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Form **990-PF****Return of Private Foundation**

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

Department of the Treasury
Internal Revenue Service

Do not enter Social Security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation CHANIL FOUNDATION			A Employer identification number 33-0614959	
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 1501, NJ2-130-03-31			B Telephone number (see instructions) 609-274-6834	
City or town PENNINGTON	State NJ	ZIP code 08534-1501		
Foreign country name	Foreign province/state/county	Foreign postal code		
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change			C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
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) \$ 4,525,688		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	47,583	43,143		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	203,937			
	b Gross sales price for all assets on line 6a 1,550,705				
	7 Capital gain net income (from Part IV, line 2)		203,937		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	251,520	247,080	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,500			1,500
	c Other professional fees (attach schedule)	21,756	13,054		8,702
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,934	1,406		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	303	268		35
	24 Total operating and administrative expenses. Add lines 13 through 23	25,493	14,728	0	10,237
	25 Contributions, gifts, grants paid	153,000			153,000
26 Total expenses and disbursements. Add lines 24 and 25	178,493	14,728	0	163,237	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	73,027				
b Net investment income (if negative, enter -0-)		232,352			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	3,466	92	92
	2	Savings and temporary cash investments	94,322	94,359	94,359
	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 ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)	244,817	391,236	366,252
	b	Investments—corporate stock (attach schedule)	1,171,335	911,167	1,175,249
	c	Investments—corporate bonds (attach schedule)	188,238	353,751	372,338
Liabilities	11	Investments—land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,518,064		
	14	Land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ See Attached Statement)		1,518,064	2,517,398
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	3,220,242	3,268,669	4,525,688
	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)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒			
	27	Capital stock, trust principal, or current funds	3,202,988	3,268,669	
	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)	3,202,988	3,268,669	
	31	Total liabilities and net assets/fund balances (see instructions)	3,202,988	3,268,669	

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	3,202,988
2	Enter amount from Part I, line 27a	2	73,027
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,792
4	Add lines 1, 2, and 3	4	3,277,807
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	9,138
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,268,669

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(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			0
b			0
c			0
d			0
e			0

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

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

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	203,937
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	0

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	158,069	3,214,378	0.049176
2011	161,544	3,292,344	0.049067
2010	151,009	3,191,250	0.047320
2009	153,481	2,994,518	0.051254
2008	153,517	2,995,085	0.051256

2 Total of line 1, column (d)	2	0.248073
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	0.049615
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	3,984,787
5 Multiply line 4 by line 3	5	197,705
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,324
7 Add lines 5 and 6	7	200,029
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	163,237

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	4,647
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	4,647
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	4,647
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	722
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	4,318
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	5,040
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	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	393
11	Enter the amount of line 10 to be Credited to 2014 estimated tax Refunded	11	393

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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>		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
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>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA		
8b 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>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N.A Telephone no ▶ 609-274-6834 Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ▶ 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	N/A
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	N/A
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)? ☐ 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	N/A	
6b		X
7b	N/A	

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
INJOA KIM 12 SUNSET HARBOR NEWPORT COAST, CA 92657	CHAIRMAN 1.00			
SUN KEE KIM 1950 CERCO ALTA DRIVE NEWPORT BEACH, CA 9	PRESIDENT 1.00			
YOUNG J SHIN 8 TATTERSALL LAGUNA NIGUEL, CA 92677	CFO 1.00			

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

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

Total number of other employees paid over \$50,000 0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services



Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1 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	
3 NONE	

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	3,947,178
b	Average of monthly cash balances	1b	98,291
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,045,469
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	
3	Subtract line 2 from line 1d	3	4,045,469
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	60,682
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,984,787
6	Minimum investment return. Enter 5% of line 5	6	199,239

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	199,239
2a	Tax on investment income for 2013 from Part VI, line 5	2a	4,647
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,647
3	Distributable amount before adjustments Subtract line 2c from line 1	3	194,592
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	194,592
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	194,592

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	163,237
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	163,237
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	163,237

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				194,592
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			150,153	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4: $\$$ 163,237				
a Applied to 2012, but not more than line 2a			150,153	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				13,084
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				181,508
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

N/A

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				(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					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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).)

INJOA KIM

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.

NONE

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	153,000
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue.					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	47,583	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	203,937	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		251,520	0
13	Total. Add line 12, columns (b), (d), and (e)				13	251,520

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

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

[illegible]

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

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

(2) Other assets

b Other transactions

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee

Date 9/17-14

Title Chairperson

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

Paid Preparer Use Only

Print/Type preparer's name DONALD J ROMAN	Preparer's signature 	Date 9/16/2014	Check ☒ if self-employed	PTIN P00364310
Firm's name PricewaterhouseCoopers, LLP	Firm's EIN 13-4008324	Firm's address 600 GRANT STREET, PITTSBURGH, PA 15219	Phone no 412-355-6000	

CHANIL FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

DREAM ORCHESTRA INC

Street

3435 Wilshire Blvd Suite 1950

City

Los Angeles

State

CA

Zip Code

90010

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

30,000

Name

HOME ON THE GREEN PASTURES

Street

P.O. Box 1755

City

Tustin

State

CA

Zip Code

92781

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

18,000

Name

EDUCATIONAL CENTER FOR TOMORROW

Street

1640 Cordova ST

City

Los Angeles

State

CA

Zip Code

90007

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

AMERICAN NATIONAL RED CROSS & ITS

Street

2025 E St NW

City

Washington

State

DC

Zip Code

20006

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

BIOLA UNIVERSITY

Street

13800 Biola Ave

City

La Mirada

State

CA

Zip Code

90639

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

HANMI FAMILY COUNSELING CENTER INC

Street

12362 Beach Blvd Suite 1

City

Stanton

State

CA

Zip Code

90680

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

CHANIL FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

LOS ANGELES OPERA COMPANY

Street

135 N Grand Ave

City

Los Angeles

State

CA

Zip Code

90012

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

MUSEUM OF CONTEMPORARY ART

Street

250 S. Grand Ave

City

Los Angeles

State

CA

Zip Code

90012

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

METROPOLITAN OPERA ASSOCIATION

Street

10 Lincoln Center Plaza

City

New York

State

NY

Zip Code

10023

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

ORANGE COUNTY PERFORMING ARTS CENTER

Street

600 Town Center Dr

City

Costa Mesta

State

CA

Zip Code

92626

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

[illegible]

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals										Capital Gains/Losses		Other sales		203,937	
Amount										1,550,705		0		1,346,768	
Long Term CG Distributions										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions										1,550,705		1,346,768		203,937	
15										0		0		0	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	
69	X HSBC HLDG PLC SP ADR	404280406			1/9/2012		4/1/2013	53	38				0	15	
70	X HSBC HLDG PLC SP ADR	404280406			1/9/2012		5/23/2013	2,191	1,488				0	703	
71	X HSBC HLDG PLC SP ADR	404280406			5/30/2012		5/23/2013	2,921	2,042				0	879	
72	X HSBC HLDG PLC SP ADR	404280406			1/31/2012		5/23/2013	2,079	1,548				0	531	
73	X HALLIBURTON COMPANY	406216101			8/8/2013		12/3/2013	727	647				0	80	
74	X HARTFORD FINL SVCS GROU	416515104			11/25/2013		11/26/2013	716	719				0	-3	
75	X MARATHON OIL CORP	565849106			8/22/2011		11/5/2013	4,388	3,534				0	854	
76	X MARATHON OIL CORP	565849106			2/20/2013		7/19/2013	523	493				0	30	
77	X MASCO CORP	574599106			5/29/2013		5/29/2013	3,557	3,688				0	-131	
78	X MASTERCARD INC	576360104			12/11/2012		7/19/2013	2,386	1,929				0	457	
79	X MASTERCARD INC	576360104			12/11/2012		12/3/2013	1,507	964				0	543	
80	X MCKESSON CORPORATION C	581550103			12/11/2008		7/19/2013	2,134	601				0	1,533	
81	X MCKESSON CORPORATION C	581550103			12/11/2008		12/3/2013	164	33				0	131	
82	X MCKESSON CORPORATION C	581550103			3/9/2009		12/3/2013	982	234				0	748	
83	X MEDTRONIC INC COM	585055106			8/5/2013		12/3/2013	690	664				0	26	
84	X MERCADOLIBRE INC	58733R102			9/1/2010		5/8/2013	2,608	1,498				0	1,110	
85	X MERCADOLIBRE INC	58733R102			10/13/2010		5/8/2013	830	454				0	376	
86	X MERCADOLIBRE INC	58733R102			7/22/2011		5/23/2013	602	406				0	196	
87	X MERCADOLIBRE INC	58733R102			5/30/2012		5/23/2013	3,853	2,324				0	1,529	
88	X MERCADOLIBRE INC	58733R102			12/18/2012		5/23/2013	2,529	1,674				0	855	
89	X MERCADOLIBRE INC	58733R102			10/13/2010		5/23/2013	4,696	2,532				0	2,164	
90	X MERCADOLIBRE INC	58733R102			12/18/2012		7/5/2013	426	319				0	107	
91	X MERCADOLIBRE INC	58733R102			2/27/2013		7/5/2013	532	423				0	109	
92	X MERCADOLIBRE INC	58733R102			2/27/2013		11/25/2013	878	677				0	201	
93	X MERCK AND CO INC SHS	58933Y105			6/25/2012		7/19/2013	2,343	1,957				0	386	
94	X MITSUBISHI UFJ FINL GRP	606822104			1/15/2013		4/1/2013	512	420				0	92	
95	X MERCK AND CO INC SHS	58933Y105			5/23/2013		9/19/2013	1,300	1,272				0	28	
96	X MERCK AND CO INC SHS	58933Y105			5/23/2013		10/9/2013	1,753	1,743				0	10	
97	X MERCK AND CO INC SHS	58933Y105			5/23/2013		10/10/2013	4,423	4,429				0	-6	
98	X MERCK AND CO INC SHS	58933Y105			6/25/2012		12/3/2013	494	399				0	95	
99	X MERCK AND CO INC SHS	58933Y105			6/25/2012		12/3/2013	494	401				0	93	
100	X MICROSOFT CORP	594918104			5/23/2013		7/5/2013	1,221	1,236				0	-15	
101	X MICROSOFT CORP	594918104			11/9/2009		8/8/2013	3,930	3,529				0	401	
102	X MICROSOFT CORP	594918104			11/16/2009		8/8/2013	4,252	3,926				0	326	
103	X MICROSOFT CORP	594918104			5/23/2013		11/25/2013	2,488	2,266				0	222	
104	X MICROSOFT CORP	594918104			11/16/2009		12/3/2013	1,455	1,130				0	325	
105	X MITSUBISHI ELEC ADR	606776201			5/23/2013		11/25/2013	3,083	2,680				0	403	
106	X SANDS CHINA LTD UNSP ADR	80007R105			4/23/2013		5/23/2013	2,202	2,229				0	-27	
107	X SANDS CHINA LTD UNSP ADR	80007R105			5/3/2013		5/23/2013	1,741	1,784				0	-43	
108	X SANDS CHINA LTD UNSP ADR	80007R105			7/8/2013		10/25/2013	1,399	904				0	495	
109	X SANDS CHINA LTD UNSP ADR	80007R105			7/8/2013		11/25/2013	220	143				0	77	
110	X SANDS CHINA LTD UNSP ADR	80007R105			7/9/2013		11/25/2013	953	612				0	341	
111	X AIA GROUP LTD	001317205			12/21/2012		5/23/2013	8,230	7,177				0	1,053	
112	X AIA GROUP LTD	001317205			4/10/2013		5/23/2013	2,485	2,332				0	153	
113	X AIA GROUP LTD	001317205			2/22/2013		5/23/2013	3,188	2,927				0	261	
114	X AT&T INC	002068A11			5/23/2013		11/26/2013	1,138	1,162				23	-1	
115	X ACTIVISION BLIZZARD INC	00507V109			8/16/2011		7/19/2013	1,447	1,022				0	425	
116	X ACTIVISION BLIZZARD INC	00507V109			8/16/2011		8/8/2013	1,782	1,110				0	672	
117	X ACTIVISION BLIZZARD INC	00507V109			11/14/2011		8/8/2013	3,211	2,357				0	854	
118	X ACTIVISION BLIZZARD INC	00507V109			11/15/2011		8/9/2013	2,812	2,016				0	796	
119	X ACTIVISION BLIZZARD INC	00507V109			11/14/2011		8/9/2013	1,449	1,088				0	361	
120	X AGILENT TECHNOLOGIES INC	00846U101			7/30/2012		2/15/2013	3,651	3,285				0	366	
121	X AGILENT TECHNOLOGIES INC	00846U101			11/9/2012		2/15/2013	2,080	1,810				0	270	
122	X AGILENT TECHNOLOGIES INC	00846U101			5/30/2012		2/15/2013	1,019	993				0	26	
123	X AGILENT TECHNOLOGIES INC	00846U101			5/12/2012		2/15/2013	1,061	1,067				0	-6	
124	X AGILENT TECHNOLOGIES INC	00846U101			6/7/2012		2/15/2013	1,316	1,249				0	67	
125	X AGILENT TECHNOLOGIES INC	00846U101			9/19/2012		2/15/2013	1,740	1,625				0	115	
126	X AGILENT TECHNOLOGIES INC	00846U101			4/27/2012		2/15/2013	2,165	2,171				0	-6	
127	X AGILENT TECHNOLOGIES INC	00846U101			4/30/2012		2/15/2013	2,377	2,382				0	15	
128	X AGILENT TECHNOLOGIES INC	00846U101			8/27/2012		7/19/2013	1,661	1,356				0	305	
129	X TERADATA CORP DEL	88076W103			11/13/2012		12/3/2013	638	903				0	-265	
130	X TEXAS INSTRUMENTS	882508104			5/23/2013		8/19/2013	3,943	3,665				0	278	
131	X TEXTRON INC	883203101			5/23/2013		11/25/2013	1,077	897				0	180	
132	X 3M COMPANY	88579Y101			6/25/2012		7/19/2013	2,317	1,719				0	598	
133	X 3M COMPANY	88579Y101			6/26/2012		7/19/2013	348	259				0	89	
134	X 3M COMPANY	88579Y101			6/26/2012		12/3/2013	1,010	689				0	321	
135	X TIME WARNER INC SHS	887317303			5/23/2013		9/19/2013	1,356	1,271				0	85	
136	X ANHEUSER-BUSCH INBEV AD	03524A108			10/18/2012		11/25/2013	1,648	1,382				0	266	

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount		Totals									
Short Term CG Distributions										15		Capital Gains/Losses		Other sales		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss							
137	X ANHEUSER-BUSCH INBEV AD	03524A08			9/10/2013		11/25/2013	927	775				0	152							
138	X APACHE CORP	037411105			9/10/2013		11/25/2013	840	785				0	55							
139	X APPLE INC	037833100			5/4/2010		7/19/2013	2,138	1,297				0	841							
140	X APPLE INC	037833100			5/3/2010		7/19/2013	428	266				0	162							
141	X APPLE INC	037833100			6/4/2012		8/8/2013	2,309	2,786				-477	0							
142	X APPLE INC	037833100			5/5/2010		8/8/2013	3,695	2,033				0	1,662							
143	X APPLE INC	037833100			5/4/2010		8/8/2013	3,233	1,815				0	1,418							
144	X APPLE INC	037833100			6/25/2012		12/3/2013	562	573				11	0							
145	X APPLE INC	037833100			6/4/2012		12/3/2013	1,124	1,114				0	10							
146	X APPLE INC	037833AK6			5/23/2013		11/26/2013	911	968				-57	0							
147	X APPLIED MATERIAL INC	038222105			5/23/2013		12/3/2013	1,025	880				0	145							
148	X ASSA ABLDY AB ADR	045387107			10/2/2012		4/9/2013	2,298	1,879				0	419							
149	X ASSA ABLDY AB ADR	045387107			10/2/2012		4/10/2013	1,646	1,303				0	343							
150	X ASSA ABLDY AB ADR	045387107			10/2/2012		4/10/2013	556	445				0	111							
151	X ASSA ABLDY AB ADR	045387107			10/19/2012		5/23/2013	3,442	2,831				0	611							
152	X ASSA ABLDY AB ADR	045387107			10/4/2012		5/23/2013	2,375	1,922				0	453							
153	X ASSA ABLDY AB ADR	045387107			11/7/2012		5/23/2013	2,758	2,351				0	407							
154	X ASSA ABLDY AB ADR	045387107			10/3/2012		5/23/2013	3,362	2,719				0	643							
155	X ASSA ABLDY AB ADR	045387107			11/12/2012		5/23/2013	2,033	1,693				0	340							
156	X ATLAS COPCO ADR NEW	049255706			10/31/2012		5/23/2013	1,240	1,139				0	101							
157	X YANDEX NV CL A	N97284108			4/1/2013		5/23/2013	2,456	2,066				0	390							
158	X YANDEX NV CL A	N97284108			4/1/2013		5/23/2013	1,501	1,250				0	251							
159	X YANDEX NV CL A	N97284108			4/1/2013		5/23/2013	600	500				0	100							
160	X KOMERCI BANKA AS	X45471111			4/26/2012		3/25/2013	768	740				0	28							
161	X KOMERCI BANKA AS	X45471111			4/26/2012		3/26/2013	378	370				8	0							
162	X KOMERCI BANKA AS	X45471111			4/26/2012		3/27/2013	1,673	1,664				0	9							
163	X KOMERCI BANKA AS	X45471111			4/27/2012		3/28/2013	943	923				0	20							
164	X KOMERCI BANKA AS	X45471111			5/31/2012		3/28/2013	189	154				0	35							
165	X KOMERCI BANKA AS	X45471111			5/31/2012		4/2/2013	773	615				0	158							
166	X PT BANK RAKYAT INDONESIA	Y0697U112			6/27/2012		2/20/2013	2,281	1,705				0	576							
167	X PT BANK RAKYAT INDONESIA	Y0697U112			6/27/2012		3/21/2013	2,444	1,792				0	652							
168	X PT BANK RAKYAT INDONESIA	Y0697U112			6/27/2012		3/22/2013	327	247				0	80							
169	X PT BANK RAKYAT INDONESIA	Y0697U112			6/27/2012		5/2/2013	1,479	1,004				0	475							
170	X MITSUBISHI UFJ FINL GRP	06822104			11/5/2013		4/18/2013	2,617	2,161				0	456							
171	X MITSUBISHI UFJ FINL GRP	06822104			11/5/2013		5/23/2013	10,564	9,277				0	1,287							
172	X MITSUBISHI UFJ FINL GRP	06822104			5/29/2013		11/25/2013	1,612	1,771				0	159							
173	X NRG ENERGY INC	629377508			12/27/2007		1/14/2013	489	912				-423	0							
174	X NRG ENERGY INC	629377508			5/15/2008		1/14/2013	1,396	2,585				0	-1,189							
175	X NRG ENERGY INC	629377508			12/12/2008		1/14/2013	1,164	1,110				0	54							
176	X NRG ENERGY INC	629377508			8/10/2009		11/4/2013	3,514	4,323				0	-809							
177	X NRG ENERGY INC	629377508			8/10/2009		11/5/2013	516	630				-114	0							
178	X NRG ENERGY INC	629377508			8/11/2009		11/5/2013	1,055	1,300				0	-245							
179	X NATIONAL-OILWELL VARCO	637071101			5/23/2013		10/29/2013	4,365	3,636				0	729							
180	X NATIONAL-OILWELL VARCO	637071101			5/23/2013		11/25/2013	1,075	892				0	183							
181	X NESTLE S A REP RG SH ADR	641069406			2/7/2013		5/23/2013	25,888	26,779				0	-891							
182	X NESTLE S A REP RG SH ADR	641069406			4/11/2013		5/23/2013	1,631	1,739				0	-108							
183	X NETAPP INC	64110D104			8/8/2013		12/3/2013	571	594				0	-23							
184	X NEWELL RUBBERMAID INC	651229106			5/23/2013		7/5/2013	1,691	1,776				0	-85							
185	X NEWELL RUBBERMAID INC	651229106			5/23/2013		11/25/2013	2,159	2,159				0	232							
186	X NEW NEWS CORP LLC SHS	65249B109			8/30/2010		7/18/2013	1,130	421				0	709							
187	X NEW NEWS CORP LLC SHS	65249B109			8/30/2010		7/18/2013	1,146	427				0	719							
188	X NEW NEWS CORP LLC SHS	65249B109			10/4/2012		7/18/2013	681	503				0	178							
189	X NIDEC CORPORATION ADR	654090109			5/21/2013		5/23/2013	5,435	5,525				0	0							
190	X NIDEC CORPORATION ADR	654090109			5/28/2013		10/10/2013	1,372	1,125				90	0							
191	X NIDEC CORPORATION ADR	654090109			5/28/2013		11/25/2013	1,251	932				0	247							
192	X NIDEC CORPORATION ADR	654090109			5/28/2013		12/2/2013	236	176				0	319							
193	X NIDEC CORPORATION ADR	654090109			5/28/2013		12/3/2013	633	633				0	60							
194	X NIDEC CORPORATION ADR	654090109			5/28/2013		12/4/2013	866	650				0	214							
195	X NIDEC CORPORATION ADR	654090109			5/28/2013		12/5/2013	843	633				0	216							
196	X SANOFI ADR	80105N105			3/21/2011		5/23/2013	12,588	7,777				0	210							
197	X SANOFI ADR	80105N105			7/22/2011		5/23/2013	12,588	7,777				0	4,811							
198	X SANOFI ADR	80105N105			8/9/2011		5/23/2013	1,374	987				0	387							
199	X SANOFI ADR	80105N105			8/9/2011		11/25/2013	4,453	2,673				0	1,780							
200	X SBERBANK SPONSORED ADR	80585Y308			4/25/2012		5/23/2013	2,058	1,287				0	771							
201	X SBERBANK SPONSORED ADR	80585Y308			4/25/2012		5/23/2013	4,295	3,834				0	461							
202	X SBERBANK SPONSORED ADR	80585Y308			5/31/2012		5/23/2013	1,799	1,711				0	88							
203	X SBERBANK SPONSORED ADR	80585Y308			9/20/2012		5/23/2013	1,086	807				0	289							
204	X SBERBANK SPONSORED ADR	80585Y308			10/4/2012		5/23/2013	2,151	1,912				0	239							
							5/23/2013	1,021	1,021				0	143							

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "x" to include in Part IV	Description	CUSIP #	Purchaser	Check "x" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals		
											Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
											1,550,705	1,346,768	203,937
	Long Term CG Distributions	15									0	0	0
	Short Term CG Distributions												
205	X SBERBANK SPONSORED ADR	805857308			10/9/2012		5/23/2013	717	635				82
206	X TIME WARNER INC SHS	887317303			5/23/2013		9/20/2013	1,223	1,150				73
207	X TIME WARNER INC SHS	887317303			5/23/2013		10/10/2013	1,911	1,758				155
208	X TIME WARNER INC SHS	887317303			5/23/2013		11/25/2013	1,670	1,514				156
209	X TIME WARNER CABLE INC	887321207			9/17/2012		6/3/2013	2,276	2,215				61
210	X TIME WARNER CABLE INC	887321207			9/18/2012		6/4/2013	2,192	2,130				62
211	X TIME WARNER CABLE INC	887321207			9/17/2012		6/4/2013	95	92				3
212	X TIME WARNER CABLE INC	887321207			9/18/2012		6/5/2013	935	928				7
213	X TIME WARNER CABLE INC	887321207			9/19/2012		6/5/2013	1,309	1,302				7
214	X TIME WARNER CABLE INC	887321207			9/19/2012		6/6/2013	376	372				4
215	X TIME WARNER CABLE INC	887321207			9/20/2012		6/6/2013	1,315	1,308				7
216	X ATLAS COPCO ADR NEW	049255706			10/25/2012		5/23/2013	1,429	1,272				157
217	X U S TREASURY NOTE	912828L44			9/17/2009		6/6/2013	6,160	5,969				171
218	X U S TREASURY NOTE	912828L44			3/9/2011		6/6/2013	4,107	4,043				64
219	X U S TREASURY NOTE	912828L44			5/23/2013		6/6/2013	5,133	5,137				-4
220	X U S TREASURY NOTE	912828ND8			5/23/2013		11/26/2013	2,204	2,263				-59
221	X U S TREASURY NOTE	912828NT3			5/23/2013		11/26/2013	1,043	1,075				-32
222	X U S TREASURY NOTE	912828NZ9			10/28/2010		6/27/2013	6,107	6,002				105
223	X U S TREASURY NOTE	912828NZ9			3/9/2011		6/27/2013	4,071	3,865				206
224	X CST BRANDS INC SHS	12646R105			11/14/2011		5/15/2013	326	182				144
225	X CST BRANDS INC SHS	12646R105			11/28/2011		5/15/2013	718	351				367
226	X CVS CAREMARK CORP	126650100			7/9/2012		7/19/2013	2,705	2,083				622
227	X VODAFONE GROP PLC SP AD	92857W209			11/29/2011		5/23/2013	2,051	1,861				190
228	X VODAFONE GROP PLC SP AD	92857W209			1/9/2012		5/23/2013	1,553	1,462				91
229	X VODAFONE GROP PLC SP AD	92857W209			2/16/2012		5/23/2013	5,919	5,532				387
230	X VODAFONE GROP PLC SP AD	92857W209			3/21/2012		5/23/2013	4,513	4,301				212
231	X CST BRANDS INC SHS	12646R105			11/15/2011		5/15/2013	522	295				227
232	X HENNES AND MAURITZ AB-	425883105			5/19/2011		1/8/2013	707	788				-81
233	X HENNES AND MAURITZ AB-	425883105			2/2/2011		1/8/2013	2,618	2,553				65
234	X HENNES AND MAURITZ AB-	425883105			2/2/2011		1/16/2013	68	65				3
235	X HENNES AND MAURITZ AB-	425883105			5/19/2011		1/16/2013	304	333				-29
236	X HENNES AND MAURITZ AB-	425883105			8/10/2011		1/16/2013	2,484	2,167				317
237	X HENNES AND MAURITZ AB-	425883105			9/19/2012		2/7/2013	1,963	2,056				-93
238	X HENNES AND MAURITZ AB-	425883105			8/9/2012		2/7/2013	2,201	2,269				-68
239	X HENNES AND MAURITZ AB-	425883105			3/14/2012		2/7/2013	1,645	1,620				25
240	X HENNES AND MAURITZ AB-	425883105			8/10/2011		2/7/2013	209	175				34
241	X HENNES AND MAURITZ AB-	425883105			1/10/2012		2/7/2013	2,013	1,782				231
242	X HENNES AND MAURITZ AB-	425883105			5/31/2012		2/7/2013	1,797	1,485				312
243	X HENNES AND MAURITZ AB-	425883105			8/23/2012		2/7/2013	1,588	1,604				-16
244	X ITV PLC SHS	45069P107			4/12/2013		5/23/2013	1,614	1,580				34
245	X ITV PLC SHS	45069P107			1/15/2013		5/23/2013	1,056	955				101
246	X NIDEC CORPORATION ADR	654090109			2/28/2013		5/23/2013	3,229	3,070				159
247	X NIDEC CORPORATION ADR	654090109			5/28/2013		12/9/2013	978	738				240
248	X NIDEC CORPORATION ADR	654090109			5/28/2013		12/9/2013	774	580				194
249	X NIDEC CORPORATION ADR	654090109			5/28/2013		12/10/2013	117	88				29
250	X NIDEC CORPORATION ADR	654090109			5/30/2013		12/10/2013	304	225				79
251	X NIKE INC CL B	654106103			12/11/2012		7/19/2013	1,456	1,142				314
252	X NIKE INC CL B	654106103			12/11/2012		9/18/2013	2,254	1,638				616
253	X NIKE INC CL B	654106103			12/12/2012		9/19/2013	349	249				100
254	X NIKE INC CL B	654106103			12/11/2012		9/19/2013	2,936	2,085				851
255	X NIKE INC CL B	654106103			12/12/2012		9/20/2013	2,480	1,792				688
256	X NIKE INC CL B	654106103			12/12/2012		9/23/2013	4,198	3,037				1,161
257	X NISSAN MTR LTD SPN ADR	654744408			8/16/2010		1/11/2013	3,366	2,585				781
258	X NISSAN MTR LTD SPN ADR	654744408			9/21/2011		1/11/2013	1,615	1,440				175
259	X NISSAN MTR LTD SPN ADR	654744408			1/10/2012		1/11/2013	1,420	1,291				129
260	X NISSAN MTR LTD SPN ADR	654744408			3/14/2012		1/11/2013	759	821				-62
261	X NISSAN MTR LTD SPN ADR	654744408			1/8/2011		1/11/2013	2,276	2,154				122
262	X NISSAN MTR LTD SPN ADR	654744408			6/8/2010		1/11/2013	1,985	1,432				553
263	X SBERBANK SPONSORED ADR	805857308			11/12/2012		5/23/2013	1,799	1,458				341
264	X SBERBANK SPONSORED ADR	805857308			3/20/2013		5/23/2013	68	67				1
265	X SBERBANK SPONSORED ADR	805857308			3/20/2013		8/20/2013	1,984	2,404				-420
266	X SBERBANK SPONSORED ADR	805857308			3/20/2013		11/25/2013	1,157	1,222				-65
267	X SBERBANK SPONSORED ADR	805857308			4/12/2013		11/25/2013	343	346				-3
268	X SCHLUMBERGER LTD	806857108			5/23/2013		8/29/2013	2,876	2,620				256
269	X SCHLUMBERGER LTD	806857108			5/23/2013		9/13/2013	1,983	1,722				261
270	X SCHLUMBERGER LTD	806857108			5/23/2013		10/29/2013	5,292	4,267				1,025
271	X SCHLUMBERGER LTD	806857108			10/10/2013		12/3/2013	438	445				7
272	X SCHLUMBERGER LTD	806857108			10/10/2013		12/3/2013	701	711				-10

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals															Capital Gains/Losses		Other sales		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
															1,550,705		0		1,346,768		203,937		0	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	Long Term CG Distributions		Short Term CG Distributions		Amount					
															15									
273	X	SHELL INTERNATIONAL FIN	822562A11		5/23/2013		11/26/2013	2,227	2,276					-49										
274	X	SUNCOR ENERGY INC NEW	867224107		1/14/2013		7/19/2013	954	1,031					-77										
275	X	SUNCOR ENERGY INC NEW	867224107		1/14/2013		12/3/2013	1,059	1,031					28										
276	X	SUNTRUST BKS INC COM	867914103		1/14/2013		7/19/2013	938	762					176										
277	X	SWATCH GROUP AG UNSPON	870123106		10/21/2011		1/8/2013	372	278					94										
278	X	SWATCH GROUP AG UNSPON	870123106		1/10/2012		1/8/2013	1,860	1,392					468										
279	X	SWATCH GROUP AG UNSPON	870123106		2/1/2012		1/8/2013	1,169	967					202										
280	X	SWATCH GROUP AG UNSPON	870123106		2/1/2012		2/15/2013	932	725					207										
281	X	SWATCH GROUP AG UNSPON	870123106		9/19/2012		2/15/2013	3,474	2,646					828										
282	X	SWATCH GROUP AG UNSPON	870123106		10/2/2012		2/15/2013	565	412					153										
283	X	SWATCH GROUP AG UNSPON	870123106		10/2/2012		5/23/2013	5,811	4,040					1,771										
284	X	SWATCH GROUP AG UNSPON	870123106		11/12/2012		5/23/2013	3,350	2,515					835										
285	X	SWATCH GROUP AG UNSPON	870123106		5/2/2013		5/23/2013	2,757	2,688					69										
286	X	SWATCH GROUP AG UNSPON	870123106		5/2/2013		11/25/2013	1,287	1,156					131										
287	X	TRW AUTOMOTIVE HDGS CF	87264S106		2/20/2013		12/3/2013	753	608					145										
288	X	TERADATA CORP DEL	88076W103		11/13/2012		7/19/2013	697	774					-77										
289	X	TIME WARNER CABLE INC	88732J207		9/24/2012		6/6/2013	564	576					-12										
290	X	TIME WARNER CABLE INC	88732J207		9/24/2012		7/19/2013	466	384					82										
291	X	TIME WARNER CABLE INC	88732J207		10/4/2012		8/5/2013	4,675	3,976					699										
292	X	TIME WARNER CABLE INC	88732J207		9/24/2012		8/5/2013	2,571	2,114					457										
293	X	TIME WARNER CABLE INC	88732J207		9/25/2012		8/5/2013	1,519	1,244					275										
294	X	TIME WARNER CABLE INC	88732J207		10/4/2012		8/6/2013	686	596					90										
295	X	TOTAL SA SP ADR	89151E109		5/20/2013		5/23/2013	4,069	4,064					5										
296	X	TOTAL SA SP ADR	89151E109		5/21/2013		5/23/2013	18,209	18,292					-83										
297	X	TRAVELERS COS INC	89417E109		5/15/2008		7/19/2013	1,524	925					599										
298	X	TRAVELERS COS INC	89417E109		5/15/2008		12/3/2013	621	360					261										
299	X	TWENTY-FIRST CENTURY	90130A101		8/30/2010		7/19/2013	2,049	743					1,306										
300	X	TWENTY-FIRST CENTURY	90130A101		8/30/2010		10/10/2013	7,399	2,516					4,883										
301	X	TWENTY-FIRST CENTURY	90130A101		8/31/2010		10/10/2013	978	333					645										
302	X	TWENTY-FIRST CENTURY	90130A101		8/31/2010		12/3/2013	962	322					640										
303	X	US BANCORP (NEW)	902973304		7/23/2012		7/19/2013	1,979	1,767					212										
304	X	US BANCORP (NEW)	902973304		5/23/2012		11/25/2013	1,730	1,548					182										
305	X	US BANCORP (NEW)	902973304		7/23/2012		12/3/2013	653	567					86										
306	X	VODAFONE GROU PLC SP AD	92857W209		5/16/2012		5/23/2013	205	168					17										
307	X	VODAFONE GROU PLC SP AD	92857W209		5/16/2012		9/3/2013	5,830	4,973					857										
308	X	VODAFONE GROU PLC SP AD	92857W209		10/18/2012		9/3/2013	1,324	1,195					129										
309	X	VODAFONE GROU PLC SP AD	92857W209		10/18/2012		11/25/2013	1,847	1,423					424										
310	X	WANT WANT CHINA-UNSPON	93370R107		9/24/2012		5/23/2013	1,274	1,059					215										
311	X	WANT WANT CHINA-UNSPON	93370R107		9/25/2012		5/23/2013	824	695					129										
312	X	WANT WANT CHINA-UNSPON	93370R107		9/26/2012		5/23/2013	674	566					108										
313	X	WANT WANT CHINA-UNSPON	93370R107		9/27/2012		5/23/2013	1,124	949					175										
314	X	WANT WANT CHINA-UNSPON	93370R107		9/28/2012		5/23/2013	2,773	2,367					406										
315	X	WANT WANT CHINA-UNSPON	93370R107		12/19/2012		5/23/2013	1,574	1,451					123										
316	X	WANT WANT CHINA-UNSPON	93370R107		12/19/2012		5/23/2013	1,574	1,428					146										
317	X	PT BANK RAKYAT INDONESIA	Y0697U112		7/31/2012		5/2/2013	173	132					41										
318	X	PT BANK RAKYAT INDONESIA	Y0697U112		7/31/2012		5/3/2013	1,957	1,580					377										
319	X	PT BANK RAKYAT INDONESIA	Y0697U112		7/31/2012		5/7/2013	746	581					165										
320	X	PT BANK RAKYAT INDONESIA	Y0697U112		8/9/2012		5/7/2013	213	167					46										
321	X	PT BANK RAKYAT INDONESIA	Y0697U112		8/9/2012		5/8/2013	640	504					136										
322	X	PT BANK RAKYAT INDONESIA	Y0697U112		8/9/2012		5/10/2013	1,110	881					229										
323	X	PT BANK RAKYAT INDONESIA	Y0697U112		8/9/2012		5/13/2013	1,771	1,423					348										
324	X	CHUBB CORP	171232101		1/12/2009		12/3/2013	1,142	542					600										
325	X	CISCO SYSTEMS INC COM	17275R102		8/6/2013		12/3/2013	634	791					-157										
326	X	CISCO SYSTEMS INC COM	17275R102		8/6/2013		12/3/2013	528	659					0										
327	X	CISCO SYSTEMS INC	17275RAE2		5/23/2013		11/26/2013	1,139	1,163					0										
328	X	CITIGROUP INC COM NEW	172967424		6/12/2012		7/19/2013	3,134	1,646					1,488										
329	X	CITIGROUP INC COM NEW	172967424		9/3/2013		11/25/2013	1,930	1,788					142										
330	X	CITIGROUP INC COM NEW	172967424		6/12/2012		12/3/2013	1,505	796					709										
331	X	CITIGROUP INC	172967F73		5/23/2013		11/26/2013	1,063	1,089					-1										
332	X	COACH INC	189754104		5/23/2013		8/8/2013	3,185	3,442					257										
333	X	COACH INC	189754104		5/23/2013		11/25/2013	1,342	1,256					-86										
334	X	COCA COLA COM	191216100		9/10/2012		7/19/2013	1,023	946					77										
335	X	COCA COLA COM	191216100		11/21/2013		11/25/2013	1,542	1,531					11										
336	X	COCA COLA COM	191216100		9/10/2012		12/3/2013	523	492					31										
337	X	COMCAST CORP NEW CL A	20030N101		5/23/2013		5/29/2013	6,227	6,339					0										
338	X	COMCAST CORP NEW CL A	20030N101		9/24/2012		7/19/2013	2,884	2,375					509										
339	X	COMCAST CORP NEW CL A	20030N101		9/24/2012		12/3/2013	1,113	840					273										
340	X	CIE FINANCIERE RICHEMONT	204319107		4/23/2013		5/23/2013	6,000	5,183					817										

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount					
Short Term CG Distributions										15					
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	
341	X	GIE FINANCIERE RICHEMONT	204319107		4/23/2013		11/25/2013	643	500				0	143	
342	X	GIE FINANCIERE RICHEMONT	204319107		4/24/2013		11/25/2013	2,018	1,576				0	442	
343	X	CREDIT SUISSE GP SP ADR	225401108		1/16/2013		5/23/2013	8,685	8,076				0	609	
344	X	CREDIT SUISSE GP SP ADR	225401108		1/15/2013		5/23/2013	2,040	1,902				0	138	
345	X	ITV PLC SHS	45068P107		1/14/2013		5/23/2013	8,889	8,031				0	858	
346	X	ITV PLC SHS	45068P107		2/27/2013		5/23/2013	3,249	2,938				0	311	
347	X	ICICI BANK LTD SPD ADR	45104G104		9/21/2011		1/30/2013	2,090	1,668				0	422	
348	X	ICICI BANK LTD SPD ADR	45104G104		9/21/2011		1/31/2013	962	778				0	184	
349	X	ICICI BANK LTD SPD ADR	45104G104		9/22/2011		5/23/2013	5,021	3,718				0	1,303	
350	X	ICICI BANK LTD SPD ADR	45104G104		1/10/2012		5/23/2013	1,013	658				0	355	
351	X	ICICI BANK LTD SPD ADR	45104G104		4/19/2013		5/23/2013	1,382	1,184				0	198	
352	X	ICICI BANK LTD SPD ADR	45104G104		3/29/2012		5/23/2013	1,981	1,446				0	535	
353	X	ICICI BANK LTD SPD ADR	45104G104		9/21/2011		5/23/2013	737	506				0	231	
354	X	ICICI BANK LTD SPD ADR	45104G104		4/9/2013		8/19/2013	698	1,026				0	-328	
355	X	ICICI BANK LTD SPD ADR	45104G104		4/30/2013		8/20/2013	1,617	2,695				0	-1,078	
356	X	ICICI BANK LTD SPD ADR	45104G104		4/9/2013		8/20/2013	975	1,382				0	-407	
357	X	ICICI BANK LTD SPD ADR	45104G104		7/5/2013		8/20/2013	1,087	1,442				0	-355	
358	X	IMPERIAL TOB GRP SPS ADR	453142101		8/10/2011		5/23/2013	2,385	2,133				0	252	
359	X	IMPERIAL TOB GRP SPS ADR	453142101		2/12/2012		5/23/2013	1,084	1,096				0	-12	
360	X	IMPERIAL TOB GRP SPS ADR	453142101		2/16/2012		5/23/2013	4,046	4,407				0	-361	
361	X	IMPERIAL TOB GRP SPS ADR	453142101		3/29/2012		5/23/2013	2,023	2,276				0	-253	
362	X	IMPERIAL TOB GRP SPS ADR	453142101		7/9/2012		5/23/2013	217	240				0	-23	
363	X	IMPERIAL TOB GRP SPS ADR	453142101		8/8/2011		5/23/2013	3,107	2,875				0	232	
364	X	IMPERIAL TOB GRP SPS ADR	453142101		6/17/2011		5/23/2013	795	717				0	78	
365	X	IMPERIAL TOB GRP SPS ADR	453142101		4/18/2011		5/23/2013	72	66				0	6	
366	X	IMPERIAL TOB GRP SPS ADR	453142101		6/20/2011		5/23/2013	2,529	2,303				0	226	
367	X	IMPERIAL TOB GRP SPS ADR	453142101		7/9/2012		11/25/2013	3,682	3,833				0	-151	
368	X	INDUSTRIA DE DISENO	455793109		4/24/2013		5/23/2013	3,561	3,640				0	-79	
369	X	INDUSTRIA DE DISENO	455793109		4/23/2013		5/23/2013	8,480	8,579				0	-99	
370	X	INTL BUSINESS MACHINES	459200101		2/20/2013		8/8/2013	1,693	1,806				0	-113	
371	X	INTL BUSINESS MACHINES	459200101		2/21/2013		8/8/2013	1,129	1,192				0	-63	
372	X	INTL PAPER CO	460146103		10/23/2012		10/10/2013	1,270	1,073				0	197	
373	X	INTL PAPER CO	460146103		10/22/2012		10/10/2013	6,176	5,296				0	880	
374	X	INTL BUSINESS MACHINES	459200101		2/22/2013		8/8/2013	4,890	5,206				0	-316	
375	X	INTL PAPER CO	460146103		10/23/2012		12/3/2013	552	444				0	108	
376	X	INTL PAPER CO	460146103		10/22/2012		7/19/2013	1,613	1,277				0	336	
377	X	NISSAN MTR LTD SPN ADR	654744408		7/22/2011		1/11/2013	389	441				0	-52	
378	X	NISSAN MTR LTD SPN ADR	654744408		5/31/2012		1/17/2013	1,710	1,688				0	22	
379	X	NISSAN MTR LTD SPN ADR	654744408		1/12/2012		1/17/2013	330	297				0	33	
380	X	NISSAN MTR LTD SPN ADR	654744408		3/14/2012		1/17/2013	758	821				0	-63	
381	X	NISSAN MTR LTD SPN ADR	654744408		7/31/2012		1/17/2013	4,798	4,724				0	75	
382	X	NISSAN MTR LTD SPN ADR	654744408		11/12/2012		1/18/2013	941	3,722				0	427	
383	X	NOKIA CORP SPON ADR	654922204		10/9/2013		11/25/2013	941	758				0	183	
384	X	LUKOIL SPONSORED ADR	677862104		9/20/2013		11/25/2013	1,204	1,217				0	-13	
385	X	ORACLE CORP \$0.01 DEL	68389X105		10/31/2012		7/19/2013	1,559	1,528				0	31	
386	X	ORACLE CORP \$0.01 DEL	68389X105		10/31/2012		12/3/2013	1,052	936				0	116	
387	X	ORANGE ADR	684060106		10/4/2013		11/25/2013	999	1,002				0	-3	
388	X	POSCO SPN ADR	693483109		12/17/2012		4/5/2013	4,796	5,755				0	-959	
389	X	PACKAGING CORP AMERICA	695156109		2/20/2013		7/19/2013	474	359				0	115	
390	X	PACKAGING CORP AMERICA	695156109		2/20/2013		12/3/2013	481	319				0	162	
391	X	PERNOD-RICARD SA-UNSPON	714264207		2/4/2013		5/23/2013	8,679	8,994				0	-315	
392	X	U.S. TREASURY NOTE	912828N29		5/23/2013		6/27/2013	5,089	5,106				0	-17	
393	X	U.S. TREASURY NOTE	912828PA2		5/23/2013		11/26/2013	1,036	1,042				0	-6	
394	X	U.S. TREASURY NOTE	912828QF0		5/23/2013		6/27/2013	8,302	8,071				0	231	
395	X	U.S. TREASURY NOTE	912828QF0		5/23/2013		6/27/2013	4,151	4,178				0	-20	
396	X	U.S. TREASURY NOTE	912828QF0		5/23/2013		11/26/2013	1,039	1,038				0	1	
397	X	U.S. TREASURY NOTE	912828RC6		8/25/2011		5/13/2013	8,337	7,921				0	416	
398	X	U.S. TREASURY NOTE	912828RC6		10/26/2012		5/13/2013	8,337	8,354				0	-17	
399	X	U.S. TREASURY NOTE	912828RM4		5/23/2013		11/26/2013	1,013	1,014				0	0	
400	X	U.S. TREASURY NOTE	912828SF8		5/23/2013		11/26/2013	3,890	4,064				174	0	
401	X	UNITEDHEALTH GROUP INC	91324P102		12/13/2010		2/20/2013	1,279	856				0	423	
402	X	ZURICH INSURANCE GROUP	989825104		5/31/2012		5/23/2013	1,268	906				0	362	
403	X	ZURICH INSURANCE GROUP	989825104		6/8/2012		5/23/2013	2,087	1,506				0	581	
404	X	WANT WANT CHINA-UNSPON	93370R107		1/29/2013		10/4/2013	232	204				0	28	
405	X	WANT WANT CHINA-UNSPON	93370R107		1/29/2013		10/7/2013	151	136				0	15	
406	X	WANT WANT CHINA-UNSPON	93370R107		1/29/2013		10/8/2013	76	68				0	8	
407	X	ZURICH INSURANCE GROUP	989825104		9/19/2012		5/23/2013	1,664	1,518				0	146	
408	X	WANT WANT CHINA-UNSPON	93370R107		2/22/2013		10/8/2013	152	133				0	19	
Totals									1,550,705	0	Cost, Other Basis and Expenses		1,346,768	0	203,937
Capital Gains/Losses									1,550,705	0	Basis and Expenses		1,346,768	0	203,937
Other sales									0					0	0

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals														
Capital Gains/Losses														
Other sales														
Gross Sales														
1,550,705														
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Cost, Other														
Basis and Expenses														
1,346,768														
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Amount		15		
										Long Term CG Distributions		Short Term CG Distributions		
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
545	X	DISNEY (WALT) CO COM STK			12/11/2012		7/19/2013	1,757	1,346					411
546	X	DISNEY (WALT) CO COM STK			12/11/2012		12/30/2013	907	648					259
547	X	DISNEY (WALT) CO COM STK			5/23/2011		1/14/2013	4,492	2,783					1,709
548	X	DISCOVER FINL SVCS			5/17/2011		7/19/2013	2,186	1,388					798
549	X	DISCOVER FINL SVCS			5/23/2011		12/30/2013	709	345					364
550	X	DISCOVER FINL SVCS			5/23/2011		6/21/2013	622	296					326
551	X	DIRECTV SHS			5/23/2013		11/25/2013	2,137	2,233					-96
552	X	DIRECTV SHS			5/23/2013		11/25/2013	2,740	2,680					60
553	X	DONGFENG MOTOR GRP H U			9/26/2013		11/25/2013	238	229					9
554	X	DONGFENG MOTOR GRP H U			9/26/2013		11/25/2013	317	299					18
555	X	DOVER CORP			5/28/2008		7/19/2013	1,449	908					541
556	X	DOVER CORP			5/28/2008		12/30/2013	448	267					181
557	X	DR PEPPER SNAPPLE GROUP			7/19/2010		7/19/2013	1,057	856					201
558	X	DR PEPPER SNAPPLE GROUP			7/19/2010		12/30/2013	527	428					99
559	X	E M C CORPORATION MASS			10/31/2012		7/19/2013	1,250	1,201					49
560	X	E M C CORPORATION MASS			10/31/2012		12/30/2013	519	539				21	1
561	X	E M C CORPORATION MASS			10/31/2012		12/30/2013	330	343					-13
562	X	ENI S P A SPONSORED ADR			7/11/2013		11/25/2013	1,690	1,458					232
563	X	RECKITT BENCKISER GROUP			2/12/2012		2/12/2013	1,743	1,432					311
564	X	VODAFONE GROU PLC SP AD			11/29/2011		4/17/2013	1,326	1,223					103
565	X	VODAFONE GROU PLC SP AD			9/28/7M209		4/17/2013	2,126	1,914					212
566	X	VODAFONE GROU PLC SP AD			11/29/2011		4/23/2013	2,853	2,552					301
567	X	ATLAS COPCO ADR NEW			10/29/2012		5/23/2013	2,426	2,189					237
568	X	ATLAS COPCO ADR NEW			10/26/2012		5/23/2013	3,747	3,353					394
569	X	ATLAS COPCO ADR NEW			11/1/2012		5/23/2013	782	722					60
570	X	ATLAS COPCO ADR NEW			11/1/2012		9/24/2013	2,318	1,987					351
571	X	ATLAS COPCO ADR NEW			11/2/2012		10/4/2013	348	302					46
572	X	ATLAS COPCO ADR NEW			11/2/2012		10/4/2013	1,074	902					172
573	X	ATLAS COPCO ADR NEW			11/2/2012		10/4/2013	377	324					53
574	X	ATLAS COPCO ADR NEW			11/7/2012		11/29/2013	734	634					100
575	X	ATLAS COPCO ADR NEW			5/3/2013		11/26/2013	1,832	1,694					138
576	X	ATLAS COPCO ADR NEW			11/12/2012		11/26/2013	28	24					4
577	X	ENI S P A SPONSORED ADR			7/11/2013		11/29/2013	917	792					125
578	X	ENI S P A SPONSORED ADR			7/11/2013		12/2/2013	1,237	1,083					154
579	X	ENI S P A SPONSORED ADR			7/12/2013		12/2/2013	713	628					85
580	X	ECOLAB INC			5/23/2013		6/21/2013	1,164	1,225					-61
581	X	ECOLAB INC			5/23/2013		9/20/2013	1,478	1,312					166
582	X	ECOLAB INC			5/23/2013		11/25/2013	1,175	982					213
583	X	EXPEDITORS INTL WASH INC			302130109		2/21/2013	1,919	1,846					73
584	X	EXPEDITORS INTL WASH INC			302130109		2/22/2013	3,060	2,946					114
585	X	EXPEDITORS INTL WASH INC			302130109		2/22/2013	530	515					15
586	X	EXPEDITORS INTL WASH INC			302130109		3/14/2013	3,263	3,369					-106
587	X	EXPEDITORS INTL WASH INC			302130109		3/14/2013	1,152	1,281					-129
588	X	EXPEDITORS INTL WASH INC			302130109		3/14/2013	768	849					-81
589	X	EXPEDITORS INTL WASH INC			302130109		3/15/2013	2,875	3,202					-327
590	X	EXXON MOBIL CORP COM			30231G102		7/19/2013	3,994	3,817					177
591	X	EXXON MOBIL CORP COM			30231G102		8/8/2013	1,191	1,210					-19
592	X	EXXON MOBIL CORP COM			30231G102		8/8/2013	8,701	7,368					1,333
593	X	KINGFISHER PLC SP ADR			495724403		5/23/2013	4,295	3,723					572
594	X	KINGFISHER PLC SP ADR			495724403		5/23/2013	9,564	8,276					1,288
595	X	KINGFISHER PLC SP ADR			495724403		5/23/2013	1,724	1,602					122
596	X	KRAFT FOODS GROUP INC			50076Q106		11/25/2013	1,846	1,986					-140
597	X	L BRANDS INC			501797104		4/29/2013	1,401	745					656
598	X	L BRANDS INC			501797104		4/29/2013	3,453	1,766					1,687
599	X	LIBERTY GLOBAL INCER A			530555101		4/30/2013	2,495	1,331					1,164
600	X	LIBERTY GLOBAL INCER A			530555101		5/9/2013	4,962	1,622					3,340
601	X	LIBERTY GLOBAL INCER A			530555101		5/9/2013	305	167					138
602	X	LIBERTY GLOBAL INCER A			530555101		5/9/2013	763	441					322
603	X	LIBERTY GLOBAL INCER A			530555101		5/23/2013	1,791	1,003					768
604	X	LIBERTY GLOBAL INCER A			530555101		5/23/2013	3,284	2,417					867
605	X	LIBERTY GLOBAL INCER A			530555101		5/23/2013	1,941	1,483					458
606	X	LIBERTY GLOBAL INCER A			530555101		5/23/2013	1,418	1,185					233
607	X	LIBERTY GLOBAL INCER A			530555101		5/23/2013	1,567	1,551					16
608	X	LIBERTY GLOBAL INCER A			530555101		5/23/2013	3,135	2,456					679
609	X	LINDE AG SHS SP ADR			535223200		1/3/2013	1,693	1,460					233
610	X	LINDE AG SHS SP ADR			535223200		1/3/2013	1,761	1,622					139
611	X	LINDE AG SHS SP ADR			535223200		1/3/2013	1,847	1,748					99
612	X	LINDE AG SHS SP ADR			535223200		3/14/2012	1,780	1,646					134

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions															Amount		Totals														
Short Term CG Distributions															15		Capital Gains/Losses														
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Cost, Other Basis and Expenses		Net Gain or Loss																
													Gross Sales	1,550,705		0	0														
613	X	LINDE AG SHS SP ADR			7/31/2012		3/20/2013	2,670	2,111						559																
614	X	LINDE AG SHS SP ADR			7/31/2012		3/20/2013	1,269	1,033						236																
615	X	LINDE AG SHS SP ADR			7/31/2012		4/18/2013	1,294	1,063						231																
616	X	LINDE AG SHS SP ADR			8/8/2012		4/18/2013	1,440	1,225						215																
617	X	LINDE AG SHS SP ADR			10/18/2012		4/23/2013	584	558						26																
618	X	LINDE AG SHS SP ADR			8/8/2012		4/23/2013	3,375	2,870						505																
619	X	LINDE AG SHS SP ADR			8/23/2012		4/23/2013	1,660	1,419						241																
620	X	LINDE AG SHS SP ADR			9/19/2012		4/23/2013	2,280	2,172						108																
621	X	LINDE AG SHS SP ADR			10/19/2012		4/23/2013	474	451						23																
622	X	LOWE'S COMPANIES INC			10/19/2012		4/24/2013	383	364						19																
623	X	MAKITA CORP SPOND ADR			4/29/2013		12/3/2013	1,389	1,150						239																
624	X	MARATHON OIL CORP			8/15/2011		1/25/2013	1,226	1,223						3																
625	X	MARATHON OIL CORP			8/15/2011		1/14/2013	3,519	3,017						502																
626	X	RECKITT BENCKISER GROUP			8/22/2011		1/14/2013	960	768						192																
627	X	RECKITT BENCKISER GROUP			9/19/2012		2/1/2013	1,928	1,632						296																
628	X	RECKITT BENCKISER GROUP			7/52/5204		2/1/2013	5,268	4,742						526																
629	X	RECKITT BENCKISER GROUP			7/52/5204		2/1/2013	1,532	1,369						163																
630	X	REGIONS FINL CORP			8/10/2011		2/1/2013	4,991	3,938						1,053																
631	X	RIO TINTO PLC SPNSRD ADR			10/10/2013		12/3/2013	551	556						5																
632	X	RIO TINTO PLC SPNSRD ADR			8/31/2009		4/9/2013	95	77						18																
633	X	RIO TINTO PLC SPNSRD ADR			10/7/2009		4/9/2013	3,804	3,472						332																
634	X	RIO TINTO PLC SPNSRD ADR			8/12/2010		4/9/2013	2,473	2,638						-165																
635	X	RIO TINTO PLC SPNSRD ADR			4/6/2011		4/9/2013	380	582						-202																
636	X	RIO TINTO PLC SPNSRD ADR			4/6/2011		4/30/2013	636	1,019						-383																
637	X	RIO TINTO PLC SPNSRD ADR			10/11/2011		4/30/2013	1,044	1,173						-129																
638	X	EXXON MOBIL CORP COM			5/15/2008		8/8/2013	458	454						4																
639	X	EXXON MOBIL CORP COM			12/16/2008		12/3/2013	1,224	1,008						216																
640	X	FANUC LTD-UNSP			307305102		5/21/2013	3,970	4,355						-385																
641	X	FANUC LTD-UNSP			307305102		5/21/2013	7,548	8,265						-717																
642	X	FANUC LTD-UNSP			1/17/2013		5/21/2013	1,619	1,844						-225																
643	X	FEDERAL HOME LN MTG COR			5/23/2013		11/15/2013	12,000	12,263						-263																
644	X	FEDERAL HOME LN MTG COR			7/19/2013		11/15/2013	4,000	4,059						0																
645	X	FEDERAL HOME LN MTG COR			7/8/2008		11/15/2013	19,000	19,000						0																
646	X	FEDERAL HOME LN MTG COR			3/9/2011		11/15/2013	4,000	4,000						0																
647	X	FEDERAL NATL MTG ASSOC			5/23/2013		11/26/2013	2,091	2,089						2																
648	X	FEDERAL HOME LN MTG COR			11/18/2013		11/26/2013	2,007	2,006						1																
649	X	FOREST LABS INC			8/26/2008		1/30/2013	1,346	1,384						-38																
650	X	FOREST LABS INC			8/26/2008		1/31/2013	1,347	1,384						-37																
651	X	FOREST LABS INC			8/26/2008		2/1/2013	1,347	1,384						-37																
652	X	FOREST LABS INC			8/26/2008		2/1/2013	757	785						-28																
653	X	FOREST LABS INC			8/27/2008		2/1/2013	577	584						-7																
654	X	FOREST LABS INC			8/27/2008		2/5/2013	506	511						-5																
655	X	FOREST LABS INC			12/1/2008		2/5/2013	903	561						342																
656	X	FOREST LABS INC			12/1/2008		2/6/2013	1,321	831						490																
657	X	FOREST LABS INC			12/1/2008		2/7/2013	638	404						234																
658	X	GENERAL ELEC CAP CORP			3/9/2011		1/8/2013	2,000	2,000						0																
659	X	GENERAL ELEC CAP CORP			3/9/2011		1/8/2013	15,000	15,000						0																
660	X	GENERAL ELEC CAP CORP			5/23/2013		11/26/2013	1,006	1,004						2																
661	X	GOLDMAN SACHS GROUP INC			9/24/2012		7/19/2013	2,457	1,750						707																
662	X	GOLDMAN SACHS GROUP INC			9/25/2012		10/10/2013	6,899	5,107						1,792																
663	X	GOLDMAN SACHS GROUP INC			9/25/2012		10/10/2013	1,098	817						281																
664	X	GOLDMAN SACHS GROUP INC			9/25/2012		12/3/2013	1,010	696						314																
665	X	GOLDMAN SACHS GROUP INC			6/25/2012		11/26/2013	1,091	1,085						6																
666	X	GOOGLE INC CL A			38259P508		7/19/2013	2,690	1,683						1,007																
667	X	GOOGLE INC CL A			38259P508		12/3/2013	2,109	1,122						987																
668	X	W W GRAINGER INCORP			38259P508		12/3/2013	1,054	564						490																
669	X	RIO TINTO PLC SPNSRD ADR			384802104		7/5/2013	2,039	2,071						-32																
670	X	RIO TINTO PLC SPNSRD ADR			767204100		4/30/2013	1,226	1,635						-409																
671	X	RIO TINTO PLC SPNSRD ADR			767204100		4/30/2013	1,953	1,879						74																
672	X	RIO TINTO PLC SPNSRD ADR			767204100		4/30/2013	2,679	2,808						-129																
673	X	RIO TINTO PLC SPNSRD ADR			767204100		4/30/2013	1,952	2,120						-258																
674	X	ROCHE HDG LTD SPN ADR			77195104		2/27/2013	2,270	2,466						1,124																
675	X	ROCHE HDG LTD SPN ADR			77195104		4/1/2013	4,206	3,113						1,083																
676	X	ROCHE HDG LTD SPN ADR			77195104		4/1/2013	1,407	1,038						369																
677	X	ROCHE HDG LTD SPN ADR			77195104		4/18/2013	483	346						137																
678	X	ROCHE HDG LTD SPN ADR			77195104		4/18/2013	2,475	1,823						652																
679	X	ROCHE HDG LTD SPN ADR			77195104		5/16/2013	4,094	2,845						1,249																
680	X	ROCHE HDG LTD SPN ADR			77195104		5/16/2013	2,845	2,845						0																

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals															
Capital Gains/Losses										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Other sales										1,550,705		1,346,768		203,937	
										0				0	

Part I, Line 16b (990-PF) - Accounting Fees

		1,500	0	0	1,500
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,500			1,500

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• **Part I, Line 16c (990-PF) - Other Professional Fees**

		21,756	13,054	0	8,702
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	MERRILL LYNCH FEES AS AGENT	21,756	13,054		8,702

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• **Part I, Line 18 (990-PF) - Taxes**

		1,934	1,406	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX DUE	1,406	1,406		
2	ESTIMATED EXCISE PAYMENTS	528			

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• **Part I, Line 23 (990-PF) - Other Expenses**

		303	268	0	35
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	INVESTMENT FEES	268	268		
2	STATE AG FEES	35			35

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		Federal		State/Local		Federal		State/Local	
		244,817		0		391,236		0	
		0		0		0		366,252	
		0		0		0		0	

		Federal		State/Local		Federal		State/Local	
		244,817	391,236	0	0	0	0	366,252	0
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year	State/Local Obligation		
46	U S. TREASURY NOTE		18,187	11,107			0		
47	U S. TREASURY NOTE		16,291	0			0		
48	U S. TREASURY NOTE		15,075	18,083			0		
49	U S. TREASURY NOTE 2.000% FEB 15 20		25,174	70,526			0		
50	U S. TREASURY NOTE		8,826	10,917			0		
51	U S. TREASURY NOTE		9,868	0			0		

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num. Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1						
2	ALKERMES PLC NEW	0		0		3,578
3	ACCENTURE PLC SHS	0		0		5,262
4	STANDARD CHARTERED BK PLC 0 5	0		0		5,811
5	JAPAN TOBACCO INC JPY50000 ORDS	0		0		6,768
6	ANHEUSER-BUSCH INBEV ADR	0		0		13,308
7	APACHE CORPORATION COM	0		0		2,922
8	ASTRAZENECA PLC SPONS ADR	0		0		5,996
9	AUTOZONE INC	0		0		9,081
10	BERKSHIRE HATHAWAY INC	0		0		3,912
11	BRITISH AMERICAN TOBACCO	0		0		4,082
12	CNOOC LTD SPONSORED ADR	0		0		4,316
13	CAPITAL ONE FINL CORP COM	0		0		6,588
14	CITIGROUP INC COM NEW	0		0		5,993
15	COACH INC	0		0		4,547
16	COCA-COLA CO USD	0		0		6,403
17	CIE FINANCIERE RICHEMONT	0		0		7,850
18	CREDIT SUISSE GROUP SPONSORED AD	0		0		5,215
19	DANAHER CORP COMMON	0		0		8,415
20	DIRECTV SHS	0		0		11,326
21	DONGFENG MOTOR GRP H UNS	0		0		1,975
22	ENI S P A SPONSORED ADR	0		0		3,249
23	ECOLAB INC COM	0		0		4,901
24	GRUPO TELEvisa SA DE CV GDR	0		0		4,842
25	HARTFORD FINL SVCS GROUP INC COM	0		0		3,224
26	IMPERIAL TOB GROUP PLC SPONSORED	0		0		13,534
27	BORG WARNER INC	0		0		9,728
28	APPLE COMPUTER INC COM	0		0		23,002
29	APPLIED MATERIALS INC	0		0		10,148
30	BIOGEN IDEC INC	0		0		9,505
31	CVS CORP	0		0		25,264
32	AMETEK INC NEW	0		0		6,847
33	CHEVRONTEXACO CORP	0		0		16,613
34	CHUBB CORPORATION COM	0		0		18,263
35	CISCO SYS INC	0		0		15,903
36	CITIGROUP INC COM NEW	0		0		26,837
37	COCA-COLA CO USD	0		0		8,138
38	COMCAST CORP NEW CL A	0		0		27,334
39	DISNEY (WALT) COMPANY HOLDING CO	0		0		17,190
40	DISCOVER FINL SVCS	0		0		15,442
41	DOVER CORPORATION	0		0		10,812
42	DOW CHEMICAL COMPANY COMMON	0		0		11,810
43	DR PEPPER SNAPPLE GROUP	0		0		7,990
44	EMC CORP(MASS) USD 0 01	0		0		13,455
45	EXXON MOBIL CORP	0		0		19,734
46	GENERAL ELECTRIC CO	0		0		8,801

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num Shares/ Face Value	1,171,335		911,167		0		1,175,249	
			Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year				
47	GOLDMAN SACHS GROUP INC	0		0		0			12,940	
48	GOOGLE INC	0		0		0			36,983	
49	HALLIBURTON COMPANY COM	0		0		0			10,860	
50	INTERNATIONAL PAPER COMPANY COMM	0		0		0			9,757	
51	J P MORGAN CHASE & CO	0		0		0			25,556	
52	LOWES COMPANIES INC COM	0		0		0			21,207	
53	MARATHON OIL CORP	0		0		0			8,648	
54	MASTERCARD INC	0		0		0			27,570	
55	MCKESSON CORPORATION	0		0		0			22,273	
56	MEDTRONIC INC	0		0		0			9,527	
57	MERCK AND CO INC SHS	0		0		0			23,624	
58	MICROSOFT CORP COM	0		0		0			23,868	
59	NETAPP INC	0		0		0			8,269	
60	ORACLE CORPORATION	0		0		0			15,534	
61	PACKAGING CORP AMER	0		0		0			11,201	
62	PFIZER INC COM	0		0		0			23,309	
63	PHILIP MORRIS INTL INC	0		0		0			21,347	
64	REGIONS FINL CORP NEW	0		0		0			8,772	
65	ROSS STORES INC	0		0		0			13,113	
66	SCHLUMBERGER LIMITED COM	0		0		0			14,147	
67	SUNCOR ENERGY INC NEW	0		0		0			15,843	
68	3M CO	0		0		0			25,245	
69	SUNTRUST BANKS INC	0		0		0			10,380	
70	TRW AUTOMOTIVE HLDGS CORP	0		0		0			8,704	
71	TERADATA CORP DEL	0		0		0			7,415	
72	TRAVELERS COS INC	0		0		0			10,955	
73	TWENTY-FIRST CENTURY	0		0		0			14,455	
74	US BANCORP DEL	0		0		0			20,523	
75	UNITED CONTL HLDGS INC	0		0		0			16,305	
76	INTUIT INC COM	0		0		0			3,969	
77	J P MORGAN CHASE & CO	0		0		0			6,550	
78	JIANGSU EXPRESS CO SP AD	0		0		0			1,917	
79	MERCADOLIBRE INC	0		0		0			3,126	
80	MICROSOFT CORP COM	0		0		0			7,332	
81	MITSUBISHI ELEC ADR	0		0		0			8,499	
82	MITSUBISHI UFJ FINL GRP	0		0		0			6,887	
83	NATIONAL-OILWELL INC	0		0		0			4,533	
84	NEWELL RUBBERMAID INC	0		0		0			8,751	
85	KRAFT FOODS GROUP INC	0		0		0			6,739	
86	MAKITA CORP ADR NEW	0		0		0			4,717	
87	NOKIA CORP ADR-A SHS	0		0		0			3,650	
88	LUKOIL-SPONS ADR	0		0		0			4,797	
89	ORANGE ADR	0		0		0			3,705	
90	PRAXAIR INC	0		0		0			5,461	
91	QUALCOMM INC	0		0		0			5,272	
92	SBERBANK SPONSORED ADR	0		0		0			6,084	

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num Shares/ Face Value	1,171,335		911,167		0		1,175,249	
			Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year				
93	ROCHE HLDG LTD SPONSORED ADR	0		0		9,898				
94	ROGERS COMMUNICATIONS INC CL B	0		0		4,027				
95	SANDS CHINA LTD UNSP ADR	0			0	5,179				
96	SANOFI-SYNTHELABO	0			0	7,455				
97	SWATCH GROUP AG UNSPOND	0		0		4,084				
98	TEXTRON INCORPORATED COMMON	0		0		3,897				
99	TIME WARNER INC SHS	0		0		6,554				
100	US BANCORP DEL	0		0		5,858				
101	UNION PACIFIC CORP	0		0		4,872				
102	VEECO INSTRS INC DEL COM	0		0		1,942				
103	VODAFONE GROUP PLC NEW	0		0		6,919				
104	WANT WANT CHINA-UNSPON	0		0		2,183				
105	XILINX INC	0		0		2,480				
106	ZOOMLION HEAVY INDUSTRY	0		0		1,967				
107	VALERO ENERGY CORP NEW	0		0		18,749				
108	AGILENT TECHNOLOGIES INC	0		0		11,381				
109	INGERSOLL-RAND PLC	0		0		13,798				
110	AETNA INC	0		0		9,877				
111	AMERICAN INTERNATIONAL	0		0		14,549				
112	AMGEN INC	0		0		13,347				
113	ALKERMES PLC NEW	0		3,160		0				
114	ACCENTURE PLC SHS	0		4,648		0				
115	STANDARD CHARTERED BK PLC 0.5	0		6,186		0				
116	JAPAN TOBACCO INC JPY50000 ORDS	0		6,837		0				
117	SMC CORPORATION JPY ORDS	71		0		0				
118	ASML HLDG NV NY REG SHS	263		0		0				
119	KOMERCNI BANKA AS	25		0		0				
120	PT BANK RAKYAT INDONESIA	14,335		0		0				
121	AIA GROUP LTD	457		0		0				
122	AGILENT TECHNOLOGIES INC	363		0		0				
123	AMETEK INC NEW	0		5,996		0				
124	ANHEUSER-BUSCH INBEV ADR	229		10,902		0				
125	APACHE CORPORATION COM	0		2,966		0				
126	ASSA ABLOY AB ADR	915		0		0				
127	ASTRAZENECA PLC SPONS ADR	0		5,817		0				
128	ATLAS COPCO AB SPONSORED ADR	525		0		0				
129	AUTOZONE INC	0		7,980		0				
130	BNP PARIBAS	259		0		0				
131	BERKSHIRE HATHAWAY INC	0		3,668		0				
132	BRITISH AMERICAN TOBACCO	0		4,283		0				
133	BRITISH SKY BROADCASTING GRP PLC A	492		0		0				
134	CNOOC LTD SPONSORED ADR	0		4,682		0				
135	CANON INC ADR REPSTG 5 SHS	250		0		0				
136	CAPITAL ONE FINL CORP COM	0		5,259		0				
137	CHINA LIFE INS CO LTD	124		0		0				
138	CITIGROUP INC COM NEW	0		5,712		0				

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
139	COACH INC	0		4,725		1,175,249
140	COCA-COLA CO USD	0		6,246		0
141	CIE FINANCIERE RICHMONT	0		6,221		0
142	CREDIT SUISSE GROUP SPONSORED AD	0		4,507		0
143	DANAHER CORP COMMON	0		6,811		0
144	DIRECTV SHS	0		10,433		0
145	DONGFENG MOTOR GRP H UNS	0		1,908		0
146	ENI S P A SPONSORED ADR	0		2,807		0
147	ECOLAB INC COM	0		4,112		0
148	EXPEDITORS INTL WASH INC COM	220		0		0
149	FANUC LTD-UNSP	441		0		0
150	GRUPO TELEvisa SA DE CV GDR	0		4,603		0
151	HSBC HLDGS PLC	224		0		0
152	HARTFORD FINL SVCS GROUP INC COM	0		3,198		0
153	HENNES AND MAURITZ AB-	2,484		0		0
154	ICICI BK LTD	256		0		0
155	IMPERIAL TOB GROUP PLC SPONSORED	365		13,238		0
156	INTUIT INC COM	0		3,063		0
157	ITAU UNIBANCO BANCO MULT	526		0		0
158	J P MORGAN CHASE & CO	0		5,894		0
159	JIANGSU EXPRESS CO SP AD	0		1,893		0
160	LINDE AG SHS SP ADR	1,242		0		0
161	MAKITA CORP ADR NEW	0		4,779		0
162	MERCADOLIBRE INC	130		2,453		0
163	MICROSOFT CORP COM	0		6,547		0
164	MITSUBISHI ELEC ADR	0		6,841		0
165	MITSUBISHI UFJ FINL GRP	0		6,317		0
166	NATIONAL-OILWELL INC	0		3,976		0
167	NEWELL RUBBERMAID INC	0		7,378		0
168	NISSAN MTR LTD ADR	1,211		0		0
169	NOKIA CORP ADR-A SHS	0		2,917		0
170	LUKOIL-SPONS ADR	0		4,868		0
171	ORANGE ADR	0		3,982		0
172	POSCO	70		0		0
173	PRAXAIR INC	0		4,898		0
174	QUALCOMM INC	0		4,545		0
175	RECKITT BENCKISER GROUP	1,280		0		0
176	RIO TINTO PLC SPON ADR	399		0		0
177	ROCHE HLDG LTD SPONSORED ADR	640		8,128		0
178	ROGERS COMMUNICATIONS INC CL B	245		3,869		0
179	ROYAL DUTCH SHELL PLC	348		0		0
180	SANDS CHINA LTD UNSP ADR	0		3,034		0
181	SANOFI-SYNTHELABO	478		6,181		0
182	SBERBANK SPONSORED ADR	943		6,022		0
183	SWATCH GROUP AG UNSPOND	613		3,556		0
184	TEXTRON INCORPORATED COMMON	0		2,881		0

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
185	TIME WARNER INC SHS	0		5,691		0
186	US BANCORP DEL	0		5,103		0
187	UNION PACIFIC CORP	0		4,515		0
188	VEECO INSTRS INC DEL COM	325		1,766		0
189	VODAFONE GROUP PLC NEW	1,153		4,830		0
190	WANT WANT CHINA-UNSPON	110		1,988		0
191	XILINX INC	0		2,116		0
192	ZOOMLION HEAVY INDUSTRY	0		1,879		0
193	ZURICH INSURANCE GROUP	609		0		0
194	KRAFT FOODS GROUP INC	0		6,940		0
195	LIBERTY GLOBAL INC SER A	234		0		0
196	INGERSOLL-RAND PLC	264		8,124		0
197	ACTIVISION BLIZZARD INC	623		0		0
198	AETNA INC	0		9,552		0
199	AGILENT TECHNOLOGIES INC	245		7,428		0
200	ALTERA CORP	214		0		0
201	AMERICAN INTERNATIONAL	338		9,793		0
202	AMGEN INC	135		8,019		0
203	APPLE COMPUTER INC COM	68		23,503		0
204	APPLIED MATERIALS INC	0		8,441		0
205	BIOGEN IDEC INC	0		7,554		0
206	BORG WARNER INC	0		8,411		0
207	CVS CORP	408		16,993		0
208	CAPITAL ONE FINL CORP COM	181		0		0
209	CHEVRONTXACO CORP	269		11,912		0
210	CHUBB CORPORATION COM	227		9,954		0
211	CISCO SYS INC	0		17,517		0
212	CITIGROUP INC COM NEW	604		15,744		0
213	COCA-COLA CO USD	235		7,460		0
214	COMCAST CORP NEW CL A	603		19,355		0
215	DISNEY (WALT) COMPANY HOLDING CO	265		11,179		0
216	DISCOVER FINL SVCS	391		8,454		0
217	DOVER CORPORATION	134		3,949		0
218	DOW CHEMICAL COMPANY COMMON	0		11,017		0
219	DR PEPPER SNAPPLE GROUP	197		6,525		0
220	EMC CORP(MASS) USD 0 01	450		13,681		0
221	EXXON MOBIL CORP	356		16,433		0
222	FOREST LABORATORIES INC COMMON	279		0		0
223	GAP INC	251		0		0
224	GENERAL ELECTRIC CO	0		8,321		0
225	GOLDMAN SACHS GROUP INC	145		8,794		0
226	GOOGLE INC	38		20,434		0
227	HALLIBURTON COMPANY COM	0		9,870		0
228	INTERNATIONAL PAPER COMPANY COMM	338		7,728		0
229	J P MORGAN CHASE & CO	513		15,849		0
230	KLA TENCOR CORP	164		0		0

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num. Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
231	LIMITED INC	147		0		0
232	LOWES COMPANIES INC COM	0		16,599		0
233	MARATHON OIL CORP	278		8,479		0
234	MASTERCARD INC	38		16,282		0
235	MCKESSON CORPORATION	163		7,476		0
236	MEDTRONIC INC	0		9,189		0
237	MERCK AND CO INC SHS	449		19,790		0
238	MICROSOFT CORP COM	918		19,848		0
239	NRG ENERGY INC	349		0		0
240	NETAPP INC	0		8,548		0
241	NEWS CORP	764		0		0
242	NIKE INC CL B	200		0		0
243	ORACLE CORPORATION	485		12,750		0
244	PACKAGING CORP AMER	0		7,328		0
245	PFIZER INC COM	895		18,410		0
246	PHILIP MORRIS INTL INC	281		18,233		0
247	RAYTHEON CO	190		0		0
248	REGIONS FINL CORP NEW	0		8,535		0
249	ROSS STORES INC	206		3,366		0
250	SCHLUMBERGER LIMITED COM	0		13,946		0
251	SUNCOR ENERGY INC NEW	0		15,429		0
252	SUNTRUST BANKS INC	0		7,987		0
253	TRW AUTOMOTIVE HLDGS CORP	0		6,824		0
254	TERADATA CORP DEL	126		10,549		0
255	3M CO	211		16,264		0
256	TIME WARNER CABLE INC	181		0		0
257	TRAVELERS COS INC	146		5,143		0
258	TWENTY-FIRST CENTURY	0		6,463		0
259	US BANCORP DEL	453		16,987		0
260	UNITED CONTL HLDGS INC	0		10,905		0
261	UNITED HEALTH GROUP INC	310		0		0
262	VALERO ENERGY CORP NEW	433		8,088		0
263	VERIZON COMMUNICATIONS INC	336		0		0
264	WESTERN DIGITAL CORP	299		0		0

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

Description		Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1				188,238	353,751	0	372,338
2	AT&T INC			0	0		7,880
3	ANHEUSER-BUSCH INBEV WOR			0	0		3,700
4	APPLE INC			0	0		8,093
5	CHEVRON CORP			0	0		8,802
6	CISCO SYSTEMS INC			0	0		7,874
7	CITIGROUP INC			0	0		4,239
8	CREDIT SUISSE FIRST BOSTON USA			0	0		6,269
9	DEERE & COMPANY			0	0		7,481
10	GENERAL ELEC CAP CORP			0	0		4,010
11	GOLDMAN SACHS GROUP INC			0	0		8,657
12	APPLE INC			0	0		21,581
13	CHEVRON CORP			0	0		23,472
14	CISCO SYSTEMS INC			0	0		22,497
15	CITIGROUP INC			0	0		12,717
16	CREDIT SUISSE FIRST BOSTON USA			0	0		16,716
17	DEERE & COMPANY			0	0		22,442
18	GENERAL ELEC CAP CORP			0	0		12,030
19	GOLDMAN SACHS GROUP INC			0	0		22,726
20	JPMORGAN CHASE & CO			0	0		20,605
21	SHELL INTERNATIONAL FIN			0	0		21,922
22	JPMORGAN CHASE & CO			0	0		7,212
23	SHELL INTERNATIONAL FIN			0	0		7,673
24	VERIZON COMMUNICATIONS			0	0		8,342
25	WELLS FARGO & COMPANY			0	0		3,974
26	WELLS FARGO & COMPANY			0	0		4,031
27	VERIZON COMMUNICATIONS			0	0		21,899
28	WELLS FARGO & COMPANY			0	0		11,922
29	WELLS FARGO & COMPANY			0	0		11,084
30	AT&T INC			0	0		21,388
31	ANHEUSER-BUSCH INBEV WOR			0	0		11,100
32	AT&T INC			0	8,108		0
33	ANHEUSER-BUSCH INBEV WOR			0	3,914		0
34	APPLE INC			0	8,710		0
35	CHEVRON CORP			0	8,996		0
36	CISCO SYSTEMS INC			0	8,122		0
37	CITIGROUP INC			0	4,391		0
38	CREDIT SUISSE FIRST BOSTON USA			0	6,261		0
39	DEERE & COMPANY			0	8,022		0
40	GOLDMAN SACHS GROUP INC			0	8,655		0
41	JPMORGAN CHASE & CO			0	7,212		0
42	SHELL INTERNATIONAL FIN			0	7,953		0
43	VERIZON COMMUNICATIONS			0	8,358		0
44	WELLS FARGO & COMPANY			0	3,989		0
45	WELLS FARGO & COMPANY			0	4,034		0
46	AT&T INC			16,187	19,550		0

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

Description		Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
47	ANHEUSER-BUSCH INBEV WOR			9,121	11,952		0
48	APPLE INC			0	23,431		0
49	CHEVRON CORP			19,188	24,094		0
50	CISCO SYSTEMS INC			15,930	20,463		0
51	CITIGROUP INC			8,615	11,788		0
52	CREDIT SUISSE FIRST BOSTON USA			13,820	15,864		0
53	DEERE & COMPANY			19,089	23,895		0
54	GENERAL ELEC CAP CORP			17,001	0		0
55	GOLDMAN SACHS GROUP INC			16,926	21,188		0
56	JPMORGAN CHASE & CO			16,878	19,895		0
57	SHELL INTERNATIONAL FIN			16,976	20,307		0
58	VERIZON COMMUNICATIONS			18,510	21,486		0
59	WELLS FARGO & COMPANY			0	12,019		0
60	WELLS FARGO & COMPANY			0	11,094		0

Part II, Line 15 (990-PF) - Other Assets

		0	1,518,064	2,517,398
		Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	AXA Equitable	1,000,000	1,000,000	1,135,894
2	Pacific City Financial Corp	518,064	518,064	1,381,504

- **Part III (990-PF) - Changes in Net Assets or Fund Balances**

Line 3 - Other increases not included in Part III, Line 2

1	Gain on PY Sales Not Settles at Year End	1	1,443
2	Purchase of Accrued Interest C/O from PY	2	349
3	Total	3	1,792

Line 5 - Decreases not included in Part III, Line 2

1	Bond Amortization	1	3,268
2	Cost Basis Adjustment	2	4,964
3	Purchase of Accrued Interest	3	906
4	Total	4	9,138

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Amount	15	0	Short Term CG Distributions		Amount	15	0	987	1,347,735	203,922	203,922	0	Excess of FMV Over Adj Basis	0	Gain Minus Excess of FMV Over Adjusted Basis or Losses	203,922
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gain Minus Excess of FMV Over Adjusted Basis or Losses					
1 ALTEA CORP COM	027441100		1/16/2010	1/15/2013	1,540			1,523	17				17				17	
2 ALTEA CORP COM	027441100		1/16/2010	1/15/2013	1,437			1,418	19				19				19	
3 AMERICAN INTERNATIONAL	026874784		9/17/2012	1/15/2013	1,395			1,395	472				472				472	
4 AMERICAN INTERNATIONAL	026874784		9/17/2012	1/15/2013	631			453	178				178				178	
5 AMETEK INC NEW	031100100		10/16/2010	1/15/2013	1,537			1,419	118				118				118	
6 AMGEN INC COM PV \$0.0001	031162100		10/16/2010	1/15/2013	3,908			2,575	1,333				1,333				1,333	
7 AMGEN INC COM PV \$0.0001	031162100		10/16/2010	1/15/2013	928			286	539				253				253	
8 ANHEUSER-BUSCH INBEV WOR	035231000		1/16/2012	1/15/2013	3,388			2,031	978				978				978	
9 ANHEUSER-BUSCH INBEV WOR	035231000		1/16/2012	1/15/2013	2,731			1,625	1,106				1,106				1,106	
10 ANHEUSER-BUSCH INBEV WOR	035231000		1/16/2012	1/15/2013	2,438			1,534	904				904				904	
11 ANHEUSER-BUSCH INBEV WOR	035231000		1/16/2012	1/15/2013	2,585			1,644	941				941				941	
12 ANHEUSER-BUSCH INBEV WOR	035231000		1/16/2012	1/15/2013	862			552	310				310				310	
13 ANHEUSER-BUSCH INBEV WOR	035231000		1/16/2012	1/15/2013	574			516	58				58				58	
14 ANHEUSER-BUSCH INBEV WOR	035231000		1/16/2012	1/15/2013	5,325			4,819	506				506				506	
15 ANHEUSER-BUSCH INBEV WOR	035231000		1/16/2012	1/15/2013	1,800			1,075	725				725				725	
16 ANHEUSER-BUSCH INBEV WOR	035231000		1/16/2012	1/15/2013	1,800			1,075	725				725				725	
17 ATLAS COPCO A DR NEW	049255706		5/23/2013	1/15/2013	508			469	37				37				37	
18 ATLAS COPCO A DR NEW	049255706		5/23/2013	1/15/2013	1,744			1,680	64				64				64	
19 AUTOZONE INC NEVADA COM	053332102		5/23/2013	1/15/2013	2,338			2,100	238				238				238	
20 AUTOZONE INC NEVADA COM	053332102		5/23/2013	1/15/2013	3,611			2,811	800				800				800	
21 BNP PARIBAS SPONSORD ADR	05565A202		5/23/2013	1/15/2013	1,676			915	761				761				761	
22 BNP PARIBAS SPONSORD ADR	05565A202		5/23/2013	1/15/2013	3,611			3,167	444				444				444	
23 BNP PARIBAS SPONSORD ADR	05565A202		5/23/2013	1/15/2013	2,196			1,681	515				515				515	
24 BNP PARIBAS SPONSORD ADR	05565A202		5/23/2013	1/15/2013	1,984			1,889	95				95				95	
25 BERKSHIRE HATHAWAY INC	064670702		5/23/2013	1/15/2013	1,043			1,000	43				43				43	
26 BERKSHIRE HATHAWAY INC	064670702		5/23/2013	1/15/2013	574			444	130				130				130	
27 BIOGEN IDEC INC	09082X103		8/6/2013	1/15/2013	626			576	50				50				50	
28 BORG WARNER INC COM	099724106		5/23/2013	1/15/2013	1,182			1,240	-58				-58				-58	
29 BRITISH AMN TOBACO SPADR	110448107		5/23/2013	1/15/2013	1,168			1,240	-72				-72				-72	
30 BRITISH AMN TOBACO SPADR	110448107		5/23/2013	1/15/2013	3,387			3,135	252				252				252	
31 BRITISH SKY BOCI SPD ADR	111013108		5/23/2013	1/15/2013	3,912			3,487	425				425				425	
32 BRITISH SKY BOCI SPD ADR	111013108		5/23/2013	1/15/2013	3,053			2,794	259				259				259	
33 BRITISH SKY BOCI SPD ADR	111013108		5/23/2013	1/15/2013	2,426			2,282	144				144				144	
34 BRITISH SKY BOCI SPD ADR	111013108		5/23/2013	1/15/2013	1,670			1,651	19				19				19	
35 BRITISH SKY BOCI SPD ADR	111013108		5/23/2013	1/15/2013	3,483			3,127	356				356				356	
36 BRITISH SKY BOCI SPD ADR	111013108		5/23/2013	1/15/2013	1,431			1,600	-169				-169				-169	
37 BRITISH SKY BOCI SPD ADR	111013108		5/23/2013	1/15/2013	2,004			2,018	-14				-14				-14	
38 BRITISH SKY BOCI SPD ADR	111013108		5/23/2013	1/15/2013	2,385			2,204	181				181				181	
39 BRITISH SKY BOCI SPD ADR	111013108		5/23/2013	1/15/2013	1,336			1,330	6				6				6	
40 BRITISH SKY BOCI SPD ADR	111013108		5/23/2013	1/15/2013	3			2	1				1				1	
41 C3I BRANDS INC SHS	128664105		10/19/2012	1/15/2013	970			892	78				78				78	
42 JAPAN TOBACCO INC 2914	027669106		2/6/2013	1/15/2013	4,925			4,758	167				167				167	
43 JAPAN TOBACCO INC 2914	027669106		2/6/2013	1/15/2013	1,607			1,516	91				91				91	
44 JAPAN TOBACCO INC 2914	027669106		2/6/2013	1/15/2013	2,227			2,084	143				143				143	
45 JAPAN TOBACCO INC 2914	027669106		2/6/2013	1/15/2013	6,989			6,296	693				693				693	
46 SMC CORP 8273	075734103		9/19/2012	1/15/2013	2,925			2,744	181				181				181	
47 SMC CORP 8273	075734103		9/19/2012	1/15/2013	1,038			969	69				69				69	
48 SMC CORP 8273	075734103		9/19/2012	1/15/2013	1,558			1,444	114				114				114	
49 SMC CORP 8273	075734103		9/19/2012	1/15/2013	4,968			3,904	1,064				1,064				1,064	
50 ASML HLDG NV NY REG SHS	N07059210		9/28/2012	5/23/2013	4,327			3,073	1,254				1,254				1,254	
51 ASML HLDG NV NY REG SHS	N07059210		9/28/2012	5/23/2013	4,007			3,017	990				990				990	
52 ASML HLDG NV NY REG SHS	N07059210		9/28/2012	5/23/2013	5,449			4,396	1,053				1,053				1,053	
53 ASML HLDG NV NY REG SHS	N07059210		9/28/2012	5/23/2013	3,775			3,167	608				608				608	
54 ASML HLDG NV NY REG SHS	N07059210		9/28/2012	5/23/2013	727			516	211				211				211	
55 ASML HLDG NV NY REG SHS	N07059210		9/28/2012	5/23/2013	1,801			1,551	250				250				250	
56 ASML HLDG NV NY REG SHS	N07059210		9/28/2012	5/23/2013	5,020			4,422	598				598				598	
57 VANDEX NV CL A	N97284108		2/25/2013	5/23/2013	1,037			877	160				160				160	
58 VANDEX NV CL A	N97284108		2/25/2013	5/23/2013	1,920			1,812	108				108				108	
59 VANDEX NV CL A	N97284108		2/25/2013	5/23/2013	2,110			2,320	-210				-210				-210	
60 W W GRAINGER INCORP	345838106		5/23/2013	1/15/2013	3,458			3,384	74				74				74	
61 FEDERAL NATL MTG ASSOC	31398A001		5/23/2013	1/15/2013	5,008			4,935	73				73				73	
62 FOREST LABS INC	345838106		5/23/2013	1/15/2013	3,458			3,384	74				74				74	
63 W W GRAINGER INCORP	345838106		5/23/2013	1/15/2013	3,458			3,384	74				74				74	
64 GRUPO TELEVIS SA ADR	40049206		9/16/2013	1/15/2013	3,458			3,384	74				74				74	
65 GRUPO TELEVIS SA ADR	40049206		9/16/2013	1/15/2013	3,458			3,384	74				74				74	
66 USBC HLDG PLC SP ADR	404280408		1/16/2011	1/15/2013	2,132			1,951	181				181				181	
67 USBC HLDG PLC SP ADR	404280408		1/16/2011	1/15/2013	2,132			1,951	181				181				181	
68 USBC HLDG PLC SP ADR	404280408		1/16/2011	1/15/2013	2,132			1,951	181				181				181	
69 USBC HLDG PLC SP ADR	404280408		1/16/2011	1/15/2013	2,132			1,951	181				181				181	
70 USBC HLDG PLC SP ADR	404280408		1/16/2011	1/15/2013	2,132			1,951	181				181				181	
71 USBC HLDG PLC SP ADR	404280408		1/16/2011	1/15/2013	2,132			1,951	181				181				181	
72 USBC HLDG PLC SP ADR	404280408		1/16/2011	1/15/2013	2,132			1,951	181				181				181	
73 HALLIBURTON COMPANY	408216101		8/6/2013	1/15/2013	716			719	-3				-3				-3	
74 HARTFORD FIN SVCS GROUP	418515104		11/25/2013	1/15/2013	4,388			3,534	854				854				854	
75 MARATHON OIL CORP	565849106		8/22/2011	1/15/2013	523			493	30				30				30	
76 MARATHON OIL CORP	565849106		8/22/2011	1/15/2013	523			493	30				30				30	
77 MASCO CORP	574599106		5/23/2013	1/15/2013	2,366			2,366	-131				-131				-131	
78 MASCO CORP	574599106		5/23/2013	1/15/2013	2,366			2,366	-131				-131				-131	
79 MASCO CORP	574599106		5/23/2013	1/15/2013	2,366			2,366	-131				-131				-131	
80 MCKESSON CORPORATION COM	576360104		12/11/2012	1/15/2013	1,507			964	543				543				543	
81 MCKESSON CORPORATION COM	576360104		12/11/2012	1/15/2013	2,134			601	1,533				1,533				1,533	
82 MCKESSON CORPORATION COM	576360104		12/11/2012	1/15/2013	164			33	131				131				131	
83 MEDTRONIC INC COM	585055106		3/6/2009	12/2/2013	982			234	748				748				748	
84 MEDTRONIC INC COM	585055106		3/6/2009	12/2/2013	982			234	748				748				748	
85 MEDTRONIC INC COM	585055106		3/6/2009	12/2/2013	982		</											

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG 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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

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Short Term CG Distributions															0										
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CUSIP #																									
Date Acquired																									
Date Sold																									
Gross Sales Price																									
Depreciation Allowed																									
Adjustments																									
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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions										15	Short Term CG Distributions										0
CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F.M.V. as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of F.M.V. Over Adj. Basis	0	203,822	1,347,735	203,822	0	0	203,925			
Gains Minus Excess of F.M.V. Over Adj. Basis of Losses																		327			
580 EXPEDITORS INTL WASH INC	302130109	1/1/2013	3/15/2013	2,875			3,202		-327	0	0	0									
590 EXXON MOBIL CORP COM	30331G102	5/15/2008	7/18/2013	1,934			3,817		171	0	0	0									
591 EXXON MOBIL CORP COM	30331G102	6/9/2008	6/16/2013	1,931			3,210		-19	0	0	0									
592 EXXON MOBIL CORP COM	30331G102	12/1/2008	8/6/2013	8,701			7,368		1,333	0	0	0									
593 KINGFISHER PLC SP ADR	485724403	2/20/2013	5/23/2013	4,295			3,723		572	0	0	0									
594 KINGFISHER PLC SP ADR	485724403	2/21/2013	5/23/2013	9,554			8,276		1,278	0	0	0									
595 KINGFISHER PLC SP ADR	485724403	4/12/2013	5/23/2013	1,724			1,602		122	0	0	0									
596 KRAFT FOODS GROUP INC	50076Q106	5/23/2013	11/29/2013	1,846			1,985		-140	0	0	0									
597 L BRANDS INC	50179T104	8/3/2010	4/29/2013	1,401			743		658	0	0	0									
598 L BRANDS INC	50179T104	8/2/2010	4/29/2013	3,453			1,786		1,667	0	0	0									
599 L BRANDS INC	50179T104	8/3/2010	4/29/2013	2,495			1,331		1,164	0	0	0									
600 LIBERTY GLOBAL INC	530555101	6/10/2010	5/9/2013	4,962			1,622		3,340	0	0	0									
601 LIBERTY GLOBAL INC	530555101	1/9/2012	5/9/2013	305			167		138	0	0	0									
602 LIBERTY GLOBAL INC	530555101	7/22/2011	5/9/2013	763			441		322	0	0	0									
603 LIBERTY GLOBAL INC	530555101	1/9/2012	5/23/2013	1,791			1,003		788	0	0	0									
604 LIBERTY GLOBAL INC	530555101	8/22/2012	5/23/2013	3,284			2,417		867	0	0	0									
605 LIBERTY GLOBAL INC	530555101	9/19/2012	5/23/2013	1,941			1,483		458	0	0	0									
606 LIBERTY GLOBAL INC	530555101	12/1/2012	5/23/2013	1,418			1,195		233	0	0	0									
607 LIBERTY GLOBAL INC	530555101	4/9/2013	5/23/2013	1,567			1,551		16	0	0	0									
608 LIBERTY GLOBAL INC	530555101	11/6/2012	5/23/2013	3,135			2,456		679	0	0	0									
609 LINDE AG SHS SP ADR	535223200	11/16/2011	1/3/2013	1,693			1,460		233	0	0	0									
610 LINDE AG SHS SP ADR	535223200	1/26/2012	1/3/2013	1,761			1,622		139	0	0	0									
611 LINDE AG SHS SP ADR	535223200	2/1/2012	1/3/2013	1,847			1,748		99	0	0	0									
612 LINDE AG SHS SP ADR	535223200	3/14/2012	3/20/2013	1,780			1,646		134	0	0	0									
613 LINDE AG SHS SP ADR	535223200	7/31/2012	3/20/2013	2,670			2,111		559	0	0	0									
614 LINDE AG SHS SP ADR	535223200	5/30/2012	3/20/2013	1,289			1,033		256	0	0	0									
615 LINDE AG SHS SP ADR	535223200	7/31/2012	4/18/2013	1,294			1,063		231	0	0	0									
616 LINDE AG SHS SP ADR	535223200	8/8/2012	4/18/2013	1,440			1,225		215	0	0	0									
617 LINDE AG SHS SP ADR	535223200	10/16/2012	4/23/2013	584			556		28	0	0	0									
618 LINDE AG SHS SP ADR	535223200	8/8/2012	4/23/2013	3,375			2,870		505	0	0	0									
619 LINDE AG SHS SP ADR	535223200	8/23/2012	4/23/2013	1,660			1,419		241	0	0	0									
620 LINDE AG SHS SP ADR	535223200	9/19/2012	4/23/2013	2,280			2,172		108	0	0	0									
621 LINDE AG SHS SP ADR	535223200	10/19/2012	4/23/2013	474			451		23	0	0	0									
622 LINDE AG SHS SP ADR	535223200	10/19/2012	4/24/2013	363			364		19	0	0	0									
623 LOWES COMPANIES INC	548661107	4/29/2013	12/3/2013	1,389			1,150		239	0	0	0									
624 MAXIMA CORP SPOND ADR	560877300	8/14/2013	11/25/2013	1,228			1,233		3	0	0	0									
625 MARATHON OIL CORP	565843106	8/15/2011	1/14/2013	3,519			3,017		502	0	0	0									
626 MARATHON OIL CORP	565843106	8/22/2011	1/14/2013	960			788		192	0	0	0									
627 RECKITT BENCKISER GROUP	756255204	3/14/2012	2/1/2013	1,928			1,632		296	0	0	0									
628 RECKITT BENCKISER GROUP	756255204	9/19/2012	2/1/2013	5,288			4,742		526	0	0	0									
629 RECKITT BENCKISER GROUP	756255204	10/18/2012	2/1/2013	1,532			1,369		163	0	0	0									
630 RECKITT BENCKISER GROUP	756255204	8/10/2011	2/1/2013	4,991			3,938		1,053	0	0	0									
631 REGIONS FINL CORP	7591EP100	10/10/2013	12/3/2013	551			556		5	0	0	0									
632 RIO TINTO PLC SPNSRD ADR	787204100	8/31/2009	4/9/2013	95			77		18	0	0	0									
633 RIO TINTO PLC SPNSRD ADR	787204100	10/7/2008	4/9/2013	3,804			3,472		332	0	0	0									
634 RIO TINTO PLC SPNSRD ADR	787204100	8/12/2010	4/9/2013	2,473			2,636		-165	0	0	0									
635 RIO TINTO PLC SPNSRD ADR	787204100	4/6/2011	4/9/2013	380			582		-202	0	0	0									
636 RIO TINTO PLC SPNSRD ADR	787204100	4/6/2011	4/30/2013	636			1,019		-383	0	0	0									
637 RIO TINTO PLC SPNSRD ADR	787204100	10/11/2011	4/30/2013	1,044			1,173		-129	0	0	0									
638 EXXON MOBIL CORP COM	30231G102	5/15/2008	8/9/2013	458			454		4	0	0	0									
639 EXXON MOBIL CORP COM	30231G102	12/1/2008	12/3/2013	1,224			1,008		216	0	0	0									
640 FANUC LTD-UNSP	307305102	1/26/2012	5/21/2013	3,970			4,355		-385	0	0	0									
641 FANUC LTD-UNSP	307305102	11/27/2012	5/21/2013	7,548			8,265		-717	0	0	0									
642 FANUC LTD-UNSP	307305102	1/11/2013	5/21/2013	1,619			1,844		-225	0	0	0									
643 FEDERAL HOME LN MTG CORP	31344A0U8	7/19/2013	11/15/2013	12,000			12,263		-263	0	0	0									
644 FEDERAL HOME LN MTG CORP	31344A0U8	7/19/2013	11/15/2013	4,000			4,059		-59	0	0	0									
645 FEDERAL HOME LN MTG CORP	31344A0U8	3/9/2011	11/15/2013	19,000			19,000		0	0	0	0									
646 FEDERAL HOME LN MTG CORP	3135G0BA0	3/9/2011	11/15/2013	2,091			2,089		2	0	0	0									
647 FEDERAL NATL MTG ASSOC	3137EADH9	11/18/2013	11/26/2013	2,007			2,006		1	0	0	0									
648 FEDERAL HOME LN MTG CORP	345838106	8/26/2008	1/30/2013	1,346			1,384		-38	0	0	0									
649 FOREST LABS INC	345838106	8/26/2008	1/31/2013	1,347			1,384		-37	0	0	0									
650 FOREST LABS INC	345838106	8/26/2008	2/1/2013	1,347			1,384		-37	0	0	0									
651 FOREST LABS INC	345838106	8/26/2008	2/4/2013	757			785		-28	0	0	0									
652 FOREST LABS INC	345838106	8/27/2008	2/4/2013	577			584		-7	0	0	0									
653 FOREST LABS INC	345838106	8/27/2008	2/5/2013	506			511		-5	0	0	0									
654 FOREST LABS INC	345838106	12/1/2008	2/5/2013	903			903		0	0	0	0									
655 FOREST LABS INC	345838106	12/1/2008	2/6/2013	1,321			831		342	0	0	0									
656 FOREST LABS INC	345838106	12/1/2008	2/7/2013	638			404		490	0	0	0									
657 FOREST LABS INC	3696ZGAH4	3/9/2011	1/8/2013	2,000			2,000		0	0	0	0									
658 GENERAL ELEC CAP CORP	3696ZGAH4	1/11/2010	1/8/2013	15,000			15,000		0	0	0	0									
659 GENERAL ELEC CAP CORP	3696ZGAH4	5/23/2013	11/26/2013	1,006			1,004		2	0	0	0									
660 GENERAL ELEC CAP CORP	3696ZGAH4	9/24/2012	7/19/2013	2,457			1,750		707	0	0	0									
661 GOLDMAN SACHS GROUP INC	38141G104	9/25/2012	10/10/2013	6,899			5,107		1,792	0	0	0									
662 GOLDMAN SACHS GROUP INC	38141G104	9/25/2012	10/10/2013	1,058			817		281	0	0	0									
663 GOLDMAN SACHS GROUP INC	38141G104	9/25/2012	12/3/2013	1,091			1,085		6	0	0	0									
664 GOLDMAN SACHS GROUP INC	38141G104	9/25/2012	7/19/2013	1,091			1,583		-490	0	0	0									
665 GOLDMAN SACHS GROUP INC	38141G104	8/25/2012	12/3/2013	2,590			1,922		668	0	0	0									
666 GOOGLE INC CL A	38259P508	8/25/2012	7/19/2013	2,109			1,532		577	0	0	0									
667 GOOGLE INC CL A	38259P508	8/25/2012	7/19/2013	1,052			1,052		0	0	0	0									
668 GOOGLE INC CL A	38259P508	8/25/2012	12/3/2013	1,052			1,052		0	0	0	0									
669 GOOGLE INC CL A	38259P508	8/25/2012	7/19/2013	1,052			1,052		0	0	0	0									
670 GOOGLE INC CL A	38259P508	8/25/2012	7/19/2013	1,052			1,052		0	0	0	0									
671 RIO TINTO PLC SPNSRD ADR	787204100	5/30/2012	4/30/2013	1,228			1,835		-607	0	0	0									
672 RIO TINTO PLC SPNSRD ADR	787204100	7/6/2012	4/30/2013	2,879			2,608		-271	0	0	0									

Long Term CG Distributions													Short Term CG Distributions												
Amount													Amount												
15													0												
Description of Property Sold													Description of Property Sold												
CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses													
673 RIO TINTO PLC SPNSR ADR		9/18/2012	4/30/2013	1,882		0	2,120	-258		0	0	203,922	203,922												
674 RIO TINTO PLC SPNSR ADR		9/18/2012	4/30/2013	2,770		0	2,466	-196		0	0	-258	-258												
675 ROCHE HDGLD LTD SPN ADR		11/02/2012	7/20/2013	4,756		0	3,632	1,124		0	0	-196	-196												
676 ROCHE HDGLD LTD SPN ADR		11/02/2012	7/20/2013	4,756		0	3,632	1,124		0	0	1,124	1,124												
677 ROCHE HDGLD LTD SPN ADR		11/02/2012	7/20/2013	4,756		0	3,113	1,643		0	0	1,093	1,093												
678 ROCHE HDGLD LTD SPN ADR		11/02/2012	7/20/2013	4,756		0	3,113	1,643		0	0	369	369												
679 ROCHE HDGLD LTD SPN ADR		11/02/2012	7/20/2013	4,756		0	3,46	137		0	0	137	137												
680 ROCHE HDGLD LTD SPN ADR		11/02/2012	7/20/2013	4,756		0	1,823	652		0	0	652	652												
681 STANDARD CHARTERED ORD		5/16/2013	5/23/2013	1,402		87	1,488	1		0	0	1,249	1,249												
682 STANDARD CHARTERED ORD		5/16/2013	5/23/2013	1,402		297	4,365	-1		0	0	0	0												
683 STANDARD CHARTERED ORD		5/16/2013	11/25/2013	1,430		0	1,591	-161		0	0	-161	-161												
684 STANDARD CHARTERED ORD		5/17/2013	11/25/2013	448		0	502	-57		0	0	-57	-57												
685 STANDARD CHARTERED ORD		5/17/2013	11/25/2013	234		0	247	-13		0	0	-13	-13												
686 JAPAN TOBACCO INC 2914		2/5/2013	5/21/2013	7,398		0	6,863	735		0	0	735	735												
687 ROCHE HDGLD LTD SPN ADR		5/1/2012	5/18/2013	320		0	197	123		0	0	123	123												
688 ROCHE HDGLD LTD SPN ADR		7/9/2012	5/20/2013	317		0	215	102		0	0	102	102												
689 ROCHE HDGLD LTD SPN ADR		5/1/2012	5/20/2013	2,538		0	1,573	965		0	0	961	961												
690 ROCHE HDGLD LTD SPN ADR		7/9/2012	5/21/2013	4,359		0	2,882	1,477		0	0	1,377	1,377												
691 ROCHE HDGLD LTD SPN ADR		7/9/2012	5/23/2013	1,237		0	817	420		0	0	420	420												
692 ROCHE HDGLD LTD SPN ADR		8/9/2012	5/23/2013	5,694		0	3,693	1,771		0	0	1,771	1,771												
693 ROCHE HDGLD LTD SPN ADR		9/19/2012	5/23/2013	1,952		0	1,155	407		0	0	407	407												
694 ROCHE HDGLD LTD SPN ADR		9/19/2012	11/25/2013	1,481		0	1,011	450		0	0	450	450												
695 ROCHE HDGLD LTD SPN ADR		10/18/2012	11/25/2013	1,183		0	858	325		0	0	325	325												
696 ROGERS COMMUNICATIONS B		10/4/2010	2/7/2013	878		0	718	160		0	0	160	160												
697 ROGERS COMMUNICATIONS B		9/29/2010	2/7/2013	92		0	77	15		0	0	15	15												
698 ROGERS COMMUNICATIONS B		10/4/2010	2/6/2013	2,013		0	1,662	351		0	0	351	351												
699 ROGERS COMMUNICATIONS B		10/4/2010	2/11/2013	1,237		0	1,020	217		0	0	217	217												
700 ROGERS COMMUNICATIONS B		10/4/2010	2/12/2013	46		0	38	8		0	0	8	8												
701 ROGERS COMMUNICATIONS B		3/9/2011	2/13/2013	1,474		0	1,126	348		0	0	348	348												
702 ROGERS COMMUNICATIONS B		3/9/2011	2/13/2013	996		0	880	262		0	0	262	262												
703 ROGERS COMMUNICATIONS B		5/18/2011	2/14/2013	996		0	774	222		0	0	222	222												
704 ROGERS COMMUNICATIONS B		7/22/2011	2/14/2013	382		0	833	163		0	0	163	163												
705 ROGERS COMMUNICATIONS B		9/19/2011	2/15/2013	1,668		0	321	41		0	0	41	41												
706 ROGERS COMMUNICATIONS B		9/19/2011	2/15/2013	1,668		0	1,458	210		0	0	210	210												
707 ROGERS COMMUNICATIONS B		7/22/2011	2/15/2013	324		0	281	43		0	0	43	43												
708 ROGERS COMMUNICATIONS B		10/4/2010	11/25/2013	820		0	602	18		0	0	18	18												
709 ROGERS COMMUNICATIONS B		10/7/2010	11/25/2013	398		0	399	9		0	0	9	9												
710 ROSS STORES INC COM		3/4/2009	7/19/2013	1,463		0	427	1,036		0	0	1,036	1,036												
711 ROSS STORES INC COM		3/4/2009	7/23/2013	681		0	175	466		0	0	466	466												
712 ROYAL DUTCH SHELL PLC		6/11/2012	11/07/2013	7,112		0	6,968	524		0	0	524	524												
713 ROYAL DUTCH SHELL PLC		6/11/2012	11/07/2013	2,646		0	2,438	208		0	0	208	208												
714 ROYAL DUTCH SHELL PLC		6/12/2012	11/5/2013	572		0	531	41		0	0	41	41												
715 ROYAL DUTCH SHELL PLC		6/12/2012	5/23/2013	5,687		0	5,373	294		0	0	294	294												
716 ROYAL DUTCH SHELL PLC		7/6/2012	5/23/2013	3,218		0	3,230	-12		0	0	-12	-12												
717 ROYAL DUTCH SHELL PLC		9/18/2012	5/23/2013	2,169		0	2,116	-147		0	0	-147	-147												
718 ROYAL DUTCH SHELL PLC		11/9/2012	5/23/2013	3,149		0	3,158	-9		0	0	-9	-9												
719 ROYAL DUTCH SHELL PLC		4/9/2013	5/23/2013	6,227		0	5,975	352		0	0	352	352												
720 ROYAL DUTCH SHELL PLC		4/11/2013	5/23/2013	1,749		0	1,578	171		0	0	171	171												
721 ROYAL DUTCH SHELL PLC		5/6/2013	5/23/2013	1,189		0	1,213	-24		0	0	-24	-24												
722 SANDS CHINA LTD UNSP ADR		4/18/2013	5/23/2013	2,355		0	2,300	55		0	0	55	55												
723 SANDS CHINA LTD UNSP ADR		4/19/2013	5/23/2013	3,127		0	3,085	42		0	0	42	42												
724 SANDS CHINA LTD UNSP ADR		4/22/2013	5/23/2013	1,699		0	1,595	14		0	0	14	14												

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	INJOA KIM		12 SUNSET HARBOR	NEWPORT COAST	CA	92657		CHAIRMAN	1.00			
2	SUN KEE KIM		1950 CERCO ALTA DRIVE	NEWPORT BEACH	CA	91754		PRESIDENT	1.00			
3	YOUNG J SHIN		8 TATTERSALL	LAGUNA NIGUEL	CA	92677		CFO	1.00			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return	5/15/2013	1	194
2 First quarter estimated tax payment	6/14/2013	2	168
3 Second quarter estimated tax payment	9/11/2013	3	181
4 Third quarter estimated tax payment	12/16/2013	4	179
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	722

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	150,153
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	150,153

Form **8868**
(Rev. January 2014)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

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

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	CHANIL FOUNDATION	33-0614959
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	P O BOX 1501, NJ2-130-03-31	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	PENNINGTON, NJ 08534-1501	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

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

- The books are in the care of ► MLTC, A DIVISION OF BANK OF AMERICA, N.A.

Telephone No. ► 609-274-6834 Fax No. ► _____

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

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year 2013 or

► ☐ tax year beginning _____, and ending _____

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	4,647
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	722
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	4,318

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

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2014)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	CHANIL FOUNDATION	33-0614959
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	P O BOX 1501, NJ2-130-03-31	
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	PENNINGTON, NJ 08534-1501	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

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

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

- The books are in the care of ☒ MLTC, A DIVISION OF BANK OF AMERICA, N.A.
Telephone No. ☒ 609-274-6834 Fax No. ☐
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- I request an additional 3-month extension of time until 11/15/2014
- For calendar year 2013, or other tax year beginning _____, and ending _____
- If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- State in detail why you need the extension. An attempt to obtain information necessary for filing a return was requested in a timely fashion, but the information was not furnished in sufficient time to permit the timely filing of the return, or the taxpayer personally visited an IRS office for the purpose of securing information or advice and was unable to meet with an IRS representative

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	4,647
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	5,040
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0

Signature and Verification must be completed for Part II only.

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

Signature Title Date