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**Return of Private Foundation**

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

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OMB No 1545-0052

**2013**

Open to Public Inspection

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

Name of foundation **W. PAUL MILLS & THORA J. MILLS MEMORIAL FOUNDATION 14079-00**

A Employer identification number  
**37-1432256**

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

B Telephone number (see instructions)

**106 SOUTH MAIN STREET, STE 16**

**330-384-7301**

City or town, state or province, country, and ZIP or foreign postal code

**AKRON, OH 44308**

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:

☒ 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) **\$ 1,378,341.**

J Accounting method:

☒ Cash

☐ Accrual

☐ Other (specify)

(Part I, column (d) must be on cash basis.)

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 ☐

**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)
1 Contributions, gifts, grants, etc., received (attach schedule) . . . . .				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B . . . . .				
3 Interest on savings and temporary cash investments . . . . .				
4 Dividends and interest from securities . . . . .	31,288.	31,288.		STMT 1
5a Gross rents . . . . .				
b Net rental income or (loss) . . . . .				
6a Net gain or (loss) from sale of assets not on line 10 . . . . .	29,026.			
b Gross sales price for all assets on line 6a . . . . .	323,287.			
7 Capital gain net income (from Part IV, line 2) . . . . .		29,026.		
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) . . . . .				
12 Total. Add lines 1 through 11 . . . . .	60,314.	60,314.		
13 Compensation of officers, directors, trustees, etc. . . . .	23,003.	11,502.		11,502.
14 Other employee salaries and wages . . . . .				
15 Pension plans, employee benefits . . . . .				
16a Legal fees (attach schedule) . . . . .				
b Accounting fees (attach schedule) STMT 3 . . . . .	1,187.	1,187.	NONE	NONE
c Other professional fees (attach schedule) . . . . .				
17 Interest . . . . .				
18 Taxes (attach schedule) (see instructions) STMT 4 . . . . .	739.	486.		
19 Depreciation (attach schedule) and depletion . . . . .				
20 Occupancy . . . . .				
21 Travel, conferences, and meetings . . . . .				
22 Printing and publications . . . . .				
23 Other expenses (attach schedule) . . . . .				
24 Total operating and administrative expenses . . . . .				
Add lines 13 through 23 . . . . .	24,929.	13,175.	NONE	11,502.
25 Contributions, gifts, grants paid . . . . .	47,765.			47,765.
26 Total expenses and disbursements Add lines 24 and 25 . . . . .	72,694.	13,175.	NONE	59,267.
27 Subtract line 26 from line 12 . . . . .				
a Excess of revenue over expenses and disbursements . . . . .	-12,380.			
b Net investment income (if negative, enter -0-) . . . . .		47,139.		
c Adjusted net income (if negative, enter -0-) . . . . .				

NE 8

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing . . . . .				
	2	Savings and temporary cash investments . . . . .				
	3	Accounts receivable ▶ . . . . .				
		Less allowance for doubtful accounts ▶ . . . . .				
	4	Pledges receivable ▶ . . . . .				
		Less allowance for doubtful accounts ▶ . . . . .				
	5	Grants receivable . . . . .				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	7	Other notes and loans receivable (attach schedule) ▶ . . . . .				
		Less allowance for doubtful accounts ▶ . . . . .				
	8	Inventories for sale or use . . . . .				
	9	Prepaid expenses and deferred charges . . . . .				
	10 a	Investments - U S and state government obligations (attach schedule) . . . . .				
	b	Investments - corporate stock (attach schedule) . . . . .				
	c	Investments - corporate bonds (attach schedule) . . . . .				
	11	Investments - land, buildings, and equipment basis ▶ . . . . .				
	Less accumulated depreciation ▶ (attach schedule) . . . . .					
12	Investments - mortgage loans . . . . .					
13	Investments - other (attach schedule) . . . . .	1,195,789.	1,160,253.	1,378,341.		
14	Land, buildings, and equipment basis ▶ . . . . .					
	Less accumulated depreciation ▶ (attach schedule) . . . . .					
15	Other assets (describe ▶ . . . . .)					
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	1,195,789.	1,160,253.	1,378,341.		
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 ▶ <b>CASH OVERDRAFT</b> . . . . .)				
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted . . . . .				
	25	Temporarily restricted . . . . .				
	26	Permanently restricted . . . . .				
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds . . . . .	1,195,789.	1,160,253.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	1,195,789.	1,160,253.		
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	1,195,789.	1,160,253.		

**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	1,195,789.
2	Enter amount from Part I, line 27a . . . . .	2	-12,380.
3	Other increases not included in line 2 (itemize) ▶ <b>ROUNDING</b> . . . . .	3	4.
4	Add lines 1, 2, and 3 . . . . .	4	1,183,413.
5	Decreases not included in line 2 (itemize) ▶ <b>FUNDS TRANSFERRED TO ACCOUNT IN ERROR RETURNED IN</b> . . . . .	5	23,160.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	1,160,253.

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**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)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 323,287.		294,261.	29,026.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
<b>a</b>			29,026.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>			<b>2</b>	29,026.	
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>			<b>3</b>		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

**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	69,170.	1,307,732.	0.052893
2011	73,793.	1,321,008.	0.055861
2010	62,609.	1,302,702.	0.048061
2009	70,857.	1,240,917.	0.057101
2008	79,904.	1,424,718.	0.056084
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.270000
<b>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</b>			<b>3</b> 0.054000
<b>4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5</b>			<b>4</b> 1,319,498.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 71,253.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 471.
<b>7 Add lines 5 and 6</b>			<b>7</b> 71,724.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8</b> 59,267.

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 <input type="checkbox"/> and enter "N/A" on line 1 . . . . .		1	943.
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		2	
3 Add lines 1 and 2 . . . . .		3	943.
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	943.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013 . . . . .	6a	422.	
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	422.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	521.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .		10	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> NONE Refunded <input type="checkbox"/>		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? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . 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		X
c Did the foundation file Form 1120-POL for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities.		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 . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> OH		
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. . . . .	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. . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses. . . . .		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) . . . . .	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . .	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .	13	X	
Website address <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> FIRSTMERIT BANK, NA Telephone no <input type="checkbox"/> (330) 384-7301			
Located at <input type="checkbox"/> 106 S. MAIN ST, 5TH FL, AKRON, OH ZIP+4 <input type="checkbox"/> 44308				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . .	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <input type="checkbox"/>				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input type="checkbox"/>		
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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years <input type="checkbox"/>		
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 <input type="checkbox"/>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☐ **5b**

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **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? ☐ Yes ☒ No **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
FIRST MERIT BANK NA 106 S. MAIN ST, 16th FL., AKRON, OH 44308	TRUSTEE 1	23,003.	-0-	-0-
JOSEPH GIBSON, ESQ. 1739 KARG DR, AKRON, OH 44313	TRUSTEE	-0-	-0-	-0-
RONALD B. TYNNAN, SR 106 S. MAIN ST, STE 1600, AKRON, OH 44308	TRUSTEE	-0-	-0-	-0-
REV. DR. MARK T. RUPPERT 647 E MARKET ST, AKRON, OH 44304	TRUSTEE	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

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**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 . . . . .	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,321,509.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	18,083.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,339,592.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,339,592.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	20,094.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	1,319,498.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	65,975.

**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 )

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	65,975.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	943.
<b>b</b>	Income tax for 2013. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	943.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	65,032.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	65,032.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	65,032.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	59,267.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	59,267.
<b>5</b>	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)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	59,267.

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7 . . . . .				65,032.
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only . . . . .			47,585.	
<b>b</b> Total for prior years 20 <u>11</u> , 20____, 20____		NONE		
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008 . . . . .	NONE			
<b>b</b> From 2009 . . . . .	NONE			
<b>c</b> From 2010 . . . . .	NONE			
<b>d</b> From 2011 . . . . .	NONE			
<b>e</b> From 2012 . . . . .	NONE			
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>59,267.</u>				
<b>a</b> Applied to 2012, but not more than line 2a . . . . .			47,585.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2013 distributable amount . . . . .				11,682.
<b>e</b> Remaining amount distributed out of corpus . . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2013 . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				53,350.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009 . . . . .	NONE			
<b>b</b> Excess from 2010 . . . . .	NONE			
<b>c</b> Excess from 2011 . . . . .	NONE			
<b>d</b> Excess from 2012 . . . . .	NONE			
<b>e</b> 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)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

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

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

SEE STATEMENT 5

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

SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
SEE STATEMENT 23				47,765.
<b>Total</b> . . . . .			▶ <b>3a</b>	47,765.
<b>b</b> Approved for future payment				
<b>Total</b> . . . . .			▶ <b>3b</b>	

## Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments . . . . .						
<b>3</b> Interest on savings and temporary cash investments						
<b>4</b> Dividends and interest from securities . . . . .				14	31,288.	
<b>5</b> Net rental income or (loss) from real estate						
a Debt-financed property . . . . .						
b Not debt-financed property . . . . .						
<b>6</b> Net rental income or (loss) from personal property .						
<b>7</b> Other investment income . . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory				18	29,026.	
<b>9</b> Net income or (loss) from special events . . .						
<b>10</b> Gross profit or (loss) from sales of inventory . .						
<b>11</b> Other revenue: a _____						
b _____						
c _____						
d _____						
e _____						
<b>12</b> Subtotal. Add columns (b), (d), and (e) . . . . .					60,314.	
<b>13</b> Total. Add line 12, columns (b), (d), and (e) . . . . .						60,314.

(See worksheet in line 13 instructions to verify calculations )

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.)
▼	

[illegible]

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

- | 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? |  | Yes   | No |
|---|--|-------|----|
| 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. |       |    |

[illegible]


- 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

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.


**Sign  
Here**

**FIRSTMERIT BANK, N.A.** 5-13-14  
BY Pamela J. Moulton  
Signature of officer or trustee Date  
**Client Advisor**

 \_\_\_\_\_  
 Title

May the IRS discuss this return with the preparer shown below (see instructions)?	
<input checked="checked" type="checkbox"/> Yes	<input type="checkbox"/> No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name RONALD SHOEMAKER	Preparer's signature 	Date 04/28/2014	Check <input type="checkbox"/> if self-employed	PTIN P00021964
Firm's name ▶ ERNST & YOUNG U.S. LLP			Firm's EIN ▶ 34-6565596	
Firm's address ▶ 950 MAIN STREET CLEVELAND, OH 44113			Phone no 419-321-6096	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AMERICAN EXPRESS CO	232.	232.
ANHEUSER-BUSCH CO 4.950% 1/15/14	2,475.	2,475.
APPLE COMPUTER INC	471.	471.
AUTOMATIC DATA PROCESSING INC	81.	81.
BLACKROCK INC CL A	449.	449.
CHEVRONTEXACO CORP	480.	480.
COCA-COLA CO	309.	309.
DANAHER CORP	20.	20.
E M C CORPORATION	126.	126.
ECOLAB INC	126.	126.
EXXON MOBIL CORP	453.	453.
FFCB	1,313.	1,313.
FNMA	625.	625.
FED SHORT TERM INC FUND #65	73.	73.
FEDER TOTAL RETURN BOND FUND #328	2,774.	2,774.
FLEXSHARES GLOBAL UPSTREAM N	181.	181.
FIRSTMERIT PRIVATEBANK CASH ACCOUNT	51.	51.
GE COMPANY CO 5.000% 2/01/13	1,250.	1,250.
HONEYWELL INTERNATIONAL INC	216.	216.
HUMANA INC	41.	41.
INTERNATIONAL BUSINESS MACHINE CORP	171.	171.
ISHARES RUSSELL MIDCAP ETF	1,622.	1,622.
ISHARES TRUST S&P SM CAP 600	617.	617.
JOHNSON & JOHNSON CO	548.	548.
LOOMIS SAYLES BOND FUND	1,355.	1,355.
MC DONALDS CORP	271.	271.
FEDERATED PRIME OBLIGATIONS FD	5.	5.
NIKE INC CLASS B	176.	176.
OPPENHEIMER SR FLOAT RATE Y	63.	63.
ORACLE SYSTEMS CORP.	110.	110.
PEPSICO INC	259.	259.
PIMCO ENHANCED SHORT MATURITY ETF	184.	184.
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STATEMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
PRAXAIR INC	207.	207.
PROCTER & GAMBLE CO	453.	453.
QUALCOMM INC	309.	309.
SCHLUMBERGER LTD	201.	201.
UTILITIES SELECT SECTOR SPDR	322.	322.
JM SMUCKER CO/THE-NEW COM	260.	260.
TARGET CORP	317.	317.
THERMO ELECTRON CORP	139.	139.
TRAVELERS COMPANIES INC	412.	412.
US BANCORP	276.	276.
UNION PACIFIC CORP	357.	357.
UNITED TECHNOLOGIES CORP	423.	423.
VANGUARD INTM TERM INV G-INV	4,554.	4,554.
VANGUARD FTSE ALL-WORLD EX-US	3,103.	3,103.
VANGUARD FTSE EMERGING MARKETS ETF	2,786.	2,786.
YUM! BRANDS INC	42.	42.
	-----	-----
TOTAL	31,288.	31,288.
	=====	=====



FORM 990PF, PART I - ACCOUNTING FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSE-PRINCI TAX PREPARATION FEE (NON-ALLOC	36. 1,151.	36. 1,151.		
TOTALS	1,187. =====	1,187. =====	NONE =====	NONE =====

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER TAXES	200.	
FEDERAL ESTIMATES - PRINCIPAL	53.	
FOREIGN TAXES ON QUALIFIED FOR	278.	278.
FOREIGN TAXES ON NONQUALIFIED	208.	208.
	-----	-----
TOTALS	739.	486.
	=====	=====

RECIPIENT NAME:

BRENDA MOUBRAY

ADDRESS:

FIRSTMERIT BANK, NA, 106 S. MAIN ST., 16th FLOOR  
AKRON, OH 44308

RECIPIENT'S PHONE NUMBER: 330-384-7301

FORM, INFORMATION AND MATERIALS:

NO SPECIFIC FORMAT; MUST BE SUBMITTED IN WRITING

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

GRANTS ARE GENERALLY RESTRICTED TO AKRON AND  
SUMMIT COUNTY 501(c)(3) ORGANIZATIONS.

RECIPIENT NAME:  
MAGICAL THEATRE COMPANY  
ADDRESS:  
P.O. BOX 386  
BARBERTON, OH 44203  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
CENTRAL SUMMIT COUNTY CHORAL  
SOCIETY  
ADDRESS:  
715 E BUCHEL AVE  
AKRON, OH 44305  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
GREATER AKRON MUSICAL ASSOC. INC.  
SPONSOR FOR AKRON SYMPHONY  
ADDRESS:  
92 N MAIN STREET  
AKRON, OH 44308  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPROT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
TUESDAY MUSICAL ASSOCIATION  
ADDRESS:  
ONE SOUTH MAIN STREET, SUITE 301  
AKRON, OH 44308  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 250.

RECIPIENT NAME:  
WESTERN RESERVE HISTORICAL SOCIETY  
HALE FARM & VILLAGE  
ADDRESS:  
10825 EAST BOULEVARD  
CLEVELAND, OH 44106  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
CHILDREN'S DYSLEXIA CENTERS INC.  
OF AKRON  
ADDRESS:  
150 SPRINGSIDE DRIVE, SUITE B-235  
AKRON, OH 44333  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 750.

RECIPIENT NAME:  
JUNIOR ACHIEVEMENT USA  
OF NORTH CENTRAL OHIO  
ADDRESS:  
P.O. BOX 26006  
AKRON, OH 44319  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 625.

RECIPIENT NAME:  
CROWN POINT ECOLOGY CENTER  
ADDRESS:  
P.O. BOX 484  
BATH, OH 44210  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
HUMANE SOCIETY OF GREATER AKRON  
ADDRESS:  
7996 DARROW ROAD, SUITE 30  
TWINSBURG, OH 44087  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 250.

RECIPIENT NAME:

BEACON JOURNAL CHARITY FUND INC.

ADDRESS:

333 SOUTH MAIN STREET, SUITE 319  
AKRON, OH 44308

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

MENTAL HEALTH AMERICA OF  
SUMMIT COUNTY INC.

ADDRESS:

20 OLIVE STREET, SUITE 404  
AKRON, OH 44310

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:

OPPORTUNITY PARISH ECUMENICAL  
NEIGHBORHOOD - MINISTRY

ADDRESS:

941 PRINCETON STREET  
AKRON, OH 44311

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

PASTORAL COUNSELING SERVICES  
OF SUMMIT COUNTY

## ADDRESS:

282 WEST BOWERY STREET  
AKRON, OH 44307

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 500.

## RECIPIENT NAME:

PORTAGE PATH BEHAVIORAL HEALTH  
CENTER

## ADDRESS:

340 S BROADWAY STREET  
AKRON, OH 44308

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 1,000.

## RECIPIENT NAME:

RAPE CRISIS CENTER

## ADDRESS:

974 EAST MARKET STREET  
AKRON, OH 44305

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 500.



## RECIPIENT NAME:

ACCESS INC.

## ADDRESS:

230 W MARKET STREET

AKRON, OH 44303

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 500.

## RECIPIENT NAME:

AKRON-CANTON REGIONAL FOODBANK

## ADDRESS:

350 OPPORTUNITY PARKWAY

AKRON, OH 44307

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 3,500.

## RECIPIENT NAME:

AKRON INNER CITY SOCCER CLUB

## ADDRESS:

865 ROSLYN AVENUE

AKRON, OH 44320

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 250.

RECIPIENT NAME:  
AMERICAN NATION RED CROSS OF  
SUMMIT AND PORTAGE COUNTIES  
ADDRESS:  
501 WEST MARKET STREET  
AKRON, OH 44303  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
BATTERED WOMEN'S SHELTER  
ADDRESS:  
974 EAST MARKET STREET  
AKRON, OH 44305  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
BOYS SCOUTS OF AMERICA  
GREAT TRAIL COUNCIL  
ADDRESS:  
1601 S. MAIN STREET  
AKRON, OH 44301  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 500.

## RECIPIENT NAME:

CASA BOARD VOLUNTEER  
ASSOCIATION INC

## ADDRESS:

650 DAN STREET  
AKRON, OH 44310

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 250.

## RECIPIENT NAME:

COMMUNITY OUTREACH RESOURCES  
EXCHANGE-CORE FURNITURE BANK

## ADDRESS:

P.O. BOX 1192  
CUYAHOGA FALLS, OH 44223

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 500.

## RECIPIENT NAME:

FIRST GLANCE STUDENT CENTER

## ADDRESS:

943 KENMORE BLVD  
AKRON, OH 44314

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 250.

RECIPIENT NAME:  
GOODWILL INDUSTRIES OF AKRON INC.  
ADDRESS:  
570 E WATERLOO ROAD  
AKRON, OH 44319  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
HABITAT FOR HUMANITY OF  
SUMMIT COUNTY INC.  
ADDRESS:  
2301 ROMIG ROAD  
AKRON, OH 44320  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 250.

RECIPIENT NAME:  
INTERNATIONAL SOAP BOX DERBY INC.,  
ALL AMERICA SOAP BOX DERBY  
ADDRESS:  
P.O. BOX 7225  
AKRON, OH 44306  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 250.

RECIPIENT NAME:  
INVENT NOW INC.  
ADDRESS:  
3701 HIGHLAND PARK NW  
NORTH CANTON, OH 44720  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 200.

RECIPIENT NAME:  
LOYOLA RETREAT HOUSE  
ADDRESS:  
700 KILLINGER ROAD  
CLINTON, OH 44216  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 250.

RECIPIENT NAME:  
PEGASUS FARM  
ADDRESS:  
7490 EDISON STREET, NE  
HARTVILLE, OH 44632  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 250.

RECIPIENT NAME:  
REBUILDING TOGETHER SUMMIT CO. INC.  
GREATER CUYAHOGA VALLEY  
ADDRESS:  
788 DONALD AVENUE  
AKRON, OH 44306  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 250.

RECIPIENT NAME:  
ROTARY CAMP FOR CHILDREN  
WITH SPECIAL NEEDS INC.  
ADDRESS:  
4460 REX LAKE DRIVE  
AKRON, OH 44319  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
URBAN VISION  
ADDRESS:  
P.O. BOX 1563  
AKRON, OH 44309  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
VICTIM ASSISTANCE PROGRAM INC.  
ADDRESS:  
150 FURNACE STREET  
AKRON, OH 44304  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 325.

RECIPIENT NAME:  
FIRST PRESBYTERIAN CHURCH OF AKRON  
ADDRESS:  
647 EAST MARKET STREET  
AKRON, OH 44304  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 6,000.

RECIPIENT NAME:  
CHILDREN'S CONCERT SOCIETY OF AKRON  
E.J. THOMAS PERFORMING ARTS HALL  
ADDRESS:  
THE UNIVERSITY OF AKRON  
AKRON, OH 44325  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
SUMMIT COUNTY HISTORICAL SOCIETY  
OF AKRON OHIO  
ADDRESS:  
550 COPLEY ROAD  
AKRON, OH 44320  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 4,265.

RECIPIENT NAME:  
PROJECT LEARN OF SUMMIT COUNTY  
ADDRESS:  
60 S. HIGH STREET  
AKRON, OH 44326  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
UNIVERSITY OF AKRON FOUNDATION  
SCHOOL OF LAW  
ADDRESS:  
302 BUCHTEL AVE  
AKRON, OH 44325  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 6,000.



RECIPIENT NAME:  
CONSERVANCY FOR CUYAHOGA VALLEY  
NATIONAL PARK  
ADDRESS:  
1403 WEST HINES HILL ROAD  
PENINSULA, OH 44264  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
CHILDRENS HOSPITAL MEDICAL CENTER  
OF AKRON  
ADDRESS:  
ONE PERKINS SQUARE  
AKRON, OH 44308  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
EMERGE MINISTRIES INC.  
ADDRESS:  
900 MULL AVENUE  
AKRON, OH 44313  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 300.

RECIPIENT NAME:  
FURNACE STREET MISSION -  
SAFETY FORCES CHAPLAINCY CENTER  
ADDRESS:  
150 FURNACE STREET  
AKRON, OH 44304  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 300.

RECIPIENT NAME:  
INTERVAL BROTHERHOOD HOME CORP.  
ADDRESS:  
3445 SOUTH MAIN STREET  
AKRON, OH 44319  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
NATIONAL MULTIPLE SCLEROSIS SOCIETY  
OHIO BUCKEYE CHAPTER  
ADDRESS:  
6155 ROCKSIDE ROAD, SUITE 202  
INDEPENDENCE, OH 44131  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
GIRL SCOUTS OF NORTH EAST OHIO  
ADDRESS:  
ONE GIRL SCOUT WAY  
MACEDONIA, OH 44056  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
GOOD NEIGHBORS INC.  
ADDRESS:  
1453 GOODYEAR BLVD  
AKRON, OH 44305  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 1,500.

RECIPIENT NAME:  
H.M. LIFE OPPORTUNITY SERVICES  
ADDRESS:  
1815 WEST MARKET STREET, SUITE 301  
AKRON, OH 44313  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
HAVEN OF REST MINISTRIES INC.  
ADDRESS:  
175 EAST MARKET STREET  
AKRON, OH 44309  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 1,500.

RECIPIENT NAME:  
MOBILE MEALS INC.  
ADDRESS:  
1063 SOUTH BROADWAY STREET  
AKRON, OH 44311  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
THE SALVATION ARMY  
SUMMIT COUNTY AREA SERVICES  
ADDRESS:  
190 SOUTH MAPLE STREET  
AKRON, OH 44302  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

YOUNG LIFE  
GREATER AKRON

ADDRESS:

420 N. CASCADE  
COLORADO SPRINGS, CO 80903

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:

YOUNG MEN'S CHRISTIAN ASSOCIATION  
OF AKRON OHIO

ADDRESS:

50 S. MAIN STREET, SUITE LL 100  
AKRON, OH 44308

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 500.

TOTAL GRANTS PAID:

47,765.

=====

FIRSTMERIT BANK, N.A.  
TRUSTEE OF THE  
W. PAUL MILLS AND THORA J. MILLS  
MEMORIAL FOUNDATION  
U/A/D 6/28/1996

ACCOUNT 14079-00

STATEMENT OF ACCOUNT

AS OF

12/31/13

THOMSONREUTE  
THOMSON REUTERS  
ATTN: JEFF MASLANICH  
24481 DETROIT RD, STE 400  
WESTLAKE, OH 44145

IF YOU HAVE ANY QUESTIONS  
CONCERNING YOUR ACCOUNT, PLEASE CONTACT:

BRENDA J. MOUBRAY  
(330) 384-7301 / (888) 384-6388

OR

CHRISTOPHER J. CREAHAN  
(330) 384-7268 / (888) 384-6388

OR

CLIENT ADVISOR - STEVEN W. FOSTER  
(330) 384-7306 / (888) 384-6388

PRIVATEBANK - AKRON  
106 SOUTH MAIN STREET 5TH FLOOR  
AKRON, OH 44308

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MILLS MEMORIAL FOUNDATION - TRUSTEE  
ACCOUNT. 14079-00

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ASSET SUMMARY

AS OF 12/31/13

ASSET CATEGORY	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
<u>PRINCIPAL PORTFOLIO</u>						
PRINCIPAL CASH	4,259.16-	0.31-%	4,259.16-			
CASH EQUIVALENTS	44,407.08	3.22 %	44,407.08	0.00	44	0.10 %
U S GOVERNMENT AGENCIES	50,363.50	3.65 %	49,767.00	596.50	1,313	2.61 %
CORPORATE & FOREIGN BONDS	50,075.50	3.63 %	50,875.00	799.50-	2,475	4.94 %
COMMON EQUITY SECURITIES	483,164.78	35.05 %	291,020.79	192,143.99	8,144	1.69 %
CLOSED END EQUITY MUTUAL FUND	442,957.35	32.14 %	406,964.32	35,993.03	7,981	1.80 %
TAXABLE FIXED INCOME FUNDS	307,266.93	22.29 %	317,113.63	9,846.70-	11,039	3.59 %
PRINCIPAL PORTFOLIO TOTAL	1,373,975.98	99.68 %	1,155,888.66	218,087.32	30,996	2.25 %
<u>INCOME PORTFOLIO</u>						
INCOME CASH	4,364.58	0.32 %	4,364.58			
TOTAL ASSETS	1,378,340.56	100.00 %	1,160,253.24	218,087.32	30,996	2.25 %



## LIST OF ASSETS

MILLS MEMORIAL FOUNDATION - TRUSTEE  
ACCOUNT. 14079-00

AS OF 12/31/13

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
<u>PRINCIPAL PORTFOLIO</u>							
	PRINCIPAL CASH	4,259.16-	0.31-%	4,259.16-			
<u>CASH EQUIVALENTS</u>							
44,407 08	FIRSTMERIT PRIVATEBANK CASH ACCOUNT	44,407.08 1.000	3.22 %	44,407.08	0.00	44	0.10 %
<u>U.S. GOVERNMENT AGENCIES</u>							
50,000	FEDERAL FARM CREDIT BANK DTD 04/17/2009 2.625% 04/17/2014 NON CALLABLE	50,363.50 100.727	3.65 %	49,767.00	596.50	1,313	2 61 %
<u>CORPORATE &amp; FOREIGN BONDS</u>							
50,000	ANHEUSER-BUSCH COMPANIES INC DTD 09/12/2003 4.950% 01/15/2014	50,075.50 100 151	3.63 %	50,875.00	799.50-	2,475	4.94 %
<u>COMMON EQUITY SECURITIES</u>							
270	AMERICAN EXPRESS CO	24,497.10 90.730	1.78 %	12,067.36	12,429.74	248	1 01 %
41	APPLE INC	23,001.82 561.020	1.67 %	7,858.80	15,143.02	500	2.17 %
63	BLACKROCK INC CL A	19,937.61 316.470	1.45 %	10,717.26	9,220.35	423	2.12 %

## LIST OF ASSETS

MILLS MEMORIAL FOUNDATION - TRUSTEE  
ACCOUNT 14079-00

AS OF 12/31/13

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
90	CERNER CORP	5,016.60 55.740	0.36 %	4,189.05	827.55	0	0.00 %
122	CHEVRON CORPORATION	15,239.02 124.910	1.11 %	6,767.14	8,471.88	488	3.20 %
275	COCA COLA CO	11,360.25 41.310	0.82 %	7,196.70	4,163.55	308	2.71 %
55	COGNIZANT TECHNOLOGY SOLUTIONS CORP	5,553.90 100.980	0.40 %	4,344.44	1,209.46	0	0.00 %
270	DANAHER CORP	20,844.00 77.200	1.51 %	10,498.89	10,345.11	27	0.13 %
174	ECOLAB INC	18,142.98 104.270	1.32 %	7,792.93	10,350.05	191	1.05 %
631	EMC CORP/MASS	15,869.65 25.150	1.15 %	15,295.12	574.53	252	1.59 %
239	EXPRESS SCRIPTS HLDG	16,787.36 70.240	1.22 %	13,069.71	3,717.65	0	0.00 %
182	EXXON MOBIL CORPORATION	18,418.40 101.200	1.34 %	8,522.15	9,896.25	459	2.49 %
15	GOOGLE INC - CL A	16,810.65 1,120.710	1.22 %	12,239.70	4,570.95	0	0.00 %

MILLS MEMORIAL FOUNDATION - TRUSTEE  
ACCOUNT. 14079-00

LIST OF ASSETS

AS OF 12/31/13

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
170	HONEYWELL INTERNATIONAL INC	15,532.90 91.370	1.13 %	12,556.73	2,976.17	306	1.97 %
36	INTERNATIONAL BUSINESS MACHINES CORP	6,752.52 187.570	0.49 %	6,734.16	18.36	137	2.03 %
117	JM SMUCKER CO/THE-NEW	12,123.54 103.620	0.88 %	7,928.91	4,194.63	271	2.24 %
207	JOHNSON & JOHNSON	18,959.13 91.590	1.38 %	12,244.74	6,714.39	546	2.88 %
87	MCDONALDS CORP	8,441.61 97.030	0.61 %	4,744.96	3,696.65	282	3.34 %
281	NIKE INC-CLASS B	22,097.84 78.640	1.60 %	7,293.16	14,804.68	270	1.22 %
459	ORACLE CORPORATION	17,561.34 38.260	1.27 %	13,745.97	3,815.37	220	1.25 %
85	PRAXAIR INC	11,052.55 130.030	0.80 %	4,880.61	6,171.94	204	1.85 %
188	PROCTER & GAMBLE CO	15,305.08 81.410	1.11 %	7,186.30	8,118.78	452	2.95 %
239	QUALCOMM INC	17,745.75 74.250	1.29 %	14,894.06	2,851.69	335	1.89 %

## LIST OF ASSETS

MILLS MEMORIAL FOUNDATION - TRUSTEE  
ACCOUNT 14079-00

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AS OF 12/31/13

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
166	SCHLUMBERGER LTD	14,958.26 90.110	1.09 %	10,007.21	4,951.05	208	1.39 %
196	TARGET CORP	12,400.92 63.270	0.90 %	11,292.95	1,107.97	337	2.72 %
224	THERMO FISHER SCIENTIFIC INC	24,942.40 111.350	1.81 %	13,715.81	11,226.59	134	0.54 %
210	TRAVELERS COMPANIES INC	19,013.40 90.540	1.38 %	14,127.38	4,886.02	420	2.21 %
120	UNION PAC CORP	20,160.00 168.000	1.46 %	9,827.00	10,333.00	379	1.88 %
189	UNITED TECHNOLOGIES CORP	21,508.20 113.800	1.56 %	10,374.40	11,133.80	446	2.07 %
325	US BANCORP NEW	13,130.00 40.400	0.95 %	8,907.19	4,222.81	299	2.28 %
TOTAL COMMON EQUITY SECURITIES		483,164.78	35.05 %	291,020.79	192,143.99	8,144	1.69 %
<u>CLOSED END EQUITY MUTUAL FUND</u>							
470	FLEXSHARES MORNINGSTAR UPSTREAM NATURAL RESOURCES INDEX FUND	16,125.70 34.310	1.17 %	17,176.47	1,050.77-	327	2.03 %

## LIST OF ASSETS

MILLS MEMORIAL FOUNDATION - TRUSTEE  
ACCOUNT- 14079-00

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AS OF 12/31/13

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
565	ISHARES CORE S&P SMALL-CAP ETF	61,658.45 109.130	4.47 %	46,941.39	14,717.06	618	1.00 %
823	ISHARES RUSSELL MIDCAP ETF	123,433.54 149.980	8.96 %	88,931.20	34,502.34	1,622	1.31 %
351	SPDR GOLD TRUST	40,758.12 116.120	2.96 %	56,428.92	15,670.80-	0	0.00 %
2,172	VANGUARD FTSE ALL-WORLD EX-US INDEX FUND	110,185.56 50.730	7.99 %	99,023.01	11,162.55	2,932	2.66 %
2,207	VANGUARD FTSE EMERGING MARKETS ETF	90,795.98 41.140	6.59 %	98,463.33	7,667.35-	2,483	2.73 %
TOTAL CLOSED END EQUITY MUTUAL FUND		442,957.35	32.14 %	406,964.32	35,993.03	7,981	1.80 %
<u>TAXABLE FIXED INCOME FUNDS</u>							
2,913 753	FEDERATED SHORT TERM INCOME FUND	24,970.86 8.570	1.81 %	25,000.00	29.14-	386	1.55 %
7,963 121	FEDERATED TOTAL RETURN BOND FUND	86,718.39 10.890	6.29 %	91,075.14	4,356.75-	3,793	4.37 %
1,787 253	LOOMIS SAYLES BOND FUND	27,094.76 15.160	1.97 %	25,119.04	1,975.72	1,264	4.67 %

LIST OF ASSETS

MILLS MEMORIAL FOUNDATION - TRUSTEE  
ACCOUNT 14079-00

AS OF 12/31/13

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
1,197 605	OPPENHEIMER SENIOR FLOATING RATE FD	10,071.86 8.410	0.73 %	10,000.00	71.86	501	4.97 %
16,381 702	VANGUARD INTERMEDIATE TERM INVESTMENT GRADE FUND	158,411.06 9.670	11.49 %	165,919.45	7,508.39-	5,095	3.22 %
TOTAL TAXABLE FIXED INCOME FUNDS		307,266.93	22.29 %	317,113.63	9,846.70-	11,039	3.59 %
PRINCIPAL PORTFOLIO TOTAL		1,373,975.98	99.68 %	1,155,888.66	218,087.32	30,996	2.26 %

LIST OF ASSETS

MILLS MEMORIAL FOUNDATION - TRUSTEE  
ACCOUNT 14079-00

AS OF 12/31/13

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
<u>INCOME PORTFOLIO</u>							
	INCOME CASH	4,364.58	0.32 %	4,364.58			
TOTAL ASSETS		1,378,340.56	100.00 %	1,160,253.24	218,087.32	30,996	2.25 %