Form **990-PF** | **Return of Private Foundation** | OMB No 1545-0052
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.
Department of the Treasury Internal Revenue Service
2013
Open to Public Inspection

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

Name of foundation JOHN & WEEZY GATES CHARITABLE TRUST
C/O JOHN GATES, JR.

A Employer identification number: 36-7193328

Number and street (or P O box number if mail is not delivered to street address): 410 N. MICHIGAN AVENUE
Room/suite: 333

B Telephone number (see instructions): (312) 578-1600

City or town, state or province, country, and ZIP or foreign postal code: CHICAGO, IL 60611

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: ☒ 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) ▶ $ 6,744,752.
J Accounting method ☒ 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	91,111.	85,114.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	197,555.			
	b Gross sales price for all assets on line 6a 1,003,241.				
	7 Capital gain net income (from Part IV, line 2)		197,555.		
	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) ATCH 2	44,124.	44,124.		
	12 **Total.** Add lines 1 through 11	332,790.	326,793.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 3	11,075.	11,075.		
	c Other professional fees (attach schedule) *	5,441.	5,441.		
	17 Interest ATCH 5	16,430.	16,430.		
	18 Taxes (attach schedule) (see instructions) ATCH 6	2,743.	2,743.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	33,634.			33,634.
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 7	14,099.	11,019.		
	24 **Total operating and administrative expenses** Add lines 13 through 23	83,422.	46,708.		33,634.
	25 Contributions, gifts, grants paid	701,732.			701,732.
	26 Total expenses and disbursements Add lines 24 and 25	785,154	46,708.	0	735,366.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-452,364.			
	b Net investment income (if negative, enter -0-)		280,085.		
	c Adjusted net income (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	218,551.	290,453.	290,453.
	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) ATCH 8	666,032.	673,250.	356,500.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 9	4,922,817.	4,888,282.	6,097,799.
	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)	5,807,400.	5,851,985.	6,744,752.
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 ▶ ATCH 10)	848,907.	1,208,245.	
	23 **Total liabilities** (add lines 17 through 22)	848,907.	1,208,245.	
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.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	4,958,493.	4,643,740.	
	30 **Total net assets or fund balances** (see instructions)	4,958,493.	4,643,740.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	5,807,400.	5,851,985.	

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	4,958,493.
2	Enter amount from Part I, line 27a	2	-452,364.
3	Other increases not included in line 2 (itemize) ▶ ATCH 11	3	137,611.
4	Add lines 1, 2, and 3	4	4,643,740.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,643,740.

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 PART IV SCHEDULE			
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				
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
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	197,555.
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	999,888.	6,248,651.	0.160017
2011	720,338.	6,631,307.	0.108627
2010	572,625.	6,027,354.	0.095004
2009	402,367.	5,445,555.	0.073889
2008	455,589.	7,816,419.	0.058286

2 **Total** of line 1, column (d)	2	0.495823
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	0.099165
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	6,687,505.
5 Multiply line 4 by line 3	5	663,166.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,801.
7 Add lines 5 and 6	7	665,967.
8 Enter qualifying distributions from Part XII, line 4	8	735,366.

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	2,801.
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	2,801.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-	5	2,801.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 13,376.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	13,376.
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	10,575.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 10,575. **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		X
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) ▶ IL,			
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 ▶ JOHN GATES, JR. Telephone no ▶ 312-578-1600
Located at ▶ 410 N. MICHIGAN AVENUE, SUITE 333 CHICAGO, IL ZIP+4 ▶ 60611

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)*

		Yes	No
5a	During the year did the foundation pay or incur any amount to		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		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 ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		X

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
ATCH 12		0	0	0

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

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

Total number of other employees paid over $50,000 ▶

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	3,898,618.
b	Average of monthly cash balances	1b	339,234.
c	Fair market value of all other assets (see instructions)	1c	2,551,493.
d	**Total** (add lines 1a, b, and c)	1d	6,789,345.
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	6,789,345.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	101,840.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,687,505.
6	**Minimum investment return.** Enter 5% of line 5	6	334,375.

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	334,375.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,801.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,801.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	331,574.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	331,574.
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	331,574.

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	735,366.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	735,366.
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	2,801.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	732,565.

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				331,574.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 11 ,20 10 ,20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008 ... 65,772.				
b From 2009 ... 130,562.				
c From 2010 ... 273,323.				
d From 2011 ... 402,945.				
e From 2012 ... 690,049.				
f **Total** of lines 3a through e	1,562,651.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 735,366.				
a Applied to 2012, but not more than line 2a				
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				331,574.
e Remaining amount distributed out of corpus	403,792.			
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	1,966,443.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
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)	65,772.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	1,900,671.			
10 Analysis of line 9				
a Excess from 2009 ... 130,562.				
b Excess from 2010 ... 273,323.				
c Excess from 2011 ... 402,945.				
d Excess from 2012 ... 690,049.				
e Excess from 2013 ... 403,792.				

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))

JOHN S. GATES, JR.

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

N/A

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

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

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

N/A

c Any submission deadlines

N/A

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

N/A

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				
ATCH 13				
Total . . . ▶ 3a				701,732.
b Approved for future payment				
Total . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
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	91,111.	
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	197,555.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a OTHER INCOME			14	44,124.	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				332,790.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 332,790.

(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)

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
	N/A		N/A

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

Signature of officer or trustee: [signature] Date: 6/26/14 Title: Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Valerie Sierzega	[signature]	6/25/14		P01378407
Firm's name ▶ WTAS LLC			Firm's EIN ▶ 33-1197384	
Firm's address ▶ 222 WEST ADAMS STREET, SUITE 2250 CHICAGO, IL 60606			Phone no 312-357-3950	

Form **990-PF** (2013)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					2,104.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					18,985.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					3,322.	
		US TRUST #6032 - SEE ATTACHED					VAR	VAR
6.		7.					-1.	
		US TRUST #6057 - SEE ATTACHED					VAR	VAR
9.		10.					-1.	
		US TRUST #6206 - SEE ATTACHED					VAR	VAR
7,377.		4,588.					2,789.	
		US TRUST #6321 - SEE ATTACHED					VAR	VAR
38,741.		30,292.					8,449.	
		US TRUST #6420 - SEE ATTACHED					VAR	VAR
5,384.		4,423.					961.	
		US TRUST #6420 - SEE ATTACHED					VAR	VAR
8,871.		7,002.					1,869.	
		US TRUST #6453 - SEE ATTACHED					VAR	VAR
1,462.		796.					666.	
		US TRUST #6453 - SEE ATTACHED					VAR	VAR
5,774.		4,662.					1,112.	
		US TRUST #6613 - SEE ATTACHED					VAR	VAR
100,000.		93,346.					6,654.	
		US TRUST #6613 - SEE ATTACHED					VAR	VAR
16.		13.					3.	
		JPM #4004 - SEE ATTACHED					VAR	VAR
30,000.		31,314.					-1,308.	
		JPM #6009 - SEE ATTACHED					VAR	VAR
794.		786.					8.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		JPM #6009 - SEE ATTACHED					VAR	VAR
49,206.		48,597.					609.	
		JPM #4004 - SEE ATTACHED					VAR	VAR
3,921.		2,045.					1,876.	
		JPM #4004 - SEE ATTACHED					VAR	VAR
69,550.		51,458.					18,092.	
		JPM #4004 - SEE ATTACHED					VAR	VAR
8.							8.	
		JPM #3006 - SEE ATTACHED					VAR	VAR
21,372.		19,489.					2,711.	
		JPM #3006 - SEE ATTACHED					VAR	VAR
99,514.		69,860.					29,654.	
		JPM #2008 - SEE ATTACHED					VAR	VAR
53,195.		44,173.					9,234.	
		JPM #2008 - SEE ATTACHED					VAR	VAR
193,899.		137,934.					55,965.	
		JPM #1000 - SEE ATTACHED					VAR	VAR
50,073.		46,035.					4,083.	
		JPM #1000 - SEE ATTACHED					VAR	VAR
142,662.		113,521.					29,141.	
		JPM #5001 - SEE ATTACHED					VAR	VAR
774.		786.					-12.	
		JPM #5001 - SEE ATTACHED					VAR	VAR
96,222.		95,640.					582.	
TOTAL GAIN(LOSS)							197,555.	

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US TRUST #0422- DIVIDENDS	2,897.	2,897.
US TRUST #5711- DIVIDENDS	1,034.	1,034.
US TRUST #5885- DIVIDENDS	414.	414.
US TRUST #5935- DIVIDENDS	937.	937.
US TRUST #6617- DIVIDENDS	1,923.	1,923.
US TRUST #6206- DIVIDENDS	2,983.	2,983.
US TRUST #6321- DIVIDENDS	931.	931.
US TRUST #6420- DIVIDENDS	651.	651.
US TRUST #6453- DIVIDENDS	65.	65.
JPM #4004 - DIVIDENDS	1,160.	1,160.
JPM #0002 - DIVIDENDS	4,621.	4,621.
JPM #8005 - DIVIDENDS	5,769.	5,769.
JPM #8000 - DIVIDENDS	5,355.	5,355.
JPM #7002 - DIVIDENDS	1,319.	1,319.
JPM #6009 - DIVIDENDS	13,388.	13,388.
JPM #6004 - DIVIDENDS	10,834.	10,834.
JPM #5006 - DIVIDENDS	2,381.	2,381.
JPM #5001 (85195) - DIVIDENDS	8,576.	8,576.
JPM #5001 (84935) - DIVIDENDS	834.	834.
JPM #4004 - DIVIDENDS	797.	797.
JPM #3006 - DIVIDENDS	2,434.	2,434.
JPM #2008 - DIVIDENDS	3,071.	3,071.
JPM #1000 - DIVIDENDS	8,244.	8,244.
JPM #6008 - DIVIDENDS	195.	195.
US TRUST #6617- NONTAXABLE DIVIDENDS	1,327.	
JPM #8005- NONTAXABLE DIVIDENDS	3,980.	
JPM #4004 - NONTAXABLE DIVIDENDS	690.	
US TRUST #4022- INTEREST	1.	1.
US TRUST #5885- INTEREST	1.	1.
US TRUST #5935- INTEREST	1.	1.
US TRUST #6032- INTEREST	1.	1.
US TRUST #6206- INTEREST	2.	2.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US TRUST #6321- INTEREST	1.	1.
US TRUST #6420- INTEREST	2.	2.
US TRUST #6453- INTEREST	1.	1.
US TRUST #6617- INTEREST	1.	1.
JPM #7007 - INTEREST	3.	3.
JPM #6009 - INTEREST	2.	2.
JPM #4004 - INTEREST	1.	1.
JPM #3006 - INTEREST	3.	3.
JPM #2008 - INTEREST	3.	3.
JPM #1000 - INTEREST	3.	3.
JPM #6008 - INTEREST	2.	2.
VARDEN PACIFIC - INTEREST	4,273.	4,273.
TOTAL	91,111.	85,114.

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US TRUST #5992-OTHER INCOME	3,034.	3,034.
JPM #7007-OTHER INCOME	10,415.	10,415.
JPM #2006 - OTHER INCOME	4,398.	4,398.
WHIPPOORWILL OFFSHORE - PARTNERSHIP INC	27,646.	27,646.
VARDEN PACIFIC - PARTNERSHIP INC	-1,369.	-1,369.
TOTALS	44,124.	44,124.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES - WTAS	11,075.	11,075.		
TOTALS	11,075.	11,075.		

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT FEES - PRESIDIO	5,441.	5,441.
TOTALS	5,441.	5,441.

ATTACHMENT 5

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BANK OF AMERICA INTEREST	2,829.	2,829.
JPM INTEREST	8,021.	8,021.
VARDEN PACIFIC - INTEREST	5,580.	5,580.
TOTALS	16,430.	16,430.

ATTACHMENT 6

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US TRUST #6206 - FOREIGN TAXES	11.	11.
JPM #8000 - FOREIGN TAXES	225.	225.
JPM #7002 - FOREIGN TAXES	350.	350.
JPM #6004 - FOREIGN TAXES	632.	632.
JPM #5001 - FOREIGN TAXES	1,421.	1,421.
JPM #4004 - FOREIGN TAXES	38.	38.
JPM #3006 - FOREIGN TAXES	8.	8.
JPM #1000 - FOREIGN TAXES	43.	43.
TAXES - IL CHARITY BUREAU	15.	15.
TOTALS	2,743.	2,743.

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US TRUST #0422 - BANK FEES	50.	50.
US TRUST #5711 - BANK FEES	50.	50.
US TRUST #5885 - BANK FEES	50.	50.
US TRUST #5992 - BANK FEES	50.	50.
US TRUST #5935 - BANK FEES	50.	50.
US TRUST #6016 - BANK FEES	50.	50.
US TRUST #6032 - BANK FEES	50.	50.
US TRUST #6065 - BANK FEES	50.	50.
US TRUST #6057 - BANK FEES	50.	50.
US TRUST #6206 - BANK FEES	545.	545.
US TRUST #6321 - BANK FEES	581.	581.
US TRUST #6420 - BANK FEES	573.	573.
US TRUST #6453 - BANK FEES	563.	563.
US TRUST #6613 - BANK FEES	50.	50.
US TRUST #6617 - BANK FEES	50.	50.
US TRUST #8345 - BANK FEES	50.	50.
JPM #4004 - BANK FEES	649.	649.
JPM #0002 - BANK FEES	652.	652.
JPM #8005 - BANK FEES	676.	676.
JPM #8000 - BANK FEES	676.	676.
JPM #7007 - BANK FEES	402.	402.
JPM #7002 - BANK FEES	669.	669.
JPM #6009 - BANK FEES	673.	673.
JPM #6004 - BANK FEES	672.	672.
JPM #5006 - BANK FEES	667.	667.
JPM #5001 (85195) - BANK FEES	663.	663.
JPM #5001 (84935) - BANK FEES	639.	639.
JPM #4004 - BANK FEES	271.	271.
JPM #3006 - BANK FEES	268.	268.
JPM #2008 - BANK FEES	287.	287.
JPM #2006 - BANK FEES	2.	2.
JPM #1000 - BANK FEES	291.	291.

ATTACHMENT 7 (CONT'D)

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NONDEDUCTIBLE CONTRIBUTIONS	3,080.	
TOTALS	14,099.	11,019.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DCT INDUSTRIALS	673,250.	356,500.
TOTALS	673,250.	356,500.

ATTACHMENT 9

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED FROM US TRUST		
SEE ATTACHED FROM JP MORGAN	3,596,542.	4,072,389.
ELIOITT INTERNATIONAL	500,000.	1,124,066.
WHITEBOX MULTI-STRATEGY FUND	500,000.	526,569.
WHIPPORWILL OFFSHORE	23,645.	58,422.
VARDEN PACIFIC OPPORTUNITY	268,095.	316,353.
TOTALS	4,888,282.	6,097,799.

ATTACHMENT 10

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION		ENDING BOOK VALUE
LINE OF CREDIT - BOFA		1,208,245.
	TOTALS	1,208,245.

ATTACHMENT 11

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

DESCRIPTION		AMOUNT
PRIOR PERIOD ADJUSTMENT		137,611.
	TOTAL	137,611.

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

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION
JOHN S. GATES, JR. 410 N. MICHIGAN AVENUE, SUITE 333 CHICAGO, IL 60611	TRUSTEE 2.00

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GROTON SCHOOL ALUMNI & DEVELOPMENT OFFICE P O BOX 991 GROTON, MA 01450-0991	NONE PC	GENERAL FUND	5,000
INVEST FOR KIDS 875 NORTH MICHIGAN, SUITE 3400 CHICAGO, IL 60611	NONE PC	GENERAL FUND	4,970
NORTHWESTERN UNIVERSITY LIBRARY 2020 RIDGE AVENUE EVANSTON, IL 60208	NONE PC	GENERAL FUND	2,000
RUSH 1700 W VAN BUREN STREET, SUITE 250 CHICAGO, IL 60612	NONE PC	GENERAL FUND	10,000
SALISBURY SCHOOL 251 CANAAN ROAD SALISBURY, CT 06068	NONE PC	GENERAL FUND	10,000
TRINITY COLLEGE 300 SUMMIT STREET HARTFORD, CT 06106	NONE PC	GENERAL FUND	130,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MILL REEF CLUB FUND CHICAGO, IL	NONE PC	GENERAL FUND	1,000
ST CHRYSOSTOM'S CHURCH 1424 NORTH DEARBORN PARKWAY CHICAGO, IL 60610	NONE PC	GENERAL FUND	20,000
THE CHICAGO LIGHTHOUSE 1850 WEST ROOSEVELT ROAD CHICAGO, IL 60608-1298	NONE PC	GENERAL FUND	5,000
YOUTH GUIDANCE 1 N LASALLE STREET, SUITE 900 CHICAGO, IL 60603	NONE PC	GENERAL FUND	3,400
METROPOLITAN PLANNING COUNCIL 140 SOUTH DEARBORN STREET CHICAGO, IL 60603	NONE PC	GENERAL FUND	10,000
EAGLEBROOK SCHOOL 271 PINE NOOK ROAD P O BOX 7 DEERFIELD, MA 01342	NONE PC	GENERAL FUND	25,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ULI CHICAGO 1700 W IRVING PARK ROAD, SUITE 208 CHICAGO, IL 60613	NONE PC	GENERAL FUND	10,000.
DUNE ACRES CIVIC IMPROVEMENT FOUNDATION INC 1 EAST ROAD DUNE ACRES, IN 46304	NONE PC	GENERAL FUND	1,000
CHILDREN'S HOSPITAL OF CHICAGO 225 EAST CHICAGO AVE BOX 4 CHICAGO, IL 60611	NONE PC	GENERAL FUND	388,750
REHABILITATION INSTITUTE OF CHICAGO WOMEN'S BOARD 345 E SUPERIOR STREET CHICAGO, IL 60611	NONE PC	GENERAL FUND	900.
FRANK LENTZ FOUNDATION 8044 KARLOV AVENUE SKOKIE, IL 60076-3224	NONE PC	GENERAL FUND	1,000
HARRIS SCHOOL ANNUAL FUND 1155 EAST 60TH STREET CHICAGO, IL 60637	NONE PC	GENERAL FUND	5,000

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TOWN OF DUNE ACRES 1 EAST ROAD DUNE ACRES, IN 46304	NONE PC	GENERAL FUND	500
CHICAGO INT'L CHARTER SCHOOL 541 W HAWTHORNE PLACE CHICAGO, IL 60657	NONE PC	GENERAL FUND	5,000
UNIVERSITY OF CHICAGO 410 N MICHIGAN AVE, STE 333 CHICAGO, IL 60611	NONE PC	GENERAL FUND	5,000.
DEPAUL UNIVERSITY 1 E JACKSON BLVD CHICAGO, IL 60604	NONE PC	GENERAL FUND	5,000
WOMEN'S BOARD OF NORTHWESTERN MEMORIAL HOSPITAL 541 N FAIRBANKS CT, STE 800 CHICAGO, IL 60611	NONE PC	GENERAL FUND	5,000
AJC GLOBAL JEWISH ADVOCACY 165 E 56 ST NEW YORK, NY 10022	NONE PC	GENERAL FUND	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICAN ENTERPRISE INSTITUTE FOR PUBLIC POLICY 1150 17TH ST, NW WASHINGTON DC, DC 20036	NONE PC	GENERAL FUND	25,000
CATHOLIC CHARITIES ARCHDIOCESE OF WASHINGTON 924 G ST, NW WASHINGTON DC, DC 20001	NONE PC	GENERAL FUND	200
CHICAGO BOTANIC GARDENS 1000 LAKE COOK RD GLENCOE, IL 60022	NONE PC	GENERAL FUND	300
PUBLIC CHICAGO CHICAGO, IL	NONE PC	GENERAL FUND	212
CHICAGO PUN CHICAGO, IL	NONE PC	GENERAL FUND	1,000
GILDA'S CLUB CHICAGO 537 N WELLS ST CHICAGO, IL 60654	NONE PC	GENERAL FUND	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY LIGGETT 1045 COOK ROAD GROSSE POINTE WOODS, MI 48236	NONE PC	GENERAL FUND	500.
TOWN OF JUPITER ISLAND 2 BRIDGE ROAD HOBE SOUND, FL 33455	NONE PC	GENERAL FUND	1,000
KIPP CHICAGO 1945 S HALSTED STREET, STE 101 CHICAGO, IL 60608	NONE PC	GENERAL FUND	5,000
OUNCE OF PREVENTION 33 WEST MONROE STREET, STE 2400 CHICAGO, IL 60603	NONE PC	GENERAL FUND	5,000
		TOTAL CONTRIBUTIONS PAID	701,732

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at www.irs.gov/form1041.

OMB No 1545-0092

2013

Name of estate or trust: JOHN & WEEZY GATES CHARITABLE TRUST
C/O JOHN GATES, JR.

Employer identification number: 36-7193328

Note: *Form 5227 filers need to complete only Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked	236,975.	211,879.	1,085.	26,181.
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	8.			8.

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	2,104.
6 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back ▶	7	28,293.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked	615,610.	467,927.		147,683.
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked	126,237.	126,971.	6.	-728.
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked				

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	12	18,985.
13 Capital gain distributions	13	3,322.
14 Gain from Form 4797, Part I	14	
15 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back ▶	16	169,262.

Part III Summary of Parts I and II **Caution:** *Read the instructions* ***before*** *completing this part*		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
17 **Net short-term gain or (loss)**	17			28,293.
18 **Net long-term gain or (loss):**				
a Total for year	18a			169,262.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	18b			
c 28% rate gain	18c			
19 **Total net gain or (loss).** Combine lines 17 and 18a ▶	19			197,555.

Note: *If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 18a and 19, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 19, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of a The loss on line 19, column (3) **or** b $3,000	20	( )

Note: *If the loss on line 19, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if*

- *Either line 18b, col (2) or line 18c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col (2) or line 18c, col (2) is more than zero

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			21		
22	Enter the **smaller** of line 18a or 19 in column (2) but not less than zero	22				
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23				
24	Add lines 22 and 23	24				
25	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	25				
26	Subtract line 25 from line 24 If zero or less, enter -0-			26		
27	Subtract line 26 from line 21 If zero or less, enter -0-			27		
28	Enter the **smaller** of the amount on line 21 or $2,450			28		
29	Enter the **smaller** of the amount on line 27 or line 28			29		
30	Subtract line 29 from line 28 If zero or less, enter -0- This amount is taxed at 0% ▶					30
31	Enter the smaller of line 21 or line 26			31		
32	Subtract line 30 from line 26			32		
33	Enter the **smaller** of line 21 or $11,950			33		
34	Add lines 27 and 30			34		
35	Subtract line 34 from line 33 If zero or less, enter -0-			35		
36	Enter the **smaller** of line 32 or line 35			36		
37	Multiply line 36 by 15% ▶					37
38	Enter the amount from line 31			38		
39	Add lines 30 and 36			39		
40	Subtract line 39 from line 38 If zero or less, enter -0-			40		
41	Multiply line 40 by 20% ▶					41
42	Figure the tax on the amount on line 27 Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			42		
43	Add lines 37, 41, and 42			43		
44	Figure the tax on the amount on line 21 Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			44		
45	**Tax on all taxable income** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶					45

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at www irs gov/form8949

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2013

Attachment Sequence No 12A

Name(s) shown on return	Social security number or taxpayer identification number
JOHN & WEEZY GATES CHARITABLE TRUST	36-7193328

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term For long-term transactions, see page 2

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions)

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

- [X] **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- [ ] **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- [ ] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
US TRUST #6420 - SEE ATTACHED	VAR	VAR	5,384.	4,423.			961.
US TRUST #6453 - SEE ATTACHED	VAR	VAR	1,462.	796.			666.
US TRUST #6613 - SEE ATTACHED	VAR	VAR	100,000.	93,346.			6,654.
JPM #6009 - SEE ATTACHED	VAR	VAR	794.	786.			8.
JPM #4004 - SEE ATTACHED	VAR	VAR	3,921.	2,045.			1,876.
JPM #3006 - SEE ATTACHED	VAR	VAR	21,372.	19,489.	W	828.	2,711.
JPM #2008 - SEE ATTACHED	VAR	VAR	53,195.	44,173.	W	212.	9,234.
JPM #1000 - SEE ATTACHED	VAR	VAR	50,073.	46,035.	W	45.	4,083.
JPM #5001 - SEE ATTACHED	VAR	VAR	774.	786.			-12.
2 Totals Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			236,975.	211,879		1,085.	26,181.

Note If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at www.irs.gov/form8949

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
JOHN & WEEZY GATES CHARITABLE TRUST	36-7193328

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required Enter the total directly on Schedule D, line 1a, you are not required to report these transactions on Form 8949 (see instructions)

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

- [ ] **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- [ ] **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- [X] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
JPM #4004 - SEE ATTACHED			8.				8.
2 Totals Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			8.				8.

Note If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
JOHN & WEEZY GATES CHARITABLE TRUST	36-7193328

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

[X] **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

[ ] **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

[ ] **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
US TRUST #6206 - SEE ATTACHED	VAR	VAR	7,377.	4,588.			2,789.
US TRUST #6321 - SEE ATTACHED	VAR	VAR	38,741.	30,292.			8,449.
US TRUST #6420 - SEE ATTACHED	VAR	VAR	8,871.	7,002.			1,869.
US TRUST #6453 - SEE ATTACHED	VAR	VAR	5,774.	4,662.			1,112.
US TRUST #6613 - SEE ATTACHED	VAR	VAR	16.	13.			3.
JPM #6009 - SEE ATTACHED	VAR	VAR	49,206.	48,597.			609.
JPM #4004 - SEE ATTACHED	VAR	VAR	69,550.	51,458.			18,092.
JPM #3006 - SEE ATTACHED	VAR	VAR	99,514.	69,860.			29,654.
JPM #2008 - SEE ATTACHED	VAR	VAR	193,899.	137,934.			55,965.
JPM #1000 - SEE ATTACHED	VAR	VAR	142,662.	113,521.			29,141.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			615,610.	467,927.			147,683.

Note If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
JOHN & WEEZY GATES CHARITABLE TRUST	36-7193328

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

- [ ] **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- [X] **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- [ ] **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
US TRUST #6032 - SEE ATTACHED	VAR	VAR	6.	7.			-1.
US TRUST #6057 - SEE ATTACHED	VAR	VAR	9.	10.			-1.
JPM #4004 - SEE ATTACHED	VAR	VAR	30,000.	31,314.	W	6.	-1,308.
JPM #5001 - SEE ATTACHED	VAR	VAR	96,222.	95,640.			582.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			126,237.	126,971.		6	-728.

Note If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Form **8868** (Rev January 2014) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return
▶ Information about Form 8868 and its instructions is at www irs.gov/form8868.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions GATES CHARITABLE TRUST C/O JOHN GATES, JR.	Employer identification number (EIN) or 36-7193328
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions 410 N. MICHIGAN AVENUE	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions CHICAGO, IL 60611	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . [0][4]

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ JOHN GATES, JR.

Telephone No ▶ 312 578-1600 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ If this is for the whole group, check this box . . . . . . ▶ [ ] If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 20 14 , to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ [X] calendar year 20 13 or

▶ [ ] tax year beginning ________, 20 __, and ending ________, 20 __

2 If the tax year entered in line 1 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

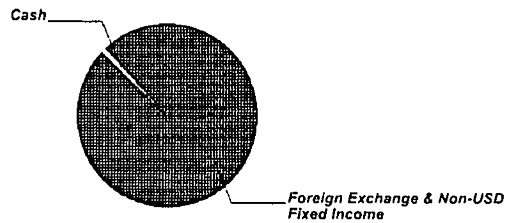
3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 2,801.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 13,376.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 0

Caution If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	95 04	95 04	0 00	1%
Foreign Exchange & Non-USD Fixed Income	122,265 43	121,487 42	(778 01)	99%
Total Value	**$122,360.47**	**$121,582.46**	**($778.01)**	**100%**

Asset Categories



Market Value/Cost	Current Period Value
Market Value	121,582 46
Tax Cost	139,577 54
Unrealized Gain/Loss	(17,995 08)
Estimated Annual Income	6,224 11
Yield	5 11%

Cash & Fixed Income as a percentage of your portfolio - 100%

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months[1]	121,582 46	100%

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

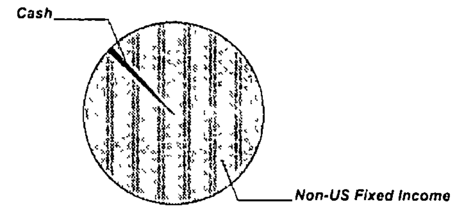
SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	95 04	1%
International Bonds	121,487 42	99%
Total Value	**$121,582.46**	**100%**

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	47 85	47 85	0 00	1%
Non-US Fixed Income	86,632 05	86,289 60	(342 45)	99%
Total Value	**$86,679.90**	**$86,337.45**	**($342.45)**	**100%**

Asset Categories



Market Value/Cost	Current Period Value
Market Value	86,337 45
Tax Cost	92,097 20
Unrealized Gain/Loss	(5,759 75)
Estimated Annual Income	2,071 29
Yield	2 39%

Cash & Fixed Income as a percentage of your portfolio - 100%

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months[1]	86,337 45	100%

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

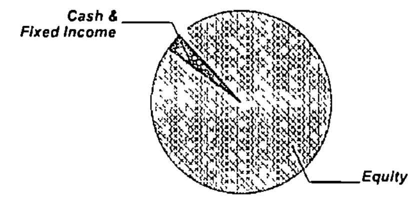
SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	47 85	1%
International Bonds	86,289 60	99%
Total Value	**$86,337.45**	**100%**

Account Summary

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	362,616 65	368,288 95	5,672 30		99%
Cash & Fixed Income	754 78	754 78	0 00	0 07	1%
Market Value	**$363,371 43**	**$369,043.73**	**$5,672.30**	**$0.07**	**100%**

Asset Allocation

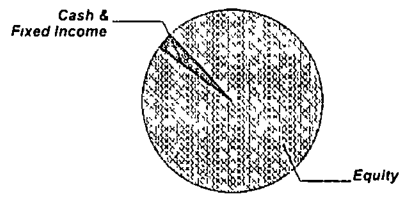


Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	**363,371 43**	**0.00**
Contributions		51,421 37
Withdrawals & Fees		(666 64)
Securities Transferred In		287,572 72
Net Contributions/Withdrawals	**$0.00**	**$338,327.45**
Income & Distributions	2,380 50	2,380 55
Change In Investment Value	3,291 80	28,335 73
Ending Market Value	**$369,043.73**	**$369,043.73**

Account Summary

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	378,543 39	385,194 21	6,650 82	10,493 66	99%
Cash & Fixed Income	89 80	89 80	0 00		1%
Market Value	**$378,633.19**	**$385,284.01**	**$6,650.82**	**$10,493.66**	**100%**

Asset Allocation



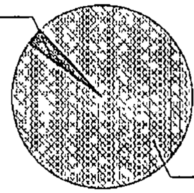
Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	**378,633.19**	**0.00**
Contributions		65,262 05
Withdrawals & Fees		(15,172 27)
Securities Transferred In		264,987 85
Net Contributions/Withdrawals	**$0.00**	**$315,077.63**
Income & Distributions	10,202 41	10,202 43
Change In Investment Value	(3,551 59)	60,003 95
Ending Market Value	**$385,284.01**	**$385,284.01**

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	10,202 41	10,202 41
Interest Income		0 02
Taxable Income	**$10,202.41**	**$10,202.43**

Account Summary

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	339,803 10	348,324 01	8,520 91	4,659 85	99%
Cash & Fixed Income	23 09	23 09	0 00		1%
Market Value	**$339,826.19**	**$348,347.10**	**$8,520.91**	**$4,659.85**	**100%**

Asset Allocation



Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	**339,826.19**	**0.00**
Contributions		11,291 89
Withdrawals & Fees		(11,268 80)
Securities Transferred In		291,591 72
Net Contributions/Withdrawals	**$0.00**	**$291,614.81**
Income & Distributions	968 10	968 10
Change In Investment Value	7,552 81	55,764 19
Ending Market Value	**$348,347.10**	**$348,347 10**

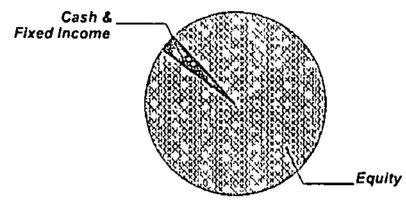
Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	968 10	968 10
Taxable Income	**$968.10**	**$968.10**

	To-Date Value
Unrealized Gain/Loss	**$47,366.03**

Account Summary

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	461,114 92	509,223 13	48,108 21	5,598 78	99%
Cash & Fixed Income	19 06	19 06	0 00		1%
Market Value	**$461,133.98**	**$509,242.19**	**$48,108.21**	**$5,598.78**	**100%**

Asset Allocation



Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	**461,133.98**	**0.00**
Contributions	50,000 00	157,795.18
Withdrawals & Fees		(7,776 24)
Securities Transferred In		383,870 70
Net Contributions/Withdrawals	**$50,000.00**	**$533,889.64**
Income & Distributions	4,124 00	5,130 38
Change In Investment Value	(6,015 79)	(29,777 83)
Ending Market Value	**$509,242.19**	**$509,242.19**

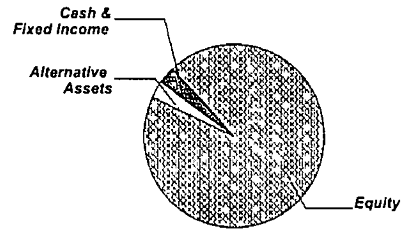
Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	4,124 00	5,130 26
Interest Income		0 12
Taxable Income	**$4,124.00**	**$5,130.38**

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions	105 74	105 74
Realized Gain/Loss	**$105.74**	**$105.74**

Account Summary

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	430,598 55	393,339 35	(37,259 20)	9,600 37	94%
Alternative Assets	0 00	10,412 15	10,412 15	990 00	3%
Cash & Fixed Income	52,006 63	10,737 06	(41,269 57)	2 52	3%
Market Value	**$482,605.18**	**$414,488.56**	**($68,116.62)**	**$10,592.89**	**100%**
Accruals	1,250 68	731 03	(519 65)		
Market Value with Accruals	**$483,855.86**	**$415,219.59**	**($68,636.27)**		

Asset Allocation



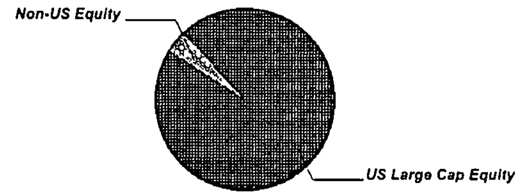
Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	**482,605.18**	**0.00**
Contributions		77,428 47
Withdrawals & Fees	(75,008 19)	(177,024 85)
Securities Transferred In		451,883 58
Net Contributions/Withdrawals	**($75,008.19)**	**$352,287 20**
Income & Distributions	1,354 73	8,247 30
Change In Investment Value	5,536 84	53,954 06
Ending Market Value	**$414,488.56**	**$414,488 56**
Accruals	731 03	731 03
Market Value with Accruals	**$415,219.59**	**$415,219.59**

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	456,713 46	380,963 57	(75,749 89)	89%
Non-US Equity	0 00	17,187 52	17,187 52	4%
Total Value	**$456,713.46**	**$398,151.09**	**($58,562.37)**	**93%**

Market Value/Cost	Current Period Value
Market Value	398,151 09
Tax Cost	273,377 29
Unrealized Gain/Loss	124,773 80
Estimated Annual Income	3,636 90
Accrued Dividends	145 56
Yield	0 91 %

Asset Categories



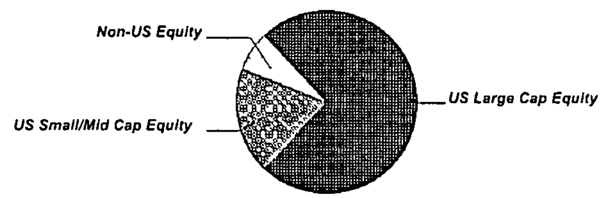
Equity as a percentage of your portfolio - 93 %

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	196,766 35	205,225 95	8,459 60	68%
US Small/Mid Cap Equity	51,302 00	52,195 50	893 50	17%
Non-US Equity	15,719 40	17,043 70	1,324 30	6%
Total Value	**$263,787.75**	**$274,465.15**	**$10,677.40**	**91%**

Market Value/Cost	Current Period Value
Market Value	274,465 15
Tax Cost	183,992 90
Unrealized Gain/Loss	90,472 25
Estimated Annual Income	2,809 55
Accrued Dividends	239 10
Yield	1 02%

Asset Categories

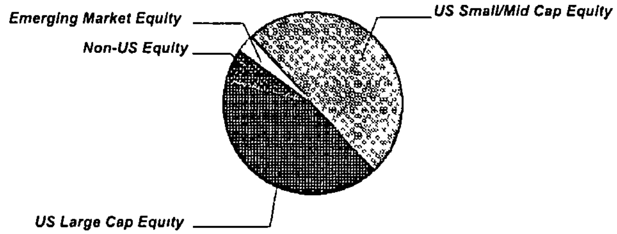


Equity as a percentage of your portfolio - 91 %

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	104,333 00	118,481.50	14,148.50	39%
US Small/Mid Cap Equity	153,934 13	147,623 33	(6,310 80)	48%
Non-US Equity	16,596 00	17,898 83	1,302 83	6%
Emerging Market Equity	8,832 75	10,102 50	1,269 75	3%
Total Value	**$283,695.88**	**$294,106.16**	**$10,410.28**	**96%**

Asset Categories



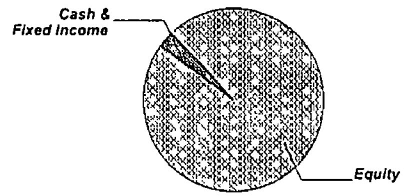
Equity as a percentage of your portfolio - 96 %

Market Value/Cost	Current Period Value
Market Value	294,106 16
Tax Cost	188,534 98
Unrealized Gain/Loss	97,984 76
Estimated Annual Income	632 15
Accrued Dividends	17 50
Yield	0 21%

Account Summary

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	264,207 87	361,759 98	97,552 11	7,309 11	99%
Cash & Fixed Income	68 92	68 92	0 00		1%
Market Value	**$264,276.79**	**$361,828.90**	**$97,552.11**	**$7,309.11**	**100%**
Accruals	0 00	0 03	0 03		
Market Value with Accruals	**$264,276 79**	**$361,828 93**	**$97,552.14**		

Asset Allocation

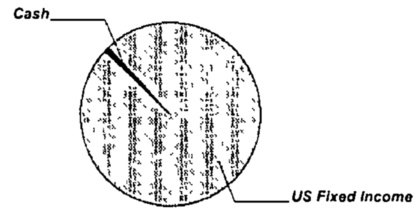


Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	**264,276.79**	**0.00**
Contributions	100,000 00	175,131 58
Withdrawals & Fees		(5,062 70)
Securities Transferred In		194,729 68
Net Contributions/Withdrawals	**$100,000.00**	**$364,798.56**
Income & Distributions	7,154 85	7,154 89
Change In Investment Value	(9,602 74)	(10,124 55)
Ending Market Value	**$361,828.90**	**$361,828.90**
Accruals	0 03	0 03
Market Value with Accruals	**$361,828.93**	**$361,828.93**

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	98 62	98 62	0 00	1%
US Fixed Income	317,814 08	315,352 88	(2,461 20)	99%
Total Value	**$317,912.70**	**$315,451.50**	**($2,461.20)**	**100%**

Asset Categories



Market Value/Cost	Current Period Value
Market Value	315,451 50
Tax Cost	327,037 29
Unrealized Gain/Loss	(11,585 79)
Estimated Annual Income	16,294 20
Yield	5 16%

Cash & Fixed Income as a percentage of your portfolio - 100%

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months[1]	315,451 50	100%

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

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	98 62	1%
Mutual Funds	315,352 88	99%
Total Value	**$315,451.50**	**100%**

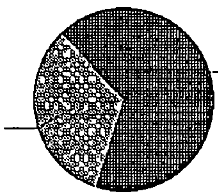
J.P.Morgan

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	75 84	85 88	10 04	2%
US Small/Mid Cap Equity	33 50	38 80	5 30	1%
Total Value	**$109.34**	**$124.68**	**$15.34**	**3%**

Market Value/Cost	Current Period Value
Market Value	124 68

Asset Categories



Equity as a percentage of your portfolio - 3 %

Note ** Unrealized Gain/Loss is shown as "N/A" in cases where we do not have appropriate cost information for all tax lots comprising the position Please contact your J P Morgan team for additional information

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
US Large Cap Equity							
VERINT SYSTEMS INC 92343X-10-0 VRNT	42 94	2 000	85 88	N/A **	N/A		

Account Summary

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	200,970 00	205,870 00	4,900 00	9,366 00	100%
Market Value	**$200,970.00**	**$205,870.00**	**$4,900.00**	**$9,366.00**	**100%**
Accruals	2,380 00	0 00	(2,380 00)		
Market Value with Accruals	**$203,350.00**	**$205,870.00**	**$2,520.00**		

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	**200,970.00**	**0.00**
Contributions		2,020 76
Withdrawals & Fees	(2,380 00)	(6,419 11)
Securities Transferred In		362,485 70
Securities Transferred Out		(156,998 90)
Net Contributions/Withdrawals	**($2,380.00)**	**$201,088.45**
Income & Distributions	2,380 00	4,398 35
Change In Investment Value	4,900 00	383 20
Ending Market Value	**$205,870.00**	**$205,870.00**

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	2,380 00	2,380 00
Taxable Income	**$2,380.00**	**$2,380.00**
Cash Receipts		2,018 35
Other Income & Receipts		**$2,018.35**

	To-Date Value
Unrealized Gain/Loss	**$8,185.00**

1099-B Proceeds from Broker and Barter Exchange Transactions (OMB No. 1545-0715)

A schedule of your net gains and losses is shown below. Although we have shown quantity sold on the sales with either two decimal places, as a whole number, or as a fractional share, all of these amounts will be filed with the IRS as whole numbers per IRS publication 1220. We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends An asterisk symbol (*) next to tax cost indicates that the tax cost has been adjusted for current year's return of capital.

If applicable, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss. However, we have not made adjustments to the cost basis of all partnerships.

Proceeds from Short Term Covered Security Transactions

This category includes transactions that are short-term gain or loss on Form 1099-B, Box 1c. Form 1099-B, Box 6b is checked because this category includes only sales of covered securities. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part I, Box A.

Short Term Covered Security Transactions (Form 8949, Part I, Box A)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition (Box 1b)	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis (Box 3)	Net gain or loss
ICONIX BRAND GROUP INC	ICON	451055107	10	07/24/12	01/02/13	$226.19	$175.25	$50.94
ICONIX BRAND GROUP INC	ICON	451055107	30	07/24/12	01/03/13	$677.31	$525.76	$151 55
ICONIX BRAND GROUP INC	ICON	451055107	20	03/14/12	01/03/13	$451 54	$350.09	$101.45
ICONIX BRAND GROUP INC	ICON	451055107	10	03/14/12	01/04/13	$224.91	$175.05	$49.86
SANDERSON FARMS INC	SAFM	800013104	25	02/28/12	01/04/13	$1,258.68	$1,231.59	$27.09
CENTENE CORP DEL	CNC	15135B101	10	01/03/13	01/23/13	$447 11	$409.81	$37.30
CENTENE CORP DEL	CNC	15135B101	10	12/31/12	01/23/13	$447.10	$404.58	$42.52
CHICAGO BRIDGE & IRON-NY SHR	CBI	167250109	30	07/19/12	02/28/13	$1,650.73	$1,151.16	$499.57
Total short term gain/loss from covered security transactions not subject to wash sale:						$5,383.57	$4,423.29	$960.28

Total short term gain/loss from covered security transactions:	Gross Proceeds	Tax Cost	Gain or Loss	Loss Disallowed	Net Gain or Loss
Report each transaction on Form 8949, Part I, Box A	$5,383.57	$4,423.29	$960.28	$0.00	$960.28

Proceeds from Long Term Covered Security Transactions

This category includes transactions that are long-term gain or loss on Form 1099-B, Box 1c. Form 1099-B, Box 6b is checked because this category includes only sales of covered securities. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part II, Box D.

Long Term Covered Security Transactions (Form 8949, Part II, Box D)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition (Box 1b)	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis (Box 3)	Net gain or loss
COLUMBIA SPORTSWEAR CO	COLM	198516106	10	05/05/11	01/04/13	$535.70	$688 10	$-152.40
POLARIS INDUSTRIES INC NEW	PII	731068102	5	05/05/11	01/07/13	$428.15	$262.30	$165.85
MIDDLEBY CORP	MIDD	596278101	5	05/05/11	01/08/13	$659.90	$447.55	$212.35
POLARIS INDUSTRIES INC NEW	PII	731068102	15	05/05/11	01/08/13	$1,285.22	$786.90	$498 32
MIDDLEBY CORP	MIDD	596278101	5	05/05/11	01/09/13	$659.83	$447.55	$212.28
TRINITY INDUSTRIES INC	TRN	896522109	65	05/05/11	01/24/13	$2,584 62	$2,150.85	$433.77
CHICAGO BRIDGE & IRON-NY SHR	CBI	167250109	30	05/05/11	02/28/13	$1,650 73	$1,129.20	$521.53
URS CORP NEW	URS	903236107	25	05/05/11	02/28/13	$1,067.42	$1,089.25	$-21 83
Total long term gain/loss from covered security transactions not subject to wash sale:						$8,871 57	$7,001.70	$1,869.87

Total long term gain/loss from covered security transactions:	Gross Proceeds	Tax Cost	Gain or Loss	Loss Disallowed	Net Gain or Loss
Report each transaction on Form 8949, Part II, Box D	$8,871.57	$7,001.70	$1,869.87	$0.00	$1,869.87
Total proceeds reported to IRS on Form 1099-B			$14,255.14		

1099-B Proceeds from Broker and Barter Exchange Transactions (OMB No. 1545-0715)

A schedule of your net gains and losses is shown below. Although we have shown quantity sold on the sales with either two decimal places, as a whole number, or as a fractional share, all of these amounts will be filed with the IRS as whole numbers per IRS publication 1220. We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends. An asterisk symbol (*) next to tax cost indicates that the tax cost has been adjusted for current year's return of capital.

If applicable, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss. However, we have not made adjustments to the cost basis of all partnerships.

Proceeds from Short Term Covered Security Transactions

This category includes transactions that are short-term gain or loss on Form 1099-B, Box 1c. Form 1099-B, Box 6b is checked because this category includes only sales of covered securities. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part I, Box A.

Short Term Covered Security Transactions (Form 8949, Part I, Box A)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1c)	Date of acquisition (Box 1b)	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis (Box 3)	Net gain or loss
ACME PACKET INC	APKT	004764106	50	07/31/12	02/05/13	$1,461 60	$796.03	$665 57
Total short term gain/loss from covered security transactions not subject to wash sale:						$1,461 60	$796 03	$665.57

Total short term gain/loss from covered security transactions:	Gross Proceeds	Tax Cost	Gain or Loss	Loss Disallowed	Net Gain or Loss
Report each transaction on Form 8949, Part I, Box A	$1,461.60	$796.03	$665.57	$0.00	$665.57

Proceeds from Long Term Covered Security Transactions

This category includes transactions that are long-term gain or loss on Form 1099-B, Box 1c. Form 1099-B, Box 6b is checked because this category includes only sales of covered securities If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part II, Box D.

Long Term Covered Security Transactions (Form 8949, Part II, Box D)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition (Box 1b)	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis (Box 3)	Net gain or loss
MIPS TECHNOLOGIES INC	MIPS	604567107	50	07/25/11	02/07/13	$400.50	$407 72	$-7.22
MIPS TECHNOLOGIES INC	MIPS	604567107	275	07/27/11	02/07/13	$2,202.75	$2,097.56	$105.19
ARM HLDGS PLC SPONSORED ADR	ARMH	042068106	25	05/09/11	02/20/13	$1,073 54	$723.00	$350 54
ARM HLDGS PLC SPONSORED ADR	ARMH	042068106	50	05/13/11	02/21/13	$2,096.90	$1,433.50	$663.40
Total long term gain/loss from covered security transactions not subject to wash sale:						$5,773.69	$4,661.78	$1,111.91

Total long term gain/loss from covered security transactions:	**Gross Proceeds**	**Tax Cost**	**Gain or Loss**	**Loss Disallowed**	**Net Gain or Loss**
Report each transaction on Form 8949, Part II, Box D	**$5,773.69**	**$4,661.78**	**$1,111.91**	**$0.00**	**$1,111.91**

Total proceeds reported to IRS on Form 1099-B $7,235.29

1099-B Proceeds from Broker and Barter Exchange Transactions (OMB No. 1545-0715)

A schedule of your net gains and losses is shown below. Although we have shown quantity sold on the sales with either two decimal places, as a whole number, or as a fractional share, all of these amounts will be filed with the IRS as whole numbers per IRS publication 1220. We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends. An asterisk symbol (*) next to tax cost indicates that the tax cost has been adjusted for current year's return of capital.

If applicable, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss. However, we have not made adjustments to the cost basis of all partnerships.

Proceeds from Short Term Covered Security Transactions

This category includes transactions that are short-term gain or loss on Form 1099-B, Box 1c. Form 1099-B, Box 6b is checked because this category includes only sales of covered securities. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part I, Box A.

Short Term Covered Security Transactions (Form 8949, Part I, Box A)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition (Box 1b)	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis (Box 3)	Net gain or loss
JPMORGAN ALERIAN MLP INDEX ETN	AMJ	46625H365	400	09/21/12	03/14/13	$17,361.14	$16,205.91	$1,155.23
JPMORGAN ALERIAN MLP INDEX ETN	AMJ	46625H365	904	09/21/12	03/14/13	$39,236.20	$36,625.36	$2,610.84
JPMORGAN ALERIAN MLP INDEX ETN	AMJ	46625H365	500	09/21/12	03/14/13	$21,701.44	$20,257.39	$1,444.05
JPMORGAN ALERIAN MLP INDEX ETN	AMJ	46625H365	500	09/21/12	03/14/13	$21,701.44	$20,257.39	$1,444.05
Total short term gain/loss from covered security transactions not subject to wash sale:						$100,000.22	$93,346.05	$6,654.17

Total short term gain/loss from covered security transactions:	Gross Proceeds	Tax Cost	Gain or Loss	Loss Disallowed	Net Gain or Loss
Report each transaction on Form 8949, Part I, Box A	$100,000.22	$93,346.05	$6,654.17	$0.00	$6,654.17

Proceeds from Long Term Covered Security Transactions

This category includes transactions that are long-term gain or loss on Form 1099-B, Box 1c. Form 1099-B, Box 6b is checked because this category includes only sales of covered securities. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part II, Box D.

Long Term Covered Security Transactions (Form 8949, Part II, Box D)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition (Box 1b)	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis (Box 3)	Net gain or loss
VERINT SYS INC	VRNT	92343X100	0.47	12/09/11	02/25/13	$16.19	$13.04	$3.15
Total long term gain/loss from covered security transactions not subject to wash sale:						$16.19	$13.04	$3.15

	Gross Proceeds	Tax Cost	Gain or Loss	Loss Disallowed	Net Gain or Loss
Total long term gain/loss from covered security transactions:					
Report each transaction on Form 8949 Part II Box D	$16.19	$13.04	$3.15	$0.00	$3.15
Total proceeds reported to IRS on Form 1099-B			$100,016.41		

JPMorgan Chase Bank, N.A.
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800/200-6728

JOHN & WEEZIE GATES CHARITABLE TRUST
JOHN S GATES JR
568 W HAWTHORNE PLACE
CHICAGO, IL 60657
Account Number W 85196-00-9

2013 Proceeds from Broker and Barter Exchange Transactions (Form 1099-B)

OMB No 1545-0715

Copy B For Recipient - (Keep for your records) RECIPIENT'S Identification Number: 36-7193328

Box 1c: Short-Term Covered - Box 6b: Basis Reported to IRS

Box 8 Description	Box 1d Stock or Other Symbol / Cusip	Box 1a Date of sale or exchange / Box 1b Date of acquisition	Box 1e Quantity Sold	Box 2a Stocks, bonds, etc*	Box 2b Check if loss not allowed based on amount in Box 2a	Box 3 Cost or other basis	Box 5 Wash sale loss disallowed	Gain or loss
DOUBLELINE FDS TR	DBLT	03/11/2013	70 199	794 65		786 23		8 42
TTL RTN BD I	258620-10-3	03/13/2012						
Total Short-Term Covered				794.65		786.23		8.42

Department of the Treasury-Internal Revenue Service

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J.P. Morgan

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OMB No 1545-0715

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DOUBLELINE FDS TR	DBLT	03/11/2013	4,346 762	49,205 35		48,596 80		608 55
TTL RTN BD I	258620-10-3	01/27/2012						
Total Long-Term Covered				49,205.35		48,596.80		608.55
Total Long-Term & Short-Term Covered				50,000.00		49,383.03		616.97

Department of the Treasury-Internal Revenue Service

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2013 Proceeds from Broker and Barter Exchange Transactions (Form 1099-B)

OMB No 1545-0715

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Box 1c: Short-Term Covered - Box 6b: Basis Reported to IRS

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ACME PACKET INC	APKT 004764-10-6	04/01/2013 07/31/2012	100 000	2,925 00		1,576 18		1,348 82
NAUTILUS GROUP INC	NLS 63910B-10-2	09/09/2013 11/08/2012	150 000	996 05		468 66		527 39
Total Short-Term Covered				**3,921.05**		**2,044.84**		**1,876.21**

Department of the Treasury-Internal Revenue Service

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ALIGN TECHNOLOGY INC	ALGN 016255-10-1	09/09/2013 05/19/2011	25 000	1,163 72		602 63		561 09
ARM HOLDINGS PLC SPONS ADR	ARMH 042068-10-6	06/07/2013 05/13/2011	25 000	1,006 69		716 75		289 94
ARM HOLDINGS PLC SPONS ADR	ARMH 042068-10-6	06/07/2013 Various	50 000	1,993 21		1,420 88		572 33
ARUBA NETWORKS INC	ARUN 043176-10-6	09/09/2013 05/13/2011	75 000	1,284 72		2,481 75		-1,197 03
AVIAT NETWORKS INC COM	AVNW 05366Y-10-2	09/09/2013 05/13/2011	25 000	63 74		116 25		-52 51
AVIAT NETWORKS INC COM	AVNW 05366Y-10-2	12/24/2013 05/13/2011	25 000	58 81		116 25		-57 44
BOTTOMLINE TECHNOLOGIES DEL INC	EPAY 101388-10-6	09/09/2013 05/13/2011	25 000	692 15		638 00		54 15

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Box 8 Description	Box 1d Stock or Other Symbol / Cusip	Box 1a Date of sale or exchange / Box 1b Date of acquisition	Box 1e Quantity Sold	Box 2a Stocks bonds, etc*	Box 2b Check if loss not allowed based on amount in Box 2a	Box 3 Cost or other basis	Box 5 Wash sale loss disallowed	Gain or loss
CABELA'S INC CL A	CAB 126804-30-1	09/09/2013 05/13/2011	25 000	1,625 97		599 00		1,026 97
CBEYOND INC	CBEY 149847-10-5	09/09/2013 05/13/2011	25 000	163 49		351 25		-187 76
CEVA INC	CEVA 157210-10-5	09/09/2013 05/13/2011	75 000	1,302 72		2,349 11		-1,046 39
CHEESECAKE FACTORY INC	CAKE 163072-10-1	09/09/2013 05/19/2011	50 000	2,120 46		1,563 00		557 46
COMSCORE INC	SCOR 20564W-10-5	09/09/2013 09/19/2011	25 000	696 23		425 01		271 22
DENDREON CORP	DNDN 24823Q-10-7	09/09/2013 05/09/2011	25 000	76 49		989 50		-913 01
DENDREON CORP	DNDN 24823Q-10-7	10/28/2013 Various	100 000	274 48		3,848 15		-3,573 67

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Box 8 Description	Box 1d Stock or Other Symbol Cusip	Box 1a Date of sale or exchange Box 1b Date of acquisition	Box 1e Quantity Sold	Box 2a Stocks, bonds, etc*	Box 2b Check if loss not allowed based on amount in Box 2a	Box 3 Cost or other basis	Box 5 Wash sale loss disallowed	Gain or loss
DTS INC	DTSI 23335C-10-1	09/09/2013 05/19/2011	25 000	509 74		1,120 00		-610 26
ETHAN ALLEN INTERIORS INC	ETH 297602-10-4	09/09/2013 05/13/2011	25 000	695 61		594 50		101 11
GENTHERM INC	THRM 37253A-10-3	09/09/2013 05/09/2011	50 000	869 98		855 50		14 48
INTELIQUENT INC COM	45825N-10-7	09/09/2013 05/19/2011	25 000	213 99		424 75		-210 76
IROBOT CORP	IRBT 462726-10-0	09/09/2013 02/17/2012	25 000	875 48		650 73		224 75
LEAPFROG ENTERPRISES INC	LF 52186N-10-6	09/09/2013 05/19/2011	25 000	245 24		116 00		129 24
LUMBER LIQUIDATORS HLDGS INC COM	LL 55003T-10-7	09/09/2013 08/03/2011	25 000	2,571 95		400 15		2,171 80

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2013 Proceeds from Broker and Barter Exchange Transactions (Form 1099-B)

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Box 1c: Long-Term Covered - Box 6b: Basis Reported to IRS

Box 8 Description	Box 1d Stock or Other Symbol Cusip	Box 1a Date of sale or exchange Box 1b Date of acquisition	Box 1e Quantity Sold	Box 2a Stocks, bonds, etc*	Box 2b Check if loss not allowed based on amount in Box 2a	Box 3 Cost or other basis	Box 5 Wash sale loss disallowed	Gain or loss
MEDIDATA SOLUTIONS INC	MDSO 58471A-10-5	09/09/2013 05/09/2011	25 000	2,336 90		618 25		1,718 65
MEDIDATA SOLUTIONS INC	MDSO 58471A-10-5	11/27/2013 05/09/2011	25 000	2,981 49		618 25		2,363 24
MIDDLEBY CORP	MIDD 596278-10-1	09/09/2013 05/09/2011	25 000	5,070 91		2,241 75		2,829 16
NAUTILUS GROUP INC	NLS 63910B-10-2	09/09/2013 05/13/2011	150 000	996 06		469 50		526 56
NUTRI/SYSTEM INC	NTRI 67069D-10-8	09/09/2013 05/13/2011	25 000	320 24		373 25		-53 01
OPEN TEXT CORP	OTEX 683715-10-6	09/09/2013 05/13/2011	25 000	1,784 21		1,567 00		217 21
PALOMAR MEDICAL TECHNOLOGIES INC	PMTI 697529-30-3	06/26/2013 Various	150 000	1,023 75		1,023 75		

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2013 Proceeds from Broker and Barter Exchange Transactions (Form 1099-B)

OMB No. 1545-0715

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Box 1c: Long-Term Covered - Box 6b: Basis Reported to IRS

Box 8 Description	Box 1d Stock or Other Symbol / Cusip	Box 1a Date of sale or exchange / Box 1b Date of acquisition	Box 1e Quantity Sold	Box 2a Stocks, bonds, etc*	Box 2b Check if loss not allowed based on amount in Box 2a	Box 3 Cost or other basis	Box 5 Wash sale loss disallowed	Gain or loss
PC-TEL INC	PCTI 69325Q-10-5	09/09/2013 05/13/2011	50 000	443 28		361 50		81 78
PLANTRONICS INC NEW	PLT 727493-10-8	09/09/2013 05/13/2011	25 000	1,106 48		943 25		163 23
PLEXUS CORP	PLXS 729132-10-0	09/09/2013 05/09/2011	25 000	864 23		923 00		-58 77
ROSETTA STONE INC	RST 777780-10-7	09/09/2013 05/13/2011	25 000	404 24		370 00		34 24
SELECT COMFORT CORP	SCSS 81616X-10-3	09/09/2013 Various	375 000	9,251 08		6,427 50		2,823 58
SPECTRANETICS CORP	SPNC 84760C-10-7	09/09/2013 05/13/2011	25 000	402 39		154 25		248 14
STRATASYS LTD	SSYS M85548-10-1	07/10/2013 05/19/2011	25 000	2,278 84		1,825 25		453 59

Department of the Treasury-Internal Revenue Service

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J.P.Morgan

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STRATASYS LTD	SSYS	09/09/2013	25 000	2,625 45		1,825 25		800 20
	M85548-10-1	05/19/2011						
STAMPS COM INC	STMP	09/09/2013	25 000	1,095 73		334 25		761 48
	852857-20-0	05/09/2011						
SUPER MICRO COMPUTER INC	SMCI	09/09/2013	25 000	328 49		408 07		-79 58
	86800U-10-4	01/06/2012						
SYNAPTICS INC	SYNA	09/09/2013	25 000	982 08		743 50		238 58
	87157D-10-9	05/19/2011						
TREX INC	TREX	09/09/2013	25 000	1,093 98		446 95		647 03
	89531P-10-5	09/02/2011						
TRIMBLE NAVIGATION LTD	TRMB	09/09/2013	50 000	1,378 61		2,196 00		-817 39
	896239-10-0	05/09/2011						
TW TELECOM INC	TWTC	09/09/2013	50 000	1,451 47		1,127 36		324 11
	87311L-10-4	05/13/2011						

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ULTIMATE SOFTWARE GROUP INC	ULTI 90385D-10-7	09/09/2013 05/19/2011	25 000	3,582 93		1,355 00		2,227 93
VASCO DATA SECURITY INTERNATIONAL INC	VDSI 92230Y-10-4	09/09/2013 05/13/2011	25 000	200 49		284 72		-84 23
VIASAT INC	VSAT 92552V-10-0	09/09/2013 05/19/2011	25 000	1,607 97		1,082 75		525 22
VIROPHARMA INC	VPHM 928241-10-8	09/09/2013 05/09/2011	25 000	781 91		482 75		299 16
VIROPHARMA INC	VPHM 928241-10-8	09/16/2013 05/13/2011	75.000	2,949 98		1,437 75		1,512 23

Department of the Treasury-Internal Revenue Service

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J.P.Morgan

JPMorgan Chase Bank, N.A.
270 Park Avenue, New York, NY 10017-2014

Federal Identification Number: 13-4994650
800/200-6728

JOHN & WEEZIE GATES CHARITABLE TRUST
JOHN S GATES JR
568 W HAWTHORNE PL
CHICAGO, IL 60657
Account Number: W 85194-00-4

2013 Proceeds from Broker and Barter Exchange Transactions (Form 1099-B)

OMB No 1545-0715

Copy B For Recipient - (Keep for your records) RECIPIENT'S Identification Number: 36-7193328

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VIROPHARMA INC	VPHM 928241-10-8	11/11/2013 05/13/2011	75 000	3,701 91		1,437 75		2,264 16
Total Long-Term Covered				**69,549.97**		**51,457.76**		**18,092.21**
Total Long-Term & Short-Term Covered				**73,471.02**		**53,502.60**		**19,968.42**

Department of the Treasury-Internal Revenue Service

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Box 6a: Non Covered - Basis not reported to IRS

Box 8 Description	Box 1d Stock or Other Symbol	Cusip	Box 1a Date of sale or exchange	Box 1e Quantity Sold	Box 2a Stocks, bonds, etc*	Box 2b check if loss not allowed based on amount in Box 2a
CYNOSURE NC CL A	CYNO	232577-20-5	07/03/2013	290	7 46	
Total Non Covered					7.46	

Department of the Treasury-Internal Revenue Service

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J.P. Morgan

Capital Gain and Loss Schedule

Long-Term Non Covered

J&W GATES CHARITABLE TR-PFUIX
Account Number. W 84934-00-4

* Code W indicates Wash Sale
L indicates a Nondeductible Loss other than a Wash Sale
** Ordinary Income O indicates Ordinary Income gain or loss
F indicates Foreign Exchange gain or loss on Capital transactions

Description	Stock and other symbol / Cusip	Code*	Date Acquired / Date Sold	Units	Sales Price	Cost or Other Basis	Adjustments to gain or loss	Gain or Loss Ordinary Income**
PIMCO FOREIGN BOND FUND	PFUI 722005220	W	04/13/11 03/11/13	2,921 130	30,000 00	31,314.51	6.40	-1,308 11
Total Long-Term Non Covered					**30,000.00**	**31,314.51**	**6.40**	**-1,308.11**

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CENTENE CORP	CNC 15135B-10-1	04/23/2013 Various	20 000	940 56		805 34		135 22
CENTENE CORP	CNC 15135B-10-1	07/10/2013 Various	20 000	1,091 34		714 46		376 88
CENTENE CORP	CNC 15135B-10-1	09/10/2013 10/09/2012	10 000	584 43		354 92		229 51
CHICAGO BRIDGE & IRON CO N V	CBI 167250-10-9	07/10/2013 04/03/2013	5 000	303 91		286 65		17 26
CHICAGO BRIDGE & IRON CO N V	CBI 167250-10-9	09/10/2013 04/03/2013	5 000	312 69		286 65		26 04
DARLING INTL INC	DAR 237266-10-1	05/21/2013 Various	45 000	856 33		715 82		140 51
DARLING INTL INC	DAR 237266-10-1	05/22/2013 11/05/2012	15 000	286 35		238 41		47 94

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DARLING INTL INC	DAR 237266-10-1	05/23/2013 11/05/2012	5 000	95 59		79 47		16 12
DARLING INTL INC	DAR 237266-10-1	09/10/2013 11/05/2012	40 000	829 07		635 75		193 32
DARLING INTL INC	DAR 237266-10-1	10/29/2013 09/30/2013	10 000	236 79		209 61		27 18
DIEBOLD INC	DBD 253651-10-3	09/10/2013 Various	65 000	1,907 07		2,087 65	137 35	-43 23
HILL-ROM HOLDINGS, INC	HRC 431475-10-2	09/10/2013 04/03/2013	60 000	2,107 76		2,053 80		53 96
ICONIX BRAND GROUP INC	ICON 451055-10-7	09/10/2013 Various	35 000	1,193 74		1,076 69		117 05
ICONIX BRAND GROUP INC	ICON 451055-10-7	12/10/2013 Various	20 000	783 61		658 57		125 04

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INTREPID POTASH INC	IPI 46121Y-10-2	09/10/2013 Various	135 000	1,894 48		2,576 41	655 34	-26 59
SANDERSON FARMS INC	SAFM 800013-10-4	09/10/2013 Various	15 000	965 08		1,016 41	35 00	-16 33
SMITHFIELD FOODS INC	SFD 832248-10-8	05/29/2013 04/03/2013	40 000	1,298 16		1,021 20		276 96
THOR INDUSTRIES INC	THO 885160-10-1	06/07/2013 Various	40 000	1,824 36		1,483 70		340 66
THOR INDUSTRIES INC	THO 885160-10-1	07/11/2013 04/03/2013	5 000	253 20		180.60		72 60
TRINITY INDUSTRIES INC	TRN 896522-10-9	09/10/2013 Various	75 000	3,376 07		2,783 85		592 22

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URS CORP	URS 903236-10-7	04/11/2013 04/03/2013	5 000	231 53		223 25		8 28
Total Short-Term Covered				21,372.12		19,489.21	827.69	2,710.60

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AFFILIATED MANAGERS GROUP INC	AMG 008252-10-8	04/10/2013 05/05/2011	10 000	1,539 66		1,058 70		480 96
AFFILIATED MANAGERS GROUP INC	AMG 008252-10-8	08/08/2013 05/05/2011	30 000	5,411 57		3,176 10		2,235 47
AFFILIATED MANAGERS GROUP INC	AMG 008252-10-8	08/09/2013 05/05/2011	20 000	3,600 04		2,117 40		1,482 64
AFFILIATED MANAGERS GROUP INC	AMG 008252-10-8	08/13/2013 Various	40 000	7,160 59		3,878 02		3,282 57
AGCO CORP	AGCO 001084-10-2	09/10/2013 05/05/2011	60 000	3,531 54		3,280 54		251 00
BRINKS CO	BCO 109696-10-4	09/10/2013 05/05/2011	75 000	2,003 22		2,299 51		-296 29
CARBO CERAMICS INC	CRR 140781-10-5	09/10/2013 Various	50 000	4,409 96		4,365 08		44 88

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CARBO CERAMICS INC	CRR 140781-10-5	09/16/2013 07/19/2012	10 000	995 20		854 13		141 07
CARBO CERAMICS INC	CRR 140781-10-5	09/18/2013 Various	15 000	1,547 97		1,258 29		289 68
CARBO CERAMICS INC	CRR 140781-10-5	10/31/2013 Various	10 000	1,206 24		806 81		399 43
CARBO CERAMICS INC	CRR 140781-10-5	11/01/2013 05/17/2012	5 000	615 10		402 77		212 33
CENTENE CORP	CNC 15135B-10-1	07/24/2013 04/27/2012	5 000	293 70		200 38		93 32
CENTENE CORP	CNC 15135B-10-1	07/10/2013 04/27/2012	5 000	272 84		200 37		72 47
CENTENE CORP	CNC 15135B-10-1	09/10/2013 05/05/2011	45 000	2,629 95		1,559 21		1,070 74

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CENTENE CORP	CNC 15135B-10-1	10/11/2013 05/05/2011	10 000	658 96		346 49		312 47
CENTENE CORP	CNC 15135B-10-1	10/14/2013 05/05/2011	20 000	1,318 21		692 98		625 23
CHICAGO BRIDGE & IRON CO N V	CBI 167250-10-9	09/10/2013 05/05/2011	60 000	3,752 34		2,258 40		1,493 94
CHICAGO BRIDGE & IRON CO N V	CBI 167250-10-9	10/14/2013 05/05/2011	20 000	1,419 56		752 80		666 76
COLUMBIA SPORTSWEAR CO	COLM 198516-10-6	04/29/2013 05/05/2011	25 000	1,485 61		1,720.25		-234 64
COLUMBIA SPORTSWEAR CO	COLM 198516-10-6	09/10/2013 05/05/2011	30 000	1,763 92		2,064 30		-300 38
DARLING INTL INC	DAR 237266-10-1	09/10/2013 05/05/2011	130 000	2,694 48		1,930 50		763 98

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DARLING INTL INC	DAR 237266-10-1	10/29/2013 05/05/2011	30 000	710 35		445 50		264 85
DARLING INTL INC	DAR 237266-10-1	10/30/2013 05/05/2011	25 000	592 81		371 25		221 56
DARLING INTL INC	DAR 237266-10-1	10/31/2013 05/05/2011	15 000	349 81		222 75		127 06
ICONIX BRAND GROUP INC	ICON 451055-10-7	05/02/2013 03/14/2012	40 000	1,157 91		700 19		457 72
ICONIX BRAND GROUP INC	ICON 451055-10-7	09/10/2013 03/14/2012	80 000	2,728 56		1,400 38		1,328 18
ICONIX BRAND GROUP INC	ICON 451055-10-7	12/10/2013 03/14/2012	35 000	1,371 33		612 66		758 67
KOPPERS HOLDINGS INC	KOP 50060P-10-6	04/29/2013 05/05/2011	15 000	652 86		640 05		12 81

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KOPPERS HOLDINGS INC	KOP 50060P-10-6	04/30/2013 05/05/2011	20 000	876 18		853 40		22 78
KOPPERS HOLDINGS INC	KOP 50060P-10-6	07/10/2013 05/05/2011	5 000	199 83		213 35		-13 52
KOPPERS HOLDINGS INC	KOP 50060P-10-6	07/11/2013 05/05/2011	5 000	201 33		213 35		-12 02
KOPPERS HOLDINGS INC	KOP 50060P-10-6	09/10/2013 05/05/2011	35 000	1,376 53		1,493 45		-116 92
MIDDLEBY CORP	MIDD 596278-10-1	05/09/2013 05/05/2011	5 000	780 36		447 55		332 81
MIDDLEBY CORP	MIDD 596278-10-1	07/11/2013 05/05/2011	5 000	896 09		447 55		448 54
MIDDLEBY CORP	MIDD 596278-10-1	09/10/2013 05/05/2011	15 000	3,107 20		1,342 65		1,764 55

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J.P.Morgan

JPMorgan Chase Bank, N.A.
270 Park Avenue, New York, NY 10017-2014

Federal Identification Number: 13-4994650
800/200-6728

JOHN & WEEZIE GATES CHARITABLE TRUST
JOHN S GATES JR
568 W HAWTHORNE PLACE
CHICAGO, IL 60657
Account Number W 85193-00-6

2013 Proceeds from Broker and Barter Exchange Transactions (Form 1099-B)

OMB No. 1545-0715

Copy B For Recipient - (Keep for your records) RECIPIENT'S Identification Number: 36-7193328

Box 1c: Long-Term Covered - Box 6b: Basis Reported to IRS

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NORDSON CORP	NDSN 655663-10-2	07/10/2013 05/05/2011	5 000	360 05		264 85		95 20
NORDSON CORP	NDSN 655663-10-2	09/10/2013 05/05/2011	25 000	1,792 60		1,324 25		468 35
OGE ENERGY CORP	OGE 670837-10-3	07/11/2013 05/05/2011	45 000	1,588 98		1,155 37		433 61
OGE ENERGY CORP	OGE 670837-10-3	09/10/2013 05/05/2011	50 000	1,756 09		1,283 75		472 34
POLARIS INDUSTRIES INC	PII 731068-10-2	09/10/2013 05/05/2011	25 000	3,026 20		1,311 50		1,714 70
SANDERSON FARMS INC	SAFM 800013-10-4	04/19/2013 Various	20 000	1,156 14		967 43		188 71
SMITHFIELD FOODS INC	SFD 832248-10-8	05/29/2013 Various	170 000	5,517 19		3,815 24		1,701 95

Department of the Treasury-Internal Revenue Service

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SMITHFIELD FOODS INC	SFD 832248-10-8	05/30/2013 05/05/2011	150 000	4,928 51		3,366 00		1,562 51
SMITHFIELD FOODS INC	SFD 832248-10-8	06/04/2013 05/05/2011	40 000	1,317 03		897 60		419 43
SMITHFIELD FOODS INC	SFD 832248-10-8	06/05/2013 Various	110 000	3,616 88		2,296 43		1,320 45
THOR INDUSTRIES INC	THO 885160-10-1	07/11/2013 05/25/2011	5 000	253 19		154 51		98 68
THOR INDUSTRIES INC	THO 885160-10-1	09/10/2013 Various	40 000	2,079 16		1,235 05		844.11
TRINITY INDUSTRIES INC	TRN 896522-10-9	09/10/2013 05/05/2011	40 000	1,800 58		1,323 60		476 98
TRINITY INDUSTRIES INC	TRN 896522-10-9	09/24/2013 05/05/2011	10 000	451 65		330 90		120 75

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TRINITY INDUSTRIES INC	TRN 896522-10-9	09/25/2013 05/05/2011	15 000	678 86		496 35		182 51
URS CORP	URS 903236-10-7	04/11/2013 05/05/2011	10 000	463 05		435 70		27 35
URS CORP	URS 903236-10-7	09/10/2013 05/05/2011	80 000	4,039 40		3,485 60		553 80
URS CORP	URS 903236-10-7	10/18/2013 05/05/2011	25 000	1,376 65		1,089 25		287 40
Total Long-Term Covered				99,514.02		69,860.49		29,653.53
Total Long-Term & Short-Term Covered				120,886.14		89,349.70	827.69	32,364.13

Department of the Treasury-Internal Revenue Service

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2013 Proceeds from Broker and Barter Exchange Transactions (Form 1099-B)

OMB No 1545-0715

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APPLE INC	AAPL 037833-10-0	09/09/2013 Various	17 000	8,609 35		9,390 36		-781 01
APPLE INC	AAPL 037833-10-0	12/03/2013 Various	14 000	7,861 35		6,335 41		1,525 94
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	CTSH 192446-10-2	09/09/2013 04/24/2013	50 000	3,907 47		3,175 86		731 61
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	CTSH 192446-10-2	12/03/2013 Various	75 000	7,054 44		4,756 47		2,297 97
M & T BANK CORP	MTB 55261F-10-4	09/09/2013 07/10/2013	30 000	3,389 97		3,512 60	122 63	
M & T BANK CORP	MTB 55261F-10-4	12/03/2013 07/10/2013	15 000	1,702 78		1,792 60	89 82	
MONSTER BEVERAGE CORP	MNST 611740-10-1	06/13/2013 10/24/2012	35 000	2,160 52		1,660 83		499 69

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PERRIGO CO	PRGO 714290-10-3	09/09/2013 09/04/2013	30 000	3,695 36		3,708 62		-13 26
PERRIGO CO	PRGO 714290-10-3	12/03/2013 09/04/2013	27 000	4,175 72		3,337 76		837 96
PRICELINE COM INC	PCLN 741503-40-3	09/09/2013 10/12/2012	9 000	8,675 58		5,320 34		3,355 24
PRICELINE COM INC	PCLN 741503-40-3	10/09/2013 10/12/2012	2 000	1,962 34		1,182 30		780 04
Total Short-Term Covered				**53,194.88**		**44,173.15**	**212.45**	**9,234.18**

Department of the Treasury-Internal Revenue Service

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AMERICAN EXPRESS CO	AXP 025816-10-9	05/23/2013 05/05/2011	65 000	4,861 58		3,231 47		1,630 11
AMERICAN EXPRESS CO	AXP 025816-10-9	12/03/2013 05/05/2011	50 000	4,239 47		2,485 75		1,753 72
BERKSHIRE HATHAWAY INC DEL CL B	BRK 084670-70-2	09/09/2013 05/05/2011	50 000	5,615 45		4,027 75		1,587 70
BERKSHIRE HATHAWAY INC DEL CL B	BRK 084670-70-2	12/03/2013 05/05/2011	35 000	4,004 66		2,819 43		1,185 23
COACH INC	COH 189754-10-4	12/03/2013 07/16/2012	105 000	5,907 28		5,914 38		-7 10
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	CTSH 192446-10-2	09/04/2013 Various	140 000	10,618 67		10,737 31		-118 64
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	CTSH 192446-10-2	09/09/2013 07/21/2011	25 000	1,953 74		1,836 87		116 87

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CUMMINS INC	CMI 231021-10-6	09/09/2013 06/28/2011	35 000	4,528 95		3,512 17		1,016 78
CUMMINS INC	CMI 231021-10-6	12/03/2013 06/28/2011	20 000	2,609 70		2,006 96		602 74
E M C CORP MASS	EMC 268648-10-2	09/09/2013 Various	260 000	6,944 73		7,097 77		-153 04
E M C CORP MASS	EMC 268648-10-2	12/03/2013 05/05/2011	125 000	2,945 32		3,396 74		-451 42
EXPEDITORS INTERNATIONAL WASHINGTON INC	EXPD 302130-10-9	05/08/2013 08/16/2011	116 000	4,510 52		5,072 08		-561 56
EXPEDITORS INTERNATIONAL WASHINGTON INC	EXPD 302130-10-9	05/09/2013 Various	329 000	12,685 10		13,658 66		-973 56
EXPRESS SCRIPTS HOLDING COMPANY	ESRX 30219G-10-8	09/09/2013 05/05/2011	75 000	4,859 23		4,338 18		521 05

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EXPRESS SCRIPTS HOLDING COMPANY	ESRX 30219G-10-8	12/03/2013 05/05/2011	45 000	3,001 48		2,602 90		398 58
GILEAD SCIENCES INC	GILD 375558-10-3	09/09/2013 05/05/2011	150 000	9,368 98		3,078 37		6,290 61
GILEAD SCIENCES INC	GILD 375558-10-3	11/07/2013 05/05/2011	45 000	2,989 49		923 51		2,065 98
GILEAD SCIENCES INC	GILD 375558-10-3	12/03/2013 05/05/2011	30 000	2,183 53		615 67		1,567 86
GOOGLE INC CL A	GOOG 38259P-50-8	05/20/2013 05/05/2011	10 000	9,174 24		5,353.15		3,821 09
GOOGLE INC CL A	GOOG 38259P-50-8	09/09/2013 05/05/2011	2 000	1,776 82		1,070 63		706 19
GOOGLE INC CL A	GOOG 38259P-50-8	12/03/2013 05/05/2011	6 000	6,320 00		3,211 89		3,108 11

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MONSTER BEVERAGE CORP	MNST 611740-10-1	12/03/2013 10/24/2012	30 000	1,829 84		1,423 57		406 27
NATIONAL-OILWELL VARCO INC	NOV 637071-10-1	12/03/2013 Various	20 000	1,645 28		1,120 25		525 03
PERRIGO CO	PRGO 714290-10-3	12/03/2013 05/05/2011	8 000	1,237 25		687 64		549 61
PERRIGO CO	PRGO 714290-10-3	12/19/2013 05/05/2011	112 000	17,399 16		9,626 96		7,772 20
PRICELINE COM INC	PCLN 741503-40-3	12/03/2013 10/12/2012	3 000	3,532 44		1,773 44		1,759 00
QUALCOMM INC	QCOM 747525-10-3	09/09/2013 05/02/2012	30 000	2,076 89		1,925 02		151 87
QUALCOMM INC	QCOM 747525-10-3	12/03/2013 Various	55 000	4,024 94		3,491 64		533 30

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SCHLUMBERGER LTD	SLB 806857-10-8	09/09/2013 09/22/2011	50 000	4,324 97		3,108 15		1,216 82
SCHLUMBERGER LTD	SLB 806857-10-8	12/03/2013 09/22/2011	15 000	1,312 36		932 44		379 92
SCHWAB CHARLES CORP	SCH 808513-10-5	07/15/2013 Various	405 000	8,755 37		4,769 24		3,986 13
SCHWAB CHARLES CORP	SCH 808513-10-5	09/09/2013 01/04/2012	95 000	2,068 20		1,116 75		951 45
SCHWAB CHARLES CORP	SCH 808513-10-5	10/29/2013 01/04/2012	525.000	12,063.87		6,171 54		5,892 33
VARIAN MEDICAL SYSTEMS INC	VAR 92220P-10-5	09/09/2013 Various	100 000	7,238 97		7,037 50		201 47
VARIAN MEDICAL SYSTEMS INC	VAR 92220P-10-5	12/03/2013 05/05/2011	25 000	1,977 98		1,748 38		229 60

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VERISK ANALYTICS INC CLASS A	VRSK 92345Y-10-6	09/09/2013 08/22/2011	55 000	3,511 73		1,792 53		1,719 20
VERISK ANALYTICS INC CLASS A	VRSK 92345Y-10-6	12/03/2013 08/22/2011	20 000	1,303 24		651 83		651 41
VISA INC CLASS A SHARES	V 92826C-83-9	09/09/2013 05/05/2011	25 000	4,457 19		1,980 62		2,476 57
VISA INC CLASS A SHARES	V 92826C-83-9	12/03/2013 05/05/2011	20 000	4,040 29		1,584 49		2,455 80
Total Long-Term Covered				**193,898.91**		**137,933.63**		**55,965.28**
Total Long-Term & Short-Term Covered				**247,093.79**		**182,106.78**	**212.45**	**65,199.46**

Department of the Treasury-Internal Revenue Service

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JPMorgan Chase Bank, N.A.
270 Park Avenue, New York, NY 10017-2014

Federal Identification Number: 13-4994650
800/200-6728

JOHN & WEEZIE GATES CHARITABLE TRUST
568 W HAWTHORNE PLACE
CHICAGO, IL 60657
Account Number W 85191-00-0

2013 Proceeds from Broker and Barter Exchange Transactions (Form 1099-B)

OMB No 1545-0715

Copy B For Recipient - (Keep for your records) RECIPIENT'S Identification Number 36-7193328

Box 1c: Short-Term Covered - Box 6b: Basis Reported to IRS

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BAXTER INTERNATIONAL INC	BAX 071813-10-9	09/09/2013 04/01/2013	20 000	1,410 17		1,447 80		-37 63
C R BARD INC	BCR 067383-10-9	09/09/2013 04/01/2013	20 000	2,362 36		2,004 00		358 36
CISCO SYSTEMS INC	CSCO 17275R-10-2	06/20/2013 04/01/2013	85 000	2,071 74		1,782 88		288 86
CONOCOPHILLIPS	COP 20825C-10-4	09/09/2013 04/01/2013	25 000	1,720 10		1,516 50		203 60
DEVON ENERGY CORP	DVN 25179M-10-3	09/09/2013 Various	45 000	2,654.50		2,477 05		177 45
DR PEPPER SNAPPLE GROUP INC	DPS 26138E-10-9	12/03/2013 09/16/2013	45 000	2,153 21		2,040 60		112 61
EXPRESS SCRIPTS HOLDING COMPANY	ESRX 30219G-10-8	09/09/2013 06/20/2013	35 000	2,267 26		2,156 11		111 15

Department of the Treasury-Internal Revenue Service

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EXXON MOBIL CORP	XOM 30231G-10-2	09/09/2013 Various	45 000	3,958 31		4,084 40	45 11	-80 98
EXXON MOBIL CORP	XOM 30231G-10-2	12/03/2013 04/01/2013	15 000	1,410 43		1,381 91		28 52
GLAXOSMITHKLINE PLC SPONS ADR	GSK 37733W-10-5	09/09/2013 04/01/2013	45 000	2,268 63		2,110 05		158 58
MICROSOFT CORP	MSFT 594918-10-4	07/30/2013 04/01/2013	190 000	6,021 57		5,426.40		595 17
MOLSON COORS BREWING CO CL B	TAP 60871R-20-9	09/09/2013 04/01/2013	45 000	2,206 31		2,322 90		-116 59
MOLSON COORS BREWING CO CL B	TAP 60871R-20-9	12/03/2013 04/01/2013	20 000	1,072 78		1,032 40		40 38
NORTHROP GRUMMAN CORP	NOC 666807-10-2	08/14/2013 04/01/2013	40 000	3,803 99		2,818 00		985 99

Department of the Treasury-Internal Revenue Service

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TAIWAN SEMICONDUCTOR MANUFACTURING CO LTD SPONS ADR	TSM 874039-10-0	09/09/2013 08/21/2013	170 000	2,934 99		2,692 95		242 04
US BANCORP DEL	USB 902973-30-4	09/09/2013 Various	100 000	3,623 93		3,361 70		262 23
US BANCORP DEL	USB 902973-30-4	12/03/2013 01/31/2013	35 000	1,342 22		1,162 78		179 44
WALMART STORES INC	WMT 931142-10-3	09/09/2013 04/01/2013	30 000	2,207 81		2,274 90		-67 09
WELLS FARGO & CO	WFC 949746-10-1	09/09/2013 Various	105 000	4,364 77		3,765 82		598 95

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WELLS FARGO & CO	WFC 949746-10-1	12/03/2013 01/29/2013	5 000	218 00		175 99		42 01
Total Short-Term Covered				50,073.08		46,035.14	45.11	4,083.05

Department of the Treasury-Internal Revenue Service

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AMERICAN EXPRESS CO	AXP 025816-10-9	09/09/2013 07/21/2011	35 000	2,573 15		1,847 30		725 85
AMERICAN EXPRESS CO	AXP 025816-10-9	12/03/2013 Various	35 000	2,969 43		1,745 60		1,223 83
BARRICK GOLD CORP	ABX 067901-10-8	09/09/2013 Various	125 000	2,404 33		6,047 75		-3,643 42
BAXTER INTERNATIONAL INC	BAX 071813-10-9	09/09/2013 07/21/2011	5 000	352 54		310 70		41 84
BECTON DICKINSON & CO	BDX 075887-10-9	09/09/2013 05/30/2012	20 000	1,991 16		1,470 85		520 31
C R BARD INC	BCR 067383-10-9	09/09/2013 12/16/2011	20 000	2,362 35		1,740 19		622 16
C R BARD INC	BCR 067383-10-9	09/17/2013 Various	50 000	5,959 46		4,318 53		1,640 93

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C R BARD INC	BCR 067383-10-9	09/24/2013 12/14/2011	45 000	5,270 81		3,819 58		1,451 23
CHUBB CORP	CB 171232-10-1	09/09/2013 05/05/2011	25 000	2,139 96		1,616 97		522 99
CHUBB CORP	CB 171232-10-1	12/03/2013 05/05/2011	30 000	2,850 25		1,940 36		909 89
CISCO SYSTEMS INC	CSCO 17275R-10-2	06/20/2013 05/05/2011	105 000	2,559 21		1,843 80		715 41
CISCO SYSTEMS INC	CSCO 17275R-10-2	09/09/2013 Various	70 000	1,672 27		1,191.74		480 53
CONOCOPHILLIPS	COP 20825C-10-4	09/09/2013 07/21/2011	30 000	2,064 11		1,747 48		316 63
CVS CAREMARK CORPORATION	CVS 126650-10-0	12/03/2013 05/05/2011	45 000	2,991 54		1,625 31		1,366 23

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DELL INC	DELL 24702R-10-1	04/23/2013 Various	580 000	7,632 78		9,401 35		-1,768 57
DR PEPPER SNAPPLE GROUP INC	DPS 26138E-10-9	12/03/2013 07/21/2011	20 000	956 98		816 00		140 98
EXXON MOBIL CORP	XOM 30231G-10-2	12/03/2013 07/21/2011	15 000	1,410 42		1,271 40		139 02
GLAXOSMITHKLINE PLC SPONS ADR	GSK 37733W-10-5	09/09/2013 07/21/2011	5 000	252 07		220 15		31 92
GOOGLE INC CL A	GOOG 38259P-50-8	10/18/2013 05/05/2011	15 000	15,003 73		8,030 25		6,973 48
JOHNSON & JOHNSON	JNJ 478160-10-4	09/09/2013 07/21/2011	30 000	2,620 30		1,995 30		625 00
JOHNSON & JOHNSON	JNJ 478160-10-4	09/12/2013 Various	25 000	2,231 43		1,650 45		580 98

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MEDTRONIC INC	MDT 585055-10-6	09/09/2013 05/05/2011	85 000	4,574 62		3,597 20		977 42
MEDTRONIC INC	MDT 585055-10-6	12/03/2013 05/05/2011	45 000	2,583 40		1,904 40		679 00
MICROSOFT CORP	MSFT 594918-10-4	07/30/2013 07/21/2011	25 000	792 31		681 50		110 81
MICROSOFT CORP	MSFT 594918-10-4	09/09/2013 Various	105 000	3,334 74		2,743 50		591 24
MICROSOFT CORP	MSFT 594918-10-4	12/03/2013 05/05/2011	110 000	4,208 52		2,853 40		1,355 12
MOLSON COORS BREWING CO CL B	TAP 60871R-20-9	12/03/2013 07/21/2011	55 000	2,950 14		2,511 85		438 29
NEWMONT MINING CORP	NEM 651639-10-6	11/07/2013 Various	145 000	3,972 31		8,200 12		-4,227 81

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NORTHROP GRUMMAN CORP	NOC 666807-10-2	08/14/2013 07/21/2011	5 000	475 50		329 15		146 35
NORTHROP GRUMMAN CORP	NOC 666807-10-2	09/09/2013 07/21/2011	30 000	2,803 45		1,974 90		828 55
NORTHROP GRUMMAN CORP	NOC 666807-10-2	12/03/2013 Various	35 000	3,926 67		2,253 65		1,673 02
PEPSICO INC	PEP 713448-10-8	09/09/2013 05/05/2011	25 000	1,977 96		1,731 50		246 46
PEPSICO INC	PEP 713448-10-8	12/03/2013 05/05/2011	35 000	2,928 74		2,424 10		504 64
PNC FINANCIAL SERVICES GROUP INC	PNC 693475-10-5	09/09/2013 07/05/2011	35 000	2,545 85		2,091 86		453 99
PNC FINANCIAL SERVICES GROUP INC	PNC 693475-10-5	12/03/2013 07/05/2011	30 000	2,267 36		1,793 02		474 34

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PROCTER & GAMBLE CO	PG 742718-10-9	12/03/2013 05/05/2011	45 000	3,755 18		2,983 05		772 13
SCHWAB CHARLES CORP	SCH 808513-10-5	03/28/2013 09/15/2011	275 000	4,853 94		3,352 53		1,501 41
SCHWAB CHARLES CORP	SCH 808513-10-5	07/31/2013 09/15/2011	175 000	3,887 17		2,133 42		1,753 75
SCHWAB CHARLES CORP	SCH 808513-10-5	09/09/2013 09/15/2011	95 000	2,068 11		1,158 15		909 96
SCHWAB CHARLES CORP	SCH 808513-10-5	12/03/2013 09/15/2011	85 000	2,081.61		1,036 24		1,045.37
SUNTRUST BANKS INC	STI 867914-10-3	12/03/2013 05/05/2011	65 000	2,301 60		1,825 20		476 40
TARGET CORP	TGT 87612E-10-6	09/09/2013 07/21/2011	50 000	3,194 94		2,596 00		598 94

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THE TRAVELERS COMPANIES INC	TRV 89417E-10-9	09/09/2013 05/05/2011	30 000	2,465 95		1,895 70		570 25
TORCHMARK CORP	TMK 891027-10-4	07/18/2013 05/05/2011	20 000	1,385 96		872 80		513 16
TORCHMARK CORP	TMK 891027-10-4	09/09/2013 05/05/2011	30 000	2,138 66		1,309 20		829 46
US BANCORP DEL	USB 902973-30-4	12/03/2013 08/10/2011	20 000	766 99		438 55		328 44
WALMART STORES INC	WMT 931142-10-3	09/09/2013 05/05/2011	5 000	367 97		275 05		92 92
WALMART STORES INC	WMT 931142-10-3	12/03/2013 05/05/2011	50 000	4,040 92		2,750 45		1,290 47

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CHICAGO, IL 60657
Account Number W 85191-00-0

2013 Proceeds from Broker and Barter Exchange Transactions (Form 1099-B)

OMB No 1545-0715

Copy B For Recipient - (Keep for your records) RECIPIENT'S Identification Number 36-7193328

Box 1c: Long-Term Covered - Box 6b: Basis Reported to IRS

Box 8 Description	Box 1d Stock or Other Symbol Cusip	Box 1a Date of sale or exchange Box 1b Date of acquisition	Box 1e Quantity Sold	Box 2a Stocks, bonds etc*	Box 2b Check if loss not allowed based on amount in Box 2a	Box 3 Cost or other basis	Box 5 Wash sale loss disallowed	Gain or loss
WELLS FARGO & CO	WFC 949746-10-1	12/03/2013 Various	40 000	1,743 96		1,153 78		590 18
Total Long-Term Covered				**142,662.81**		**113,521.33**		**29,141.48**
Total Long-Term & Short-Term Covered				**192,735.89**		**159,556.47**	**45.11**	**33,224.53**

Department of the Treasury-Internal Revenue Service

* GROSS PROCEEDSLESS COMMISSIONS AND OPTION PREMIUMS ARE BEING REPORTED
IF APPLICABLE, FEDERALAND STATE INCOME TAX WITHHELD IS PRESENTEDON THE FINAL PAGE OF FORM 1099-B

THIS IS IMPORTANT TAX INFORMATION AND IS BEING FURNISHED TO THE INTERNAL REVENUE SERVICE. IF YOU ARE REQUIRED TO FILE A RETURN, A NEGLIGENCE PENALTY OR OTHER SANCTION MAY BE IMPOSED ON YOU IF THIS INCOME IS TAXABLE AND THE IRS DETERMINES THAT IT HAS NOT BEEN REPORTED.

Capital Gain and Loss Schedule

Short-Term Covered

JOHN & WEEZIE GATES CHAR TR SAMHX
Account Number: W 84935-00-1

* Code W indicates Wash Sale
L indicates a Nondeductible Loss other than a Wash Sale
** Ordinary Income O indicates Ordinary Income gain or loss
F indicates Foreign Exchange gain or loss on Capital transactions

Description	Stock and other symbol / Cusip	Code*	Date Acquired / Date Sold	Units	Sales Price	Cost or Other Basis	Adjustments to gain or loss	Gain or Loss / Ordinary Income**
RIDGEWORTH FDS SEIX HI YLD I	SAMH 76628T645		03/04/13 03/11/13	1.684	17.26	17.21		.05
RIDGEWORTH FDS SEIX HI YLD I	SAMH 76628T645		Various 06/06/13	74.508	756.26	768.61		-12.35
Total Short-Term Covered					**773.52**	**785.82**		**-12.30**

Capital Gain and Loss Schedule

JOHN & WEEZIE GATES CHAR TR SAMHX
Account Number: W 84935-00-1

Long-Term Non Covered

* Code W indicates Wash Sale
L indicates a Nondeductible Loss other than a Wash Sale
** Ordinary Income O indicates Ordinary Income gain or loss
F indicates Foreign Exchange gain or loss on Capital transactions

Description	Stock and other symbol / Cusip	Code*	Date Acquired / Date Sold	Units	Sales Price	Cost or Other Basis	Adjustments to gain or loss	Gain or Loss / Ordinary Income**
RIDGEWORTH FDS SEIX HI YLD I	SAMH 76628T645		04/13/11 03/11/13	4,876.365	49,982.74	49,446.34		536.40
RIDGEWORTH FDS SEIX HI YLD I	SAMH 76628T645		04/13/11 06/06/13	4,555.635	46,239 69	46,194.14		45.55
Total Long-Term Non Covered					**96,222.43**	**95,640.48**		**581.95**

1099-B Proceeds from Broker and Barter Exchange Transactions (OMB No. 1545-0715)

A schedule of your net gains and losses is shown below. Although we have shown quantity sold on the sales with either two decimal places, as a whole number, or as a fractional share, all of these amounts will be filed with the IRS as whole numbers per IRS publication 1220. We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends. An asterisk symbol (*) next to tax cost indicates that the tax cost has been adjusted for current year's return of capital.

If applicable, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss. However, we have not made adjustments to the cost basis of all partnerships.

Proceeds from Long Term Covered Security Transactions

This category includes transactions that are long-term gain or loss on Form 1099-B, Box 1c. Form 1099-B, Box 6b is checked because this category includes only sales of covered securities. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part II, Box D.

Long Term Covered Security Transactions (Form 8949, Part II, Box D)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition (Box 1b)	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis (Box 3)	Net gain or loss
EBAY INC	EBAY	278642103	140	05/05/11	01/15/13	$7,376.88	$4,587.80	$2,789.08
Total long term gain/loss from covered security transactions not subject to wash sale:						$7,376.88	$4,587 80	$2,789.08

Total long term gain/loss from covered security transactions:	Gross Proceeds	Tax Cost	Gain or Loss	Loss Disallowed	Net Gain or Loss
Report each transaction on Form 8949, Part II, Box D	$7,376.88	$4,587.80	$2,789.08	$0.00	$2,789.08
Total proceeds reported to IRS on Form 1099-B			$7,376.88		

1099-B Proceeds from Broker and Barter Exchange Transactions (OMB No. 1545-0715)

A schedule of your net gains and losses is shown below. Although we have shown quantity sold on the sales with either two decimal places, as a whole number, or as a fractional share, all of these amounts will be filed with the IRS as whole numbers per IRS publication 1220. We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends. An asterisk symbol (*) next to tax cost indicates that the tax cost has been adjusted for current year's return of capital.

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Proceeds from Long Term Covered Security Transactions

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Long Term Covered Security Transactions (Form 8949, Part II, Box D)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition (Box 1b)	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis (Box 3)	Net gain or loss
AMERICAN EXPRESS CO	AXP	025816109	5	07/21/11	01/15/13	$303.62	$260.83	$42.79
AMERICAN EXPRESS CO	AXP	025816109	75	05/05/11	01/15/13	$4,554.36	$3,728.63	$825 73
CUMMINS ENGINE INC	CMI	231021106	35	07/21/11	01/15/13	$3,896.43	$3,743.43	$153.00
CUMMINS ENGINE INC	CMI	231021106	40	06/28/11	01/15/13	$4,453.07	$4,013.92	$439.15
GILEAD SCIENCES INC	GILD	375558103	70	05/05/11	01/15/13	$5,444 64	$2,873.14	$2,571.50
SCHWAB CHARLES CORP NEW	SCHW	808513105	445	01/19/12	02/15/13	$7,492.65	$5,602.65	$1,890 00
BERKSHIRE HATHAWAY INC DEL	BRK B	084670702	125	05/05/11	02/25/13	$12,596.46	$10,069.38	$2,527 08
Total long term gain/loss from covered security transactions not subject to wash sale:						$38,741.23	$30,291.98	$8,449.25

Total long term gain/loss from covered security transactions:	Gross Proceeds	Tax Cost	Gain or Loss	Loss Disallowed	Net Gain or Loss
Report each transaction on Form 8949, Part II, Box D	$38,741.23	$30,291.98	$8,449.25	$0.00	$8,449.25

Total proceeds reported to IRS on Form 1099-B $38,741.23

1099-B Proceeds from Broker and Barter Exchange Transactions (OMB No. 1545-0715)

A schedule of your net gains and losses is shown below. Although we have shown quantity sold on the sales with either two decimal places, as a whole number, or as a fractional share, all of these amounts will be filed with the IRS as whole numbers per IRS publication 1220. We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends. An asterisk symbol (*) next to tax cost indicates that the tax cost has been adjusted for current year's return of capital.

If applicable, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss. However, we have not made adjustments to the cost basis of all partnerships.

Proceeds from Long Term Noncovered Security Transactions

This category includes transactions that are long-term gain or loss. Form 1099-B, Box 6a is checked because this category includes only sales of noncovered securities. For sales of noncovered securities we report security description, symbol, cusip, quantity sold, sale date, federal income tax withheld and gross proceeds to the Internal Revenue Service but we do not report acquisition date, tax cost, wash sale loss disallowed and type of gain or loss. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part II, Box E.

Long Term Noncovered Security Transactions (Form 8949, Part II, Box E)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss
SCHWAB FUNDAMENTAL INTL LARGE SFNN X		808509376	0.83	04/13/11	02/20/13	$6.34	$7.15	$-0.81
Total long term gain/loss from noncovered security transactions not subject to wash sale:						$6.34	$7.15	$-0.81

Total long term gain/loss from noncovered security transactions:	Gross Proceeds	Tax Cost	Gain or Loss	Loss Disallowed	Net Gain or Loss
Report each transaction on Form 8949, Part II, Box E	**$6.34**	**$7.15**	**$-0.81**	**$0.00**	**$-0.81**
Total proceeds reported to IRS on Form 1099-B			**$6.34**		

1099-B Proceeds from Broker and Barter Exchange Transactions (OMB No. 1545-0715)

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Proceeds from Long Term Noncovered Security Transactions

This category includes transactions that are long-term gain or loss. Form 1099-B, Box 6a is checked because this category includes only sales of noncovered securities. For sales of noncovered securities we report security description, symbol, cusip, quantity sold, sale date, federal income tax withheld and gross proceeds to the Internal Revenue Service but we do not report acquisition date, tax cost, wash sale loss disallowed and type of gain or loss. If applicable, transactions subject to wash sale are shown separately. If wash sales are not shown separately, your account has no wash sales in this category. For individual taxpayers, these transactions are reportable on Form 8949, Part II, Box E.

Long Term Noncovered Security Transactions (Form 8949, Part II, Box E)

Description (Box 8)	Symbol (Box 1d)	Cusip	Quantity sold (Box 1e)	Date of acquisition	Sale date (Box 1a)	Sales price less commissions (Box 2a)	Cost or other basis	Net gain or loss
LONGLEAF PARTNERS FDS TR INTL	LLIN X	543069405	0.64	04/13/11	02/20/13	$9.62	$10.12	$-0.50
Total long term gain/loss from noncovered security transactions not subject to wash sale:						$9.62	$10.12	$-0.50

Total long term gain/loss from noncovered security transactions:	Gross Proceeds	Tax Cost	Gain or Loss	Loss Disallowed	Net Gain or Loss
Report each transaction on Form 8949, Part II, Box E	$9.62	$10.12	$-0.50	$0.00	$-0.50

Total proceeds reported to IRS on Form 1099-B $9.62