Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation
▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2013
Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation
MARION G. RESCH FOUNDATION
C/O FARMERS TRUST COMPANY

A Employer identification number
34-1853367

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
42 MCCLURG ROAD

B Telephone number
(330) 743-7000

City or town, state or province, country, and ZIP or foreign postal code
YOUNGSTOWN, OH 44512

C If exemption application is pending, check here ▶ [ ]

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 25,367,936.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

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

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

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	639,861.	639,816.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,088,871.			
	b Gross sales price for all assets on line 6a 12,019,168.				
	7 Capital gain net income (from Part IV, line 2)		2,088,871.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total** Add lines 1 through 11	2,728,732.	2,728,687.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	114,044.	90,044.		24,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	5,030.	5,030.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 3	63,121.	4,627.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	14,447.	0.		14,447.
	22 Printing and publications	878.	0.		878.
	23 Other expenses STMT 4	200.	0.		200.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	197,720.	99,701.		39,525.
	25 Contributions, gifts, grants paid	961,481.			961,481.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,159,201.	99,701.		1,001,006.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	1,569,531.			
	b **Net investment income** (if negative, enter -0-)		2,628,986.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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15380303 759239 RESCHFOUNDAT 2013.02070 MARION G. RESCH FOUNDATION RESCHF01

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	515,008.	475,943.	475,943.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 6	1,495,283.	910,174.	901,813.
	b Investments - corporate stock STMT 7	10,852,090.	12,219,685.	15,123,856.
	c Investments - corporate bonds STMT 8	8,240,015.	9,074,442.	8,866,324.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	21,102,396.	22,680,244.	25,367,936.
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			
	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 ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	21,102,396.	22,680,244.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	21,102,396.	22,680,244.	
	31 **Total liabilities and net assets/fund balances**	21,102,396.	22,680,244.	

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	21,102,396.
2	Enter amount from Part I, line 27a	2	1,569,531.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	8,339.
4	Add lines 1, 2, and 3	4	22,680,266.
5	Decreases not included in line 2 (itemize) ▶ ACCRUAL TO CASH CONVERSION	5	22.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	22,680,244.

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	SHORT TERM GAIN (SEE ATTACHED FORM 1099-B)	P	VARIOUS	VARIOUS
b	LONG TERM GAIN (SEE ATTACHED FORM 1099-B)	P	VARIOUS	VARIOUS
c	SHORT TERM LOSS (SEE ATTACHED FORM 1099-B)	P	VARIOUS	VARIOUS
d	LONG TERM GAIN (SEE ATTACHED FORM 1099-B)	P	VARIOUS	VARIOUS
e	CAPITAL GAINS DIVIDENDS			

	(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	5,603,206.		5,209,742.	393,464.
b	2,661,288.		2,191,028.	470,260.
c	196,000.		196,779.	-779.
d	3,542,331.		2,332,748.	1,209,583.
e	16,343.			16,343.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				393,464.
b				470,260.
c				-779.
d				1,209,583.
e				16,343.

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	2,088,871.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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	1,166,813.	23,106,842.	.050496
2011	1,107,345.	22,595,453.	.049007
2010	975,772.	21,616,383.	.045140
2009	1,281,234.	20,246,610.	.063281
2008	1,149,531.	22,763,564.	.050499

2	Total of line 1, column (d)	2	.258423
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	.051685
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	24,042,891.
5	Multiply line 4 by line 3	5	1,242,657.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	26,290.
7	Add lines 5 and 6	7	1,268,947.
8	Enter qualifying distributions from Part XII, line 4	8	1,001,006.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		1	52,580.
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	52,580.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-		5	52,580.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 55,000.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	55,000.
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	
10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	2,420.
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 2,420.	**Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ FARMERS TRUST COMPANY Telephone no. ▶ (330) 743-7000
Located at ▶ 42 MCCLURG ROAD, YOUNGSTOWN, OH ZIP+4 ▶44512

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		Line	Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

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

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

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

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

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

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

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

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

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

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

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

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

If "Yes" to 6b, file Form 8870

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		114,044.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. 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 ▶		0

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

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 ▶	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	23,808,619.
b	Average of monthly cash balances	1b	600,407.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	24,409,026.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	24,409,026.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	366,135.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	24,042,891.
6	**Minimum investment return**. Enter 5% of line 5	6	1,202,145.

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	1,202,145.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a 52,580.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	52,580.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,149,565.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,149,565.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,149,565.

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	1,001,006.
b	Program-related investments - total from Part IX-B	1b	0.
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	1,001,006.
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	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	1,001,006.

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					1,149,565.
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only				0.	
b Total for prior years: _____, _____, _____			0.		
3 Excess distributions carryover, if any, to 2013:					
a From 2008	32,000.				
b From 2009	280,936.				
c From 2010					
d From 2011	5,741.				
e From 2012	43,165.				
f **Total** of lines 3a through e		361,842.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 1,001,006.					
a Applied to 2012, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2013 distributable amount					1,001,006.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))		148,559.			148,559.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		213,283.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7		0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		213,283.			
10 Analysis of line 9:					
a Excess from 2009	164,377.				
b Excess from 2010					
c Excess from 2011	5,741.				
d Excess from 2012	43,165.				
e Excess from 2013					

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

SEE STATEMENT 10

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
COLLEGE OF WOOSTER 1189 BEALL AVENUE WOOSTER, OH 44691	N/A	PUBLIC CHARITY	EDUCATIONAL GRANTS	154,061.
LAKE ERIE COLLEGE 391 WEST WASHINGTON STREET PAINESVILLE, OH 44077	N/A	PUBLIC CHARITY	EDUCATIONAL GRANTS	120,000.
MOUNT UNION COLLEGE 1972 CLARK AVENUE ALLIANCE, OH 44601	N/A	PUBLIC CHARITY	EDUCATIONAL GRANTS	120,359.
THIEL COLLEGE 75 COLLEGE AVENUE GREENVILLE, PA 16125	N/A	PUBLIC CHARITY	EDUCATIONAL GRANTS	198,000.
WESTMINSTER COLLEGE 319 SOUTH MARKET STREET NEW WILMINGTON, PA 16172	N/A	PUBLIC CHARITY	EDUCATIONAL GRANTS	184,061.
Total SEE CONTINUATION SHEET(S)			▶ 3a	961,481.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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	639,861.	
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	2,088,871.	
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.		2,728,732.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 2,728,732.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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
N/A		

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

Kathleen Brown 4/24/14 ▶ AUTHORIZED OFFICER

Signature of officer or trustee | Date | Title

VICE PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KAREN S. COHEN	[signature], CPA	3/5/14		P00156983
Firm's name ▶ PACKER THOMAS			Firm's EIN ▶ 34-1667340	
Firm's address ▶ 6601 WESTFORD PLACE, SUITE 101 CANFIELD, OH 44406			Phone no. (330)533-9777	

MARION G. RESCH FOUNDATION
C/O FARMERS TRUST COMPANY 34-1853367

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
YOUNGSTOWN STATE UNIVERSITY 1 UNIVERSITY PLAZA YOUNGSTOWN, OH 44555	N/A	PUBLIC CHARITY	EDUCATIONAL GRANTS	185,000.
Total from continuation sheets				185,000.

323631
05-01-13

2013 Tax Information Statement

Payer's Name and Address:
FARMERS TRUST COMPANY
42 MCCLURG ROAD
YOUNGSTOWN, OH 44512

Account Number: 650047012
Recipient's Tax ID Number: 34-1853367
Payer's Federal ID Number: 34-1853512
Payer's State ID Number:
State: OH

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
MARION G. RESCH FOUNDATION
C/O PACKER THOMAS
ATTN: KAREN COHEN
6601 WESTFORD PLACE, STE. 101
CANFIELD, OH 44406

2013 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
Short Term Sales Reported on 1099-B								
002824100	ABBOTT LABS COM		ABT					
4445.0000	02/07/2013	Various	151,416.86	133,774.91	0.00	17,641.95	0.00	0.00
002824100	ABBOTT LABS COM		ABT					
400.0000	02/07/2013	Various	13,625.80	12,877.25	0.00	748.56	0.00	0.00
00287Y109	ABBVIE INC		ABBV					
5250.0000	11/21/2013	Various	253,474.51	189,992.73	0.00	63,481.78	0.00	0.00
00287Y109	ABBVIE INC		ABBV					
360.0000	11/21/2013	02/07/2013	17,381.11	13,195.26	0.00	4,185.85	0.00	0.00
020002101	ALLSTATE CORP COM		ALL					
1040.0000	05/20/2013	02/07/2013	51,937.47	46,859.28	0.00	5,078.19	0.00	0.00
02209S103	ALTRIA GROUP INC		MO					
275.0000	08/05/2013	04/19/2013	9,754.10	9,682.72	0.00	71.38	0.00	0.00
037833100	APPLE COMPUTER INC		AAPL					
25.0000	04/19/2013	12/07/2012	9,960.52	13,500.73	0.00	-3,540.21	0.00	0.00
037833100	APPLE COMPUTER INC		AAPL					
150.0000	08/15/2013	06/18/2013	75,051.19	64,796.98	0.00	10,254.21	0.00	0.00

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42 MCCLURG ROAD
YOUNGSTOWN, OH 44512

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Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
044209104	ASHLAND INC NEW		ASH					
255.0000	01/15/2013	10/18/2012	21,631.36	18,143.20	0.00	3,488.16	0.00	0.00
044209104	ASHLAND INC NEW		ASH					
2330.0000	06/18/2013	10/18/2012	202,324.12	165,779.03	0.00	36,545.09	0.00	0.00
055622104	BP AMOCO PLC		BP					
5075.0000	06/18/2013	01/15/2013	219,204.20	225,735.49	0.00	-6,531.29	0.00	0.00
12673P105	CA INC		CA					
10000.0000	03/07/2013	03/16/2012	249,149.40	276,231.00	0.00	-27,081.60	0.00	0.00
12673P105	CA INC		CA					
750.0000	03/07/2013	03/16/2012	18,686.21	20,717.32	0.00	-2,031.11	0.00	0.00
124857202	CBS CORP NEW B		CBS					
665.0000	06/18/2013	02/07/2013	32,464 73	27,904.53	0.00	4,560.20	0.00	0.00
166764100	CHEVRONTEXACO CORP		CVX					
35.0000	08/05/2013	01/15/2013	4,336.00	3,965.85	0.00	370.15	0.00	0.00
192476109	COHEN & STEERS REALTY SHARES		CSRSX					
3004.3570	02/19/2013	01/18/2013	205,227.63	200,000.00	0.00	5,227.63	0.00	0.00
192476109	COHEN & STEERS REALTY SHARES		CSRSX					
751.0890	02/19/2013	01/18/2013	51,306.89	50,000.00	0.00	1,306.89	0.00	0.00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). 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. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2013 Tax Information Statement

Ref: KPB

Payer's Name and Address:
FARMERS TRUST COMPANY
42 MCCLURG ROAD
YOUNGSTOWN, OH 44512

Account Number:	**650047012**
Recipient's Tax ID Number:	**34-1853367**
Payer's Federal ID Number:	**34-1853512**
Payer's State ID Number:	
State:	**OH**
☐ **Corrected**	☐ **2nd TIN notice**

Recipient's Name and Address:
MARION G. RESCH FOUNDATION
C/O PACKER THOMAS
ATTN· KAREN COHEN
6601 WESTFORD PLACE, STE. 101
CANFIELD, OH 44406

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
12646R105	CST BRANDS INC		CST					
.4430	05/16/2013	03/07/2013	14.71	15.29	0.00	-0.58	0.00	0.00
12646R105	CST BRANDS INC		CST					
.4440	05/16/2013	03/07/2013	14.74	15 32	0.00	-0.58	0.00	0.00
12646R105	CST BRANDS INC		CST					
529.0000	05/22/2013	03/07/2013	17,673.21	18,256.11	0.00	-582.90	0.00	0.00
12646R105	CST BRANDS INC		CST					
29.0000	05/22/2013	03/07/2013	968.85	1,000.82	0.00	-31.97	0 00	0.00
233331107	DTE ENERGY CO		DTE					
4000.0000	07/05/2013	Various	259,838.67	239,656.37	0.00	20,182.30	0.00	0.00
233331107	DTE ENERGY CO		DTE					
135.0000	07/05/2013	01/15/2013	8,769.56	8,279.54	0.00	490.02	0.00	0.00
278642103	EBAY INC		EBAY					
4370.0000	01/15/2013	10/12/2012	228,983.30	209,854.83	0.00	19,128.47	0.00	0.00
31428Q747	FEDERATED ULTRASHORT BOND FUND I NEW		FULIX					
10881.3930	10/24/2013	06/19/2013	99,564.75	100,000.00	0.00	-435 25	0.00	0.00
316412105	FIDELITY SPARTAN OHIO MUNI INCOME FUND		FOHFX					
1586.0430	01/16/2013	12/05/2012	19,793.82	20,000.00	0.00	-206.18	0.00	0.00

2013 Tax Information Statement

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YOUNGSTOWN, OH 44512

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Recipient's Tax ID Number: 34-1853367
Payer's Federal ID Number: 34-1853512
Payer's State ID Number:
State: OH

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37733W105	GLAXOSMITHKLINE PLC		GSK					
70.0000	01/15/2013	12/07/2012	3,070.83	3,024.70	0.00	46.13	0.00	0.00
37733W105	GLAXOSMITHKLINE PLC		GSK					
280.0000	07/11/2013	12/07/2012	14,684.62	12,098.80	0.00	2,585.82	0.00	0.00
423074103	HEINZ H J CO COM		HNZ					
3800.0000	06/10/2013	01/15/2013	275,500.00	225,074.00	0.00	50,426.00	0.00	0.00
427866108	HERSHEY FOODS CORP COM		HSY					
480.0000	02/07/2013	12/07/2012	38,405.62	34,574.88	0.00	3,830.74	0.00	0.00
427866108	HERSHEY FOODS CORP COM		HSY					
390.0000	06/18/2013	12/07/2012	34,927.99	28,092.09	0.00	6,835.90	0.00	0.00
438516106	HONEYWELL INTERNATIONAL INC		HON					
770.0000	04/24/2013	06/29/2012	57,590.47	42,709.28	0.00	14,881.19	0.00	0.00
438516106	HONEYWELL INTERNATIONAL INC		HON					
65.0000	04/24/2013	12/07/2012	4,861.53	3,996.84	0.00	864.69	0.00	0.00
464288752	ISHARES U.S. HOME CONSTRUCTION ETF INDEX		ITB					
365.0000	01/15/2013	10/24/2012	8,088.58	7,616.38	0.00	472.20	0.00	0.00
464288752	ISHARES U.S. HOME CONSTRUCTION ETF INDEX		ITB					
235.0000	01/15/2013	10/24/2012	5,207.72	4,903.70	0.00	304.02	0.00	0.00

2013 Tax Information Statement

Payer's Name and Address:
FARMERS TRUST COMPANY
42 MCCLURG ROAD
YOUNGSTOWN, OH 44512

Account Number:	**650047012**
Recipient's Tax ID Number:	**34-1853367**
Payer's Federal ID Number:	**34-1853512**
Payer's State ID Number:	
State:	**OH**
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C/O PACKER THOMAS
ATTN: KAREN COHEN
6601 WESTFORD PLACE, STE. 101
CANFIELD, OH 44406

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold *(Box 1e)*	Description *(Box 8)* / Date of Sale or Exchange *(Box 1a)*	Date of Acquisition *(Box 1b)*	Stock or Other Symbol *(Box 1d)* / Stocks Bonds, etc. *(Box 2a)*	Cost or Other Basis *(Box 3)*	Wash Sale Loss Disallowed *(Box 5)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 15)*
464288752	ISHARES U S. HOME CONSTRUCTION ETF INDEX		ITB					
1415.0000	06/18/2013	Various	34,449.55	33,542.53	0.00	907.02	0.00	0.00
464288752	ISHARES U.S. HOME CONSTRUCTION ETF INDEX		ITB					
9435.0000	08/07/2013	Various	202,306.46	204,108.76	0.00	-1,802.30	0.00	0.00
464288752	ISHARES U.S. HOME CONSTRUCTION ETF INDEX		ITB					
580.0000	08/07/2013	Various	12,436.43	12,647.13	0.00	-210.70	0.00	0.00
478160104	JOHNSON & JOHNSON COM		JNJ					
25.0000	01/15/2013	12/07/2012	1,806.21	1,752.75	0.00	53.46	0.00	0.00
4812A1373	JP MORGAN SMALL CAP EQUITY SELECT		VSEIX					
4887.2010	12/20/2013	12/16/2013	238,251.05	235,025.49	0.00	3,225.56	0.00	0.00
4812A1373	JP MORGAN SMALL CAP EQUITY SELECT		VSEIX					
488.7210	12/20/2013	12/16/2013	23,825.15	23,502.57	0.00	322.58	0.00	0.00
501044101	KROGER CO		KR					
9485.0000	01/15/2013	Various	247,010.41	227,803.72	0.00	19,206.69	0.00	0.00
501044101	KROGER CO		KR					
660.0000	01/15/2013	Various	17,187.86	15,344.31	0.00	1,843.55	0.00	0.00
539830109	LOCKHEED MARTIN CORPORATION		LMT					
1895.0000	08/13/2013	03/07/2013	234,147.05	168,518.94	0.00	65,628.11	0.00	0.00

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2013 Tax Information Statement

Ref: KPB

Payer's Name and Address:
FARMERS TRUST COMPANY
42 MCCLURG ROAD
YOUNGSTOWN, OH 44512

Account Number: 650047012
Recipient's Tax ID Number: 34-1853367
Payer's Federal ID Number: 34-1853512
Payer's State ID Number:
State: OH

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
MARION G. RESCH FOUNDATION
C/O PACKER THOMAS
ATTN: KAREN COHEN
6601 WESTFORD PLACE, STE. 101
CANFIELD, OH 44406

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
539830109	LOCKHEED MARTIN CORPORATION		LMT					
105.0000	08/13/2013	03/07/2013	12,973.85	9,337.46	0.00	3,636.39	0.00	0.00
540424108	LOEWS CORP		L					
190.0000	06/18/2013	01/15/2013	8,549.87	8,084.48	0.00	465.39	0.00	0 00
540424108	LOEWS CORP		L					
2145.0000	11/13/2013	01/15/2013	102,340.03	91,269.54	0.00	11,070.49	0 00	0.00
594918104	MICROSOFT CORP COM		MSFT					
50.0000	01/15/2013	12/07/2012	1,356.47	1,324.00	0.00	32.47	0.00	0.00
65339F101	NEXTERA ENERGY INC		NEE					
1755.0000	01/15/2013	05/25/2012	126,006 17	114,811.05	0.00	11,195.12	0.00	0.00
654106103	NIKE INC CL B		NKE					
235.0000	02/07/2013	01/15/2013	12,751.26	12,616.91	0.00	134.35	0.00	0.00
654106103	NIKE INC CL B		NKE					
25.0000	02/07/2013	01/15/2013	1,356.52	1,342.23	0.00	14.29	0.00	0.00
67065R739	NUVEEN OHIO MUNICIPAL BOND FUND I		NXOHX					
831.2550	01/16/2013	12/05/2012	9,925.18	10,000.00	0.00	-74.82	0.00	0.00
68389X105	ORACLE CORP COM		ORCL					
360.0000	04/16/2013	01/15/2013	11,973.87	12,513.60	0.00	-539.73	0.00	0.00

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2013 Tax Information Statement

Ref: KPB

Payer's Name and Address:
FARMERS TRUST COMPANY
42 MCCLURG ROAD
YOUNGSTOWN, OH 44512

Account Number: 650047012
Recipient's Tax ID Number: 34-1853367
Payer's Federal ID Number: 34-1853512
Payer's State ID Number:
State: OH

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
MARION G. RESCH FOUNDATION
C/O PACKER THOMAS
ATTN. KAREN COHEN
6601 WESTFORD PLACE, STE. 101
CANFIELD, OH 44406

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Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
701094104	PARKER-HANNIFIN CORP		PH					
925.0000	11/01/2013	04/24/2013	107,096.67	82,527.30	0.00	24,569.37	0.00	0.00
701094104	PARKER-HANNIFIN CORP		PH					
49.0000	11/01/2013	04/24/2013	5,673.23	4,371.71	0.00	1,301.52	0.00	0.00
693390866	PIMCO TOTAL RETURN III INSTITUTIONAL		PTSAX					
4921.2600	05/10/2013	10/25/2012	48,720.47	50,000.00	0.00	-1,279.53	0.00	0.00
747525103	QUALCOMM INC		QCOM					
225.0000	10/02/2013	Various	15,110.02	14,543.71	0.00	566.31	0.00	0.00
74762E102	QUANTA SERVICES INC		PWR					
300.0000	04/19/2013	01/15/2013	8,099.81	8,678.97	0.00	-579.16	0.00	0.00
74762E102	QUANTA SERVICES INC		PWR					
3690.0000	06/18/2013	11/29/2012	99,744.49	93,980.61	0.00	5,763.88	0.00	0.00
77957Q103	ROWE T PRICE SMALL CAP VALUE		PRSVX					
4857.9060	12/16/2013	01/18/2013	237,211.55	200,000.00	0.00	37,211.55	0.00	0.00
77957Q103	ROWE T PRICE SMALL CAP VALUE		PRSVX					
485.7910	12/16/2013	01/18/2013	23,721.17	20,000.00	0.00	3,721.17	0.00	0.00
863667101	STRYKER CORP COM		SYK					
145.0000	04/19/2013	01/15/2013	9,298.64	8,647.73	0.00	650.91	0.00	0.00

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42 MCCLURG ROAD
YOUNGSTOWN, OH 44512

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C/O PACKER THOMAS
ATTN: KAREN COHEN
6601 WESTFORD PLACE, STE. 101
CANFIELD, OH 44406

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Covered (Box 6a is not checked)

Cusip / Quantity Sold *(Box 1e)*	Description *(Box 8)* / Date of Sale or Exchange *(Box 1a)*	Date of Acquisition *(Box 1b)*	Stock or Other Symbol *(Box 1d)* / Stocks Bonds, etc. *(Box 2a)*	Cost or Other Basis *(Box 3)*	Wash Sale Loss Disallowed *(Box 5)*	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 15)*
92206C755	VANGUARD MORTGAGE BACKED SECURITIES INDEX ADMIRAL SHARES		VMBSX					
2379.8190	06/19/2013	10/25/2012	48,952.88	50,000.00	0.00	-1,047.12	0.00	0.00
931142103	WAL MART STORES INC COM		WMT					
4485.0000	01/15/2013	Various	309,010.02	342,116.10	0.00	-33,106.08	0.00	0.00
931142103	WAL MART STORES INC COM		WMT					
350.0000	01/15/2013	10/16/2012	24,114.49	26,883.46	0.00	-2,768.97	0.00	0.00
969457100	WILLIAMS COMPANIES		WMB					
25.0000	01/15/2013	10/16/2012	829.98	921.00	0.00	-91.02	0.00	0.00
969457100	WILLIAMS COMPANIES		WMB					
6730.0000	03/07/2013	01/15/2013	230,311.58	224,445.50	0.00	5,866.08	0.00	0.00
969457100	WILLIAMS COMPANIES		WMB					
375.0000	03/07/2013	10/16/2012	12,833.11	13,814.96	0.00	-981.85	0.00	0.00
988498101	YUM! BRANDS INC		YUM					
3255.0000	01/15/2013	06/20/2012	215,511.97	215,072.17	0.00	439.80	0.00	0.00
988498101	YUM! BRANDS INC		YUM					
3405.0000	04/25/2013	06/20/2012	230,236.51	224,983.33	0.00	5,253.18	0.00	0.00
988498101	YUM! BRANDS INC		YUM					
195.0000	04/25/2013	06/20/2012	13,185.35	12,884.51	0.00	300.84	0.00	0.00

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Total Short Term Sales Reported on 1099-B			**5,603,206.40**	**5,209,741.76**	**0.00**	**393,464.65**	**0.00**	**0.00**
Report on Form 8949, Part I, with Box A checked								
Long Term Sales Reported on 1099-B								
00287Y109	ABBVIE INC		ABBV					
4445.0000	11/21/2013	Various	214,608.42	145,067.47	0.00	69,540.95	0.00	0.00
00287Y109	ABBVIE INC		ABBV					
400.0000	11/21/2013	Various	19,312.34	13,964.27	0.00	5,348.07	0.00	0.00
37733W105	GLAXOSMITHKLINE PLC		GSK					
7350.0000	07/11/2013	05/25/2012	385,471.38	326,534.78	0.00	58,936.60	0.00	0.00
452308109	ILLINOIS TOOL WORKS INC COM		ITW					
400.0000	01/15/2013	01/18/2011	25,023.84	22,487.84	0.00	2,536.00	0.00	0.00
452308109	ILLINOIS TOOL WORKS INC COM		ITW					
3005.0000	04/24/2013	01/18/2011	192,083.71	168,939.90	0.00	23,143.81	0.00	0.00
452308109	ILLINOIS TOOL WORKS INC COM		ITW					
135.0000	04/24/2013	01/18/2011	8,629.38	7,589.65	0.00	1,039.73	0.00	0.00
459200101	INTERNATIONAL BUSINESS MACHINES		IBM					
2000 0000	01/15/2013	05/10/2011	384,348.19	339,112.80	0.00	45,235.39	0.00	0.00

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YOUNGSTOWN, OH 44512

Account Number: 650047012
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Payer's Federal ID Number: 34-1853512
Payer's State ID Number:
State: OH

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CANFIELD, OH 44406

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Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
459200101	INTERNATIONAL BUSINESS MACHINES		IBM					
35.0000	01/15/2013	05/10/2011	6,726.09	5,934.47	0.00	791.62	0.00	0.00
459200101	INTERNATIONAL BUSINESS MACHINES		IBM					
20.0000	06/14/2013	05/10/2011	4,086.70	3,391.13	0.00	695.57	0.00	0.00
501044101	KROGER CO		KR					
2870.0000	08/05/2013	05/09/2012	112,487.98	65,923.04	0.00	46,564.94	0.00	0.00
501044101	KROGER CO		KR					
150.0000	08/05/2013	05/09/2012	5,879.16	3,445.45	0.00	2,433.71	0.00	0.00
540424108	LOEWS CORP		L					
2960.0000	11/13/2013	08/02/2012	141,224.47	116,779.10	0.00	24,445.37	0.00	0.00
540424108	LOEWS CORP		L					
295.0000	11/13/2013	08/02/2012	14,074.74	11,638.46	0.00	2,436.28	0.00	0.00
654106103	NIKE INC CL B		NKE					
4000.0000	02/07/2013	10/31/2011	217,042.73	194,638.20	0.00	22,404.53	0.00	0.00
654106103	NIKE INC CL B		NKE					
200.0000	02/07/2013	10/31/2011	10,852.13	9,731.91	0.00	1,120.22	0.00	0.00
693475105	PNC FINL SVCS GROUP INC COM		PNC					
2000.0000	01/15/2013	01/18/2011	119,297.53	126,469.20	0.00	-7,171.67	0.00	0.00

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42 MCCLURG ROAD
YOUNGSTOWN, OH 44512

Account Number: 650047012
Recipient's Tax ID Number: 34-1853367
Payer's Federal ID Number: 34-1853512
Payer's State ID Number:
State: OH

☐ **Corrected** ☐ **2nd TIN notice**

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MARION G. RESCH FOUNDATION
C/O PACKER THOMAS
ATTN: KAREN COHEN
6601 WESTFORD PLACE, STE. 101
CANFIELD, OH 44406

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
693475105	PNC FINL SVCS GROUP INC COM		PNC					
400.0000	01/15/2013	01/18/2011	23,859.50	25,293.84	0.00	-1,434.34	0.00	0.00
747525103	QUALCOMM INC		QCOM					
5200.0000	10/02/2013	05/09/2012	349,209.28	324,997.40	0.00	24,211.88	0.00	0 00
828806109	SIMON PROPERTY GROUP INC		SPG					
50.0000	01/15/2013	08/30/2011	8,001.32	5,811.00	0.00	2,190.32	0.00	0.00
949746101	WELLS FARGO & CO NEW		WFC					
230.0000	01/15/2013	08/30/2011	8,070.53	5,874.20	0.00	2,196.33	0 00	0.00
949746101	WELLS FARGO & CO NEW		WFC					
3300.0000	02/07/2013	08/30/2011	114,092.63	84,281.97	0.00	29,810.66	0.00	0.00
949746101	WELLS FARGO & CO NEW		WFC					
155.0000	02/07/2013	08/30/2011	5,358.90	3,958.70	0.00	1,400.20	0.00	0.00
949746101	WELLS FARGO & CO NEW		WFC					
6700.0000	09/27/2013	08/30/2011	278,455.19	171,117.93	0.00	107,337.26	0 00	0.00
949746101	WELLS FARGO & CO NEW		WFC					
315.0000	09/27/2013	08/30/2011	13,091.55	8,045.09	0.00	5,046.46	0.00	0.00
Total Long Term Sales Reported on 1099-B			**2,661,287.69**	**2,191,027.80**	**0.00**	**470,259.89**	**0.00**	**0.00**

Report on Form 8949, Part II, with Box D checked

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2013 Tax Information Statement

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FARMERS TRUST COMPANY
42 MCCLURG ROAD
YOUNGSTOWN, OH 44512

Account Number:	**650047012**
Recipient's Tax ID Number:	**34-1853367**
Payer's Federal ID Number:	**34-1853512**
Payer's State ID Number:	
State:	**OH**
☐ **Corrected**	☐ **2nd TIN notice**

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MARION G. RESCH FOUNDATION
C/O PACKER THOMAS
ATTN: KAREN COHEN
6601 WESTFORD PLACE, STE. 101
CANFIELD, OH 44406

2013 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds, etc., less commissions and option premiums.
For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
Short Term Sales Reported on 1099-B								
912828QL7	U.S. TREASURY NOTE 0 750% 03/31/13		UNIT13					
196000.0000	03/31/2013	Various	196,000.00	196,778.85	0.00	-778.85	0.00	0.00
Total Short Term Sales Reported on 1099-B			**196,000.00**	**196,778.85**	**0.00**	**-778.85**	**0.00**	**0.00**
Report on Form 8949, Part I, with Box B checked								
Long Term Sales Reported on 1099-B								
03073E105	AMERISOURCEBERGEN CORP		ABC					
3150.0000	06/18/2013	07/01/2010	175,787.41	97,342.24	0.00	78,445.17	0.00	0.00
00206R102	AT&T INC		T					
350.0000	01/15/2013	09/23/2003	11,777.27	6,535.09	0.00	5,242.18	0.00	0.00
00206R102	AT&T INC		T					
500.0000	06/18/2013	04/24/2008	18,059.68	19,422.80	0.00	-1,363.12	0.00	0.00
166764100	CHEVRONTEXACO CORP		CVX					
2075.0000	08/05/2013	04/11/2004	257,062.92	93,948.22	0.00	163,114.70	0.00	0.00

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20825C104	CONOCOPHILLIPS		COP					
200.0000	05/20/2013	09/23/2003	12,785.73	4,315.62	0.00	8,470.11	0.00	0.00
20825C104	CONOCOPHILLIPS		COP					
2650.0000	06/18/2013	04/11/2004	164,215.25	92,646.09	0.00	71,569.16	0.00	0.00
20825C104	CONOCOPHILLIPS		COP					
200.0000	08/05/2013	09/23/2003	13,341.79	4,315.62	0.00	9,026.17	0.00	0.00
30231G102	EXXON MOBIL CORP		XOM					
7000.0000	01/15/2013	04/11/2004	625,995.96	299,355.00	0.00	326,640.96	0.00	0.00
3136G0DL2	FEDERAL NATIONAL MORTGAGE ASSOC 2.000% 10/30/19-13 Q		FEDE19					
50000.0000	04/30/2013	04/16/2012	50,000.00	50,000.00	0.00	0.00	0 00	0 00
369604103	GENERAL ELEC CO COM		GE					
1900.0000	01/15/2013	06/07/2001	40,070.28	92,292.50	0.00	-52,222.22	0.00	0.00
369604103	GENERAL ELEC CO COM		GE					
15000.0000	05/20/2013	04/11/2004	350,588.62	473,212.50	0.00	-122,623.88	0.00	0.00
427866AQ1	HERSHEY CO 5.000% 04/01/13		HSY 13					
25000.0000	04/01/2013	06/10/2008	25,000.00	24,968.75	0.00	31.25	0.00	0.00
427866108	HERSHEY FOODS CORP COM		HSY					
235.0000	01/15/2013	09/28/2010	17,892.52	11,171.62	0.00	6,720.90	0.00	0.00
427866108	HERSHEY FOODS CORP COM		HSY					
25.0000	02/07/2013	09/28/2010	2,000.29	1,188.47	0.00	811.82	0.00	0.00

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427866108	HERSHEY FOODS CORP COM		HSY					
140.0000	04/19/2013	09/28/2010	12,645.91	6,655.43	0.00	5,990.48	0 00	0.00
437076102	HOME DEPOT INC COM		HD					
1450.0000	01/15/2013	03/17/2010	92,609.57	47,084.69	0.00	45,524.88	0.00	0.00
437076102	HOME DEPOT INC COM		HD					
800.0000	01/15/2013	12/28/2009	51,094.93	23,398.40	0.00	27,696.53	0.00	0.00
437076102	HOME DEPOT INC COM		HD					
3550.0000	03/07/2013	03/17/2010	249,058.16	115,276.31	0.00	133,781.85	0.00	0.00
437076102	HOME DEPOT INC COM		HD					
200.0000	03/07/2013	12/28/2009	14,031.45	5,849.60	0.00	8,181.85	0.00	0 00
459200101	INTERNATIONAL BUSINESS MACHINES		IBM					
2330.0000	01/15/2013	04/11/2004	447,765.64	218,262.75	0.00	229,502.89	0.00	0.00
459200101	INTERNATIONAL BUSINESS MACHINES		IBM					
385.0000	06/14/2013	04/11/2004	78,669.03	36,064.87	0 00	42,604.16	0.00	0.00
478160104	JOHNSON & JOHNSON COM		JNJ					
2500.0000	05/20/2013	04/11/2004	219,837.07	127,743.75	0.00	92,093 32	0.00	0.00
718172109	PHILIP MORRIS INTL INC		PM					
605.0000	01/15/2013	05/27/2009	53,735.49	25,215.25	0.00	28,520.24	0.00	0.00
718172109	PHILIP MORRIS INTL INC		PM					
2310.0000	02/07/2013	05/27/2009	205,306.58	96,276.41	0.00	109,030.17	0.00	0.00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). 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. For noncovered securities shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the Internal Revenue Service. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2013 Tax Information Statement

Account Number:	**650047012**
Recipient's Tax ID Number:	**34-1853367**
Payer's Federal ID Number:	**34-1853512**
Payer's State ID Number:	
State:	**OH**
☐ **Corrected**	☐ **2nd TIN notice**

Payer's Name and Address:
FARMERS TRUST COMPANY
42 MCCLURG ROAD
YOUNGSTOWN, OH 44512

Recipient's Name and Address:
MARION G. RESCH FOUNDATION
C/O PACKER THOMAS
ATTN: KAREN COHEN
6601 WESTFORD PLACE, STE. 101
CANFIELD, OH 44406

For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
718172109	PHILIP MORRIS INTL INC		PM					
45.0000	02/07/2013	05/27/2009	3,999.48	1,875.52	0.00	2,123.96	0.00	0.00
912828QL7	U.S. TREASURY NOTE 0.750% 03/31/13		UNIT13					
199000.0000	03/31/2013	03/23/2012	199,000.00	200,050.08	0.00	-1,050.08	0.00	0.00
912828JK7	U.S. TREASURY NOTE 3.125% 08/31/13		UNIT13					
150000.0000	08/31/2013	Various	150,000.00	158,280.27	0.00	-8,280.27	0.00	0.00
Total Long Term Sales Reported on 1099-B			**3,542,331.03**	**2,332,747.85**	**0.00**	**1,209,583.18**	**0.00**	**0.00**

Report on Form 8949, Part II, with Box E checked

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). 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. For noncovered securities shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the Internal Revenue Service. The taxpayer is ultimately responsible for the accuracy of their own tax return.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND AND INTEREST INCOME	656,159.	16,343.	639,816.
OHIO MUNICIPAL BOND INTEREST	45.	0.	45.
TOTAL TO FM 990-PF, PART I, LN 4	656,204.	16,343.	639,861.

FORM 990-PF	ACCOUNTING FEES	STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & TAX PREPARATION FEES	5,030.	5,030.		0.
TO FORM 990-PF, PG 1, LN 16B	5,030.	5,030.		0.

FORM 990-PF	TAXES	STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	4,627.	4,627.		0.
2013 EXCISE TAX ESTIMATED PAYMENTS	55,000.	0.		0.
2012 EXCISE TAX PAID IN 2013	3,494.	0.		0.
TO FORM 990-PF, PG 1, LN 18	63,121.	4,627.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE FILING FEE	200.	0.		200.
TO FORM 990-PF, PG 1, LN 23	200.	0.		200.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 5

DESCRIPTION	AMOUNT
CHANGE IN CARRYOVER OF ACCRUED INTEREST PAID	8,339.
TOTAL TO FORM 990-PF, PART III, LINE 3	8,339.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U S GOVT BONDS--FARMERS TRUST ACCT #65-0047-02-0 (SEE STATEMENT ATTACHED)	X		910,174.	901,813.
TOTAL U.S. GOVERNMENT OBLIGATIONS			910,174.	901,813.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			910,174.	901,813.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES--FARMERS TRUST ACCT #65-0047-02-0 (SEE STATEMENT ATTACHED)	11,544,474.	14,344,849.
EQUITIES--FARMERS TRUST ACCT #65-0047-01-2 (SEE STATEMENT ATTACHED)	675,211.	779,007.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,219,685.	15,123,856.

FORM 990-PF	CORPORATE BONDS	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS--FARMERS TRUST ACCT #65-0047-02-0 (SEE STATEMENT ATTACHED)	8,576,679.	8,363,283.
CORPORATE BONDS--FARMERS TRUST ACCT #65-0047-01-2 (SEE STATEMENT ATTACHED)	497,763.	503,041.
TOTAL TO FORM 990-PF, PART II, LINE 10C	9,074,442.	8,866,324.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
GEORGE R. BERLIN 3695 MERCEDES PLACE CANFIELD, OH 44406	PRESIDENT 2.00	0.	0.	0.
INGRID LUNDQUIST 7373 CHRISTOPHER DRIVE POLAND, OH 44514	VICE PRESIDENT 2.00	0.	0.	0.
ELDON S. WRIGHT 1104 MANSELL DRIVE YOUNGSTOWN, OH 44505	SECRETARY 2.00	0.	0.	0.
JAMES H. SISEK 8665 FOUR SEASONS TRAIL POLAND, OH 44514	TREASURER 2.00	0.	0.	0.
KATHLEEN BROWN 10466 IOLA DRIVE NORTH BENTON, OH 44449	ASSISTANT SECRETARY 2.00	0.	0.	0.
BRIAN J. WOLF 670 ROBS ROAD GIRARD, OH 44420	EXECUTIVE DIRECTOR 10.00	24,000.	0.	0.
NEIL H. MAXWELL 12625 NEW BUFFALO ROAD NORTH LIMA, OH 44452	TRUSTEE 2.00	0.	0.	0.

JOHN J. RINDY 30 ISLAND DRIVE POLAND, OH 44514	TRUSTEE 2.00	0.	0.	0.
FARMERS TRUST COMPANY 42 MCCLURG ROAD YOUNGSTOWN, OH 44512	AGENT 6.00	90,044.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		114,044.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 10
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JAMES H. SISEK, FARMERS TRUST COMPANY
42 MCCLURG ROAD
YOUNGSTOWN, OH 44512

TELEPHONE NUMBER

(330)743-7000

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS SHOULD BE SUBMITTED IN WRITING AND SHOULD INCLUDE A COPY OF THE ORGANIZATION'S 501(C)(3) DETERMINATION LETTER AND A RECENT BALANCE SHEET.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

FUNDS ARE TO BE GRANTED TO COLLEGES AND OTHER INSTITUTIONS OF HIGHER LEARNING LOCATED WITHIN ONE HUNDRED MILES OF YOUNGSTOWN, OHIO.

Resch, Marion G. Fdn
January 1, 2013 - December 31, 2013

Account Number: 65-0047-01-2

List of Assets

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Cash						
Fed Prime Obligations Fund #396	10,726.22	10,726.22 1.00	10,726.22 1.00	0.83%	1.00	0.01%
Fed Prime Obligations Fund #396 (Invested Income)	7,169.50	7,169.50 1.00	7,169.50 1.00	0.55%	0.00	0.01%
Total Cash		***$ 17,895.72***	***$ 17,895.72***	***1.38%***	***$ 1.00***	***0.01%***
Equities						
Invesco PLC New	380	10,774.27 28.35	13,832 00 36.40	1.06%	342.00	2.47%
AT&T Inc	250	4,667.93 18.67	8,790.00 35.16	0.68%	460.00	5.23%
Allstate Corp	290	13,312.76 45.91	15,816.60 54.54	1.22%	290.00	1.83%
Amerisourcebergen Corp	300	12,710.97 42.37	21,093.00 70.31	1.62%	282.00	1.34%
Apple Computer Inc	25	11,584.25 463.37	14,025.50 561.02	1.08%	305.00	2.17%
Ashland Inc New	105	7,470.73 71.15	10,189.20 97.04	0.78%	142.00	1.40%
Automatic Data Processing	255	16,801.67 65.89	20,603.75 80.80	1.58%	489.00	2.38%

Account Number: 65-0047-01-2

List of Assets

Description	*Shares*	*Cost/ Per Unit*	*Market Value/ Per Unit*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
CBS Corp New B	290	12,168.89 41.96	18,484.60 63.74	1.42%	139.00	0.75%
Chevron Corp	75	8,498.24 113.31	9,368.25 124.91	0.72%	300.00	3.20%
Cincinnati Financial Corp	200	9,518.00 47.59	10,474.00 52.37	0.81%	336.00	3.21%
Cisco Sys Inc	865	18,955.52 21.91	19,401.95 22.43	1.49%	588.00	3.03%
Citigroup Inc New	280	13,742.02 49.08	14,590.80 52.11	1.12%	11.00	0.08%
Conocophillips	400	7,523.33 18.81	28,260.00 70.65	2.17%	1,104.00	3.91%
D R Horton Inc	645	12,340.79 19.13	14,396.40 22.32	1.11%	0.00	0.00%
Eastman Chemical Co	110	8,600.90 78.19	8,877.00 80.70	0.68%	154.00	1.73%
Ebay Inc	285	14,035.22 49.25	15,636.53 54.87	1.20%	0.00	0.00%
General Elec Co	600	29,145.00 48.58	16,818.00 28.03	1.29%	528.00	3.14%
Harbor International Fund Inst	1,107.069	70,000.00 63.23	78,612.97 71.01	6.05%	1,655.00	2.11%
Helmerich & Payne	365	28,917.23 79.23	30,689.20 84.08	2.36%	912.00	2.97%
Honeywell International Inc	135	8,301.14 61.49	12,334.95 91.37	0.95%	243.00	1.97%

Resch, Marion G. Fdn
January 1, 2013 - December 31, 2013

Account Number: 65-0047-01-2

List of Assets

Description	*Shares*	*Cost/ Per Unit*	*Market Value/ Per Unit*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
Intel Corp	665	15,195.05 22.85	17,260.08 25.96	1.33%	598.00	3.47%
International Business Machines	45	7,630.04 169.56	8,440.65 187.57	0.65%	171.00	2.03%
Johnson & Johnson	175	12,269.23 70.11	16,028.25 91.59	1.23%	462.00	2.88%
JPMorgan Small Cap Core Fund Select	433.264	23,634.55 54.55	23,981.16 55.35	1.84%	117.00	0.49%
Kinder Morgan Inc Class P	250	9,639.98 38.56	9,000.00 36.00	0.69%	410.00	4.56%
Kraft Foods Group Inc	175	8,865.33 50.66	9,434.25 53.91	0.73%	367.00	3.90%
Kroger Co	310	7,120.61 22 97	12,254.30 39.53	0.94%	204.00	1.67%
Leggett & Platt	395	13,374.74 33.86	12,221.30 30.94	0.94%	474.00	3.88%
Lilly Eli & Co	150	8,573.97 57.16	7,650.00 51.00	0.59%	294.00	3.84%
Microsoft Corporation	450	11,916.00 26.48	16,834.50 37.41	1.30%	504.00	2.99%
Nucor Corp	200	8,726.24 43.63	10,676.00 53.38	0.82%	296.00	2.77%
Oppenheimer Developing Markets Instit Class	668.726	24,000.00 35.89	25,124.04 37.57	1.93%	142.00	0.57%
Parker-Hannifin Corp	101	9,011.09 89.22	12,992.64 128.64	1.00%	181.00	1.40%

Resch, Marion G. Fdn
January 1, 2013 - December 31, 2013

Account Number: 65-0047-01-2

List of Assets

Description	*Shares*	*Cost/ Per Unit*	*Market Value/ Per Unit*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
Philip Morris Intl Inc	100	4,167.81 41.68	8,713.00 87.13	0.67%	376.00	4.32%
Quanta Services Inc	94	2,890.30 30.75	2,966.64 31.56	0.23%	0.00	0.00%
Ridgeworth Mid Cap Value Equity Institutional	2,061.947	23,300.00 11.30	28,104.34 13.63	2.16%	0.00	0.00%
Robert Half International	409	15,922.33 38.93	17,173.91 41.99	1.32%	261.00	1.52%
Royal Dutch Shell PLC ADR A	185	11,899.18 64.32	13,184.95 71.27	1.01%	566.00	4.29%
Spdr S&P Regional Banking Etf	250	9,088.91 36.36	10,152.50 40.61	0.78%	139.00	1.37%
Simon Property Group Inc	50	5,811.00 116.22	7,608.00 152.16	0.59%	240.00	3.15%
Staples Inc	700	9,005.50 12.87	11,123.00 15.89	0.86%	336.00	3.02%
Travelers Companies Inc	162	14,124.62 87.19	14,667.48 90.54	1.13%	324.00	2.21%
Valero Energy Corp New	265	11,306.57 42.67	13,356.00 50.40	1.03%	265.00	1.98%
Vanguard Reit Index Fund Signal Shares	1,930.071	50,953.88 26.40	47,190.24 24.45	3.63%	2,040.00	4.32%
Wal Mart Stores Inc	150	11,235.90 74.91	11,803.50 78.69	0.91%	282.00	2.39%
Waste Management Inc	250	9,710.00 38.84	11,217.50 44.87	0.86%	365.00	3.25%

Resch, Marion G. Fdn
January 1, 2013 - December 31, 2013

Account Number: 65-0047-01-2

List of Assets

Description	*Shares*	*Cost/ Per Unit*	*Market Value/ Per Unit*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
Wellpoint Inc	190	16,769.75 88.26	17,554.10 92.39	1.35%	285.00	1.62%
Total Equities		***$ 675,211.44***	***$ 779,007.03***	***59.93%***	***$ 17,979.00***	***2.31%***

Fixed Income

Description	*Shares*	*Cost/ Per Unit*	*Market Value/ Per Unit*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
Fidelity Capital & Income	3,595.942	34,500.00 9.59	35,455.99 9.86	2.73%	1,561.00	4.41%
Templeton Global Bond Advisor	5,200.663	70,000.00 13.46	68,076.68 13.09	5.24%	2,667.00	3.92%
Goldman Sachs Group Inc 5.000% 10/01/14	100,000	99,990.00 99.99	103,179.00 103.18	7.94%	5,000.00	4.85%
Berkshire Hathaway Finance Corp 4.850% 01/15/15	20,000	19,999.80 100.00	20,934.40 104.67	1.61%	970.00	4.63%
Du Pont E I DE Nemours & Co 3.250% 01/15/15	25,000	25,077.75 100.31	25,717.25 102.87	1.98%	812.00	3.16%
AT&T Inc 2.500% 08/15/15	50,000	50,250.00 100.50	51,335.00 102.67	3.95%	1,250.00	2.43%
Merck & Co Inc 2.250% 01/15/16	50,000	49,742.50 99.49	51,650.00 103.30	3.97%	1,125.00	2.18%
Federal Farm Credit Bank 0.830% 08/22/16-14 C	25,000	24,981.25 99.93	25,001.50 100.01	1.92%	207.00	0.83%
Johnson & Johnson 5.550% 08/15/17	15,000	14,943.75 99.63	17,121.45 114.14	1.32%	832.00	4.86%
Broadcom Corp 2.700% 11/01/18	50,000	51,832.00 103.66	50,596.50 101.19	3.89%	1,350.00	2.67%

Resch, Marion G. Fdn
January 1, 2013 - December 31, 2013

Account Number: 65-0047-01-2

List of Assets

Description	*Shares*	*Cost/ Per Unit*	*Market Value/ Per Unit*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
Oracle Corp 2.375% 01/15/19	25,000	25,315.00 101.26	25,223.75 100.90	1.94%	593.00	2.35%
JPMorgan Chase & Co 3.250% 09/23/22	30,000	31,131.30 103.77	28,749.60 95.83	2.21%	975.00	3.39%
Total Fixed Income		***$ 497,763.35***	***$ 503,041.12***	***38.70%***	***$ 17,342.00***	***3.45%***
Total Assets		**$ 1,190,870.51**	**$ 1,299,943.87**	**100.00%**	**$ 35,322.00**	**2.72%**

Account Number: 65-0047-02-0

List of Assets

Description	Shares	Cost/ Per Unit	Market Value/ Per Unit	Percent Of Total Market	Projected Annual Income	Current Yield
Cash						
Fed Prime Obligations Fund #396	77,610.30	77,610.30 1.00	77,610.30 1.00	0.32%	7.00	0.01%
Fed Prime Obligations Fund #396 (Invested Income)	380,436.31	380,436.31 1.00	380,436.31 1.00	1.58%	38.00	0.01%
Total Cash		***$ 458,046.61***	***$ 458,046.61***	***1.90%***	***$ 45.00***	***0.01%***
Equities						
Invesco PLC New	6,960	198,467.04 28.52	253,344.00 36.40	1.05%	6,264.00	2.47%
AT&T Inc	7,000	271,919.20 38.85	246,120.00 35.16	1.02%	12,880.00	5.23%
Allstate Corp	7,905	361,746.58 45.76	431,138.70 54.54	1.79%	7,905.00	1.83%
Amerisourcebergen Corp	4,115	155,563.43 37.80	289,325.65 70.31	1.20%	3,868.00	1.34%
Apple Computer Inc	550	237,588.95 431.98	308,561.00 561.02	1.28%	6,710.00	2.17%
Ashland Inc New	1,770	125,935.15 71.15	171,760.80 97.04	0.71%	2,407.00	1.40%
Automatic Data Processing	4,925	302,216.79 61.36	397,935.08 80.80	1.65%	9,456.00	2.38%

Resch Fund
January 1, 2013 - December 31, 2013

Account Number: 65-0047-02-0

List of Assets

Description	*Shares*	*Cost/ Per Unit*	*Market Value/ Per Unit*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
CBS Corp New B	4,795	201,206.35 41.96	305,633.30 63.74	1.27%	2,301.00	0.75%
Chevron Corp	4,225	191,292.16 45.28	527,744.75 124.91	2.19%	16,900.00	3.20%
Cincinnati Financial Corp	5,475	224,935.45 41.08	286,725.75 52.37	1.19%	9,198.00	3.21%
Cisco Sys Inc	11,560	253,324.68 21.91	259,290.80 22.43	1.08%	7,860.00	3.03%
Citigroup Inc New	2,120	112,371.24 53.01	110,473.20 52.11	0.46%	84.00	0.08%
Conocophillips	7,350	417,538.84 56.81	519,277.50 70.65	2.16%	20,286.00	3.91%
D R Horton Inc	10,540	201,661.82 19.13	235,252.80 22.32	0.98%	1,581.00	0.67%
Eastman Chemical Co	2,375	185,701.25 78.19	191,662.50 80.70	0.80%	3,325.00	1.73%
Ebay Inc	4,235	203,371.90 48.02	232,353.28 54.87	0.97%	0.00	0.00%
General Elec Co	15,000	211,633.00 14.11	420,450.00 28.03	1.75%	13,200.00	3.14%
Harbor International Fund Inst	12,498.639	750,576.78 60.05	887,528.36 71.01	3.69%	18,685.00	2.11%
Helmerich & Payne	4,715	373,547.29 79.23	396,437.20 84.08	1.65%	11,787.00	2.97%
The Hershey Co	2,130	153,426.03 72.03	207,099.90 97.23	0.86%	4,132.00	2.00%

Resch Fund
January 1, 2013 - December 31, 2013

Account Number: 65-0047-02-0

List of Assets

Description	*Shares*	*Cost/ Per Unit*	*Market Value/ Per Unit*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
Honeywell International Inc	1,910	114,595.33 60.00	174,516.70 91.37	0.73%	3,438.00	1.97%
Intel Corp	15,370	351,199.89 22.85	398,928.35 25.96	1.66%	13,833.00	3.47%
International Business Machines	785	73,534.88 93.68	147,242.45 187.57	0.61%	2,983.00	2.03%
Johnson & Johnson	5,500	281,036.25 51.10	503,745.00 91.59	2.09%	14,520.00	2.88%
JPMorgan Small Cap Core Fund Select	4,332.631	236,345.04 54.55	239,811.13 55.35	1.00%	1,178.00	0.49%
Kinder Morgan Inc Class P	5,975	230,888.34 38.64	215,100.00 36.00	0.89%	9,799.00	4.56%
Kroger Co	5,840	134,143.05 22.97	230,855.20 39.53	0.96%	3,854.00	1.67%
Leggett & Platt	7,040	238,267.99 33.85	217,817.60 30.94	0.91%	8,448.00	3.88%
Microsoft Corporation	10,000	277,500.00 27.75	374,100.00 37.41	1.55%	11,200.00	2.99%
Nucor Corp	6,005	262,005.36 43.63	320,546.90 53.38	1.33%	8,887.00	2.77%
Oppenheimer Developing Markets Instit Class	11,876.057	400,000.00 33.68	446,183.46 37.57	1.85%	2,529.00	0.57%
PNC Finl Svcs Group Inc	4,290	308,119.81 71.82	332,818.20 77.58	1.38%	7,550.00	2.27%
Parker-Hannifin Corp	1,880	167,731.15 89.22	241,843.20 128.64	1.00%	3,384.00	1.40%

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List of Assets

Description	*Shares*	*Cost/ Per Unit*	*Market Value/ Per Unit*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
Philip Morris Intl Inc	4,690	195,470.29 41.68	408,639.70 87.13	1.70%	17,634.00	4.32%
Pimco Commodity Real Return Strategy Institutional	50,083.472	300,000.00 5.99	274,958.26 5.49	1.14%	4,152.00	1.51%
Quanta Services Inc	7,516	200,853.12 26.72	237,204.96 31.56	0.99%	0.00	0.00%
Ridgeworth Mid Cap Value Equity Institutional	16,142.05	200,000.00 12.39	220,016.14 13.63	0.91%	0.00	0.00%
Robert Half International	7,441	289,667.58 38.93	312,447.59 41.99	1.30%	4,762.00	1.52%
Royal Dutch Shell PLC ADR A	5,150	324,030.79 62.92	367,040.50 71.27	1.53%	15,759.00	4.29%
Spdr S&P Regional Banking Etf	10,465	385,250.52 36.81	424,983.65 40.61	1.77%	5,818.00	1.37%
Simon Property Group Inc	2,000	232,440.00 116.22	304,320.00 152.16	1.26%	9,600.00	3.15%
Travelers Companies Inc	2,809	244,913.90 87.19	254,326.86 90.54	1.06%	5,618.00	2.21%
Valero Energy Corp New	4,765	203,304.91 42.67	240,156.00 50.40	1.00%	4,765.00	1.98%
Vanguard Reit Index Fund Signal Shares	7,720.287	203,815.58 26.40	188,761.02 24.45	0.78%	8,160.00	4.32%
Wal Mart Stores Inc	2,765	203,566.22 73.62	217,577.85 78.69	0.90%	5,198.00	2.39%
Wellpoint Inc	4,035	351,770.09 87.18	372,793.65 92.39	1.55%	7,061.00	1.89%

Account Number: 65-0047-02-0

List of Assets

Description	*Shares*	*Cost/ Per Unit*	*Market Value/ Per Unit*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
Total Equities		***$ 11,544,474.02***	***$ 14,344,848.94***	***59.60%***	***$ 338,959.00***	***2.36%***

Fixed Income

Description	*Shares*	*Cost/ Per Unit*	*Market Value/ Per Unit*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
Fidelity Capital & Income	13,114.277	128,000.00 9.76	129,306.77 9.86	0.54%	5,732.00	4.43%
Templeton Global Bond Advisor	18,598.425	250,000.00 13.44	243,453.38 13.09	1.01%	9,540.00	3.92%
Diageo Cap PLC 7.375% 01/15/14	67,000	77,033.25 114.98	67,162.81 100.24	0.28%	4,941.00	7.36%
JPMorgan Chase & Co 1.875% 03/20/15	73,000	72,948.90 99.93	73,986.96 101.35	0.31%	1,368.00	1.85%
Blackrock Inc 1.375% 06/01/15	26,000	25,970.10 99.89	26,325.52 101.25	0.11%	357.00	1.36%
Wells Fargo & Co 1.500% 07/01/15	119,000	118,766.76 99.80	120,673.14 101.41	0.50%	1,785.00	1.48%
Cooperatieve Centrale Raiffei 2.125% 10/13/15	107,000	103,496.82 96.73	109,758.46 102.58	0.46%	2,273.00	2.07%
U.S. Treasury Note 1.250% 10/31/15	887,000	910,173.72 102.61	901,812.90 101.67	3.75%	11,087.00	1.23%
Metlife Inc 6.750% 06/01/16	87,000	100,400.61 115.40	98,921.61 113.70	0.41%	5,872.00	5.94%
Thermo Fisher Scientific Inc 2.250% 08/15/16	250,000	260,330.00 104.13	255,670.00 102.27	1.06%	5,625.00	2.20%
Coca Cola Co 1.800% 09/01/16	150,000	153,851.99 102.57	153,603.00 102.40	0.64%	2,700.00	1.76%

Resch Fund
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List of Assets

Description	*Shares*	*Cost/ Per Unit*	*Market Value/ Per Unit*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
Toyota Motor Credit Corp 1.750% 05/22/17	228,000	227,165.52 99.63	229,076.16 100.47	0.95%	3,990.00	1.74%
Total Capital Intl Sa 1.550% 06/28/17	216,000	215,596.08 99.81	216,045.36 100.02	0.90%	3,348.00	1.55%
JPMorgan Chase & Co 2.000% 08/15/17	36,000	35,935.56 99.82	36,516.60 101.44	0.15%	720.00	1.97%
Rio Tinto Fin USA PLC 1.625% 08/21/17	62,000	61,660.24 99.45	61,975.20 99.96	0.26%	1,007.00	1.63%
Shell International 1.125% 08/21/17	182,000	180,953.50 99.43	179,492.04 98.62	0.75%	2,047.00	1.14%
Simon Ppty Group Inc 2.150% 09/15/17	250,000	258,810.00 103.52	253,450.00 101.38	1.05%	5,375.00	2.12%
Merck & Co Inc 1.100% 01/31/18	250,000	251,297.50 100.52	242,997.50 97.20	1.01%	2,750.00	1.13%
Occidental Petroleum Corp 1.500% 02/15/18	250,000	256,112.50 102.45	244,342.50 97.74	1.02%	3,750.00	1.53%
Merrill Lynch 6.875% 04/25/18	129,000	144,087.38 111.70	152,525.73 118.24	0.63%	8,868.00	5.81%
Oracle Corp 2.375% 01/15/19	100,000	101,260.00 101.26	100,895.00 100.90	0.42%	2,375.00	2.35%
Statoilhydro Asa 5.250% 04/15/19	143,000	155,419.30 108.69	162,070.48 113.34	0.67%	7,507.00	4.63%
Astrazeneca PLC 1.950% 09/18/19	1,250,000	1,270,641.71 101.65	1,214,525.00 97.16	5.05%	24,375.00	2.01%
Deere John Capital Corp 1.700% 01/15/20	500,000	504,382.50 100.88	470,840.00 94.17	1.96%	8,500.00	1.81%

Resch Fund
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List of Assets

Description	*Shares*	*Cost/ Per Unit*	*Market Value/ Per Unit*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
Goldman Sachs Group Inc 6.000% 06/15/20	153,000	163,497.33 106.86	175,426.74 114.66	0.73%	9,180.00	5.23%
JPMorgan Chase & Co 4.400% 07/22/20	80,000	78,105.60 97.63	85,996.80 107.50	0.36%	3,520.00	4.09%
Citigroup Inc 5.375% 08/09/20	146,000	151,514.42 103.78	166,095.44 113.76	0.69%	7,847.00	4.72%
Wal Mart Stores 3.250% 10/25/20	250,000	274,445.00 109.78	255,277.50 102.11	1.06%	8,125.00	3.18%
State Street Corp 4.375% 03/07/21	116,000	115,617.20 99.67	125,948.16 108.58	0.52%	5,075.00	4.03%
Wal Mart Stores 4.250% 04/15/21	107,000	106,303.43 99.35	115,211.18 107.67	0.48%	4,547.00	3.95%
Morgan Stanley 5.500% 07/28/21	150,000	151,380.66 100.92	167,619.00 111.75	0.70%	8,250.00	4.92%
Disney Walt Co 2.750% 08/16/21	100,000	99,913.00 99.91	96,413.00 96.41	0.40%	2,750.00	2.85%
Pepsico Inc 3.000% 08/25/21	250,000	268,672.50 107.47	246,530.00 98.61	1.02%	7,500.00	3.04%
Verizon Communications 3.500% 11/01/21	87,000	86,310.96 99.21	86,374.47 99.28	0.36%	3,045.00	3.53%
Colgate Palmolive Co 2.450% 11/15/21	250,000	258,782.50 103.51	235,282.50 94.11	0.98%	6,125.00	2.60%
Philip Morris Intl 2.900% 11/15/21	250,000	261,822.50 104.73	238,662.50 95.47	0.99%	7,250.00	3.04%
Citigroup Inc 4.500% 01/14/22	64,000	65,760.64 102.75	67,821.44 105.97	0.28%	2,880.00	4.25%

Resch Fund
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List of Assets

Description	*Shares*	*Cost/ Per Unit*	*Market Value/ Per Unit*	*Percent Of Total Market*	*Projected Annual Income*	*Current Yield*
Goldman Sachs Group Inc 5.750% 01/24/22	20,000	19,973.00 99.87	22,513.80 112.57	0.09%	1,150.00	5.11%
Wells Fargo & Co 3.500% 03/08/22	156,000	155,852.13 99.91	156,040.56 100.03	0.65%	5,460.00	3.50%
Blackrock Inc 3.375% 06/01/22	88,000	88,081.08 100.09	87,039.92 98.91	0.36%	2,970.00	3.41%
Northern Trust Corp 2.375% 08/02/22	78,000	77,779.26 99.72	72,060.30 92.39	0.30%	1,852.00	2.57%
Praxair Inc 2.200% 08/15/22	250,000	246,036.25 98.42	222,442.50 88.98	0.92%	5,500.00	2.47%
General Electric Capital Corp 3.150% 09/07/22	250,000	249,625.00 99.85	241,930.00 96.77	1.01%	7,875.00	3.26%
JPMorgan Chase & Co 3.250% 09/23/22	200,000	207,542.00 103.77	191,664.00 95.83	0.80%	6,500.00	3.39%
PNC Bank Na 2.700% 11/01/22	300,000	303,969.00 101.32	271,941.00 90.65	1.13%	8,100.00	2.98%
Goldman Sachs Group Inc 3.6250% 01/22/23	100,000	98,457.00 98.46	96,835.00 96.84	0.40%	3,625.00	3.74%
Wells Fargo & Co 3.450% 02/13/23	100,000	93,119.00 93.12	94,544.00 94.54	0.39%	3,450.00	3.65%
Total Fixed Income		***$ 9,486,853.40***	***$ 9,265,095.93***	***38.50%***	***$ 248,468.00***	***2.68%***
Total Assets		**$ 21,489,374.03**	**$ 24,067,991.48**	**100.00%**	**$ 587,472.00**	**2.44%**