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ENVELOPE
POSTMARK DATE MAY 09 2014Form **990-PF****Return of Private Foundation**

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2013 or tax year beginning , and ending

Name of foundation RHOADS, JR JAY-ENVIRONMENTAL FUND TR			A Employer identification number 36-4613133	
Number and street (or P O box number if mail is not delivered to street address) BNY Mellon, N.A. - P O BOX 185		Room/suite	B Telephone number (see instructions) (617) 722-7316	
City or town Pittsburgh	State PA	ZIP code 15230-0185		
Foreign country name		Foreign province/state/country	Foreign postal code	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change			C If exemption application is pending, check here ☐	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 20,360,495			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	4,847,124			
2 Check ☐ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	486,766	480,514		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	482,393			
b Gross sales price for all assets on line 6a 5,390,397				
7 Capital gain net income (from Part IV, line 2)		482,393		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	5,816,283	962,907	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	54,359	32,615		21,744
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)	23,358			23,358
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	17,219	8,429		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	4,190	4,190		
24 Total operating and administrative expenses. Add lines 13 through 23	99,126	45,234	0	45,102
25 Contributions, gifts, grants paid	485,658			485,658
26 Total expenses and disbursements. Add lines 24 and 25	584,784	45,234	0	530,760
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	5,231,499			
b Net investment income (if negative, enter -0-)		917,673		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2013)

9

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			337,756	848,493	848,493
	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)					
	c Investments—corporate bonds (attach schedule)					
Liabilities	11 Investments—land, buildings, and equipment, basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule)			11,632,443	15,795,180	19,477,822
	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)			11,970,199	16,643,675	20,326,314
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	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	0	
	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
Net Assets or Fund Balances	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds			11,970,199	16,643,675	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
Net Assets or Fund Balances	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see instructions)			11,970,199	16,643,675	
	31 Total liabilities and net assets/fund balances (see instructions)			11,970,199	16,643,675	

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	11,970,199
2 Enter amount from Part I, line 27a	2	5,231,499
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	6,902
4 Add lines 1, 2, and 3	4	17,208,600
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	564,925
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	16,643,675

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 Attached Statement				
b See Attached Statement				
c See Attached Statement				
d See Attached Statement				
e See Attached Statement				
(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			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a			0	
b			0	
c			0	
d			0	
e			0	
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	482,398
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	0

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	762,725	13,161,627	0.057951
2011	627,363	13,253,281	0.047336
2010	279,423	12,386,983	0.022558
2009	215,313	5,263,892	0.040904
2008		4,350,988	0.000000
2 Total of line 1, column (d)			2 0.168749
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 0.033750
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 16,688,350
5 Multiply line 4 by line 3			5 563,232
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 9,177
7 Add lines 5 and 6			7 572,409
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.			8 530,760

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		0	
3	Add lines 1 and 2		18,353	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		18,353	
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	11,824	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		11,824	
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		6,529	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		0	
11	Enter the amount of line 10 to be. Credited to 2014 estimated tax ☐ Refunded ☐		0	

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?	Yes	No
1a			X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
	<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>		
c	Did the foundation file Form 1120-POL for this year?		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
	<i>If "Yes," attach a detailed description of the activities</i>		
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>		X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b	If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
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>		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ FL		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	X	

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 ▶ BNY MELLON, N.A.	Telephone no. ▶ (617) 722-7316		
Located at ▶ P.O. BOX 185, PITTSBURGH, PA		ZIP+4 ▶ 15230-0185		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes	☒ No
If "Yes," list the years ▶ 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	N/A
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?	☐ Yes	☒ No
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	N/A
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)? ☐ Yes ☒ No 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? ☐ 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? ☐ Yes ☒ No	5b N/A 6b X 7b N/A
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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
BNY Mellon, N.A. P.O. BOX 185 Pittsburgh, PA 15230-0185	TRUSTEE SEE ATTACHED	88,405	NONE	NONE
BNY Mellon, N.A. P.O. BOX 185 Pittsburgh, PA 15230-0185	FEE REIMBURSEMENT	-34,046	N/A	N/A

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				NONE

Form 990-PF (2013)

RHOADS, JR JAY-ENVIRONMENTAL FUND TR

36-4613133

Page 7

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		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		NONE

Form 990-PF (2013)

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	16,107,085
b	Average of monthly cash balances	1b	835,402
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	16,942,487
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	16,942,487
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	254,137
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,688,350
6	Minimum investment return. Enter 5% of line 5	6	834,418

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	834,418
2a	Tax on investment income for 2013 from Part VI, line 5	2a	18,353
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	18,353
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	816,065
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	816,065
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	816,065

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	530,760
b	Program-related investments—total from Part IX-B	1b	NONE
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	530,760
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	530,760

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				816,065
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			484,468	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 530,760				
a Applied to 2012, but not more than line 2a			484,468	
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				46,292
e Remaining amount distributed out of corpus				
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				769,773
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				
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

N/A

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

Tax year	Prior 3 years			(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter:				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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

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

NONE

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

NONE

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

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

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

NOT APPLICABLE

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

NOT APPLICABLE

- c** Any submission deadlines:

NOT APPLICABLE

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

NOT APPLICABLE

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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	485,658
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	NONE

RHOADS, JR JAY-ENVIRONMENTAL FUND TR

36-4613133 Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

LOON ECHO LAND TRUST

Street

1 CHASE COMMON

City

BRIDGTON

State

ME

Zip Code

04009-1279

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

165,258

Name

GREATER LOVELL LAND TRUST, INC.

Street

BOX 181

City

CENTER LOVELL

State

ME

Zip Code

04016

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

24,500

Name

UPPER SACO VALLEY LAND TRUST

Street

2686 WHITE MOUNTAIN HWY

City

NORTH CONWAY

State

NH

Zip Code

03860

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

90,900

Name

LAKES ENVIRONMENTAL ASSOCIATION

Street

230 MAIN STREET

City

BRIDGTON

State

ME

Zip Code

04009

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

80,000

Name

TIM MOUNTAIN CONSERVATION

Street

1245 BALD HILL ROAD

City

ALBANY

State

NH

Zip Code

03818

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

50,000

Name

MONADNOCK CONSERVANCY

Street

15 EAGLE CT

City

KEENE

State

NH

Zip Code

03431

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

75,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	486,766	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	482,393	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		969,159	0
13	Total. Add line 12, columns (b), (d), and (e)				13	969,159

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Form **990-PF** (2013)

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2013▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

Name of the organization

Employer identification number

RHOADS, JR JAY-ENVIRONMENTAL FUND TR

36-4613133

Organization type (check one):

Filers of:**Section:**

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐
- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

- ☐
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use
- exclusively*
- for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

- ☐
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use
- exclusively*
- for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an
- exclusively*
- religious, charitable, etc., purpose. Do not complete any of the parts unless the
- General Rule**
- applies to this organization because it received
- nonexclusively*
- religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Page 2

Name of organization RHOADS, JR JAY-ENVIRONMENTAL FUND TR	Employer identification number 36-4613133
--	--

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JAY RHOADS JR - CLUT C/O BNY MELLON N.A., P.O. BOX 185 PITTSBURGH PA 15230-0185 Foreign State or Province Foreign Country	\$ 41,684	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	JAY RHOADS JR FBO P F YOUNG - CRUT C/O BNY MELLON N.A., P.O. BOX 185 PITTSBURGH PA 15230-0185 Foreign State or Province Foreign Country	\$ 1,671,889	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	JAY RHOADS JR FBO P F YOUNG - CRUT C/O BNY MELLON N.A., P.O. BOX 185 PITTSBURGH PA 15230-0185 Foreign State or Province Foreign Country	\$ 3,133,551	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization RHOADS, JR JAY-ENVIRONMENTAL FUND TR	Employer identification number 36-4613133
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Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	BNY MELLON EMERGING MKTS-M ----- ----- -----	\$ 360,767	6/26/2013
3	BNY MELLON INTERNATIONAL-M ----- ----- -----	\$ 170,560	6/26/2013
3	BNY MELLON M/C MULTI-STRATEGY FUND ----- ----- -----	\$ 381,997	6/26/2013
3	BNY MELLON TAX-SEN L/C MS-M ----- ----- -----	\$ 1,728,145	6/26/2013
3	DREYFUS OPPORTUNITIES S/C ----- ----- -----	\$ 67,719	6/26/2013
3	DREYFUS PREM STRAT GBL ST-I ----- ----- -----	\$ 97,020	6/26/2013

Name of organization RHOADS, JR JAY-ENVIRONMENTAL FUND TR	Employer identification number 36-4613133
--	--

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	DREYFUS SELECT MGER S/C GR-I ----- ----- -----	\$ 71,852	6/26/2013
3	DREYFUS SELECT MGER S/C VL-I ----- ----- -----	\$ 69,410	6/26/2013
3	DREYFUS/NEWTON INTERN EQTY-I ----- ----- -----	\$ 186,081	6/26/2013
	----- ----- -----	\$ -----	-----
	----- ----- -----	\$ -----	-----
	----- ----- -----	\$ -----	-----

Name of organization RHOADS, JR JAY-ENVIRONMENTAL FUND TR	Employer identification number 36-4613133
--	--

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry
 For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once. See instructions) ► \$ 0
 Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
	For Prov	Country	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
	For Prov	Country	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
	For Prov	Country	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
	For Prov	Country	

Substantial Contributors

1) JAY RHOADS JR FBO P F YOUNG – CRUT

EIN: 38-6974994

C/O BNY MELLON N.A. P.O. BOX 185

PITTSBURGH, PA 15230-0185

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss			
								Capital Gains/Losses							
								Gross Sales Price	Gross Sales	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
477	X	FNMA POOL # 255384 6.0%					9/25/2013	239	263						-24
478	X	FNMA POOL # 255384 6.0%					9/25/2013	34	37						-3
479	X	FNMA POOL # 255384 6.0%					10/25/2013	212	233						-21
480	X	FNMA POOL # 255384 6.0%					10/25/2013	30	33						-3
481	X	FNMA POOL # 255384 6.0%					12/29/2013	122	135						-13
482	X	FNMA POOL # 255384 6.0%					12/29/2013	17	19						-2
483	X	FNMA POOL # 255384 6.0%					12/29/2013	100	110						-10
484	X	FNMA POOL # 255384 6.0%					12/29/2013	14	16						-2
485	X	FNMA POOL # 255384 6.0%					12/29/2013	111	122						-11
486	X	FNMA POOL # 255384 6.0%					12/29/2013	16	17						-1
487	X	FNMA POOL # 255384 6.0%					2/25/2013	15	16						-1
488	X	FNMA POOL # 255384 6.0%					3/25/2013	15	16						-1
489	X	FNMA POOL # 255384 6.0%					4/25/2013	14	15						-1
490	X	FNMA POOL # 255384 6.0%					5/25/2013	16	17						-1
491	X	FNMA POOL # 255384 6.0%					6/25/2013	14	15						-1
492	X	FNMA POOL # 255384 6.0%					7/25/2013	11	12						-1
493	X	FNMA POOL # 255384 6.0%					8/25/2013	14	15						-1
494	X	FNMA POOL # 255384 6.0%					9/25/2013	13	15						-2
495	X	FNMA POOL # 255384 6.0%					10/25/2013	10	11						-1
496	X	FNMA POOL # 255384 6.0%					11/25/2013	8	9						-1
497	X	FNMA POOL # 255384 6.0%					12/25/2013	56	61						-5
498	X	FNMA POOL # 255384 6.0%					12/25/2013	8	8						0
499	X	FNMA POOL # 255384 6.0%					12/25/2013	53	58						-5
500	X	FNMA POOL # 255384 6.0%					12/25/2013	7	8						-1
501	X	FNMA POOL # 255384 6.0%					12/25/2013	50	55						-5
502	X	FNMA POOL # 255384 6.0%					12/25/2013	1,605	1,582						23
503	X	FNMA POOL # 255384 6.0%					12/25/2013	1,014	1,000						14
504	X	ORACLE CORP					11/4/2013	1,007	1,018						11
505	X	ORACLE CORP					11/4/2013	49,687	35,120						14,567
506	X	P V H CORP					2/22/2013	2,134	1,360						774
507	X	P V H CORP					2/22/2013	14,466	9,146						5,320
508	X	P V H CORP					2/22/2013	6,047	3,778						2,269
509	X	P V H CORP					2/22/2013	11,021	6,852						4,175
510	X	PEPSICO INC					9/24/2013	20,651	21,147						-496
511	X	PEPSICO INC					9/24/2013	41,788	43,307						-1,519
512	X	PEPSICO INC					9/24/2013	4,778	4,878						-98
513	X	T ROWE PRICE GROUP INC					3/27/2013	18,523	15,016						3,507
514	X	QUALCOMM INC					3/15/2013	6,513	3,923						2,590
515	X	QUALCOMM INC					3/15/2013	8,457	5,103						3,354
516	X	QUALCOMM INC					3/15/2013	8,457	5,101						3,356
517	X	QUALCOMM INC					3/15/2013	5,862	2,904						2,958
518	X	QUALCOMM INC					3/15/2013	2,788	2,741						47
519	X	QUALCOMM INC					11/4/2013	46,160	21,295						24,865
520	X	QUALCOMM INC					12/17/2013	10,857	4,840						6,017
521	X	RALCORP HLDGS INC NEW					12/9/2013	10,800	8,820						1,980
522	X	RALCORP HLDGS INC NEW					12/9/2013	8,100	6,624						1,476
523	X	RALCORP HLDGS INC NEW					12/9/2013	6,300	5,153						1,147
524	X	RALCORP HLDGS INC NEW					12/9/2013	8,100	6,658						1,442
525	X	RALCORP HLDGS INC NEW					12/9/2013	7,200	5,904						1,296
526	X	ROBERT HALF INTL INC					4/17/2013	6,545	5,171						1,374
527	X	ROBERT HALF INTL INC					4/17/2013	3,007	2,304						703
528	X	ROBERT HALF INTL INC					4/17/2013	4,209	3,253						956
529	X	ROBERT HALF INTL INC					2/26/2013	17,137	13,915						3,222
530	X	SANOFI					2/27/2013	28,424	22,926						5,498
531	X	SANOFI					2/27/2013	3,988	3,223						765
532	X	SANOFI					2/27/2013	37,095	30,087						7,008
533	X	SANOFI					2/27/2013	510	407						103
534	X	SANOFI					8/28/2013	37,051	27,933						9,118
535	X	SANOFI					8/28/2013	13,986	10,523						3,463
536	X	SCHLUMBERGER LTD					9/24/2013	27,092	25,321						1,771
537	X	SKYWORKS SOLUTIONS INC					12/5/2013	17,600	18,967						-1,367
538	X	SKYWORKS SOLUTIONS INC					3/18/2013	18,337	18,904						-567
539	X	TERADATA CORPORATION					10/15/2013	14,219	15,375						-1,156
540	X	TERADATA CORPORATION					10/15/2013	7,022	7,977						-955
541	X	TERADATA CORPORATION					10/15/2013	2,019	2,297						-278
542	X	TERADATA CORPORATION					10/15/2013	7,900	12,042						-4,142
543	X	TERADATA CORPORATION					10/15/2013	439	582						-143
544	X	THERMO FISHER SCIENTI 2					12/4/2013	10,323	9,983						340
Totals								5,390,397	4,907,989						482,398
Capital Gains/Losses								0	0						0

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount				
Short Term CG Distributions										103,381				
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
681	FNMA POOL # AJ1758 3.5%	3138ASU2			9/14/2011		12/25/2013	152	160					-8
682	FNMA POOL # AJ1758 3.5%	3138ASU2			9/14/2011		12/25/2014	219	230					-11
683	FNMA POOL # AK2439 3.5%	3138EV94			2/8/2012		2/25/2013	983	1,042					-59
684	FNMA POOL # AK2439 3.5%	3138EV94			2/8/2012		3/25/2013	176	187					-11
685	FNMA POOL # AK2439 3.5%	3138EV94			2/8/2012		4/25/2013	259	274					-15
686	FNMA POOL # AK2439 3.5%	3138EV94			2/8/2012		5/25/2013	949	1,006					-57
687	FNMA POOL # AK2439 3.5%	3138EV94			2/8/2012		6/25/2013	923	978					-55
688	FNMA POOL # AK2439 3.5%	3138EV94			2/8/2012		7/25/2013	444	470					-28
689	FNMA POOL # AK2439 3.5%	3138EV94			2/8/2012		8/25/2013	820	870					-50
690	FNMA POOL # AK2439 3.5%	3138EV94			2/8/2012		9/25/2013	653	692					-39
691	FNMA POOL # AH3519 4.0%	3138A4D4			4/8/2011		10/25/2013	139	137					2
692	FNMA POOL # AH3519 4.0%	3138A4D4			4/8/2011		11/25/2013	36	36					0
693	FNMA POOL # AH3519 4.0%	3138A4D4			4/8/2011		12/25/2013	36	35					1
694	FNMA POOL # AH3519 4.0%	3138A4D4			4/8/2011		1/25/2014	257	254					3
695	FNMA POOL # AH3620 3.5%	3138A5AW2			1/18/2011		2/25/2013	1,125	1,135					-10
696	FNMA POOL # AH3620 3.5%	3138A5AW2			1/18/2011		3/25/2013	668	674					-6
697	FNMA POOL # AH3620 3.5%	3138A5AW2			1/18/2011		4/25/2013	983	992					-9
698	FNMA POOL # AH3620 3.5%	3138A5AW2			1/18/2011		5/7/2013	31,361	29,472					1,889
699	FNMA POOL # AH3620 3.5%	3138A5AW2			1/18/2011		5/25/2013	514	519					-5
700	FNMA POOL # AJ1758 3.5%	3138ASU2			9/14/2011		2/25/2013	1,174	1,232					-58
701	FNMA POOL # AJ1758 3.5%	3138ASU2			9/14/2011		3/25/2013	1,370	1,437					-67
702	FNMA POOL # AJ1758 3.5%	3138ASU2			9/14/2011		4/25/2013	1,313	1,378					-65
703	FNMA POOL # AJ1758 3.5%	3138ASU2			9/14/2011		5/7/2013	2,918	2,885					33
704	FNMA POOL # AJ1758 3.5%	3138ASU2			9/14/2011		5/25/2013	1,363	1,430					-67
705	THERMO FISHER SCIENTI 2.2	883556BA9			9/10/2011		1/24/2013	10,323	10,127					196
706	TRANSCANADA CORP	89353D107			10/18/2011		9/24/2013	7,522	7,289					223
707	TYCO INTL FIN 3.375% 10	89353D107			10/19/2011		9/24/2013	36,724	35,431					1,293
708	UBS COM MTG TR 2012-C1 3	902118BN7			4/28/2010		6/6/2013	4,184	3,987					197
709	UNILEVER PLC ADR	904767T04			4/24/2012		9/19/2013	39,075	40,599					-1,524
710	UNILEVER PLC ADR	904767T04			5/16/2011		2/25/2013	9,071	7,356					1,715
711	UNILEVER PLC ADR	904767T04			5/16/2011		2/26/2013	12,952	10,632					2,320
712	UNILEVER PLC ADR	904767T04			2/3/2010		4/29/2013	31,303	24,784					6,519
713	UNILEVER PLC ADR	904767T04			2/3/2010		4/30/2013	9,014	6,444					2,570
714	UNILEVER PLC ADR	904767T04			2/3/2010		4/30/2013	9,246	6,530					2,616
715	FLHMC GOLD G04719 5.5%	3128M6SG4			3/9/2011		3/15/2013	219	235					-16
716	FLHMC GOLD G04719 5.5%	3128M6SG4			11/16/2011		3/15/2013	164	178					-14
717	FLHMC GOLD G04719 5.5%	3128M6SG4			3/9/2011		4/15/2013	206	220					-14
718	FLHMC GOLD G04719 5.5%	3128M6SG4			11/16/2011		4/15/2013	154	167					-13
719	FLHMC GOLD G04719 5.5%	3128M6SG4			3/9/2011		5/15/2013	254	272					-18
720	FLHMC GOLD G04719 5.5%	3128M6SG4			11/16/2011		5/15/2013	190	206					-16
721	FLHMC GOLD G04719 5.5%	3128M6SG4			11/16/2011		6/15/2013	218	234					-16
722	FLHMC GOLD G04719 5.5%	3128M6SG4			11/16/2011		6/15/2013	164	177					-13
723	FLHMC GOLD G04719 5.5%	3128M6SG4			3/9/2011		7/15/2013	162	173					-11
724	FLHMC GOLD G04719 5.5%	3128M6SG4			11/16/2011		7/15/2013	121	131					-10
725	FLHMC GOLD G04719 5.5%	3128M6SG4			3/9/2011		8/15/2013	168	180					-12
726	FLHMC GOLD G04719 5.5%	3128M6SG4			11/16/2011		8/15/2013	126	136					-10
727	FLHMC GOLD G04719 5.5%	3128M6SG4			3/9/2011		9/15/2013	168	180					-12
728	FLHMC GOLD G04719 5.5%	3128M6SG4			11/16/2011		9/15/2013	128	136					-10
729	FLHMC GOLD G04719 5.5%	3128M6SG4			11/16/2011		9/23/2013	2,055	2,051					4
730	FLHMC GOLD G04719 5.5%	3128M6SG4			3/9/2011		9/23/2013	2,514	2,483					31
731	FLHMC GOLD G04719 5.5%	3128M6SG4			3/9/2011		10/15/2013	209	223					-14
732	FLHMC GOLD G04719 5.5%	3128M6SG4			7/19/2010		2/15/2013	703	746					-43
733	FLHMC GOLD G05938 5.0%	3128M74X1			7/19/2010		3/15/2013	739	784					-45
734	FLHMC GOLD G05938 5.0%	3128M74X1			7/19/2010		4/15/2013	949	1,007					-58
735	FLHMC GOLD G05938 5.0%	3128M74X1			7/19/2010		5/15/2013	791	840					-49
736	FLHMC GOLD G05938 5.0%	3128M74X1			7/19/2010		6/15/2013	680	722					-42
737	FLHMC GOLD G05938 5.0%	3128M74X1			7/19/2010		7/15/2013	507	538					-31
738	FLHMC GOLD G05938 5.0%	3128M74X1			7/19/2010		8/15/2013	470	498					-28
739	FLHMC GOLD G05938 5.0%	3128M74X1			7/19/2010		9/15/2013	679	720					-41
740	FLHMC GOLD G05938 5.0%	3128M74X1			7/19/2010		10/15/2013	316	335					-19
741	FLHMC GOLD G05938 5.0%	3128M74X1			7/19/2010		11/15/2013	248	263					-15
742	FLHMC GOLD G04219 5.5%	3128M6AU2			8/29/2013		11/15/2013	48	52					-4
743	FLHMC GOLD G04219 5.5%	3128M6AU2			5/15/2013		12/15/2013	277	300					-23
744	FLHMC GOLD G04219 5.5%	3128M6AU2			8/29/2013		12/15/2013	37	40					-3
745	FLHMC GOLD G04219 5.5%	3128M6AU2			11/26/2013		12/15/2013	37	40					-3
746	FNMA POOL # AT4941 3% 5/1/	3138WSP36			9/24/2013		12/25/2013	52	50					2
747	FNMA POOL # AT4941 3% 5/1/	3138WSP36			5/6/2013		12/25/2014	56	58					-2
748	FNMA POOL # AT4941 3% 5/1/	3138WSP36			9/24/2013		1/25/2014	19	18					1

Part I, Line 16a (990-PF) - Legal Fees

		23,358	0	0	23,358
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1		23,358			23,358

Part I, Line 18 (990-PF) - Taxes

		17,219	8,429	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1		17,219	8,429		

Part I, Line 23 (990-PF) - Other Expenses

		4,190	4,190	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1		4,190	4,190		

Part II, Line 13 (990-PF) - Investments - Other

		11,632,443	15,795,182	19,477,818
		Book Value	Book Value	FMV
		Beg. of Year	End of Year	End of Year
Asset Description	Basis of Valuation			
1			0	
2	GENERAL ELEC CAP CORP	0	43,498	44,745
3	GILEAD SCIENCES INC	0	69,395	82,610
4	GOLDMAN SACHS GROUP	0	29,258	33,376
5	GOOGLE INC	0	74,734	94,140
6	HSBC FINANCE CORP	0	32,559	34,471
7	HOME DEPOT INC USD 0 05	0	44,216	47,757
8	HYDRO-QUEBEC 2.0% 6/30/16	0	19,996	20,536
9	ILLINOIS ST 4 421% 1/01/15	0	20,026	20,640
10	ILLUMINA INC	0	23,126	30,965
11	INFORMATICA CORP	0	39,167	50,215
12	INTEL CORP 2.7% 12/15/22	0	34,851	32,263
13	INTERCONTINENTAL EXCHANGE GRO	0	37,291	67,476
14	INTUIT INC COM	0	38,826	57,240
15	J P MORGAN CHASE & CO	0	96,771	154,972
16	JEFFERIES GROUP INC	0	21,950	24,400
17	JOHNSON & JOHNSON COM	0	143,196	184,096
18	JOHNSON CONTROLS INC 3 75% 12/01/21	0	25,952	24,820
19	JUNIPER NETWORKS INC	0	39,992	40,400
20	LINKEDIN CORP - A	0	47,429	41,198
21	MARTIN MARIETTA MATLS INC	0	60,257	60,264
22	MASSACHUSETTS ST	0	10,018	10,530
23	MCKESSON CORPORATION	0	34,100	90,868
24	MERCK & CO INC	0	45,154	75,075
25	MET LIFE GLOB FNDG 7 717% 2/15/19	0	35,306	37,185
26	MICROSOFT CORP COM	0	44,258	46,388
27	MOODY'S CORP	0	20,614	38,450
28	MORGAN STANLEY 4 875% 11/01/22	0	36,027	35,828
29	NYSE EURONEXT	0	19,934	20,026
30	NATIONAL-OILWELL INC	0	37,937	43,742
31	ASG GLOBAL ALTERNATIVES FUND-Y	0	423,594	420,187
32	NEW YORK N Y CITY MU 6 282% 6/15/42	0	15,000	16,100
33	NEWS AMER INC	0	15,302	16,486
34	NEXTERA ENERGY INC	0	93,634	144,698
35	NIKE INC CL B	0	51,856	74,708
36	OAKLAND CA UNIF SCH 9 5% 8/01/34	0	23,609	22,433
37	OCCIDENTAL PETROLEUM CORPORATIO	0	92,502	104,610
38	ORACLE CORP	0	38,045	40,445
39	ORACLE CORPORATION	0	24,442	39,408
40	PVH CORP	0	23,905	43,526
41	PEPSICO INC 4 5% 1/15/20	0	30,487	32,629
42	PEPSICO INC	0	106,804	148,463
43	PETROBRAS INTL FIN CO	0	4,990	4,962
44	PFIZER INC COM	0	139,835	235,269
45	PHILIP MORRIS INTERNATIONAL	0	149,455	195,171
46	PRAXAIR INC	0	28,016	64,365

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
47	PRICE T ROWE GROUP INC		0	33,154	46,074
48	PRICELINE COM INC		0	52,366	60,445
49	PRUDENTIAL FINL INC 4 75% 9/17/15		0	31,106	31,969
50	PUERTO RICO COMWLTH 3 67% 5/01/14		0	25,000	23,698
51	QUALCOMM INC		0	15,487	35,640
52	ROBERT HALF INTL INC		0	22,072	34,012
53	ROGERS WIRELESS INC		0	33,254	30,286
54	SCHLUMBERGER LIMITED COM		0	76,947	85,604
55	SIMON PROPERTY GROUP 5.65% 2/01/20		0	29,747	34,109
56	STARBUCKS CORP COM		0	35,413	36,059
57	DREYFUS SELECT MGRS S/C GROWTH F		0	236,694	348,563
58	DREYFUS SELECT MANAGERS S/C VL-I		0	353,832	443,395
59	DREYFUS PRE STRAT INTER ST-R		0	410,000	502,581
60	DREYFUS PREM STRAT GLBL ST-I		0	64,642	110,949
61	TCW EMERGING MARKETS INCOME FUNI		0	102,590	103,542
62	TD AMERITRADE HLDG CO 4 15% 12/01/14		0	30,302	30,974
63	TEXAS INSTRUMENTS INC		0	129,977	148,416
64	THERMO FISHER SCIENTIFIC INC		0	20,985	19,821
65	TIME WARNER INC 4 0% 1/15/22		0	15,536	15,189
66	TIME WARNER CABLE INC		0	34,779	33,172
67	TWENTY-FIRST CENTURY FOX CL B		0	42,221	137,016
68	UBS COM MTG TR 2012-C1 3 4% 5/10/45		0	35,524	34,479
69	UNILEVER PLC AMER SHS ADR NEW		0	31,507	47,792
70	TSY INFL IX N/B		0	50,476	50,982
71	U S TREAS INFL IDX N/B		0	44,117	46,957
72	U S. TREASURY NOTE 1 75% 7/31/15		0	35,137	35,816
73	U S. TREASURY NOTE 2 625%		0	15,682	15,773
74	US TREAS-CPI		0	97,882	97,786
75	US TREAS-CPI		0	59,204	57,856
76	U S TREASURY NOTE		0	35,833	35,798
77	US TREASURY NOTE 1 375% 9/30/18		0	29,964	29,634
78	U S TREASURY NOTE 0 25% 1/15/15		0	19,943	20,016
79	U S TREASURY NOTE		0	44,926	45,104
80	U S TREASURY NOTE		0	54,757	54,979
81	TARGET CORP		0	47,562	56,310
82	TELEFONICA EMISIONES SAU		0	29,008	31,871
83	U S TREASURY NT		0	29,923	29,975
84	U S TREASURY NOTE		0	14,892	14,688
85	U S TREASURY NOTE 0 25% 10/31/14		0	35,008	35,030
86	U S TREASURY NOTE 0 75% 10/31/17		0	40,152	39,275
87	UNITED STATES TREASURY NOTE 12/15/17		0	59,834	59,866
88	U S TREASURY NOTE 0 125% 01/15/2023		0	38,217	33,449
89	U S TREASURY NOTE 0 875% 1/31/18		0	15,015	14,714
90	UNITED STATES TREAS 0 375% 2/15/16		0	14,992	14,986
91	UNITED STATES TREAS 0 375% 3/15/16		0	175,315	174,727
92	UNITED STATES TREAS 0 25% 4/15/16		0	34,892	34,814

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
93	TSY INFL IX N/B 0 125% 4/15/18		0	27,243	25,763
94	U S TREASURY NOTE 0.625% 4/30/18		0	14,711	14,466
95	U S TREASURY NOTE 1.75% 5/15/23		0	33,012	31,547
96	U S TREASURY N/B 1% 5/31/18		0	29,723	29,344
97	UNITED STATES TREAS 0 375% 8/31/15		0	25,021	25,038
98	UNITED STATES TREAS 0 875% 9/15/16		0	55,319	55,327
99	U S TREASURY NOTE		0	15,023	14,972
100	UNIV OF CALIFORNIA C 5 435% 5/15/23		0	11,429	10,867
101	VERIZON COMMUNICATION 5 15% 9/15/2		0	29,903	32,211
102	VIACOM INC NEW		0	115,266	123,149
103	VISA INC		0	57,065	75,266
104	WAL MART STORES INC		0	49,141	48,001
105	WALGREEN CO		0	20,088	18,750
106	WELLS FARGO & CO NEW		0	91,138	157,084
107	WESTERN DIGITAL CORP		0	10,860	10,907
108	WHOLE FOODS MKT INC		0	44,120	43,372
109	XILINX INC		0	68,536	71,635
110	TYCO INTERNATIONAL LTD		0	34,601	62,381
111	LYONDELLBASELL INDU-CL A-W/I		0	30,407	57,802
112	A B B FIN USA INC 2.875% 5/08/22		0	24,360	23,623
113	ADT CORP/THE		0	33,964	38,446
114	AT&T INC		0	32,807	31,585
115	AT&T INC		0	81,723	94,721
116	ALLIANCE DATA SYS CORP		0	25,712	117,004
117	AMAZON COM INC		0	19,830	18,029
118	AMAZON COM INC		0	30,153	59,818
119	AMERICAN EXPRESS COMPANY		0	60,250	129,744
120	AMERICAN INTL GROUP 5 85% 1/16/18		0	29,601	28,676
121	AMERICAN INTERNATIONAL GROUP		0	59,103	88,316
122	AMCAR 2013-2 A3 0 65% 12/08/17		0	19,996	19,957
123	AMCAR 2011-3 A3 1 17% 1/08/16		0	9,928	9,936
124	AMERIPRISE FINL INC		0	51,849	119,652
125	AMGEN INC 5 65% 6/15/42		0	27,989	26,476
126	AMGEN INC		0	55,279	54,302
127	AMPHENOL CORP NEW		0	33,457	41,023
128	ANADARKO PETE CORP		0	44,783	64,249
129	ANHEUSER-BUSCH INBEV 2.5% 7/15/22		0	19,981	18,499
130	APPLE COMPUTER INC COM		0	28,138	171,672
131	BBVA US SENIOR SA UNI 3 25%		0	19,178	20,161
132	BNY MELLON TAX-SENSITIVE LARGE CAP		0	1,602,376	2,029,853
133	BNY MELLON MID CAP STK FD CL M		0	1,252,618	1,753,025
134	BNY MELLON EMERGING MKTS FD CL M		0	989,962	1,240,369
135	BNY MELLON INTL FD CL M SHSS		0	820,615	748,220
136	BANK AMER CORP		0	49,989	55,140
137	BANK AMER CORP		0	89,179	105,565
138	BEAM INC		0	28,652	33,349

Part II, Line 13 (990-PF) - Investments - Other

		11,632,443	15,795,182	19,477,818
	Asset Description	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
139	BEAR STEARNS CO INC	0	26,752	27,862
140	DELPHI AUTOMOTIVE PLC	0	51,262	53,516
141	EATON CORP PLC	0	85,757	109,004
142	BEST BUY INC COM	0	37,572	67,796
143	BIOMERIE INC	0	36,412	41,936
144	BLACKROCK INC	0	33,458	34,808
145	BOSTON PROPERTIES LP	0	24,598	25,540
146	BRISTOL MYERS SQUIBB CO COM	0	32,211	36,674
147	CBS CORP NEW	0	58,594	137,041
148	CIGNA CORP COM	0	30,066	75,233
149	CVS CORP	0	78,867	98,767
150	CAPITAL ONE FINL CORP COM	0	37,208	68,183
151	CELGENE CORP	0	34,392	40,045
152	CHICAGO ILL 6.034% 1/01/42	0	30,000	27,539
153	CHUBB CORPORATION COM	0	32,696	63,776
154	CISCO SYS INC	0	95,455	102,281
155	CITIGROUP INC	0	19,623	20,570
156	CITIGROUP INC 6 125% 11/21/17	0	19,992	23,054
157	CITIGROUP INC	0	103,724	109,952
158	COCA-COLA ENTERPRISES INC	0	35,307	38,393
159	COGNIZANT TECHNOLOGY SOLUTIONS	0	37,776	55,539
160	COMCAST CORP 3 125% 7/15/22	0	35,541	33,400
161	COMCAST CORP NEW CL A	0	31,719	35,336
162	CONAGRA FOODS INC 3 2% 1/25/23	0	10,015	9,284
163	CONAGRA FOODS INC	0	39,438	44,821
164	RABOBANK NEDERLAND	0	27,424	26,535
165	CUMMINS ENGINE INC	0	107,597	113,904
166	DANAHER CORP COMMON	0	31,097	64,848
167	DISNEY (WALT) COMPANY HOLDING CO	0	88,597	147,452
168	DISCOVERY COMMUNICATIONS	0	31,410	31,216
169	DREYFUS INFLATION ADJUSTED SECS F	0	207,476	182,687
170	DREYFUS PR GL R/E SEC FD CL I	0	150,000	143,110
171	DREYFUS GROWTH & VALUE FDS INC	0	242,752	250,481
172	DREYFUS/NEWTON INTERN EQTY-I	0	372,318	489,457
173	EMC CORP(MASS) USD 0 01	0	52,278	68,911
174	EOG RES INC	0	36,954	58,576
175	EASTMAN CHEMICAL CO 3 6% 8/15/22	0	24,890	24,002
176	EXPRESS SCRIPTS HLDG CO	0	26,939	32,310
177	EXXON MOBIL CORP	0	119,313	154,836
178	FACEBOOK INC	0	37,954	66,125
179	FHLMC GOLD G18305 4 0% 4/01/24	0	20,210	20,074
180	FHLMC GOLD G18473 3 0% 7/01/28	0	39,666	39,462
181	FHLMC GOLD G18489 3 0% 11/01/28	0	25,687	25,330
182	FEDL HOME LOAN MTGE CORP GRP G	0	2,074	2,072
183	FHLMC GOLD G04216 5 5% 12/01/37	0	3,388	3,430
184	FHLMC GOLD G04219 5 5% 4/01/38	0	10,895	10,971

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
185	FHLMC POOL G0-5337		0	7,767	7,914
186	FHLMC GOLD G05477 4.5% 5/01/39		0	54,757	53,789
187	FHLMC GOLD G05938 5.0% 1/01/36		0	6,716	6,825
188	FHLMC GOLD POOL J15724 4.0% 6/01/26		0	29,521	29,198
189	FG GOLD POOL T49004 3.0% 9/01/27		0	10,104	9,972
190	FHLMC GOLD POOL A90393 5.0% 12/01/39		0	87,285	91,080
191	FHLMC GOLD A95828 4.5% 12/01/40		0	55,706	58,110
192	FHLMC POOL Q0-3517		0	23,558	23,325
193	FHLMC GOLD POOL Q12934 3.0% 11/01/42		0	44,572	40,259
194	FHLMC GOLD Q19384 3.5% 6/01/43		0	48,959	48,740
195	FHLMC GOLD Q19418 3.5% 6/01/43		0	9,787	9,743
196	FEDERAL NAT'L MTGE ASSN POOL 255		0	6,786	6,939
197	FNMA POOL 0AJ1758		0	16,863	16,817
198	FNMA POOL 0AH3519		0	19,825	20,674
199	FNMA POOL 0AK5762		0	19,922	19,497
200	FNMA POOL 0AL0201		0	9,354	9,323
201	FNMA POOL 0AL0219		0	18,555	19,306
202	FNMA POOL AL4166 5.5% 1/01/39		0	29,947	29,965
203	DREYFUS EMG MKT DEBT LOC C-I		0	100,473	98,772
204	DREYFUS PREM LT TRM HI YLD-R		0	100,000	109,047
205	FNMA POOL 0AK2439		0	31,110	30,731
206	FNMA POOL 0AK2717		0	31,405	30,529
207	FNMA POOL 0AQ2148		0	17,926	17,652
208	FNMA AQ5362 3.5% 12/01/42		0	42,683	40,208
209	FNMA POOL AT4941 3% 5/1/43		0	19,927	18,490
210	FNMA POOL AT5380 3% 4/1/43		0	35,802	32,715
211	FNMA AR8467 2.5% 3/01/28		0	19,447	18,464
212	FNMA AR8596 3.5% 6/01/43		0	38,857	38,646
213	FNMA POOL AU1660 2.5% 7/01/28		0	43,536	43,219
214	FEDERAL NAT'L MTGE ASSN POOL 555		0	2,787	2,859
215	FNMA POOL 831812 6.0% 9/01/36		0	1,751	1,779
216	FEDERAL NAT'L MTGE ASSN POOL 888		0	5,186	5,361
217	FNMA POOL 0975268		0	48,525	49,861
218	FNMA POOL AA7694 4.5% 7/01/24		0	2,388	2,364
219	FNMA POOL 0MA1200		0	41,538	39,589
220	FEDEX CORPORATION		0	87,759	136,869
221	FIFTH THIRD BANCORP		0	43,771	50,893
222	FLORIDA ST HURRICANE 2.995% 7/01/20		0	40,000	37,853
223	FLUOR CORP NEW		0	48,218	67,444
224	FORD MOTOR CREDIT CO 3.0% 6/12/17		0	19,995	20,786
225	GENERAL ELECTRIC CO		0	77,502	124,453

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	1,721
2	GAIN ON PY SALES SETTLED IN CY	2	4,658
3	PURCHASE OF ACCRUED INTEREST C/O FROM PY	3	473
4	FEDERAL TAX REFUND	4	50
5	Total	5	6,902

Line 5 - Decreases not included in Part III, Line 2

1	WASH SALE DISALLOWED	1	2,530
2	EXCESS FMV OVER COST OF ASSETS CONTRIBUTED	2	560,763
3	LYONDELLBASELL COST BASIS ADJUSTMENT	3	1,484
4	LOSS ON PY SALES SETTLED IN CY	4	52
5	A D T CORP COST BASIS ADJUSTMENT	5	96
6	Total	6	564,925

[illegible]

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions															Short Term CG Distributions															Amount																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																				
Description of Property Sold															CUSIP #																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																			
85	FNMA POOL # A3X782 4.0% 4/01/42	3138EAML8		3/28/2012	7/25/2013	728									0	103.381	0																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																	

	Amount	Long Term CG Distributions	Short Term CG Distributions	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	2,631	4,910,530	Gain or Loss	379,017	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	0	Gain Minus Excess of FMV Over Adjusted Basis or Losses	379,017
	103,381	0					5,287,016		0										
337 FHLIC GOLD Q19384 3.5% 6/01/43					7/8/2013	1/15/2014	89		0		89	0	0	0	0	0	0	0	0
338 FHLIC GOLD Q18418 3.5% 6/01/43					7/8/2013	9/15/2013	17		0		17	0	0	0	0	0	0	0	0
339 FHLIC GOLD Q18418 3.5% 6/01/43					7/8/2013	9/15/2013	108		0		108	0	0	0	0	0	0	0	0
340 FHLIC GOLD Q18418 3.5% 6/01/43					7/8/2013	10/15/2013	18		0		18	0	0	0	0	0	0	0	0
341 FHLIC GOLD Q18418 3.5% 6/01/43					7/8/2013	11/15/2013	16		0		16	0	0	0	0	0	0	0	0
342 FHLIC GOLD Q18418 3.5% 6/01/43					7/8/2013	12/15/2013	17		0		17	0	0	0	0	0	0	0	0
343 FHLIC GOLD Q18418 3.5% 6/01/43					7/8/2013	1/15/2014	17		0		17	0	0	0	0	0	0	0	0
344 FED HOME LN MTG DISC NOTE 4/18/89/513397EK3					9/24/2012	4/18/2013	41,997		0		41,997	-598	0	0	0	0	0	0	0
345 FED NATL MTG ASSN 2.85% 10/10/74 51335GPXK5					9/24/2012	6/4/2013	19,404		0		20,000	-598	0	0	0	0	0	0	0
346 FNMA POOL # 255384 6.0% 9/01/24 51371LTV1					12/28/2010	2/25/2013	391		0		391	-36	0	0	0	0	0	0	0
347 FNMA POOL # 255384 6.0% 9/01/24 51371LTV1					2/15/2011	3/25/2013	55		0		55	-4	0	0	0	0	0	0	0
348 FNMA POOL # 255384 6.0% 9/01/24 51371LTV1					12/28/2010	3/25/2013	224		0		248	-22	0	0	0	0	0	0	0
349 FNMA POOL # 255384 6.0% 9/01/24 51371LTV1					2/15/2011	3/25/2013	32		0		35	-3	0	0	0	0	0	0	0
350 FNMA POOL # AD0707 6.0% 10/01/28 5141BMGR7					4/28/2010	10/25/2013	1,027		0		1,095	-68	0	0	0	0	0	0	0
351 FORD MOTOR CO 345370880					11/22/2010	1/31/2013	2,728		0		3,487	-781	0	0	0	0	0	0	0
352 FORD MOTOR CO 345370880					11/22/2010	1/31/2013	10,073		0		12,931	-2,858	0	0	0	0	0	0	0
353 FORD MOTOR CO 345370880					11/22/2010	1/31/2013	4,428		0		5,694	-1,266	0	0	0	0	0	0	0
354 FORD MOTOR CO 345370880					11/22/2010	1/31/2013	3,264		0		4,216	-954	0	0	0	0	0	0	0
355 FORD MOTOR CO 345370880					11/22/2010	1/31/2013	18,862		0		21,750	-4,888	0	0	0	0	0	0	0
356 FORD MOTOR CO 345370880					1/8/2011	1/31/2013	5,043		0		7,182	-2,139	0	0	0	0	0	0	0
357 FORD MOTOR CO 345370880					1/8/2011	1/31/2013	5,235		0		7,422	-2,187	0	0	0	0	0	0	0
358 FORD MOTOR CO 345370880					1/8/2011	1/31/2013	5,337		0		7,500	-2,263	0	0	0	0	0	0	0
359 FHLIC GOLD JZ4895 2.5% 7/01/28 51307DGC4					7/15/2013	8/15/2013	208		0		205	1	0	0	0	0	0	0	0
360 FHLIC GOLD JZ4895 2.5% 7/01/28 51307DGC4					7/15/2013	8/15/2013	214												

503	FINMA POOL # AH3519	4.0%	2/01/11	1,014	0	1,000	0	0	0
504	JRNL	0.0%	11/14/2013	1,016	0	1,016	0	14	0
505	ORACLE CORP	0.0%	9/24/2013	1,007	0	1,016	0	-9	0
506	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
507	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
508	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
509	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
510	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
511	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
512	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
513	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
514	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
515	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
516	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
517	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
518	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
519	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
520	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
521	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
522	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
523	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
524	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
525	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
526	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
527	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
528	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
529	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
530	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
531	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
532	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
533	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
534	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
535	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
536	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
537	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
538	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
539	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
540	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
541	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
542	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0
543	ORACLE CORP	0.0%	9/24/2013	1,016	0	1,016	0	0	0

Long Term CG Distributions	103,381
Short Term CG Distributions	0

Long Term CG Distributions										103.381	Amount									
Short Term CG Distributions										0										
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	Gain/Loss Minus Excess of FMV Over Adjusted Basis or Losses							
673 FNMA ARM487	2.5% 3/01/28	3138WBMK4	4/6/2013	5/25/2013	108		0	113	-5	0	0	0	-5							
674 FNMA ARM487	2.5% 3/01/28	3138WBMK4	4/6/2013	8/25/2013	104		0	109	-5	0	0	0	-5							
675 FNMA POOL # AJ1758	3.5% 9/01/26	3138ASU2	9/14/2011	8/25/2013	732		0	768	-36	0	0	0	-36							
676 FNMA POOL # AJ1758	3.5% 9/01/26	3138ASU2	9/14/2011	7/25/2013	597		0	627	-30	0	0	0	-30							
677 FNMA POOL # AJ1758	3.5% 9/01/26	3138ASU2	9/14/2011	8/25/2013	740		0	777	-37	0	0	0	-37							
678 FNMA POOL # AJ1758	3.5% 9/01/26	3138ASU2	9/14/2011	9/25/2013	523		0	548	-25	0	0	0	-25							
679 FNMA POOL # AJ1758	3.5% 9/01/26	3138ASU2	9/14/2011	5/25/2013	158		0	166	-8	0	0	0	-8							
680 FNMA POOL # AJ1758	3.5% 9/01/26	3138ASU2	9/14/2011	10/25/2013	273		0	286	-13	0	0	0	-13							
681 FNMA POOL # AJ1758	3.5% 9/01/26	3138ASU2	9/14/2011	11/25/2013	219		0	160	-48	0	0	0	-48							
682 FNMA POOL # AJ1758	3.5% 9/01/26	3138ASU2	9/14/2011	12/25/2013	219		0	230	-11	0	0	0	-11							
683 FNMA POOL # AJ1758	3.5% 9/01/26	3138ASU2	9/14/2011	12/25/2013	983		0	1,042	-59	0	0	0	-59							
684 FNMA POOL # AJ2439	3.5% 2/01/27	3138E6V94	2/8/2012	3/25/2013	178		0	187	-11	0	0	0	-11							
685 FNMA POOL # AJ2439	3.5% 2/01/27	3138E6V94	2/8/2012	3/25/2013	259		0	274	-15	0	0	0	-15							
686 FNMA POOL # AJ2439	3.5% 2/01/27	3138E6V94	2/8/2012	3/25/2013	949		0	1,008	-57	0	0	0	-57							
687 FNMA POOL # AJ2439	3.5% 2/01/27	3138E6V94	2/8/2012	3/25/2013	923		0	978	-55	0	0	0	-55							
688 FNMA POOL # AJ2439	3.5% 2/01/27	3138E6V94	2/8/2012	3/25/2013	444		0	470	-26	0	0	0	-26							
689 FNMA POOL # AJ2439	3.5% 2/01/27	3138E6V94	2/8/2012	3/25/2013	820		0	870	-50	0	0	0	-50							
690 FNMA POOL # AJ2439	3.5% 2/01/27	3138E6V94	2/8/2012	3/25/2013	653		0	692	-39	0	0	0	-39							
691 FNMA POOL # AR3519	4.0% 2/01/41	3138A4A04	4/6/2011	10/25/2013	139		0	137	2	0	0	0	2							
692 FNMA POOL # AR3519	4.0% 2/01/41	3138A4A04	4/6/2011	11/25/2013	38		0	38	0	0	0	0	0							
693 FNMA POOL # AR3519	4.0% 2/01/41	3138A4A04	4/6/2011	12/25/2013	287		0	333	-46	0	0	0	-46							
694 FNMA POOL # AR3519	4.0% 2/01/41	3138A4A04	4/6/2011	12/25/2013	136		0	133	3	0	0	0	3							
695 FNMA POOL # AR3519	4.0% 2/01/41	3138A4A04	4/6/2011	12/25/2013	668		0	671	-3	0	0	0	-3							
696 FNMA POOL # AR3519	4.0% 2/01/41	3138A4A04	4/6/2011	12/25/2013	136		0	133	3	0	0	0	3							
697 FNMA POOL # AR3519	4.0% 2/01/41	3138A4A04	4/6/2011	12/25/2013	983		0	982	1	0	0	0	1							
698 FNMA POOL # AR3519	4.0% 2/01/41	3138A4A04	4/6/2011	12/25/2013	31,381		0	29,777	1,603	0	0	0	1,603							
699 FNMA POOL # AR3519	4.0% 2/01/41	3138A4A04	4/6/2011	12/25/2013	514		0	516	-2	0	0	0	-2							
700 FNMA POOL # AR3519	4.0% 2/01/41	3138A4A04	4/6/2011	12/25/2013																

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

		Check "X" if Business		Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
				P O BOX 185	Pittsburgh	PA	15230-0185		TRUSTEE	SEE ATTAC	88,405	NONE	NONE
1	BNY Mellon, N.A.			P O BOX 185	Pittsburgh	PA	15230-0185		FEE	REIMBURS	-34,046	N/A	N/A
2													
											54,359	0	0

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		1 3,034
2 First quarter estimated tax payment		2
3 Second quarter estimated tax payment	6/11/2013	3 685
4 Third quarter estimated tax payment	9/10/2013	4 7,420
5 Fourth quarter estimated tax payment	12/11/2013	5 685
6 Other payments		6
7 Total		7 11,824

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	484,468
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	484,468

**Attachment to Form 990-PF Part VIII, Column (b) Title and average hours
per week devoted to position**

As Trustee, BNY Mellon, N.A. provides administrative services such as acting as investment manager for the named organization. These services require numerous individual bank employees' involvement in the activities of the organization and thus cannot be quantified on an hourly basis. Therefore, the Trustee's fees are not based upon an hourly basis but are calculated based upon factors such as the market value of the account and in accordance with our agreement with the client.