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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- ▶ 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.

For calendar year 2013 or tax year beginning

, and ending

Name of foundation FREDERICK, CRESCENT C TR UW			A Employer identification number 37-6197300	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041			Room/suite	
City or town Winston Salem			State NC	
Foreign country name			Foreign province/state/county	
Foreign postal code			ZIP code 27101-3818	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change			B Telephone number (see instructions) (888) 730-4933	
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			C If exemption application is pending, check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 556,384			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
(Part I, column (d) must be on cash basis)			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

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 <input checked="" 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	12,182	11,883		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	12,932			
	b Gross sales price for all assets on line 6a 176,424				
	7 Capital gain net income (from Part IV, line 2)		12,932		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	25,114	24,815	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	7,514	5,635		1,879
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,098			1,098
	c Other professional fees (attach schedule)	15			15
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	152			
	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	8,779	5,751	0	2,992
	25 Contributions, gifts, grants paid	21,691			21,691
26 Total expenses and disbursements. Add lines 24 and 25	30,470	5,751	0	24,683	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-5,356				
b Net investment income (if negative, enter -0-)		19,064			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

HTA

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			1,155	1,155
	2	Savings and temporary cash investments		21,628	19,884	19,884
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)				
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		471,256	467,168	535,342	
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)		492,884	488,207	556,381	
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)		0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here <input type="checkbox"/>				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds		492,884	488,207	
	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)		492,884	488,207		
31	Total liabilities and net assets/fund balances (see instructions)		492,884	488,207		

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	492,884
2	Enter amount from Part I, line 27a	2	-5,356
3	Other increases not included in line 2 (itemize) MUTUAL FUND & CTF INCOME ADDITIONS	3	1,739
4	Add lines 1, 2, and 3	4	489,267
5	Decreases not included in line 2 (itemize) See Attached Statement	5	1,060
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	488,207

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
a			0
b			0
c			0
d			0
e			0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	12,932
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	24,912	529,175	0.047077
2011	23,381	537,909	0.043466
2010	13,636	516,681	0.026392
2009	16,767	461,459	0.036335
2008	27,904	530,621	0.052587

2 Total of line 1, column (d)	2	0.205857
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	0.041171
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	548,759
5 Multiply line 4 by line 3	5	22,593
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	191
7 Add lines 5 and 6	7	22,784
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	24,683

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. 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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1		191
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		0
3	Add lines 1 and 2	3		191
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		191
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a		240
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		240
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		0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		49
11	Enter the amount of line 10 to be. Credited to 2014 estimated tax 49 Refunded	11		0

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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		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. ▶ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ WELLS FARGO BANK N.A. Telephone no. ▶ 888-730-4933			
Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<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)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b	N/A	
6b		X
7b	N/A	

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
Wells Fargo Bank N A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, I	TRUSTEE 4.00	7,514		

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

Expenses

1	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



0

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	538,311
b	Average of monthly cash balances	1b	18,805
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	557,116
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	557,116
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	8,357
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	548,759
6	Minimum investment return. Enter 5% of line 5	6	27,438

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	27,438
2a	Tax on investment income for 2013 from Part VI, line 5	2a	191
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	191
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	27,247
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	27,247
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	27,247

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	24,683
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	24,683
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	191
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	24,492

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				27,247
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			14,811	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 24,683				
a Applied to 2012, but not more than line 2a			14,811	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				9,872
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013. (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				17,375
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

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

NONE

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

NONE

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

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

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

- 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 <i>Paid during the year</i> See Attached Statement				
Total			3a	21,691
b <i>Approved for future payment</i> NONE				
Total			3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	12,182	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	12,932	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)		0		25,114	0
13	Total. Add line 12, columns (b), (d), and (e)				13	25,114

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

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

[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? | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | |
| | (1) Cash | 1a |
| | (2) Other assets | 1a |
| b | Other transactions: | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b |
| | (3) Rental of facilities, equipment, or other assets | 1b |
| | (4) Reimbursement arrangements | 1b |
| | (5) Loans or loan guarantees | 1b |
| | (6) Performance of services or membership or fundraising solicitations | 1b |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1 |
| 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. | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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

**Sign
Her
e**

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.

John A. Salento SVP Wells Fargo Bank N.A.
Signature of officer or trustee

3/27/2014
Date

SVP Wells Fargo Bank N.A.

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

JOSEPH J. CASTRIANO

Preparer's signature

John

Date

3/27/2014

Check ☒ if self-employed

PTIN

P01251603

Firm's name ▶ PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ST JOHN'S CATHOLIC CHURCH

Street

PO BOX 249

City

WOODHULL

State

IL

Zip Code

61490

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,155

Name

CORPUS CHRISTI CATHOLIC CHURCH

Street

273 S PRAIRIE ST

City

GALESBURG

State

IL

Zip Code

61401

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,155

Name

IMMACULATE HEART OF MARY PARISH

Street

2401 N BROAD ST

City

GALESBURG

State

IL

Zip Code

61401

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

17,241

Name

SOCIETY OF THE DIVINE SAVIOR

Street

1303 MILWAUKEE DR

City

NEW HOLSTEIN

State

WI

Zip Code

53061

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

FATHER FLANAGANS BOYS HOME

Street

14100 CRAWFORD STREET

City

BOYS TOWN

State

NE

Zip Code

68010

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

SOCIETY OF THE LITTLE FLOWER

Street

1313 FRONTAGE RD

City

DARIEN

State

IL

Zip Code

60559

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

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

Recipient(s) paid during the year

Name

THE ROSEBUD EDUCATIONAL SOCIETY

Street

PO BOX 149

City

ST FRANCIS

State

SD

Zip Code

57572

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

ST JUDE SHRINE

Street

309 N PACA ST

City

BALTIMORE

State

MD

Zip Code

21201

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

SVD CATHOLIC UNIVERSITIES

Street

1835 WAUKEGAN RD

City

TECHNY

State

IL

Zip Code

60082

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

ORDER OF OUR LADY OF MERCY

Street

MONASTERY SEMINARY

City

LEROY

State

NY

Zip Code

14482

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

MOST SACRED HEART OF JESUS

Street

THIRD ORDER REGULAR OF ST FRANCIS

City

LORETTA

State

PA

Zip Code

75940

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

SISTER OF CHARITY

Street

MT THOR RD DEPAUL CTR

City

GREENSBURG

State

PA

Zip Code

15601

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

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

Recipient(s) paid during the year

Name

ST LABRE INDIAN SCHOOL EDUC ASSOC

Street

PO BOX 216

City

ASHLAND

State

MT

Zip Code

59003

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

ST JOSEPH INDIAN SCHOOL

Street

1301 NORTH MAIN STREET

City

CHAMBERLAIN

State

SD

Zip Code

57325

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

SACRED HEART SOUTHERN MISSIONS, INC

Street

6050 MISSISSIPPI 161

City

WALLS

State

MS

Zip Code

38680

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

CATHOLICS INSTITUTES OF PITTSBURGH PA

Street

111 BLVD OF ALLIES

City

PITTSBURGH

State

PA

Zip Code

15222

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name

PRIEST OF THE SACRED HEART

Street

PO BOX 900

City

HALES CORNER

State

WI

Zip Code

53130

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

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

Long Term CG Distributions														Amount		5,214	
Short Term CG Distributions																	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Cost, Other Basis and Expenses		Net Gain or Loss				
											Gross Sales	Depreciation		Adjustments	Net Gain or Loss		
1	X	ARTISAN INTERNATIONAL FU	04314H204		4/28/2005		12/9/2013	981	702				279				
2	X	ARTISAN MID CAP FUND-INS	04314H600		7/12/2013		10/9/2013	938	902				36				
3	X	ARTISAN MID CAP FUND-INS	04314H600		8/12/2011		10/9/2013	187	152				35				
4	X	CREDIT SUISSE COMM RET S	22544R305		8/12/2011		10/9/2013	3,024	3,780				-756				
5	X	CREDIT SUISSE COMM RET S	22544R305		10/9/2010		10/9/2013	2,225	2,325				-510				
6	X	DODGE & COX INTL STOCK F	256206103		2/5/2010		2/7/2013	1,630	1,322				308				
7	X	DODGE & COX INTL STOCK F	256206103		2/5/2010		7/10/2013	2,009	1,612				397				
8	X	DODGE & COX INTL STOCK F	256206103		2/5/2010		12/9/2013	1,232	866				366				
9	X	DODGE & COX INCOME FD C	256210105		2/11/2013		7/10/2013	8,743	9,029				-286				
10	X	DODGE & COX INCOME FD C	256210105		10/12/2013		12/9/2013	845	860				-15				
11	X	DREYFUS EMG MKT DEBT LO	261980484		10/6/2010		2/7/2013	2,370	2,307				63				
12	X	DREYFUS EMG MKT DEBT LO	261980484		11/19/2012		10/9/2013	1,139	1,207				-68				
13	X	DREYFUS EMG MKT DEBT LO	261980484		10/12/2013		10/9/2013	7,293	7,761				-469				
14	X	DRIEHAUS ACTIVE INCOME F	262028955		2/11/2013		12/9/2013	562	558				4				
15	X	EATON VANCE GLOBAL MACH	277923728		8/12/2011		10/9/2013	5,025	5,116				-91				
16	X	JP MORGAN MID CAP VALUE	339128100		8/12/2011		7/10/2013	1,166	772				394				
17	X	GATEWAY FUND - Y #1986	367628884		2/11/2013		7/10/2013	8,714	8,612				102				
18	X	GATEWAY FUND - Y #1986	367628884		8/10/2012		7/10/2013	5,474	5,351				123				
19	X	HARBOR CAPITAL APRTION	411511504		9/13/2007		7/10/2013	381	282				99				
20	X	HARBOR CAPITAL APRTION	411511504		8/10/2012		7/10/2013	1,677	1,446				231				
21	X	HARBOR CAPITAL APRTION	411511504		2/11/2013		7/10/2013	7,202	6,652				550				
22	X	HARBOR CAPITAL APRTION	411511504		4/22/2008		7/10/2013	378	272				106				
23	X	HARBOR CAPITAL APRTION	411511504		4/22/2008		10/9/2013	204	139				65				
24	X	HARBOR CAPITAL APRTION	411511504		2/19/2008		10/9/2013	355	233				122				
25	X	HARBOR CAPITAL APRTION	411511504		2/19/2008		12/9/2013	2,655	1,571				1,084				
26	X	HUSSMAN STRATEGIC GROW	448108100		2/7/2008		2/7/2013	1,801	2,652				-851				
27	X	HUSSMAN STRATEGIC GROW	448108100		5/11/2009		2/7/2013	336	411				-75				
28	X	HUSSMAN STRATEGIC GROW	448108100		8/10/2009		2/7/2013	3,246	4,043				-797				
29	X	ARTISAN INTERNATIONAL FU	04314H204		4/28/2005		2/7/2013	1,267	1,063				204				
30	X	ARTISAN INTERNATIONAL FU	04314H204		4/28/2005		7/10/2013	2,122	1,701				421				
31	X	HUSSMAN STRATEGIC GROW	448108100		10/19/2009		2/7/2013	542	666				-124				
32	X	HUSSMAN STRATEGIC GROW	448108100		2/5/2010		2/7/2013	727	896				-169				
33	X	HUSSMAN STRATEGIC GROW	448108100		5/3/2010		2/7/2013	542	654				-112				
34	X	HUSSMAN STRATEGIC GROW	448108100		10/6/2010		2/7/2013	688	866				-178				
35	X	HUSSMAN STRATEGIC GROW	448108100		11/23/2010		2/7/2013	365	456				-91				
36	X	HUSSMAN STRATEGIC GROW	448108100		2/4/2011		2/7/2013	1,398	1,600				-202				
37	X	HUSSMAN STRATEGIC GROW	448108100		2/14/2012		2/7/2013	1,356	1,544				-188				
38	X	HUSSMAN STRATEGIC GROW	448108100		2/7/2008		2/7/2013	1,465	2,157				-692				
39	X	ISHARES CORE S & P 500 ETF	464287200		8/8/2012		2/7/2013	2,278	2,109				170				
40	X	ISHARES CORE S & P 500 ETF	464287200		8/8/2012		7/12/2013	4,048	3,375				673				
41	X	ISHARES CORE S & P 500 ETF	464287200		2/4/2009		7/12/2013	4,048	2,029				2,019				
42	X	ISHARES RUSSELL 2000 GRQ	464287648		11/19/2012		2/7/2013	6,841	6,019				822				
43	X	ISHARES RUSSELL 2000 GRQ	464287648		12/19/2012		2/7/2013	6,228	5,817				411				
44	X	KALMAR GR WVAL SM CAP F	483438208		2/11/2013		7/10/2013	631	552				79				
45	X	KALMAR GR WVAL SM CAP F	483438305		2/11/2013		12/10/2013	1,012	781				231				
46	X	KEELEY SMALL CAP VAL FD C	487300808		8/12/2011		2/7/2013	2,650	1,918				732				
47	X	KEELEY SMALL CAP VAL FD C	487300808		8/10/2012		2/7/2013	615	511				104				
48	X	KEELEY SMALL CAP VAL FD C	487300808		4/20/2009		2/7/2013	3,831	1,756				2,075				
49	X	KEELEY SMALL CAP VAL FD C	487300808		4/20/2009		10/9/2013	565	228				337				
50	X	KEELEY SMALL CAP VAL FD C	487300808		4/19/2009		12/9/2013	573	214				359				
51	X	LAUDUS MONDRIAN INTL FI-I	51855Q655		11/19/2012		2/7/2013	1,208	1,293				-85				
52	X	MFS VALUE FUND-CLASS I #8	552983694		2/14/2012		7/10/2013	2,204	1,989				215				
53	X	MFS VALUE FUND-CLASS I #8	552983694		8/10/2012		12/9/2013	754	571				183				
54	X	MFS VALUE FUND-CLASS I #8	552983694		10/11/2012		12/9/2013	719	675				44				
55	X	MFS VALUE FUND-CLASS I #8	552983694		2/14/2012		12/9/2013	185	134				51				
56	X	MFS VALUE FUND-CLASS I #8	552983694		2/11/2013		10/9/2013	3,097	3,014				83				
57	X	OPPENHEIMER DEVELOPING	683974505		11/23/2010		10/9/2013	244	225				19				
58	X	OPPENHEIMER DEVELOPING	683974505		11/19/2012		2/7/2013	23,219	24,070				-851				
59	X	PIMCO TOTAL RET FD-INST #	693390700		8/10/2012		7/7/2013	683	698				-15				
60	X	PIMCO TOTAL RET FD-INST #	693390700		8/10/2012		7/16/2013	7,825	7,825				-445				
61	X	PIMCO TOTAL RET FD-INST #	693390700		8/10/2012		12/9/2013	563	595				-32				
62	X	PIMCO FOREIGN BD FD USD	693390882		11/19/2012		2/7/2013	907	955				-48				
63	X	PIMCO FOREIGN BD FD USD	693390882		8/12/2011		2/7/2013	506	497				9				
64	X	PIMCO FOREIGN BD FD USD	693390882		10/24/2011		2/7/2013	1,093	1,012				81				
65	X	RIDGEWORTH SEIX HY BD-I #	766281645		8/10/2009		2/7/2013	1,944	1,696				248				
66	X	RIDGEWORTH SEIX HY BD-I #	766281645		7/12/2013		12/9/2013	719	714				5				
67	X	T ROWE PRICE SHORT TERM	77957P105		2/11/2013		12/9/2013	557	561				-4				

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

		Long Term CG Distributions		Short Term CG Distributions		Amount		Totals						
						5,214		Capital Gains/Losses						
								Other sales						

Part I, Line 16b (990-PF) - Accounting Fees

		1,098	0	0	1,098
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,098			1,098

Part I, Line 16c (990-PF) - Other Professional Fees

		15	0	0	15
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	STATE AG FEES	15			15

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

		152	116	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	116	116		
2	ESTIMATED EXCISE TAXES PAID	36			

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

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1				0	
2	ARTISAN INTERNATIONAL FUND 661			7,929	14,825
3	DODGE & COX INCOME FD COM 147			49,419	51,772
4	HARBOR CAPITAL APRCTION-INST 2012			14,486	28,363
5	MERGER FD SH BEN INT 260			16,206	16,395
6	PIMCO TOTAL RET FD-INST 35			52,604	51,347
7	PIMCO FOREIGN BD FD USD H-INST 103			25,190	25,015
8	T ROWE PRICE SHORT TERM BD FD 55			45,422	45,266
9	ARTISAN MID CAP FUND-INSTL 1333			15,463	19,285
10	FID ADV EMER MKTS INC- CL I 607			8,376	8,234
11	ISHARES S & P 500 INDEX FUND			3,636	7,983
12	LAUDUS MONDRIAN INTL FI-INST 2940			25,954	24,496
13	EATON VANCE GLOBAL MACRO - I			5,735	5,599
14	DODGE & COX INT'L STOCK FD 1048			10,163	14,654
15	MFS VALUE FUND-CLASS I 893			13,540	18,972
16	DREYFUS EMG MKT DEBT LOC C-I 6083			19,963	19,094
17	DRIEHAUS ACTIVE INCOME FUND			27,240	27,536
18	JP MORGAN MID CAP VALUE-I 758			7,067	12,742
19	ASG GLOBAL ALTERNATIVES-Y 1993			10,889	10,823
20	VANGUARD REIT VIPER			7,777	16,334
21	VANGUARD EMERGING MARKETS ETF			10,667	13,412
22	OPPENHEIMER DEVELOPING MKT-Y 788			11,131	13,580
23	SPDR DJ WILSHIRE INTERNATIONAL REA			12,351	16,933
24	RIDGEWORTH SEIX HY BD-I 5855			29,500	32,068
25	GATEWAY FUND - Y 1986			7,986	8,446
26	KALMAR GR W/ VAL SM CAP-INS #4			5,947	7,857
27	CREDIT SUISSE COMM RT ST-CO 2156			19,627	16,448
28	KEELEY SMALL CAP VAL FD CL I 2251			2,900	7,863

471,256 467,168 535,342

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

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

1	MUTUAL FUND & CTF INCOME ADDITIONS	1	1,739
2	Total	2	1,739

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

1	COST BASIS ADJUSTMENT	1	111
2	MUTUAL FUND & CTF INCOME SUBTRACTION	2	779
3	PY RETURN OF CAPITAL ADJUSTMENT	3	170
4	Total	4	1,060

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

Long Term CG Distributions														5,214	
Short Term CG Distributions														0	
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Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

		Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1		Wells Fargo Bank N.A. Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	7,514		
											7,514	0	0

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

	Date		Amount
1 Credit from prior year return		1	204
2 First quarter estimated tax payment	5/7/2013	2	36
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	240

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

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	14,811
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	14,811