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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation Judge and Mrs. Carl B. Felger Memorial Trust		A Employer identification number 31-6539962
Number and street (or P O box number if mail is not delivered to street address) P.O. Box 910	Room/suite	B Telephone number (see instructions) 937/773-3212
City or town, state or province, country, and ZIP or foreign postal code Piqua, OH 45356-0910		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 ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 4,956,183.92		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	0.00			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	2.93	2.93	2.93	
	4 Dividends and interest from securities	70,814.75	70,814.75	70,814.75	
	5a Gross rents	0.00	0.00	0.00	
	b Net rental income or (loss)				
	6a Net gain (or loss) from sale of assets not on line 10	445,939.57			
	b Gross sales price for all assets on line 6a 2,276,691.29				
	7 Capital gain net income (from Part IV, line 2)		445,939.57		
	8 Net short-term capital gain			201,889.43	
	9 Income modifications			0.00	
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)	0.00		0.00		
11 Other income (attach schedule)	134.48	134.48	134.48		
12 Total. Add lines 1 through 11	516,891.73	516,891.73	272,841.59		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	18,667.00	18,667.00	18,667.00	18,667.00
	14 Other employee salaries and wages	0.00	0.00	0.00	0.00
	15 Pension plans, employee benefits	0.00	0.00	0.00	0.00
	16a Legal fees (attach schedule)	9,750.00	9,750.00	9,750.00	9,750.00
	b Accounting fees (attach schedule)	0.00	0.00	0.00	0.00
	c Other professional fees (attach schedule)	0.00	0.00	0.00	0.00
	17 Interest	0.00	0.00	0.00	0.00
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion	0.00	0.00	0.00	
	20 Occupancy	0.00	0.00	0.00	0.00
	21 Travel, conferences, and meetings	0.00	0.00	0.00	0.00
	22 Printing and publications	0.00	0.00	0.00	0.00
	23 Other expenses (attach schedule)	33,865.96	33,865.96	33,865.96	33,865.96
	24 Total operating and administrative expenses. Add lines 13 through 23	62,282.96	62,282.96	62,282.96	62,282.96
	25 Contributions, gifts, grants paid	212,656.54			212,656.54
26 Total expenses and disbursements. Add lines 24 and 25	274,939.50	62,282.96	62,282.96	274,939.50	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	241,952.23				
b Net investment income (if negative, enter -0-)		454,608.77			
c Adjusted net income (if negative, enter -0-)			210,558.63		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash—non-interest-bearing	0.00	0.00	0.00		
	2 Savings and temporary cash investments	192,783.34	221,524.85	221,524.85		
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶	0.00	0.00	0.00		
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶	0.00	0.00	0.00		
	5 Grants receivable	0.00	0.00	0.00		
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0.00	0.00	0.00		
	7 Other notes and loans receivable (attach schedule) ▶					
	Less: allowance for doubtful accounts ▶	0.00	0.00	0.00		
	8 Inventories for sale or use	0.00	0.00	0.00		
	9 Prepaid expenses and deferred charges	0.00	0.00	0.00		
	10a Investments—U.S. and state government obligations (attach schedule)	0.00	0.00	0.00		
	b Investments—corporate stock (attach schedule)	3,023,900.56	3,320,797.09	4,734,659.07		
	c Investments—corporate bonds (attach schedule)	100,000.00	0.00	0.00		
	11 Investments—land, buildings, and equipment: basis ▶					
Less: accumulated depreciation (attach schedule) ▶	0.00	0.00	0.00			
12 Investments—mortgage loans	0.00	0.00	0.00			
13 Investments—other (attach schedule)	0.00	0.00	0.00			
14 Land, buildings, and equipment: basis ▶						
Less: accumulated depreciation (attach schedule) ▶	0.00	0.00	0.00			
15 Other assets (describe ▶)	0.00	0.00	0.00			
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	3,316,683.90	3,542,321.94	4,956,183.92			
Liabilities	17 Accounts payable and accrued expenses	17,275.00	19,890.00			
	18 Grants payable	43,493.46	24,166.44			
	19 Deferred revenue	0.00	0.00			
	20 Loans from officers, directors, trustees, and other disqualified persons	0.00	0.00			
	21 Mortgages and other notes payable (attach schedule)	0.00	0.00			
	22 Other liabilities (describe ▶)	0.00	0.00			
	23 Total liabilities (add lines 17 through 22)	60,766.46	44,056.44			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds	0.00	0.00			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.00	0.00			
	29 Retained earnings, accumulated income, endowment, or other funds	3,255,917.44	3,498,265.50			
	30 Total net assets or fund balances (see instructions)	3,255,917.44	3,498,265.50			
31 Total liabilities and net assets/fund balances (see instructions)	3,316,683.90	3,542,321.94				

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	3,255,917.44
2 Enter amount from Part I, line 27a	2	241,952.23
3 Other increases not included in line 2 (itemize) ▶ <u>Adjustment to cost basis.</u>	3	395.83
4 Add lines 1, 2, and 3	4	3,498,265.50
5 Decreases not included in line 2 (itemize) ▶	5	0.00
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,498,265.50

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 (See attached.)				
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 2,276,691.29	b 0.00	c 1,832,444.47	d 445,939.57	
e				
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))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
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	445,939.57
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	201,889.43

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.

(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	274,430.97	3,663,449.76	.0749
2011	248,722.98	3,715,992.71	.0669
2010	209,700.31	3,715,992.71	.0564
2009	136,342.66	3,375,788.70	.0404
2008	167,466.00	3,513,258.18	.0477
2 Total of line 1, column (d)			2 .2863
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 .05726
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 4,315,722.99
5 Multiply line 4 by line 3			5 247,118.30
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,546.09
7 Add lines 5 and 6			7 251,664.39
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 274,939.50

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	4,546	09
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0	00
3	Add lines 1 and 2	3	4,546	09
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0	00
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	4,546	09
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	0	00
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0	00
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	4,546	09
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	00
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax 0 Refunded	11	0	00

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?		☒
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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.</i>		☒
c Did the foundation file Form 1120-POL for this year?		☒
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? <i>If "Yes," attach a detailed description of the activities.</i>		☒
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? <i>If "Yes," attach a conformed copy of the changes.</i>		☒
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		☒
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? <i>If "Yes," attach the statement required by General Instruction T.</i>		☒
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?	☒	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	☒	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	☒	
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)? <i>If "Yes," complete Part XIV</i>	☒	
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		☒

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
Website address ► N/A				
14	The books are in care of ► Dale G. Davis	Telephone no. ►	937/773-3212	
	Located at ► 123 Market St., 2nd Flr, Piqua, OH	ZIP+4 ►	45356-0910	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here.	►	☐	
	and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►			

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

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

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

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)? ☐ Yes ☒ No
- 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? ☐ Yes ☒ No
- 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? ☐ Yes ☒ No

5b		
6b		✓
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
Paul P. Gutmann P.O. Box 910, Piqua, OH 45356-0910	Trustee 1hr	\$6,223.00	0	0
William B. McNeil P.O. Box 910, Piqua, OH 45356-0910	Trustee 3hrs	\$6,222.00	0	0
Jack L. Neuenschwander P.O. Box 910, Piqua, OH 45356-0910	Trustee 1hr	\$6,222.00	0	0

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

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

Total number of other employees paid over \$50,000 ☐ **0.00**

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
McCulloch, Felger, Fite & Gutmann Co., L.P.A. P.O. Box 910, Piqua, OH 45356-0910	Legal Services	\$9,750.00
Total number of others receiving over \$50,000 for professional services		9,750.00

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	The trust was created by the Last Will and Testament of Edith M. Felger. The purpose of the Trust is to invest the assets which were distributed from the estate and to pay the net income to designated charities.	
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		
3	All other program-related investments. See instructions.	
Total. Add lines 1 through 3		0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,174,290.56
b	Average of monthly cash balances	1b	207,154.10
c	Fair market value of all other assets (see instructions)	1c	0.00
d	Total (add lines 1a, b, and c)	1d	4,381,444.66
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	0.00
3	Subtract line 2 from line 1d	3	4,381,444.66
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	65,721.67
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,315,722.99
6	Minimum investment return. Enter 5% of line 5	6	215,786.15

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	215,786.15
2a	Tax on investment income for 2013 from Part VI, line 5	2a	4,546.09
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	0.00
c	Add lines 2a and 2b	2c	4,546.09
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	211,240.06
4	Recoveries of amounts treated as qualifying distributions	4	0.00
5	Add lines 3 and 4	5	211,240.06
6	Deduction from distributable amount (see instructions)	6	0.00
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	211,240.06

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	274,939.50
b	Program-related investments—total from Part IX-B	1b	0.00
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.00
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.00
b	Cash distribution test (attach the required schedule)	3b	0.00
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	274,939.50
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	0.00
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	274,939.50

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				211,240.06
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0.00	
b Total for prior years: 20____, 20____, 20____		0.00		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011	165,832.46			
e From 2012	92,593.48			
f Total of lines 3a through e	258,425.94			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 274,939.50				
a Applied to 2012, but not more than line 2a			0.00	
b Applied to undistributed income of prior years (Election required—see instructions)		0.00		
c Treated as distributions out of corpus (Election required—see instructions)	0.00			
d Applied to 2013 distributable amount				211,240.06
e Remaining amount distributed out of corpus	63,699.44			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.00			0.00
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	322,125.38			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
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		0.00		
d Subtract line 6c from line 6b. Taxable amount—see instructions		0.00		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0.00	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.00
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.00			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0.00			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	322,125.38			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011	165,832.46			
d Excess from 2012	92,593.48			
e Excess from 2013	63,699.44			

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

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

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 $\frac{2}{3}$ 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).)

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.

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

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

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

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
Total			▶	3a
b <i>Approved for future payment</i>				
Total			▶	3b

PRINCIPAL BALANCE ON HAND

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2013 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
Cash			
	Fifth Third Bank PCA Ckg. #94705289	-12,110.15	-12,110.15
	Fifth Third Prime MMK Fd #16021109	78,070.03	78,070.03
	Fifth Third Securities #023-313793	50,000.75	50,000.75
	Fifth Third Securities #023-313807	56,657.01	56,657.01
	Fifth Third Securities #023-313815	28,699.69	28,699.69
	Fifth Third Securities #023-313823	11,685.07	11,685.07
	Fifth Third Securities #023-313831	8,522.45	8,522.45
	Total Cash	221,524.85	221,524.85
Assets			
63.00000	Affiliated Managers Group (FTS 023-313815)	20,603.60	5,113.08
32.00000	Affiliated Managers Group (FTS 023-313815)		4,598.08
821.00000	AGCO Corp (FTS 023-313807)	53,152.62	34,540.21
77.00000	AGCO Corp (FTS 023-313807)		4,185.22
463.00000	AGL Res Inc (FTS 023-313831)	21,867.49	21,231.93
324.00000	AKBANK Turk Anonim Sirketi (FTS 023-313823)	4,409.56	2,711.88
101.00000	AKBANK Turk Anonim Sirketi (FTS 023-313823)		885.35
282.00000	AKBANK Turk Anonim Sirketi (FTS 023-313823)		1,902.91
549.00000	Akorn Inc (FTS 023-313815)	13,516.38	13,324.72
182.00000	Albemarle Corp (FTS 023-313815)	11,536.98	7,561.01
33.00000	Alliance Data Sys Corp (FTS 023-313815)	24,189.56	4,149.01
59.00000	Alliance Data Sys Corp (FTS 023-313815)		7,731.89
665.00000	Altria Group, Inc. (FTS 023-015580)	25,529.35	5,745.93
580.00000	AMBEV SA (FTS 023-313823)	5,108.25	3,367.94
115.00000	AMBEV SA (FTS 023-313823)		882.25
331.00000	AOL Inc (FTS 023-313815)	21,538.44	11,871.84
131.00000	AOL Inc (FTS 023-313815)		5,484.73
291.00000	Astra International (FTS 023-313823)	5,498.10	3,816.35
201.00000	Astra International (FTS 023-313823)		2,169.82
199.00000	Autoliv Inc (FTS 023-312815)	26,071.20	9,853.96
85.00000	Autoliv Inc (FTS 023-312815)		5,229.78
348.00000	Autonation Inc (FTS 023-312815)	17,292.12	11,923.32

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2013 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
477.00000	Avery Dennison Corp (FTS 023-313831)	23,940.63	18,614.30
184.00000	B/E Aerospace Inc (FTS 023-313815)	16,013.52	11,512.02
1.00000	BAIDU Inc (FTS 023-313823)	8,182.48	114.44
30.00000	BAIDU Inc (FTS 023-313823)		2,860.78
15.00000	BAIDU Inc (FTS 023-313823)		1,287.74
223.00000	Banco Do Brasil Sa (Cayman Island) (FTS 023-313823)	8,604.54	5,160.03
47.00000	Banco Do Brasil Sa (Cayman Island) (FTS 023-313823)		862.45
39.00000	Banco Do Brasil Sa (Cayman Island) (FTS 023-313823)		683.20
135.00000	Banco Do Brasil Sa (Cayman Island) (FTS 023-313823)		1,728.00
199.00000	Banco Do Brasil Sa (Cayman Island) (FTS 023-313823)		1,924.33
123.00000	Banco Do Brasil Sa (Cayman Island) (FTS 023-313823)		1,291.50
66.00000	Banco Do Brasil Sa (Cayman Island) (FTS 023-313823)		705.41
101.00000	Banco Macro S.A. (FTS 023-313823)	4,247.25	2,804.24
22.00000	Banco Macro S.A. (FTS 023-313823)		867.90
18.00000	Banco Macro S.A. (FTS 023-313823)		664.01
34.00000	Banco Macro S.A. (FTS 023-313823)		1,014.85
260.00000	Bank Mandiri(Persero) (FTS 023-313823)	5,843.70	1,889.67
437.00000	Bank Mandiri(Persero) (FTS 023-313823)		3,054.67
33.00000	Bank Mandiri(Persero) (FTS 023-313823)		249.61
108.00000	Bank Mandiri(Persero) (FTS 023-313823)		612.69
68.00000	Bank Mandiri(Persero) (FTS 023-313823)		491.59
43.00000	Bidvest Group Ltd (FTS 023-313823)	5,431.65	1,865.06
32.00000	Bidvest Group Ltd (FTS 023-313823)		1,443.33
10.00000	Bidvest Group Ltd (FTS 023-313823)		451.47
21.00000	Bidvest Group Ltd (FTS 023-313823)		967.83
8,134.20200	Black Rock Large Cap Core - Institutional Class	135,190.44	100,301.21
1,600.00000	Bristol Myers Squibb Co (FTS 023-015580)	85,040.00	35,025.39
1,095.00000	Broadridge Financial Solutions LLC (FTS 023-313807)	50,783.20	25,850.77
190.00000	Broadridge Financial Solutions LLC (FTS 023-313807)		4,515.65
350.00000	CAI Intl Inc (FTS 023-015580)	8,249.50	7,986.95
239.00000	Carrizo Oil & Gas Inc (FTS 023-313815)	10,700.03	9,593.63
826.00000	CBRE Group Inc Cl A (FTS 023-313815)	21,723.80	11,605.96
393.00000	Centene Corp (FTS 023-313807)	51,640.20	15,935.99
72.00000	Centene Corp (FTS 023-313807)		2,932.29

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2013 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
411.00000	Centene Corp (FTS 023-313807)		22,662.66
245.00000	Chevron Corp New (FTS 023-015580)	30,602.95	30,491.37
694.00000	Chicago Bridge & Iron Company N.V. (FTS 023-313807)	65,098.62	25,364.10
89.00000	Chicago Bridge & Iron Company N.V. (FTS 023-313807)		5,066.59
100.00000	China Construction Bank (FTS 023-313823)	9,733.05	1,682.83
57.00000	China Construction Bank (FTS 023-313823)		945.37
68.00000	China Construction Bank (FTS 023-313823)		1,051.56
18.00000	China Construction Bank (FTS 023-313823)		322.78
119.00000	China Construction Bank (FTS 023-313823)		1,836.68
136.00000	China Construction Bank (FTS 023-313823)		2,107.32
72.00000	China Construction Bank (FTS 023-313823)		903.60
75.00000	China Construction Bank (FTS 023-313823)		987.71
50.00000	China Mobile Ltd (FTS 023-313823)	7,791.21	2,565.34
54.00000	China Mobile Ltd (FTS 023-313823)		2,740.28
45.00000	China Mobile Ltd (FTS 023-313823)		2,433.09
223.00000	Chubb Corp (FTS 023-313831)	21,548.49	18,567.43
47.00000	Cielo SA (FTS 023-313823)	6,789.79	713.75
68.00000	Cielo SA (FTS 023-313823)		1,004.30
112.00000	Cielo SA (FTS 023-313823)		2,473.80
17.00000	Cielo SA (FTS 023-313823)		378.30
431.00000	Clena Corp (FTS 023-313815)	10,313.83	9,420.02
2,073.00000	Cincinnati Financial Corp (FTS 023-015580)	108,563.01	34,863.37
300.00000	Clean Hbbs Inc (FTS 023-313807)	54,503.64	17,168.28
98.00000	Clean Hbbs Inc (FTS 023-313807)		5,203.60
154.00000	Clean Hbbs Inc (FTS 023-313807)		8,664.07
158.00000	Clean Hbbs Inc (FTS 023-313807)		9,366.56
110.00000	Clean Hbbs Inc (FTS 023-313807)		6,414.68
89.00000	Clean Hbbs Inc (FTS 023-313807)		4,948.85
292.00000	Clicks Group Ltd (FTS 023-313823)	5,011.82	3,677.17
126.00000	Clicks Group Ltd (FTS 023-313823)		1,570.06
838.00000	Cliffs Nat Res Inc (FTS 023-313831)	21,963.98	22,719.52
21.00000	CNOOC Limited (FTS 023-313823)	4,879.16	4,065.18
1.00000	CNOOC Limited (FTS 023-313823)		190.66
4.00000	CNOOC Limited (FTS 023-313823)		832.58

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2013 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
406.00000	Commercial Intl Bank (Egypt) S.A.E (FTS 023-313823)	4,098.19	1,551.47
468.00000	Commercial Intl Bank (Egypt) S.A.E (FTS 023-313823)		1,519.44
406.00000	Computer Sciences Corp (FTS 023-313831)	22,687.28	20,649.12
308.00000	Conocophillips (FTS 023-313831)	21,760.20	20,697.32
320.00000	Constellation Brands Inc CL A (FTS 023-313831)	22,521.60	21,735.90
244.00000	Cullen Frost Bankers Inc (FTS 023-313815)	18,160.92	11,321.40
606.00000	Dana Hldg Corp (FTS 023-313815)	11,889.72	13,872.49
1,762.00000	Darling Intl Inc (FTS 023-313807)	62,577.36	29,139.95
196.00000	Darling Intl Inc (FTS 023-313807)		3,257.32
168.00000	Darling Intl Inc (FTS 023-313807)		2,724.62
311.00000	Darling Intl Inc (FTS 023-313807)		6,418.57
560.00000	Darling Intl Inc (FTS 023-313807)		10,621.91
355.00000	Devon Energy Corp New (FTS 023-313831)	21,963.85	20,757.10
120.00000	Dillard Inc (FTS 023-313815)	11,665.20	9,346.75
4,638.02500	Dodge & Cox International Stock Fund	199,620.60	181,480.15
93.00000	Dolby Laboratories Inc Cl A (FTS 023-313815)	12,454.88	3,219.36
230.00000	Dolby Laboratories Inc Cl A (FTS 023-313815)		10,133.80
8,996.33400	DWS Technology Fund-A	168,591.30	116,031.61
189.00000	Energys (FTS 023-313815)	13,247.01	6,504.06
1,170.00000	Entegris Inc (FTS 023-313815)	13,560.30	8,197.72
134.00000	EOG Resources Inc (FTS 023-313831)	22,490.56	21,174.36
273.00000	Evercore Partners Inc Cl A (FTS 023-313815)	16,319.94	10,730.43
149.00000	Expedia Inc (FTS 023-313815)	28,421.28	4,319.63
259.00000	Expedia Inc (FTS 023-313815)		16,171.47
144.00000	F5 Networks Inc (FTS 023-313815)	13,083.84	11,851.70
464.00000	Facebook Inc (FTS 023-313831)	25,357.14	22,269.03
139.00000	FEI Company (FTS 023-313815)	12,421.04	6,153.88
417.00000	Finisar Corp (FTS 023-313815)	9,974.64	9,399.76
263.00000	First Republic Bank San Francisco (FTS 023-313815)	21,306.45	9,636.42
144.00000	First Republic Bank San Francisco (FTS 023-313815)		6,721.82
188.00000	Fleetcor Technologies Inc (FTS 023-313815)	22,027.96	7,604.79
798.00000	Flowserve Corp (FTS 023-313807)	62,906.34	33,570.82
473.00000	Garmin Ltd (FTS 023-313831)	21,847.87	23,006.91
99.00000	Gartner Inc (FTS 023-313815)	22,736.00	4,154.70

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2013 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
94.00000	Gartner Inc (FTS 023-313815)		4,305.34
127.00000	Gartner Inc (FTS 023-313815)		6,279.29
316.00000	Gazprom O A O (FTS 023-313823)	7,516.25	3,668.87
98.00000	Gazprom O A O (FTS 023-313823)		1,123.15
115.00000	Gazprom O A O (FTS 023-313823)		1,029.02
231.00000	Gazprom O A O (FTS 023-313823)		1,596.42
115.00000	Gazprom O A O (FTS 023-313823)		1,008.34
43.00000	Genomic Health Inc (FTS 023-313815)	6,380.86	1,474.21
175.00000	Genomic Health Inc (FTS 023-313815)		4,898.69
442.00000	Gentex Corp (FTS 023-313815)	14,577.16	13,522.77
234.00000	GNC Holdings Inc (FTS 023-313815)	21,451.15	13,050.04
133.00000	GNC Holdings Inc (FTS 023-313815)		7,789.33
1,089.00000	Goodyear Tire & Rubber Co (FTS 023-313831)	25,972.65	20,646.79
243.00000	Green Mtn Coffee Roasters Inc (FTS 023-313831)	18,356.22	20,024.27
128.00000	Grupo Televisa SA DE CV ADR (FTS 023-313823)	4,387.70	2,517.27
17.00000	Grupo Televisa SA DE CV ADR (FTS 023-313823)		403.04
505.00000	Hanesbrands Inc (FTS 023-313807)	58,745.72	23,255.25
225.00000	Hanesbrands Inc (FTS 023-313807)		11,290.05
106.00000	Hanesbrands Inc (FTS 023-313807)		6,710.66
165.00000	Hanger Inc (FTS 023-313815)	6,491.10	4,311.45
281.00000	Heartland Pmt Sys Inc (FTS 023-313815)	14,005.04	5,902.24
194.00000	Helmerich & Payne (FTS 023-313815)	16,311.52	8,508.82
94.00000	Honeywell Intl Inc (FTS 023-313831)	24,213.05	5,115.14
171.00000	Honeywell Intl Inc (FTS 023-313831)		9,956.92
488.00000	Hospira Inc (FTS 023-313831)	20,144.64	18,997.99
18.00000	IAC - Interactivecrp (FTS 023-131815)	28,970.72	728.24
126.00000	IAC - Interactivecrp (FTS 023-131815)		5,662.86
278.00000	IAC - Interactivecrp (FTS 023-131815)		13,480.19
690.00000	Idex Corp (FTS 023-313807)	50,956.50	27,261.56
170.00000	Imperial Holdings (FTS 023-313823)	4,894.29	3,791.72
83.00000	Imperial Holdings (FTS 023-313823)		1,821.56
120.00000	Incyte Corp (FTS 023-313815)	6,075.60	1,742.98
134.00000	Informatica Corp (FTS 023-313815)	12,408.50	5,701.77
165.00000	Informatica Corp (FTS 023-313815)		5,025.93

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2013 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
243.00000	Interactive Brokers Group Inc (FTS 023-313815)	5,914.62	5,675.70
104.00000	Intercontinental Exchange Grp Inc (FTS 023-313831)	23,391.68	22,611.75
349.00000	Interxion Holding Com EURO (FTS 023-313815)	8,239.89	8,250.33
905.00000	Intl Game Technology (FTS 023-313815)	16,434.80	16,340.68
581.00000	IXIA (FTS 023-313815)	7,733.11	9,453.63
155.00000	Jazz Pharmaceuticals Plc (FTS 023-313815)	19,616.80	11,169.95
294.00000	Kapstone Paper & Packaging Corp (FTS 023-313815)	16,422.84	4,316.51
38.00000	KB Financial Group Inc (FTS 023-313823)	7,534.86	1,446.36
34.00000	KB Financial Group Inc (FTS 023-313823)		1,254.26
48.00000	KB Financial Group Inc (FTS 023-313823)		1,476.48
48.00000	KB Financial Group Inc (FTS 023-313823)		1,613.81
14.00000	KB Financial Group Inc (FTS 023-313823)		515.14
4.00000	KB Financial Group Inc (FTS 023-313823)		132.52
464.00000	KERYX Biopharmaceuticals Inc (FTS 023-313815)	6,008.80	5,953.96
199.00000	Kimberly Clark Corp (FTS 023-313831)	20,787.54	21,801.43
354.00000	Kimberly-Clark De Mexico SAB DE CV (FTS 023-313823)	5,393.44	2,914.60
27.00000	Kimberly-Clark De Mexico SAB DE CV (FTS 023-313823)		263.88
127.00000	KOC Holding UNSP ADR (FTS 023-313823)	6,246.10	2,026.75
112.00000	KOC Holding UNSP ADR (FTS 023-313823)		2,119.72
13.00000	KOC Holding UNSP ADR (FTS 023-313823)		238.55
53.00000	KOC Holding UNSP ADR (FTS 023-313823)		1,303.68
550.00000	Kroger Co (FTS 023-313831)	21,741.50	12,187.29
307.00000	Las Vegas Sands Corp (FTS 023-313831)	24,213.09	21,927.50
344.00000	Lilly Eli & Co (FTS 023-313831)	17,544.00	18,475.17
44.00000	Lukoil Oil Co (FTS 023-313823)	3,910.54	2,472.01
19.00000	Lukoil Oil Co (FTS 023-313823)		1,100.26
50.00000	Manhattan Associates Inc (FTS 023-313815)	5,874.00	5,580.51
85.00000	Marketaxess Hldgs Inc (FTS 023-313815)	5,688.88	5,722.68
157.00000	McKesson Corp (FTS 023-313831)	25,339.80	19,194.16
1,170.00000	Meadwestvaco Corp (FTS 023-313807)	47,528.91	33,552.09
117.00000	Meadwestvaco Corp (FTS 023-313807)		4,096.99
139.00000	Medivation Inc (FTS 023-313815)	8,870.98	8,968.74
215.00000	Mercadolibre Inc (FTS 023-313815)	23,174.85	12,363.36
971.00000	Micron Technology (FTS 023-313831)	21,119.25	14,783.47

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2013 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
184.00000	Mobile Telesystems QJSC ADR (FTS 023-313823)	8,911.58	3,788.88
156.00000	Mobile Telesystems QJSC ADR (FTS 023-313823)		3,345.69
31.00000	Mobile Telesystems QJSC ADR (FTS 023-313823)		623.81
41.00000	Mobile Telesystems QJSC ADR (FTS 023-313823)		720.37
353.00000	Momenta Pharmaceuticals Inc (FTS 023-313815)	6,241.04	8,230.41
335.00000	Motorola Solutions Inc (FTS 023-313831)	22,612.50	21,664.42
246.00000	NEDBANK LIMITED SPON ADR (FTS 023-313823)	5,493.70	3,934.77
28.00000	NEDBANK LIMITED SPON ADR (FTS 023-313823)		554.50
78.00000	NETEASE.COM INC ADR (FTS 023-313823)	7,074.00	2,928.87
12.00000	NETEASE.COM INC ADR (FTS 023-313823)		697.20
279.00000	Neustar Inc Cl A (FTS 023-313815)	13,910.94	13,467.30
1,144.00000	Newfield Exploration Co (FTS 023-313807)	53,151.54	38,066.68
405.00000	Newfield Exploration Co (FTS 023-313807)		11,184.80
421.00000	Newfield Exploration Co (FTS 023-313807)		10,027.00
188.00000	Newfield Exploration Co (FTS 023-313807)		4,150.46
233.00000	Nordson Corp (FTS 023-313815)	17,311.90	9,542.33
419.00000	NXP Semiconductors N V (FTS 023-313815)	19,244.67	7,047.92
730.00000	OGE Energy Corp Holding Co (FTS 023-313807)	29,764.20	19,766.57
148.00000	OGE Energy Corp Holding Co (FTS 023-313807)		4,490.95
268.00000	Old Dominion Fght Lines Inc (FTS 023-313815)	14,209.36	13,408.66
2,260.00000	Oneok Inc New (FTS 023-015580)	140,526.80	25,119.48
76.00000	Orascom Constructions Industry (FTS 023-313823)	4,901.23	3,717.64
40.00000	Orascom Constructions Industry (FTS 023-313823)		1,645.20
148.00000	Oriflame Cosmetics SA (FTS 023-313823)	4,520.25	4,403.00
46.00000	Oriflame Cosmetics SA (FTS 023-313823)		1,546.65
69.00000	Oriflame Cosmetics SA (FTS 023-313823)		1,966.91
31.00000	Oriflame Cosmetics SA (FTS 023-313823)		794.83
285.00000	Parexel Intl Corp (FTS 023-313815)	20,963.52	7,866.80
179.00000	Parexel Intl Corp (FTS 023-313815)		5,600.87
583.00000	Pentair Ltd Com (FTS 023-313807)	45,281.61	24,345.96
224.00000	PetSMART Inc (FTS 023-313815)	16,296.00	9,840.77
1,055.00000	Pfizer Inc (FTS 023-015580)	32,314.65	30,203.82
665.00000	Philip Morris Intl Inc (FTS 023-015580)	57,941.45	13,091.51
58.00000	Philippine Long Distance Telephone (FTS 023-313823)	5,647.52	3,181.79

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2013 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
30.00000	Philippine Long Distance Telephone (FTS 023-313823)		1,684.19
6.00000	Philippine Long Distance Telephone (FTS 023-313823)		312.48
303.00000	Polaris Inds Inc (FTS 023-313807)	44,128.92	22,696.46
137.00000	Polaris Inds Inc (FTS 023-313815)	24,467.52	8,625.16
31.00000	Polaris Inds Inc (FTS 023-313815)		2,412.00
389.00000	PPC Limited (FTS 023-313823)	2,482.34	3,306.50
25.00000	PPC Limited (FTS 023-313823)		191.85
262.00000	Prudential Finl Inc (FTS 023-313831)	24,161.64	18,744.71
92.00000	PTT Exploration & Production Public (FTS 023-313823)	3,050.33	1,131.32
162.00000	PTT Exploration & Production Public (FTS 023-313823)		1,803.38
13.00000	PTT Exploration & Production Public (FTS 023-313823)		143.46
34.00000	PTT Exploration & Production Public (FTS 023-313823)		347.74
560.00000	Public Service Enterprise Group Inc (FTS 023-313831)	17,942.40	18,380.94
307.00000	Robert Half Intl Inc (FTS 023-313815)	26,117.78	8,646.41
315.00000	Robert Half Intl Inc (FTS 023-313815)		11,875.35
438.00000	Rovi Corp (FTS 023-313815)	8,624.22	10,642.17
343.00000	Ryder System Inc (FTS 023-313831)	25,306.54	15,818.30
1,053.00000	Safeway Inc (FTS 023-313807)	34,296.21	16,455.86
151.00000	Salix Pharmaceuticals Ltd (FTS 023-313815)	13,580.94	10,403.89
277.00000	Sally Beauty Hldgs Inc (FTS 023-313815)	8,373.71	7,358.78
328.00000	Sandisk Corp (FTS 023-313831)	23,137.12	14,322.87
184.00000	Sanlam Adr (FTS 023-313823)	4,854.46	2,888.80
7.00000	Sanlam Adr (FTS 023-313823)		142.10
282.00000	Sberbank Russia (FTS 023-313823)	9,248.57	4,046.98
102.00000	Sberbank Russia (FTS 023-313823)		1,322.80
74.00000	Sberbank Russia (FTS 023-313823)		815.06
101.00000	Sberbank Russia (FTS 023-313823)		1,052.90
66.00000	Sberbank Russia (FTS 023-313823)		707.26
64.00000	Sberbank Russia (FTS 023-313823)		689.86
62.00000	Sberbank Russia (FTS 023-313823)		737.38
57.00000	Semen Gresik(Persero) Unsp Adr (FTS 023-313823)	2,325.40	1,238.01
43.00000	Semen Gresik(Persero) Unsp Adr (FTS 023-313823)		855.97
130.00000	Shinhan Financial Group Co Ltd (FTS 023-313823)	8,683.00	4,857.24
8.00000	Shinhan Financial Group Co Ltd (FTS 023-313823)		355.22

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2013 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
18.00000	Shinhan Financial Group Co Ltd (FTS 023-313823)		845.23
34.00000	Shinhan Financial Group Co Ltd (FTS 023-313823)		1,101.89
178.00000	Shoprite Holdings (FTS 023-313823)	3,883.18	1,793.35
70.00000	Shoprite Holdings (FTS 023-313823)		1,015.90
34.00000	Signet Jewelers Ltd (FTS 023-313815)	29,512.50	1,174.18
341.00000	Signet Jewelers Ltd (FTS 023-313815)		11,773.23
325.00000	Silgan Holdings Inc (FTS 023-313815)	15,606.50	11,722.39
847.00000	SLM Corp (FTS 023-313831)	22,259.16	20,975.96
294.00000	Standard Bank Group Limited Spon (FTS 023-313823)	4,028.38	4,117.47
32.00000	Standard Bank Group Limited Spon (FTS 023-313823)		462.08
207.00000	Taiwan Semiconductor Manufacturing (FTS 023-313823)	8,004.96	2,082.27
107.00000	Taiwan Semiconductor Manufacturing (FTS 023-313823)		1,111.69
32.00000	Taiwan Semiconductor Manufacturing (FTS 023-313823)		395.49
113.00000	Taiwan Semiconductor Manufacturing (FTS 023-313823)		1,481.43
57.00000	Telekomunikasi Indonesia(Persero) (FTS 023-313823)	5,700.15	2,088.16
80.00000	Telekomunikasi Indonesia(Persero) (FTS 023-313823)		2,978.27
18.00000	Telekomunikasi Indonesia(Persero) (FTS 023-313823)		602.46
4.00000	Telekomunikasi Indonesia(Persero) (FTS 023-313823)		147.32
547.00000	Thor Inds Inc (FTS 023-313807)	38,550.54	16,968.92
151.00000	Thor Inds Inc (FTS 023-313807)		5,837.57
682.00000	TIBCO Software Inc (FTS 023-313815)	15,331.36	16,015.82
196.00000	Tidewater Inc (FTS 023-313807)	46,467.68	11,001.16
262.00000	Tidewater Inc (FTS 023-313807)		15,389.88
159.00000	Tidewater Inc (FTS 023-313807)		9,002.48
167.00000	Tidewater Inc (FTS 023-313807)		9,806.47
89.00000	Tiger Brands Spon (FTS 023-313823)	3,364.15	1,993.60
43.00000	Tiger Brands Spon (FTS 023-313823)		1,141.04
565.00000	Timken Co (FTS 023-313807)	44,000.93	22,393.77
71.00000	Timken Co (FTS 023-313807)		4,236.33
163.00000	Timken Co (FTS 023-313807)		9,241.78
308.00000	Total Sys Svcs Inc (FTS 023-313815)	25,192.96	7,234.46
148.00000	Total Sys Svcs Inc (FTS 023-313815)		3,599.15
301.00000	Total Sys Svcs Inc (FTS 023-313815)		6,688.13
183.00000	Towers Watson & Co (FTS 023-313815)	23,352.63	11,107.57

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2013 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
365.00000	Travelers Cos Inc (FTS 023-015580)	33,047.10	30,187.57
234.00000	Travelers Cos Inc (FTS 023-313831)	21,186.36	15,990.11
1,057.00000	Trinity Inds Inc Del (FTS 023-313807)	69,785.60	29,363.03
223.00000	Trinity Inds Inc Del (FTS 023-313807)		8,585.39
148.00000	Turkcell Iletisim Hizmet (FTS 023-313823)	4,352.10	2,388.10
45.00000	Turkcell Iletisim Hizmet (FTS 023-313823)		590.22
52.00000	Turkcell Iletisim Hizmet (FTS 023-313823)		769.91
81.00000	Turkcell Iletisim Hizmet (FTS 023-313823)		1,122.64
627.00000	Tyson Foods Inc Cl A (FTS 023-313831)	20,979.42	20,167.52
215.00000	United Rentals Inc (FTS 023-313815)	30,556.40	3,785.29
177.00000	United Rentals Inc (FTS 023-313815)		5,735.28
305.00000	United Technologies Corp (FTS 023-015580)	34,709.00	30,231.15
76.00000	United Therapeutics Corp (FTS 023-313815)	8,594.08	4,375.74
41.00000	United Tractors Unsp (FTS 023-313823)	3,434.64	1,504.70
6.00000	United Tractors Unsp (FTS 023-313823)		326.70
42.00000	United Tractors Unsp (FTS 023-313823)		1,942.50
21.00000	United Tractors Unsp (FTS 023-313823)		882.61
315.00000	Universal Health Svcs Inc Cl B (FTS 023-313815)	25,596.90	12,913.71
1,117.00000	URS Corp New (FTS 023-313807)	59,189.83	40,606.42
69.00000	VALE S A (FTS 023-313823)	4,006.86	1,706.24
69.00000	VALE S A (FTS 023-313823)		1,963.05
29.00000	VALE S A (FTS 023-313823)		661.96
36.00000	VALE S A (FTS 023-313823)		750.49
38.00000	VALE S A (FTS 023-313823)		1,133.01
45.00000	VALE S A (FTS 023-313823)		986.36
64.00000	Valmont Inds Inc (FTS 023-313815)	18,341.76	7,556.81
35.00000	Valmont Inds Inc (FTS 023-313815)		4,590.27
24.00000	Valmont Inds Inc (FTS 023-313815)		3,711.29
598.32100	Vanguard Mid-Cap Index Fund - Admiral Shares	81,485.34	29,372.35
740.44300	Vanguard PRIMECAP Fund - Admiral shs	70,882.61	38,631.06
4,174.79600	Vanguard Small Cap Index Fund - Admiral	220,095.25	105,815.37
500.00000	Verizon Communications (FTS 023-015580)	24,570.00	25,540.69
111.00000	VISA Inc (FTS 023-313831)	24,717.48	20,155.18
203.00000	Visteon Corp (FTS 023-313815)	21,864.63	15,028.80

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2013 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
64.00000	Visteon Corp (FTS 023-313815)		5,041.53
270.00000	Vodacom Group Limited (FTS 023-313823)	3,428.48	3,234.11
340.00000	Wabtec (FTS 023-313815)	25,251.80	9,258.88
148.50000	Weichai Power Co (FTS 023-313823)	4,852.42	3,088.95
96.00000	Weichai Power Co (FTS 023-313823)		1,889.08
56.50000	Weichai Power Co (FTS 023-313823)		1,018.72
235.00000	Wellpoint Inc (FTS 023-313831)	21,711.65	20,633.87
259.00000	Western Un Co Com (FTS 023-313807)	61,427.25	3,835.01
662.00000	Western Un Co Com (FTS 023-313807)		10,923.00
1,281.00000	Western Un Co Com (FTS 023-313807)		22,337.57
547.00000	Western Un Co Com (FTS 023-313807)		9,468.35
812.00000	Western Un Co Com (FTS 023-313807)		13,306.41
337.00000	Whiting Pete Corp New (FTS 023-312815)	20,850.19	16,463.36
186.00000	Williams Sonoma Inc (FTS 023-313815)	18,299.92	8,179.00
128.00000	Williams Sonoma Inc (FTS 023-313815)		5,750.40
463.00000	Wisdomtree Invts Inc (FTS 023-313815)	8,199.73	8,177.83
63.00000	Woolworths Hldgs (FTS 023-312823)	4,490.20	4,095.00
325.00000	WUXI Pharmatech(CAYMAN)IN (FTS 023-313815)	12,473.50	9,851.63
240.00000	Wyndham Worldwide Corp (FTS 023-313815)	17,685.60	7,224.48
187.00000	Wyndham Worldwide Corp (FTS 023-313831)	22,622.83	9,750.37
120.00000	Wyndham Worldwide Corp (FTS 023-313831)		6,194.40
110.00000	Wynn Macau Ltd (FTS 023-313823)	8,567.94	3,080.00
79.00000	Wynn Macau Ltd (FTS 023-313823)		2,153.74
576.00000	XL Group PLC (FTS 023-313815)	18,339.84	11,034.89
5.00000	YPF Sociedad Anonima (FTS 023-313823)		232.63
117.00000	YPF Sociedad Anonima (FTS 023-313823)	9,723.20	4,970.34
7.00000	YPF Sociedad Anonima (FTS 023-313823)		293.32
166.00000	YPF Sociedad Anonima (FTS 023-313823)		2,326.54
Total Assets		4,734,659.07	3,320,797.09
		4,956,183.92	3,542,321.94

**SCHEDULE D-1
(Form 1041)**Department of the Treasury
Internal Revenue Service**Continuation Sheet for Schedule D
(Form 1041)**

▶ See instructions for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a

OMB No 1545-0092

2013

Name of estate or trust

Judge and Mrs. Carl B. Felger Memorial Trust**For information only. Do not file.**

Employer identification number

31-6539962**Part I Short-Term Capital Gains and Losses—Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of Z Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold (Mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
197 shares Ace Limited (FTS 023-313831) - sold 197 shs	08/29/1996	02/11/2013	16,794.11	14,508.46	2,285.65
4,896 shares Advanced Micro Devices Inc (FTS 023-313831) - sold 4896 shs	08/29/1996	09/11/2013	17,527.86	20,712.04	-3,184.18
30 shares Affiliated Managers Group (FTS 023-313807) - sold 30 shs	08/29/1996	04/05/2013	4,569.19	3,510.96	1,058.23
17 shares Affiliated Managers Group (FTS 023-313807) - sold 17 shs	08/29/1996	04/08/2013	2,534.47	1,989.54	544.93
40 shares Affiliated Managers Group (FTS 023-313807) - sold 40 shs	08/29/1996	08/12/2013	7,221.15	4,681.28	2,539.87
234 shares Affiliated Managers Group (FTS 023-313807) - sold 234 shs	08/29/1996	08/27/2013	41,581.28	27,385.49	14,195.79
76 shares AGCO Corp (FTS 023-313807) - sold 76 shs	08/29/1996	05/20/2013	4,206.57	3,197.39	1,009.18
462 shares Allstate Corp (FTS 023-313831) - sold 462 shs	08/29/1996	06/18/2013	21,871.98	21,463.64	408.34
412 shares American Intl Group Inc (FTS 023 -313831) - sold 412 shs	08/29/1996	12/11/2013	20,423.06	20,354.70	68.36
178 shares Amgen Inc (FTS 023-313831) - sold 178 shs	08/29/1996	09/11/2013	19,891.54	15,451.57	4,439.97
85 shares Avon Products Inc (FTS 023 -313831) - sold 85 shs	08/29/1996	07/09/2013	1,785.81	1,744.88	40.93
946 shares Avon Products Inc (FTS 023 -313831) - sold 946 shs	08/29/1996	08/13/2013	20,822.41	19,419.49	1,402.92

**SCHEDULE D-1
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

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

(a) Description of property (Example 100 shares 7% preferred of Z Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold (Mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
33 shares BAIDU Inc (FTS 023-313823) - sold 33 shs	08/29/1996	09/18/2013	4,720.40	3,776.64	943.76
301 shares Beam Inc (FTS 023-313831) - sold 301 shs	08/29/1996	08/19/2013	19,078.76	20,147.65	-1,068.89
188 shares Broadridge Financial Solutions LLC (FTS 023-313807) - sold 188 shs	08/29/1996	04/08/2013	4,499.11	4,438.30	60.81
224 shares Cardtronics Inc (FTS 023-313815) - sold 224 shs	08/29/1996	01/10/2013	5,279.83	5,888.40	-608.57
249 shares Carrizo Oil & Gas Inc (FTS 023 -313815) - sold 249 shs	08/29/1996	12/30/2013	10,893.58	9,995.03	898.55
181 shares CBS Corp New CI B (FTS 023 -313831) - sold 181 shs	08/29/1996	02/11/2013	7,586.14	6,551.39	1,034.75
63 shares CBS Corp New CI B (FTS 023 -313831) - sold 63 shs	08/29/1996	08/13/2013	3,413.05	2,280.32	1,132.73
91 shares Centene Corp (FTS 023-313807) - sold 91 shs	08/29/1996	01/31/2013	4,004.83	3,690.01	314.82
56 shares Centene Corp (FTS 023-313807) - sold 56 shs	08/29/1996	04/30/2013	2,661.05	2,270.78	390.27
55 shares Centene Corp (FTS 023-313807) - sold 55 shs	08/29/1996	07/09/2013	2,903.40	2,230.23	673.17
161 shares Centene Corp (FTS 023-313807) - sold 161 shs	08/29/1996	07/15/2013	8,770.78	6,528.49	2,242.29
315 shares Centene Corp (FTS 023-313807) - sold 315 shs	08/29/1996	07/31/2013	17,618.93	12,773.12	4,845.81

**SCHEDULE D-1
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

▶ See instructions for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a

OMB No 1545-0092

2013

Name of estate or trust

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31-6539962

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

(a) Description of property (Example 100 shares 7% preferred of Z Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold (Mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
223 shares Chicago Bridge & Iron Company N.V. (FTS 023-313807) - sold 223 shs	08/29/1996	01/31/2013	11,446.64	8,150.14	3,296.50
67 shares Chicago Bridge & Iron Company N. V. (FTS 023-313807) - sold 67 shs	08/29/1996	03/05/2013	3,610.14	2,448.70	1,161.44
58 shares Chicago Bridge & Iron Company N. V. (FTS 023-313807) - sold 58 shs	08/29/1996	04/08/2013	3,300.12	2,119.77	1,180.35
52 shares Chicago Bridge & Iron Company N. V. (FTS 023-313807) - sold 52 shs	08/29/1996	07/09/2013	3,116.30	1,900.48	1,215.82
52 shares Chipotle Mexican Grill Inc (FTS 023 -313831) - sold 52 shs	08/29/1996	08/26/2013	20,931.07	19,443.72	1,487.35
85 shares Coinstar Inc (FTS 023-313815) - sold 85 shs	08/29/1996	03/01/2013	4,289.88	5,290.29	-1,000.41
65 shares Columbia Sportswear Co (FTS 023 -313807) - sold 65 shs	08/29/1996	04/08/2013	3,801.11	3,378.04	423.07
166 shares Columbia Sportswear Co (FTS 023-313807) - sold 166 shs	08/29/1996	07/15/2013	10,638.47	8,627.00	2,011.47
76 shares Columbia Sportswear Co (FTS 023 -313807) - sold 76 shs	08/29/1996	07/31/2013	4,880.66	3,949.71	930.95
353 shares Columbia Sportswear Co (FTS 023-313807) - sold 353 shs	08/29/1996	08/12/2013	22,049.83	18,345.38	3,704.45
534 shares Comerica Inc (FTS 023-313831) - sold 534 shs	08/29/1996	10/04/2013	21,172.14	18,708.69	2,463.45
589 shares Conagra Foods Inc (FTS 023 -313831) - sold 589 shs	08/29/1996	06/04/2013	20,299.82	14,866.36	5,433.46

**SCHEDULE D-1
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

▶ See instructions for Schedule D (Form 1041)
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a

OMB No 1545-0092

2013

Name of estate or trust

Judge and Mrs. Carl B. Felger Memorial Trust

For information only. Do not file.

Employer identification number

31-6539962

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

(a) Description of property (Example 100 shares 7% preferred of Z Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold (Mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
225 shares Continental Res Inc OKLA (FTS 023-313831) - sold 225 shs	08/29/1996	05/17/2013	18,830.29	20,383.47	-1,553.18
1,307 shares Corning Inc (FTS 023-313831) - sold 1,307 shs	08/29/1996	12/11/2013	22,392.31	20,200.99	2,191.32
909 shares D R Horton Inc (FTS 023-313831) - sold 909 shs	08/29/1996	08/13/2013	17,173.26	21,441.58	-4,268.32
162 shares Darling Intl Inc (FTS 023-313807) - sold 162 shs	08/29/1996	04/08/2013	2,799.48	2,679.16	120.32
145 shares Darling Intl Inc (FTS 023-313807) - sold 145 shs	08/29/1996	05/20/2013	2,716.07	2,398.01	318.06
1,023 shares Dean Foods Co (FTS 023-313831) - sold 1023 shs	08/29/1996	02/26/2013	16,119.86	16,694.13	-574.27
371 shares Dean Foods Co (FTS 023-313831) - sold 371 shs	08/29/1996	02/26/2013	5,846.01	6,139.27	-293.26
371 shares Discover Finl Svcs (FTS 023-313831) - sold 371 shs	08/29/1996	02/26/2013	14,283.32	14,289.81	-6.49
213 shares Discover Finl Svcs (FTS 023-313831) - sold 213 shs	08/29/1996	02/26/2013	8,200.40	8,086.80	113.60
571 shares Dow Chemical Co (FTS 023-313831) - sold 571 shs	08/29/1996	11/19/2013	22,846.68	19,917.22	2,929.46
382 shares Du Pont E I De Nemours & CO (FTS 023-313831) - sold 382 shs	08/29/1996	05/17/2013	21,067.55	18,047.44	3,020.11
226 shares Eagle Materials Inc (FTS 023-313815) - sold 226 shs	08/29/1996	07/08/2013	14,999.76	8,588.84	6,410.92

**SCHEDULE D-1
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

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OMB No 1545-0092

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold (Mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
394 shares Edison Intl (FTS 023-313831) - sold 394 shs	08/29/1996	06/18/2013	18,337.66	19,733.41	-1,395.75
136 shares EOG Resources Inc (FTS 023 -313831) - sold 136 shs	08/29/1996	03/06/2013	16,733.74	15,702.76	1,030.98
257 shares EQT Corp (FTS 023-313831) - sold 257 shs	08/29/1996	10/04/2013	22,785.07	20,461.67	2,323.40
1,112 shares Fifth Third Bancorp (FTS 023 -313831) - sold 1112 shs	08/29/1996	09/17/2013	20,623.46	19,936.60	686.86
98 shares First Republic Bank San Francisco (FTS 023-313815) - sold 98 shs	08/29/1996	07/09/2013	3,831.74	3,590.76	240.98
32 shares Flowserve Corp (FTS 023-313807) - sold 32 shs	08/29/1996	04/08/2013	5,173.96	4,038.60	1,135.36
301 shares FMC Corp New (FTS 023-313831) - sold 301 shs	08/29/1996	02/20/2013	17,768.44	16,270.04	1,498.40
82 shares Genomic Health Inc (FTS 023 -313815) - sold 82 shs	08/29/1996	07/15/2013	2,792.87	2,811.28	-18.41
Halliburton Co Holding Co (FTS 023-313831) - sold 452 shs	08/29/1996	06/24/2013	19,673.13	19,935.69	-262.56
281 shares Helmerich & Payne (FTS 023 -313831) - sold 281 shs	08/29/1996	08/13/2013	19,046.06	18,562.86	483.20
226 shares Hershey Co (FTS 023-313831) - sold 226 shs	08/29/1996	03/18/2013	19,049.77	16,336.86	2,712.91
966 shares Hewlett-Packard Co (FTS 023 -313831) - sold 966 shs	08/29/1996	09/11/2013	21,767.08	20,125.84	1,641.24

**SCHEDULE D-1
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

▶ See instructions for Schedule D (Form 1041)
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Part I Short-Term Capital Gains and Losses—Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of Z Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold (Mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
49 shares Hospira Inc (FTS 023-313831) - sold 49 shs	08/29/1996	12/26/2013	2,022.68	1,907.58	115.10
113 shares Idex Corp (FTS 023-313807) - sold 113 shs	08/29/1996	04/05/2013	5,872.54	4,464.57	1,407.97
50 shares Idex Corp (FTS 023-313807) - sold 50 shs	08/29/1996	04/08/2013	2,563.44	1,975.47	587.97
338 shares Ingersoll-Rand PLC (FTS 023 -313831) - sold 338 shs	08/29/1996	02/11/2013	17,782.05	15,586.80	2,195.25
337 shares Integrys Energy Group Inc (FTS 023-313831) - sold 337 shs	08/29/1996	03/12/2013	18,905.54	17,744.50	1,161.04
35 shares Iron Mountain Inc (FTS 023 -313815) - sold 35 shs	08/29/1996	02/08/2013	1,196.26	1,150.45	45.81
25 shares Jazz Pharmaceuticals Plc (FTS 023 -313815) - sold 25 shs	08/29/1996	12/30/2013	3,117.69	1,801.61	1,316.08
1,894 shares Keycorp New (FTS 023-313831) - sold 1894 shs	08/29/1996	02/11/2013	17,974.98	15,831.19	2,143.79
34 shares KLA-Tencor Copr (FTS 023 -313831) - sold 34 shs	08/29/1996	04/08/2013	1,740.11	1,835.75	-95.64
353 shares KLA-Tencor Copr (FTS 023 -313831) - sold 353 shs	08/29/1996	05/17/2013	19,189.32	19,059.39	129.93
361 shares Kraft Foods Inc (FTS 023-313831) - sold 361 shs	08/29/1996	11/19/2013	19,148.36	20,284.01	-1,135.65
66 shares Kroger Co (FTS 023-313831) - sold 66 shs	08/29/1996	05/17/2013	2,282.89	1,462.47	820.42

**SCHEDULE D-1
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

▶ See instructions for Schedule D (Form 1041)
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OMB No 1545-0092

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

(a) Description of property (Example 100 shares 7% preferred of Z Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold (Mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
48 shares Kroger Co (FTS 023-313831) - sold 48 shs	08/29/1996	08/13/2013	1,904.68	1,063.62	841.06
157 shares LinkedIn Corp (FTS 023-313831) - sold 157 shs	08/29/1996	02/26/2013	24,767.98	16,114.89	8,653.09
170 shares Lockheed Martin Corp (FTS 023 -313831) - sold 170 shs	08/29/1996	03/12/2013	15,109.46	15,625.89	-516.43
165 shares M&T Bank Corp (FTS 023-313831) - sold 165 shs	08/29/1996	05/17/2013	17,125.39	15,951.28	1,174.11
407 shares Macys Inc (FTS 023-313831) - sold 407 shs	08/29/1996	08/26/2013	18,170.11	16,341.21	1,828.90
82 shares Meadwestvaco Corp (FTS 023 -313807) - sold 82 shs	08/29/1996	07/09/2013	2,797.79	2,351.51	446.28
1,684 shares METROPCS Communications Inc (FTS 023-313831) - sold 1684 shs	08/29/1996	02/11/2013	16,399.77	16,395.93	3.84
332 shares Micron Technology (FTS 023 -313831) - sold 332 shs	08/29/1996	12/11/2013	7,365.75	5,054.70	2,311.05
97 shares Micron Technology (FTS 023 -313831) - sold 97 shs	08/29/1996	12/26/2013	2,172.77	1,476.83	695.94
293 shares Motorola Solutions Inc (FTS 023 -313831) - sold 293 shs	08/29/1996	03/12/2013	18,380.67	15,718.83	2,661.84
305 shares Murphy Oil Corp (FTS 023 -313831) - sold 305 shs	08/29/1996	10/04/2013	18,490.20	16,670.60	1,819.60
76 shares Murphy USA Inc (FTS 023-313831) - sold 76 shs	08/29/1996	09/11/2013	2,974.44	2,689.06	285.38

**SCHEDULE D-1
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

▶ See instructions for Schedule D (Form 1041)
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Part I Short-Term Capital Gains and Losses—Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold (Mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
171 shares Myriad Genetics Inc (FTS 023 -313815) - sold 171 shs	08/29/1996	03/01/2013	4,272.42	4,351.63	-79.21
536 shares Netapp Inc (FTS 023-313-831) - sold 536 shs	08/29/1996	12/11/2013	22,311.63	20,367.95	1,943.68
180 shares Newfield Exploration Co (FTS 023 -313807) - sold 180 shs (wash sale of 4/3/13 disallowed loss \$1,692.75)	08/29/1996	04/08/2013	3,982.07	5,674.82	0.00
580 shares Nielsen Holdings NV (FTS 023 -313831) - sold 580 shs	08/29/1996	06/04/2013	19,636.25	19,855.31	-219.06
53 shares Nordson Corp (FTS 023-313807) - sold 53 shs	08/29/1996	04/08/2013	3,411.64	3,107.38	304.26
115 shares Nordson Corp (FTS 023-313807) - sold 115 shs	08/29/1996	07/31/2013	8,200.39	6,742.44	1,457.95
98 shares Nordson Corp (FTS 023-313807) - sold 98 shs	08/29/1996	08/12/2013	7,081.25	5,745.73	1,335.52
99 shares OGE Energy Corp Holding Co (FTS 023-313807) - sold 99 shs	08/29/1996	04/05/2013	6,989.92	5,361.35	1,628.57
38 shares OGE Energy Corp Holding Co (FTS 023-313807) - sold 38 shs	08/29/1996	04/08/2013	2,660.32	2,057.89	602.43
21 shares Onyx Pharmaceuticals Inc (FTS 023-313815) - sold 21 shs	08/29/1996	07/15/2013	2,811.64	1,434.92	1,376.72
77 shares Onyx Pharmaceuticals Inc (FTS 023-313815) - merger payout	08/29/1996	10/08/2013	9,625.00	5,950.14	3,674.86
226 shares Penn Natl Gaming Inc (FTS 023 -313815) - sold 226 shs	08/29/1996	02/08/2013	11,665.06	9,817.46	1,847.60

**SCHEDULE D-1
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

▶ See instructions for Schedule D (Form 1041)

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2013

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31-6539962

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

(a) Description of property (Example 100 shares 7% preferred of Z Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold (Mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
331 shares Phillips 66 Com (FTS 023-313831) - sold 331 shs	08/29/1996	08/13/2013	19,560.99	16,445.37	3,115.62
37 shares Polaris Inds Inc (FTS 023-313807) - sold 37 shs	08/29/1996	04/08/2013	3,323.63	2,771.51	552.12
30 shares Prudential Finl Inc (FTS 023 -313831) - sold 30 shs	08/29/1996	12/26/2013	2,747.65	2,146.34	601.31
101 shares PVH Corporation Com (FTS 023 -313815) - sold 101 shs	08/29/1996	09/25/2013	12,661.74	9,356.66	3,305.08
428 shares Reynolds Amern Inc (FTS 023 -313831) - sold 428 shs	08/29/1996	11/19/2013	22,415.24	18,503.94	3,911.30
373 shares Safeway Inc (FTS 023-313807) - sold 373 shs	08/29/1996	04/05/2013	9,544.85	5,829.10	3,715.75
750 shares Safeway Inc (FTS 023-313831) - sold 750 shs	08/29/1996	05/17/2013	19,042.52	19,161.08	-118.56
58 shares Salix Pharmaceuticals Ltd (FTS 023-313815) - sold 58 shs	08/29/1996	07/15/2013	3,945.73	3,996.19	-50.46
404 shares Select Medical Holdings Corp (FTS 023-313815) - sold 404 shs	08/29/1996	03/01/2013	3,615.47	4,334.56	-719.09
230 shares Smithfield Foods Inc (FTS 023 -313807) - sold 230 shs	08/29/1996	04/05/2013	5,943.29	4,381.18	1,562.11
100 shares Smithfield Foods Inc (FTS 023 -313807) - sold 100 shs	08/29/1996	04/08/2013	2,544.94	1,904.86	640.08
558 shares Smithfield Foods Inc (FTS 023 -313807) - sold 558 shs	08/29/1996	06/04/2013	18,385.84	10,629.12	7,756.72

**SCHEDULE D-1
(Form 1041)**Department of the Treasury
Internal Revenue Service**Continuation Sheet for Schedule D
(Form 1041)**▶ See instructions for Schedule D (Form 1041)
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OMB No 1545-0092

2013

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Employer identification number

31-6539962**Part I Short-Term Capital Gains and Losses—Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold (Mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
949 shares Smithfield Foods Inc (FTS 023 -313807) - sold 949 shs	08/29/1996	06/20/2013	31,526.56	18,077.12	13,449.44
455 shares Southwestern Energy Co Deleware (FTS 023-313831) - sold 455 shs	08/29/1996	03/06/2013	15,995.57	15,946.75	48.82
849 shares Symantec Corp (FTS 023-313831) - sold 849 shs	08/29/1996	06/04/2013	19,556.79	18,869.96	686.83
263 shares Thermo Fisher Scientific Inc (FTS 023-313831) - sold 263 shs	08/29/1996	05/17/2013	22,260.24	15,939.25	6,320.99
95 shares Thor Inds Inc (FTS 023-313807) - sold 95 shs	08/29/1996	04/08/2013	3,419.92	2,947.07	472.85
109 shares Thor Inds Inc (FTS 023-313807) - sold 109 shs	08/29/1996	06/20/2013	5,187.22	3,381.38	1,805.84
122 shares Thor Inds Inc (FTS 023-313807) - sold 122 shs	08/29/1996	07/15/2013	6,135.87	3,784.66	2,351.21
83 shares Tidewater Inc (FTS 023-313807) - sold 83 shs	08/29/1996	12/26/2013	4,684.44	4,658.66	25.78
58 shares Timken Co (FTS 023-313807) - sold 58 shs	08/29/1996	01/31/2013	3,075.10	2,298.83	776.27
263 shares Timken Co (FTS 023-313807) - sold 263 shs	08/29/1996	04/30/2013	13,818.60	10,424.01	3,394.59
120 shares Timken Co (FTS 023-313807) - sold 120 shs	08/29/1996	05/15/2013	6,828.10	4,756.20	2,071.90
351 shares TJX Companies Inc (FTS 023 -313831) - sold 351 shs	08/29/1996	03/25/2013	15,937.81	16,369.59	-431.78

**SCHEDULE D-1
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

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

(a) Description of property (Example 100 shares 7% preferred of Z Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold (Mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
243 shares Total Sys Svcs Inc (FTS 023 -313815) - sold 243 shs	08/29/1996	07/09/2013	6,009.77	5,707.70	302.07
381 shares Transocean Limited Com (FTS 023-313831) - sold 381 shs	08/29/1996	03/12/2013	20,230.87	17,783.82	2,447.05
158 shares Trinity Inds Inc Del (FTS 023 -313807) - sold 158 shs	08/29/1996	01/31/2013	6,182.94	4,389.18	1,793.76
108 shares Trinity Inds Inc Del (FTS 023 -313807) - sold 108 shs	08/29/1996	03/05/2013	4,684.82	3,000.20	1,684.62
290 shares Unitedhealth Group (FTS 023 -313831) - sold 290 shs	08/29/1996	02/11/2013	16,589.65	15,852.44	737.21
75 shares URS Corp New (FTS 023-313807) - sold 75 shs	08/29/1996	03/05/2013	3,185.17	2,726.48	458.69
7 shares Western Un Co Com (FTS 023 -313807) - sold 7 shs	08/29/1996	07/09/2013	118.50	90.64	27.86
300 shares Western Un Co Com (FTS 023 -313807) - sold 300 shs	08/29/1996	07/09/2013	5,076.66	3,884.40	1,192.26
392 shares Western Un Co Com (FTS 023 -313807) - sold 392 shs	08/29/1996	10/23/2013	7,311.46	5,075.61	2,235.85
695 shares Western Un Co Com (FTS 023 -313807) - sold 695 shs	08/29/1996	10/23/2013	12,962.91	9,374.02	3,588.89
446 shares Western Un Co Com (FTS 023 -313807) - sold 446 shs	08/29/1996	10/23/2013	8,318.65	6,207.21	2,111.44
330 shares Western Un Co Com (FTS 023 -313807) - sold 330 shs	08/29/1996	10/23/2013	6,155.05	4,886.31	1,268.74

**SCHEDULE D-1
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

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

(a) Description of property (Example 100 shares 7% preferred of Z Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold (Mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
650 shares Weyerhaeuser Co (FTS 023 -313831) - sold 650 shs	08/29/1996	06/18/2013	18,579.14	17,775.42	803.72
49 shares Williams Sonoma Inc (FTS 023 -313815) - sold 49 shs	08/29/1996	07/09/2013	2,769.92	2,154.68	615.24
134 shares Wyndham Worldwide Corp (FTS 023-313831) - sold 134 shs	08/29/1996	03/12/2013	8,271.54	6,986.89	1,284.65
95 shares Yahoo Inc (FTS 023-313831) - sold 95 shs	08/29/1996	03/12/2013	2,160.17	1,410.32	749.85
89 shares Yahoo Inc (FTS 023-313831) - sold 89 shs	08/29/1996	06/18/2013	2,344.89	1,321.25	1,023.64
238 shares Zimmer Holdings Inc (FTS 023 -313831) - sold 238 shs	08/29/1996	08/13/2013	19,861.18	14,774.33	5,086.85
Total. Combine the amounts in column (f) ..			1,538,127.30	1,337,930.62	201,889.43

Name of estate or trust as shown on Form 1041

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Employer identification number

Judge and Mrs. Carl B. Felger Memorial Trust

31-6539962

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold (Mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
17 shares Affiliated Managers Group (FTS 023-313815) - sold 17 shs	08/29/1996	07/15/2013	2,822.29	1,379.72	1,442.57
121 shares AGCO Corp (FTS 023-313807) - sold 121 shs	08/29/1996	10/23/2013	7,754.88	5,090.58	2,664.30
451 shares Akamai Tech (FTS 023-313815) - sold 451 shs	08/29/1996	12/17/2013	19,731.26	12,541.81	7,189.45
45 shares Albemarle Corp (FTS 023-313815) - sold 45 shs	08/29/1996	07/15/2013	2,936.64	1,869.48	1,067.16
39 shares Alliance Data Sys Corp (FTS 023-313815) - sold 39 shs	08/29/1996	10/15/2013	8,753.39	4,903.37	3,850.02
123 shares America Movil Sab De CV (FTS 023-313823) - sold 123 shs	08/29/1996	04/22/2013	2,478.45	2,768.61	-290.16
144 shares America Movil Sab De CV (FTS 023-313823) - sold 160 shs	08/29/1996	07/25/2013	3,035.68	3,241.31	-205.63
16 shares America Movil Sab De CV (FTS 023-313823) - sold 16 shs	08/29/1996	07/25/2013	337.30	448.54	-111.24
\$100,000 American Express Cr Corp Inter FR, 100M, due 09/15/2013 (FTS 023-015580) - sold	08/29/1996	07/12/2013	100,305.00	100,000.00	305.00
560 shares Bristol Myers Squibb Co (FTS 023-015580) - sold 560 shs	08/29/1996	07/12/2013	24,688.34	12,258.89	12,429.45
260 shares Broadridge Financial Solutions LLC (FTS 023-313807) - sold 260 shs	08/29/1996	11/18/2013	9,422.39	6,138.08	3,284.31
243 shares Broadridge Financial Solutions LLC (FTS 023-313807) - sold 243 shs	08/29/1996	12/18/2013	9,384.05	5,736.74	3,647.31

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25 shares CBRE Group Inc CI A (FTS 023 -313815) - sold 25 shs	08/29/1996	07/09/2013	582.36	351.27	231.09
100 shares CBRE Group Inc CI A (FTS 023 -313815) - sold 100 shs	08/29/1996	07/09/2013	2,329.20	1,405.08	924.12
174 shares CBS Corp New CI B (FTS 023 -313831) - sold 174 shs	08/29/1996	11/19/2013	10,543.76	6,298.01	4,245.75
226 shares CBS Corp New CI B (FTS 023 -313831) - sold 226 shs	08/29/1996	11/19/2013	13,694.77	7,992.56	5,702.21
81 shares Centene Corp (FTS 023-313807) - sold 81 shs	08/29/1996	12/26/2013	4,620.16	3,284.52	1,335.64
69 shares Chicago Bridge & Iron Company N. V. (FTS 023-313807) - sold 69 shs	08/29/1996	12/26/2013	5,621.84	2,521.79	3,100.05
84 shares Cielo SA (FTS 023-313823) - sold 84 shs	08/29/1996	01/11/2013	2,420.04	1,663.06	756.98
6 shares Cielo SA (FTS 023-313823) - sold 6 shs	08/29/1996	12/24/2013	168.16	98.19	69.97
50 shares Cielo SA (FTS 023-313823) - sold 50 shs	08/29/1996	12/24/2013	1,401.28	776.37	624.91
100 shares Coinstar Inc (FTS 023-313815) - sold 100 shs	08/29/1996	05/16/2013	5,461.68	6,223.87	-762.19
111 shares Coinstar Inc (FTS 023-313815) - sold 111 shs	08/29/1996	05/16/2013	6,062.46	7,069.59	-1,007.13
Commercial Intl Bank (Egypt) S.A.E (FTS 023 -313823) - cash in lieu of .5 fractional shares	08/29/1996	12/05/2013	2.20	0.00	2.20

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199 shares Darling Intl Inc (FTS 023-313807) - sold 199 shs	08/29/1996	12/26/2013	4,045.99	3,291.06	754.93
588 shares Dice Hldgs Inc (FTS 023-313815) - sold 588 shs	08/29/1996	05/30/2013	5,291.37	5,097.76	193.61
92 shares DSW Inc (FTS 023-313815) - sold 92 shs	08/29/1996	10/23/2013	7,428.26	5,333.97	2,094.29
52 shares DSW Inc (FTS 023-313815) - sold 52 shs	08/29/1996	10/23/2013	4,198.58	3,366.54	832.04
123 shares Expedia Inc (FTS 023-313815) - sold 123 shs	08/29/1996	07/15/2013	7,755.52	3,551.75	4,203.77
51 shares Expedia Inc (FTS 023-313815) - sold 51 shs	08/29/1996	07/15/2013	3,215.50	1,493.06	1,722.44
106 shares Flowserve Corp (FTS 023-313807) - sold 106 shs	08/29/1996	12/31/2013	8,331.42	4,459.28	3,872.14
61 shares Gartner Inc (FTS 023-313815) - sold 61 shs	08/29/1996	07/09/2013	3,544.04	2,559.96	984.08
67 shares Grupo Televisa SA DE CV ADR (FTS 023-313823) - sold 67 shs	08/29/1996	02/27/2013	1,853.46	1,317.64	535.82
43 shares Helmerich & Payne (FTS 023 -313815) - sold 43 shs	08/29/1996	07/09/2013	2,737.33	1,885.98	851.35
1,182 shares Hertz Global Holdings Inc (FTS 023-313815) - sold 1182 shs	08/29/1996	09/25/2013	30,896.47	11,332.54	19,563.93
38 shares Honeywell Intl Inc (FTS 023 -313831) - sold 38 shs	08/29/1996	04/08/2013	2,788.75	2,067.82	720.93

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21 shares Honeywell Intl Inc (FTS 023 -313831) - sold 21 shs	08/29/1996	10/17/2013	1,805.12	1,142.75	662.37
171 shares IAC - Interactivecorp (FTS 023 -131815) - sold 171 shs	08/29/1996	07/15/2013	8,515.67	6,918.32	1,597.35
58 shares Idex Corp (FTS 023-313807) - sold 58 shs	08/29/1996	12/26/2013	4,201.44	2,291.55	1,909.89
409 shares Illumina Inc (FTS 023-313815) - sold 409 shs	08/29/1996	12/23/2013	42,331.46	12,102.35	30,229.11
168 shares Incyte Corp (FTS 023-313815) - sold 168 shs	08/29/1996	11/27/2013	8,141.16	2,440.16	5,701.00
104 shares Informatica Corp (FTS 023 -313815) - sold 104 shs	08/29/1996	07/09/2013	3,671.44	4,426.76	-755.32
400 shares Iron Mountain Inc (FTS 023 -313815) - sold 400 shs	08/29/1996	02/08/2013	13,671.53	13,035.20	636.33
261 shares Jabil Circuit Inc (FTS 023-313815) - sold 261 shs	08/29/1996	12/17/2013	4,985.69	6,102.16	-1,116.47
493 shares Jabil Circuit Inc (FTS 023-313815) - sold 493 shs	08/29/1996	12/17/2013	9,417.41	12,606.45	-3,189.04
372 shares Jarden Corp (FTS 023-313815) - sold 372 shs	08/29/1996	10/10/2013	18,091.97	9,849.96	8,242.01
162 shares Kimberly-Clark De Mexico SAB DE CV (FTS 023-313823) - sold 162 shs	08/29/1996	12/24/2013	2,293.94	1,333.80	960.14
153 shares Kraft Foods Group Inc NPV (FTS 023-015580) - sold 153 shs	08/29/1996	07/12/2013	8,366.32	2,065.93	6,300.39

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120 shares Lender Processing Svcs Inc (FTS 023-313815) - sold 120 shs	08/29/1996	07/11/2013	3,838.97	1,772.16	2,066.81
276 shares Lender Processing Svcs Inc (FTS 023-313815) - sold 276 shs	08/29/1996	07/11/2013	8,829.63	5,221.01	3,608.62
414 shares LKQ Corp (FTS 023-313815) - sold 414 shs	08/29/1996	12/17/2013	13,805.86	7,386.63	6,419.23
20 shares Lukoil Oil Co (FTS 023-313823) - sold 20 shs	08/29/1996	01/09/2013	1,336.03	1,111.10	224.93
460 shares Mondelez Intl Inc (FTS 023 -015580) - sold 460 shs	08/29/1996	07/12/2013	13,256.37	3,826.63	9,429.74
Murphy USA Inc (FTS 023-313831) - cash in lieu of fractional shs	08/29/1996	09/06/2013	9.60	0.00	9.60
218 shares Nordson Corp (FTS 023-313807) - sold 218 shs	08/29/1996	11/06/2013	15,671.52	12,781.32	2,890.20
89 shares NXP Semiconductors N V (FTS 023 -313815) - sold 89 shs	08/29/1996	07/09/2013	2,813.30	1,497.05	1,316.25
136 shares OGE Energy Corp Holding Co (FTS 023-313807) - sold 136 shs	08/29/1996	11/18/2013	5,120.42	3,682.54	1,437.88
90 shares OGE Energy Corp Holding Co (FTS 023-313807) - sold 90 shs	08/29/1996	12/26/2013	3,043.75	2,436.98	606.77
42 shares Onyx Pharmaceuticals Inc (FTS 023-313815) - merger payout	08/29/1996	10/08/2013	5,250.00	2,869.85	2,380.15
85 shares Panera Bread Company CI A (FTS 023-313815) - sold 85 shs	08/29/1996	09/25/2013	14,372.75	9,433.43	4,939.32

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74 shares Parexel Intl Corp (FTS 023-313815) - sold 74 shs	08/29/1996	07/09/2013	3,512.71	2,042.61	1,470.10
73 shares Pentair Ltd Com (FTS 023-313807) - sold 73 shs	08/29/1996	12/26/2013	5,528.93	3,048.47	2,480.46
94 shares Pentair Ltd Com (FTS 023-313807) - sold 94 shs	08/29/1996	12/31/2013	7,276.14	3,925.42	3,350.72
30 shares Philippine Long Distance Telephone (FTS 023-313823) - sold 30 shs	08/29/1996	05/17/2013	2,327.88	1,645.75	682.13
180 shares Rackspace Hosting Inc (FTS 023-313815) - sold 180 shs	08/29/1996	11/27/2013	6,886.64	6,238.47	648.17
241 shares Safeway Inc (FTS 023-313807) - sold 241 shs	08/29/1996	09/23/2013	7,500.58	3,766.25	3,734.33
380 shares Safeway Inc (FTS 023-313807) - sold 380 shs	08/29/1996	09/27/2013	12,236.39	5,938.49	6,297.90
41 shares Sandisk Corp (FTS 023-313831) - sold 41 shs	08/29/1996	12/26/2013	2,861.55	1,790.36	1,071.19
87 shares Sandridge Energy Inc (FTS 023-313815) - sold 87 shs	08/29/1996	03/01/2013	478.22	535.83	-57.61
200 shares Sandridge Energy Inc (FTS 023-313815) - sold 200 shs	08/29/1996	03/01/2013	1,099.36	1,231.70	-132.34
200 shares Sandridge Energy Inc (FTS 023-313815) - sold 200 shs	08/29/1996	03/01/2013	1,099.36	1,231.88	-132.52
800 shares Sandridge Energy Inc (FTS 023-313815) - sold 800 shs	08/29/1996	03/01/2013	4,397.41	4,927.12	-529.71

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15 shares Semen Gresik(Persero) Usnp Adr (FTS 023-313823) - sold 15 shs	08/29/1996	02/06/2013	489.19	322.96	166.23
207 shares Solarwinds Inc (FTS 023-313815) - sold 207 shs	08/29/1996	11/20/2013	6,647.77	4,773.71	1,874.06
85 shares Taiwan Semiconductor Manufacturing (FTS 023-313823) - sold 85 shs	08/29/1996	01/08/2013	1,536.11	855.04	681.07
56 shares Telekomunikasi Indonesia (Persero) (FTS 023-313823) - sold 56 shs	08/29/1996	05/10/2013	2,677.15	2,051.52	625.63
36 shares Towers Watson & Co (FTS 023 -313815) - sold 36 shs	08/29/1996	10/10/2013	4,123.71	2,185.10	1,938.61
71 shares Towers Watson & Co (FTS 023 -313815) - sold 71 shs	08/29/1996	11/08/2013	7,939.75	4,309.49	3,630.26
157 shares Tractor SupplyCo (FTS 023 -313815) - sold 157 shs	08/29/1996	01/31/2013	14,869.05	10,556.15	4,312.90
105 shares Trinity Inds Inc Del (FTS 023 -313807) - sold 105 shs	08/29/1996	09/13/2013	4,734.12	2,916.86	1,817.26
244 shares Trinity Inds Inc Del (FTS 023 -313807) - sold 244 shs	08/29/1996	12/31/2013	13,347.34	6,778.22	6,569.12
154 shares Turkcell Iletisim Hizmet (FTS 023 -313823) - sold 154 shs	08/29/1996	05/03/2013	2,345.48	2,484.91	-139.43
105 shares ULTA Salon Cosmetics & Fragrance Inc (FTS 023-313815) - sold 105 shs	08/29/1996	01/31/2013	10,374.27	7,213.71	3,160.56
85 shares United Rentals Inc (FTS 023 -313815) - sold 85 shs	08/29/1996	07/09/2013	4,302.62	1,496.51	2,806.11

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80 shares United Therapeutics Corp (FTS 023-313815) - sold 80 shs	08/29/1996	11/27/2013	7,461.39	4,278.42	3,182.97
5 shares United Therapeutics Corp (FTS 023-313815) - sold 5 shs	08/29/1996	11/27/2013	466.34	287.88	178.46
87 shares URS Corp New (FTS 023-313807) - sold 87 shs	08/29/1996	12/26/2013	4,456.94	3,162.72	1,294.22
88 shares VALE S A (FTS 023-313823) - sold 88 shs	08/29/1996	08/22/2013	1,178.29	2,176.07	-997.78
477 shares Volcano Corp (FTS 023-313815) - sold 477 shs	08/29/1996	05/20/2013	8,071.89	14,448.47	-6,376.58
465 shares Western Refng Inc (FTS 023-313815) - sold 465 shs	08/29/1996	04/17/2013	14,300.75	6,475.78	7,824.97
50 shares Wyndham Worldwide Corp (FTS 023-313815) - sold 50 shs	08/29/1996	07/15/2013	2,970.94	1,505.10	1,465.84
31 shares Wyndham Worldwide Corp (FTS 023-313831) - sold 31 shs	08/29/1996	12/26/2013	2,262.03	1,616.37	645.66
818 shares Yahoo Inc (FTS 023-313831) - sold 818 shs	08/29/1996	11/19/2013	29,318.07	12,143.62	17,174.45
Total. Combine the amounts in column (f)			738,563.99	494,513.85	244,050.14