



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.

▶ 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 CGW Family Foundation		A Employer identification number 36-4441039	
Number and street (or P O box number if mail is not delivered to street address) 4774 Byron Circle		B Telephone number (see instructions) (708) 283-9900	
City or town, state or province, country, and ZIP or foreign postal code Irving, TX 75038		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)▶\$ 1,038,586	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 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	13,898	13,898		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	73,292			
	b Gross sales price for all assets on line 6a 1,405,308				
	7 Capital gain net income (from Part IV , line 2) . . .		73,292		
	8 Net short-term capital gain			49,679	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 1,031	317		
	12 Total. Add lines 1 through 11	88,221	87,507	49,679	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	 100			
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	 11,086	11,086		11,086
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 1,000			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	 149			
	24 Total operating and administrative expenses. Add lines 13 through 23	12,335	11,086		11,086
	25 Contributions, gifts, grants paid	47,758			47,758
	26 Total expenses and disbursements. Add lines 24 and 25	60,093	11,086		58,844
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	28,128			
	b Net investment income (if negative, enter -0-)		76,421		
	c Adjusted net income (if negative, enter -0-)			49,679	

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	93,623	31,612	31,612
	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)			
	b	Investments—corporate stock (attach schedule)	547,573	 696,419	919,380
	c	Investments—corporate bonds (attach schedule).	191,263	 81,086	87,594
	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)	832,459	809,117	1,038,586	
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	832,459	809,117	
	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 page 17 of the instructions)	832,459	809,117	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	832,459	809,117		

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)	1 832,459
2	Enter amount from Part I, line 27a	2 28,128
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 860,587
5	Decreases not included in line 2 (itemize) ▶  _____	5 51,470
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 809,117

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	See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a See Additional Data Table			
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	73,292
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	49,679

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	37,425	857,815	0 043628
2011	37,800	821,234	0 046028
2010	35,746	800,139	0 044675
2009	52,530	670,723	0 078318
2008	53,960	897,479	0 060124

2 Total of line 1, column (d).	2	0 272773
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 054555
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	938,489
5 Multiply line 4 by line 3.	5	51,199
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	764
7 Add lines 5 and 6.	7	51,963
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	58,844

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	764
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	0
3	Add lines 1 and 2.	3	764
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	764
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	385
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	500
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	885
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	121
11	Enter the amount of line 10 to be Credited to 2014 estimated tax 121 Refunded	11	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	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>	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		No
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>	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"/> _____			
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?	13	Yes	
Website address N/A				
14	The books are in care of Estate Plan Administration Services LLC Telephone no (708) 283-9900 Located at 4440 Lincoln Highway Ste 207 Matteson IL ZIP +4 60443			
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 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.			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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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.	1b		No
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? 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?			
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		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)

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

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

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 Additional Data Table				

2

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

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

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

0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	898,912
b	Average of monthly cash balances.	1b	53,869
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	952,781
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	
3	Subtract line 2 from line 1d.	3	952,781
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	14,292
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	938,489
6	Minimum investment return. Enter 5% of line 5.	6	46,924

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	46,924
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	764
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	764
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	46,160
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	46,160
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	46,160

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	58,844
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	58,844
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	764
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	58,080
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				46,160
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			4,864	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.	8,995			
c From 2010.	12,708			
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	21,703			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 58,844				
a Applied to 2012, but not more than line 2a			4,864	
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.				46,160
e Remaining amount distributed out of corpus	7,820			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	29,523			
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				0
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	29,523			
10 Analysis of line 9				
a Excess from 2009. . . .	8,995			
b Excess from 2010. . . .	12,708			
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .	7,820			

Part XIVPrivate 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)

☐ 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 XVSupplementary 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))

CAROLYN G WHEELER

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

NA

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

Form 990-PF (2013)

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 Additional Data Table				
Total			3a	47,758
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 shr Apple Inc	P	2012-09-27	2013-01-04
3 shrs Autozone Inc	P	2013-01-07	2013-10-11
85 shrs Cadence Design Sys Inc	P	2013-02-21	2013-10-25
40 shrs Cameron International Corp	P	2012-12-20	2013-10-25
41 shrs EMC Corp Mass Com	P	2012-03-09	2013-01-29
28 shrs Eastman Chemical Co	P	2012-06-28	2013-05-13
6 shrs JP Morgan Chase & Co	P	2012-09-27	2013-03-21
173 shrs On Semiconductor Corp	P	2013-01-11	2013-08-14
8 shrs Patterson Companies Inc	P	2012-09-27	2013-05-13
7 shrs Perrigo Co	P	2013-08-23	2013-12-19
4 shrs Precision Castparts Corp	P	2012-09-06	2013-08-14
11 shrs Qualcomm Inc	P	2012-09-27	2013-07-02
23 shrs Red Hat Inc	P	2012-09-13	2013-10-25
38 shrs Snyders-Lance Inc	P	2013-08-16	2013-11-25
4 shrs Stericycle Inc	P	2012-06-26	2013-05-13
58 shrs Umpqua Holdings Corp	P	2013-04-22	2013-07-12
7 shrs Ansys Inc	P	2011-08-12	2013-02-21
17 shrs Apple Inc	P	2011-08-12	2013-06-14
8 shrs Autozone Inc	P	2012-10-10	2013-10-11
8 shrs Berkshire Hathaway	P	2011-08-12	2013-02-21
14 shrs Boeing Co	P	2011-12-09	2013-07-12
10 shrs Cameron International Corp	P	2011-12-02	2013-10-25
43 shrs Dresser Rand Group Inc	P	2011-08-12	2013-10-31
189 shrs EMC Corp Mass Com	P	2011-11-17	2013-04-12
13 shrs Eastman Chemical Co	P	2012-06-28	2013-11-22
7 shrs Energizer Holdings Inc	P	2011-08-12	2013-03-21
39 shrs Exxon Mobil Corp	P	2011-12-16	2013-03-21
56 shrs General Mills Inc	P	2011-08-12	2013-01-25
1 shr Google Inc CL A	P	2012-01-26	2013-05-15
154 shrs HCC Insurance Holdings Inc	P	2011-08-12	2013-01-11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
58 shrs JPMorgan Chase & Co	P	2011-08-12	2013-08-22
180 shrs LKQ Corp	P	2011-08-12	2013-04-22
433 shrs On Semiconductor Corp	P	2011-08-12	2013-08-16
15 shrs Pall Corp	P	2011-08-24	2013-01-25
162 shrs Patterson Companies Inc	P	2011-08-12	2013-07-02
75 shrs Perrigo Co	P	2011-08-12	2013-12-19
4 shrs Percision Castparts Corp	P	2012-06-26	2013-11-22
126 shrs Qualcom Inc	P	2011-08-12	2013-10-11
46 shrs Red Hat Inc	P	2012-04-10	2013-10-25
15 shrs Roper Inds Inc	P	2011-08-12	2013-11-22
3 shrs Stericycle Inc	P	2011-08-22	2013-05-13
20 shrs TJX Companies	P	2011-08-12	2013-05-16
15 shrs Treehouse Foods Inc	P	2011-08-12	2013-08-15
16 shrs Umpqua Holdings Corp	P	2011-08-12	2013-07-12
5 shrs VF Corp Com	P	2012-04-30	2013-05-16
19 shrs Viacom Inc CL B	P	2011-12-22	2013-05-16
9 shrs Wesco International Inc	P	2012-04-30	2013-06-07
526 Ishrs Core S&P500	P	2013-03-01	2013-07-01
1390 Ishrs Core S&P Mid-Cap ETF	P	2013-08-01	2013-09-03
1607 Ishrs Russell 2000 ETF	P	2013-01-02	2013-05-01
2602 Ishrs 3-7 Yr Treasury Bnd	P	2013-07-01	2013-08-01
711 Proshares Ultra S&P 500	P	2013-03-01	2013-05-01
2823 Proshares Ultra 7-10 Yr Treasury Bnd	P	2013-05-01	2013-06-03
994 Proshares Ultra MidCap 400	P	2013-08-01	2013-09-03
1649 Proshares Ultra Russell 2000	P	2013-01-02	2013-03-01
67 871 shrs Blackrock Global Long/Short Credit	P	2013-02-15	2013-07-11
112 shrs Guggenheim Enhanced Short Duration	P	2013-06-20	2013-07-11
84 shrs ETFS Physical Precious Metals	P	2013-09-12	2013-11-21
318 107 shrs Fundvantage Trust Gotham Absolute Return	P	2013-06-13	2013-11-21
264 shrs Global X Funds Global X Permanent	P	2012-12-21	2013-06-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
36 457 shrs Oakmark Fds Oakmark Intl	P	2013-06-13	2013-07-11
326 Ishrs Floating Rate Bond ETF	P	2013-06-20	2013-07-11
87 344 shrs Mainstay Funds Marketfield CL A	P	2012-12-24	2013-07-11
4 376 shrs Merger Fd Sh Ben Int	P	2012-12-24	2013-02-15
57 079 shrs Northern Lights Swan Defined Risk	P	2012-12-24	2013-07-11
7 66 shrs Northern Lights Swan Defined Risk	P	2012-12-24	2013-11-21
23 751 shrs Pimco Total Return Fd Instl	P	2012-12-24	2013-02-15
1139 694 shrs Pimco High Yield Fd Instl	P	2012-07-05	2013-06-26
615 232 shrs Pimco Foreign Bd Fd Instl	P	2012-03-08	2013-02-15
3 958 shrs Pimco Fds Emerging Local Bond	P	2012-12-24	2013-06-13
55 shrs Powershares Senior Loan Portfolio	P	2013-06-26	2013-07-11
177 shrs Powershares CEF Income Composite	P	2013-02-15	2013-06-17
73 471 shrs Steelpath Funds Oppenheimer MLP	P	2012-12-24	2013-07-11
110 Ishrs Tips Bond ETF	P	2011-08-17	2013-02-15
29 Ishrs Core S&P500	P	2011-08-17	2013-07-11
413 929 shrs Merger Fd Sh Ben Int	P	2011-08-17	2013-02-15
1761 671 shrs Pimco Total Ret Fd Instl	P	2011-08-17	2013-02-15
1202 132 shrs Pimco High Yield Fd Instl	P	2011-08-17	2013-06-26
391 231 shrs Pimco Fds All Asset ALL Auth Fd	P	2011-08-17	2013-07-26
602 457 shrs Pimco Fds Emerging Local Bond	P	2012-03-08	2013-06-13
62 shrs Spdr Dow Jones Reit Eft	P	2011-08-17	2013-06-13
127 556 shrs Steelpath Funds Oppenheimer	P	2011-08-17	2013-07-11
25 shrs Vanguard FTSE Developed Mkt	P	2012-03-08	2013-07-11
136 shrs Vanguard High Dividend Yield	P	2011-09-26	2013-07-11
154 shrs Vanguard Emerging Mkts	P	2011-08-17	2013-06-13
42 shrs Vanguard CRSP US Mid Cap Index	P	2012-03-13	2013-07-11
128 shrs Vanguard CRSP US Small Cap Index	P	2012-07-05	2013-07-11
EFTS Physical Precious Metals	P	2013-10-01	2013-10-01
ST Cap Gain Adj	P	2013-12-31	2013-12-31
LT Cap Gain Adj	P	2012-12-30	2013-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
528	0	678	-150
1,261	0	1,146	115
1,084	0	1,242	-158
2,132	0	2,306	-174
986	0	1,162	-176
1,829	0	1,329	500
291	0	245	46
1,271	0	1,263	8
309	0	277	32
1,087	0	836	251
878	0	652	226
673	0	702	-29
996	0	1,229	-233
0	0	0	0
440	0	359	81
908	0	687	221
533	0	355	178
7,796	0	6,325	1,471
3,362	0	3,027	335
801	0	573	228
1,408	0	1,015	393
533	0	538	-5
2,628	0	1,660	968
4,315	0	4,433	-118
993	0	607	386
672	0	531	141
3,451	0	3,158	293
2,335	0	2,029	306
909	0	570	339
6,057	0	4,147	1,910

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,997	0	2,084	913
3,855	0	2,194	1,661
3,202	0	3,164	38
1,021	0	718	303
6,097	0	4,594	1,503
1	0	0	1
994	0	642	352
8,310	0	6,250	2,060
2,071	0	2,683	-612
1,907	0	1,088	819
330	0	243	87
1,016	0	540	476
1,017	0	799	218
250	0	153	97
907	0	764	143
1,307	0	850	457
643	0	598	45
85,732	0	80,489	5,243
157,169	0	155,225	1,944
161,504	0	148,148	13,356
316,236	0	317,603	-1,367
55,276	0	48,889	6,387
152,022	0	157,954	-5,932
90,863	0	89,426	1,437
104,944	0	89,076	15,868
720	0	721	-1
5,617	0	5,616	1
5,683	0	6,131	-448
4,039	0	3,782	257
6,312	0	6,758	-446

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
839	0	873	-34
16,501	0	16,510	-9
1,525	0	1,382	143
68	0	70	-2
602	0	563	39
85	0	75	10
265	0	269	-4
10,770	0	10,627	143
6,632	0	6,603	29
40	0	43	-3
1,367	0	1,361	6
4,373	0	4,574	-201
910	0	753	157
12,835	0	12,752	83
4,915	0	3,508	1,407
6,470	0	6,501	-31
18,960	0	19,545	-585
11,371	0	10,831	540
4,033	0	4,272	-239
6,139	0	6,573	-434
4,730	0	3,945	785
1,580	0	1,208	372
932	0	844	88
8,196	0	5,478	2,718
6,162	0	6,679	-517
4,213	0	3,404	809
13,239	0	9,963	3,276
0	0	0	0
12,313	0	0	12,313
188	0	0	188

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
0	0	0	-150
0	0	0	115
0	0	0	-158
0	0	0	-174
0	0	0	-176
0	0	0	500
0	0	0	46
0	0	0	8
0	0	0	32
0	0	0	251
0	0	0	226
0	0	0	-29
0	0	0	-233
0	0	0	0
0	0	0	81
0	0	0	221
0	0	0	178
0	0	0	1,471
0	0	0	335
0	0	0	228
0	0	0	393
0	0	0	-5
0	0	0	968
0	0	0	-118
0	0	0	386
0	0	0	141
0	0	0	293
0	0	0	306
0	0	0	339
0	0	0	1,910

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
0	0	0	913
0	0	0	1,661
0	0	0	38
0	0	0	303
0	0	0	1,503
0	0	0	1
0	0	0	352
0	0	0	2,060
0	0	0	-612
0	0	0	819
0	0	0	87
0	0	0	476
0	0	0	218
0	0	0	97
0	0	0	143
0	0	0	457
0	0	0	45
0	0	0	5,243
0	0	0	1,944
0	0	0	13,356
0	0	0	-1,367
0	0	0	6,387
0	0	0	-5,932
0	0	0	1,437
0	0	0	15,868
0	0	0	-1
0	0	0	1
0	0	0	-448
0	0	0	257
0	0	0	-446


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
0	0	0	-34
0	0	0	-9
0	0	0	143
0	0	0	-2
0	0	0	39
0	0	0	10
0	0	0	-4
0	0	0	143
0	0	0	29
0	0	0	-3
0	0	0	6
0	0	0	-201
0	0	0	157
0	0	0	83
0	0	0	1,407
0	0	0	-31
0	0	0	-585
0	0	0	540
0	0	0	-239
0	0	0	-434
0	0	0	785
0	0	0	372
0	0	0	88
0	0	0	2,718
0	0	0	-517
0	0	0	809
0	0	0	3,276
0	0	0	0
0	0	0	12,313
0	0	0	188

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CAROLYN G WHEELER	President 1 00	0	0	0
4774 Byron Circle Irving, TX 75038				
JULIA L O'HICKEY	V President 1 00	0	0	0
4774 Byron Circle Irving, TX 75038				
S GAYE HOEFlich	Secr/Treasurer 1 00	0	0	0
1643 Calliandra Rd Carlsbad, CA 92009				
J KENT WHEELER	Director 1 00	0	0	0
13 Elmwood Street Marblehead, MA 01945				
JERELD K WHEELER	Director 1 00	0	0	0
1138 S Race Denver, CO 80210				

Form 990PF Part XV Line 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>				
Fan Faire Foundation PO Box 5415 Oceanside, CA 92052		501(c)3	Education	1,000
Colorado Childrens' Campaign 1580 Lincoln St 420 Denver, CO 80203		501(c)3	Health, Education	16,758
Daniel Murphy Scholarship Fnd 228 S Wabash Ste 600 Chicago, IL 60604		501(c)3	Education	5,000
Ohio State University 1480 West Lane Avenue Columbus, OH 43221		501(c)3	Education	20,000
Marblehead All-Sports Foundation PO Box 240 Marblehead, MA 01945		501(c)3	Education	5,000
Total  3a				47,758

**TY 2013 All Other Program
Related Investments Schedule**

Name: CGW Family Foundation
EIN: 36-4441039

Category	Amount
None	

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

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: CGW Family Foundation

EIN: 36-4441039

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Sale of Marketable Securities - See Part IV (a)		Purchased			1,405,308	1,332,016			73,292	

TY 2013 Investments Corporate Bonds Schedule

Name: CGW Family Foundation

EIN: 36-4441039

Name of Bond	End of Year Book Value	End of Year Fair Market Value
589.096 shrs Blackrock Global Long/Short	6,262	6,362
19.309 shrs Blackrock Global Long/Short	207	208
670.38 shrs Gotham Absoute Return Ins	7,971	8,675
561.979 shrs Good Harbor US Tact Core	6,350	6,688
227.596 shrs Gateway Fund CL Y	6,534	6,593
400.384 shrs Merger Fd Sh Ben Int	6,534	6,398
480.968 shrs Mainstay Marketfield Fund	7,609	8,874
5.457 shrs Mainstay Marketfield Fund	98	101
.057 shrs Mainstay Marketfield Fund	1	1
848.151 shrs Oppenheimer Stlpth Sel 40-I	8,152	10,381
61.853 shrs Oppenheimer Stlpth Sel 40-I	747	757
265.008 shrs Oakmark Intl Fd CL I	6,289	6,980
145.179 shrs Oakmark Intl Fd CL I	3,715	3,824
1063.077 shrs Pimco High Yield Fund Instl	9,578	10,206
9.136 shrs Pimco High Yield Fund Instl	82	88
20.475 shrs Pimco High Yield Fund Instl	176	197
18.409 shrs Pimco High Yield Fund Instl	162	177
3.454 shrs Pimco High Yield Fund Instl	31	33
19.441 shrs Pimco High Yield Fund Instl	175	187
390.717 shrs Northern Lights Fund	3,857	4,383
1.948 shrs Northern Lights Fund	22	22
579.279 shrs WFA Absolute Return Fund	6,534	6,459

TY 2013 Investments Corporate

Stock Schedule

Name: CGW Family Foundation

EIN: 36-4441039

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1250 shrs United Parcel Service Inc	73,063	131,350
82 shrs Agilent Technologies Inc	3,608	4,700
14 shrs Agilent Technologies Inc	590	802
19 shrs Agilent Technologies Inc	828	1,089
32 shrs Allergan Inc	3,328	3,544
20 shrs Allergan Inc	1,686	2,215
85 shrs American International Group	3,161	4,344
22 shrs American International Group	842	1,124
16 shrs American International Group	604	818
138 shrs Air Lease Corporation	3,034	4,295
32 shrs Air Lease Corporation	720	996
26 shrs Air Lease Corporation	582	809
34 shrs Air Lease Corporation	1,009	1,058
22 shrs Air Lease Corporation	667	685
35 shrs Air Lease Corporation	990	1,089
21 shrs Amazon Com Inc	4,260	8,261
11 shrs Amazon Com Inc	1,986	4,327
1 shr Amazon Com Inc	257	393
21 shrs Ansys Inc	1,065	1,819
22 shrs Ansys Inc	1,016	1,906
62 shrs Aspen Technology Inc	1,383	2,599
59 shrs Aspen Technology Inc	1,389	2,473
41 shrs Aspen Technology Inc	1,072	1,719
4 shrs Aspen Technology Inc	102	168
27 shrs Aspen Technology Inc	793	1,132
44 shrs Boeing Co	3,161	5,980
3 shrs Boeing Co	211	408
49 shrs Baxter International	2,609	3,393
24 shrs Baxter International	1,251	1,662
20 shrs Berkshire Hathaway Inc	1,432	2,361

Name of Stock	End of Year Book Value	End of Year Fair Market Value
25 shrs Berkshire Hathaway Inc	1,711	2,951
44 shrs Cameron International Corp	2,367	2,605
12 shrs Cameron International Corp	597	711
13 shrs Cameron International Corp	667	770
66 shrs CBS Corp CL B	3,446	4,202
194 shrs Cadence Design Sys Inc	2,798	2,714
45 shrs Cadence Design Sys Inc	636	630
46 shrs Cadence Design Sys Inc	617	644
74 shrs Cerner Corp	2,158	4,126
32 shrs Cerner Corp	904	1,784
4 shrs Cerner Corp	149	223
135 shrs Discover Financial Services	3,155	7,434
18 shrs Discover Financial Services	687	991
59 shrs Dollar General Corp	2,803	3,581
13 shrs Dollar General Corp	679	789
16 shrs Dollar General Corp	774	971
19 shrs Dollar General Corp	832	1,153
54 shrs Danaher Corp	2,911	4,148
13 shrs Danaher Corp	717	999
11 shrs Danaher Corp	679	845
53 shrs Discover Communications	2,766	4,794
29 shrs Dresser-Rand Group Inc	1,120	1,712
36 shrs Dresser-Rand Group Inc	1,298	2,125
20 shrs Dresser-Rand Group Inc	764	1,181
20 shrs Eastman Chem Co	850	1,598
28 shrs Eastman Chem Co	1,064	2,237
15 shrs Eastman Chem Co	532	1,199
43 shrs Energizer Holdings Inc	3,260	4,638
21 shrs Energizer Holdings Inc	1,462	2,265
8 shrs Energizer Holdings Inc	570	863

Name of Stock	End of Year Book Value	End of Year Fair Market Value
9 shrs Energizer Holdings Inc	672	971
10 shrs Energizer Holdings Inc	685	1,079
2 shrs Energizer Holdings Inc	151	216
20 shrs EOG Resources Inc	3,679	3,347
63 shrs Fastenal Co	3,078	3,003
39 shrs Fastenal Co	1,964	1,859
94 shrs First Republic Bank	2,817	4,921
25 shrs First Republic Bank	793	1,309
25 shrs First Republic Bank	849	1,309
15 shrs First Republic Bank	521	785
6 shrs Google Inc	3,394	6,657
3 shrs Google Inc	1,508	3,328
78 shrs Guidewire Software Inc	3,577	3,816
38 shrs Guidewire Software Inc	1,768	1,859
24 shrs Guidewire Software Inc	1,120	1,174
212 shrs Hologic Inc	3,455	4,732
91 shrs Hologic Inc	1,418	2,031
61 shrs Hologic Inc	1,060	1,362
19 shrs Hologic Inc	404	424
46 shrs Honeywell Intl Inc	2,833	4,186
11 shrs Honeywell Intl Inc	728	1,001
50 shrs Hospira Inc	1,484	2,064
68 shrs Hospira Inc	2,144	2,806
29 shrs Hospira Inc	951	1,197
24 shrs Hospira Inc	740	990
24 shrs Hospira Inc	715	990
15 shrs IHS Inc	1,659	1,774
9 shrs IHS Inc	922	1,064
7 shrs IHS Inc	715	828
16 shrs IHS Inc	1,658	1,892

Name of Stock	End of Year Book Value	End of Year Fair Market Value
56 shrs ITT Corporation	1,886	2,436
62 shrs ITT Corporation	2,147	2,697
30 shrs ITT Corporation	1,003	1,305
26 shrs ITT Corporation	871	1,131
31 shrs JPMorgan Chase & Co	1,114	1,796
38 shrs JPMorgan Chase & Co	1,287	2,202
114 shrs LKQ Corp	1,389	3,700
186 shrs LKQ Corp	2,104	6,038
80 shrs Snyders-Lance Inc	1,606	2,301
40 shrs Snyders-Lance Inc	793	1,150
29 shrs Snyders-Lance Inc	810	834
80 shrs Lowes Cos Inc	3,096	3,940
21 shrs Lowes Cos Inc	811	1,034
16 shrs Lowes Cos Inc	606	788
57 shrs Lyondellbasell Industries	2,914	4,529
13 shrs Lyondellbasell Industries	888	1,033
70 shrs Macy's Inc	3,360	3,757
19 shrs Macy's Inc	890	1,020
19 shrs Macy's Inc	880	1,020
24 shrs Mettler-Toledo Intl Inc	3,637	5,803
10 shrs Mettler-Toledo Intl Inc	1,380	2,418
1 shr Mettler-Toledo Intl Inc	152	242
1 shr Mettler-Toledo Intl Inc	174	242
57 shrs Nestle A Spons Adr	3,620	4,207
36 shrs Nestle A Spons Adr	2,236	2,657
3 shrs Nestle A Spons Adr	174	221
2 shrs Nestle A Spons Adr	128	147
22 shrs Precision CastParts Corp	3,352	5,905
9 shrs Precision CastParts Corp	1,300	2,416
119 shrs Pfizer Inc	2,513	3,652

Name of Stock	End of Year Book Value	End of Year Fair Market Value
26 shrs Pfizer Inc	558	798
38 shrs Pfizer Inc	829	1,166
30 shrs Pall Corp	1,437	2,552
20 shrs Pall Corp	900	1,701
44 shrs Perrigo Co	6,697	6,737
24 shrs Perrigo Co	3,653	3,675
7 shrs Perrigo Co	1,065	1,072
7 shrs Perrigo Co	1,065	1,072
62 shrs Reinsurance Group of America	3,135	4,760
27 shrs Reinsurance Group of America	1,307	2,073
13 shrs Reinsurance Group of America	754	998
2 shrs Reinsurance Group of America	115	154
47 shrs Red Hat Inc	2,418	2,635
17 shrs Red Hat Inc	870	953
21 shrs Red Hat Inc	983	1,177
25 shrs Red Hat Inc	1,228	1,402
45 shrs Roper Inds Inc	3,263	6,235
27 shrs Roper Inds Inc	1,795	3,741
39 shrs JM Smucker Co	2,774	4,042
9 shrs JM Smucker Co	907	933
44 shrs Schlumberger Ltd	3,425	3,923
19 shrs Schlumberger Ltd	1,396	1,694
3 shrs Schlumberger Ltd	220	268
13 shrs Schlumberger Ltd	995	1,159
61 shrs Stericycle Inc	4,871	7,062
23 shrs Stericycle Inc	1,862	2,663
45 shrs Techne Corp	3,665	4,244
69 shrs Treehouse Foods Inc	3,676	4,824
47 shrs Treehouse Foods Inc	2,416	3,286
5 shrs Treehouse Foods Inc	264	350

Name of Stock	End of Year Book Value	End of Year Fair Market Value
54 shrs TJX Cos Inc	1,458	3,419
54 shrs TJX Cos Inc	1,439	3,419
172 shrs Umpqua Holdings Corp	1,649	3,292
105 shrs Umpqua Holdings Corp	931	2,010
25 shrs Visa Inc	2,483	5,523
9 shrs Visa Inc	911	1,988
76 shrs VF Corp	2,791	4,717
20 shrs VF Corp	736	1,241
24 shrs VF Corp	828	1,490
20 shrs VF Corp	738	1,241
53 shrs Viacom Inc	2,372	4,619
44 shrs Wabco Holdings Inc	3,879	4,096
44 shrs Wesco Intl Inc	2,845	4,009
4 shrs Wesco Intl Inc	266	364
63 shrs Whitting Petroleum Corp	3,118	3,814
27 shrs Whitting Petroleum Corp	1,140	1,635
17 shrs Whitting Petroleum Corp	880	1,029
13 shrs Whitting Petroleum Corp	640	787
13 shrs Whitting Petroleum Corp	656	787
20 shrs Whitting Petroleum Corp	995	1,211
641 Ishrs Core S&P MidCap	80,627	85,574
465 Ishrs Core S&P 500	82,259	85,969
399 shrs Ultra MidCap 400 ProShares	44,716	50,306
502 shrs Ultra S&P 500 ProShares	46,416	50,993
217 shrs Claymore Guggenheim Enhance	10,876	10,887
110 Ishrs Core S&P 500	13,307	20,337
131 Powershares QQQ Nasdaq 100	10,912	11,448
345 Powershares Senior Loan PTF	8,535	8,577
161 Powershares Senior Loan PTF	3,982	4,002
100 Powershares Senior Loan PTF	2,492	2,486

Name of Stock	End of Year Book Value	End of Year Fair Market Value
241 Powershares Senior Loan PTF	6,005	5,991
30 Powershares Senior Loan PTF	745	746
230 shrs Vanguard FTSE Developed Market	7,769	9,570
37 shrs Vangaurd FTSE Developed Market	1,513	1,540
178 shrs Vanguard High Dividend Yield	7,170	11,073
105 shrs Vanguard FTSE Emerging Market	4,188	4,286
66 shrs Vanguard Mid-Cap Vipers	4,675	7,226
78 shrs Vanguard Mid-Cap Vipers	6,323	8,539
73 shrs Vanguard Sm-Cap Vipers	4,928	8,006
65 shrs Vanguard Sm-Cap Vipers	4,961	7,129
6 shrs Vanguard Sm-Cap Vipers	467	658

TY 2013 Legal Fees Schedule

Name: CGW Family Foundation

EIN: 36-4441039

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Chuhak & Tecson Legal	100			

TY 2013 Other Decreases Schedule

Name: CGW Family Foundation

EIN: 36-4441039

Description	Amount
Excess book value over donor basis on stock sales	51,470

TY 2013 Other Expenses Schedule

Name: CGW Family Foundation

EIN: 36-4441039

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
IL Secr of State Filing Fee	10			
Foreign Tax	39			
Margin Interest				
IL Charity Burea Annual Fee	100			

TY 2013 Other Income Schedule**Name:** CGW Family Foundation**EIN:** 36-4441039

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Capital Gain Distribution	143	143	
NonDividend Distributions	714		
Misc Inc	174	174	

TY 2013 Other Professional Fees Schedule

Name: CGW Family Foundation

EIN: 36-4441039

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Coyle Asset Management Co Investment	11,086	11,086		11,086

TY 2013 Taxes Schedule

Name: CGW Family Foundation

EIN: 36-4441039

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
US Treasury	1,000			