Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation: NEARING CHARITABLE TRUST 8355000037

A Employer identification number: 37-1216723

Number and street (or P.O. box number if mail is not delivered to street address): REGIONS BANK TRUST DEPT PO BOX 2886

Room/suite:

B Telephone number (see instructions): 251-690-1024

City or town, state or province, country, and ZIP or foreign postal code: MOBILE, AL 36652-2886

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 4,821,550.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) ________ *(Part I, column (d) must be on cash basis)*

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 ▶ [X] if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	30.	30.		STMT 1
4	Dividends and interest from securities	37,197.	38,193.		STMT 2
5a	Gross rents	146,264.	146,264.		
b	Net rental income or (loss) 127,317.				
6a	Net gain or (loss) from sale of assets not on line 10	97,647.			
b	Gross sales price for all assets on line 6a 1,912,732.				
7	Capital gain net income (from Part IV, line 2)		97,647.		
8	Net short-term capital gain				
9	Income modifications				
10 a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	4,718.			STMT 3
12	**Total.** Add lines 1 through 11	285,856.	282,134.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	27,414.	21,931.		5,483.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 4	800.	NONE	NONE	800.
c	Other professional fees (attach schedule) STMT 5	5,937.	5,937.		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 6	3,511.	129.		
19	Depreciation (attach schedule) and depletion	NONE	10.		
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 7	18,977.	18,962.		15.
24	**Total operating and administrative expenses.** Add lines 13 through 23	56,639.	46,969.	NONE	6,298.
25	Contributions, gifts, grants paid	229,353.			229,353.
26	**Total expenses and disbursements** Add lines 24 and 25	285,992.	46,969.	NONE	235,651.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-136.			
b	**Net investment income** (if negative, enter -0-)		235,165.		
c	**Adjusted net income** (if negative, enter -0-)				

16

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	60,374.	34,216.	34,216.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule) STMT 8	172,837.	334,570.	332,484.
b	Investments - corporate stock (attach schedule) STMT 9	711,497.	691,755.	780,227.
c	Investments - corporate bonds (attach schedule) STMT 19	718,634.	600,499.	596,623.
11	Investments - land, buildings, and equipment basis ▶ 778,620.			
	Less accumulated depreciation (attach schedule) ▶ 10.	778,620.	778,610.	3,078,000.
12	Investments - mortgage loans			
13	Investments - other (attach schedule)			
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	2,441,962.	2,439,650.	4,821,550.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, ▶ ☒ **check here and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds	2,441,962.	2,439,650.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	2,441,962.	2,439,650.	
31	**Total liabilities and net assets/fund balances** (see instructions)	2,441,962.	2,439,650.	

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	2,441,962.
2	Enter amount from Part I, line 27a	2	-136.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 22	3	118.
4	Add lines 1, 2, and 3	4	2,441,944.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 23	5	2,294.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,439,650.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,912,732.		1,815,085.	97,647.
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				97,647.
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 97,647.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . . 3

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	185,543.	4,798,618.	0.038666
2011	126,611.	4,805,087.	0.026349
2010	128,569.	4,369,145.	0.029427
2009	116,174.	2,822,620.	0.041158
2008	124,643.	2,907,929.	0.042863

2	**Total** of line 1, column (d)	2	0.178463
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	0.035693
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,853,988.
5	Multiply line 4 by line 3	5	173,253.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,352.
7	Add lines 5 and 6	7	175,605.
8	Enter qualifying distributions from Part XII, line 4	8	235,651.

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	2,352.
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	2,352.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	2,352.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 4,237.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	4,237.
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	1,885.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 1,885. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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 ▶ REGIONS BANK TRUST DEPT Telephone no. ▶ (251)690-1024			
	Located at ▶ 11 N. WATER STREET, 25TH FLOOR, MOBILE, AL ZIP+4 ▶ 36602			
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**		

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
REGIONS BANK ONE INDIANA SQUARE, INDIANAPOLIS, IN 46204	TRUSTEE 1	27,414.	-0-	-0-

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

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

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

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,849,907.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	3,078,000.
d	**Total** (add lines 1a, b, and c)	1d	4,927,907.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,927,907.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	73,919.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,853,988.
6	**Minimum investment return.** Enter 5% of line 5	6	242,699.

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	242,699.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,352.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,352.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	240,347.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	240,347.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	240,347.

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	235,651.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	235,651.
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	2,352.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	233,299.

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				240,347.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			229,354.	
b Total for prior years 20 11 ,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008 NONE				
b From 2009 NONE				
c From 2010 NONE				
d From 2011 NONE				
e From 2012 NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 235,651.				
a Applied to 2012, but not more than line 2a			229,354.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				6,297.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				234,050.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2009 NONE				
b Excess from 2010 NONE				
c Excess from 2011 NONE				
d Excess from 2012 NONE				
e Excess from 2013 NONE				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

Check here ▶ [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.

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
UNITED STATES CHESS TRUST C/O BARBARA DEMARO PO BOX 838 WALLKILL NY 12589	NONE	PC	CHARITABLE	6,881.
MACON CO HISTORICAL SOC 5580 NORTH FORK ROAD DECATUR IL 62521	NONE	PC	HISTORICAL PRESERVATION	22,935.
ILLINOIS MASONIC HOME WM J WARMOTH GENERAL CO 600 JACKSON AVE CHARLESTON IL 61920	NONE	PC	CHARITABLE HOUSING	68,806.
WESTMINSTER PRESBYTERIAN CHURCH 1360 W MAIN ST DECATUR IL 62522	NONE	PC	RELIGIOUS ACTIVITIES	22,935.
MACON COUNTY IL CONSERVATION DIST. C/O KATHY 3939 NEARING LANE DECATUR IL 62521	NONE	SO I	CONSERVATION-ROCK SPRINGS	84,861.
DECATUR AUDUBON SOCIETY C/O BILL KORETKE 6754 W. ROCK SPRINGS ROAD DECATUR IL 62522	NONE	PC	WILDLIFE PRESERVATION	22,935.
Total . . . . ▶ 3a				229,353.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	30.	
4 Dividends and interest from securities			14	37,197.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	127,317.	
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	97,647.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b FEDERAL TAX REFUND			14	4,718.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				266,909.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 266,909.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Julie S Chmka | 05/13/2014 | TRUST OFFICER

Signature of officer or trustee | Date | Title

REGIONS BANK, 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
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no.	

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
NEARING CHARITABLE TRUST 8355000037	37-1216723

DESCRIPTION OF PROPERTY
231 E STATE HWY 105 CERRO GORDO, IL 6181

[ ] Yes [ ] No Did you actively participate in the operation of the activity during the tax year?

TYPE OF PROPERTY: 4 - COMMERCIAL

RENTAL INCOME		146,264.	
OTHER INCOME:			
TOTAL GROSS INCOME			146,264.
OTHER EXPENSES:			
INSURANCE		2,328.	
TAXES		15,982.	
OTHER EXPENSES		627.	
DEPRECIATION (SHOWN BELOW)	10.		
LESS: Beneficiary's Portion			
AMORTIZATION			
LESS: Beneficiary's Portion			
DEPLETION			
LESS Beneficiary's Portion			
TOTAL EXPENSES			18,947.
TOTAL RENT OR ROYALTY INCOME (LOSS)			127,317.
Less Amount to			
Rent or Royalty			
Depreciation			
Depletion			
Investment Interest Expense			
Other Expenses			
Net Income (Loss) to Others			
Net Rent or Royalty Income (Loss)			127,317.
Deductible Rental Loss (if Applicable)			

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
SEE STATEMENT									
Totals									10.

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER DEDUCTIONS

OTHER RENTAL EXPENSES	627.
	627.

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INTEREST		30.	30.
	TOTAL	30.	30.

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST		37,197.	38,193.
	TOTAL	37,197.	38,193.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FEDERAL TAX REFUND		4,718.
	TOTALS	4,718.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	800.			800.
TOTALS	800.	NONE	NONE	800.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES-SUBJECT T	5,937.	5,937.
TOTALS	5,937.	5,937.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	61.	61.
FEDERAL ESTIMATES - PRINCIPAL	3,450.	
FOREIGN TAXES ON QUALIFIED FOR		14.
FOREIGN TAXES ON NONQUALIFIED		54.
TOTALS	3,511.	129.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
RENT AND ROYALTY EXPENSES	18,937.		
IL AG 990 FILING FEE	15.		15.
ADR FEES	25.	25.	
RENTAL EXPENSES		18,937.	
TOTALS	18,977.	18,962.	15.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FNMA 5% 3/15/16	23,737.	44,634.	43,963.
US TREASURY N/B 2.625%11/15/20	7,414.	15,650.	16,260.
US TREAS INFL .625% 7/15/21	12,942.	23,635.	23,142.
FHLM 2.875% 2/9/15	24,577.	44,137.	43,228.
FHLM 1% 7/30/14	11,145.	20,187.	20,100.
US TREAS 4.125% 5/15/15	4,370.	8,593.	8,426.
US TREAS 1.375% 11/30/15	88,652.	177,734.	177,365.
TOTALS	172,837.	334,570.	332,484.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
GE CAP CORP 6.10% PREFERRED	26,190.		
AMERICAN EUROPACIFIC GR F-2	82,859.		
ARTISAN FDS INC SM CAP INV CL	22,575.		
BUFFALO SMALL CAP FUND	18,698.		
ARTISAN FDS INC MID CAP INV SH	20,948.		
THORNBURG INT VALUE FD CL	85,220.		
ALLERGAN INC	5,466.		
AMERICAN EXPRESS CORP	5,394.		
APACHE CORP	9,158.		
AUTO DESK INC		868.	1,258.
BLACKROCK INC	3,722.		
BROADCOM CORP CL A	7,654.		
CVS/CAREMARK CORP	4,931.	2,551.	5,368.
CHEVRON CORP	10,178.	2,801.	3,123.
CISCO SYSTEMS INC	7,358.		
EMC CORP MASS	3,086.		
EMERSON ELECTRIC CO	3,979.		
EXXON MOBIL CORP	6,648.	4,487.	5,060.
GENERAL ELECTRIC CO	6,840.		
GOLDMAN SACHS GROUP INC		4,721.	5,141.
GOOGLE INC CL A	4,622.	4,622.	8,966.
INTEL CORP	5,466.		
JP MORGAN CHASE & CO	6,672.	5,570.	7,485.
JOHNSON & JOHNSON	6,089.	3,592.	5,587.
JUNIPER NETWORKS INC	4,122.		
LAB CORP AMER HLDGS	5,694.		
MERCK & CO INC	5,058.		
MONSANTO CO	5,415.		
NEXTRA ENERGY INC	5,265.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ORACLE CORP	6,686.	2,167.	2,946.
PEPSICO INC	6,113.		
PRAXAIR INC	6,122.		
PROCTOR & GAMBLE CO	6,495.		
PRUDENTIAL FINANCIAL INC	8,044.	1,420.	2,674.
QUALCOMM INC	6,855.	4,462.	6,163.
SCHLUMBERGER LTD	7,811.	4,872.	5,587.
STATE STREET CORP		1,875.	1,982.
STRYKER CORP	7,677.		
TEXAS INSTRS INC	8,147.		
THERMO FISHER SCIENTIFIC INC	6,524.	1,692.	3,786.
3M CO	7,073.	1,670.	2,945.
TRAVLERS COMPANIES INC	6,384.	2,748.	4,165.
UNITED TECHNOLOGIES	3,720.	2,903.	4,324.
VERIZON COMMUNICATIONS	5,386.	1,573.	1,671.
VISA INC - CLASS A SHRS	3,905.	5,507.	6,680.
HIGH MARK GENEVA MID CAP GRWTH	20,737.		
IVY ASSET STRATEGY FD I	36,257.	37,532.	49,788.
ANADARKO PETROLEUM	6,568.		
APPLE INC	11,823.	7,528.	8,415.
BAXTER INTL	5,868.		
DANAHER CORP DEL	7,064.	6,201.	8,646.
HJ HEINZ CO	10,006.		
JOHNSON CTLS INC	7,732.	2,116.	2,719.
LOWE'S COMPANIES	5,067.		
MCDONALDS CORP	7,418.	1,391.	1,455.
METLIFE INC	7,899.	2,955.	4,421.
OCCIDENTAL PETE CORP	7,862.	2,284.	2,473.
TARGET CORP	6,353.	2,463.	2,657.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
WELLS FARGO & CO	11,089.	5,250.	6,946.
XCEL ENERGY INC	6,139.		
ACCENTURE PLA - CL A	6,276.		
ISHARES GOLD TRUST	36,134.		
JP MORGAN CHASE & CO ALEDRIAN	34,956.		
AT&T INC		2,143.	2,110.
AARON'S INC		731.	764.
ABAXIS INC		2,723.	2,641.
ABBOTT LABS		3,389.	3,718.
ACTIVISION BLIZZARD INC		1,191.	1,212.
ADVISORY BOARD CO		1,018.	1,082.
AGILENT TECHNOLOGIES INC		1,063.	1,315.
AKAMAI TECHNOLOGIES INC		1,469.	1,510.
ALLEGHENY TECHNOLOGIES INC		894.	1,176.
AMERICAN TOWER CORP CL A		2,034.	2,315.
AMERISOURCEBERGEN CORP		1,117.	1,336.
AMPHENOL CORP CL A		3,573.	4,102.
ANSLYS INC		6,976.	6,976.
APTARGROUP INC		1,899.	2,170.
CR BARD INC		1,047.	1,205.
BIO-RAD LABORATORIES INC CL A		968.	989.
BLACKBAUD INC		1,284.	1,393.
BORG WARNER INC		1,795.	2,125.
BOSTON PROPERTIES INC		1,231.	1,204.
BROWN & BROWN INC		2,855.	2,700.
CBRE GROUP INC		1,630.	1,867.
CSX CORP		1,547.	1,755.
CABOT CORP		679.	822.
CITRIX SYSTEM INC		3,029.	2,657.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
CLARCOR INC		1,708.	1,995.
COACH INC		969.	1,010.
COCA-COLA ENTERPRISES INC		1,665.	1,942.
COGNIZANT TECH SOLUTIONS CL A		2,125.	2,928.
COHEN & STEERS INC		1,442.	1,642.
COMCAST CORP SPECIAL CL A		3,242.	3,741.
COMPUTER PROGRAMS & SYSTEMS		2,845.	3,091.
COPART INC		3,582.	4,032.
COSTCO WHOLESALE CORP		3,577.	3,571.
COVANCE INC		4,660.	4,931.
CUMMINS INC		1,948.	2,256.
D R HORTON INC		1,867.	2,187.
DARDEN RESTAURANTS INC		996.	1,087.
DAVITA HEALTHCARE PARTNERS INC		3,633.	4,056.
WALT DISNEY CO		1,671.	2,368.
EASTMAN CHEMICAL CO		1,932.	1,937.
EATON VANCE CORP COM NON VTG		1,509.	1,583.
ECHOSTAR CORPORATION		1,038.	1,193.
ECHOLAB INC		4,185.	4,692.
EXPONET INC		3,978.	4,636.
EXPRESS SCRIPTS HOLDING CO		8,946.	9,763.
FMC TECHNOLOGIES INC		4,254.	4,177.
FACTSET RESH SYSTEM INC		3,088.	3,040.
FEDERATED INVS INC PA CL B		3,056.	3,110.
FIDELITY NATIONAL INFORMATION		1,382.	1,610.
FLUOR CORP		5,204.	6,423.
FOSSIL GROUP INC		3,436.	3,358.
FRANKLIN RESOURCES		2,314.	2,713.
GATX CORP		1,286.	1,461.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
GENERAL DYNAMICS CORP		1,218.	1,338.
GENERAL MILLS INC		4,039.	3,843.
GLOBAL PMTS INC		815.	1,105.
HAEMONETICS CORP		3,082.	3,033.
HELIX ENERGY SOLUTIONS GROUP		1,871.	1,669.
HENRY JACK & ASSOC INC		3,896.	4,618.
HITTITE MICROWAVE CORP		3,298.	3,333.
HONEYWELL INTERNATIONAL INC		2,475.	3,107.
IDEXX LABS CORP		3,123.	3,404.
INTEGRYS ENERGY GROUP INC		1,501.	1,306.
INTERCONTINENT'L EXCHANGE GRP		1,993.	2,474.
INTERNAT'L BUSINESS MACHINES		3,391.	3,376.
INTUIT INC		1,887.	2,290.
INTUITIVE SURGICAL INC		4,681.	4,609.
JOY GLOBAL INC		1,112.	1,345.
KEYCORP		1,288.	1,423.
LANDSTAR SYS INC		1,868.	2,011.
LAUDER ESTEE COS INC CL A		4,073.	4,595.
LINCOLN ELEC HLDGS INC		958.	1,141.
LOCKHEED MARTIN CORP		6,087.	7,284.
MEAD JOHNSON NUTRITION COMPANY		4,647.	4,942.
MEDNAX, INC MEDNAX		1,178.	1,281.
MORNINGSTAR INC		2,181.	2,187.
MURPHY OIL CORP		717.	779.
MURPHY USA INC		154.	166.
NATIONAL INSTRS CORP		2,422.	2,786.
NETAPP INC		3,550.	3,497.
NEWFIELD EXPL CO		738.	764.
ONEOK INC NEW		680.	808.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
OWENS & MINOR INC		3,763.	3,875.
PPG INDS INC		4,195.	4,931.
PFIZER INC		6,316.	6,585.
POOL CORPORATION		2,503.	2,674.
PROGRESSIVE CORP OHIO		1,106.	1,173.
RLI CORP		2,466.	2,921.
RPC INC		1,569.	1,928.
RAYMOND JAMES FINL INC		1,365.	1,618.
RBC BEARINGS INC		1,703.	2,052.
REINSURANCE GROUP OF AMERICA		1,279.	1,471.
REPUBLIC SVCS INC CL A		1,684.	1,627.
ROLLINS INC		1,380.	1,666.
ROPER INDS INC NEW		4,039.	4,438.
ST JUDE MED INC		1,965.	2,292.
SALESFORCE.COM INC		3,347.	4,139.
CHARLES SCHWAB CORP NEW		4,915.	5,772.
SCOTTS MIRACLE-GRO CO		1,054.	1,244.
SEALED AIR CORP NEW		1,724.	1,975.
SIRONA DENTAL SYSTEMS INC		1,068.	1,123.
SNAP ON INC		1,717.	1,971.
SOUTHERN COPPER CORPORATION		985.	1,062.
STANLEY BLACK & DECKER		1,705.	1,614.
STARBUCKS CORP		5,146.	5,566.
STERICYCLE INC		4,529.	4,531.
SYNOPSYS INC		1,043.	1,136.
TJX COS INC NEW		2,330.	2,868.
TECHNE CORP		3,244.	3,976.
THOR INDS INC		1,036.	1,049.
TORO CO		2,814.	3,689.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
URS CORP NEW		779.	901.
UNITED PARCEL SERVICE INC CL		2,800.	3,363.
VALSPAR CORP		1,857.	1,925.
WHITING PETROLEUM CORP		1,130.	1,361.
WHOLE FOODS MKT INC		4,161.	4,337.
XILINX INC		1,605.	1,607.
NABORS INDUSTRIES LTD		839.	934.
ABB LTD SPON ADR		2,407.	2,895.
ADIDAS AG		2,569.	2,872.
ASTELLAS PHARMA INC UNSP ADR		1,249.	1,363.
AUSTRALIA & NEW ZEALAND BKG GR		2,020.	2,220.
BHP BILLITON PLC SPONS ONE ADR		3,656.	3,976.
BP PLC SPONSORED ADR ONE ADR		1,575.	1,847.
BNP PARIBAS SPONSORED ADR		1,271.	1,444.
BANCO BRADESCO BANCO BRADESCO		1,139.	1,153.
BANCO SANTANDER SA ADR ONE ADR		1,509.	1,614.
BANK OF CHINA LTD-UNSPON ADR		1,511.	1,704.
BARCLAYS PLC SPONSORED ADR ONE		1,024.	1,142.
BAYER A G SPONSORED ADRS ONE		2,447.	2,950.
BAYERISHE MOTOREN WERKE BMW		1,440.	1,801.
CANADIAN PACIFIC RAILWAY LTD		2,827.	3,480.
COMPASS GROUP PLC SPON ADR NEW		2,151.	2,501.
CREDIT SUISSE GROUP SPONSORED		1,502.	1,521.
DEUTSCHE TELEKOM AG-SPON ADR		1,262.	1,439.
DEUTSCHE POST AG		1,532.	1,935.
DR REDDYS LABS LTD		695.	780.
ENI S P A EACH ADR REPRS 10		1,226.	1,309.
ENAGAS UNSPON ADR		1,195.	1,283.
FRESENIUS MED CARE AG & CO		1,257.	1,388.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
GRUPO FINANCIERO BANORTE-SPON		1,644.	1,709.
HSBC HOLDINGS PLC SPONS ADR		1,418.	1,433.
HUTCHISON WHAMPOA LTD UNSPONS		1,798.	2,012.
IND & COMM BK OF CHINA UNSPONS		948.	1,014.
ING GROEP N V SPONSORED ADR		1,266.	1,541.
ITOCHU CORP UNSPON		2,597.	2,595.
KOC HOLDINGS AS UNSPON ADR		1,363.	1,208.
KOREA ELECTRIC POWER CORP SPON		1,829.	2,242.
LVMH MOET HENNESSY LOUIS VUITT		2,105.	2,083.
LENOVO GROUP LTD ADR		2,800.	3,600.
MAGNA INT'L INC CL A		1,583.	1,723.
MAKITA CORP		1,505.	1,523.
METHANEX CORP		1,387.	1,718.
MITSUBISHI UF J FINL GRP-ADR		1,438.	1,523.
NESTLE SA-SPONS ADR		3,920.	4,112.
NETEASE, INC ADR		1,225.	1,572.
NIPPON TELEG & TEL CORP SPONS		2,389.	2,461.
NISSAN MOTOR CO LTD SPONSORED		1,967.	1,531.
LUKOIL SPONSORED ADR 1 ADR		2,370.	2,545.
PTT EXPLOATION & PR SP ADR		883.	790.
PRUDENTIAL PLC ADR		1,815.	2,205.
ROCHE HOLDINGS LTD SPONSORED		2,526.	2,802.
ROLLS-ROYCE HOLDINGS PLC SPONS		1,243.	1,478.
ROYAL BANK OF CANADA		1,794.	1,950.
SK TELECOM LTD SPONSORED ADR		1,686.	1,871.
SAMPO OYJ-A SHS-UNSP ADR		1,536.	1,723.
SANOFI		2,826.	2,896.
SAP AG ONE ADR REPRS 1/12TH		1,806.	2,091.
SEVEN & I HOLDINGS CO LTD		2,906.	3,023.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SINGAPORE TELECOMMUNICATIONS		1,240.	1,189.
SOCIETE GENERALE FRANCE SPONS		1,390.	1,547.
STATOIL ASA-SPON ADR		1,738.	1,979.
SWEDBANK AB		1,297.	1,494.
SWISS RE LTD-SPN ADR		1,416.	1,661.
TAIWAN SEMICONDUCTOR MFG LTD		1,759.	1,849.
TECHTRONIC INDUSTRIES COMPANY		1,939.	2,142.
TELENOR ASA -ADS		1,605.	1,716.
TENARIS SA-ADR		1,162.	1,136.
TENCENT HOLDINGS LTD UNSPONSOR		1,584.	2,169.
TOKIO MARINE HOLDINGS-ADR		987.	1,003.
TOYOTA MOTOR CORP SPON ADR		3,083.	2,926.
UNICHARM CORPORATION-SPN ADR		1,595.	1,576.
UNILEVER N V N Y SHS NEW ONE		1,341.	1,368.
UNITED OVERSEAS BK LTD SPONSOR		960.	942.
VODAFONE GROUP PLC SP ADR		1,383.	1,769.
THE WEIR GROUP PLC SP ADR		1,257.	1,236.
ACCENTURE PLC SEDOL		7,213.	8,469.
COVIDIEN PLC SEDOL		1,623.	1,839.
DELPHI AUTOMOTIVE PLC		1,921.	2,105.
GENPACT LIMITED		3,017.	2,866.
SEADRILL LTD		2,297.	2,136.
ACE LTD		2,330.	2,692.
TYCO INTERNATIONAL LTD		2,494.	2,873.
ASML HOLDINGS NV-NY REG SHS		1,819.	1,874.
CORE LABORATORIES N V		3,742.	4,774.
THE ARBITRAGE FUND - I		68,753.	68,807.
CREDIT SUISSE CUSHING 30 MLP		45,915.	49,345.
VIRTUS EMERGING MKTS OPPORT-I		23,130.	21,138.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
TOTALS	711,497.	691,755.	780,227.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FEDERATED GNMA TR INST SHRS 16	93,070.		
DODGE & COX INC FD #147	125,726.		
PIMCO ALL ASSET FD INSL CL	55,159.	67,576.	67,530.
TEMPELTON GLOBAL BOND FD	74,318.	87,678.	87,001.
FHLM CORP POOL 5% 7/1/35	5,589.	3,465.	3,450.
FHLM CORP POOL 4% 8/1/25	5,356.	3,410.	3,404.
FHLM CORP POOL 3.5% 8/1/26	6,074.	3,998.	3,987.
FNMA POOL 4% 3/1/26	8,973.	5,786.	5,838.
FNMA POOL 4.5% 6/1/41	3,879.	2,911.	2,907.
FNMA POOL 5% 6/1/35	5,740.	3,493.	3,517.
FNMA POOL 6% 5/1/38	39,684.	20,490.	20,835.
FNMA POOL 3.5% 9/1/25	8,236.	5,585.	5,633.
AT&T INC 5.6% 5/15/18	7,684.	15,686.	15,899.
ABBOTT LABS 5.125% 4/1/19	3,219.	7,852.	7,914.
BARCLAYS BANK PLC 3.9% 4/7/15	4,148.	8,318.	8,327.
CATERPILLAR INC 7.9% 12/15/18	3,816.	15,426.	15,040.
CITIGROUP INC 6% 12/13/13	4,369.		
CREDIT SUISSE NY 5.5% 5/1/14	9,877.	16,944.	16,261.
GENERAL ELECTRIC CO 5% 2/1/13	4,264.		
GENERAL ELECT CAP 5.3% 2/11/21	4,083.	7,440.	7,830.
GOLDMAN SACHS GRP 7.5% 2/15/19	4,667.	7,176.	7,308.
GOLDMAN SACHS GRP 6% 5/1/14	4,402.	8,488.	8,143.
INTEL CORP 3.3% 10/1/21	3,983.	7,989.	7,948.
JP MORGAN CHASE 6.3% 4/23/19	4,433.	7,996.	8,262.
MERRILL LYNCH 6.875% 4/25/18	4,459.	8,028.	8,277.
MORGAN STANLEY 4.2% 11/20/14	8,355.	16,624.	16,509.
ONTARIO PROV OF 1.375% 1/27/14	8,973.	15,989.	16,012.
ORACLE CORP 5.75% 4/15/18	4,480.	7,977.	8,089.
PFIZER INC 6.2% 3/15/19	4,590.	4,590.	4,742.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
QUEBEC PROV 4.875% 5/5/14	8,792.	16,945.	16,250.
TARGET CORP CALL 5.375% 5/1/17	4,483.	7,892.	7,868.
TEVA PHARMA FIN 1.7% 11/10/14	5,001.		
TOYOTA MOTOR CRD 3.4% 9/15/21	3,990.	8,024.	8,121.
VERIZON COMM 5.55% 2/15/16	4,441.		
WACHOVIA CORP 5.75% 6/15/17	4,437.	7,881.	7,985.
THE OSTERWEIS STRAT FD CL I	74,414.		
FHLM 4.5% 1/1/38	3,144.	1,905.	1,877.
FHLM 4.5% 5/1/39	3,308.	1,962.	1,958.
FHLM 4% 10/1/41	3,737.	2,717.	2,637.
FNMA 5.5% 4/1/34	2,968.	1,646.	1,664.
FNMA 4% 6/1/39	3,809.	2,365.	2,303.
FNMA 4.5% 11/1/33	4,095.	2,615.	2,585.
BHP BILLITON FIN 1%	8,990.	16,049.	16,088.
CHEVRON CORP 1.104%	5,019.	7,967.	7,824.
CISCO SYSTEMS 5.5%	3,441.	7,867.	7,701.
INTL BUS MACHINES 1.95%	9,320.	15,510.	15,410.
ROYAL BK OF CAN 1.2%	7,001.	11,983.	11,890.
MUTUALHEDGE FRONTIER LEG-I	36,638.		
FNMA 3% 1/01/27		3,558.	3,526.
FNMA 4% 6/01/42		3,552.	3,533.
FNMA 3.5% 11/01/42		1,788.	1,782.
FNMA 3.5% 3/01/41		3,622.	3,411.
AMERICAN EXP CRED CORP 2.75%		8,333.	8,279.
APPLE INC 1% 5/03/18		7,875.	7,736.
CITIGROUP INC 1.25% 1/15/16		8,031.	8,027.
IVY HIGH INCOME FUND CL I		42,952.	42,986.
PRINCIPAL PREFERRED SECURITIES		46,545.	44,519.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
	TOTALS	718,634.	600,499.	596,623.

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

DESCRIPTION	AMOUNT
OID INCOME	94.
ROUNDING - SALES	17.
ROUNDING - ASSET BASIS	7.
TOTAL	118.

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

DESCRIPTION	AMOUNT
RETURN OF CAPITAL - BROADCOM	53.
CAPITAL EXPENDITURE	2,225.
RETURN OF CAPITAL - BARCLAY'S	6.
DEPLETION	10.
TOTAL	2,294.

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

MONTH	LINE 1a-FMV SECURITIES	LINE 1b-FMV CASH BALANCES	LINE 1c-FMV OTHER ASSETS
JANUARY	1,746,466.		3,078,000.
FEBRUARY	1,750,659.		3,078,000.
MARCH	1,881,016.		3,078,000.
APRIL	1,888,742.		3,078,000.
MAY	1,884,674.		3,078,000.
JUNE	1,847,315.		3,078,000.
JULY	1,885,297.		3,078,000.
AUGUST	1,849,529.		3,078,000.
SEPTEMBER	1,887,505.		3,078,000.
OCTOBER	1,914,635.		3,078,000.
NOVEMBER	1,919,504.		3,078,000.
DECEMBER	1,743,547.		3,078,000.
TOTAL	22,198,889.		36,936,000.
AVERAGE FMV	1,849,907.		3,078,000.

RENT AND ROYALTY SUMMARY

PROPERTY	TOTAL INCOME	DEPLETION/ DEPRECIATION	OTHER EXPENSES	ALLOWABLE NET INCOME
231 E STATE HWY 105	146,264.	10.	18,937.	127,317.
TOTALS	146,264.	10.	18,937.	127,317.

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2013

Attachment Sequence No **179**

Name(s) shown on return: NEARING CHARITABLE TRUST 8355000037

Identifying number: 37-1216723

Business or activity to which this form relates: 231 E STATE HWY 105 CERRO GORDO, IL 6181

Part I Election To Expense Certain Property Under Section 179

Note: *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2014 Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property Instead, use Part V.*

Part II Special Depreciation Allowance and Other Depreciation (**Do not** include listed property.) (See instructions.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (**Do not** include listed property) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2013	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property	See Detail					
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	11/18/2013	2,225.	27 5 yrs.	MM	S/L	10.
			27.5 yrs.	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C - Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	10.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

JSA **For Paperwork Reduction Act Notice, see separate instructions.**
3F0931 1 000

Form **4562** (2013)

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable*

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.*)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions) **25**								
26 Property used more than 50% in a qualified business use.								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use:								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 . . . . **28**								
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1 . . . . **29**								

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
30 Total business/investment miles driven during the year (**do not** include commuting miles) . . .												
31 Total commuting miles driven during the year .												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions).

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.)		

Note: *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.*

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2013 tax year (see instructions).					
43 Amortization of costs that began before your 2013 tax year **43**					
44 **Total.** Add amounts in column (f). See the instructions for where to report **44**					

Description of Property

231 E STATE HWY 105 CERRO GORDO, IL 6181

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus. %	179 exp. reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
FURNACE	11/18/2013	2,225.	100.000			2,225		10.	SL	MM	27.500				10.
Less: Retired Assets															
Subtotals		2,225.				2,225.		10.							10.

Listed Property

Asset description	Date placed in service	Unadjusted Cost or basis	Bus. %	179 exp. reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
Less. Retired Assets															
Subtotals															
TOTALS		2,225.				2,225		10							10

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
TOTALS							

*Assets Retired

JSA
3X9024 1 000