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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation Walter C Doebling Trust B		A Employer identification number 35-6425623
% OLD NATIONAL TRUST COMPANY		B Telephone number (see instructions) (812) 464-1397
Number and street (or P O box number if mail is not delivered to street address) PO BOX 207 Suite	Room/suite	
City or town, state or province, country, and ZIP or foreign postal code EVANSVILLE, IN 477020207		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (From Part II, col. (c), line 16) ▶ \$ 814,137	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1	1		
	4 Dividends and interest from securities.	16,516	16,516		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	57,549			
	b Gross sales price for all assets on line 6a 233,409				
	7 Capital gain net income (from Part IV, line 2) . . .		57,549		
	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)	900	900			
12 Total. Add lines 1 through 11	74,966	74,966			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	9,915	9,915		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,245	0	0	1,245
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	290			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	11,450	9,915	0	1,245
	25 Contributions, gifts, grants paid	67,000			67,000
26 Total expenses and disbursements. Add lines 24 and 25	78,450	9,915	0	68,245	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-3,484				
b Net investment income (if negative, enter -0-)		65,051			
c Adjusted net income (if negative, enter -0-)					

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing					
	2	Savings and temporary cash investments	11,522	73,939	73,939		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)	120,448	<input checked="" type="checkbox"/>	135,909	140,497	
	b	Investments—corporate stock (attach schedule)	248,797	<input checked="" type="checkbox"/>	239,782	379,572	
	c	Investments—corporate bonds (attach schedule)	91,812	<input checked="" type="checkbox"/>	41,130	43,656	
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	152,982	<input checked="" type="checkbox"/>	131,317	176,473	
	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)	625,561		622,077	814,137		
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)			0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>		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 <input checked="" type="checkbox"/>		and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, bldg , and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds	625,561		622,077		
30	Total net assets or fund balances (see page 17 of the instructions)	625,561		622,077			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	625,561		622,077			

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	625,561
2	Enter amount from Part I, line 27a	2	-3,484
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	622,077
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	622,077

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)
1 a	PUBLICLY TRADED SECURITIES	P		
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 222,645		175,860	46,785	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			46,785	
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 57,549
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 page 18 of 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	36,874	744,569	0.049524
2011	36,692	745,128	0.049243
2010	32,664	723,082	0.045173
2009	42,556	680,741	0.062514
2008	17,264	762,285	0.022648
2	Total of line 1, column (d).		2 0.229102
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 0.04582
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.		4 785,402
5	Multiply line 4 by line 3.		5 35,987
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 651
7	Add lines 5 and 6.		7 36,638
8	Enter qualifying distributions from Part XII, line 4.		8 68,245

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	651
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	651
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	651
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	268
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	268
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	383
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

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? <input checked="" type="checkbox"/>	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> <input checked="" type="checkbox"/>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i> <input checked="" type="checkbox"/>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> IN _____		
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? <i>If "No," attach explanation .</i>	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

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		No
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		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ _____	13	Yes	
14 The books are in care of ▶ <u>OLD NATIONAL TRUST COMPANY</u> Telephone no ▶ <u>(812) 464-1397</u> Located at ▶ <u>PO BOX 207 EVANSVILLE IN</u> ZIP +4 ▶ <u>477020207</u>			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶	16	Yes	No

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

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

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>If "Yes" to 6b, file Form 8870.</i></p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b	
	6b	No
	7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
OLD NATIONAL TRUST COMPANY PO BOX 207 EVANSVILLE, IN 477020207	TRUSTEE 0	9,915	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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		
2		
All other program-related investments. See page 24 of the instructions		
3		
Total. Add lines 1 through 3		▶

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	780,120
b	Average of monthly cash balances.	1b	17,242
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	797,362
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	797,362
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	11,960
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	785,402
6	Minimum investment return. Enter 5% of line 5.	6	39,270

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	39,270
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	651
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	651
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	38,619
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	38,619
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	38,619

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	68,245
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	68,245
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	651
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	67,594

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				38,619
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			35,330	
b Total for prior years 2011, 2010, 2009				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>68,245</u>				
a Applied to 2012, but not more than line 2a			35,330	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				32,915
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				5,704
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2009.				
b Excess from 2010.				
c Excess from 2011.				
d Excess from 2012.				
e Excess from 2013.	0			

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

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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 organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> AMERICAN HEART ASSOCIATION PO BOX 22249 ST PETERSBURG, FL 46131	NONE	PC	CHARITABLE	16,750
INDIANA MASONIC HOME 690 STATE STREET FRANKLIN, IN 46131	NONE	PC	CHARITABLE	16,750
SHRINERS HOSPITAL FOR CHILDREN PO BOX 31356 TAMPA, FL 336313356	NONE	PC	CHARITABLE	16,750
AMERICAN CANCER SOCIETY PO BOX 720366 OKLAHOMA CITY, OK 73162	NONE	PC	CHARITABLE	16,750
Total			3a	67,000
b <i>Approved for future payment</i>				
Total			3b	

TY 2013 Accounting Fees Schedule

Name: Walter C Doebling Trust B

EIN: 35-6425623

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE	1,245			1,245

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: Walter C Doebling Trust B

EIN: 35-6425623

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
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**TY 2013 Investments Corporate
Bonds Schedule**

Name: Walter C Doebling Trust B

EIN: 35-6425623

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED	41,130	43,656

**TY 2013 Investments Corporate
Stock Schedule****Name:** Walter C Doebling Trust B**EIN:** 35-6425623

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED	239,782	379,572

**TY 2013 Investments Government
Obligations Schedule**

Name: Walter C Doebling Trust B

EIN: 35-6425623

**US Government Securities - End of
Year Book Value:** 135,909

**US Government Securities - End of
Year Fair Market Value:** 140,497

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2013 Investments - Land Schedule

Name: Walter C Doebling Trust B

EIN: 35-6425623

TY 2013 Investments - Other Schedule

Name: Walter C Doebling Trust B

EIN: 35-6425623

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SEE ATTACHED		131,317	176,473

TY 2013 Land, Etc. Schedule

Name: Walter C Doebing Trust B

EIN: 35-6425623

TY 2013 Other Income Schedule

Name: Walter C Doebling Trust B

EIN: 35-6425623

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
BELLSOUTH TENDER OFFER	900	900	

TY 2013 Taxes Schedule

Name: Walter C Doebling Trust B

EIN: 35-6425623

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2013 ESTIMATES	268			
BALANCE DUE 2012 990-PF	22			

Walter C Doebling Trust B
October 1, 2013 - December 31, 2013

Account Number: 30-0424-01-7

Statement Of Assets

<i>Shares</i>	<i>Description</i>	<i>Market Price</i>	<i>Total Cost</i>	<i>Market Value</i>	<i>% Of Category</i>	<i>Estimated Current Income</i>	<i>Yield</i>	<i>Unrealized Gain / Loss</i>
Cash & Equivalents								
Money Markets								
73,939.040	Goldman Sachs Financial Square Treasury Obligation #468	1.000	73,939.04	73,939.04	100.00	4	0.0	0.00
Total Money Markets			73,939.04	73,939.04	100.00	4	0.0	0.00
Cash								
	Principal Cash		144,748.43	144,748.43	195.77	0	0.0	0.00
	Income Cash		-144,748.42	-144,748.42	-195.77	0	0.0	0.00
Total Cash			0.01	0.01	0.00	0	0.0	0.00
Total Cash & Equivalents			73,939.05	73,939.05	100.00	4	0.0	0.00
Fixed Income								
U.S. Governments								
25,000.000	Fed Farm Cr Bk 4 41% 01/18/2018	111.179	24,943.50	27,794.75	15.09	1,102	4.0	2,851.25
15,000.000	Fed Home Ln Bk 1.875% 03/13/2020	96.542	15,460.65	14,481.30	7.86	281	1.9	-979.35
30,000.000	Fed Home Ln Mtg 5% 07/15/2014	102.612	30,156.60	30,783.60	16.72	1,500	4.9	627.00
25,000.000	Fed Nat Mtg Assoc 5% 04/15/2015	106.094	25,078.00	26,523.50	14.40	1,250	4.7	1,445.50
20,000.000	US Treasury N/B 2 375% 03/31/2016	104.329	20,231.25	20,865.80	11.33	475	2.3	634.55
20,000.000	US Treasury N/B 1 25% 03/15/2014	100.240	20,039.06	20,048.00	10.89	250	1.2	8.94
Total U.S. Governments			135,909.06	140,496.95	76.29	4,858	3.5	4,587.89
Corporate Bonds								

Walter C Doebling Trust B
October 1, 2013 - December 31, 2013

Account Number: 30-0424-01-7

Statement Of Assets

<i>Shares</i>	<i>Description</i>	<i>Market Price</i>	<i>Total Cost</i>	<i>Market Value</i>	<i>% Of Category</i>	<i>Estimated Income</i>	<i>Current Yield</i>	<i>Unrealized Gain / Loss</i>
15,000.000	Bk Of Amer Corp 5.75% 12/01/2017	113.811	15,373.65	17,071.65	9.27	862	5.1	1,698.00
15,000.000	Goldman Sachs 5.95% 01/18/2018	113.694	15,744.00	17,054.10	9.26	892	5.2	1,310.10
10,000.000	McDonalds Corp 2.625% 01/15/2022	95.299	10,012.00	9,529.90	5.18	262	2.8	-482.10
Total Corporate Bonds			41,129.65	43,655.65	23.71	2,016	4.6	2,526.00
Total Fixed Income			177,038.71	184,152.60	100.00	6,874	3.7	7,113.89

Equities

Common Stock

Consumer Discretionary

164.000	Directv	69.060	7,426.00	11,325.84	2.04	0	0.0	3,899.84
50.000	McDonalds Corp	97.030	2,844.82	4,851.50	0.87	162	3.3	2,006.68
140.000	Select Sector SPDR Consumer Discretionary	66.830	5,049.15	9,356.20	1.68	108	1.2	4,307.05
133.000	Tjx Co Inc	63.730	3,036.17	8,476.09	1.52	77	0.9	5,439.92
138.000	Target Corp	63.270	5,295.41	8,731.26	1.57	237	2.7	3,435.85
Total Consumer Discretionary			23,651.55	42,740.89	7.69	584	1.4	19,089.34

Consumer Staples

77.000	CVS/Caremark Corp	71.570	4,526.58	5,510.89	0.99	84	1.5	984.31
121.000	Church & Dwight Inc	66.280	3,571.53	8,019.88	1.44	135	1.7	4,448.35
63.000	Costco Whsl Corp New	119.020	3,248.92	7,498.26	1.35	78	1.0	4,249.34
126.000	Select Sector SPDR Consumer Staples	42.980	4,318.02	5,415.48	0.97	129	2.4	1,097.46
85.000	Walmart Stores Inc	78.690	4,708.62	6,688.65	1.20	159	2.4	1,980.03

Walter C Doebling Trust B
October 1, 2013 - December 31, 2013

Account Number: 30-0424-01-7

Statement Of Assets

<i>Shares</i>	<i>Description</i>	<i>Market Price</i>	<i>Total Cost</i>	<i>Market Value</i>	<i>% Of Category</i>	<i>Estimated Income</i>	<i>Current Yield</i>	<i>Unrealized Gain / Loss</i>
110.000	Walgreen Co	57.440	2,696.10	6,318.40	1.14	138	2.2	3,622.30
Total Consumer Staples			23,069.77	39,451.56	7.10	723	1.8	16,381.79
Energy								
88.000	Chevron Corp	124.910	9,805.70	10,992.08	1.98	352	3.2	1,186.38
142.000	Conocophillips	70.650	9,725.81	10,032.30	1.80	391	3.9	306.49
103.000	Noble Energy Inc	68.110	2,690.88	7,015.33	1.26	57	0.8	4,324.45
Total Energy			22,222.39	28,039.71	5.04	800	2.9	5,817.32
Financials								
169.000	Citigroup Inc	52.110	5,828.47	8,806.59	1.58	6	0.1	2,978.12
138.000	Franklin Res Inc	57.730	3,964.99	7,966.74	1.43	66	0.8	4,001.75
44.000	Goldman Sachs	177.260	5,457.92	7,799.44	1.40	96	1.2	2,341.52
214.000	JPMorgan Chase & Co	58.480	6,783.95	12,514.72	2.25	325	2.6	5,730.77
176.000	Metlife Inc	53.920	5,286.51	9,489.92	1.71	193	2.0	4,203.41
279.000	Wells Fargo & Co New	45.400	8,088.33	12,666.60	2.28	334	2.6	4,578.27
Total Financials			35,410.17	59,244.01	10.65	1,020	1.7	23,833.84
Health Care								
154.000	Abbott Labs	38.330	3,993.03	5,902.82	1.06	135	2.3	1,909.79
161.000	Abbvie Inc	52.810	4,535.47	8,502.41	1.53	257	3.0	3,966.94
115.000	Allergan Inc Com	111.080	10,805.98	12,774.20	2.30	23	0.2	1,968.22
381.000	Pfizer Inc	30.630	10,245.06	11,670.03	2.10	396	3.4	1,424.97
104.000	Thermo Fisher Scientific Inc	111.350	3,576.56	11,580.40	2.08	62	0.5	8,003.84
Total Health Care			33,156.10	50,429.86	9.07	873	1.7	17,273.76

Walter C Doebling Trust B
October 1, 2013 - December 31, 2013

Account Number: 30-0424-01-7

Statement Of Assets

<i>Shares</i>	<i>Description</i>	<i>Market Price</i>	<i>Total Cost</i>	<i>Market Value</i>	<i>% Of Category</i>	<i>Estimated Income</i>	<i>Current Yield</i>	<i>Unrealized Gain / Loss</i>
Industrials								
171.000	Danaher Corp	77.200	4,689.68	13,201.20	2.37	17	0.1	8,511.52
137.000	Emerson Elec Co	70.180	4,997.10	9,614.66	1.73	235	2.5	4,617.56
163.000	Quanta Svcs Inc	31.560	4,393.87	5,144.28	0.93	0	0.0	750.41
272.000	Select Sector SPDR Industrial Etf	52.260	12,250.85	14,214.72	2.56	238	1.7	1,963.87
57.000	Stericycle Inc	116.170	3,215.74	6,621.69	1.19	0	0.0	3,405.95
Total Industrials			29,547.24	48,796.55	8.78	490	1.0	19,249.31
Information Technology								
34.000	Apple Inc	561.020	3,228.97	19,074.68	3.43	414	2.2	15,845.71
152.000	Ebay Inc	54.865	8,243.12	8,339.48	1.50	0	0.0	96.36
214.000	Oracle Corp	38.260	6,830.55	8,187.64	1.47	102	1.3	1,357.09
170.000	Qualcomm Inc	74.250	9,383.66	12,622.50	2.27	238	1.9	3,238.84
70.000	Visa Inc Cl A	222.680	4,780.59	15,587.60	2.80	112	0.7	10,807.01
101.000	Vmware Inc Cl A	89.710	8,599.38	9,060.71	1.63	0	0.0	461.33
Total Information Technology			41,066.27	72,872.61	13.11	866	1.2	31,806.34
Materials								
77.000	Albemarle Corp	63.390	4,656.52	4,881.03	0.88	73	1.5	224.51
43.000	Praxair Inc	130.030	2,525.39	5,591.29	1.01	103	1.8	3,065.90
Total Materials			7,181.91	10,472.32	1.88	176	1.7	3,290.41
Utilities								
117.000	Select Sector SPDR Tr Utils	37.970	4,307.93	4,442.49	0.80	171	3.9	134.56

Walter C Doebling Trust B
October 1, 2013 - December 31, 2013

Account Number 30-0424-01-7

Statement Of Assets

<i>Shares</i>	<i>Description</i>	<i>Market Price</i>	<i>Total Cost</i>	<i>Market Value</i>	<i>% Of Category</i>	<i>Estimated Income</i>	<i>Current Yield</i>	<i>Unrealized Gain / Loss</i>
Total Utilities			4,307.93	4,442.49	0.80	171	3.9	134.56
Total Common Stock			219,613.33	356,490.00	64.11	5,703	1.6	136,876.67
Foreign Stock								
87.000	Perrigo Co PLC	153.460	13,241.83	13,351.02	2.40	0	0.0	109.19
108.000	Schlumberger Ltd	90.110	6,926.53	9,731.88	1.75	135	1.4	2,805.35
Total Foreign Stock			20,168.36	23,082.90	4.15	135	0.6	2,914.54
Equity Mutual Funds								
Mid Cap Funds								
1.023.489	Goldman Sachs Mid Cap Value Instl Fd #864	44.430	33,612.08	45,473.62	8.18	424	0.9	11,861.54
1,026.345	Goldman Sachs Growth Opportunities Cl I Fd #1132	30.450	20,757.71	31,252.21	5.62	0	0.0	10,494.50
Total Mid Cap Funds			54,369.79	76,725.83	13.80	424	0.6	22,356.04
Small Cap Funds								
217.027	Eagle Small Cap Growth Cl I Fd #3933	58.150	8,815.66	12,620.12	2.27	0	0.0	3,804.46
428.749	Federated Clover Small Value Cl Is Fd #659	25.970	8,635.01	11,134.61	2.00	137	1.2	2,499.60
Total Small Cap Funds			17,450.67	23,754.73	4.27	137	0.6	6,304.06
International Funds								
749.950	Driehaus Emerging Mkts Growth Fd #3	32.530	18,771.18	24,395.87	4.39	0	0.0	5,624.69

Walter C Doebling Trust B
October 1, 2013 - December 31, 2013

Account Number: 30-0424-01-7

Statement Of Assets

<i>Shares</i>	<i>Description</i>	<i>Market Price</i>	<i>Total Cost</i>	<i>Market Value</i>	<i>% Of Category</i>	<i>Estimated Income</i>	<i>Current Yield</i>	<i>Unrealized Gain / Loss</i>
803.131	Thornburg Intl Value Cl Fd #209	32.060	20,702.56	25,748.38	4.63	329	1.3	5,045.82
Total International Funds			39,473.74	50,144.25	9.02	329	0.7	10,670.51
Closed End - Equity Funds								
243.000	Vanguard REIT Etf	64.560	10,775.64	15,688.08	2.82	678	4.3	4,912.44
133.000	Vanguard Value Etf	76.390	9,247.46	10,159.87	1.83	224	2.2	912.41
Total Closed End - Equity Funds			20,023.10	25,847.95	4.65	902	3.5	5,824.85
Total Equity Mutual Funds			131,317.30	176,472.76	31.74	1,792	1.0	45,155.46
Total Equities			371,098.99	556,045.66	100.00	7,630	1.4	184,946.67
Total Assets			622,076.75	814,137.31		14,508	1.8	192,060.56