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

OMB No 1545-0052

2013**Open to Public Inspection**Department of the Treasury
Internal Revenue Serviceor Section 4947(a)(1) Trust Treated as Private Foundation
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For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation

HOOVER FOUNDATION INCOME ACCOUNT

Number and street (or P O box number if mail is not delivered to street address)

PO BOX 1558 DEPT EA4E86

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

COLUMBUS, OH 43216

A Employer identification number

34-6510994

B Telephone number (see instructions)

330-580-2568

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

Fair market value of all assets at

end of year (from Part II, col. (c), line

16) \$ 52,516,205.

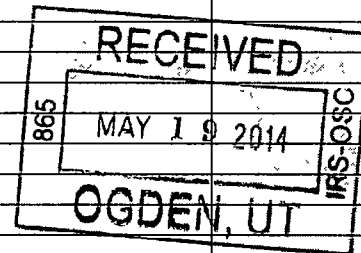
J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis.)

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	1,024,264.	1,018,621.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	2,955,307.			
b Gross sales price for all assets on line 6a	9,349,587.			
7 Capital gain net income (from Part IV, line 2)		2,955,307.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	3,979,571.	3,973,928.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	143,725.	71,863.		71,863.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 7	1,200.	600.	NONE	600.
c Other professional fees (attach schedule) STMT 8	78,799.	78,799.		78,799.
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 9	19,867.	8,130.		200.
19 Depreciation (attach schedule) and depletion				
20 Occupancy	4,988.			4,988.
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 10	2,856.	55.		2,801.
24 Total operating and administrative expenses	251,435.	159,447.	NONE	159,251.
25 Contributions, gifts, grants paid	2,574,610.			2,574,610.
26 Total expenses and disbursements. Add lines 24 and 25	2,826,045.	159,447.	NONE	2,733,861.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	1,153,526.			
b Net investment income (if negative, enter -0-)		3,814,481.		
c Adjusted net income (if negative, enter -0-)				



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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				
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)	STMT 11			
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis					
	Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		34,337,343.	35,490,874.	52,516,205.	
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	Total liabilities (add lines 17 through 22)			NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, . . . ▶ ☒ check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	34,337,343.	35,490,874.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)	34,337,343.	35,490,874.		
	31	Total liabilities and net assets/fund balances (see instructions)	34,337,343.	35,490,874.		

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	34,337,343.
2	Enter amount from Part I, line 27a	2	1,153,526.
3	Other increases not included in line 2 (itemize) ▶ ROUNDING	3	5.
4	Add lines 1, 2, and 3	4	35,490,874.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	35,490,874.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 9,349,587.		6,394,280.	2,955,307.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			2,955,307.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	2,955,307.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	2,732,440.	46,111,296.	0.059257
2011	2,441,345.	45,998,363.	0.053075
2010	2,422,772.	43,634,198.	0.055525
2009	2,231,654.	40,307,823.	0.055365
2008	3,154,963.	47,405,589.	0.066553
2 Total of line 1, column (d)			2 0.289775
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.057955
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 49,025,035.
5 Multiply line 4 by line 3			5 2,841,246.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 38,145.
7 Add lines 5 and 6			7 2,879,391.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 2,733,861.

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)		1	76,290.
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).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	76,290.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	76,290.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	20,704.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	20,704.	
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	55,586.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2014 estimated tax	11	NONE Refunded	

Part VII-A Statements Regarding Activities

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

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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?	13	X	
Website address ☐ N/A				
14	The books are in care of ☐ HUNTINGTON NATIONAL BANK Telephone no ☐ (614) 331-9547			
	Located at ☐ PO BOX 1558 DEPT EA4E86, COLUMBUS, OH ZIP+4 ☐ 43216			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐			
	and enter the amount of tax-exempt interest received or accrued during the year. ☐ 15			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ☐			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		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?		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)		X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ 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)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ Nob If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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
SEE STATEMENT 16		143,725.		

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

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

Total number of other employees paid over \$50,000 ☐ NONE

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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
VICTORY CAPITAL MANAGEMENT CANTON, OH	INVESTMENT	NONE

Total number of others receiving over \$50,000 for professional services **NONE****Part IX-A Summary of Direct Charitable Activities**

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

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

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

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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	48,513,299.
b	Average of monthly cash balances	1b	1,258,310.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	49,771,609.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	49,771,609.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	746,574.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	49,025,035.
6	Minimum investment return. Enter 5% of line 5	6	2,451,252.

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	2,451,252.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	76,290.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	76,290.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,374,962.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	2,374,962.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	2,374,962.

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	2,733,861.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,733,861.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,733,861.

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				2,374,962.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			NONE	
b Total for prior years 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008	810,802.			
b From 2009	237,780.			
c From 2010	259,398.			
d From 2011	171,423.			
e From 2012	468,283.			
f Total of lines 3a through e	1,947,686.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>2,733,861.</u>				
a Applied to 2012, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				2,374,962.
e Remaining amount distributed out of corpus	358,899.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	2,306,585.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	810,802.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	1,495,783.			
10 Analysis of line 9				
a Excess from 2009	237,780.			
b Excess from 2010	259,398.			
c Excess from 2011	171,423.			
d Excess from 2012	468,283.			
e Excess from 2013	358,899.			

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

NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

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 18

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 40				2,574,610.
Total			3a	2,574,610.
b Approved for future payment				
Total			3b	

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

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

[illegible]

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

- | | | | | |
|----------|--|--------------|------------|-----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| | | | | |
| 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. | | | |

[illegible]

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

- b** If "Yes," complete the following schedule

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

**Sign
Here**

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

Signature of officer or trustee

05/05/2014
Date

Title

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

HUNTINGTON NATIONAL BANK

**Paid
Preparer
Use Only**

Print/Type preparer's name

RONALD SHOEMAKER

Preparer's signature

Date

~~05/05/2014~~

Check ☐ if self-employed

PTIN

P00021964

Firm's name ▶ ERNST & YOUNG U.S. LLP

Firm's EIN	▶ 34-6565596
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Firm's address ► 1100 HUNTINGTON CTR., 41 S HIGH

Phone no 419-321-6096

Form **990-PF** (2013)

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AT&T INC	9,000.	9,000.
AT&T INC 2.5% 08/15/2015	2,500.	2,500.
ABBOTT LABORATORIES 3%	1,680.	1,680.
ABBVIE INC	4,800.	4,800.
ALLSTATE CORP ILLINOIS	2,250.	2,250.
AMERICAN CENTURY HERITAGE FUND - INVESTO	3,562.	3,562.
AMERICAN WATER WORKS CO INC	504.	504.
AMGEN INC.	1,880.	1,880.
AMGEN INC 2.125% 05/15/2017	5,313.	5,313.
ANADARKO PETE	810.	810.
ANHEUSER BUSCH COS INC 5.05% 10/15/2016	5,050.	5,050.
APPLE COMPUTER	9,440.	9,440.
ARTISAN INTERNATIONAL VALUE FUND - INVES	13,825.	13,825.
BP AMOCO P L C ADR SPONSORED	6,570.	6,570.
BAKER HUGHES INC COM	900.	900.
BANK OF NEW YORK MELLON CORP	6,983.	6,983.
BANK OF NOVA SCOTIA	10,492.	10,492.
BAXTER INTERNATIONAL INC	4,700.	4,700.
BECTON DICKINSON AND CO.	4,803.	4,803.
BHP BILLITON LTD-SPON ADR COMMON STOCK	4,640.	4,640.
BLACKROCK INC 3.5% 12/10/2014	3,500.	3,500.
BOEING CO	7,178.	7,178.
BRISTOL-MYERS SQUIBB CO	4,200.	4,200.
BROADCOM CORP	990.	
CVS CORP	1,350.	1,350.
CATERPILLAR INC.	7,500.	7,500.
CATERPILLAR FINL SVCS CORP 1.65% 04/01/2	1,650.	1,650.
CATERPILLAR FINL SVCS CORP CATERPILLAR F	11,500.	11,500.
CHEVRONTXACO CORP	18,400.	18,400.
CHUBB CORP	3,460.	3,460.
CHURCH & DWIGHT CO INC	1,680.	1,680.
CINCINNATI FINL CORP	1,853.	1,853.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
CISCO SYSTEMS, INC.	6,120.	6,120.
CISCO SYSTEMS 2.9% 11/17/2014	7,250.	7,250.
COCA-COLA CO 2%	4,480.	4,480.
COCA COLA CO 1.5% 11/15/2015	3,000.	3,000.
COLGATE PALMOLIVE CO	5,940.	5,940.
COLGATE PALMOLIVE CO SERIES MTN 2.3% 05/	2,300.	2,300.
COMCAST CORP CL A	1,869.	1,869.
CONOCOPHILLIPS COMPANY 1.05% 12/15/2017-	1,138.	1,138.
COSTCO WHOLESALE CORP	930.	930.
DEERE & COMPANY	6,468.	6,468.
JOHN DEERE CAPITAL CORP SERIES MTN 5.35%	5,350.	5,350.
DIEBOLD INC	11,500.	11,500.
DOMINION RES INC VA NEW COM	4,500.	4,500.
DOMINION RESOURCES INC SERIES A 1.4% 09/	3,169.	3,169.
DUPONT DE NEMOURS CO 2%	2,455.	2,455.
DUKE ENERGY CORP	3,600.	3,600.
DUKE ENERGY CORP 1.625% 08/15/2017	3,679.	3,679.
E.M.C. CORP	1,500.	1,500.
EMERSON ELECTRIC CO 2%	9,130.	9,130.
EXELON CORP	2,328.	2,328.
EXXON MOBIL CORP COM	15,507.	15,507.
FFCB 3.375% 12/27/2018	8,438.	8,438.
FFCB 4.8% 07/28/2014	24,000.	24,000.
FFCB 5% 09/04/2013	25,000.	25,000.
FFCB 4.3% 12/15/2014	21,500.	21,500.
FHLB SERIES 1 2.5% 04/27/2016	3,750.	3,750.
FHLB 1.22% 12/21/2016	1,830.	1,830.
FHLB 1.55% 10/12/2017	2,325.	2,325.
FHLB 2.15% 12/16/2013	3,225.	3,225.
FNMA 1.2% 04/17/2019-2019	1,200.	1,200.
FNMA V/R MULTI-STEP CPN BND 1% 06/28/201	500.	500.
FNMA V/R MULTI-STEP CPN BND 1% 07/30/201	1,000.	1,000.
FNMA 1.35% 06/26/2020-2015	2,025.	2,025.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FEDEX CORP COM	1,100.	1,100.
FORD MTR CO DEL NEW	1,600.	1,600.
FRANKLIN RES INC	1,320.	1,320.
FREEMPORT MCMORAN COPPER & GOLD	938.	938.
GENERAL ELECTRIC CO 2%	5,320.	5,320.
GENERAL ELEC CAP CORP 4.375% 09/16/2020	2,115.	2,115.
GENERAL MILLS INC	2,130.	2,130.
GEORGIA POWER CO V/R .55335% 03/15/2016-	270.	270.
GLAXOSMITHKLINE CAP INC 4.85% 05/15/2013	3,638.	3,638.
GOLDMAN SACHS GROUP INC	1,538.	1,538.
HALLIBURTON CO 2%	788.	788.
H J HEINZ COMPANY	773.	773.
HEWLETT PACKARD CO 2.125% 09/13/2015	5,313.	5,313.
HOME DEPOT INC.	7,800.	7,800.
HOME DEPOT INC 2.7% 04/01/2023-2023	188.	188.
INTEL CORP.	15,300.	15,300.
INTEL CORP 1.95% 10/01/2016	1,950.	1,950.
INTERNATIONAL BUSINESS MACHINES CORP	11,525.	11,525.
IBM CORP 2.1% 05/06/2013	2,625.	2,625.
INTERNATIONAL PAPER CO	950.	950.
ISHARES MSCI CANADA ETF	2,667.	2,667.
ISHARES MSCI PACIFIC EXCLUDING JAPAN ETF	4,060.	4,060.
ISHARES TIPS BOND ETF	18,799.	18,799.
ISHARES MSCI EAFE ETF	23,817.	23,817.
ISHARES S & P MIDCAP 400	3,282.	3,282.
ISHARES NASDAQ BIOTECHNOLOGY ETF	72.	72.
ISHARES RUSSELL 2000	2,815.	2,815.
ISHARES S & P SMALLCAP 600	2,316.	2,316.
J P MORGAN CHASE & CO	5,440.	5,440.
JP MORGAN CHASE & CO 6.125% 06/27/2017	6,125.	6,125.
JOHNSON & JOHNSON CO 2%	6,475.	6,475.
KELLOGG CO 3.25% 05/21/2018	3,250.	3,250.
KIMBERLY-CLARK CORP 5% 08/15/2013	12,500.	12,500.
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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
LEGG MASON INC V/R MULTI-STEP CPN BND 5.	749.	749.
LOWES COMPANIES INC 1.625% 04/15/2017-20	1,083.	1,083.
MANAGERS BOND FUND	10,921.	10,921.
MCDONALDS CORP	16,370.	16,370.
MEDTRONIC INC.	3,280.	3,280.
MERCK & CO INC	5,160.	5,160.
MERRILL LYNCH & CO 5% 01/15/2015	5,000.	5,000.
METLIFE INC 5.5% 06/15/2014	5,500.	5,500.
MICROSOFT CORP	15,520.	15,520.
MICROSOFT CORP 2.95% 06/01/2014	7,375.	7,375.
HUNTINGTON MONEY MKT II	80.	80.
HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	245.	245.
MONSANTO CO NEW	1,555.	1,555.
NEWMONT MNG CORP COM	3,675.	3,675.
NEXTERA ENERGY INC	7,920.	7,920.
NIKE INC CL B	2,520.	2,520.
NORTHROP GRUMMAN CORP W/1 RT/SH	4,760.	4,760.
NOVARTIS ADR	4,853.	4,853.
NUCOR CORP	2,021.	2,021.
OCCIDENTAL PETROLEUM CORP 1.45% 12/13/20	725.	725.
ORACLE CORP	4,080.	4,080.
ORACLE CORPORATION 4.95% 04/15/2013	3,713.	3,713.
OPPENHEIMER DEVELOPING MARKETS FUND - CL	3,554.	3,554.
PNC FINANCIAL CORP	1,610.	1,610.
PARKER HANNIFIN CORP	1,780.	1,780.
PEPSICO INC 2%	14,066.	14,066.
PEPSICO INC 4.65% 02/15/2013	2,325.	2,325.
PEPSICO INC 2.75% 03/01/2023	1,360.	1,360.
PFIZER INC 2%	13,898.	13,898.
PHILIP MORRIS INTL INC	2,094.	2,094.
PRAXAIR INC	2,400.	2,400.
PRAXAIR INC 1.25% 11/07/2018	1,024.	1,024.
PRICE T ROWE GROUP INC	3,800.	3,800.
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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
PROCTER & GAMBLE CO	7,100.	7,100.
PROCTER & GAMBLE CO 1.8% 11/15/2015	4,500.	4,500.
PROCTER & GAMBLE CO 1.45% 08/15/2016	1,450.	1,450.
PRUDENTIAL FINL INC	3,460.	3,460.
QUALCOMM INC	1,300.	1,300.
T. ROWE PRICE MID CAP VALUE FUND	26,241.	26,241.
ROYAL BANK OF CANADA SERIES MTN 1.5% 01/	73.	73.
ROYAL DUTCH SHELL PLC -ADR	5,340.	5,340.
ROYCE TOTAL RETURN FUND	21,827.	21,827.
SCHLUMBERGER LTD.	9,094.	9,094.
SHELL INTERNATIONAL FINANCE 3.1% 06/28/2	3,100.	3,100.
SHERWIN WILLIAMS CO 2%	5,500.	5,500.
SMUCKER J M CO NEW	2,200.	2,200.
SOUTHERN CO 2%	10,063.	10,063.
SPECTRA ENERGY CORP	6,100.	6,100.
STARBUCKS CORP	4,005.	4,005.
STATE STREET CORP	1,769.	1,769.
SUNCOR ENERGY INC	318.	318.
TJX COMPANIES INC W/1 RT/SH	2,750.	2,750.
TARGET CORP	9,768.	9,768.
TEVA PHARMACEUTICAL INDS ADR	5,112.	5,112.
TEXAS INSTRUMENTS INC.	5,350.	5,350.
THERMO ELECTRON CORP W/1 RT/SH	1,500.	1,500.
THORNBURG INTERNATIONAL VALUE - I SHARES	25,227.	25,227.
3M COMPANY MEDIUM-TERM NOTE 4.375% 08/15	4,375.	4,375.
3M CO COM	9,525.	9,525.
TIMKEN CO	4,416.	4,416.
TRAVELERS COS INC	3,920.	3,920.
US BANCORP DEL NEW	3,400.	3,400.
UNION PACIFIC CORP 2%	12,780.	12,780.
UNITED PARCEL SERVICE 4.5% 01/15/2013	2,250.	2,250.
US TREASURY N/B 4.25% 11/15/2014	10,625.	10,625.
US TREASURY 2.375% 08/31/2014	5,938.	5,938.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
US TREASURY 2.375% 02/28/2015	5,938.	5,938.
US TREASURY N/B 3% 02/28/2017	7,500.	7,500.
US TREASURY 1.375% 03/15/2013	1,719.	1,719.
US TREASURY 1.875% 06/30/2015	3,750.	3,750.
US TREASURY 1.875% 08/31/2017	3,750.	3,750.
US TREASURY INFLATIONARY INDEX N/B 1.125	3,316.	3,316.
US TREASURY N/B 01/31/2016	10,000.	10,000.
US TREASURY 2.75% 02/28/2018	4,125.	4,125.
US TREASURY INFLATIONARY INDEX N/B .125%	1,142.	1,142.
UNITED TECHNOLOGIES CORP 2%	6,585.	6,585.
UNITED TECHNOLOGIES CORP 1.8% 06/01/2017	1,800.	1,800.
UNITEDHEALTH GROUP INC 1.4% 10/15/2017	933.	933.
V F CORP W/1 RT/SH	5,490.	5,490.
VALERO ENERGY	4,025.	4,025.
VANGUARD SMALL CAP GROWTH INDEX	7,382.	7,382.
VERIZON COMMUNICATIONS	19,692.	19,692.
VERIZON COMMUNICATIONS 2% 11/01/2016	1,556.	1,556.
VODAFONE GROUP PLC	7,023.	7,023.
WAL-MART STORES INC 2.875% 04/01/2015	7,188.	7,188.
WELLS FARGO & CO NEW	4,600.	4,600.
WELLS FARGO & COMPANY SERIES MTN 2.1% 05	5,250.	5,250.
ACCENTURE PLC CL A	3,480.	3,480.
EATON CORP PLC	12,600.	7,947.
NOBLE CORP PLC	500.	500.
NOBLE CORP	760.	760.
	-----	-----
TOTAL	1,024,264.	1,018,621.
	=====	=====

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,200.	600.		600.
	-----	-----	-----	-----
TOTALS	1,200.	600.	NONE	600.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
INVESTMENT MGMT FEES-SUBJECT T	78,799.	78,799.	78,799.
TOTALS	78,799.	78,799.	78,799.
	=====	=====	=====

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
FOREIGN TAXES	1,495.	1,495.	
OTHER TAXES	200.		200.
FEDERAL ESTIMATES - PRINCIPAL	11,537.		
FOREIGN TAXES ON QUALIFIED FOR	6,574.	6,574.	
FOREIGN TAXES ON NONQUALIFIED	61.	61.	
	-----	-----	-----
TOTALS	19,867.	8,130.	200.
	=====	=====	=====

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER NON-ALLOCABLE EXPENSE -	2,801.		2,801.
OTHER NONALLOCABLE EXPENSES -	55.	55.	
TOTALS	----- 2,856. =====	----- 55. =====	----- 2,801. =====

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION

500 ABBOTT LABORATORIES
1,400 AIR PRODS & CHEMS INC
4,400 ALCOA INC
4,000 ALLSTATE CORP
1,500 T ROWE PRICE GROUP INC
5,376 AMERICAN INTL GROUP
1,000 AMGEN INC
2,000 AUTOMATIC DATA PROCESSIN
1,000 MOLSON COORS BREWING CO
4,500 BOEING CO
6,000 BRISTOL-MYERS SQUIBB CO
1,500 FREEMPORT-MCMORAN C & G W
1,000 COSTCO WHOLESALERS CORP
2,500 THERMO FISHER SCIENTIFIC
2,000 CISCO SYSTEMS
3,000 DEERE & CO
1,000 DELL INC COMMON
10,000 DIEBOLD INC
3,000 WALT DISNEY CO
1,000 APPLE INC
4,000 EATON CORP
8,000 SCHWAB (CHARLES) CORP
2,000 TEVA PHARMACEUTICAL
3,700 EXXON MOBIL CORP
5,000 XLINX
2,000 FNMA
4,000 FORD MOTOR CO
2,000 FRANKLIN RES INC
5,000 GENERAL ELECTRIC CO

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION

5,000 HOME DEPOT INC
7,000 INTEL CORP
2,000 IBM CORP
3,000 KIMBERLY-CLARK CORP
8,000 MCDONALDS CORP
11,000 MICROSOFT CORP
3,000 NEWMONT MINING CORP
2,000 NORTHROP GRUMMAN CORP
20,000 ORACLE CORP
4,000 PEPSICO INC
12,000 PFIZER INC
100 RIO TINTO PLC
3,000 SARA LEE CORP
2,000 SCHERING-PLOUGH CORP
7,400 SHERWIN-WILLIAMS CO
1,500 3M CO
5,000 TIMKEN CO
3,000 UST INC
7,000 US BANCORP
4,800 UNION PACIFIC CORP
5,490 VERIZON COMMUNICATIONS
890 WACHOVIA CORP 2ND NEW COM
16,000 WELLS FARGO & CO
3,000 WYETH
3,000 AFLAC INC
5,500 AT&T INC
1,000 APACHE CORP
7,500 CITIGROUP INC
2,000 CONOCOPHILLIPS

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION

2,000 DOMINION RESOURCES INC
3,500 DUKE ENERGY CORP
7,000 EXXON MOBIL CORP
3,000 JOHNSON & JOHNSON
5,000 MOTOROLA INC
7,000 ORACLE CORPORATION
1,700 PRUDENTIAL FINANCIAL INC
5,000 SOUTHERN CO
5,000 TARGET CORP
4,000 UNITED TECHNOLOGIES CORP
2,500 WALGREEN CO
2,000 WELLPOINT INC
4,875 WYETH
1,500 FRANKLIN RES INC
6,000 CATERPILLAR INC
1,500 DUKE ENERGY
2,600 EXELON CORP
3,000 FPL GROUP
5,000 EMERSON ELECTRIC CO
3,000 BP PLC SPONS ADR
6,000 CHEVRON CORPORATION
500 GOLDMAN SACHS GROUP INC
7,000 WALT DISNEY CO
2,000 VIACOM CLASS A COMMON
6,000 SCHLUMBERGER LTD
4,000 VALERO ENERGY CORP
3,000 HUNTINGTON BANCSHARES IN
17,085 TAIWAN SEMICONDUCTER
1,500 GENERAL DYNAMICS CORP

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION

2,500 FEDEX CORP
5,000 ADOBE SYSTEMS INC
4,100 AMGEN INC
6,000 CISCO SYSTEMS
8,000 NOKIA CORP-SPON ADR
2,000 BEST BUY COMPANY
5,000 HEWLETT PACKARD CO
2,000 IBM CORP
1,000 CATERPILLAR
2,500 AMERICAN EXPRESS
2,500 WACHOVIA CORP
1,500 WELLS FARGO & CO
2,500 DOW CHEMICAL
2,500 BECTON DICKINSON
4,000 MEDTRONIC INC
3,500 COLGATE PALMOLIVE
1,500 FORTUNE BRANDS INC
4,000 PROCTER & GAMBLE CO
2,500 WAL-MART STORES INC
7,000 GENERAL ELECTRIC CO
3,000 3M CO
2,000 PRAXAIR INC
2,000 ITT CORPORATION
4,000 EXXON MOBIL CORP
4,000 MARATHON OIL CORP
4,000 VERIZON COMMUNICATIONS
750 GOLDMAN SACHS GROUP INC
1,000 MERRILL LYNCH & CO INC
3,000 MORGAN STANLEY

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION

1,000 AMERICAN INTL GROUP
2,500 BJ SERVICE
2,000 SCHLUMBERGER LTD
5,000 BANK OF AMERICA CORP
2,000 JP MORGAN CHASE & CO
2,000 ABBOTT LABORATORIES
3,000 GLAXO SMITHKLINE PLC ADR
4,000 NOVARTIS AG ADR
2,000 TEVA PHARMACEUTICALS
2,500 ALLSTATE CORP
4,500 STARBUCKS CORP
10,000 INTEL CORP
3,500 PEPSICO INC
3,000 ECOLAB INC
5,000 MICROSOFT CORP

TOTALS

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

HUNTINGTON NATIONAL BANK

ADDRESS:

220 MARKET AVES, SUITE 200

CANTON, OH 44702

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4

COMPENSATION 143,725.

COMPENSATION EXPLANATION:

TRUSTEE FEES

OFFICER NAME:

LAWRENCE R HOOVER

ADDRESS:

400 MARKET AVE N STE 210

CANTON, OH 44702

TITLE:

CHAIRPERSON

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4

OFFICER NAME:

TIMOTHY D SCHILTZ

ADDRESS:

400 MARKET AVE N STE 210

CANTON, OH 44702

TITLE:

COMMITTEE MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

CHARLES H HOOVER

ADDRESS:

400 MARKET AVE N STE 210

CANTON, OH 44702

TITLE:

COMMITTEE MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:
TIMOTHY R. HOOVER
ADDRESS:
400 MARKET AVE N STE 210
CANTON, OH 44702
TITLE:
COMMITTEE MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
TERRY A. MOORE
ADDRESS:
400 MARKET AVE N STE 210
CANTON, OH 44702
TITLE:
COMMITTEE MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION: 143,725.
=====

RECIPIENT NAME:

LAWRENCE HOOVER

ADDRESS:

400 MARKET AVE N., STE 210

CANTON, OH 44702

RECIPIENT'S PHONE NUMBER: 330-580-2568

FORM, INFORMATION AND MATERIALS:

LETTER STATING AMOUNT AND PURPOSE FOR WHICH GRANT IS REQUESTED.

SUBMISSION DEADLINES:

NONE

THE FOUNDATION MAKES GIFTS AND GRANTS PRINCIPALLY TO PUBLIC-SUPPORTED
RESTRICTIONS OR LIMITATIONS ON AWARDS:

COMMUNITY FUNDS, HOSPITALS AND HEALTH AGENCIES, COLLEGES AND COMMUNITY
ORGANIZATIONS. THE FOUNDATION DOES NOT MAKE GRANTS TO INDIVIDUALS.

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

UNITED WAY OF GREATER STARK
COUNTY

ADDRESS:

220 MARKET AVE S
CANTON, OH 44702

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 300,000.

RECIPIENT NAME:

AMERICAN HEART ASSOCIATION

ADDRESS:

4916 HILLS & DALES RD.
CANTON, OH 44708

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

HEALTH/MEDICAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

CHARACTER CORP

ADDRESS:

220 MARKET AVENUE S.-STE 200
CANTON, OH 44702

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

JR COLEMAN OUTREACH
SERVICES

ADDRESS:

1731 GRACE AVENUE NE
CANTON, OH 44705

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

COMMUNITY SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 28,000.

RECIPIENT NAME:

MALONE COLLEGE

ADDRESS:

515 - 25TH STREET NW
CANTON, OH 44709

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 31,500.

RECIPIENT NAME:

WALSH UNIVERSITY

ADDRESS:

2020 E. MAPLE STREET
NORTH CANTON, OH 44720

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 22,500.

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

AMERICAN RED CROSS

ADDRESS:

521 MARKET AVENUE N.

CANTON, OH 44702

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SOCIAL WELFARE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

MUSKINGUM COLLEGE

ADDRESS:

163 STORMONT STREET

NEW CONCORD, OH 43762

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 100.

RECIPIENT NAME:

VANDERBILT UNIVERSITY

ADDRESS:

2201 WEST END AVENUE

NASHVILLE, TN 37240

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 300.

STATEMENT 21

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

AULTMAN HOSPITAL WOMEN'S BOARD

ADDRESS:

2600 - 6TH STREET SW

CANTON, OH 44710

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

HEALTH/MEDICAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

CANTON SYMPHONY ORCHESTRA

ADDRESS:

1001 MARKET AVENUE N.

CANTON, OH 44702

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

HUMANITIES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 180,000.

RECIPIENT NAME:

TURNING POINT OF STARK

COUNTY

ADDRESS:

1221 HARRISON RD. NE

CANTON, OH 44705

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SOCIAL WELFARE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 18,000.

RECIPIENT NAME:
YWCA OF CANTON
ADDRESS:
405 2ND STREET NW
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SOCIAL WELFARE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 342,300.

RECIPIENT NAME:
HAMMER AND NAILS INC
ADDRESS:
P. O. BOX 8224
CANTON, OH 44711
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
PATHWAY CARING FOR CHILDREN
ADDRESS:
4895 DRESSLER ROAD NW SUITE A
CANTON, OH 44718
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ADOPTION/FOSTER CARE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

HOOVER FOUNDATION INCOME ACCOUNT 34-6510994
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:
ABCD, INC
ADDRESS:
1225 GROSS AVENUE NE
CANTON, OH 44705
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES/REDUCE POVERTY
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
MULTI-DEVELOPMENT SERVICES
ADDRESS:
424 FULTON ROAD NW
CANTON, OH 44703
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 35,000.

RECIPIENT NAME:
JUNIOR ACHIEVEMENT
ADDRESS:
4352 EXECUTIVE CIRCLE
CANTON, OH 44718
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

STUDENT LOAN FOUNDATION
OF NORTH CANTON

ADDRESS:

PO BOX 2224
NORTH CANTON, OH 44720

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

WESTERN RESERVE HISTORICAL
SOCIETY

ADDRESS:

10825 EAST BOULEVARD
CLEVELAND, OH 44106

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

COMMUNITY SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

STARK DEVELOPMENT BOARD

ADDRESS:

116 CLEVELAND AVENUE NW
CANTON, OH 44702

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SOCIAL WELFARE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 36,700.

RECIPIENT NAME:
MOUNT UNION COLLEGE
ADDRESS:
1972 CLARK AVENUE
ALLIANCE, OH 44601
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 58,300.

RECIPIENT NAME:
NORTH CANTON COMMUNITY
BUILDING
ADDRESS:
200 SOUTH MAIN STREET
NORTH CANTON, OH 44720
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
ARTS IN STARK
ADDRESS:
1001 MARKET AVENUE .
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HUMANITIES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 166,000.

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

CULVER EDUCATIONAL
FOUNDATION

ADDRESS:

1300 ACADEMY RD.
CULVER, IN 46511-1291

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:

COLLEGE OF WOOSTER

ADDRESS:

625 WEBER AVENUE
WOOSTER, OH 44691

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

COMMUNITY CHRISTMAS

ADDRESS:

116 CLEVELAND AVENUE NW
CANTON, OH 44702

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

COMMUNITY SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
WATOES OUTREACH PROGRAM
ADDRESS:
1225 GROSS AVE NE
CANTON, OH 44705
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SOCIAL WELFARE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:
STUMP HILL FARM
ADDRESS:
633 KLINK ST.
MASSILLON, OH 44646
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 22,860.

RECIPIENT NAME:
CHILD AND ADOLESCENT
BEHAVIORAL HEALTH
ADDRESS:
919 SECOND STREET NE
CANTON, OH 44601
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COMMUNITY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

NORTH CANTON PLAYHOUSE

ADDRESS:

525 7TH STREET NE

NORTH CANTON, OH 44720

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

HUMANITIES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

AKRON-CANTON REGIONAL

FOODBANK

ADDRESS:

350 OPPORTUNITY PARKWAY

AKRON, OH 44307

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

COMMUNITY SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

DENISON UNIVERSITY

ADDRESS:

P. O. BOX 740

GRANVILLE, OH 43023

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 500.

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

MASSACHUSETTS INSTITUTE
OF TECHNOLOGY

ADDRESS:

77 MASSACHUSETTS AVE
CAMBRIDGE, ME 02139

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 250.

RECIPIENT NAME:

BUCKEYE COUNCIL, BOY SCOUTS

ADDRESS:

2301 13TH STREET NW
CANTON, OH 44708

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

COMMUNITY SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 250,000.

RECIPIENT NAME:

OHIO FOUNDATION OF INDEPENDENT

ADDRESS:

250 E. BROAD STREET
COLUMBUS, OH 43215

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

COMMUNITY SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 60,000.

RECIPIENT NAME:
NORTH CANTON CITY SCHOOLS
ADDRESS:
525 - 7TH STREET NE
NORTH CANTON, OH 44720
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 160,000.

RECIPIENT NAME:
VOYAGER PROGRAM
ADDRESS:
220 MARKET AVE. S., STE 200
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROVIDE AFTER SCHOOL PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
YOUNG LIFE
ADDRESS:
2600 CLEVELAND AVE. NW
CANTON, OH 44709
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

CANTON MONTESSORI SCHOOL

ADDRESS:

125 - 15TH STREET NW

CANTON, OH 44703

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

PLANNED PARENTHOOD OF STARK

COUNTY

ADDRESS:

2663 CLEVELAND AVENUE NW

CANTON, OH 44709

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

COMMUNITY SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

STARK SOCIAL WORKERS NETWORK

ADDRESS:

1221 HARRISON RD. NE

CANTON, OH 44705

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

COMMUNITY SERVICES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

PROJECT REBUILD

ADDRESS:

406 SHORB AVE NW

CANTON, OH 44703

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

COMMUNITY SERVICE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

CANTON CHRISTIAN HOME

ADDRESS:

2550 CLEVELAND AVE NW

CANTON, OH 44709

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

ASSIST ELDERLY

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

SCORE

ADDRESS:

6000 FRANK AVE., NW KENT STATE

NORTH CANTON, OH 44720

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

COMMUNITY SERVICE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

HARTVILLE MIGRANT COUNCIL

ADDRESS:

PO BOX 682

HARTVILLE, OH 44632

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

ASSIST IN MIGRANT ISSUES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

CANTON PALACE THEATRE

ADDRESS:

MARKET AVE N

CANTON, OH 44702

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CULTURAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 54,300.

RECIPIENT NAME:

COMMUNITY BUILDING PARTNERSHIP

ADDRESS:

400 MARKET AVE N

CANTON, OH 44702

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

COMMUNITY SERVICE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 50,000.

HOOVER FOUNDATION INCOME ACCOUNT 34-6510994
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:
MCKINLEY PRESIDENTIAL LI
AND MUSEUM
ADDRESS:
800 MCKINLEY MONUMENT DR, . NW
CANTON, OH 44708
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CULTURAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
NORTH CANTON MEDICAL FOUNDATION
ADDRESS:
6046 WHIPPLE AVE NW
NORTH CANTON, OH 44720
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MEDICAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
STARK EDUCATION PARTNERSHIP
ADDRESS:
400 MARKET AVE N
CANTON, OH 44702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 60,000.

HOOVER FOUNDATION INCOME ACCOUNT 34-6510994
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:
GOODWILL INDUSTRIES
ADDRESS:
818 MULBERRY ROAD SE
CANTON, OH 44707
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
BEECH CREEK BOTANICAL GARDEN
ADDRESS:
11929 BEECH ST NE
ALLIANCE, OH 44601
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 35,000.

RECIPIENT NAME:
WESTERN STARK FREE CLINIC
ADDRESS:
820 AMHERST ROAD NE
MASSILLON, OH 44646
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 12,000.

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

KIWANIS INTERNATIONAL
FOUNDATION

ADDRESS:

3636 WOODVIEW TRACE
INDIANAPOLIS, IN 46268

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

SISTERS OF CHARITY FONDATION
OF CANTON

ADDRESS:

400 MARKET AVE N, SUITE 300
CANTON, OH 44702

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

MENTAL HEALTH & RECOVERY SERVICES
BOARD

ADDRESS:

121 CLEVELAND AVENUE SW
CANTON, OH 44702

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

ASSET BUILDING & LIFE SKILLS
ENVIRONMENT

ADDRESS:

408 9TH STREET, SW
CANTON, OH 44707

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:

THE WILDERNESS CENTER

ADDRESS:

PO BOX 202
WILMOT, OH 44689

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 40,000.

RECIPIENT NAME:

EN-RICH-MENT

ADDRESS:

PO BOX 1558, DEPT EA4E86
COLUMBUS, OH 43216

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 12,000.

RECIPIENT NAME:
ACCESS HEALTH CARE STARK COUNTY
ADDRESS:
408 NINTH ST., SW
CANTON, OH 44707
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 35,000.

RECIPIENT NAME:
CENTRAL AMERICAN MEDICAL OUTREACH
ADDRESS:
322 WESTWOOD AVE
ORRVILLE, OH 44667
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
THE WAY OUT PRISON MINISTRY
ADDRESS:
PO BOX 784
UNIONTOWN, OH 44685
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

HOOVER FOUNDATION INCOME ACCOUNT

34-6510994

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

ALLIANCE FAMILY YMCA

ADDRESS:

205 S. UNION AVE

ALLIANCE, OH 44601

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 25,000.

TOTAL GRANTS PAID:

2,574,610.

=====

STATEMENT 40

HUNTINGTON NATIONAL BANK
220 MARKET AVENUE, SOUTH
CANTON, OH 44702

Huntington Wealth Advisors

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION INCOME ACCOUNT
ACCOUNT NUMBER: [REDACTED]



THOMSON REUTERS

[REDACTED]
24481 DETROIT ROAD
SUITE 400
WESTLAKE, OH 44145

ADMINISTRATOR: JAMES H RUTLEDGE
330-580-2568
JIM.RUTLEDGE
@HUNTINGTON.COM

INVESTMENT OFFICER: STEVEN POHOLSKI
330-258-2364
steven.poholski
@huntington.com

ACCOUNT SUMMARY

	THIS PERIOD	YEAR TO DATE
BEGINNING MARKET VALUE	77,807.69	134,200.73
DIVIDENDS/INTEREST	0.91	17.30
OTHER CASH RECEIPTS	358,658.00	2,562,163.99
DISBURSEMENTS AND FEES	343,069.18-	2,602,984.60-
ENDING MARKET VALUE	93,397.42	93,397.42

FOR YOUR INFORMATION

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION INCOME ACCOUNT
ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL

DESCRIPTION			TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
SHORT TERM INVESTMENTS						
MONEY MARKET FUNDS						
608993853						
HUNTINGTON CONSERVATIVE DEPOSIT			93,397.42	1.00	46.70	0.05
ACCOUNT			93,397.42	1.00	3.89	
** TOTAL MONEY MARKET FUNDS		SUB-TOTAL	93,397.42		46.70	0.05
			93,397.42		3.89	
* TOTAL SHORT TERM INVESTMENTS			93,397.42		46.70	0.05
			93,397.42		3.89	
CASH						
CASH			0.00			
* TOTAL CASH			0.00		0.00	0.00
			0.00		0.00	
GRAND TOTAL ASSETS			93,397.42		46.70	0.05
			93,397.42		3.89	



DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION INCOME ACCOUNT

ACCOUNT NUMBER: [REDACTED]

TRANSACTION SUMMARY

	CURRENT PERIOD			YEAR TO DATE		
	PRINCIPAL CASH	INCOME CASH	COST	PRINCIPAL CASH	INCOME CASH	COST
BEGINNING BALANCE	673.45	673.45	77,807.69	59.58	59.58	134,200.73
RECEIPTS						
DIVIDENDS		0.91			17.30	
OTHER RECEIPTS	358,658.00			2,562,163.99		
TOTAL RECEIPTS	358,658.00	0.91	0.00	2,562,163.99	17.30	0.00
DISBURSEMENTS						
CASH DISTRIBUTIONS	343,069.18			2,601,050.18	600.00	
FEES					149.42	
OTHER DISBURSEMENTS				1,185.00		
TOTAL DISBURSEMENTS	343,069.18	0.00	0.00	2,602,235.18	749.42	0.00
CASH MANAGEMENT						
DEPOSITS	15,589.73		15,589.73			
WITHDRAWALS				40,803.31		40,803.31
TOTAL CASH MANAGEMENT	15,589.73	0.00	15,589.73	40,803.31	0.00	40,803.31
ENDING BALANCE	672.54	672.54	93,397.42	672.54	672.54	93,397.42

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION INCOME ACCOUNT

ACCOUNT NUMBER: [REDACTED]

TRANSACTION DETAIL

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
BEGINNING BALANCE		673.45	673.45-	77,807.69	
RECEIPTS					
DIVIDENDS					
	608993853 HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT				
12/02/13	DIVIDEND ON PAYABLE 12/01/2013 EFFECTIVE 12/01/2013		0.91		
TOTAL DIVIDENDS		0.00	0.91	0.00	0.00
OTHER RECEIPTS					
12/17/13	TRANSFER FROM TRUST FROM THE HOOVER FDN (HNB) 7055000301	156,000.00			
12/17/13	TRANSFER FROM TRUST FROM THE HOOVER FDN (KEY) 7055000294	104,000.00			
12/26/13	TRANSFER FROM TRUST FROM ACCOUNT # 7055000294	50,319.36			
12/26/13	TRANSFER FROM TRUST FROM ACCOUNT # 7055000301	48,338.64			
TOTAL OTHER RECEIPTS		358,658.00	0.00	0.00	0.00
TOTAL RECEIPTS		358,658.00	0.91	0.00	0.00
DISBURSEMENTS					
CASH DISTRIBUTIONS					
12/02/13	TRANSFER TO CHECKING A/C (OTHER) CHECKING ACCOUNT MONTHLY RENT FOR THE HOOVER FOUNDATION	300.00-			
12/02/13	UTILITY EXPENSE PAID TO AT & T FOR A/C #330 458-0143 212 0	43.18-			
12/16/13	4TH QTR EST TAX HUNTINGTON NATL BK CHECKING ACCT 4RH QRT FEDERAL 990PF EST PYMT FOR EFTPS	5,176.00-			
12/16/13	DISTRIBUTION TO MCKINLEY PRESIDENTIAL LIBRARY AND MUSEUM	50,000.00-			
12/16/13	DISTRIBUTION TO NORTH CANTON CITY SCHOOLS	75,000.00-			
12/16/13	DISTRIBUTION TO THE WILDERNESS CENTER	40,000.00-			
12/16/13	DISTRIBUTION TO CANTON MONTESSORI SCHOOL	5,000.00-			

HUNTINGTON NATIONAL BANK
220 MARKET AVENUE, SOUTH
CANTON, OH 44702

Huntington Wealth Advisors

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (KEY)
ACCOUNT NUMBER: [REDACTED]



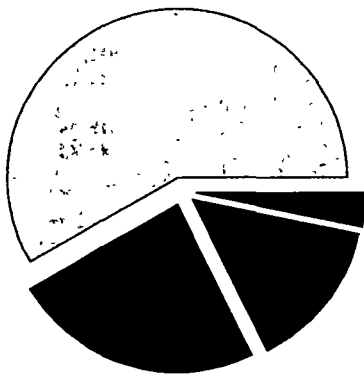
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24481 DETROIT ROAD
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ASSET ALLOCATION SUMMARY



	MARKET VALUE	PERCENT
EQUITY INVESTMENTS	12, 501, 265. 98	58. 5%
FIXED INCOME	5, 086, 698. 50	23. 8%
MUTUAL FUNDS	3, 060, 441. 68	14. 3%
SHORT TERM INVESTMENTS	733, 541. 03	3. 4%
Total	21, 381, 947. 19	100. 0%

ACCOUNT SUMMARY

	THIS PERIOD	YEAR TO DATE
BEGINNING MARKET VALUE	21, 233, 890. 74	19, 721, 790. 86
DIVIDENDS/INTEREST	63, 103. 70	446, 427. 97
OTHER CASH RECEIPTS	1, 118. 69	10, 920. 60
DISBURSEMENTS AND FEES	155, 633. 96-	1, 200, 789. 61-
REALIZED GAIN/LOSS	178, 920. 35	922, 858. 17
CHANGE IN MARKET VALUE	60, 547. 67	1, 480, 739. 20
ENDING MARKET VALUE	21, 381, 947. 19	21, 381, 947. 19

FOR YOUR INFORMATION

DECEMBER 01, 2013 TO DECEMBER 31, 2013

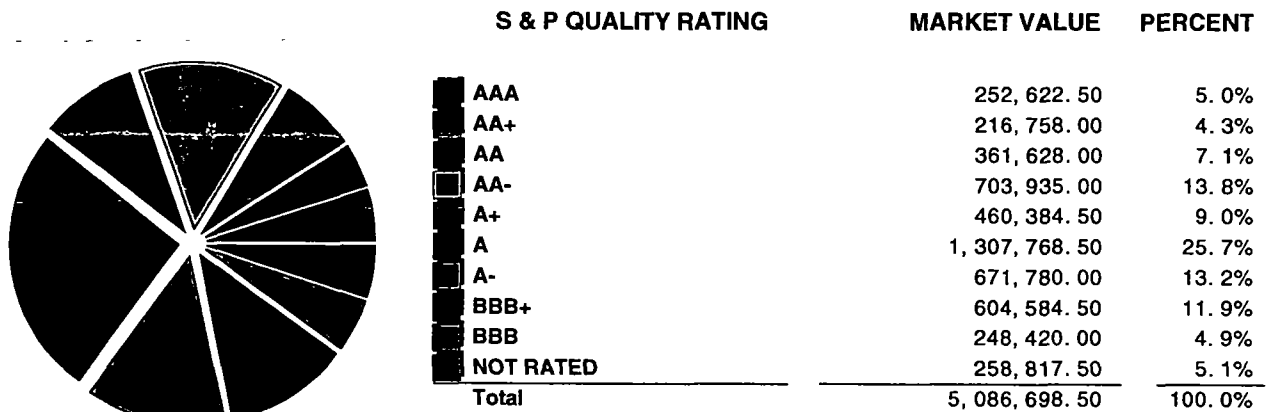
ACCOUNT NAME: HOOVER FOUNDATION (KEY)

ACCOUNT NUMBER: [REDACTED]

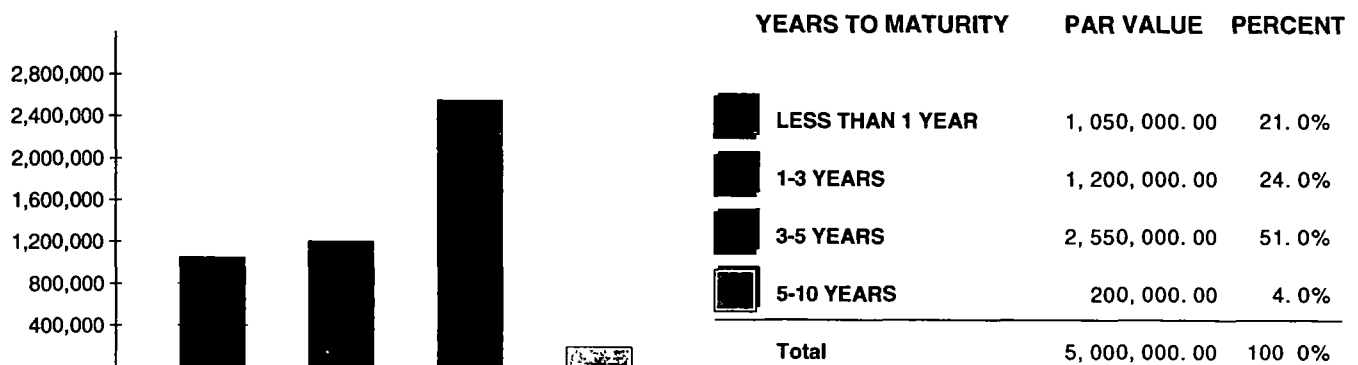
PORTFOLIO DETAIL

DESCRIPTION	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
SHORT TERM INVESTMENTS				
MONEY MARKET FUNDS				
608993200 HUNTINGTON MONEY MARKET FUND II	483,541.03	1.00	48.35	0.01
	483,541.03	1.00	4.03	
608993853 HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	250,000.00	1.00	125.00	0.05
	250,000.00	1.00	10.42	
** TOTAL MONEY MARKET FUNDS	SUB-TOTAL		173.35	0.02
			14.45	
* TOTAL SHORT TERM INVESTMENTS			173.35	0.02
			14.45	

BOND QUALITY SUMMARY



BOND MATURITY SUMMARY



AVERAGE TIME TO MATURITY: 2.7 YEARS

CURRENT YIELD: 2.50%

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (KEY)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	RATING	PAR VALUE	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	YIELD CURRENT/ MATURITY
FIXED INCOME						
U.S. GOVT OBLIGATIONS						
U.S. TREASURY NOTES and BONDS						
912828DC1 US TREASURY N/B 4 25% 11/15/2014	NR	250,000 000	258,817.50 251,103.52	103.53 100.44	10,625.00 1,379.49	4.11 0.20
*** TOTAL U.S. TREASURY NOTES and BONDS		SUB-TOTAL	258,817.50 251,103.52		10,625.00 1,379.49	4.11
** TOTAL U. S. GOVT OBLIGATIONS		SUB-TOTAL	258,817.50 251,103.52		10,625.00 1,379.49	4.11
CORPORATE OBLIGATIONS						
CORPORATE BONDS						
00206RAV4 AT&T INC 2.5% 08/15/2015	A-	100,000 000	102,670.00 100,980.00	102.67 100.98	2,500.00 944.44	2.43 0.84
031162BQ2 AMGEN INC 2 125% 05/15/2017	A	250,000 000	253,165.00 258,437.50	101.27 103.38	5,312.50 678.82	2.10 1.74
035229CV3 ANHEUSER BUSCH COS INC 5 05% 10/15/2016	A	100,000.000	111,251.00 100,043.00	111.25 100.04	5,050.00 1,066.11	4.54 0.95
09247XAD3 BLACKROCK INC 3 5% 12/10/2014	A+	100,000.000	102,922.00 100,645.00	102.92 100.65	3,500.00 204.17	3.40 0.39
14912L4T5 CATERPILLAR FINL SVCS CORP 1.65% 04/01/2014	A	100,000.000	100,308.00 102,038.00	100.31 102.04	1,650.00 412.50	1.64 0.42
17275RAG7 CISCO SYSTEMS 2.9% 11/17/2014	AA-	250,000 000	255,472.50 257,165.00	102.19 102.87	7,250.00 886.11	2.84 0.40
191216AP5 COCA COLA CO 1.5% 11/15/2015	AA-	100,000 000	101,886.00 101,390.00	101.89 101.39	1,500.00 191.67	1.47 0.49
20826FAB2 CONOCOPHILLIPS COMPANY 1.05% 12/15/2017-2017	A	250,000 000	243,947.50 243,067.50	97.58 97.23	2,625.00 116.67	1.08 1.69
24422EQR3 JOHN DEERE CAPITAL CORP SERIES MTN 5 35% 04/03/2018	A	100,000 000	113,292.00 119,332.00	113.29 119.33	5,350.00 1,307.78	4.72 2.07
25746UBR9 DOMINION RESOURCES INC SERIES A 1 4% 09/15/2017	BBB+	250,000 000	245,497.50 253,930.00	98.20 101.57	3,500.00 1,030.56	1.43 1.91
26441CAH8 DUKE ENERGY CORP 1.625% 08/15/2017	BBB	250,000 000	248,420.00 250,080.00	99.37 100.03	4,062.50 1,534.72	1.64 1.81

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (KEY)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	RATING	PAR VALUE	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	YIELD CURRENT/ MATURITY
CORPORATE BONDS						
36962G4R2 GENERAL ELEC CAP CORP 4 375% 09/16/2020	AA+	200,000.000	216,758.00 218,822.00	108.38 109.41	8,750.00 2,552.08	4.04 2.99
458140AH3 INTEL CORP 1 95% 10/01/2016	A+	100,000.000	102,800.00 102,465.00	102.80 102.47	1,950.00 487.50	1.90 0.92
46625HGN4 JP MORGAN CHASE & CO 6.125% 06/27/2017	A-	100,000.000	113,582.00 117,338.00	113.58 117.34	6,125.00 68.06	5.39 2.07
487836BE7 KELLOGG CO 3 25% 05/21/2018	BBB+	100,000.000	103,997.00 109,193.00	104.00 109.19	3,250.00 361.11	3.13 2.29
548661CY1 LOWES COMPANIES INC 1.625% 04/15/2017-2017	A-	250,000.000	249,115.00 251,555.00	99.65 100.62	4,062.50 857.64	1.63 1.74
59018YUW9 MERRILL LYNCH & CO 5% 01/15/2015	A-	100,000.000	104,193.00 102,298.00	104.19 102.30	5,000.00 2,305.56	4.80 0.93
59156RAH1 METLIFE INC 5 5% 06/15/2014	A-	100,000.000	102,220.00 98,536.00	102.22 98.54	5,500.00 244.44	5.38 0.61
594918AB0 MICROSOFT CORP 2.95% 06/01/2014	AAA	250,000.000	252,622.50 253,847.50	101.05 101.54	7,375.00 614.58	2.92 0.43
74005PBH6 PRAXAIR INC 1 25% 11/07/2018	A	250,000.000	238,962.50 241,405.00	95.59 96.56	3,125.00 468.75	1.31 2.21
742718DV8 PROCTER & GAMBLE CO 1 45% 08/15/2016	AA-	100,000.000	101,459.00 100,572.00	101.46 100.57	1,450.00 547.78	1.43 0.89
91324PBY7 UNITEDHEALTH GROUP INC 1 4% 10/15/2017	A	250,000.000	246,842.50 246,375.00	98.74 98.55	3,500.00 738.89	1.42 1.75
92343VBD5 VERIZON COMMUNICATIONS 2% 11/01/2016	BBB+	250,000.000	255,090.00 256,365.00	102.04 102.55	5,000.00 833.33	1.96 1.27
931142CR2 WAL-MART STORES INC 2.875% 04/01/2015	AA	250,000.000	257,850.00 253,735.00	103.14 101.49	7,187.50 1,796.88	2.79 0.35
94974BFD7 WELLS FARGO & COMPANY SERIES MTN 2 1% 05/08/2017	A+	250,000.000	254,662.50 259,375.00	101.87 103.75	5,250.00 772.92	2.06 1.53
*** TOTAL CORPORATE BONDS		SUB-TOTAL	4,478,985.50 4,498,989.50		109,825.00 21,023.07	2.45
** TOTAL CORPORATE OBLIGATIONS		SUB-TOTAL	4,478,985.50 4,498,989.50		109,825.00 21,023.07	2.45

DECEMBER 01, 2013 TO DECEMBER 31, 2013

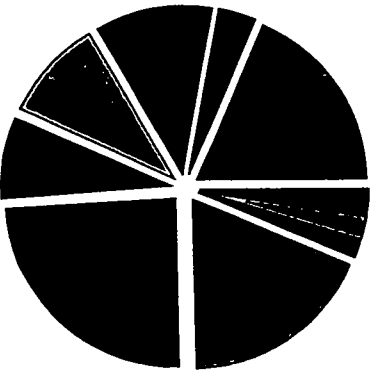
ACCOUNT NAME: HOOVER FOUNDATION (KEY)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	RATING	PAR VALUE	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	YIELD CURRENT/ MATURITY
CORPORATE OBLIGATIONS-FOREIGN						
CORPORATE BONDS - FOREIGN						
78008SVD5 ROYAL BANK OF CANADA SERIES MTN 1 5% 01/16/2018	AA-	250,000 000	245,117.50 245,525.00	98 05 98 21	3,750 00 1,718 75	1 53 2 01
822582AQ5 SHELL INTERNATIONAL FINANCE 3 1% 06/28/2015	AA	100,000 000	103,778.00 103,386 00	103.78 103 39	3,100 00 25 83	2 99 0 55
*** TOTAL CORPORATE BONDS - FOREIGN		SUB-TOTAL	348,895.50 348,911.00		6,850.00 1,744.58	1.96
** TOTAL CORPORATE OBLIGATIONS-FOREIGN		SUB-TOTAL	348,895.50 348,911.00		6,850.00 1,744.58	1.96
* TOTAL FIXED INCOME			5,086,698.50 5,099,004.02		127,300.00 24,147.14	2.50

EQUITY DIVERSIFICATION SUMMARY

	INDUSTRY CODE	MARKET VALUE	PERCENT
	CONSUMER DISCRETIONARY	2,337,780.00	18.7%
	CONSUMER STAPLES	435,380.00	3.5%
	ENERGY	1,396,915.00	11.2%
	FINANCIALS	1,230,739.38	9.8%
	HEALTH CARE	958,290.00	7.7%
	INDUSTRIALS	3,052,108.00	24.4%
	INFORMATION TECHNOLOGY	2,288,745.00	18.3%
	MATERIALS	205,490.00	1.6%
	TELECOMMUNICATION SERVICES	269,778.60	2.2%
	UTILITIES	326,040.00	2.6%
	Total	12,501,265.98	100.0%

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
EQUITY INVESTMENTS						
CONSUMER DISCRETIONARY						
023135106 AMAZON COM INC	AMZN	1,000.000	398,790.00 78,280 00	398 79 78 28		
254687106 WALT DISNEY CO	DIS	6,000 000	458,400.00 174,696.35	76 40 29 12	5,160 00 6,020 00	1 13

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (KEY)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
CONSUMER DISCRETIONARY						
345370860 FORD MOTOR CO	F	4,000.000	61,720.00 27,731.78	15.43 6.93	1,600.00	2.59
437076102 HOME DEPOT INC	HD	5,000.000	411,700.00 176,000.00	82.34 35.20	7,800.00	1.89
580135101 MCDONALDS CORP	MCD	5,000.000	485,150.00 90,250.00	97.03 18.05	16,200.00	3.34
824348106 SHERWIN-WILLIAMS CO W 1 RT SH	SHW	2,500.000	458,750.00 16,866.47	183.50 6.75	5,000.00	1.09
87612E106 TARGET CORP	TGT	1,000.000	63,270.00 30,834.00	63.27 30.83	1,720.00	2.72
** TOTAL CONSUMER DISCRETIONARY		SUB-TOTAL	2,337,780.00 594,658.60		37,480.00 6,020.00	1.60
CONSUMER STAPLES						
713448108 PEPSICO INC	PEP	4,000.000	331,760.00 174,680.00	82.94 43.67	9,080.00 2,270.00	2.74
832696405 SMUCKER (J.M.) CO THE-NEW COM WI	SJM	1,000.000	103,620.00 60,710.50	103.62 60.71	2,320.00	2.24
** TOTAL CONSUMER STAPLES		SUB-TOTAL	435,380.00 235,390.50		11,400.00 2,270.00	2.62
ENERGY						
055622104 BP PLC SPONS ADR	BP	3,000.000	145,830.00 118,420.00	48.61 39.47	6,840.00	4.69
166764100 CHEVRON CORPORATION	CVX	3,500.000	437,185.00 43,512.15	124.91 12.43	14,000.00	3.20
30231G102 EXXON MOBIL CORP	XOM	2,700.000	273,240.00 31,223.39	101.20 11.56	6,804.00	2.49
806857108 SCHLUMBERGER LTD	SLB	6,000.000	540,660.00 46,155.36	90.11 7.69	7,500.00 1,875.00	1.39
** TOTAL ENERGY		SUB-TOTAL	1,396,915.00 239,310.90		35,144.00 1,875.00	2.52

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (KEY)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
FINANCIALS						
020002101 ALLSTATE CORP	ALL	3,000.000	163,620.00 34,524.38	54 54 11 51	3,000.00 750.00	1.83
064058100 BANK OF NEW YORK MELLON CORP	BK	8,177.000	285,704.38 245,740.93	34 94 30 05	4,906.20	1.72
064149107 BANK OF NOVA SCOTIA	BNS	4,500.000	281,475.00 200,520.00	62 55 44 56	10,480.50	3.72
172062101 CINCINNATI FINL CORP	CINF	1,500.000	78,555.00 44,654.85	52 37 29 77	2,520.00 630.00	3.21
354613101 FRANKLIN RES INC	BEN	4,500.000	259,785.00 55,215.00	57 73 12 27	2,160.00 540.00	0.83
902973304 U S BANCORP	USB	4,000.000	161,600.00 112,600.00	40 40 28 15	3,680.00 920.00	2.28
** TOTAL FINANCIALS			SUB-TOTAL 1,230,739.38 693,255.16		26,746.70 2,840.00	2.17
HEALTH CARE						
002824100 ABBOTT LABORATORIES	ABT	500.000	19,165.00 11,634.18	38.33 23.27	440.00	2.30
00287Y109 ABBVIE INC	ABBV	500.000	26,405.00 12,616.27	52.81 25.23	800.00	3.03
031162100 AMGEN INC	AMGN	1,000.000	114,080.00 58,860.00	114.08 58.86	2,440.00	2.14
110122108 BRISTOL-MYERS SQUIBB CO	BMJ	3,000.000	159,450.00 30,569.89	53.15 10.19	4,320.00 1,080.00	2.71
58933Y105 MERCK & CO INC	MRK	1,000.000	50,050.00 6,930.62	50.05 6.93	1,760.00 440.00	3.52
717081103 PFIZER INC	PFE	14,000.000	428,820.00 64,062.50	30.63 4.58	14,560.00	3.40
881624209 TEVA PHARMACEUTICAL -SP ADR	TEVA	4,000.000	160,320.00 193,257.00	40.08 48.31	4,344.00	2.71
** TOTAL HEALTH CARE			SUB-TOTAL 958,290.00 377,930.46		28,664.00 1,520.00	2.99

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (KEY)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
INDUSTRIALS						
097023105 BOEING CO	BA	3,700 000	505,013 00 43,435 25	136 49 11 74	10,804 00	2 14
149123101 CATERPILLAR INC	CAT	4,300 000	390,483 00 24,034 31	90 81 5 59	10,320 00	2 64
244199105 DEERE & CO W/1 RT/SH	DE	2,000 000	182,660 00 14,540 00	91.33 7 27	4,080 00 1,020 00	2.23
291011104 EMERSON ELECTRIC CO	EMR	4,000 000	280,720 00 27,503 60	70 18 6.88	6,880 00	2 45
666807102 NORTHROP GRUMMAN CORP W/1 RT/SH	NOC	2,000 000	229,220 00 87,720 81	114.61 43 86	4,880 00	2.13
88579Y101 3M COMPANY	MMM	1,000 000	140,250 00 12,739 83	140.25 12.74	3,420 00	2 44
887389104 TIMKEN CO	TKR	4,600 000	253,322 00 77,214 87	55.07 16 79	4,232 00	1.67
907818108 UNION PACIFIC CORP	UNP	3,200 000	537,600 00 90,384 00	168.00 28 25	10,112 00 2,844 00	1 88
G29183103 EATON CORP PLC	ETN	7,000 000	532,840 00 361,585 00	76 12 51 66	11,760 00	2 21
** TOTAL INDUSTRIALS		SUB- TOTAL	3,052,108 00 739,157 67		66,488 00 3,864 00	2.18
INFORMATION TECHNOLOGY						
037833100 APPLE INC	AAPL	800 000	448,816 00 107,057 60	561 02 133.82	9,760 00	2.17
17275R102 CISCO SYSTEMS	CSCO	2,000 000	44,860 00 45,340 00	22.43 22.67	1,360 00	3 03
253651103 DIEBOLD INC W/1 RT/SH	DBD	10,000 000	330,100 00 82,172 33	33.01 8 22	11,500 00	3 48
458140100 INTEL CORP	INTC	7,000 000	181,685 00 8,750 00	25 96 1 25	6,300 00	3 47
459200101 IBM CORP	IBM	2,200 000	412,654 00 114,770 00	187.57 52 17	8,360 00	2 03

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (KEY)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
INFORMATION TECHNOLOGY						
594918104 MICROSOFT CORP	MSFT	11,000 000	411,510 00 455,125 00	37 41 41 38	12,320 00	2 99
68389X105 ORACLE CORPORATION FORMERLY ORACLE SYS CORP W/1 RT/SH	ORCL	12,000 000	459,120 00 136,920.00	38 26 11 41	5,760.00	1 25
** TOTAL INFORMATION TECHNOLOGY		SUB-TOTAL	2,288,745.00 950,134.93		55,360.00 0.00	2.42
MATERIALS						
088606108 BHP BILLITON LTD-SPON ADR COMMON STOCK	BHP	2,000 000	136,400 00 128,765 00	68.20 64 38	4,640 00	3 40
651639106 NEWMONT MINING CORP	NEM	3,000 000	69,090 00 125,790.00	23 03 41 93	2,400.00	3.47
** TOTAL MATERIALS		SUB-TOTAL	205,490.00 254,555.00		7,040.00 0.00	3.43
TELECOMMUNICATION SERVICES						
92343V104 VERIZON COMMUNICATIONS	VZ	5,490 000	269,778.60 156,540.71	49 14 28 51	11,638.80	4 31
** TOTAL TELECOMMUNICATION SERVICES		SUB-TOTAL	269,778.60 156,540.71		11,638.80 0.00	4.31
UTILITIES						
030420103 AMERICAN WATER WORKS CO INC	AWK	600 000	25,356.00 18,371.94	42.26 30 62	672 00	2 65
30161N101 EXELON CORP	EXC	1,600.000	43,824 00 42,000 00	27 39 26.25	1,984.00	4.53
65339F101 NEXTERA ENERGY INC	NEE	3,000 000	256,860.00 52,155 83	85.62 17 39	7,920 00	3 08
** TOTAL UTILITIES		SUB-TOTAL	326,040.00 112,527.77		10,576.00 0.00	3.24
* TOTAL EQUITY INVESTMENTS			12,501,265.98 4,353,461.70		290,537.50 18,389.00	2.32
MUTUAL FUNDS						
MUTUAL FUNDS-FIXED INCOME						
464287176 ISHARES TIPS BOND ETF	TIP	12,900.000	1,417,710 00 1,305,536 00	109 90 101 20	16,279 80	1 15

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (KEY)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
MUTUAL FUNDS-FIXED INCOME						
561717505 MANAGERS BOND FUND	MGFIX	12,457.063	340,451.53 262,147.02	27.33 21.04	11,111.70	3.26
** TOTAL MUTUAL FUNDS-FIXED INCOME		SUB-TOTAL	1,758,161.53 1,567,683.02		27,391.50 0.00	1.56
MUTUAL FUNDS-EQUITY						
464286509 ISHARES MSCI CANADA ETF	EWC	3,200.000	93,312.00 94,584.00	29.16 29.56	2,211.20	2.37
464286665 ISHARES MSCI PACIFIC EXCLUDING JAPAN ETF	EPP	2,200.000	102,806.00 97,212.29	46.73 44.19	4,197.60 181.34	4.08
464287465 ISHARES MSCI EAFE ETF	EFA	5,570.000	373,719.15 307,394.80	67.10 55.19	9,485.71	2.54
464287556 ISHARES NASDAQ BIOTECHNOLOGY ETF	IBB	1,000.000	227,060.00 80,775.00	227.06 80.78	72.00	0.03
46428R107 ISHARES S&P GSCI COMMODITY-INDEXED TRUST	GSG	15,700.000	505,383.00 471,628.00	32.19 30.04		
** TOTAL MUTUAL FUNDS-EQUITY		SUB-TOTAL	1,302,280.15 1,051,594.09		15,966.51 181.34	1.23
* TOTAL MUTUAL FUNDS			3,060,441.68 2,619,277.11		43,358.01 181.34	1.42
CASH						
CASH			0.00			
* TOTAL CASH			0.00 0.00		0.00 0.00	0.00
GRAND TOTAL ASSETS			21,381,947.19 12,805,283.86		461,368.86 42,731.93	2.16

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (KEY)

ACCOUNT NUMBER: [REDACTED]

TRANSACTION SUMMARY

	CURRENT PERIOD			YEAR TO DATE		
	PRINCIPAL CASH	INCOME CASH	COST	PRINCIPAL CASH	INCOME CASH	COST
BEGINNING BALANCE	0.00	0.00	12,717,775.08	21,531.38	21,531.38	12,625,666.73
RECEIPTS						
INTEREST		14,112.50			121,017.18	
DIVIDENDS		48,991.20			325,410.79	
OTHER RECEIPTS	1,118.69			10,920.60		
TOTAL RECEIPTS	1,118.69	63,103.70	0.00	10,920.60	446,427.97	0.00
DISBURSEMENTS						
CASH DISTRIBUTIONS	104,000.00	50,515.27		744,300.00	415,226.56	
FEES					30,342.45	
OTHER DISBURSEMENTS		1,118.69			10,920.60	
TOTAL DISBURSEMENTS	104,000.00	51,633.96	0.00	744,300.00	456,489.61	0.00
ASSETS PURCHASED						
BUYS	37,338.69		37,338.69	1,750,255.10		1,750,255.10
TOTAL ASSETS PURCHASED	37,338.69	0.00	37,338.69	1,750,255.10	0.00	1,750,255.10
ASSETS SOLD/MATURED						
SALES	237,342.55		58,422.20	1,479,006.90		547,239.73
MATURITIES				750,000.00		759,909.00
TOTAL ASSETS SOLD/MATURED	237,342.55	0.00	58,422.20	2,229,006.90	0.00	1,306,148.73
CASH MANAGEMENT						
DEPOSITS	108,592.29		108,592.29			
WITHDRAWALS				264,689.24		264,689.24
TOTAL CASH MANAGEMENT	108,592.29	0.00	108,592.29	264,689.24	0.00	264,689.24
ENDING BALANCE	11,469.74	11,469.74	12,805,283.86	11,469.74	11,469.74	12,805,283.86

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (KEY)

ACCOUNT NUMBER: [REDACTED]

TRANSACTION DETAIL

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
BEGINNING BALANCE		0.00	0.00	12,717,775.08	
RECEIPTS					
INTEREST					
12/10/13	09247XAD3 BLACKROCK INC 3.5% 12/10/2014 INTEREST 100,000 UNITS PAYABLE 12/10/2013		1,750.00		
12/16/13	20826FAB2 CONOCOPHILLIPS COMPANY 1.05% 12/15/2017-2017 INTEREST 250,000 UNITS PAYABLE 12/15/2013 EFFECTIVE 12/15/2013		1,312.50		
12/27/13	46625HGN4 JP MORGAN CHASE & CO 6.125% 06/27/2017 INTEREST 100,000 UNITS PAYABLE 12/27/2013		3,062.50		
12/16/13	59156RAH1 METLIFE INC 5.5% 06/15/2014 INTEREST 100,000 UNITS PAYABLE 12/15/2013 EFFECTIVE 12/15/2013		2,750.00		
12/02/13	594918AB0 MICROSOFT CORP 2.95% 06/01/2014 INTEREST 250,000 UNITS PAYABLE 12/01/2013 EFFECTIVE 12/01/2013		3,687.50		
12/30/13	822582AQ5 SHELL INTERNATIONAL FINANCE 3.1% 06/28/2015 INTEREST 100,000 UNITS PAYABLE 12/28/2013 EFFECTIVE 12/28/2013		1,550.00		
TOTAL INTEREST		0.00	14,112.50	0.00	0.00
DIVIDENDS					
12/02/13	030420103 AMERICAN WATER WORKS CO INC DIVIDEND ON 600 SHS AT 0.28 PER SHARE PAYABLE 12/02/2013		168.00		
12/06/13	031162100 AMGEN INC DIVIDEND ON 1,000 SHS AT 0.47 PER SHARE PAYABLE 12/06/2013		470.00		

HUNTINGTON NATIONAL BANK
220 MARKET AVENUE, SOUTH
CANTON, OH 44702

Huntington Wealth Advisors

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (HUNTINGTON)
ACCOUNT NUMBER: [REDACTED]



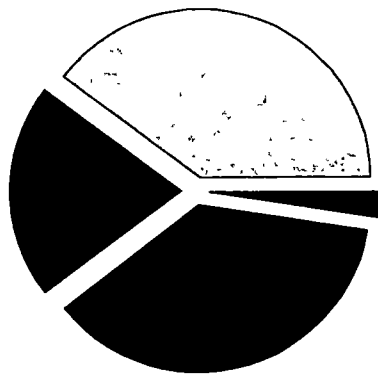
THOMSON REUTERS

24481 DETROIT ROAD
SUITE 400
WESTLAKE, OH 44145

ADMINISTRATOR: JAMES H RUTLEDGE
330-580-2568
JIM.RUTLEDGE
@HUNTINGTON.COM

INVESTMENT OFFICER: STEVEN POHOLSKI
330-258-2364
steven.poholski
@huntington.com

ASSET ALLOCATION SUMMARY



	MARKET VALUE	PERCENT
EQUITY INVESTMENTS	12,359,917.00	39.8%
FIXED INCOME	6,420,889.10	20.7%
MUTUAL FUNDS	11,453,928.41	36.9%
SHORT TERM INVESTMENTS	806,125.48	2.6%
Total	31,040,859.99	100.0%

ACCOUNT SUMMARY

	THIS PERIOD	YEAR TO DATE
BEGINNING MARKET VALUE	30,680,824.71	26,919,365.82
DIVIDENDS/INTEREST	98,155.28	538,766.71
OTHER CASH RECEIPTS	27,175.80	57,373.43
DISBURSEMENTS AND FEES	231,514.44	1,653,593.05
RECEIPTS/DISTRIBUTIONS IN KIND	670.08	2,798.03
REALIZED GAIN/LOSS	313,218.03	2,072,381.36
CHANGE IN MARKET VALUE	153,670.69	3,103,767.69
ENDING MARKET VALUE	31,040,859.99	31,040,859.99

FOR YOUR INFORMATION

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (HUNTINGTON)

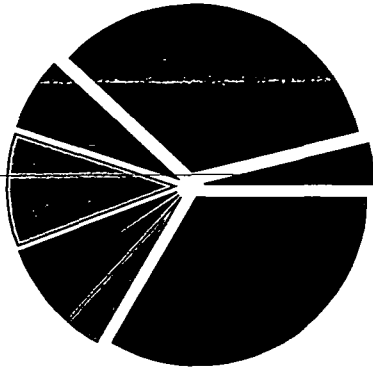
ACCOUNT NUMBER: **██████████**

PORTFOLIO DETAIL

DESCRIPTION	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
SHORT TERM INVESTMENTS				
MONEY MARKET FUNDS				
608993200 HUNTINGTON MONEY MARKET FUND II	556,125.48	1.00	55.61	0.01
	556,125.48	1.00	4.63	
608993853 HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	250,000.00	1.00	125.00	0.05
	250,000.00	1.00	10.42	
** TOTAL MONEY MARKET FUNDS	SUB-TOTAL		180.61	0.02
	806,125.48		15.05	
* TOTAL SHORT TERM INVESTMENTS			180.61	0.02
	806,125.48		15.05	

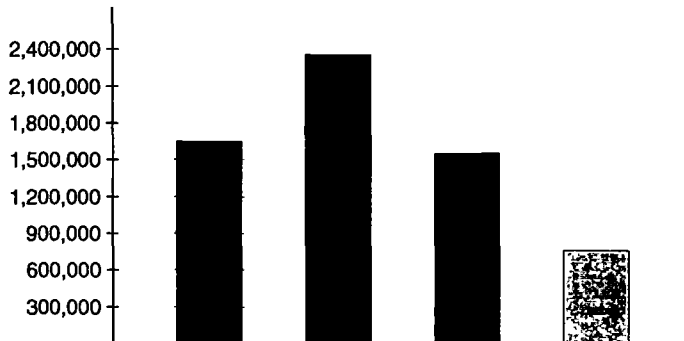
BOND QUALITY SUMMARY

S & P QUALITY RATING	MARKET VALUE	PERCENT
AAA	248,467.50	3.9%
AA+	2,186,385.50	34.0%
AA-	449,354.50	7.0%
A	693,588.50	10.8%
A-	241,258.50	3.8%
BBB+	254,567.50	4.0%
BBB	208,904.00	3.2%
NOT RATED	2,138,363.10	33.3%
Total	6,420,889.10	100.0%



BOND MATURITY SUMMARY

YEARS TO MATURITY	PAR VALUE	PERCENT
LESS THAN 1 YEAR	1,650,000.00	26.1%
1-3 YEARS	2,355,815.00	37.3%
3-5 YEARS	1,550,000.00	24.6%
5-10 YEARS	760,158.00	12.0%
Total	6,315,973.00	100.0%



AVERAGE TIME TO MATURITY: 3.5 YEARS

CURRENT YIELD: 2.32%

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (HUNTINGTON)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	RATING	PAR VALUE	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	YIELD CURRENT/ MATURITY
FIXED INCOME						
U.S. GOVT OBLIGATIONS						
U.S. TREASURY NOTES and BONDS						
912828LK4 US TREASURY 2.375% 08/31/2014	NR	250,000 000	253,682 50 248,609.63	101 47 99 44	5,937 50 2,032 95	2 34 0.15
912828MR8 US TREASURY 2 375% 02/28/2015	NR	250,000.000	256,260 00 249,765 63	102 50 99 91	5,937 50 2,017.44	2.32 0.21
912828MS6 US TREASURY N/B 3% 02/28/2017	NR	250,000 000	266,407 50 248,780 54	106.56 99 51	7,500 00 2,567 93	2 82 0 89
912828NLO US TREASURY 1 875% 06/30/2015	NR	200,000 000	204,844 00 198,863.30	102.42 99 43	3,750 00 10 36	1 83 0 25
912828NW6 US TREASURY 1.875% 08/31/2017	NR	200,000.000	205,312 00 198,516 99	102 66 99 26	3,750.00 1,283.97	1 83 1.13
912828PS3 US TREASURY N/B 01/31/2016	NR	500,000.000	516,405.00 500,489.65	103 28 100.10		0.42
912828PY0 US TREASURY 2.75% 02/28/2018	NR	150,000.000	158,472 00 149,016 49	105.65 99.34	4,125 00 1,401 59	2 60 1 35
*** TOTAL U.S. TREASURY NOTES and BONDS		SUB-TOTAL	1,861,383.00 1,794,042.23		31,000.00 9,314.24	1.67
TREASURY INFLATION INDEX N/B						
912828PP9 US TREASURY INFLATIONARY INDEX N/B 1.125% 01/15/2021	NR	160,158 000	168,329.26 153,876.82	105.10 96.08	1,801.78 827.45	1 07 0.39
912828QD5 US TREASURY INFLATIONARY INDEX N/B .125% 04/15/2016	NR	105,815.000	108,650 84 101,754.30	102 68 96 16	132.27 27.98	0.12
*** TOTAL TREASURY INFLATION INDEX N/B		SUB-TOTAL	276,980.10 255,631.12		1,934.05 855.43	0.70
** TOTAL U. S. GOVT OBLIGATIONS		SUB-TOTAL	2,138,363.10 2,049,673.35		32,934.05 10,169.67	1.54
U.S. GOVT AGENCIES						
FNMA						
3136G0P54 FNMA 1.2% 04/17/2019-2019	AA+	100,000 000	95,715.00 100,000 00	95.72 100 00	1,200 00 246 67	1 25 2 06
3136G16D6 FNMA 1.35% 06/26/2020-2015	AA+	150,000 000	137,037.00 149,925.00	91 36 99 95	2,025.00 28 13	1.48 2.82
*** TOTAL FNMA		SUB-TOTAL	232,752.00 249,925.00		3,225.00 274.80	1.39

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (HUNTINGTON)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	RATING	PAR VALUE	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	YIELD CURRENT/ MATURITY
FFCB						
31331J6K4 FFCB 3 375% 12/27/2018	AA+	250,000.000	266,422.50 250,260.00	106.57 100.10	8,437.50 93.75	3.17 1.99
31331VED4 FFCB 4 8% 07/28/2014	AA+	500,000.000	513,295.00 502,960.00	102.66 100.59	24,000.00 10,200.00	4.68 0.17
31331YHM5 FFCB 4.3% 12/15/2014	AA+	500,000.000	518,990.00 497,250.00	103.80 99.45	21,500.00 955.56	4.14 0.32
*** TOTAL FFCB		SUB-TOTAL	1,298,707.50 1,250,470.00		53,937.50 11,249.31	4.15
FHLB						
313373FQ0 FHLB SERIES 1 2.5% 04/27/2016	AA+	150,000.000	156,640.50 149,910.00	104.43 99.94	3,750.00 666.67	2.39 0.58
313376FD2 FHLB 1 22% 12/21/2016	AA+	150,000.000	151,756.50 149,730.00	101.17 99.82	1,830.00 50.83	1.21 0.82
313378TN1 FHLB 1 55% 10/12/2017	AA+	150,000.000	151,119.00 150,351.56	100.75 100.23	2,325.00 510.21	1.54 1.35
*** TOTAL FHLB		SUB-TOTAL	459,516.00 449,991.56		7,905.00 1,227.71	1.72
TVA (TENNESSEE VALLEY AUTH BD)						
880591EQ1 TENNESSEE VALLEY AUTH 1 75% 10/15/2018	AA+	100,000.000	99,379.00 99,980.00	99.38 99.98	1,750.00 456.94	1.76 1.89
*** TOTAL TVA (TENNESSEE VALLEY AUTH BD)		SUB-TOTAL	99,379.00 99,980.00		1,750.00 456.94	1.76
GOV'T SPONSER/PR/NON-USGI V/R						
3136G0VM0 FNMA V/R MULTI-STEP CPN BND 1% 07/30/2019-2013	AA+	100,000.000	96,031.00 100,000.00	96.03 100.00	1,000.00 419.44	1.04
*** TOTAL GOV'T SPONSER/PR/NON-USGI V/R		SUB-TOTAL	96,031.00 100,000.00		1,000.00 419.44	1.04
** TOTAL U. S. GOVT AGENCIES		SUB-TOTAL	2,186,385.50 2,150,366.56		67,817.50 13,628.20	3.10
CORPORATE OBLIGATIONS						
CORPORATE BONDS						
14912LZ46 CATERPILLAR FINL SVCS CORP CATERPILLAR FINANCIAL SERVICE CORP DTD 01/20/04 4 6% 01/15/2014	A	250,000.000	250,350.00 248,750.00	100.14 99.50	11,500.00 5,302.78	4.59 0.98

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (HUNTINGTON)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	RATING	PAR VALUE	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	YIELD CURRENT/ MATURITY
CORPORATE BONDS						
191216AP5 COCA COLA CO 1 5% 11/15/2015	AA-	100,000 000	101,886 00 101,489 00	101 89 101 49	1,500 00 191 67	1 47 0 49
19416QDZ0 COLGATE PALMOLIVE CO SERIES MTN 2 3% 05/03/2022	AA-	100,000.000	91,691 00 100,350 00	91 69 100.35	2,300 00 370 56	2 51 3.46
224399AS4 CRANE CO 2 75% 12/15/2018	BBB	100,000 000	99,512 00 100,672 00	99 51 100.67	2,750.00 137.50	2 76 2 86
428236BC6 HEWLETT PACKARD CO 2.125% 09/13/2015	BBB+	250,000 000	254,567 50 250,807 50	101.83 100.32	5,312.50 1,593 75	2.09 1.04
437076AZ5 HOME DEPOT INC 2 7% 04/01/2023-2023	A	100,000 000	92,185 00 92,837 00	92.19 92.84	2,700 00 675 00	2 93 3.71
478160BF0 JOHNSON & JOHNSON 7% 11/28/2016	AAA	250,000.000	248,467 50 249,935 00	99.39 99.97	1,750.00 126.39	0 70 0 91
713448CG1 PEPSICO INC 2.75% 03/01/2023	A-	100,000 000	92,556 00 99,952 00	92.56 99 95	2,750.00 916 67	2.97 3 72
742718DS5 PROCTER & GAMBLE CO 1.8% 11/15/2015	AA-	250,000 000	255,777 50 248,275 00	102.31 99.31	4,500.00 575.00	1 76 0 56
751212AA9 RALPH LAUREN CORP 2 125% 09/26/2018-2018	A	100,000.000	99,502 00 100,535 00	99.50 100.54	2,125 00 560.76	2 14 2.24
855244AF6 STARBUCKS CORP 2% 12/05/2018-2018	A-	150,000.000	148,702 50 149,758 50	99.14 99 84	3,000.00 216 67	2.02 2.19
913017BU2 UNITED TECHNOLOGIES CORP 1 8% 06/01/2017	A	100,000 000	101,541 00 101,048 00	101.54 101.05	1,800.00 150 00	1 77 1 34
*** TOTAL CORPORATE BONDS			SUB- TOTAL		41,987.50 10,816.75	2.29
1,836,738.00 1,844,409.00						
CORP BOND V/R						
373334KB6 GEORGIA POWER CO V/R 56285% 03/15/2016-2014	A	150,000 000	150,010 50 150,150 00	100 01 100.10	844 28 39 87	0 56
524901AP0 LEGG MASON INC V/R MULTI-STEP CPN BND 5 5% 05/21/2019	BBB	100,000 000	109,392 00 109,412 00	109.39 109 41	5,500 00 611.11	5 03 3 57
*** TOTAL CORP BOND V/R			SUB- TOTAL		6,344.28 650.98	2.45
** TOTAL CORPORATE OBLIGATIONS			SUB- TOTAL		48,331.78 11,467.73	2.31
			2,096,140.50 2,103,971.00			

DECEMBER 01, 2013 TO DECEMBER 31, 2013

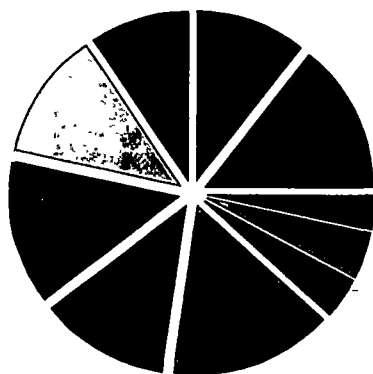
ACCOUNT NAME: HOOVER FOUNDATION (HUNTINGTON)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	RATING	PAR VALUE	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	YIELD CURRENT/ MATURITY
FIXED INCOME						
* TOTAL FIXED INCOME			6,420,889.10 6,304,010.91		149,083.33 35,265.60	2.32

EQUITY DIVERSIFICATION SUMMARY



INDUSTRY CODE	MARKET VALUE	PERCENT
CONSUMER DISCRETIONARY	1,793,332.50	14.5%
CONSUMER STAPLES	1,289,128.00	10.4%
ENERGY	1,177,105.00	9.5%
FINANCIALS	1,522,682.50	12.3%
HEALTH CARE	1,705,280.00	13.8%
INDUSTRIALS	1,523,847.50	12.4%
INFORMATION TECHNOLOGY	1,922,211.50	15.6%
MATERIALS	473,135.00	3.8%
TELECOMMUNICATION SERVICES	549,255.00	4.4%
UTILITIES	403,940.00	3.3%
Total	12,359,917.00	100.0%

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
EQUITY INVESTMENTS						
CONSUMER DISCRETIONARY						
20030N101 COMCAST CORP CL A	CMCSA	2,500.000	129,912.50 50,711.13	51.97 20.28	1,950.00 487.50	1.50
254687106 WALT DISNEY CO	DIS	2,000.000	152,800.00 68,445.77	76.40 34.22	1,720.00 1,720.00	1.13
654106103 NIKE INC CL B	NKE	4,000.000	314,560.00 146,076.00	78.64 36.52	3,840.00 960.00	1.22
855244109 STARBUCKS CORP	SBUX	4,000.000	313,560.00 96,138.95	78.39 24.03	4,160.00	1.33
872540109 TJX COMPANIES INC	TJX	5,000.000	318,650.00 87,043.15	63.73 17.41	2,900.00	0.91
87612E106 TARGET CORP	TGT	3,000.000	189,810.00 158,745.20	63.27 52.92	5,160.00	2.72

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (HUNTINGTON)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
CONSUMER DISCRETIONARY						
918204108 V F CORP W/1 RT/SH	VFC	6,000 000	374,040 00 101,098 30	62 34 16 85	6,300 00	1 68
** TOTAL CONSUMER DISCRETIONARY		SUB- TOTAL	1,793,332.50 708,258.50		26,030.00 3,167.50	1.45
CONSUMER STAPLES						
126650100 CVS CAREMARK CORP	CVS	1,500 000	107,355.00 69,013.00	71 57 46 01	1,650 00	1 54
171340102 CHURCH & DWIGHT CO INC W/1 RT/SH	CHD	1,500.000	99,420 00 89,940 00	66 28 59 96	1,680 00	1 69
191216100 COCA COLA CO	KO	4,000 000	165,240.00 133,896 40	41 31 33 47	4,480 00	2.71
194162103 COLGATE PALMOLIVE	CL	4,000 000	260,840 00 103,060.00	65.21 25 77	5,440 00	2 09
22160K105 COSTCO WHOLESALES CORP	COST	1,000 000	119,020 00 102,319.90	119.02 102.32	1,240 00	1 04
370334104 GENERAL MILLS INC	GIS	1,500 000	74,865 00 55,228 05	49.91 36.82	2,280 00	3.05
713448108 PEPSICO INC	PEP	2,000 000	165,880 00 97,701.44	82.94 48.85	4,540 00 1,135 00	2.74
718172109 PHILIP MORRIS INTL INC	PM	600 000	52,278 00 55,571.94	87 13 92.62	2,256.00 564 00	4.32
742718109 PROCTER & GAMBLE CO	PG	3,000 000	244,230 00 111,969 35	81 41 37 32	7,218.00	2.96
** TOTAL CONSUMER STAPLES		SUB- TOTAL	1,289,128.00 818,700.08		30,784.00 1,699.00	2.39
ENERGY						
032511107 ANADARKO PETROLEUM CORP W/1 RT/SH	APC	1,500 000	118,980 00 108,177 60	79 32 72 12	1,080 00	0 91
057224107 BAKER HUGHES INC	BHI	1,500 000	82,890 00 76,909 47	55.26 51.27	900 00	1 09

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (HUNTINGTON)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
ENERGY						
30231G102 EXXON MOBIL CORP	XOM	2,000.000	202,400.00 75,480.00	101.20 37.74	5,040.00	2.49
406216101 HALLIBURTON CO	HAL	1,500.000	76,125.00 61,560.00	50.75 41.04	900.00	1.18
780259206 ROYAL DUTCH SHELL PLC -ADR	RDSA	1,500.000	106,905.00 96,655.00	71.27 64.44	4,590.00	4.29
806857108 SCHLUMBERGER LTD	SLB	1,500.000	135,165.00 151,107.75	90.11 100.74	1,875.00 468.75	1.39
847560109 SPECTRA ENERGY CORP	SE	5,000.000	178,100.00 122,195.15	35.62 24.44	6,100.00	3.43
91913Y100 VALERO ENERGY CORP	VLO	4,000.000	201,600.00 117,531.55	50.40 29.38	3,600.00	1.79
G65431101 NOBLE CORP PLC	NE_US	2,000.000	74,940.00 78,923.00	37.47 39.46	1,520.00	2.03
** TOTAL ENERGY			SUB- TOTAL			
			1,177,105.00 888,539.52		25,605.00 468.75	2.18

FINANCIALS						
171232101 CHUBB CORP W/1 RT/SH	CB	2,000.000	193,260.00 102,311.30	96.63 51.16	3,520.00 880.00	1.82
38141G104 GOLDMAN SACHS GROUP INC	GS	750.000	132,945.00 118,577.98	177.26 158.10	1,650.00	1.24
46625H100 JP MORGAN CHASE & CO	JPM	4,000.000	233,920.00 178,700.65	58.48 44.68	6,080.00	2.60
693475105 PNC FINANCIAL SERVICES	PNC	1,000.000	77,580.00 63,605.25	77.58 63.61	1,760.00	2.27
74144T108 PRICE T ROWE GROUP INC	TROW	2,500.000	209,425.00 95,528.90	83.77 38.21	3,800.00	1.81
744320102 PRUDENTIAL FINANCIAL INC	PRU	2,000.000	184,440.00 149,336.77	92.22 74.67	4,240.00	2.30
857477103 STATE STREET CORP	STT	1,750.000	128,432.50 79,918.14	73.39 45.67	1,820.00 455.00	1.42

ACCOUNT NAME: HOOVER FOUNDATION (HUNTINGTON)
ACCOUNT NUMBER: [REDACTED]

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
FINANCIALS						
89417E109 TRAVELERS COS INC	TRV	2,000 000	181,080 00 106,155 10	90 54 53 08	4,000 00	2.21
949746101 WELLS FARGO & CO	WFC	4,000 000	181,600 00 124,447 95	45 40 31 11	4,800.00	2 64
** TOTAL FINANCIALS		SUB- TOTAL	1,522,682.50 1,018,582.04		31,670.00 1,335.00	2.08
HEALTH CARE						
002824100 ABBOTT LABORATORIES	ABT	2,500 000	95,825 00 60,617 93	38 33 24 25	2,200.00	2 30
00287Y109 ABBVIE INC	ABBV	2,500 000	132,025 00 65,734 97	52 81 26 29	4,000 00	3 03
071813109 BAXTER INTERNATIONAL INC W/1 RT/SH	BAX	2,500.000	173,875 00 124,313 45	69 55 49.73	4,900 00 1,225 00	2 82
075887109 BECTON DICKINSON	BDX	2,000.000	220,980 00 157,238 70	110 49 78 62	4,360.00	1.97
30219G108 EXPRESS SCRIPTS HOLDING CO	ESRX	2,000.000	140,480.00 114,535 00	70.24 57.27		
478160104 JOHNSON & JOHNSON	JNJ	2,500.000	228,975 00 132,892.24	91 59 53 16	6,600.00	2.88
585055106 MEDTRONIC INC	MDT	4,000 000	229,560 00 180,990.00	57.39 45 25	4,480.00 1,120.00	1 95
58933Y105 MERCK & CO INC	MRK	2,000 000	100,100.00 65,249.40	50 05 32 62	3,520.00 880.00	3.52
66987V109 NOVARTIS AG ADR	NVS	2,000.000	160,760 00 73,281 40	80 38 36 64	4,114.00	2.56
883556102 THERMO FISHER SCIENTIFIC INC 1 RT PER SHARE EXP 9-25-15	TMO	2,000.000	222,700.00 116,488 00	111 35 58.24	1,200.00 300.00	0 54
** TOTAL HEALTH CARE		SUB- TOTAL	1,705,280.00 1,091,341.09		35,374.00 3,525.00	2.07
INDUSTRIALS						

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (HUNTINGTON)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
INDUSTRIALS						
244199105 DEERE & CO W/1 RT/SH	DE	1,250.000	114,162.50 61,449.50	91.33 49.16	2,550.00 637.50	2.23
291011104 EMERSON ELECTRIC CO	EMR	1,500.000	105,270.00 71,940.00	70.18 47.96	2,580.00	2.45
31428X106 FEDEX CORP	FDX	2,000.000	287,540.00 73,320.00	143.77 36.66	1,200.00 300.00	0.42
369604103 GENERAL ELECTRIC CO	GE	7,000.000	196,210.00 236,950.00	28.03 33.85	6,160.00 1,540.00	3.14
701094104 PARKER HANNIFIN CORP	PH	1,000.000	128,640.00 72,233.50	128.64 72.23	1,800.00	1.40
88579Y101 3M COMPANY	MMM	2,500.000	350,625.00 143,376.91	140.25 57.35	8,550.00	2.44
913017109 UNITED TECHNOLOGIES CORP	UTX	3,000.000	341,400.00 105,225.00	113.80 35.08	7,080.00	2.07
** TOTAL INDUSTRIALS		SUB-TOTAL	1,523,847.50 764,494.91		29,920.00 2,477.50	1.96
INFORMATION TECHNOLOGY						
00724F101 ADOBE SYSTEMS INC	ADBE	5,000.000	299,395.00 60,685.00	59.88 12.14	125.00	0.04
17275R102 CISCO SYSTEMS	CSCO	5,000.000	112,150.00 58,475.83	22.43 11.70	3,400.00	3.03
268648102 EMC CORP/MASS	EMC	7,500.000	188,625.00 161,622.25	25.15 21.55	3,000.00	1.59
38259P508 GOOGLE INC-CL A	GOOG	150.000	168,106.50 115,279.99	1,120.71 768.53		
458140100 INTEL CORP	INTC	5,000.000	129,775.00 97,866.25	25.96 19.57	4,500.00	3.47
459200101 IBM CORP	IBM	1,000.000	187,570.00 93,800.00	187.57 93.80	3,800.00	2.03
594918104 MICROSOFT CORP	MSFT	5,000.000	187,050.00 97,348.50	37.41 19.47	5,600.00	2.99

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (HUNTINGTON)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
INFORMATION TECHNOLOGY						
68389X105 ORACLE CORPORATION FORMERLY ORACLE SYS CORP W/1 RT/SH	ORCL	5,000 000	191,300 00 51,796 86	38.26 10 36	2,400 00	1 25
747525103 QUALCOMM INC W 1 RT P/S EXP 9/25/2015	QCOM	1,000 000	74,250 00 63,559 91	74.25 63.56	1,400 00	1.89
882508104 TEXAS INSTRUMENTS INC	TXN	5,000 000	219,550 00 157,171 78	43.91 31.43	6,000 00	2 73
G1151C101 ACCENTURE PLC CL A	ACN	2,000 000	164,440 00 100,685 35	82 22 50.34	3,720 00	2 26
** TOTAL INFORMATION TECHNOLOGY		SUB- TOTAL	1,922,211.50 1,058,291.72		33,945.00 0.00	1.77
MATERIALS						
263534109 DU PONT E I DE NEMOURS & CO	DD	1,500 000	97,455 00 69,488 62	64 97 46.33	2,700.00	2.77
460146103 INTERNATIONAL PAPER CO	IP	1,000.000	49,030 00 45,239 90	49 03 45.24	1,400.00	2.86
61166W101 MONSANTO CO	MON	1,000.000	116,550 00 63,994 65	116.55 63.99	1,720 00	1.48
670346105 NUCOR CORP W/1 RT/SH	NUE	1,500 000	80,070 00 63,154.95	53.38 42.10	2,220.00 555.00	2.77
74005P104 PRAXAIR INC	PX	1,000.000	130,030.00 37,060.00	130.03 37.06	2,400 00	1.85
** TOTAL MATERIALS		SUB- TOTAL	473,135.00 278,938.12		10,440.00 555.00	2.21
TELECOMMUNICATION SERVICES						
00206R102 AT&T INC	T	5,000.000	175,800.00 208,973.00	35 16 41 79	9,200.00	5.23
92343V104 VERIZON COMMUNICATIONS	VZ	4,000 000	196,560 00 137,717 86	49 14 34 43	8,480.00	4 31
92857W209 VODAFONE GROUP PLC	VOD	4,500 000	176,895 00 103,240.10	39 31 22.94	7,155 00	4 04
** TOTAL TELECOMMUNICATION SERVICES		SUB- TOTAL	549,255.00 449,930.96		24,835.00 0.00	4.52

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (HUNTINGTON)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
UTILITIES						
25746U109 DOMINION RESOURCES INC /VA	D	2,000 000	129,380 00 77,468 90	64 69 38 73	4,500 00	3 48
26441C204 DUKE ENERGY CORP	DUK	1,000 000	69,010 00 47,109 68	69.01 47 11	3,120 00	4.52
842587107 SOUTHERN CO	SO	5,000.000	205,550 00 131,572 32	41 11 26 31	10,150 00	4 94
** TOTAL UTILITIES		SUB- TOTAL	403,940.00 256,150.90		17,770.00 0.00	4.40
* TOTAL EQUITY INVESTMENTS			12,359,917.00 7,333,227.84		266,373.00 13,227.75	2.16
MUTUAL FUNDS						
MUTUAL FUNDS-FIXED INCOME						
464287176 ISHARES TIPS BOND ETF	TIP	2,000 000	219,800 00 202,020 00	109.90 101 01	2,524 00	1.15
** TOTAL MUTUAL FUNDS-FIXED INCOME		SUB- TOTAL	219,800.00 202,020.00		2,524.00 0.00	1.15
MUTUAL FUNDS-EQUITY						
025083791 AMERICAN CENTURY HERITAGE FUND - INVESTORS CLASS	TWHIX	40,744 596	1,038,172 31 641,747 13	25 48 15 75	5,256 05	0 51
04314H881 ARTISAN INTERNATIONAL VALUE FUND - INVESTOR CLASS	ARTKX	14,791 174	543,871 47 500,000.00	36 77 33 80	13,652 25	2.51
277902698 EATON VANCE ATLANTA CAPITAL SMID-CAP FUND - CLASS I	EISMX	21,222 411	523,981.33 500,000 00	24 69 23.56		
464287465 ISHARES MSCI EAFE ETF	EFA	17,000 000	1,140,615 00 1,034,107 83	67 10 60 83	28,951 00	2.54
464287507 ISHARES CORE S&P MID-CAP ETF	IJH	4,000.000	535,240 00 494,557 40	133 81 123 64	6,912 00	1.29
464287655 ISHARES RUSSELL 2000 ETF	IWM	4,500 000	519,120 00 472,267 21	115 36 104 95	6,363 00	1.23
464287804 ISHARES CORE S&P SMALL-CAP ETF	IJR	4,500 000	491,085 00 440,857 31	109 13 97 97	4,918 50	1.00

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (HUNTINGTON)

ACCOUNT NUMBER: [REDACTED]

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
MUTUAL FUNDS-EQUITY						
683974505 OPPENHEIMER DEVELOPING MARKETS FUND - CLASS Y	ODVYX	17,591.336	660,730.58 573,716.91	37.56 32.61	2,867.39	0.43
77957Y106 T. ROWE PRICE MID CAP VALUE FUND	TRMCX	62,756.743	1,885,840.13 1,181,600.19	30.05 18.83	13,806.48	0.73
780905881 ROYCE TOTAL RETURN FUND	RYTRX	79,128.436	1,303,245.34 764,814.12	16.47 9.67	11,236.24 936.35	0.86
885215566 THORNBURG INTERNATIONAL VALUE - I SHARES	TGVIX	32,371.871	1,037,842.18 528,389.38	32.06 16.32	13,272.47	1.28
922908827 VANGUARD SMALL CAP GROWTH INDEX FUND - INVESTOR SHARES	VISGX	45,225.053	1,554,385.07 814,750.82	34.37 18.02	7,416.91	0.48
** TOTAL MUTUAL FUNDS-EQUITY		SUB- TOTAL	11,234,128.41 7,946,808.30		114,652.29 936.35	1.02
* TOTAL MUTUAL FUNDS			11,453,928.41 8,148,828.30		117,176.29 936.35	1.02
CASH						
CASH			0.00			
* TOTAL CASH			0.00 0.00		0.00 0.00	0.00
GRAND TOTAL ASSETS			31,040,859.99 22,592,192.53		532,813.23 49,444.75	1.72

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HOOVER FOUNDATION (HUNTINGTON)

ACCOUNT NUMBER: [REDACTED]

TRANSACTION SUMMARY

	CURRENT PERIOD			YEAR TO DATE		
	PRINCIPAL CASH	INCOME CASH	COST	PRINCIPAL CASH	INCOME CASH	COST
BEGINNING BALANCE	1,980.00	1,980.00	22,385,157.86	17,531.43	17,531.43	21,577,264.08
RECEIPTS						
INTEREST		21,784.87			184,329.65	
DIVIDENDS	313,953.03	76,370.41		341,260.50	358,952.81	
OTHER RECEIPTS	27,175.80			57,373.43		
TOTAL RECEIPTS	341,128.83	98,155.28	0.00	398,633.93	543,282.46	0.00
DISBURSEMENTS						
CASH DISTRIBUTIONS	156,000.00	48,338.64		1,117,400.00	365,586.04	
FEES					113,233.58	
OTHER DISBURSEMENTS		27,175.80			57,373.43	
TOTAL DISBURSEMENTS	156,000.00	75,514.44	0.00	1,117,400.00	536,193.05	0.00
ASSETS PURCHASED						
BUYS	838,357.66		838,357.66	5,358,978.56		5,358,978.56
TOTAL ASSETS PURCHASED	838,357.66	0.00	838,357.66	5,358,978.56	0.00	5,358,978.56
ASSETS SOLD/MATURED						
SALES				5,474,466.04		3,737,858.45
MATURITIES	200,000.00		200,735.00	1,400,000.00		1,410,002.48
TOTAL ASSETS SOLD/MATURED	200,000.00	0.00	200,735.00	6,874,466.04	0.00	5,147,860.93
CASH MANAGEMENT						
DEPOSITS				803,810.82		803,810.82
WITHDRAWALS	430,587.99		430,587.99			
TOTAL CASH MANAGEMENT	430,587.99	0.00	430,587.99	803,810.82	0.00	803,810.82
ENDING BALANCE	24,620.84	24,620.84	22,692,192.53	24,620.84	24,620.84	22,692,192.53