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Form **990-PF**

Return of Private Foundation

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

Do not enter Social Security numbers on this form as it may be made public

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation
BLAIR A & MARTHA C RIETH FAMILY FDN R62727004

Number and street (or P O box number if mail is not delivered to street address) Room/suite
10 S DEARBORN IL1-0117

City or town, state or province, country, and ZIP or foreign postal code
CHICAGO, IL 60603

A Employer identification number
35-6704341

B Telephone number (see instructions)
866-888-5157

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

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

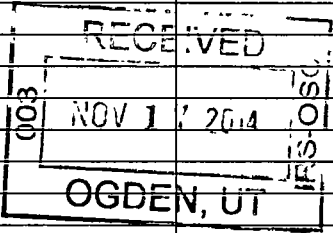
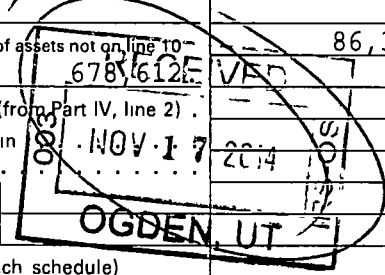
H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 2,117,050.**

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

ESTIMATED DATE NOV 1 2016

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)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	38,417.	37,424.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	86,309.			
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		86,309.		
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)	43.	-796.		STMT 1
12 Total. Add lines 1 through 11	124,769.	122,937.		
13 Compensation of officers, directors, trustees, etc	20,005.	15,004.		5,001.
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)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 2	1,392.	392.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	21,397.	15,396.	NONE	5,001.
25 Contributions, gifts, grants paid	90,000.			90,000.
26 Total expenses and disbursements Add lines 24 and 25	111,397.	15,396.	NONE	95,001.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	13,372.			
b Net investment income (if negative, enter -0-)		107,541.		
c Adjusted net income (if negative, enter -0-)				



Operating and Administrative Expenses NOV 1 2014

94 14

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing	1,295.	1,283.	1,283.
	2	Savings and temporary cash investments	83,473.	74,935.	74,935.
	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)	876,046.	872,139.	1,135,974.
	c	Investments - corporate bonds (attach schedule)	579,203.	533,208.	543,194.
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	291,199.	363,014.	361,664.
	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)	1,831,216.	1,844,579.	2,117,050.	
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 ▶ <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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,831,216.	1,844,579.	
	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)	1,831,216.	1,844,579.		
31	Total liabilities and net assets/fund balances (see instructions)	1,831,216.	1,844,579.		

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	1,831,216.
2	Enter amount from Part I, line 27a	2	13,372.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,844,588.
5	Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5	9.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,844,579.

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 678,612.		592,303.	86,309.			
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) 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			86,309.			
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	86,309.	
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	97,894.	1,972,977.	0.049617
2011	95,956.	1,986,100.	0.048314
2010	90,412.	1,930,311.	0.046838
2009	103,365.	1,808,446.	0.057157
2008	116,986.	2,096,136.	0.055810
2 Total of line 1, column (d)			2 0.257736
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 0.051547
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 2,059,420.
5 Multiply line 4 by line 3			5 106,157.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,075.
7 Add lines 5 and 6			7 107,232.
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 95,001.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 2,211.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, expenditures, and foundation status. Yes/No columns with 'X' marks.

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 JPMORGAN CHASE BANK, NA Telephone no (866) 888-5157
Located at 10 S DEARBORN IL1-0117, CHICAGO, IL ZIP+4 60603
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 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 X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country

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

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

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X 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 X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b X
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? Yes X 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) 2b 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 X No
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? 4b X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

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

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** 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
JPMORGAN CHASE BANK, NA 10 S DEARBORN IL1-0117, CHICAGO, IL 60603	TRUSTEE 2	20,005.	-0-	-0-

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

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

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

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

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

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

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	1,976,550.
b	Average of monthly cash balances	1b	114,232.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	2,090,782.
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	2,090,782.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	31,362.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	2,059,420.
6	Minimum investment return. Enter 5% of line 5	6	102,971.

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	102,971.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,151.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,151.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	100,820.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	100,820.
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	100,820.

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	95,001.
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	95,001.
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	95,001.

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				100,820.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			92,412.	
b Total for prior years: 20 11 ,20 _____,20 _____		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ _____ 95,001.				
a Applied to 2012, but not more than line 2a			92,412.	
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				2,589.
e Remaining amount distributed out of corpus	NONE			
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	NONE			
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				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				98,231.
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)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	NONE			
e Excess from 2013	NONE			

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)

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

Table with columns: Tax year (a) 2013, (b) 2012, (c) 2011, (d) 2010, (e) Total. Rows include 2a, 2b, 2c, 2d, 2e, 3, 3a, 3a(1), 3a(2), 3b, 3c, 3c(1), 3c(2), 3c(3), 3c(4).

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).

N/A

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

N/A

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

Check here [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
White Pigeon Care Network P.O. BOX 603 White Pigeon MI 49099	NONE	PUBLIC CHA	GENERAL	10,000.
White Pigeon Township Fire Department 16975 U.S. 12 White Pigeon MI 49099	NONE	PUBLIC CHA	GENERAL	10,000.
Humane Society of Elkhart County 54687 COUNTY ROAD 19 Bristol IN 46507	NONE	PUBLIC CHA	GENERAL	10,000.
DePauw University P.O. BOX 37 Greencastle IN 46135	NONE	PUBLIC CHA	GENERAL	45,000.
Purdue University, Inc. 403 WEST WOOD STREET West Lafayette IN 47907	NONE	PUBLIC CHA	GENERAL	15,000.
Total				90,000.
b Approved for future payment				
Total				3b

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DEFERRED REVENUE POWERSHARES DB PARTNERSHIP K-1	43.	-796.
TOTALS	43. =====	-796. =====

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL ESTIMATES - INCOME	1,000.	
FOREIGN TAXES ON QUALIFIED FOR	330.	330.
FOREIGN TAXES ON NONQUALIFIED	62.	62.
TOTALS	1,392.	392.



BLAIR & MARTHA RIETH FAMILY FDN ACCT R62727004
For the Period 10/1/13 to 12/31/13

Account Summary

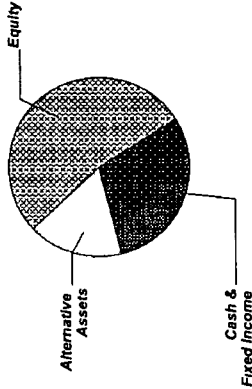
PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	1,144,635.62	1,135,974.48	(8,661.14)	11,520.18	53%
Alternative Assets	359,482.66	361,663.50	2,180.84	6,632.96	17%
Cash & Fixed Income	604,653.57	618,129.28	13,475.71	15,669.15	30%
Market Value	\$2,108,771.85	\$2,115,767.26	\$6,995.41	\$33,822.29	100%

INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	14,113.15	1,282.56	(12,830.59)
Accruals	867.34	954.99	87.65
Market Value	\$14,980.49	\$2,237.55	(\$12,742.94)

Asset Allocation



INCOME

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	14,113.15	1,294.98
Additions	62,807.00	62,807.00
Withdrawals & Fees	(93,520.25)	(101,002.40)
Net Additions/Withdrawals	(\$30,713.25)	(\$38,195.40)
Income	17,882.66	38,182.98
Ending Market Value	\$1,282.56	\$1,282.56
Accruals	954.99	954.99
Market Value with Accruals	\$2,237.55	\$2,237.55

PRINCIPAL

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	2,108,771.85	1,978,715.01
Additions	(65,327.23)	(73,109.30)
Net Additions/Withdrawals	(\$65,327.23)	(\$73,109.30)
Income	25.86	343.45
Change In Investment Value	72,296.78	209,818.10
Ending Market Value	\$2,115,767.26	\$2,115,767.26
Accruals	--	--
Market Value with Accruals	--	--



BLAIR & MARTHA RIETH FAMILY FDN ACCT R62727004
 For the Period 10/1/13 to 12/31/13

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	17,871 74	38,147 87
Interest Income	10 92	35 11
Original Issue Discount	25 86	343 45
Taxable Income	\$17,908 52	\$38,526.43

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions	21,900 02	22,194 14
ST Realized Gain/Loss	(5,229 27)	(5,229 27)
LT Realized Gain/Loss	28,770 71	69,175 16
Realized Gain/Loss	\$50,670.73	\$86,140.03

Cost Summary	Cost
Equity	872,138 70
Cash & Fixed Income	608,142 83
Total	\$1,480,281.53

Unrealized Gain/Loss	To-Date Value
	\$272,471.97

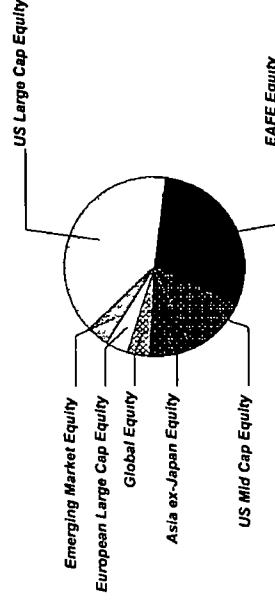


BLAIR & MARTHA RIETH FAMILY FDN ACCT R62727004
For the Period 10/1/13 to 12/31/13

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	479,571 15	448,470 84	(31,100 31)	21%
US Mid Cap Equity	141,858 00	127,223 43	(14,634 57)	6%
EAFE Equity	328,781 67	338,997 04	10,215 37	16%
European Large Cap Equity	22,719 00	44,244 40	21,525 40	2%
Asia ex-Japan Equity	83,293 93	83,755 16	461 23	4%
Emerging Market Equity	44,064 20	45,906 80	1,842 60	2%
Global Equity	44,347 67	47,376 81	3,029 14	2%
Total Value	\$1,144,635.62	\$1,135,974.48	(\$8,661.14)	53%

Asset Categories



Equity as a percentage of your portfolio - 53 %

Market Value/Cost	Current Period Value
Market Value	1,135,974 48
Tax Cost	872,138.70
Unrealized Gain/Loss	263,835 78
Estimated Annual Income	11,520 18
Accrued Dividends	145 60
Yield	1 01 %



BLAIR & MARTHA RIETH FAMILY FDN ACCT. R62727004
For the Period 10/1/13 to 12/31/13

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc Accrued Div	Yield
US Large Cap Equity							
HARTFORD CAPITAL APPREC-I 416649-30-9 ITHI X	46 69	844 648	39,436 62	26,429 04	13,007 58	184 97	0 47 %
JPM EQUITY INCOME FD - SEL FUND 3128 4812C0-49-8 HLIE X	13 05	3,383 787	44,158 42	30,591 74	13,566 68	842 56 145 60	1 91 %
JPM LARGE CAP GROWTH FD - SEL FUND 3118 4812C0-53-0 SEEG X	31 78	1,439 021	45,732 09	31,010 90	14,721 19		
JPM TAX AWARE EQUITY FD - INSTL FUND 1236 4812A1-65-4 JPDE X	26 53	2,586 338	68,615 55	42,745 16	25,870 39	695 72	1 01 %
NEUBERGER BER MU/C OPP-INS 64122Q-30-9 NMUL X	15 35	6,456 196	99,102 61	73,548 00	25,554 61	697 26	0 70 %
PARNASSUS EQTY INCOME FD-INS 701769-40-8 PRIL X	36 73	675 731	24,819 60	20,035 41	4,784 19	368 27	1 48 %
PRIMECAP ODYSSEY STOCK FUND 74160Q-30-1 POSK X	21 16	3,897 364	82,468 22	60,640 82	21,827 40	943 16	1 14 %
RBC REN SPX 04/30/14 2 XLEV- 8 05%CAP- 16 1%MAXPYMT INITIAL LEVEL-04/12/13 SPX 1588 85 78008S-N6-9	113 96	20,000 000	22,791 73	19,800 00	2,991 73		



BLAIR & MARTHA RIETH FAMILY FDN ACCT R62727004
For the Period 10/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div	Yield
US Large Cap Equity							
SG REN SPX 10/16/14	106.73	20,000,000	21,346.00	19,800.00	1,546.00		
2 XLEV- 8%CAP- 16%MAXPYMT INITIAL LEVEL-09/27/13 SPX 1691 75 83368W-EU-1							
Total US Large Cap Equity			\$448,470.84	\$324,601.07	\$123,869.77	\$3,731.94 \$145.60	0.83%
US Mid Cap Equity							
ASTON/FAIRPOINTE MID CAP-I 00078H-15-8 ABMI X	44.67	925,194	41,328.42	31,318.14	10,010.28	56.43	0.14%
ISHARES CORE S&P MID-CAP ETF 464287-50-7 IJH	133.81	251,000	33,586.31	17,279.22	16,307.09	433.72	1.29%
JPM MKT EXP ENH INDEX FD - SEL FUND 3708 4812C1-63-7 PGMI X	13.13	3,983,907	52,308.70	26,087.51	26,221.19	478.06	0.91%
Total US Mid Cap Equity			\$127,223.43	\$74,684.87	\$52,538.56	\$968.21	0.76%
EAFE Equity							
ARTISAN INTL VALUE FUND-INV 04314H-88-1 ARTK X	36.77	2,246,553	82,605.75	53,258.25	29,347.50	2,073.56	2.51%
CAPITAL PRIVATE CLIENT SVCS CAP NON US EQT 14042Y-60-1 CNUS X	11.93	7,407,703	88,373.90	74,586.33	13,787.57	666.69	0.75%



BLAIR & MARTHA RIETH FAMILY FDN ACCT R62727004
For the Period 10/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
EAFE Equity							
HSBC BREN MXEA 3/19/14	108 01	20,000 000	21,602 00	19,800 00	1,802 00		
1 5XLEV- 7 05%CAP- 10 575%MAXPYMT 10%BUFFER INITIAL LEVEL-3/1/13 MXEA 1654 34 40432X-CC-3							
HSBC BREN MXEA 04/23/14	107 16	20,000 000	21,432 00	19,800 00	1,632 00		
10%BUFFER-1 5 XLEV- 6 85%CAP 10 275%MAXRTRN INITIAL LEVEL-04/05/13 MXEA 1660 80 40432X-E3-1							
HSBC REN MXEA 10/16/14	103 65	20,000 000	20,730 00	19,800 00	930 00		
2 XLEV- 10%CAP- 20%MAXPYMT INITIAL LEVEL-09/27/13 MXEA 1835 850 40432X-LA-7							
MFS INTL VALUE-I	35 18	2,533 030	89,112 00	78,807 08	10,304 92	1,674 33	1 88%
55273E-82-2 MINI X							
T ROWE PRICE OVERSEAS STOCK	10 15	1,491 763	15,141 39	12,497 28	2,644 11	283 43	1 87%
77956H-75-7 TROS X							
Total EAFE Equity			\$338,997.04	\$278,548.94	\$60,448.10	\$4,698.01	1.38%
European Large Cap Equity							
DB MARKET PLUS SX5E 03/19/14	120.09	20,000 000	24,017 20	19,750 00	4,267 20		
80% CONTIN BARRIER- 7 6%CPN .UNCAPPED INITIAL LEVEL-09/14/12 SX5E 2594 56 2515A1-LR-0							



BLAIR & MARTHA RIETH FAMILY FDN ACCT. R62727004
For the Period 10/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div	Yield
European Large Cap Equity							
VANGUARD FTSE EUROPE ETF 922042-87-4 VGK	58.80	344,000	20,227.20	19,563.73	663.47	560.37	2.77%
Total European Large Cap Equity			\$44,244.40	\$39,313.73	\$4,930.67	\$560.37	1.27%
Asia ex-Japan Equity							
ABERDEEN ASIA-PAC XJ-INST EQUITY FUND - INSTITUTIONAL SERVICE SHARES 003021-69-8 AAPIX	11.47	2,785.122	31,945.35	30,826.21	1,119.14	440.04	1.38%
COLUMBIA ASIA PAX X-JPN-R5 19763P-57-2 TAPRX	13.51	1,723.169	23,280.01	19,213.33	4,066.68	301.55	1.30%
MATTHEWS PACIFIC TIGER FD-IS 577130-83-4 MIPTX	24.97	1,142.563	28,529.80	24,016.67	4,513.13		
Total Asia ex-Japan Equity			\$83,755.16	\$74,056.21	\$9,698.95	\$741.59	0.89%
Emerging Market Equity							
DELAWARE EMERGING MARKETS-I 245914-81-7 DEMIX	16.27	1,365.299	22,213.41	20,069.90	2,143.51	210.25	0.95%
JPM CHINA REGION FD - SEL FUND 3810 4812A3-52-8 JCHSX	21.24	1,115.508	23,693.39	20,369.17	3,324.22	118.24	0.50%
Total Emerging Market Equity			\$45,906.80	\$40,439.07	\$5,467.73	\$328.49	0.72%



BLAIR & MARTHA RIETH FAMILY FDN ACCT R62727004
For the Period 10/1/13 to 12/31/13

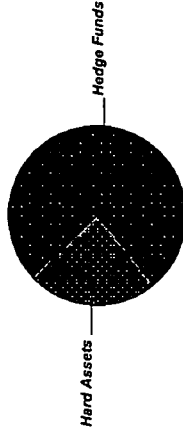
	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div.	Yield
Global Equity							
JPM GLOBAL RES ENH INDEX FD - SEL FUND 3457 46637K-51-3 JEIT X	17.83	2,657.140	47,376.81	40,494.81	6,882.00	491.57	1.04%



BLAIR & MARTHA RIETH FAMILY FDN ACCT R62727004
For the Period 10/1/13 to 12/31/13

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	266,300 71	275,107 36	8,806 65	13%
Hard Assets	93,181 95	86,556 14	(6,625 81)	4%
Total Value	\$359,482.66	\$361,663.50	\$2,180.84	17%



Alternative Assets as a percentage of your portfolio - 17 %

Alternative Assets Detail

Hedge Funds	Price	Quantity	Estimated Value	Cost
EATON VANCE FLOATING-RATE ADVANTAGE I 277923-63-7 EIFA X	11 20	5,335 995	59,763 14	58,375 78
EATON VANCE GLOBAL MACRO-I 277923-72-8 EIGM X	9 42	4,076 208	38,397.88	40,910 76



BLAIR & MARTHA RIETH FAMILY FDN ACCT R62727004
For the Period 10/1/13 to 12/31/13

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
GATEWAY FUND-Y 367829-88-4 GTEY X	28 99	2,180 841	63,222 58	59,200 18
INV BALANCED-RISK ALLOC-Y 00141V-69-7 ABRY X	11 89	5,080 660	60,409 05	64,300 89
PRUDENTIAL INVT PORTFOLIOS 9 PRU ABRTN FD Z 74441J-82-9 PADZ X	9 85	3,379 211	33,285 23	33,204 82
THE ARBITRAGE FUND-I 03875R-20-5 ARBN X	12 86	1,557 502	20,029 48	20,559 02
Total Hedge Funds			\$275,107.36	\$276,551.45

	Price	Quantity	Estimated Value	Cost	Est Annual Income	Accrued Income
Hard Assets						
BARC BEN BRENT 09/29/14 LNKD TO CO1 85% BARRIER- 5.47%CPN 15%CAP INITIAL LEVEL-09/13/13 112 63 06741T-K8-9	101 65	10,000 000	10,165 00	9,900 00		
PIMCO COMMODITYPL STRAT-P 72201P-16-7 PCLP X	10 67	4,824 729	51,479 86	51,803 05		164 04



BLAIR & MARTHA RIETH FAMILY FDN ACCT R62727004
 For the Period 10/1/13 to 12/31/13

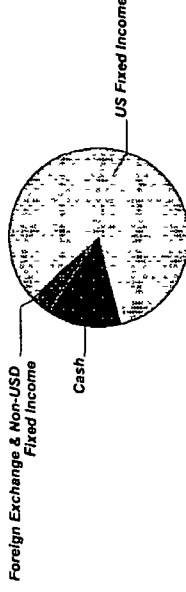
	Price	Quantity	Estimated Value	Cost	Est Annual Income Accrued Income
Hard Assets					
POWERSHARES DB COMMODITY INDEX TRACKING FUND 73935S-10-5 DBC	25.66	408,000	10,469.28	9,909.26	
SG LEV COMMODITY CBEN 4/2/14 LINKED TO CO1 CT PLDMLNPM & LOCADY 80% BARRIER-1 75XLEV-10%CAP-17 5% MAXRTRN-3/15/13 CO1 109 82,C1 2 74 LOCADY 7782 00, PLDMLNPM 774 00 78423E-GH-1	96.28	15,000,000	14,442.00	14,850.00	
Total Hard Assets			\$86,556.14	\$86,462.31	\$164.04



BLAIR & MARTHA RIETH FAMILY FDN ACCT. R62727004
For the Period 10/1/13 to 12/31/13

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	103,252.84	74,935.11	(28,317.73)	4%
US Fixed Income	478,935.64	520,832.21	41,896.57	25%
Complementary Structured Strategies	13,851.00	0.00	(13,851.00)	
Foreign Exchange & Non-USD Fixed Income	8,614.09	22,361.96	13,747.87	1%
Total Value	\$604,653.57	\$618,129.28	\$13,475.71	30%



Market Value/Cost	Current Period Value
Market Value	618,129.28
Tax Cost	608,142.83
Unrealized Gain/Loss	9,986.45
Estimated Annual Income	15,669.15
Accrued Interest	809.39
Yield	2.53%

Cash & Fixed Income as a percentage of your portfolio - 30 %

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months ¹	618,129.28	100%

¹ The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity.

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	74,935.11	12%
Mutual Funds	529,407.67	86%
Other	13,786.50	2%
Total Value	\$618,129.28	100%



BLAIR & MARTHA RIETH FAMILY FDN ACCT R62727004
For the Period 10/1/13 to 12/31/13

Note: O - Bonds purchased at a discount show accretion
 1 This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1.00	74,935.11	74,935.11	74,935.11		22.48	0.03%
US Fixed Income							
DODGE & COX INCOME FUND 256210-10-5	13.53	3,166.78	42,846.57	42,977.50	(130.93)	1,314.21	3.07%
DOUBLELINE TOTAL RET BD-I 258620-10-3	10.78	3,830.69	41,294.85	42,347.60	(1,052.75)	2,133.69	5.17%
EATON VANCE FLOATING RATE-I 277911-49-1	9.19	2,650.71	24,360.05	24,121.49	238.56	951.60	3.91%
JPM STRAT INCOME OPPORT FD - SEL FUND 3844 4812A4-35-1	11.89	3,342.24	39,739.21	38,836.80	902.41	1,032.75 90.24	2.60%
JPM CORE BOND FD - SEL FUND 3720 4812C0-38-1	11.47	13,776.35	158,014.78	150,691.71	7,323.07	4,339.55 440.84	2.75%
JPM SHORT DURATION BOND FD - SEL FUND 3133 4812C1-33-0	10.89	6,858.79	74,692.21	74,031.86	660.35	713.31 96.02	0.96%



BLAIR & MARTHA RIETH FAMILY FDN ACCT R62727004
For the Period 10/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
US Fixed Income							
JPM MULTI SECTOR INCOME FD - SEL FUND 2130 48121A-29-0	10.31	4,044.00	41,693.60	41,014.86	678.74	1,079.74 145.58	2.59%
JPM INFLATION MGD BOND FD - SEL FUND 2037 48121A-56-3	10.38	3,670.68	38,101.69	39,019.36	(917.67)	418.45 36.71	1.10%
BLACKROCK HIGH YIELD BOND 091929-63-8	8.21	7,319.03	60,089.25	56,795.69	3,293.56	3,659.51	6.09%
Total US Fixed Income			\$520,832.21	\$509,836.87	\$10,995.34	\$15,642.81 \$809.39	3.01%
Foreign Exchange & Non-USD Fixed Income							
JPM INTL CURR INCOME FD - SEL FUND 3831 4812A3-29-6	11.10	772.56	8,575.46	8,428.67	146.79	3.86	0.05%
DB PIMS 90%PPN 02/14/14 LINKED TO PLN, IDR, MXN & KRW VS USD 1.805XLEV, 180.5% MAXRTN 02/01/2013 25152R-BN-2	91.91	15,000.00	13,786.50	14,942.18 14,850.00	(1,155.68)		
Total Foreign Exchange & Non-USD Fixed Income			\$22,361.96	\$23,370.85 \$23,278.67	(\$1,008.89)	\$3.86	0.02%