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Form **990-PF**

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

OMB No 1545-0052

**2013**

Department of the Treasury  
Internal Revenue 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](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation <b>E.C. MEILICKE FOUNDATION MEILICKE</b>		A Employer identification number <b>33-6372849</b>
Number and street (or P O box number if mail is not delivered to street address) <b>3710 HILLARY COURT</b>	Room/suite	B Telephone number (see instructions) <b>707-528-4183</b>
City or town, state or province, country, and ZIP or foreign postal code <b>SANTA ROSA CA 95403</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <b>1,114,704</b>	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	12,864	8,889	12,864	
	4 Dividends and interest from securities	18,946	18,946	18,946	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 <b>Stmt 1</b>	29,197			
	b Gross sales price for all assets on line 6a <b>226,905</b>				
	7 Capital gain net income (from Part IV, line 2)		230		
	8 Net short-term capital gain			0	
	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	61,007	28,065	31,810		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) <b>Stmt 2</b>	1,420			
	c Other professional fees (attach schedule) <b>Stmt 3</b>	9,326			
	17 Interest <b>OGDEN, UT</b>	210			
	18 Taxes (attach schedule) (see instructions) <b>Stmt 4</b>	359			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch)				
	24 Total operating and administrative expenses. Add lines 13 through 23	11,315	0	0	0
	25 Contributions, gifts, grants paid	50,000			50,000
26 Total expenses and disbursements. Add lines 24 and 25	61,315	0	0	50,000	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-308				
b Net investment income (if negative, enter -0-)		28,065			
c Adjusted net income (if negative, enter -0-)			31,810		

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	402	180	180	
	2	Savings and temporary cash investments	16,592	61,572	61,572	
	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 (att schedule) ▶ Less allowance for doubtful accounts ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – U S and state government obligations (attach schedule) Stmt 5	198,670	213,661	216,663	
	b	Investments – corporate stock (attach schedule) See Stmt 6	504,140	437,973	656,061	
	c	Investments – corporate bonds (attach schedule) See Stmt 7	167,745	172,558	180,228	
	11	Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch ) ▶				
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule)				
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch ) ▶				
15	Other assets (describe ▶ )					
16	<b>Total assets</b> (to be completed by all filers – see the instructions Also, see page 1, item I)	887,549	885,944	1,114,704		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ )				
	23	<b>Total liabilities</b> (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	1,000,000	1,000,000		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds	-112,451	-114,056			
30	<b>Total net assets or fund balances</b> (see instructions)	887,549	885,944			
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	887,549	885,944			

**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	887,549
2	Enter amount from Part I, line 27a	2	-308
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	887,241
5	Decreases not included in line 2 (itemize) ▶ See Statement 8	5	1,297
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) – Part II, column (b), line 30	6	885,944

**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.)
<b>1a MERRILL LYNCH</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a 230</b>			<b>230</b>	
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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		
<b>a</b>				<b>230</b>
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2 Capital gain net income or (net capital loss)</b>		[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]		<b>230</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b>		[ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 ]		<b>3</b>

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of nonchangible-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	62,070	1,043,780	0.059467
2011	45,815	1,005,747	0.045553
2010	36,518	926,555	0.039413
2009	25,702	839,975	0.030599
2008	28,985	983,808	0.029462
<b>2 Total of line 1, column (d)</b>			<b>0.204494</b>
<b>3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years</b>			<b>0.040899</b>
<b>4 Enter the net value of nonchangible-use assets for 2013 from Part X, line 5</b>			<b>1,084,099</b>
<b>5 Multiply line 4 by line 3</b>			<b>44,339</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>281</b>
<b>7 Add lines 5 and 6</b>			<b>44,620</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>50,000</b>

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

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	<b>281</b>
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	<b>0</b>
<b>3</b>	Add lines 1 and 2	<b>3</b>	<b>281</b>
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	<b>0</b>
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	<b>281</b>
<b>6</b>	Credits/Payments:		
<b>a</b>	2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	
<b>b</b>	Exempt foreign organizations – tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	<b>281</b>
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		<b>X</b>
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		<b>X</b>
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		<b>X</b>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		<b>X</b>
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		<b>X</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<b>X</b>
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		<b>X</b>
<b>6</b> 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?	<b>X</b>	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	<b>X</b>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <b>None</b>		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	<b>X</b>	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		<b>X</b>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<b>X</b>

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <b>N/A</b>	13	X	
14	The books are in care of ▶ <b>ED MEILICKE</b> <b>3710 HILLARY CT</b> Located at ▶ <b>Santa Rosa</b> Telephone no ▶ <b>707-528-4183</b> CA ZIP+4 ▶ <b>95403</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ <b>15</b>			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

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

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

<b>5a</b> 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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b> If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A		5b
Organizations relying on a current notice regarding disaster assistance check here	▶ <input type="checkbox"/>		
<b>c</b> If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b <b>X</b>
If "Yes" to 6b, file Form 8870			
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A		7b

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

**1 List all officers, directors, trustees, foundation managers and their compensation (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
ED MEILICKE 3710 HILLARY CT Santa Rosa CA 95403	TRUSTEE 0.10	0	0	0
CAROL MEILICKE 3710 HILLARY CT Santa Rosa CA 95403	TRUSTEE 0.10	0	0	0

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

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

**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 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments See instructions 3	

Total. Add lines 1 through 3 ▶

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,068,336
<b>b</b>	Average of monthly cash balances	<b>1b</b>	32,272
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,100,608
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,100,608
<b>4</b>	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	<b>4</b>	16,509
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,084,099
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	54,205

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	54,205
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	281
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	281
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	53,924
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	53,924
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	53,924

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26	<b>1a</b>	50,000
<b>b</b>	Program-related investments – total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	50,000
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	281
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	49,719

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7				<b>53,924</b>
<b>2</b> Undistributed income, if any, as of the end of 2013:				
<b>a</b> Enter amount for 2012 only				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008				
<b>b</b> From 2009				
<b>c</b> From 2010				
<b>d</b> From 2011				
<b>e</b> From 2012				<b>6,573</b>
<b>f</b> Total of lines 3a through e	<b>6,573</b>			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>50,000</u>				
<b>a</b> Applied to 2012, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required – see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required – see instructions)				
<b>d</b> Applied to 2013 distributable amount				<b>50,000</b>
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a) )	<b>3,924</b>			<b>3,924</b>
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	<b>2,649</b>			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount – see instructions				
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions				
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				<b>0</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	<b>2,649</b>			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009				
<b>b</b> Excess from 2010				
<b>c</b> Excess from 2011				
<b>d</b> Excess from 2012				<b>2,649</b>
<b>e</b> Excess from 2013				

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

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

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

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

**1 Information Regarding Foundation Managers:**

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

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

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
Check here  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:  
**N/A**

**b** The form in which applications should be submitted and information and materials they should include  
**N/A**

**c** Any submission deadlines:  
**N/A**

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year <b>REDWOOD EMPIRE FOOD BANK</b> <b>3320 INDUSTRIAL DRIVE</b> <b>SANTA ROSA CA 95403</b>			NUTRITIOUS FOOD	35,000
<b>PREGNANCY COUNSELING CENTER</b> <b>750 MENDOCINO AVE STE 1</b> <b>SANTA ROSA CA 95401</b>	FREE SERVICES	TO PREGNANT	TEENAGERS	10,000
<b>RUEL FOUNDATION, INC USA</b> <b>1101 COLLEGE AVE STE 210</b> <b>SANTA ROSA CA 95404</b>	HELPING NEEDS	OF DISABLED	CHILDREN	5,000
<b>Total</b>			▶ <b>3a</b>	<b>50,000</b>
b Approved for future payment <b>N/A</b>				
<b>Total</b>			▶ <b>3b</b>	





**Federal Statements**

**Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets**

Whom Sold	Description	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
Merrill Lynch 412-02624	Various	Various	Various	Purchase	5,540 \$	5,391 \$	\$	\$	149
Merrill Lynch 412-02624	Various	Various	Various	Purchase	1,000				
Merrill Lynch 412-02624	Various	Various	Various	Purchase	12,048	9,105			2,943
Merrill Lynch 412-02624	Various	Various	Various	Purchase	208,087	182,212			25,875
				Purchase					
<b>Total</b>					<u>\$ 226,675</u>	<u>\$ 197,708</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 28,967</u>

**Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAX RETURN PREPARATION	\$ 1,420	\$	\$	\$
<b>Total</b>	<u>\$ 1,420</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>

**Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
BLACKROCK PRIVATE INVESTORS FEE	\$ 9,326	\$	\$	\$
<b>Total</b>	<u>\$ 9,326</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>

**Federal Statements**

**Statement 4 - Form 990-PF, Part I, Line 18 - Taxes**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ATTORNEY GENERAL REGISTRY	\$ 50	\$	\$	\$
FRANCHISE TAX BOARD	10			
FOREIGN TAXES PAID	299			
<b>Total</b>	<b>\$ 359</b>	<b>\$ 0</b>	<b>\$ 0</b>	<b>\$ 0</b>

**Statement 5 - Form 990-PF, Part II, Line 10a - US and State Government Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
US GOVERNMENT OBLIGATIONS	\$ 198,670	\$ 213,661	Cost	\$ 216,663
<b>Total</b>	<b>\$ 198,670</b>	<b>\$ 213,661</b>		<b>\$ 216,663</b>

**Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE STOCK	\$ 504,140	\$ 437,973	Cost	\$ 656,061
<b>Total</b>	<b>\$ 504,140</b>	<b>\$ 437,973</b>		<b>\$ 656,061</b>

**Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE BONDS	\$ 167,745	\$ 172,558	Cost	\$ 180,228
<b>Total</b>	<b>\$ 167,745</b>	<b>\$ 172,558</b>		<b>\$ 180,228</b>

**Federal Statements****Statement 8 - Form 990-PF, Part III, Line 5 - Other Decreases**

<u>Description</u>	<u>Amount</u>
Federal Excise Tax	\$ 300
Stock basis adjustment	997
Total	<u>\$ 1,297</u>



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2013 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities". A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sale of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a Amount	3 Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
<b>SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.</b>								
<b>COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)</b>								
	CITIGROUP INC COM NEW	CUSIP Number 03/11/13	172967424 11/04/13	632.18	618.57	0.00	13.61	
13.0000	Sale							
	DUKE ENERGY CORP NEW	CUSIP Number 02/11/13	26441C204 11/04/13	506.41	483.28	0.00	23.13	
7.0000	Sale							
	FIFTH THIRD BANCORP	CUSIP Number 12/20/12	316773100 11/04/13	601.67	484.22	0.00	117.45	
32.0000	Sale							
	KINDER MORGAN INC. DEL	CUSIP Number 02/05/13	494568101 11/04/13	491.67	522.92	0.00	(31.25)	
14.0000	Sale							
	MOTOROLA SOLUTIONS INC	CUSIP Number 10/02/13	620076307 11/04/13	501.35	483.52	0.00	17.83	
8.0000	Sale							
	MONDELEZ INTERNATIONAL INC	CUSIP Number 04/22/13	609207105 11/04/13	736.99	692.13	0.00	44.86	
22.0000	Sale							
	NEWMONT MINING CORP	CUSIP Number 02/11/13	651639106 11/04/13	462.90	757.06	0.00	(294.16)	
17.0000	Sale							



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**2013 ANNUAL STATEMENT SUMMARY**  
**2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS**

**1099-B**

1e Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
	SUNTRUST BKS INC COM							
24.0000	Sale	02/20/13	11/04/13	809.81	666.39	0.00	143.42	
	UNITED PARCEL SVC CL B							
8.0000	Sale	03/18/13	11/04/13	796.75	682.65	0.00	114.10	
<b>Covered Short Term Capital Gains and Losses Subtotal</b>				<b>5,539.73</b>	<b>5,390.74</b>	<b>0.00</b>	<b>148.99</b>	

**NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)**

Transaction Description	Date of Acquisition	Date of Sale or Exchange	Amount	Cost Basis	Gain or (Loss)
GENERAL ELECTRIC COMPANY GLB 05.0000% FEB 01 2013 1000 0000 Redemption	02/08/12	02/01/13	1,000.00	1,000.00	0.00

**Noncovered Short Term Capital Gains and Losses Subtotal**

			<b>1,000.00</b>	<b>1,000.00</b>	<b>0.00</b>		
<b>NET SHORT TERM CAPITAL GAINS AND LOSSES</b>				<b>6,539.73</b>	<b>6,390.74</b>	<b>0.00</b>	<b>148.99</b>

**LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.**

<b>COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)</b>								
1e Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
	COMCAST GRP NEW CL A SPL							
19.0000	Sale	02/16/11	11/04/13	889.94	454.09	0.00	435.85	
	DOW CHEMICAL CO							
21.0000	Sale	06/06/11	11/04/13	808.28	736.47	0.00	71.81	
	HONEYWELL INTL INC DEL							
10.0000	Sale	04/06/11	11/04/13	861.89	589.11	0.00	272.78	
	JOHNSON CONTROLS INC							
19.0000	Sale	03/14/11	11/04/13	885.38	769.17	0.00	116.21	



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**2013 ANNUAL STATEMENT SUMMARY**  
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1099-B

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
	LIMITED BRANDS INC		CUSIP Number 532716107					
111.0000	Sale	02/17/11	02/20/13	4,929.09	3,679.98	0.00	1,249.11	
51.0000	Sale	08/23/11	02/20/13	2,264.72	1,798.23	0.00	466.49	
	<b>Security Subtotal</b>			<b>7,193.81</b>	<b>5,478.21</b>	<b>0.00</b>	<b>1,715.60</b>	
	TORONTO DOMINION BANK		CUSIP Number 891160509					
8.0000	Sale	07/27/11	11/04/13	733.83	652.06	0.00	81.77	
	ACE LIMITED		CUSIP Number H0023R105					
4.0000	Sale	10/05/11	11/04/13	385.67	243.96	0.00	141.71	
3.0000	Sale	10/06/11	11/04/13	289.26	182.10	0.00	107.16	
	<b>Security Subtotal</b>			<b>674.93</b>	<b>426.06</b>	<b>0.00</b>	<b>248.87</b>	
	<b>Covered Long Term Capital Gains and Losses Subtotal</b>			<b>12,048.06</b>	<b>9,105.17</b>	<b>0.00</b>	<b>2,942.89</b>	

**NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)**

GLB	Transaction Description	Date	CUSIP Number	Amount	Cost Basis	Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
	GENERAL ELECTRIC COMPANY		CUSIP Number 369604AY9					
05.0000%	FEB 01 2013							
9000.0000	Redemption	08/12/08	02/01/13	9,000.00	9,000.00	0.00	0.00	
1000.0000	Redemption	06/24/11	02/01/13	1,000.00	1,000.00	0.00	0.00	
	<b>Security Subtotal</b>			<b>10,000.00</b>	<b>10,000.00</b>	<b>0.00</b>	<b>0.00</b>	
	FEDERAL HOME LN MTG CORP		CUSIP Number 3134A4UK8					
04.875%	NOV 15 2013							
14000.0000	Redemption	08/11/08	11/15/13	14,000.00	14,000.00	0.00	0.00	
2000.0000	Redemption	06/24/11	11/15/13	2,000.00	2,000.00	0.00	0.00	
	<b>Security Subtotal</b>			<b>16,000.00</b>	<b>16,000.00</b>	<b>0.00</b>	<b>0.00</b>	
	U.S. TREASURY NOTE		CUSIP Number 912828SF8					
2.0000%	FEB 15 2022							
02.0000%	FEB 15 2022							
9000.0000	Sale	02/27/12	05/23/13	9,141.29	9,060.08	0.00	81.21	



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**2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS**

1099-B

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
<b>U.S. TREASURY NOTE</b>								
	2.625% JUN 30 2014							
	02.625% JUN 30 2014							
	5000.0000 Sale	07/30/09	06/05/13	5,129.87	4,984.78	0.00	145.09	
<b>U.S. TREASURY NOTE</b>								
	1.250% SEP 30 2015							
	01.250% SEP 30 2015							
	12000.0000 Sale	10/28/10	06/26/13	12,208.08	12,004.17	0.00	203.91	
<b>ABBOTT LABS</b>								
	15.0000 Sale	08/11/08	11/04/13	554.32	425.58	0.00	128.74	
<b>ABBVIE INC SHS</b>								
	15.0000 Sale	08/11/08	11/04/13	730.49	461.50	0.00	268.99	
<b>AT&amp;T INC</b>								
	74.0000 Sale	08/11/08	01/15/13	2,493.93	2,353.20	0.00	140.73	
	24.0000 Sale	08/11/08	11/04/13	873.82	763.20	0.00	110.62	
	<b>Security Subtotal</b>			<b>3,367.75</b>	<b>3,116.40</b>	<b>0.00</b>	<b>251.35</b>	
<b>AMER EXPRESS COMPANY</b>								
	12.0000 Sale	12/15/10	11/04/13	981.10	558.00	0.00	423.10	
<b>BANK OF NOVA SCOTIA</b>								
	93.0000 Sale	08/11/08	06/14/10	5,103.27	4,438.89	0.00	664.38	
	18.0000 Sale	08/11/08	07/15/13	991.94	859.14	0.00	132.80	
	20.0000 Sale	04/16/09	07/15/13	1,102.16	544.60	0.00	557.56	
	<b>Security Subtotal</b>			<b>7,197.37</b>	<b>5,842.63</b>	<b>0.00</b>	<b>1,354.74</b>	
<b>BHP BILLITON LTD ADR</b>								
	22.0000 Sale	08/11/08	11/04/13	1,575.17	1,400.96	0.00	174.21	
<b>BRISTOL-MYERS SQUIBB CO</b>								
	44.0000 Sale	08/11/08	11/04/13	2,333.72	989.03	0.00	1,344.69	
<b>CENTURYLINK INC SHS</b>								
	145.0000 Sale	01/05/10	02/20/13	4,944.64	3,899.31	0.00	1,045.33	



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**2013 ANNUAL STATEMENT SUMMARY**  
**2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS**

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1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3. Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
<b>CANADIAN NATL RAILWAY CO</b>								
	25 0000 Sale	08/27/09	05/02/13	2,443.04	1,231.15	0.00	1,211.89	
	45 0000 Sale	08/27/09	05/06/13	4,498.46	2,216.07	0.00	2,282.39	
	25 0000 Sale	08/27/09	05/07/13	2,519.77	1,231.15	0.00	1,288.62	
	<b>Security Subtotal</b>			<b>9,461.27</b>	<b>4,678.37</b>	<b>0.00</b>	<b>4,782.90</b>	
<b>CONSOL ENERGY INC COM</b>								
	11 0000 Sale	08/11/08	09/24/13	375.87	649.30	0.00	(273.43)	
	36 0000 Sale	08/11/08	09/25/13	1,219.69	2,124.99	0.00	(905.30)	
	43 0000 Sale	08/11/08	09/26/13	1,452.22	2,538.18	0.00	(1,085.96)	
	2 0000 Sale	04/16/09	09/26/13	67.55	53.72	0.00	13.83	
	8 0000 Sale	04/16/09	09/27/13	259.85	214.88	0.00	54.97	
	<b>Security Subtotal</b>			<b>3,385.18</b>	<b>5,581.07</b>	<b>0.00</b>	<b>(2,195.89)</b>	
<b>CHEVRON CORP</b>								
	15 0000 Sale	08/11/08	11/04/13	1,768.77	1,252.35	0.00	516.42	
<b>COMOCOPHILLIPS</b>								
	16 0000 Sale	08/11/08	11/04/13	1,171.42	979.90	0.00	191.52	
<b>CATERPILLAR INC DEL</b>								
	80 0000 Sale	08/11/08	03/12/13	7,169.04	5,677.48	0.00	1,491.56	
	6 0000 Sale	04/16/09	03/12/13	537.68	190.86	0.00	346.82	
	14 0000 Sale	04/16/09	04/04/13	1,177.29	445.34	0.00	731.95	
	42 0000 Sale	10/15/09	04/04/13	3,531.90	2,267.19	0.00	1,264.71	
	<b>Security Subtotal</b>			<b>12,415.91</b>	<b>8,580.87</b>	<b>0.00</b>	<b>3,835.04</b>	
<b>CHUBB CORP</b>								
	18 0000 Sale	08/11/08	11/04/13	1,664.43	889.56	0.00	774.87	
<b>COCA COLA COM</b>								
	25 0000 Sale	02/24/09	11/04/13	985.98	538.56	0.00	447.42	
<b>DIAGEO PLC SP5D ADR NEW</b>								
	13 0000 Sale	08/11/08	11/04/13	1,655.65	999.02	0.00	656.63	
<b>DOMINION RES INC NEW VA</b>								
	26 0000 Sale	08/11/08	11/04/13	1,666.05	1,131.78	0.00	534.27	



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1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3. Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
15.0000	DEERE CO Sale	08/11/08	11/04/13	1,226.68	1,036.50	0.00	190.18	
23.0000	DJ PONT E J DE NEMOURS Sale	08/11/08	11/04/13	1,382.51	1,041.66	0.00	340.85	
30.0000	ENBRIDGE INC COM Sale	08/11/08	11/04/13	1,308.28	618.87	0.00	689.41	
27.0000	EXXON MOBIL CORP COM Sale	08/11/08	11/04/13	2,482.88	2,090.81	0.00	392.07	
93.0000	EQT CORP Sale	08/11/08	02/06/13	5,642.52	4,375.56	0.00	1,266.96	
66.0000	FIRSTENERGY CORP Sale	08/11/08	02/06/13	2,617.63	4,664.22	0.00	(2,046.59)	
26.0000	10.0000 Sale	08/11/08	02/06/13	1,035.06	1,837.42	0.00	(802.36)	
10.0000	10.0000 Sale	04/16/09	02/06/13	398.11	397.00	0.00	1.11	
	<b>Security Subtotal</b>			<b>4,050.80</b>	<b>6,898.64</b>	<b>0.00</b>	<b>(2,847.84)</b>	
29.0000	GENL DYNAMICS CORP COM Sale	08/11/08	02/11/13	1,933.99	2,724.47	0.00	(790.48)	
52.0000	52.0000 Sale	08/11/08	02/12/13	3,470.23	4,885.27	0.00	(1,415.04)	
	<b>Security Subtotal</b>			<b>5,404.22</b>	<b>7,609.74</b>	<b>0.00</b>	<b>(2,205.52)</b>	
68.0000	GENERAL ELECTRIC Sale	08/11/08	11/04/13	1,791.77	2,045.43	253.66 (W)	0.00	
20.0000	GENERAL MILLS Sale	03/31/09	11/04/13	1,008.38	502.74	0.00	505.64	
20.0000	HOME DEPOT INC Sale	04/09/10	11/04/13	1,537.17	662.57	0.00	874.60	
24.0000	INTEL CORP Sale	09/16/09	11/04/13	581.51	471.53	0.00	109.98	
7.0000	INTL BUSINESS MACHINES CORP IBM Sale	08/11/08	11/04/13	1,261.52	896.00	0.00	365.52	



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1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3. Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
	JPMORGAN CHASE & CO 44 0000 Sale	08/11/08	11/04/13	2,289.28	1,848.44	0.00	440.84	
	JOHNSON AND JOHNSON COM 12 0000 Sale	10/29/08	11/04/13	1,113.49	743.22	0.00	370.27	
	KIMBERLY CLARK 11 0000 Sale	08/11/08	11/04/13	1,194.91	672.10	0.00	522.81	
	LORILLARD INC 18 0000 Sale	03/05/09	11/04/13	925.18	342.70	0.00	582.48	
	MARATHON OIL CORP 17 0000 Sale	08/11/08	11/04/13	601.11	469.19	0.00	131.92	
	MEADWESTVACO CORP 26 0000 Sale	08/11/08	11/04/13	917.78	619.79	0.00	297.99	
	MERCK AND CO INC SHS 31 0000 Sale	08/11/08	11/04/13	1,416.99	1,109.17	0.00	307.82	
	MARATHON PETROLEUM CORP 9 0000 Sale	08/11/08	11/04/13	643.22	336.05	0.00	307.17	
	MCDONALDS CORP COM 19 0000 Sale	08/11/08	11/04/13	1,847.15	1,262.93	0.00	584.22	
	MICROSOFT CORP 35 0000 Sale	07/15/10	11/04/13	1,254.74	895.01	0.00	359.73	
	NEXTERA ENERGY INC SHS 19 0000 Sale	08/11/08	11/04/13	1,673.11	1,154.74	0.00	518.37	
	NORTHEAST UTILITIES COM 19 0000 Sale	08/11/08	11/04/13	810.15	519.65	0.00	290.50	
	NORTHROP GRUMMAN CORP 12 0000 Sale	08/11/08	11/04/13	1,301.86	758.18	0.00	543.68	
	OCCIDENTAL PETE CORP CAL 13 0000 Sale	08/11/08	11/04/13	1,267.87	973.69	0.00	294.18	



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1099-B	1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3. Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
		<b>PRUDENTIAL FINANCIAL INC</b>							
	8.0000	Sale	06/10/10	11/04/13	650.95	456.65	0.00	194.30	
		<b>PEABODY ENERGY CORP COM</b>							
	90.0000	Sale	08/11/08	04/04/13	1,785.14	4,927.43	0.00	(3,142.29)	
	10.0000	Sale	04/16/09	04/04/13	198.35	251.50	0.00	(53.15)	
		<b>Security Subtotal</b>			<b>1,983.49</b>	<b>5,178.93</b>	<b>0.00</b>	<b>(3,195.44)</b>	
		<b>PHILIP MORRIS INTL INC</b>							
	21.0000	Sale	08/11/08	11/04/13	1,892.28	1,157.72	0.00	734.56	
		<b>PHILLIPS 66 SHS</b>							
	8.0000	Sale	08/11/08	11/04/13	513.19	291.21	0.00	221.98	
		<b>PFIZER INC</b>							
	39.0000	Sale	08/11/08	11/04/13	1,219.12	782.34	0.00	436.78	
		<b>PRAXAIR INC</b>							
	10.0000	Sale	08/11/08	11/04/13	1,235.18	888.50	0.00	346.68	
		<b>PROCTER &amp; GAMBLE CO</b>							
	17.0000	Sale	08/11/08	11/04/13	1,380.04	1,179.12	0.00	200.92	
		<b>PUB SVC ENTERPRISE GRP</b>							
	21.0000	Sale	03/06/09	11/04/13	713.36	526.47	0.00	186.89	
		<b>RIO TINTO PLC SPNSRD ADR</b>							
	107.0000	Sale	08/11/08	04/04/13	4,903.03	8,685.94	0.00	(3,782.91)	
		<b>RAYTHEON CO DELAWARE NEW</b>							
	26.0000	Sale	08/11/08	11/04/13	2,183.96	1,571.93	0.00	612.03	
		<b>SEMPRA ENERGY</b>							
	7.0000	Sale	10/05/09	11/04/13	643.35	351.65	0.00	291.70	
	3.0000	Sale	10/06/09	11/04/13	275.73	152.81	0.00	122.92	
		<b>Security Subtotal</b>			<b>919.08</b>	<b>504.46</b>	<b>0.00</b>	<b>414.62</b>	
		<b>SCHLUMBERGER LTD</b>							
	9.0000	Sale	08/11/08	11/04/13	840.14	818.18	0.00	21.96	



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1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3. Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
<b>SOUTHERN COMPANY</b>								
123.0000	Sale	08/11/08	01/18/13	5,344.27	4,621.05	0.00	723.22	
18.0000	Sale	08/11/08	01/22/13	786.52	676.25	0.00	110.27	
30.0000	Sale	04/16/09	01/22/13	1,310.88	894.60	0.00	416.28	
	<b>Security Subtotal</b>			<b>7,441.67</b>	<b>6,191.90</b>	<b>0.00</b>	<b>1,249.77</b>	
<b>TOTAL S.A. SP ADR</b>								
23.0000	Sale	08/11/08	11/04/13	1,387.34	1,651.35	0.00	(264.01)	
<b>3M COMPANY</b>								
11.0000	Sale	06/30/09	11/04/13	1,387.74	659.17	0.00	728.57	
<b>TRAVELERS COS INC</b>								
23.0000	Sale	08/11/08	11/04/13	1,991.43	1,023.50	0.00	967.93	
<b>UNILEVER NV NY REG SHS</b>								
36.0000	Sale	08/11/08	11/04/13	1,424.50	1,019.51	0.00	404.99	
17.0000	Sale	08/11/08	11/19/13	664.61	481.43	0.00	183.18	
34.0000	Sale	08/11/08	11/20/13	1,331.60	962.87	0.00	368.73	
28.0000	Sale	08/11/08	11/21/13	1,088.57	792.95	0.00	295.62	
	<b>Security Subtotal</b>			<b>4,509.28</b>	<b>3,256.76</b>	<b>0.00</b>	<b>1,252.52</b>	
<b>US BANCORP (NEW)</b>								
36.0000	Sale	08/11/08	11/04/13	1,350.34	1,153.43	0.00	196.91	
<b>UNITED TECHS CORP COM</b>								
16.0000	Sale	08/11/08	11/04/13	1,724.45	1,079.51	0.00	644.94	
<b>V F CORPORATION</b>								
12.0000	Sale	03/05/09	09/20/13	2,431.49	577.33	0.00	1,854.16	
11.0000	Sale	03/05/09	09/23/13	2,221.85	529.22	0.00	1,692.63	
3.0000	Sale	03/05/09	11/04/13	654.77	144.33	0.00	510.44	
	<b>Security Subtotal</b>			<b>5,308.11</b>	<b>1,250.88</b>	<b>0.00</b>	<b>4,057.23</b>	
<b>VERIZON COMMUNICATNS COM</b>								
45.0000	Sale	08/11/08	11/04/13	2,291.36	1,500.02	0.00	791.34	



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1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3. Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
	<b>VODAFONE GROP PLC SP ADR</b>							
170.0000	Sale	08/11/08	02/21/13	4,182.43	4,603.60	0.00	(421.17)	
15.0000	Sale	04/16/09	02/21/13	369.04	279.75	0.00	89.29	
	<b>Security Subtotal</b>			<b>4,551.47</b>	<b>4,883.35</b>	<b>0.00</b>	<b>(331.88)</b>	
	<b>WAL-MART STORES INC</b>							
16.0000	Sale	08/11/08	11/04/13	1,237.42	947.00	0.00	290.42	
	<b>WEYERHAEUSER CO</b>							
31.0000	Sale	08/11/08	11/04/13	938.97	1,567.50	0.00	(628.53)	
	<b>WELLS FARGO &amp; CO NEW DEL</b>							
53.0000	Sale	08/11/08	11/04/13	2,250.41	1,677.45	0.00	582.96	
	<b>Noncovered Long Term Capital Gains and Losses Subtotal</b>			<b>208,087.35</b>	<b>182,212.10</b>	<b>253.66</b>	<b>26,128.91</b>	
	<b>NET LONG TERM CAPITAL GAINS AND LOSSES</b>			<b>220,135.41</b>	<b>191,317.27</b>	<b>253.66</b>	<b>29,071.80</b>	

**TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES**  
**TOTAL REPORTED SALES PROCEEDS**

226,675.14  
226,675.14

(W) This transaction has been identified as a "Wash Sale" based on IRS regulations. The Wash Sale Loss Disallowed column reflects the deferred loss amount. The cost basis of the related transaction(s) has been adjusted by the deferred loss amount from either the cost basis on purchases or proceeds from short sales. Please refer to the instructions for Form 8949 for how to report the deferred loss amount and applicable adjustment code

**2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY**

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
148.99	0.00	2,942.89	26,128.91