bond & other security holdings

## ACCOUNT OVERVIEW

| | Current Period | Calendar YTD |
|---|---|---|
| **Income Earned** | | |
| Interest | $0.03 | $0.09 |
| Dividends | $2,130.62 | $8,193.97 |
| **Total Income Earned** | $2,130.65 | $8,194.06 |
| **Distributions** | | |
| Cash | $(91.84) | $(12,399.34) |
| **Total Distributions** | $(91.84) | $(12,399.34) |
| **Security Transactions** | | |
| Purchases | $(5,000.00) | $(24,948.83) |
| Sales | $5,396.27 | $30,658.03 |
| **Net Security Transactions** | $396.27 | $5,709.20 |

## REALIZED GAIN/(LOSS) SUMMARY

| | Current Period | YTD |
|---|---|---|
| Short-term gain/(loss) | $(603.73) | $(601.42) |
| Long-term gain/(loss) | $0.00 | $2,639.77 |
| **Net realized gain/(loss)** | **$(603.73)** | **$2,038.35** |

## INVESTMENT OBJECTIVE

**Growth**
Total return through long-term growth of capital, an expectation of a high degree of principal fluctuation.

FIFTH THIRD PRIVATE BANK

TR U/W O LUEDEKING SUB BEECHWOOD

12/01/2013 - 12/31/2013

## PORTFOLIO POSITIONS

| Quantity | Symbol | Description | Current Price | Market Value | % of Acct | Cost Basis | Unrealized Gain/(Loss) | Est. Annual Income | Est. Yield |
|---|---|---|---|---|---|---|---|---|---|
| **Cash & Equivalents** | | | | | | | | | |
| 1.0100 | | CASH | $1.000 | $1.01 | 0.0% | $1.01 | | | |
| 1,849.0000 | | FIFTH THIRD BANKSAFE TRUST (INCOME INVESTMENT) CUSIP - 316775907 | $1.000 | $1,849.00 | 0.7% | $1,849.00 | | $0.06 | |
| 8,285.0000 | | FIFTH THIRD BANKSAFE TRUST CUSIP - 316775907 | $1.000 | $8,285.00 | 3.2% | $8,285.00 | | $0.25 | |
| | | **Cash & Equivalents - Total** | | **$10,135.01** | **4.0%** | **$10,135.01** | | **$0.31** | |
| **Fixed Income** | | | | | | | | | |
| 928.9620 | EIBLX | EATON VANCE MUT FDS TR FLTG RATE FD CL I CUSIP - 277911491 | $9.190 | $8,537.16 | 3.3% | $8,500.00 | $37.16 | $337.21 | 3.9% |
| 75.0000 | AGG | ISHARES CORE TOTAL U.S. BOND MARKET ETF CUSIP - 464287226 | $106.430 | $7,982.25 | 3.1% | $7,665.86 | $316.39 | $184.58 | 2.3% |
| 200.0000 | HYG | ISHARES HIGH YIELD CORP BND FND CUSIP - 464288513 | $92.880 | $18,576.00 | 7.3% | $18,251.49 | $324.51 | $1,133.20 | 6.1% |
| 200.0000 | PFF | ISHARES S&P PFD STK INDX FN CUSIP - 464288687 | $36.830 | $7,366.00 | 2.9% | $7,886.44 | $(520.44) | $486.40 | 6.6% |
| 431.7790 | FIBZX | TEMPLETON INCOME TR TEMPLETON INTL BD FD ADVISOR CUSIP - 880208806 | $11.650 | $5,030.23 | 2.0% | $5,000.00 | $30.23 | $135.58 | 2.7% |
| | | **Fixed Income - Total** | | **$47,491.64** | **18.6%** | **$47,303.79** | **$187.85** | **$2,276.97** | **4.8%** |

FIFTH THIRD
PRIVATE BANK

TR U/W O LUEDEKING SUB BEECHWOOD

12/01/2013 - 12/31/2013

## PORTFOLIO POSITIONS (continued)

| Quantity | Symbol | Description | Current Price | Market Value | % of Acct | Cost Basis | Unrealized Gain/(Loss) | Est. Annual Income | Est. Yield |
|---|---|---|---|---|---|---|---|---|---|
| **Equities** | | | | | | | | | |
| 90.0000 | AMGN | AMGEN INC<br>CUSIP - 031162100 | $114.080 | $10,267.20 | 4.0% | $5,083.87 | $5,183.33 | $219.60 | 2.1% |
| 225.0000 | BK | BANK OF NEW YORK MELLON CORP<br>CUSIP - 064058100 | $34.940 | $7,861.50 | 3.1% | $8,426.64 | $(565.14) | $135.00 | 1.7% |
| 50.0000 | CVX | CHEVRON CORPORATION<br>CUSIP - 166764100 | $124.910 | $6,245.50 | 2.4% | $1,824.42 | $4,421.08 | $200.00 | 3.2% |
| 150.0000 | DD | DU PONT E I DE NEMOURS & CO<br>CUSIP - 263534109 | $64.970 | $9,745.50 | 3.8% | $6,342.00 | $3,403.50 | $270.00 | 2.8% |
| 100.0000 | DUK | DUKE ENERGY CORP NEW<br>COM NEW<br>CUSIP - 26441C204 | $69.010 | $6,901.00 | 2.7% | $4,690.35 | $2,210.65 | $312.00 | 4.5% |
| 225.0000 | INTC | INTEL CORP<br>CUSIP - 458140100 | $25.955 | $5,839.88 | 2.3% | $5,517.21 | $322.67 | $202.50 | 3.5% |
| 200.0000 | EFA | ISHARES MSCI EAFE INDEX FD<br>CUSIP - 464287465 | $67.095 | $13,419.00 | 5.3% | $14,503.00 | $(1,084.00) | $340.60 | 2.5% |
| 100.0000 | JNJ | JOHNSON & JOHNSON<br>CUSIP - 478160104 | $91.590 | $9,159.00 | 3.6% | $5,035.00 | $4,124.00 | $264.00 | 2.9% |
| 200.0000 | MSFT | MICROSOFT CORP<br>CUSIP - 594918104 | $37.410 | $7,482.00 | 2.9% | $5,232.89 | $2,249.11 | $224.00 | 3.0% |
| 100.0000 | PEP | PEPSICO INC COMMON<br>CUSIP - 713448108 | $82.940 | $8,294.00 | 3.2% | $4,573.59 | $3,720.41 | $227.00 | 2.7% |
| 250.0000 | PFE | PFIZER INC<br>CUSIP - 717081103 | $30.630 | $7,657.50 | 3.0% | $8,589.70 | $(932.20) | $260.00 | 3.4% |
| 80.0000 | RDS A | ROYAL DUTCH SHELL PLC<br>SPONSORED ADR REPSTG A SHS<br>CUSIP - 780259206 | $71.270 | $5,701.60 | 2.2% | $3,620.00 | $2,081.60 | $244.80 | 4.3% |
| 150.0000 | SE | SPECTRA ENERGY CORP<br>CUSIP - 847560109 | $35.620 | $5,343.00 | 2.1% | $3,381.15 | $1,961.85 | $183.00 | 3.4% |

## PORTFOLIO POSITIONS (continued)

| Quantity | Symbol | Description | Current Price | Market Value | % of Acct | Cost Basis | Unrealized Gain/(Loss) | Est. Annual Income | Est. Yield |
|---|---|---|---|---|---|---|---|---|---|
| **Equities** | | | | | | | | **(continued)** | |
| 75.0000 | MMM | 3M CO<br>CUSIP - 88579Y101 | $140.250 | $10,518.75 | 4.1% | $5,377.47 | $5,141.28 | $256.50 | 2.4% |
| 235.0000 | VWO | VANGUARD FTSE EMERGING MARKETS ETF<br>CUSIP - 922042858 | $41.140 | $9,667.90 | 3.8% | $10,100.39 | $(432.49) | $264.38 | 2.7% |
| 175.0000 | WAG | WALGREEN CO<br>CUSIP - 931422109 | $57.440 | $10,052.00 | 3.9% | $5,684.70 | $4,367.30 | $220.50 | 2.2% |
| 200.0000 | WFC | WELLS FARGO & COMPANY<br>CUSIP - 949746101 | $45.400 | $9,080.00 | 3.6% | $4,063.93 | $5,016.07 | $240.00 | 2.6% |
| | | **Equities - Total** | | **$143,235.33** | **56.1%** | **$102,046.31** | **$41,189.02** | **$4,063.88** | **2.8%** |
| **Alternative Strategies** | | | | | | | | | |
| 355.8020 | ASAIX | AQR MULTI STRATEGY ALT FUND I<br>CUSIP - 00203H792 | $9.780 | $3,479.74 | 1.4% | $3,500.00 | $(20.26) | $4.63 | 0.1% |
| 311.7710 | AQRIX | AQR FDS RISK PARITY FD CL I<br>CUSIP - 00203H826 | $10.770 | $3,357.77 | 1.3% | $3,499.99 | $(142.22) | $84.80 | 2.5% |
| 266.5030 | MALOX | BLACKROCK GLOBAL ALLOCATIO-I<br>CUSIP - 09251T509 | $21.430 | $5,711.16 | 2.2% | $5,233.59 | $477.57 | $87.41 | 1.5% |
| 317.6610 | ASFIX | ABSOLUTE STRATEGIES FUND-I<br>CUSIP - 34984T600 | $10.970 | $3,484.74 | 1.4% | $3,500.00 | $(15.26) | $0.95 | |
| 331.7850 | MFLDX | MAINSTAY FDS TR MARKETFIELD FD CL I<br>CUSIP - 56064B852 | $18.520 | $6,144.66 | 2.4% | $5,000.00 | $1,144.66 | $0.66 | |
| 159.9700 | MERFX | THE MERGER FUND<br>CUSIP - 589509108 | $16.010 | $2,561.12 | 1.0% | $2,500.00 | $61.12 | $49.75 | 1.9% |
| 452.8460 | PAUPX | PIMCO ALL ASSET ALL AUTH FUND<br>CUSIP - 72201M438 | $9.900 | $4,483.18 | 1.8% | $5,012.79 | $(529.61) | $259.48 | 5.8% |
| 408.1620 | PALPX | PIMCO ALL ASSET FUND<br>CUSIP - 72201M867 | $12.100 | $4,938.76 | 1.9% | $4,999.99 | $(61.23) | $233.88 | 4.7% |

FIFTH THIRD
PRIVATE BANK

TR U/W O LUEDEKING SUB BEECHWOOD

12/01/2013 - 12/31/2013

## PORTFOLIO POSITIONS (continued)

| Quantity | Symbol | Description | Current Price | Market Value | % of Acct | Cost Basis | Unrealized Gain/(Loss) | Est. Annual Income | Est. Yield |
|---|---|---|---|---|---|---|---|---|---|
| **Alternative Strategies** | | | | | | | | **(continued)** | |
| 150.0000 | MLPI | UBS E-TRACS ALERIAN MLP INFRASTR ETN ETF<br>CUSIP - 902641646 | $39.430 | $5,914.50 | 2.3% | $5,448.83 | $465.67 | $272.25 | 4.6% |
| | | **Alternative Strategies - Total** | | **$40,075.63** | **15.7%** | **$38,695.19** | **$1,380.44** | **$993.81** | **2.5%** |
| **Real Estate Investments** | | | | | | | | | |
| 225.0000 | VNQ | VANGUARD REIT ETF<br>CUSIP - 922908553 | $64.560 | $14,526.00 | 5.7% | $11,970.11 | $2,555.89 | $627.98 | 4.3% |
| | | **Real Estate Investments - Total** | | **$14,526.00** | **5.7%** | **$11,970.11** | **$2,555.89** | **$627.98** | **4.3%** |
| **Total Portfolio Positions** | | | | **$255,463.61** | **100.0%** | **$210,150.41** | **$45,313.20** | **$7,962.95** | **3.1%** |