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.

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

OMB No 1545-0052

2013

Open to Public Inspection

ENVELOPE POSTMARK DATE MAY 07 2014

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

Name of foundation: W AND H THOMAS CHARITABLE TRUST

A Employer identification number: 36-6917007

Number and street (or P.O box number if mail is not delivered to street address) / Room/suite: P O BOX 40200, FL9-100-10-19

B Telephone number (see instructions): 877-446-1410

City or town, state or province, country, and ZIP or foreign postal code: JACKSONVILLE, FL 32203-0200

C If exemption application is pending, check here ▶ [ ]

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [ ] Address change [ ] Name change

D 1 Foreign organizations, check here ▶ [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 23,201,745.

J Accounting method: [X] Cash [ ] Accrual [ ] 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 ▶ [ ]

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ [ ] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	703,895.	694,550.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	619,357.			
	b Gross sales price for all assets on line 6a 9,547,760.				
	7 Capital gain net income (from Part IV, line 2)		619,357.		
	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)	-64,163.			STMT 2
	12 **Total.** Add lines 1 through 11	1,259,089.	1,313,907.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	276,735.	207,551.		69,184.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	1,613.	NONE	NONE	1,613.
	c Other professional fees (attach schedule) STMT 4	36,596.	1,695.		34,901.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	24,069.	5,637.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 6	484.	75.		409.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	339,497.	214,958.	NONE	106,107.
	25 Contributions, gifts, grants paid	1,327,000.			1,327,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,666,497.	214,958.	NONE	1,433,107.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-407,408.			
	b **Net investment income** (if negative, enter -0-)		1,098,949.		
	c **Adjusted net income** (if negative, enter -0-)				

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JSA **For Paperwork Reduction Act Notice, see instructions.**
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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less· allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less· allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans	120,300.	112,620.	112,620.
	13	Investments - other (attach schedule) STMT 7	20,015,550.	19,605,763.	23,089,125.
	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)	20,135,850.	19,718,383.	23,201,745.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
	27	Capital stock, trust principal, or current funds	20,135,850.	19,718,383.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	20,135,850.	19,718,383.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	20,135,850.	19,718,383.	

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	20,135,850.
2	Enter amount from Part I, line 27a	2	-407,408.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	19,728,442.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	10,059.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	19,718,383.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo., day, yr)
1a	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	9,547,760.		8,928,403.	619,357.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M.V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	
a				619,357.
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	619,357.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	1,236,825.	22,113,061.	0.055932
2011	1,358,087.	22,361,439.	0.060733
2010	1,003,625.	21,498,401.	0.046684
2009	744,228.	16,595,691.	0.044845
2008	528,606.	9,742,720.	0.054257

2	**Total** of line 1, column (d)	2	0.262451
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	0.052490
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	23,015,196.
5	Multiply line 4 by line 3	5	1,208,068.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,989.
7	Add lines 5 and 6	7	1,219,057.
8	Enter qualifying distributions from Part XII, line 4	8	1,433,107.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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 ▶ [X] and enter 1% of Part I, line 27b			1	10,989.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	10,989.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	10,989.
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	11,866.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	11,866.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	877.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 877. **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	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 *General Instruction G? If "No," attach explanation.*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV.*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶ BANK OF AMERICA TAX SERVICES Telephone no. ▶ (877) 446-1410

Located at ▶ PO BOX 40200, FL9-100-10-19, JACKSONVILLE, FL ZIP+4 ▶ 32203-0200

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 |

			Yes	No
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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		**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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . . **6b** X

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 [X] 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 STATEMENT 9		276,735.		

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

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

Total number of other employees paid over $50,000 . . . . . . ▶ NONE

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NOT APPLICABLE THE SOLE CHARITABLE ACTIVITY OF THIS ORGANIZATION IS THE MAKING OF CONTRIBUTIONS AND GRANTS TO	
2 QUALIFIED CHARITABLE ORGANIZATIONS. NO DIRECT CHARITABLE ACTIVITIES ARE CONDUCTED.	
3	
4	

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

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

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a	Average monthly fair market value of securities	1a	22,260,782.
b	Average of monthly cash balances	1b	988,621.
c	Fair market value of all other assets (see instructions)	1c	116,278.
d	**Total** (add lines 1a, b, and c)	1d	23,365,681.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	23,365,681.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	350,485.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,015,196.
6	**Minimum investment return.** Enter 5% of line 5	6	1,150,760.

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	1,150,760.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	10,989.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	10,989.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,139,771.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	1,139,771.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,139,771.

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	1,433,107.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,433,107.
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	10,989.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,422,118.

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.

36-6917007

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				1,139,771.
2	Undistributed income, if any, as of the end of 2013:				
a	Enter amount for 2012 only			NONE	
b	Total for prior years 20 11 ,20 ,20		NONE		
3	Excess distributions carryover, if any, to 2013				
a	From 2008 . . . . . . 45,274.				
b	From 2009 . . . . . . NONE				
c	From 2010 . . . . . . NONE				
d	From 2011 . . . . . . 250,613.				
e	From 2012 . . . . . . 124,041.				
f	**Total** of lines 3a through e	419,928.			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 1,433,107.				
a	Applied to 2012, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see instructions)	NONE			
d	Applied to 2013 distributable amount				1,139,771.
e	Remaining amount distributed out of corpus	293,336.			
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	713,264.			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e	Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f	Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				NONE
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	45,274.			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	667,990.			
10	Analysis of line 9				
a	Excess from 2009 . . . NONE				
b	Excess from 2010 . . . NONE				
c	Excess from 2011 . . . 250,613.				
d	Excess from 2012 . . . 124,041.				
e	Excess from 2013 . . . 293,336.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

SEE STATEMENT 11

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 29				1,327,000.
Total . . . . . . ▶ **3a**				1,327,000.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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	703,895.	
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			14	-64,163.	
8 Gain or (loss) from sales of assets other than inventory			18	619,357.	
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)				1,259,089.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 1,259,089.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Karen J. Kiser | 04/18/2014 | SVP Tax

Signature of officer or trustee | Date | Title

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

BANK OF AMERICA, N.A.

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	7,488.	7,488.
FOREIGN DIVIDENDS	43,468.	43,468.
NONDIVIDEND DISTRIBUTIONS	9,344.	
DOMESTIC DIVIDENDS	262,457.	262,457.
OTHER INTEREST	75,649.	75,649.
FOREIGN INTEREST	55,047.	55,047.
EXEMPT DIVIDENDS NOT SUBJECT TO AMT - ST	1.	
NONQUALIFIED FOREIGN DIVIDENDS	13,918.	13,918.
NONQUALIFIED DOMESTIC DIVIDENDS	236,523.	236,523.
TOTAL	703,895.	694,550.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
NON-TAXABLE FOREIGN INCOME		-64,163.
	TOTALS	-64,163.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	1,613.			1,613.
TOTALS	1,613.	NONE	NONE	1,613.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PROPERTY MGMT FEES - BOA	1,695.	1,695.	
GRANTMAKING FEES - BOA	34,901.		34,901.
TOTALS	36,596.	1,695.	34,901.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	1,024.	1,024.
EXCISE TAX - PRIOR YEAR	6,566.	
EXCISE TAX ESTIMATES	11,866.	
FOREIGN TAXES ON QUALIFIED FOR	3,371.	3,371.
FOREIGN TAXES ON NONQUALIFIED	1,242.	1,242.
TOTALS	24,069.	5,637.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER CHARITABLE EXPENSES	409.		409.
OTHER INVESTMENT FEE	75.	75.	
TOTALS	484.	75.	409.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	C	20,015,550.	19,605,763.	23,089,125.
TOTALS		20,015,550.	19,605,763.	23,089,125.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
TAX EFFECTIVE INCOME ADJUSTMENT	8,029.
TAX EFFECTIVE SALES ADJUSTMENT	3.
ROUNDING	7.
COST ADJUSTMENTS	1,667.
ACCRUED INTEREST PAID CARRIED OVER	353.
TOTAL	10,059.

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

OFFICER NAME:
BANK OF AMERICA, N.A.
ADDRESS:
P.O. BOX 40200, MC-FL9-100-10-19
JACKSONVILLE, FL 32203, FL 32203-0200
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 139,473.
COMPENSATION EXPLANATION:
SEE FOOTNOTE

OFFICER NAME:
MARILYN MOORE
ADDRESS:
C/O BANK OF AMERICA
,
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 45,754.

OFFICER NAME:
JIM ELAM, CPA
ADDRESS:
C/O BANK OF AMERICA
,
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 45,754.

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

OFFICER NAME:
DENNIS BLANZ
ADDRESS:
C/O BANK OF AMERICA
,
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 45,754.

TOTAL COMPENSATION: 276,735.

FORM 990PF, PART XV - LINES 2a - 2d

RECIPIENT NAME:
ONLINE APPLICATION
FORM, INFORMATION AND MATERIALS:
ONLINE APPLICATION AT
www.foundationcenter.org/thomas
SEE DETAILS ON WEBSITE
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
NONE

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

RECIPIENT NAME:
HOSPICE OF MARTIN
& ST LUCIE CO
ADDRESS:
1201 SE INDIAN ST
STUART, FL 34997
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GOOD GRIEF YOUTH & FAMILY PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 40,000.

RECIPIENT NAME:
INDIAN RIVER STATE COLLEGE FDN
ADDRESS:
3209 VIRGINIA AVENUE
FORT PIERCE, FL 34981
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
EDUCATIONAL SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 60,000.

RECIPIENT NAME:
ACHIEVEMENT CENTERS FOR
FAMILIES & CHILDREN
ADDRESS:
555 NW 4TH ST
DELRAY BEACH, FL 33444
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

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

RECIPIENT NAME:
ALZHEIMER'S COMMUNITY CARE
ADDRESS:
800 NORTHPOINT PKWY, STE 101-B
WEST PALM BEACH, FL 33407
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
ST. LUCIE CTY FAMILY NURSE CONSULTANT PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
BOCA HELPING HANDS
ADDRESS:
1500 NW 1ST COURT
BOCA RATON, FL 33432
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT FOOD PANTRY PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
BOYS & GIRLS CLUB OF MARTIN CTY
ADDRESS:
PO BOX 910
HOBE SOUND, FL 33475-0910
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
BOYS & GIRLS CLUB OF PALM BEACH CTY
ADDRESS:
800 NORTHPOINT PKWY, STE 204
WEST PALM BEACH, FL 33407
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
FISHER B&G CLUB IN RIVIERA BEACH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
EXCHANGE CLUB CTR FOR PREVENTION OF
CHILD ABUSE OF TREASURE COAST
ADDRESS:
PO BOX 12908
FORT PIERCE, FL 34979
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SAFE FAMILIES PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
FRIENDS OF ABUSED CHILDREN
ADDRESS:
222 LAKEVIEW AVE., STE 160-209
WEST PALM BEACH, FL 33401
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
TUTORING FOR AT-RISK CHILDREN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

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

RECIPIENT NAME:
HABITAT FOR HUMANITY PALM BEACH
ADDRESS:
6758 N MILITARY TRAIL, STE. 301
WEST PALM BEACH, FL 33407
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SEMINOLE RIDGE CONSTRUCTION ACADEMY PROJECT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
HIBISCUS CHILDREN'S CENTER
ADDRESS:
2400 NE DIXIE HWY
JENSEN BEACH, FL 34957-5949
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
MENTAL HEALTH SERVICES FOR FOSTER YOUTH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
JESUS HOUSE OF HOPE
ADDRESS:
2484 SE BONITA ST
STUART, FL 34997
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT ''PROJECT HOPE''
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
LEGAL AID SOCIETY OF PALM BEACH CO
ADDRESS:
423 FERN ST., STE 200
WEST PALM BEACH, FL 33401
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
EDUCATIONAL ADVOCACY PROJECT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
LIFEBUILDERS OF TREASURE COAST
ADDRESS:
217 AVENUE A
FORT PIERCE, FL 34950
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
MARTIN MEMORIAL FOUNDATION
ADDRESS:
PO BOX 9033
STUART, FL 34995
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT NURSING EDUCATION PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
MARY'S SHELTER OF TREASURE COAST
ADDRESS:
1033 SE 14TH ST.
STUART, FL 34996
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
MOLLY'S HOUSE
ADDRESS:
430 SE OSCEOLA ST.
STUART, FL 34994
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
CAREGIVER RESPITE PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
MUSTARD SEED MINISTRIES
ADDRESS:
3130 S. US HWY 1
FORT PIERCE, FL 34982-6304
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
MEDICAL ASSISTANCE & SUPPORT PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 40,000.

RECIPIENT NAME:
PALM BEACH ATLANTIC UNIVERSITY
ADDRESS:
901 S. FLAGLER DR.
WEST PALM BEACH, FL 33416
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
NURSING EDUCATIONAL SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 60,000.

RECIPIENT NAME:
PAWS 4 LIBERTY
ADDRESS:
8939 PALOMINO DR.
LAKE WORTH, FL 3347
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SERVICE DOGS FOR VETERANS WITH PTSD
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
PLACE OF HOPE
ADDRESS:
9078 ISAIAH LANE
PALM BEACH GARDENS, FL 33418
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

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

RECIPIENT NAME:
QUANTUM HOUSE
ADDRESS:
901 45TH ST.
WEST PALM BEACH, FL 33407
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
RESTORATION MINISTRIES
ADDRESS:
PO BOX 2375
FORT PIERCE, FL 34954
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT EDUCATION PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
SAMARITAN HOUSE FOR BOYS
ADDRESS:
1490 SE COVE RD
STUART, FL 34997
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
TREASURE COAST FOOD BANK
ADDRESS:
3051 INDUSTRIAL 25 ST
FORT PIERCE, FL 34946
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
WOMEN'S CIRCLE
ADDRESS:
912 SE 4TH ST.
BOYNTON BEACH, FL 33435
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT EDUCATION & JOB SKILLS PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
FOUNDATION FIGHTING BLINDNESS
ADDRESS:
7168 COLUMBIA GATEWAY DR., STE 100
COLUMBIA, MD 21046-3256
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENE THERAPY PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
INSIGHT FOR THE BLIND
ADDRESS:
1401 NE 4TH AVE.
FORT LAUDERDALE, FL 33304-1033
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT ''TALKING BOOKS & MAGAZINES'' PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
LIGHTHOUSE CENTRAL FLORIDA
ADDRESS:
215 E. NEW HAMPSHIRE ST.
ORLANDO, FL 32801
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
EARLY INTERVENTION SERVICES PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
MIAMI LIGHTHOUSE FOR THE BLIND
ADDRESS:
601 SW 8 AVENUE
MIAMI, FL 33130
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
BRAILLE & TECHNOLOGY LITERACY PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 40,000.

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

RECIPIENT NAME:
UNIVERSITY OF THE CUMBERLANDS
ADDRESS:
6191 COLLEGE STATION DR.
WILLIAMSBURG, KY 40769
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT MOUNTAIN OUTREACH PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
KINGDOM HARVEST FOOD & OUTREACH CENTER
ADDRESS:
2520 ORANGE AVE
FORT PIERCE, FL 34947
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
CHILDREN'S READ & FEED PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
HELPING PEOPLE SUCCEED
ADDRESS:
1100 S. FEDERAL HWY
STUART, FL 34994
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
AUTISTIC TRANSITION TO ADULTHOOD PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
HOPE RURAL SCHOOL
ADDRESS:
15929 SW 150TH ST.
INDIANTOWN, FL 34956
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
AFTER-CARE PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
HABITAT FOR HUMANITY OF
SOUTH FLORIDA
ADDRESS:
181 SOUTHEAST 5TH AVE.
DELRAY BEACH, FL 33483
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
"HEALTHY FAMILIES" PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
LIBRARY FOUNDATION OF MARTIN CO.
ADDRESS:
2351 SE MONTEREY RD
STUART, FL 34996
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
LIBRARY EDUC. AFTER-SCHOOL PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

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

RECIPIENT NAME:
OCEAN RESEARCH & CONSERVATION ASSN
ADDRESS:
1420 SEAWAY DR.
FORT PIERCE, FL 34949
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
MAKING WATER POLLUTION VISABLE PROJECT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
RIVIERA BEACH YOUTHBUILD
(SAILING FDN OF THE PALM BEACHES)
ADDRESS:
251 WEST 11TH ST.
RIVIERA BEACH, FL 33404
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
SALVATION ARMY OF MARTIN COUNTY
ADDRESS:
PO BOX 2475
STUART, FL 34995
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT COMPASSION HOUSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
TYKES & TEENS
ADDRESS:
3577 SW CORPORATE PKWY
PALM CITY, FL 34990
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
URBAN YOUTH IMPACT
ADDRESS:
2823 N. AUSTRALIAN AVE.
WEST PALM BEACH, FL 33407
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT THE LEADERSHIP ACADEMY
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
VOLUNTEERS IN MEDICINE CLINIC
ADDRESS:
417 BALBOA AVE.
STUART, FL 34994
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
HEALTH CLINIC & DIABETES PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

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

RECIPIENT NAME:
NEW HORIZONS SERVICE DOGS
ADDRESS:
1590 LAUREL PARK CT.
ORANGE CITY, FL 32763
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SERVICE DOG PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
COUNCIL ON AGING OF MARTIN COUNTY
ADDRESS:
900 SE SALERNO RD
STUART, FL 34997
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
MEALS ON WHEELS PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
ENVIRONMENTAL STUDIES COUNCIL
ADDRESS:
2900 NE INDIAN RIVER DR.
JENSON BEACH, FL 34957
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
HANDICAP ACCESSIBLE DECKING FOR TURTLE TANK
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 7,000.

RECIPIENT NAME:
BIG BROTHERS BIG SISTERS OF
PALM BEACH
ADDRESS:
1700 KIRK RD
WEST PALM BEACH, FL 33406
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
B.I.S.S. SITE-BASED MENTORING PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
BOYS & GIRLS CLUB OF ST. LUCIE CTY
ADDRESS:
607N. 7TH ST., STE 1
FORT PIERCE, FL 34950
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
CARIDAD CENTER
ADDRESS:
8645 W. BOYNTON BEACH BLVD
BOYNTON BEACH, FL 33472
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
EXPANSION & RENOVATION PROJECT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

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

RECIPIENT NAME:
CARING CHILDREN CLOTHING CHILDREN
ADDRESS:
7985 SW JACK JAMES DR.
STUART, FL 34997
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
CORE & LITERACY PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
INDIAN RIVER STATE COLLEGE FDN
ADDRESS:
3209 VIRGINIA AVENUE
FORT PIERCE, FL
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT "STEM" CENTER
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 100,000.

RECIPIENT NAME:
MOLLY'S HOUSE
ADDRESS:
430 SE OSCEOLA ST.
STUART, FL 34994
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
THOMAS SERENITY GARDEN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
HOSPICE OF MARTIN &
ST. LUCIE COUNTIES
ADDRESS:
1201 SE INDIAN ST.
STUART, FL 34997
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
COUNSELING CENTER
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 125,000.

RECIPIENT NAME:
YMCA OF THE TREASURE COAST
ADDRESS:
1700 SE MONTEREY RD.
STUART, FL 34996
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT SUMMER PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
BOYS AND GIRLS CLUB OF MARTIN CTY
ADDRESS:
PO BOX 910
HOBE SOUND, FL 33475
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
OPERATIONS EXPANSION AT INDIANTOWN CLUB
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

TOTAL GRANTS PAID: 1,327,000.

FEDERAL FOOTNOTES

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

W AND H THOMAS CHARITABLE TRUST
36-6917007
Balance Sheet
12/31/2013

Bank of America

Cusip	Asset	Units	Basis	Market Value
	Cash/Cash Equivalent	508757.350	508,757 35	508,757.35
00206R102	AT&T INC	4152 000	142,333.84	145,984 32
002824100	ABBOTT LABS	1649 000	39,998 52	63,206 17
00287Y109	ABBVIE INC	1743 000	46,916.92	92,047.83
009158106	AIR PRODS & CHEMS INC	750.000	68,782 76	83,835 00
02209S103	ALTRIA GROUP INC	153 000	2,509 05	5,873 67
025537101	AMERICAN ELEC PWR INC	2571.000	108,581.01	120,168.54
025816109	AMERICAN EXPRESS CO	1598.000	82,839.84	144,986 54
031162100	AMGEN INC	96 000	6,798 55	10,951 68
03523TBN7	ANHEUSER BUSCH INBEV	250000 000	247,385 00	249,475 00
037833100	APPLE INC	350 000	23,593.50	196,357.00
03836W103	AQUA AMERICA INC	3750.000	74,875 50	88,462 50
053015103	AUTOMATIC DATA PROCESSING INC	87 000	3,102 49	7,029 51
06739GBB4	BARCLAYS BK PLC	150000 000	154,855 50	156,124.50
084670702	BERKSHIRE HATHAWAY INC DEL	1500 000	107,015 37	177,840 00
09247X101	BLACKROCK INC	521.000	90,106.73	164,880 87
097023105	BOEING CO	1284 000	76,764 20	175,253 16
110122108	BRISTOL MYERS SQUIBB CO	230 000	6,946 47	12,224 50
12572Q105	CME GROUP INC	70 000	3,528 11	5,492 20
125896100	CMS ENERGY CORP	91 000	1,959 39	2,436 07
126650100	CVS CAREMARK CORP	1600.000	74,449 44	114,512 00
166764100	CHEVRON CORP	92 000	5,691 33	11,491 72
167250109	CHICAGO BRDG & IRON CO N V	1300 000	48,952 80	108,082 00
171232101	CHUBB CORP	767 000	55,697 75	74,115 21
17275R102	CISCO SYS INC	313 000	6,983 73	7,020 59
191216100	COCA COLA CO	2500 000	67,467 07	103,275 00
19248H401	COHEN & STEERS INTL REALTY FUND	21964 549	250,000 00	250,395 86
19765E823	CMG ULTRA SHORT TERM BOND	105576 088	949,240 14	949,129 03
19765L694	COLUMBIA STRATEGIC INCOME FUND	111600 176	673,756 62	660,673 04
19765Y852	COLUMBIA EMERGING MARKETS	26559.616	275,000 00	270,908 08
20030N101	COMCAST CORP	85 000	4,126 84	4,417 02
20825C104	CONOCOPHILLIPS	1834 000	122,122 09	129,572 10
22541LBK8	CREDIT SUISSE FIRST BOSTON USA	50000 000	50,963 50	53,580 50
225434AG4	CREDIT SUISSE USA INC	100000 000	95,920 00	109,331 00

W AND H THOMAS CHARITABLE TRUST
36-6917007
Balance Sheet
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Bank of America

Cusip	Asset	Units	Basis	Market Value
229899109	CULLEN / FROST BANKERS INC	2000 000	111,460.20	148,860 00
244199105	DEERE & CO	850 000	67,520 00	77,630 50
254687106	DISNEY WALT CO	2200 000	71,791 37	168,080.00
25746U109	DOMINION RES INC VA NEW	39.000	1,977 08	2,522.91
25746U604	DOMINION RES INC VA	8000 000	227,411.25	205,920 00
260003108	DOVER CORP	59 000	1,989 42	5,695 86
263534109	DU PONT E I DE NEMOURS & CO	116 000	5,523 53	7,536 52
26441C204	DUKE ENERGY CORP	33.000	2,144 10	2,277.33
268648102	EMC CORP	245.000	6,222 07	6,161 75
277923751	EATON VANCE PARAMETRIC	16404 199	250,000.00	244,094 48
291011104	EMERSON ELEC CO	1260.000	61,306 60	88,426 80
30231G102	EXXON MOBIL CORP	1955 000	115,687 66	197,846 00
314082108	FEDERATED ADJUSTABLE RATE SECS	130082 940	1,275,000 00	1,270,910 32
316773100	FIFTH THIRD BANCORP	200.000	3,576.00	4,206 00
345370860	FORD MTR CO DEL	7000 000	84,839.30	108,010 00
353612781	FRANKLIN FTLG RATE DAILY ACCESS	131323 256	1,199,945.65	1,209,487 19
35671D857	FREEPORT-MCMORAN COPPER &	1500 000	55,064 55	56,610 00
36201SMJ5	GOVERNEMNT NATL MTG ASSN	3677 080	3,725 34	4,060 82
36225ARA0	GOVERNMENT NATL MTG ASSN	502 650	493 55	540 07
369604103	GENERAL ELEC CO	3500.000	36,240 00	98,105 00
36962G4C5	GENERAL ELEC CAP CORP	100000 000	103,884 00	102,023 00
38141G104	GOLDMAN SACHS GROUP INC	800 000	99,308 60	141,808 00
38141GGQ1	GOLDMAN SACHS GROUP INC	200000 000	200,834.00	218,968.00
38259P508	GOOGLE INC	150 000	71,289 45	168,106.50
411511306	HARBOR INTERNATIONAL FUND	4741 584	300,000 00	336,699 88
437076102	HOME DEPOT INC	1902 000	56,703 35	156,610 68
438516106	HONEYWELL INTL INC	100 000	4,626 82	9,137.00
458140100	INTEL CORP	316 000	5,947 03	8,201 78
459200101	INTERNATIONAL BUSINESS MACHS	855 000	104,969 16	160.372 35
459200HL8	INTERNATIONAL BUSINESS MACHS	250000 000	247,265 00	247,890 00
464286509	ISHARES MSCI CANADA	1960 000	40,030 80	57,153 60
464286673	ISHARES MSCI SINGAPORE	4250 000	51,722 50	55,972 50
464287234	ISHARES MSCI EMERGING MARKETS	11000 000	421,366 00	459,745 00
464287325	ISHARES TR	1450 000	62,529 70	124,845 00

W AND H THOMAS CHARITABLE TRUST
36-6917007
Balance Sheet
12/31/2013

Cusip	Asset	Units	Basis	Market Value
464287341	ISHARES TR	1415.000	43,576.95	61,156.30
464287465	ISHARES MSCI EAFE ETF	1200.000	77,106.96	80,514 00
464287473	ISHARES RUSSELL MID-CAP VALUE	12500.000	673,786.45	821,375 00
464287655	ISHARES RUSSELL 2000 ETF	11140.000	855,747 88	1,285,110 40
464288372	ISHARES S&P GLOBAL INFRASTRUC-	5000 000	171,104 50	194,700 00
46429B606	ISHARES MSCI POLAND CAPPED ETF	3795 000	102,972 01	112,635 60
46625H100	J P MORGAN CHASE & CO	3196 000	116,955 83	186,902 08
478160104	JOHNSON & JOHNSON	1601 000	97,887 69	146,635.59
48242W106	KBR INC	2000.000	54,658 60	63,780 00
482480100	KLA-TENCOR CORP	78.000	4,409 09	5,027.88
494368103	KIMBERLY CLARK CORP	1073 000	65,345.86	112,085.58
55616P104	MACYS INC	114 000	5,082.19	6,087 60
57060U605	MARKET VECTORS ETF TR	1045 000	52,275.78	56,942 05
571748102	MARSH & MCLENNAN COS INC	123 000	4,228.21	5,948 28
580135101	MCDONALDS CORP	1334 000	74,495.30	129,438 02
585055106	MEDTRONIC INC	2000 000	81,098.60	114,780 00
58933Y105	MERCK & CO INC	2309 000	96,076 93	115,565 45
59156R108	METLIFE INC	52 000	2,523.54	2,803 84
594918104	MICROSOFT CORP	4377 000	123,622.30	163,743 57
61166W101	MONSANTO CO	800 000	39,020.00	93,240 00
637071101	NATIONAL OILWELL VARCO INC	700 000	55,429 50	55,671 00
65339F101	NEXTERA ENERGY INC	1745 000	92,515.34	149,406 90
66989HAC2	NOVARTIS CAP CORP	150000 000	153,586.50	155,001 00
674599105	OCCIDENTAL PETE CORP DEL	1832 000	161,211.99	174,223 20
68389X105	ORACLE CORP	3000 000	99,828.00	114,780 00
693390700	PIMCO TOTAL RETURN FUND	29650.365	327,935 69	316,962.40
693475105	PNC FINL SVCS GROUP INC	87.000	5,003 60	6,749 46
701094104	PARKER HANNIFIN CORP	32 000	1,284 02	4,116 48
713448108	PEPSICO INC	1200.000	71,901 60	99,528.00
717081103	PFIZER INC	3959 000	77,033 55	121,264 17
718172109	PHILIP MORRIS INTL INC	1176 000	59,079 83	102,464 88
718546104	PHILLIPS 66	58 000	3,585 80	4,473 54
72200Q182	PIMCO ALL ASSET ALL AUTH FUND	104378 479	1,078,687 92	1,033,346 94
73935S105	POWERSHARES DB COMMODITY	2000 000	51,330 00	51,320 00

W AND H THOMAS CHARITABLE TRUST
36-6917007
Balance Sheet
12/31/2013

Bank of America

Cusip	Asset	Units	Basis	Market Value
74144T108	PRICE T ROWE GROUP INC	52 000	1,272 18	4,356.04
74253Q416	PRINCIPAL PFD SECS FUND	76730 080	777,150.43	753,489 39
742718109	PROCTER & GAMBLE CO	1313 000	21,485 36	106,891 33
747525103	QUALCOMM INC	1750 000	90,174.50	129,937.50
74925K581	ROBECO BOSTON PARTNERS LONG/	72967.508	953,685 33	1,052,921.14
749685103	RPM INTL INC	122.000	2,717 09	5,064.22
755111507	RAYTHEON CO	91.000	4,137 15	8,253 70
780259206	ROYAL DUTCH SHELL PLC	87 000	5,627 13	6,200 49
78463V107	SPDR GOLD TR	1275.000	221,748.64	148,053 00
78467Y107	SPDR S&P MIDCAP 400 ETF TR	790 000	81,011.25	192,918 00
806857108	SCHLUMBERGER LTD	2016 000	150,429.01	181,661.76
81369Y886	SELECT SECTOR SPDR TR UTILITIES	4000 000	133,480 00	151,880.00
816851109	SEMPRA ENERGY	35 000	1,960.38	3,141.60
824348106	SHERWIN WILLIAMS CO	48 000	4,146 50	8,808.00
832696405	SMUCKER J M CO	800 000	68,940 00	82,896 00
872540109	TJX COS INC NEW	76 000	2,269 41	4,843 48
87612E106	TARGET CORP	2000 000	111,095 00	126,540 00
882508104	TEXAS INSTRS INC	136 000	4,418 58	5,971 76
887317303	TIME WARNER INC	137 000	4,666 48	9,551 64
89152UAC6	TOTAL CAP	150000.000	152,971 50	155,371 50
902973304	US BANCORP DEL	218 000	6,287 12	8,807 20
911312106	UNITED PARCEL SVC INC	1569 000	100,259 95	164,870 52
913017109	UNITED TECHNOLOGIES CORP	1027.000	54,798 99	116,872 60
918204108	V F CORP	52 000	2,197 64	3,241 68
922908553	VANGUARD REIT	11000 000	725,114 52	710,160 00
92343V104	VERIZON COMMUNICATIONS INC	3361 000	115,308 81	165,159 54
92857W209	VODAFONE GROUP PLC	165 000	6,085.33	6,486 15
931142103	WAL-MART STORES INC	1156 000	57,308 42	90,965 64
94106L109	WASTE MGMT INC DEL	75 000	2,316.14	3,365 25
949746101	WELLS FARGO & CO	3769 000	114,871.44	171,112 60
949746879	WELLS FARGO & CO NEW	8000 000	235,034 41	223,680 00
95709T100	WESTAR ENERGY INC	100 000	2,925 68	3,217 00
961214BH5	WESTPAC BKG CORP	100000 000	100,379 00	104,256 00
976657106	WISCONSIN ENERGY CORP	57 000	1,948 33	2,356 38

W AND H THOMAS CHARITABLE TRUST
36-6917007
Balance Sheet
12/31/2013

Bank of America

Cusip	Asset	Units	Basis	Market Value
97717W281	WISDOMTREE EMERGING MKTS	1000 000	47,883 00	46,090.00
988498101	YUM BRANDS INC	1625 000	60,900.27	122,866.25
B6WC685#3	MEXICAN BONOS DESARR	15600 000	125,157.89	124,713 77
G1151C101	ACCENTURE PLC	1797 000	118,332 67	147,749 34
H0023R105	ACE LTD	44.000	3,414 61	4,555 32
H84989104	TE CONNECTIVITY LTD	3000.000	117,600.30	165,330 00
N53745100	LYONDELLBASELL INDUSTRIES NV	54 000	3,448.88	4,335 12
		Totals:	19,605,762 82	23,089,124 53