Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation DEROY TESTAMENTARY FOUNDATION	A Employer identification number 38-2208833
Number and street (or P O box number if mail is not delivered to street address) — Room/suite 26999 CENTRAL PARK BOULEVARD — 160	B Telephone number (see instructions) (248) 827-0920
City or town, state or province, country, and ZIP or foreign postal code SOUTHFIELD, MI 48076	C If exemption application is pending check here ▶ ☐
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	D 1 Foreign organizations, check here ▶ ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 58,050,621. J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) ____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions gifts grants, etc , received (attach schedule)				
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,464,028.	1,453,215.	1,453,215.	ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	7,174,172.			
	b Gross sales price for all assets on line 6a 31,181,914.				
	7 Capital gain net income (from Part IV, line 2)		7,174,172.		
	8 Net short-term capital gain			1,071,660.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH 2	3,588.	3,588.	3,588.	
	12 **Total.** Add lines 1 through 11	8,641,788.	8,6[illegible],975.	2,528,463.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	306,288.	153,144.	[illegible],144.	153,144.
	14 Other employee salaries and wages	70,880.	35,440.	35,440.	35,440.
	15 Pension plans, employee benefits	99,613.	49,806.	49,806.	49,807.
	16a Legal fees (attach schedule) ATCH 3	8,528.	4,264.	4,264.	4,264.
	b Accounting fees (attach schedule) ATCH 4	26,000.	13,000.	13,000.	13,000.
	c Other professional fees (attach schedule) *	221,872.	110,936.	110,936.	110,936.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 6	186,048.	13,886.	13,875.	11,162.
	19 Depreciation (attach schedule) and depletion	275.	275.	275.	
	20 Occupancy	20,101.	10,051.	10,051.	10,050.
	21 Travel, conferences, and meetings	1,466.	733.	733.	733.
	22 Printing and publications	-95.	-47.	-47.	-48.
	23 Other expenses (attach schedule) ATCH 7	9,886.	4,943.	4,943.	4,943.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	950,862.	396,431.	396,420.	393,431.
	25 Contributions, gifts, grants paid	1,789,933.			1,789,933.
	26 **Total expenses and disbursements** Add lines 24 and 25	2,740,795.	396,431.	396,420.	2,183,364.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	5,900,993.			
	b **Net investment income** (if negative, enter -0-)		8,234,544.		
	c **Adjusted net income** (if negative, enter -0-)			2,132,043.	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	982,819.	951,606.	951,606.
	2 Savings and temporary cash investments	1,890,623.	13,237,410.	13,237,410.
	3 Accounts receivable ▶ 40,022. Less allowance for doubtful accounts ▶	145,774.	40,022.	40,022.
	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) **	551,865.	965,439.	944,580.
	b Investments - corporate stock (attach schedule) ATCH 9	27,981,201.	22,684,804.	31,725,982.
	c Investments - corporate bonds (attach schedule) ATCH 10	11,174,615.	10,738,073.	11,136,723.
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ 26,233. Less accumulated depreciation (attach schedule) ▶ 26,233.			ATCH 11 6,670.
	15 Other assets (describe ▶ ATCH 12)	7,903.	7,628.	7,628.
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	42,734,800.	48,624,982.	58,050,621.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ ATCH 13)	1,222.	1,583.	
	23 **Total liabilities** (add lines 17 through 22)	1,222.	1,583.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, ▶ ☒ **check here and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	11,245,873.	11,245,873.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	31,487,705.	37,377,526.	
	30 **Total net assets or fund balances** (see instructions)	42,733,578.	48,623,399.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	42,734,800.	48,624,982.	

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	42,733,578.
2	Enter amount from Part I, line 27a	2	5,900,993.
3	Other increases not included in line 2 (itemize) ▶ ATCH 14	3	2.
4	Add lines 1, 2, and 3	4	48,634,573.
5	Decreases not included in line 2 (itemize) ▶ ATCH 15	5	11,174.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	48,623,399.

**ATCH 8

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	7,174,172.
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	1,071,660.

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	2,410,815.	47,219,580.	0.051055
2011	2,125,586.	45,643,610.	0.046569
2010	1,856,577.	42,785,747.	0.043392
2009	2,260,386.	36,768,263.	0.061477
2008	2,381,717.	45,835,919.	0.051962

2 Total of line 1, column (d)	2	0.254455
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	0.050891
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	54,542,126.
5 Multiply line 4 by line 3	5	2,775,703.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	82,345.
7 Add lines 5 and 6	7	2,858,048.
8 Enter qualifying distributions from Part XII, line 4	8	2,183,364.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter _______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	164,691.
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	164,691.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	164,691.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 . . . 6a 186,906.		
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	186,906.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	22,215.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 22,215. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0 (2) On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MI,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation.*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ MS. JULIE RODECKER Telephone no ▶ 248-827-0920

Located at ▶ 26999 CENTRAL PARK BLVD #160, STHFLD, MI ZIP+4 ▶ 48076

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶		N/A	

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ________ , ________ , ________ , ________			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b	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 ▶ ________ , ________ , ________ , ________			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)*	3b	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)? . . . . . . **5b** N/A

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? . . . . . . N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . . **6b** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . . . **7b** 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
ATCH 16		306,288.	72,697.	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
ATCH 17		70,880.	26,916.	0

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
DEROY & DEVEREAUX SOUTHFIELD, MI	INVESTMENT COUNSEL	211,872.
MERRILL LYNCH SOUTHFIELD, MI	INVESTMENT COUNSEL	10,000.
Total number of others receiving over $50,000 for professional services ▶		0

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 OAKWOOD HEALTHCARE FOUNDATION	200,000.
2 PROVIDENCE HEALTH FOUNDATION	110,944.
3 OAKLAND FAMILY SERVICES	95,000.
4 BARBARA ANN KARAMANOS FOUNDATION	66,000.

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 ▶	

Form **990-PF** (2013)

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	45,829,903.
b	Average of monthly cash balances	1b	9,542,814.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	55,372,717.
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	55,372,717.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	830,591.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	54,542,126.
6	**Minimum investment return.** Enter 5% of line 5	6	2,727,106.

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	2,727,106.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	164,691.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	164,691.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,562,415.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	2,562,415.
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	2,562,415.

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	2,183,364.
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	2,183,364.
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,183,364.

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				2,562,415.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			1,774,089.	
b Total for prior years 20 11 ,20 10 ,20 09				
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 ▶ $ 2,183,364.				
a Applied to 2012, but not more than line 2a			1,774,089.	
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				409,275.
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				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				2,153,140.
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	0			
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) NOT APPLICABLE

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

N/A

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

APPLICATIONS MAY VARY DEPENDING UPON THE NATURE OF THE REQUEST.

c Any submission deadlines

NONE

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

ATCH 18

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 19				
Total . . . . ▶ **3a**				1,789,933.
b *Approved for future payment*				
ATCH 20				
Total . . . . ▶ **3b**				1,718,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,464,028.	
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	7,174,172.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 21					3,588.
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				8,638,200.	3,588.

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 8,641,788.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
11A	FEE INCOME MONIES RECEIVED WERE USED TO MAINTAIN THE EXEMPT
	ACTIVITIES OF THE FOUNDATION.

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Julie Rodecker | 5/13/2014 | PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LYNDA S FLOOD	Lynda S Flood	05/12/2014		P00947696
Firm's name ▶ PRICEWATERHOUSECOOPERS LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ ONE DETROIT CENTER 500 WOODWARD DETROIT, MI 48226			Phone no 313-394-6000	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		EDS - LITIGATION SETTLEMENT PROPERTY TYPE: SECURITIES				P	VARIOUS	03/06/2013
144.							144.	
		MOTOROLA - LITIGATION SETTLEMENT PROPERTY TYPE: SECURITIES				P	VARIOUS	04/02/2013
105.							105.	
		LEHMAN BROS - LITIGATION SETTLEMENT PROPERTY TYPE: SECURITIES				P	VARIOUS	08/16/2013
4,632.							4,632.	
		NAT'L CITY CORP - LITIGATION SETTLEMENT PROPERTY TYPE: SECURITIES				P	VARIOUS	09/06/2013
65,519.							65,519.	
		BOND SALES - SHORT TERM PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
1,157,548.		1,142,839.					14,709.	
		BOND SALES - LONG-TERM PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
3,758,018.		3,541,314.					216,704.	
		STOCK SALES - ACCOUNT 1064 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
3,616,604.		2,766,667.					849,937.	
		STOCK SALES - ACCOUNT 1056 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
3,896,995.		3,728,768.					169,536.	
		STOCK SALES - ACCOUNT 771 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
258,112.		225,440.					33,609.	
		STOCK SALES - ACCOUNT 1064 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
4,647,691.		3,439,040.					1,208,651.	
		STOCK SALES - ACCOUNT 1056 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
2,229,710.		1,695,152.					534,558.	
		STOCK SALES - ACCOUNT 771 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
329,305.		233,865.					95,440.	

FORM 990-PF - PART IV

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		STOCK SALES - ACCOUNT 4166 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
151,284.		219,184.					-67,900.	
		STOCK SALES - ACCOUNT 1064 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
5,996,867.							2,458,864.	
		STOCK SALES - ACCOUNT 4166 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
105,575.		101,706.					3,869.	
		STOCK SALES - ACCOUNT 1056 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
4,742,473.							1,499,964.	
		STOCK SALES - ACCOUNT 771 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
221,332.							85,831.	
TOTAL GAIN(LOSS)							7,174,172.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INTEREST AND DIVIDEND INCOME	1,423,205.	1,412,392.	1,412,392.
LESS: ACCRUED INTEREST PAID	-17,252.	-17,252.	-17,252.
BOND ACCRETION	58,003.	58,003.	58,003.
MONEY MARKET INTEREST	72.	72.	72.
TOTAL	1,464,028.	1,453,215.	1,453,215.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
FEE INCOME - LOANED SHARES	3,231.	3,231.	3,231.
MISCELLANEOUS INCOME	357.	357.	357.
TOTALS	3,588.	3,588.	3,588.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ROSENBERGER LAW GROUP	8,528.	4,264.	4,264.	4,264.
TOTALS	8,528.	4,264.	4,264.	4,264.

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PRICEWATERHOUSECOOPERS - PREP	26,000.	13,000.	13,000.	13,000.
TOTALS	26,000.	13,000.	13,000.	13,000.

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
INVESTMENT COUNSELING FEES	221,872.	110,936.	110,936.	110,936.
TOTALS	221,872.	110,936.	110,936.	110,936.

ATTACHMENT 6

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	2,743.	2,743.	2,732.	
PERSONAL PROPERTY TAXES	282.	141.	141.	141.
2012 MICHIGAN ANNUAL REPORT	20.			20.
PAYROLL TAXES	22,003.	11,002.	11,002.	11,001.
FORM 990PF ESTIMATED TAXES PD	161,000.			
TOTALS	186,048.	13,886.	13,875.	11,162.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
OFFICE SUPPLIES	6,797.	3,398.	3,398.	3,399.
BUSINESS INSURANCE	2,119.	1,060.	1,060.	1,059.
SERVICE FEES	970.	485.	485.	485.
TOTALS	9,886.	4,943.	4,943.	4,943.

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

ATTACHMENT 8

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ACCOUNT 056 STMT ATTACHED	551,865.		
A/C 4166 - SEE ATTACHED		965,439.	944,580.
US OBLIGATIONS TOTAL	551,865.	965,439.	944,580.

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
A/C 064 STOCKS - SEE ATTACHED	11,927,173.	6,438,220.	8,066,626.
A/C 064 CONV SEC - SEE ATTACH	680,299.		
A/C 056 STOCKS - SEE ATTACHED	13,753,074.	13,467,608.	20,393,658.
A/C 056 CONV SEC - SEE ATTACH	643,885.		
A/C 771 STOCKS - SEE ATTACHED	976,770.	1,137,492.	1,611,891.
A/C 4166 CONV SEC - SEE ATTACH		1,641,484.	1,653,807.
TOTALS	27,981,201.	22,684,804.	31,725,982.

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
A/C 064 - SEE ATTACHED	5,386,279.	154,109.	169,478.
A/C 056 - SEE ATTACHED	5,788,336.		
A/C 4166 - SEE ATTACHED		10,583,964.	10,967,245.
TOTALS	11,174,615.	10,738,073.	11,136,723.

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 11

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL				
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	FMV
FURNITURE	M7	1,238			1,238.	1,238.			1,238	
FURNITURE	M7	15,403			15,403	15,403.			15,403	
OFFICE MACHINERY	M7	410			410.	410.			410.	
FURNITURE	M7	389.			389.	389			389.	
WORK STATION	M7	408			408.	408			408.	
FURNITURE & FIXTUR	M7	8,385			8,385	8,385			8,385.	6,670.
TOTALS		26,233.			26,233.	26,233.			26,233.	6,670.

ATTACHMENT 12

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
LEASEHOLD IMPROVEMENTS	10,720.	10,720.	10,720.
ACCUMULATED DEPRECIATION	-2,817.	-3,092.	-3,092.
TOTALS	7,903.	7,628.	7,628.

ATTACHMENT 13

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE
PAYROLL TAX WITHHOLDING		1,222.	1,583.
	TOTALS	1,222.	1,583.

ATTACHMENT 14

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

DESCRIPTION		AMOUNT
ROUNDING		2.
	TOTAL	2.

ATTACHMENT 15

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

DESCRIPTION		AMOUNT
NONDIVIDEND DISTRIBUTIONS		11,174.
	TOTAL	11,174.

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

ATTACHMENT 16

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
GREGG D. WATKINS 509 RIDGECREST ROAD GEORGETOWN, TX 78628	SECRETARY, TRUSTEE 6.00	23,904.	4,685.	0
JULIE RODECKER 5873 DUNMORE COURT WEST BLOOMFIELD, MI 48322	PRESIDENT, TRUSTEE 30.00	146,820.	48,299.	0
MARIAN KEIDAN SELTZER 7431 WOODLORE DRIVE WEST BLOOMFIELD, MI 48322	VICE-PRES, TREASURER, TRUSTEE 14.50	63,600.	6,213.	0
JULIE RODECKER - DEATH BENEFIT 5873 DUNMORE COURT WEST BLOOMFIELD, MI 48322 DEATH BENEFIT DUE TO BENEFICIARY PURSUANT TO EMPLOYMENT CONTRACT - 6 MONTHS OF SALARY	PRESIDENT, TRUSTEE 30.00	71,964.	0	0
DEROY TESTAMENTARY RETIREMENT PLAN 26999 CENTRAL PARK BOULEVARD 160 SOUTHFIELD, MI 48076	FBO ARTHUR RODECKER - DECEASED	0	13,500.	0
	GRAND TOTALS	306,288.	72,697.	0

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 17

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	
BARBARA SKALSKI 8212 RIVERVIEW DEARBORN HIEGHTS, MI 48127	BOOKKEEPER 40.00	70,880.	26,916.	0
	TOTAL COMPENSATION	70,880.	26,916.	

ATTACHMENT 18

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

PRINCIPAL ACTIVITY OF FOUNDATION IS IN MICHIGAN WITH INSTITUTIONS OF ESTABLISHED EXCELLENCE.

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

ATTACHMENT 19

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE SCHEDULE ATTACHED	N/A 501(C)(3)	GENERAL PURPOSE GRANT	1,789,933.
		TOTAL CONTRIBUTIONS PAID	1,789,933.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 20

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHED SCHEDULE	N/A 501(C)(3)	GENERAL PURPOSE GRANT	1,718,000
		TOTAL CONTRIBUTIONS APPROVED	1,718,000.

DEROY TESTAMENTARY FOUNDATION 38-2208833

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 21

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
FEE INCOME - LOANED SHARES					3,588.
TOTALS					3,588.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2013

Name of estate or trust: DEROY TESTAMENTARY FOUNDATION

Employer identification number: 38-2208833

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

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

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked	7,771,711.	6,720,875.	2,246.	1,053,082.
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	1,263,123.	1,244,545.		18,578.

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	
6 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back ▶	7	1,071,660.

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

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked	7,206,706.	5,368,057.		1,838,649.
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked	10,960,672.		-6,916,013.	4,044,659.
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	3,979,702.	3,760,498.		219,204.

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	12	
13 Capital gain distributions	13	
14 Gain from Form 4797, Part I	14	
15 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back ▶	16	6,102,512.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2013**

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Part III **Summary of Parts I and II**
Caution: *Read the instructions* ***before*** *completing this part*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			1,071,660.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			6,102,512.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	18b			
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			7,174,172.

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

Part IV **Capital Loss Limitation**

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

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

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero
Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if*
- *Either line 18b, col (2) or line 18c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

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

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

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

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

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

OMB No 1545 0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
DEROY TESTAMENTARY FOUNDATION	38-2208833

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

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

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

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

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

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
STOCK SALES - ACCOUNT 1064	VARIOUS	VARIOUS	3,616,604.	2,766,667.			849,937.
STOCK SALES - ACCOUNT 1056	VARIOUS	VARIOUS	3,896,995.	3,728,768.	B	1,309.	169,536.
STOCK SALES - ACCOUNT 771	VARIOUS	VARIOUS	258,112.	225,440.	B	937.	33,609.
2 Totals Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			7,771,711.	6720875.		2,246.	1,053,082.

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

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

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

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

OMB No 1545 0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
DEROY TESTAMENTARY FOUNDATION	38-2208833

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

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

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

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

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

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

[X] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
BOND SALES - SHORT TER	VARIOUS	VARIOUS	1,157,548.	1,142,839.			14,709.
STOCK SALES - ACCOUNT 4166	VARIOUS	VARIOUS	105,575.	101,706.			3,869.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			1,263,123.	1,244,545.			18,578.

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

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
DEROY TESTAMENTARY FOUNDATION	38-2208833

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

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

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

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

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

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
STOCK SALES - ACCOUNT 1064	VARIOUS	VARIOUS	4,647,691.	3,439,040.			1,208,651.
STOCK SALES - ACCOUNT 1056	VARIOUS	VARIOUS	2,229,710.	1,695,152.			534,558.
STOCK SALES - ACCOUNT 771	VARIOUS	VARIOUS	329,305.	233,865.			95,440.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			7,206,706.	5368057.			1,838,649.

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

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
DEROY TESTAMENTARY FOUNDATION	38-2208833

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

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

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

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

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

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
STOCK SALES - ACCOUNT 1064	VARIOUS	VARIOUS	5,996,867.		B	-3538003.	2,458,864.
STOCK SALES - ACCOUNT 1056	VARIOUS	VARIOUS	4,742,473.		B	-3242509.	1,499,964.
STOCK SALES - ACCOUNT 771	VARIOUS	VARIOUS	221,332.		B	-135,501.	85,831.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			10960672.			-6,916,013.	4,044,659.

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

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side) | Social security number or taxpayer identification number

DEROY TESTAMENTARY FOUNDATION | 38-2208833

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

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

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

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

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

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

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

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
EDS - LITIGATION SETTLEMENT	VARIOUS	03/06/2013	144.				144.
MOTOROLA - LITIGATION SETTLEMENT	VARIOUS	04/02/2013	105.				105.
LEHMAN BROS - LITIGATION SETTLEMENT	VARIOUS	08/16/2013	4,632.				4,632.
NAT'L CITY CORP - LITIGATION SETTLEMENT	VARIOUS	09/06/2013	65,519.				65,519.
BOND SALES - LONG-TERM	VARIOUS	VARIOUS	3,758,018.	3,541,314.			216,704.
STOCK SALES - ACCOUNT 4166	VARIOUS	VARIOUS	151,284.	219,184.			-67,900.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			3,979,702.	3760498.			219,204.

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

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Form **4562** | **Depreciation and Amortization** (Including Information on Listed Property) | OMB No 1545-0172 | **2013**

Department of the Treasury Internal Revenue Service (99) ▶ See separate instructions. ▶ Attach to your tax return. Attachment Sequence No 179

Name(s) shown on return: DEROY TESTAMENTARY FOUNDATION

Identifying number: 38-2208833

Business or activity to which this form relates: GENERAL DEPRECIATION

Part I Election To Expense Certain Property Under Section 179

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

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

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

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

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

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

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	275.

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

Section A

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

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

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

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

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

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations - see instructions	22	275.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

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

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

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

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

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

Section B - Information on Use of Vehicles

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

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

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

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

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

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

Part VI **Amortization**

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

DeROY TESTAMENTARY FOUNDATION | FORM 990PF 12/31/2013

BOND SALES -GAIN OR (LOSS) - 2013 | #38-2208833

PAR	NAME OF SECURITY	HOW ACQ	PURCH DATE	SALE DATE	PROCEEDS	COST	GAIN (LOSS)	ST/LT
75000	NV Energy Inc 6.25% 11/15/20	Purchase	11/18/2010	1/10/2013	$ 87,757.50	$ 76,593.75	$ 11,163.75	LT
150000	Constellation Enrgy 5.15% 12/1/20	Purchase	1/11-6/11	1/24/2013	$ 169,515.00	$ 150,290.99	$ 19,224.01	LT
100000	US Treas Note 1.625% 11/15/22	Purchase	11/8/2012	1/24/2013	$ 97,789.00	$ 99,961.76	$ (2,172.76)	ST
175000	First Energy Soln 6.05% 8/15/21	Purchase	Sep, 2012	1/28/2013	$ 197,986.25	$ 197,621.50	$ 364.75	ST
100000	US Treas Note 1.625% 11/15/22	Purchase	11/8/2012	1/28/2013	$ 96,710.94	$ 99,961.81	$ (3,250.87)	ST
250000	Goldman Sachs Floating 3/29/49	Purchase	3/27/2012	2/13/2013	$ 205,468.75	$ 177,084.10	$ 28,384.65	ST
25000	HCA Inc Note 6.80% 2/15/20	Purchase	7/28/2011	2/13/2013	$ 27,875.75	$ 25,375.00	$ 2,500.75	LT
25000	Sprint Nextel Corp 6.00% 12/1/16	Purchase	1/31/2008	2/13/2013	$ 26,937.50	$ 23,804.56	$ 3,132.94	LT
25000	Tenet Healthcare 8.00% 8/1/20	Purchase	11/18/2011	2/13/2013	$ 26,906.75	$ 25,062.50	$ 1,844.25	LT
100000	Alcoa Inc 6.15% 8/15/20	Purchase	8/30/2011	2/28/2013	$ 110,604.00	$ 103,999.00	$ 6,605.00	LT
34000	Altria Group Inc 9.70% 11/10/18	Purchase	11/7/2008	2/28/2013	$ 47,235.86	$ 34,776.56	$ 12,459.30	LT
166,000	WR Berkley Corp 7.735% 9/15/19	Purchase	1/10-3/10	2/28/2013	$ 205,010.00	$ 180,564.74	$ 24,445.26	LT
150000	JC Penney Corp 5.65% 6/1/20	Purchase	8/11-11/11	2/28/2013	$ 119,265.00	$ 144,754.97	$ (25,489.97)	LT
125000	US Treas Note 1.625% 11/15/22	Purchase	Dec, 2012	3/5/2013	$ 122,207.03	$ 125,323.96	$ (3,116.93)	ST
75000	Alcoa Inc 6.75% 7/15/18	Purchase	10/30/2008	3/12/2013	$ 85,812.00	$ 65,725.45	$ 20,086.55	LT
250000	Sovereign Bank 5.125% 3/15/13	Purchase	6/5/2008	3/15/2013	$ 250,000.00	$ 250,000.00	$ -	LT
175000	Medtronic Inc 1.625% 4/15/13	Purchase	Oct, 2010	4/15/2013	$ 175,000.00	$ 175,462.50	$ (462.50)	LT
50000	Alcoa Inc 6.75% 7/15/18	Purchase	10/30/2008	5/2/2013	$ 56,972.00	$ 43,977.73	$ 12,994.27	LT
100000	Halliburton 6.15% 9/15/19	Purchase	6/7/2010	5/7/2013	$ 125,700.00	$ 107,835.00	$ 17,865.00	LT
175000	Telecom Italia 5.25% 10/1/15	Purchase	2/11-2/12	6/3/2013	$ 189,908.92	$ 178,356.23	$ 11,552.69	LT*
100000	Telecom Italia 5.25% 10/1/15	Purchase	10/9/2012	6/3/2013	$ 108,519.38	$ 106,600.00	$ 1,919.38	ST*
150000	Telecom Italia 4.95% 9/30/14	Purchase	4/5/2011	6/3/2013	$ 158,183.05	$ 156,475.50	$ 1,707.55	LT
100000	Glaxosmithkline 5.65% 5/15/18	Purchase	5/7/2008	6/11/2013	$ 117,558.00	$ 100,859.00	$ 16,699.00	LT
200000	Devon Energy Corp 5.625% 1/15/14	Purchase	1/6/2009	6/24/2013	$ 203,934.00	$ 200,726.00	$ 3,208.00	LT
150000	Wyeth 5.50% 2/1/14	Purchase	9/4/2007	6/24/2013	$ 153,457.50	$ 149,985.61	$ 3,471.89	LT
250000	Ingersoll Rand Gbl 9.50% 4/15/14	Purchase	Apr, 2009	7/17/2013	$ 266,427.50	$ 256,562.50	$ 9,865.00	LT
100000	Caterpillar Finl 4.75% 2/17/15	Purchase	2/25/2008	8/5/2013	$ 106,072.00	$ 99,755.97	$ 6,316.03	LT
100000	Agilent Tech 5.50% 9/14/15	Purchase	7/6/2010	8/7/2013	$ 108,526.00	$ 108,117.00	$ 409.00	LT
200000	Boston Scientific 4.50% 1/15/15	Purchase	6/10-11/10	9/12/2013	$ 210,412.00	$ 200,507.28	$ 9,904.72	LT*
25000	Boston Scientific 4.50% 1/15/15	Purchase	9/24/2012	9/12/2013	$ 26,301.50	$ 26,866.25	$ (564.75)	ST*
150000	Constellation Enrgy 5.15% 12/1/20	Purchase	1/14/2011	10/3/2013	$ 160,572.00	$ 148,912.85	$ 11,659.15	LT
150000	Covidien Intl 2.80% 6/15/15	Purchase	12/13/2010	10/3/2013	$ 154,510.50	$ 150,934.50	$ 3,576.00	LT

DeROY TESTAMENTARY FOUNDATION — **FORM 990PF 12/31/2013**

BOND SALES -GAIN OR (LOSS) - 2013 — **#38-2208833**

100000	Motorola Sol 6.00% 11/15/17	Purchase	1/08-3/08	11/21/2013	$ 114,110.00	$ 96,252.01	$ 17,857.99	LT
100000	GE Capital Tr Var 11/15/67	Purchase	1/21/2010	12/2/2013	$ 107,670.00	$ 89,385.19	$ 18,284.81	LT
175000	US Treas Note 0.75% 10/31/17	Purchase	11/16/2012	12/23/2013	$ 172,053.71	$ 176,230.47	$ (4,176.76)	LT
150000	US Treas Note 1.25% 10/31/19	Purchase	7/13-8/13	12/23/2013	$ 143,835.00	$ 146,071.68	$ (2,236.68)	ST
175000	US Treas Note 1.75% 5/15/23	Purchase	6/24/2013	12/23/2013	$ 158,730.47	$ 163,347.49	$ (4,617.02)	ST
20031	Fed Express 7.02% 1/15/16	Purchase	10/12/2004	1/15/2013	$ 20,031.67	$ 20,031.67	$ -	LT
	TOTAL				**$ 4,915,566.53**	**$ 4,684,153.08**	**$ 231,413.45**	
	LT				$ 3,758,018.21	$ 3,541,314.53	$ 216,703.68	
	ST				$ 1,157,548.32	$ 1,142,838.55	$ 14,709.77	
					$ 4,915,566.53	$ 4,684,153.08	$ 231,413.45	
	*** Denotes trade split between long term and short term**							
	12/31/2013							

DeROY TESTAMENTARY FOUNDATION
STOCK SALES -GAIN OR (LOSS) - 2013

FORM 990PF 12/31/2013
#38-2208833

SHARES	NAME OF SECURITY	HOW ACQ	PURCH DATE	SALE DATE	PROCEEDS	COST	GAIN (LOSS)	ST/LT
11000	Applied Materials Inc	Purchase	Feb, 2012	1/3/2013	$ 129,687.08	$ 141,448.00	$ (11,760.92)	ST
5000	Briggs & Stratton Corp	Purchase	4/17/2008	1/3/2013	$ 107,670.08	$ 75,817.00	$ 31,853.08	LT
6000	Coca Cola Company	Purchase	Dec, 1995	1/3/2013	$ 223,393.59	$ 4,455.62	$ 218,937.97	LT
5500	Merck & Co Inc	Purchase	3/10-4/10	1/3/2013	$ 206,959.35	$ 182,491.45	$ 24,467.90	LT
5000	Glatfelter	Purchase	5/14/2010	1/15/2013	$ 89,834.48	$ 65,717.31	$ 24,117.17	LT
730	Genl Motors Cl A warrants	Purchase	4/21/2011	1/15/2013	$ 15,149.39	$ 61,857.00	$ (46,707.61)	LT
730	Genl Motors Cl B warrants	Purchase	4/21/2011	1/15/2013	$ 9,965.01	$ 47,992.50	$ (38,027.49)	LT
1500	Humana Inc	Purchase	9/28/2012	1/15/2013	$ 105,574.72	$ 105,160.90	$ 413.82	ST
1600	Marathon Petroleum Corp	Purchase	8/6/2007	1/16/2013	$ 103,690.95	$ 57,623.05	$ 46,067.90	LT
250	Marathon Petroleum Corp	Purchase	12/20/2011	1/16/2013	$ 16,122.16	$ 8,024.50	$ 8,097.66	LT
1400	Cullen Frost Bankers Inc	Purchase	2/09-4/09	1/17/2013	$ 81,121.74	$ 57,462.10	$ 23,659.64	LT
1600	Marathon Petroleum Corp	Purchase	12/09-11/11	1/17/2013	$ 105,297.95	$ 53,055.36	$ 52,242.59	LT
1400	Marathon Petroleum Corp	Purchase	12/09-11/11	1/17/2013	$ 92,135.72	$ 35,394.70	$ 56,741.02	LT
2950	Tenet Healthcare Corp	Purchase	9/24/2010	1/18/2013	$ 109,918.37	$ 50,493.38	$ 59,424.99	LT
325	Tenet Healthcare Corp	Purchase	9/24/2010	1/18/2013	$ 12,103.63	$ 5,562.83	$ 6,540.80	LT
1500	Chevron Corp	Purchase	Dec, 1995	1/22/2013	$ 173,628.90	$ 12,613.94	$ 161,014.96	LT
15000	Glatfelter	Purchase	5/10-6/10	1/22/2013	$ 275,360.81	$ 181,953.69	$ 93,407.12	LT
1600	Convergys Corp	Purchase	10/02-2/03	1/23/2013	$ 27,137.62	$ 19,253.00	$ 7,884.62	LT*
400	Convergys Corp	Purchase	3/22/2012	1/23/2013	$ 6,784.41	$ 5,242.00	$ 1,542.41	ST*
3000	Briggs & Stratton Corp	Purchase	4/17/2008	1/24/2013	$ 66,508.80	$ 45,490.20	$ 21,018.60	LT
2500	Deluxe Corp	Purchase	5/2/2012	1/24/2013	$ 89,385.49	$ 58,550.00	$ 30,835.49	ST
2600	Oshkosh Corp	Purchase	2/11-3/11	1/25/2013	$ 103,017.22	$ 88,698.94	$ 14,318.28	LT
200	Oshkosh Corp	Purchase	12/6/2010	1/25/2013	$ 8,131.83	$ 6,512.96	$ 1,618.87	LT
4000	DR Horton Inc	Purchase	May, 2008	2/6/2013	$ 94,858.27	$ 51,343.40	$ 43,514.87	LT
1925	Marathon Petroleum Corp	Purchase	8/07-11/11	2/11/2013	$ 157,918.26	$ 66,480.07	$ 91,438.19	LT
775	Marathon Petroleum Corp	Purchase	8/07-11/11	2/11/2013	$ 63,577.48	$ 27,911.17	$ 35,666.31	LT
5000	DR Horton Inc	Purchase	6/6/2008	2/12/2013	$ 119,907.30	$ 60,400.00	$ 59,507.30	LT
500	DR Horton Inc	Purchase	3/3/2008	2/12/2013	$ 11,982.23	$ 6,717.20	$ 5,265.03	LT
2000	Erie Indemnity Co	Purchase	6/03-12/03	2/13/2013	$ 148,204.67	$ 82,396.90	$ 65,807.77	LT
2000	Merrill Lynch Cap 7% Pfd	Purchase	8/12/2011	2/13/2013	$ 50,418.87	$ 46,097.00	$ 4,321.87	LT
4300	Meredith Corp	Purchase	8/11-10/11	2/14/2013	$ 172,458.38	$ 119,930.80	$ 52,527.58	LT

350	Meredith Corp	Purchase	7/5/2011	2/14/2013	$	14,403.71	$	10,980.06	$ 3,423.65	LT
350	Meredith Corp	Purchase	7/5/2011	2/15/2013	$	14,568.21	$	10,980.06	$ 3,588.15	LT
6100	Nucor Corp	Purchase	4/12-6/12	2/19/2013	$	291,335.56	$	232,042.16	$ 59,293.40	ST
1700	Erie Indemnity Co	Purchase	12/03-6/08	2/21/2013	$	123,046.47	$	82,127.00	$ 40,919.47	LT
4000	Nucor Corp	Purchase	7/11-8/11	2/21/2013	$	178,386.00	$	148,776.20	$ 29,609.80	LT
3000	Merrill Lynch Cap 7% Pfd	Purchase	8/24/2011	2/26/2013	$	75,750.70	$	63,237.00	$ 12,513.70	LT
3500	Briggs & Stratton Corp	Purchase	4/08-1/10	2/27/2013	$	86,510.00	$	49,410.78	$ 37,099.22	LT
2000	Erie Indemnity Co	Purchase	6/08-7/08	2/27/2013	$	143,759.97	$	90,725.00	$ 53,034.97	LT
5000	Deluxe Corp	Purchase	5/12-6/12	3/6/2013	$	200,472.50	$	117,225.00	$ 83,247.50	ST
500	Nucor Corp	Purchase	7/29/2011	3/8/2013	$	23,790.96	$	19,349.05	$ 4,441.91	LT
3000	Allstate Corp	Purchase	1/09-5/09	3/11/2013	$	142,748.79	$	71,008.93	$ 71,739.86	LT
3500	Briggs & Stratton Corp	Purchase	1/6/2010	3/11/2013	$	87,556.48	$	62,071.62	$ 25,484.86	LT
2000	JP Morgan Chase & Co	Purchase	9/23/2011	3/11/2013	$	100,867.73	$	59,295.60	$ 41,572.13	LT
4000	Microsoft Corp	Purchase	8/10-3/11	3/11/2013	$	111,215.50	$	100,854.62	$ 10,360.88	LT
4100	AT&T Inc	Purchase	3/08-3/09	3/14/2013	$	150,493.27	$	129,628.50	$ 20,864.77	LT
13000	AT&T Inc	Purchase	11/08-2/10	3/15/2013	$	473,843.27	$	327,135.01	$ 146,708.26	LT
5000	Coca Cola Company	Purchase	Dec, 1995	3/21/2013	$	200,813.49	$	3,713.02	$ 197,100.47	LT
300	Erie Indemnity Co	Purchase	6/27/2003	3/21/2013	$	22,779.08	$	12,486.00	$ 10,293.08	LT
1500	TRW Automotive Hldgs Corp	Purchase	5/5/2011	3/26/2013	$	82,949.04	$	83,031.15	$ (82.11)	LT
7000	Cliffs Natural Resources Inc	Purchase	3/15/2013	4/1/2013	$	132,679.22	$	152,143.60	$ (19,464.38)	ST
8400	Cliffs Natural Resources Inc	Purchase	3/14/2013	4/1/2013	$	157,961.81	$	183,395.52	$ (25,433.71)	ST
1000	Cliffs Natural Resources Inc	Purchase	Mar, 2013	4/2/2013	$	18,589.08	$	24,344.80	$ (5,755.72)	ST
1800	Chevron Corp	Purchase	Dec, 1995	4/3/2013	$	213,781.56	$	15,136.73	$ 198,644.83	LT
5000	Glatfelter	Purchase	Jun, 2010	4/3/2013	$	114,203.93	$	56,924.00	$ 57,279.93	LT
6000	Lincoln National Corp	Purchase	10/11-11/11	4/3/2013	$	193,170.46	$	113,011.71	$ 80,158.75	LT
3500	Johnson & Johnson	Purchase	Aug, 2011	4/5/2013	$	286,622.57	$	218,672.20	$ 67,950.37	LT
2000	Citigroup Cap VIII Tr Pfd	Purchase	9/7/2001	4/16/2013	$	50,000.00	$	50,000.00	$ -	LT
3750	ADT Corporation	Purchase	2/2/2006	4/16/2013	$	165,916.52	$	101,835.41	$ 64,081.11	LT
350	ADT Corporation	Purchase	10/18/2012	4/17/2013	$	15,177.22	$	13,416.21	$ 1,761.01	ST
800	Gannett Company Inc	Purchase	8/11/2010	4/17/2013	$	16,645.02	$	10,278.94	$ 6,366.08	LT
250	Marathon Petroleum Corp	Purchase	1/23/2012	4/22/2013	$	20,014.58	$	9,369.28	$ 10,645.30	LT
2000	Cullen Frost Bankers Inc	Purchase	4/22/2009	4/25/2013	$	119,903.71	$	90,906.80	$ 28,996.91	LT
2497	Glatfelter	Purchase	9/22/2010	4/25/2013	$	58,662.95	$	29,588.20	$ 29,074.75	LT
2647	Glatfelter	Purchase	5/5/2010	4/25/2013	$	62,186.95	$	36,794.09	$ 25,392.86	LT

2503	Glatfelter	Purchase	9/10-3/12	4/26/2013	$	58,203.45	$	37,648.09	$	20,555.36	LT
2653	Glatfelter	Purchase	May, 2010	4/26/2013	$	61,691.47	$	36,630.00	$	25,061.47	LT
600	DR Horton Inc	Purchase	3/3/2008	4/26/2013	$	16,047.23	$	8,060.64	$	7,986.59	LT
500	Glatfelter	Purchase	5/5/2010	4/26/2013	$	11,523.13	$	6,950.15	$	4,572.98	LT
1000	Hess Corp	Purchase	5/11-6/11	4/29/2013	$	72,174.38	$	78,107.15	$	(5,932.77)	LT
500	Occidental Petroleum Corp	Purchase	9/9/2009	4/29/2013	$	43,717.02	$	38,122.50	$	5,594.52	LT
8000	Convergys Corp	Purchase	3/03-2/08	5/1/2013	$	136,939.32	$	116,402.00	$	20,537.32	LT
5000	JP Morgan Chase & Co	Purchase	9/11-12/11	5/1/2013	$	239,964.62	$	155,601.20	$	84,363.42	LT
750	Tower Intl Inc	Purchase	2/6/2013	5/2/2013	$	13,288.60	$	7,357.50	$	5,931.10	ST
7900	Convergys Corp	Purchase	2/08-5/08	5/3/2013	$	139,720.21	$	124,244.00	$	15,476.21	LT
500	Tower Intl Inc	Purchase	2/6/2013	5/3/2013	$	10,174.82	$	4,905.00	$	5,269.82	ST
2100	JP Morgan Chase & Co	Purchase	9/26/2008	5/6/2013	$	100,826.50	$	90,722.10	$	10,104.40	LT
4000	Microsoft Corp	Purchase	3/11-5/11	5/13/2013	$	131,197.06	$	99,693.60	$	31,503.46	LT*
6000	Microsoft Corp	Purchase	5/12-8/12	5/13/2013	$	196,795.58	$	180,677.70	$	16,117.88	ST*
11000	Southwest Airlines Co	Purchase	6/17/2011	5/13/2013	$	153,338.75	$	121,360.80	$	31,977.95	LT
2500	Southwest Airlines Co	Purchase	8/3/2011	5/14/2013	$	34,836.71	$	23,425.00	$	11,411.71	LT
1000	Southwest Airlines Co	Purchase	6/17/2011	5/14/2013	$	13,929.68	$	11,032.80	$	2,896.88	LT
4200	Comerica Inc	Purchase	4/8/2011	5/15/2013	$	165,412.45	$	159,432.00	$	5,980.45	LT
1000	Harris Corp	Purchase	8/8/2011	5/15/2013	$	49,548.98	$	36,620.00	$	12,928.98	LT
1500	Hess Corp	Purchase	6/11-7/11	5/15/2013	$	107,178.59	$	113,119.81	$	(5,941.22)	LT
4400	PepsiCo Inc	Purchase	Dec, 1995	5/17/2013	$	366,006.67	$	18,847.19	$	347,159.48	LT
400	Cullen Frost Bankers Inc	Purchase	2/25/2009	5/17/2013	$	25,539.46	$	16,418.00	$	9,121.46	LT
20500	Southwest Airlines Co	Purchase	7/11-11/11	5/22/2013	$	290,039.18	$	191,854.35	$	98,184.83	LT
1500	Southwest Airlines Co	Purchase	6/17/2011	5/22/2013	$	21,078.18	$	16,549.20	$	4,528.98	LT
3000	Hewlett Packard Co	Purchase	8/13/2012	5/23/2013	$	71,079.86	$	58,815.00	$	12,264.86	ST
12500	Southwest Airlines Co	Purchase	Aug, 2011	5/23/2013	$	177,748.14	$	112,125.00	$	65,623.14	LT
4000	Johnson Controls Inc	Purchase	12/11-1/12	5/28/2013	$	151,942.55	$	123,773.74	$	28,168.81	LT
19000	NV Energy Inc	Purchase	1/10-11/10	5/30/2013	$	447,474.49	$	239,917.95	$	207,556.54	LT
650	NV Energy Inc	Purchase	1/21/2010	5/30/2013	$	15,325.11	$	8,040.24	$	7,284.87	LT
2500	Merck & Co Inc	Purchase	4/10-3/11	6/3/2013	$	121,333.89	$	81,424.75	$	39,909.14	LT
3000	Merck & Co Inc	Purchase	4/10-3/11	6/3/2013	$	145,600.66	$	101,964.30	$	43,636.36	LT
800	Xylem Inc	Purchase	3/12-4/12	6/26/2013	$	20,807.98	$	22,251.36	$	(1,443.38)	LT*
400	Xylem Inc	Purchase	1/25/2013	6/26/2013	$	10,403.99	$	11,109.20	$	(705.21)	ST*
5000	Meredith Corp	Purchase	3/22/2013	6/27/2013	$	240,594.81	$	183,654.00	$	56,940.81	ST

.50 frac	Mallinckrodt PLC	Purchase	Sep, 2010	7/2/2013	$ 21.35	$ 13.01	$ 8.34	LT
400	Lincoln National Corp	Purchase	10/20/2011	7/1/2013	$ 14,907.94	$ 7,338.88	$ 7,569.06	LT
6550	Kroger Co	Purchase	10/09-12/09	7/2/2013	$ 235,212.30	$ 146,937.17	$ 88,275.13	LT
375	Kroger Co	Purchase	12/23/2011	7/2/2013	$ 13,385.57	$ 9,177.93	$ 4,207.64	LT
2500	Air Products & Chemicals Inc	Purchase	6/10-6/11	7/3/2013	$ 229,811.49	$ 198,092.68	$ 31,718.81	LT
4000	Emerson Electric Co	Purchase	10/09-6/11	7/3/2013	$ 219,471.77	$ 176,417.50	$ 43,054.27	LT
1500	Air Products & Chemicals Inc	Purchase	Jun, 2011	7/11/2013	$ 145,058.27	$ 139,645.95	$ 5,412.32	LT*
1000	Air Products & Chemicals Inc	Purchase	10/25/2012	7/11/2013	$ 96,705.52	$ 77,597.80	$ 19,107.72	ST*
3000	Johnson Controls Inc	Purchase	12/11-1/12	7/11/2013	$ 109,318.10	$ 95,951.55	$ 13,366.55	LT*
1000	Johnson Controls Inc	Purchase	7/24/2012	7/11/2013	$ 36,439.36	$ 23,875.20	$ 12,564.16	ST*
16500	Nabors Industries Ltd	Purchase	10/11-6/12	7/11/2013	$ 239,947.06	$ 231,417.70	$ 8,529.36	LT
17500	Nabors Industries Ltd	Purchase	1/12-6/12	7/11/2013	$ 259,229.97	$ 307,917.72	$ (48,687.75)	LT
875	Mallinckrodt PLC	Purchase	May, 2008	7/16/2013	$ 35,949.88	$ 29,061.10	$ 6,888.78	LT
2500	News Corp New	Purchase	May, 2008	7/16/2013	$ 37,153.35	$ 19,003.09	$ 18,150.26	LT
2500	Johnson Controls Inc	Purchase	Jul, 2012	7/18/2013	$ 100,020.25	$ 61,245.75	$ 38,774.50	ST
687	Mallinckrodt PLC	Purchase	Sep, 2010	7/18/2013	$ 28,685.12	$ 17,879.41	$ 10,805.71	LT
4200	Comerica Inc	Purchase	11/07-1/08	7/18/2013	$ 176,504.44	$ 166,398.28	$ 10,106.16	LT
200	Comerica Inc	Purchase	4/8/2011	7/18/2013	$ 8,384.95	$ 7,592.00	$ 792.95	LT
2000	Johnson Controls Inc	Purchase	11/15/2012	7/19/2013	$ 81,428.78	$ 50,100.00	$ 31,328.78	ST
3000	Schlumberger Ltd	Purchase	Nov, 2012	7/19/2013	$ 249,890.24	$ 208,095.60	$ 41,794.64	ST
8900	Microsoft Corp	Purchase	1/18-7/08	7/19/2013	$ 280,054.97	$ 260,927.45	$ 19,127.52	LT
20000	Peoples United Finl Inc	Purchase	12/18/2012	7/22/2013	$ 310,202.58	$ 247,196.00	$ 63,006.58	ST
5000	RR Donnelley & Sons	Purchase	3/21/2013	7/31/2013	$ 94,875.34	$ 56,972.50	$ 37,902.84	ST
3000	Harris Corp	Purchase	8/11-10/11	7/31/2013	$ 169,389.05	$ 109,642.85	$ 59,746.20	LT
5500	Oshkosh Corp	Purchase	3/11-5/12	8/1/2013	$ 253,273.33	$ 121,650.93	$ 131,622.40	LT
600	Eaton Corp	Purchase	various	8/6/2013	$ 39,254.61	$ 25,593.65	$ 13,660.96	ST
900	Exxon Mobil Corp	Purchase	7/10-1/11	8/8/2013	$ 82,381.95	$ 68,747.04	$ 13,634.91	LT
3000	Exxon Mobil Corp	Purchase	7/10-1/11	8/8/2013	$ 274,606.52	$ 182,662.85	$ 91,943.67	LT
1575	Nabors Industries Ltd	Purchase	9/11-1/12	8/8/2013	$ 24,573.50	$ 22,620.46	$ 1,953.04	LT
425	Nabors Industries Ltd	Purchase	4/22/2013	8/8/2013	$ 6,630.95	$ 6,394.16	$ 236.79	ST
150	Energen Corp	Purchase	3/5/2012	8/12/2013	$ 10,129.77	$ 7,891.07	$ 2,238.70	LT
5000	Agilent Technologies Inc	Purchase	Sep, 2012	8/21/2013	$ 234,938.90	$ 188,679.45	$ 46,259.45	ST
1500	Hewlett Packard Co	Purchase	8/13/2012	8/21/2013	$ 38,752.42	$ 29,407.50	$ 9,344.92	LT*
2500	Hewlett Packard Co	Purchase	8/23-8/30/12	8/21/2013	$ 64,587.37	$ 44,406.25	$ 20,181.12	ST*

5000	Morgan Stanley	Purchase	5/1/2013	8/21/2013	$	130,784.72	$	109,838.00	$	20,946.72	ST
200	Oshkosh Corp	Purchase	12/10-3/12	8/21/2013	$	9,214.22	$	4,435.42	$	4,778.80	LT
300	Oshkosh Corp	Purchase	12/10-3/12	8/21/2013	$	13,821.32	$	9,769.44	$	4,051.88	LT
2000	Chevron Corp	Purchase	12/95-2/10	8/22/2013	$	235,453.90	$	110,506.79	$	124,947.11	LT
1500	Covidien PLC	Purchase	Sep, 2010	8/22/2013	$	90,575.02	$	50,936.05	$	39,638.97	LT
2500	Medtronic Inc	Purchase	7/09-8/10	8/22/2013	$	132,273.44	$	89,285.00	$	42,988.44	LT
1500	Stryker Corp	Purchase	Jul, 2010	8/22/2013	$	102,115.52	$	72,763.10	$	29,352.42	LT
2500	Allstate Corp	Purchase	Jul, 2011	8/23/2013	$	122,961.60	$	71,185.25	$	51,776.35	LT
1500	Raytheon Co	Purchase	2/8/2013	8/23/2013	$	116,449.57	$	81,174.45	$	35,275.12	ST
1400	TRW Automotive Hldgs Corp	Purchase	7/11-8/11	8/23/2013	$	98,481.14	$	58,752.40	$	39,728.74	LT
6400	Microsoft Corp	Purchase	7/08-7/10	8/23/2013	$	219,053.46	$	136,807.00	$	82,246.46	LT
500	Agilent Technologies Inc	Purchase	Aug, 2007	8/26/2013	$	23,982.08	$	17,365.00	$	6,617.08	LT
200	Air Products & Chemicals Inc	Purchase	6/21/2010	8/26/2013	$	20,732.65	$	14,472.56	$	6,260.09	LT
600	Allstate Corp	Purchase	Aug, 2007	8/26/2013	$	29,407.48	$	31,592.30	$	(2,184.82)	LT
50	Apple Inc	Purchase	1/22/2009	8/26/2013	$	25,352.05	$	4,385.65	$	20,966.40	LT
500	Avnet Inc	Purchase	8/25/2011	8/26/2013	$	19,766.45	$	12,786.05	$	6,980.40	LT
300	Cabot Microelectronics Corp	Purchase	4/25/2013	8/26/2013	$	11,232.75	$	10,048.98	$	1,183.77	ST
100	Becton Dickinson & Co	Purchase	11/3/2009	8/26/2013	$	9,900.83	$	6,891.17	$	3,009.66	LT
700	CSX Corporation	Purchase	2/9/2013	8/26/2013	$	17,825.18	$	16,088.38	$	1,736.80	ST
200	Chevron Corp	Purchase	10/10/2008	8/26/2013	$	23,809.58	$	12,380.84	$	11,428.74	LT
400	Comerica Inc	Purchase	1/08-3/08	8/26/2013	$	17,092.70	$	15,122.07	$	1,970.63	LT
300	Covidien PLC	Purchase	May, 2008	8/26/2013	$	18,366.17	$	13,000.58	$	5,365.59	LT
400	Walt Disney Co	Purchase	1/9/2008	8/26/2013	$	24,732.56	$	12,184.00	$	12,548.56	LT
300	Eaton Corp	Purchase	Various	8/26/2013	$	19,947.15	$	15,571.68	$	4,375.47	ST
300	Emerson Electric Co	Purchase	10/8/2008	8/26/2013	$	18,642.17	$	10,713.60	$	7,928.57	LT
1100	Gannett Company Inc	Purchase	8/1/2011	8/26/2013	$	27,704.00	$	13,890.58	$	13,813.42	LT
700	Glatfelter	Purchase	5/6/2010	8/26/2013	$	18,314.69	$	9,614.71	$	8,699.98	LT
400	Hasbro Inc	Purchase	12/11/2009	8/26/2013	$	18,653.27	$	12,290.12	$	6,363.15	LT
400	Hawaiian Electric Inds Inc	Purchase	6/4/2013	8/26/2013	$	10,013.22	$	10,160.92	$	(147.70)	ST
300	Health Care REIT Inc	Purchase	6/21/2013	8/26/2013	$	18,363.18	$	18,697.08	$	(333.90)	ST
300	Hess Corp	Purchase	5/25/2011	8/26/2013	$	22,791.10	$	23,467.38	$	(676.28)	LT
700	Hewlett Packard Co	Purchase	10/3/2007	8/26/2013	$	15,739.22	$	35,539.00	$	(19,799.78)	LT
1900	Huntington Bancshares	Purchase	5/30/2013	8/26/2013	$	16,200.06	$	14,991.76	$	1,208.30	ST
400	JP Morgan Chase & Co	Purchase	9/26/2008	8/26/2013	$	20,935.63	$	17,280.40	$	3,655.23	LT

300	Kennametal Inc	Purchase	4/16/2013	8/26/2013	$ 13,237.01	$ 11,053.83	$ 2,183.18	ST
1400	Keycorp	Purchase	3/30/2012	8/26/2013	$ 17,055.06	$ 11,867.38	$ 5,187.68	LT
300	Kroger Co	Purchase	12/8/2009	8/26/2013	$ 11,130.30	$ 6,065.37	$ 5,064.93	LT
400	MDU Resources Group Inc	Purchase	3/28/2011	8/26/2013	$ 10,973.80	$ 9,024.84	$ 1,948.96	LT
200	MTS Systems Corp	Purchase	8/31/2012	8/26/2013	$ 11,962.09	$ 10,172.84	$ 1,789.25	ST
200	McKesson Corp	Purchase	3/14/2008	8/26/2013	$ 24,532.59	$ 10,678.00	$ 13,854.59	LT
600	Marathon Oil Corp	Purchase	8/07-1/08	8/26/2013	$ 19,975.65	$ 17,306.74	$ 2,668.91	LT
600	Meadwestvaco Corp	Purchase	1/30/2009	8/26/2013	$ 21,961.61	$ 6,372.69	$ 15,588.92	LT
300	Medtronic Inc	Purchase	6/27/2007	8/26/2013	$ 15,786.22	$ 15,432.70	$ 353.52	LT
400	Mens Wearhouse Inc	Purchase	12/6/2012	8/26/2013	$ 15,393.13	$ 12,248.96	$ 3,144.17	ST
1100	Morgan Stanley	Purchase	11/6/2012	8/26/2013	$ 29,143.99	$ 19,852.03	$ 9,291.96	ST
200	Nestle SA	Purchase	5/12/2009	8/26/2013	$ 13,524.76	$ 7,276.32	$ 6,248.44	LT
300	Northeast Utilities	Purchase	7/15/2010	8/26/2013	$ 12,393.28	$ 8,297.82	$ 4,095.46	LT
200	Occidental Petroleum Corp	Purchase	7/9/2009	8/26/2013	$ 17,647.69	$ 12,103.44	$ 5,544.25	LT
300	PNC Financial Serv Grp Inc	Purchase	10/28/2008	8/26/2013	$ 22,410.10	$ 18,072.60	$ 4,337.50	LT
200	PepsiCo Inc	Purchase	3/14/2012	8/26/2013	$ 15,957.72	$ 12,817.16	$ 3,140.56	LT
400	Raymond James Finl Inc	Purchase	3/2/2012	8/26/2013	$ 16,861.70	$ 14,303.92	$ 2,557.78	LT
400	Raytheon Co	Purchase	5/21/2008	8/26/2013	$ 31,024.45	$ 25,384.00	$ 5,640.45	LT
300	Schlumberger Ltd	Purchase	6/4/2012	8/26/2013	$ 24,681.07	$ 18,373.92	$ 6,307.15	LT
150	Stryker Corp	Purchase	1/9/2009	8/26/2013	$ 10,291.07	$ 6,168.50	$ 4,122.57	LT
300	TRW Automotive Hldgs Corp	Purchase	5/5/2011	8/26/2013	$ 21,234.43	$ 16,606.23	$ 4,628.20	LT
500	Tenet Healthcare Corp	Purchase	9/24/2010	8/26/2013	$ 20,137.14	$ 8,558.20	$ 11,578.94	LT
500	Twenty-First Century Fox Inc	Purchase	4/14/2008	8/26/2013	$ 16,172.96	$ 7,789.81	$ 8,383.15	LT
400	Tyco Intl Ltd	Purchase	2/2/2006	8/26/2013	$ 13,640.76	$ 7,797.83	$ 5,842.93	LT
900	US Airways Group Inc	Purchase	5/22/2013	8/26/2013	$ 14,611.24	$ 16,324.56	$ (1,713.32)	ST
600	US Bancorp	Purchase	6/13/2008	8/26/2013	$ 22,375.61	$ 18,240.00	$ 4,135.61	LT
600	Vodafone Group	Purchase	9/9/2009	8/26/2013	$ 17,882.58	$ 13,851.36	$ 4,031.22	LT
500	Waste Management Inc	Purchase	6/5/2008	8/26/2013	$ 21,047.13	$ 19,225.00	$ 1,822.13	LT
2200	Xerox Corporation	Purchase	1/12/2012	8/26/2013	$ 22,078.81	$ 18,012.94	$ 4,065.87	LT
500	Agilent Technologies Inc	Purchase	8/15/2007	8/27/2013	$ 23,452.34	$ 16,405.00	$ 7,047.34	LT
200	Air Products & Chemicals Inc	Purchase	6/21/2010	8/27/2013	$ 20,412.66	$ 14,472.56	$ 5,940.10	LT
600	Allstate Corp	Purchase	8/7/2007	8/27/2013	$ 28,933.79	$ 32,214.00	$ (3,280.21)	LT
50	Apple Inc	Purchase	1/22/2009	8/27/2013	$ 25,018.57	$ 4,385.65	$ 20,632.92	LT
5000	Ascena Retail Group	Purchase	8/23/2013	8/27/2013	$ 81,805.07	$ 82,207.50	$ (402.43)	ST

500	Avnet Inc	Purchase	8/25/2011	8/27/2013	$	19,334.86	$	12,786.05	$	6,548.81	LT
100	Becton Dickinson & Co	Purchase	11/3/2009	8/27/2013	$	9,750.83	$	6,891.17	$	2,859.66	LT
700	CSX Corporation	Purchase	2/19/2013	8/27/2013	$	17,558.42	$	16,088.38	$	1,470.04	ST
300	Cabot Microelectronics Corp	Purchase	4/25/2013	8/27/2013	$	10,975.95	$	10,048.98	$	926.97	ST
200	Chevron Corp	Purchase	10/10/2008	8/27/2013	$	23,771.68	$	12,380.84	$	11,390.84	LT
400	Comerica Inc	Purchase	3/26/2008	8/27/2013	$	16,600.91	$	14,753.40	$	1,847.51	LT
300	Covidien PLC	Purchase	May, 2008	8/27/2013	$	17,958.33	$	13,000.58	$	4,957.75	LT
400	Walt Disney Co	Purchase	1/9/2008	8/27/2013	$	24,380.77	$	12,184.00	$	12,196.77	LT
300	Eaton Corp	Purchase	various	8/27/2013	$	19,395.31	$	15,571.68	$	3,823.63	ST
300	Emerson Electric Co	Purchase	10/8/2008	8/27/2013	$	18,300.33	$	10,713.60	$	7,586.73	LT
1100	Gannett Company Inc	Purchase	8/1/2011	8/27/2013	$	27,184.92	$	13,890.58	$	13,294.34	LT
700	Glatfelter	Purchase	5/6/2010	8/27/2013	$	18,181.90	$	9,614.71	$	8,567.19	LT
400	Hasbro Inc	Purchase	12/11/2009	8/27/2013	$	18,273.08	$	12,290.12	$	5,982.96	LT
400	Hawaiian Electric Inds Inc	Purchase	6/4/2013	8/27/2013	$	9,948.94	$	10,160.92	$	(211.98)	ST
300	Health Care REIT Inc	Purchase	6/21/2013	8/27/2013	$	18,271.71	$	18,697.08	$	(425.37)	ST
300	Hess Corp	Purchase	5/25/2011	8/27/2013	$	22,632.25	$	23,467.38	$	(835.13)	LT
700	Hewlett Packard Co	Purchase	1/30/2008	8/27/2013	$	15,521.45	$	30,842.00	$	(15,320.55)	LT
1900	Huntington Bancshares	Purchase	5/30/2013	8/27/2013	$	15,683.08	$	14,991.76	$	691.32	ST
400	JP Morgan Chase & Co	Purchase	9/08-10/08	8/27/2013	$	20,520.84	$	14,605.38	$	5,915.46	LT
300	Kennametal Inc	Purchase	4/6/2013	8/27/2013	$	13,060.92	$	11,053.83	$	2,007.09	ST
1400	Keycorp	Purchase	3/30/2012	8/27/2013	$	16,491.71	$	11,867.38	$	4,624.33	LT
300	Kroger Co	Purchase	12/8/2009	8/27/2013	$	10,920.45	$	6,065.37	$	4,855.08	LT
400	MDU Resources Group Inc	Purchase	3/28/2011	8/27/2013	$	10,882.01	$	9,024.84	$	1,857.17	LT
200	MTS Systems Corp	Purchase	8/31/2012	8/27/2013	$	11,892.89	$	10,172.84	$	1,720.05	ST
200	McKesson Corp	Purchase	3/08-4/08	8/27/2013	$	24,126.59	$	10,670.00	$	13,456.59	LT
600	Marathon Oil Corp	Purchase	1/31/2008	8/27/2013	$	19,975.95	$	17,494.15	$	2,481.80	LT
600	Meadwestvaco Corp	Purchase	1/30/2009	8/27/2013	$	21,667.92	$	6,372.69	$	15,295.23	LT
300	Medtronic Inc	Purchase	6/27/2007	8/27/2013	$	15,480.38	$	15,432.70	$	47.68	LT
400	Mens Wearhouse Inc	Purchase	12/6/2012	8/27/2013	$	15,173.85	$	12,248.96	$	2,924.89	ST
1100	Morgan Stanley	Purchase	11/6/2012	8/27/2013	$	28,306.90	$	19,852.03	$	8,454.87	ST
200	Nestle SA	Purchase	5/12/2009	8/27/2013	$	13,464.76	$	7,276.32	$	6,188.44	LT
300	Northeast Utilities	Purchase	7/15/2010	8/27/2013	$	12,327.43	$	8,297.82	$	4,029.61	LT
200	Occidental Petroleum Corp	Purchase	7/9/2009	8/27/2013	$	17,475.79	$	12,103.44	$	5,372.35	LT
300	PNC Financial Serv Grp Inc	Purchase	10/28/2008	8/27/2013	$	21,829.64	$	18,072.60	$	3,757.04	LT

200	PepsiCo Inc	Purchase	3/14/2012	8/27/2013	$	15,745.82	$	12,817.16	$	2,928.66	LT
400	Raymond James Finl Inc	Purchase	3/2/2012	8/27/2013	$	16,615.91	$	14,303.92	$	2,311.99	LT
400	Raytheon Co	Purchase	5/21/2008	8/27/2013	$	30,372.67	$	25,384.00	$	4,988.67	LT
2600	Raytheon Co	Purchase	5/08-10/08	8/27/2013	$	196,392.52	$	158,800.00	$	37,592.52	LT
300	Schlumberger Ltd	Purchase	6/4/2012	8/27/2013	$	24,423.22	$	18,373.92	$	6,049.30	LT
150	Stryker Corp	Purchase	1/9/2009	8/27/2013	$	10,097.65	$	6,168.50	$	3,929.15	LT
300	TRW Automotive Hldgs Corp	Purchase	5/5/2011	8/27/2013	$	20,872.78	$	16,606.23	$	4,266.55	LT
500	Tenet Healthcare Corp	Purchase	9/24/2010	8/27/2013	$	19,712.40	$	8,558.20	$	11,154.20	LT
500	Twenty-First Century Fox Inc	Purchase	4/14/2008	8/27/2013	$	15,847.72	$	7,789.81	$	8,057.91	LT
400	Tyco Intl Ltd	Purchase	2/06-7/06	8/27/2013	$	13,312.96	$	8,026.09	$	5,286.87	LT
900	US Airways Group Inc	Purchase	5/22/2013	8/27/2013	$	14,115.35	$	16,324.56	$	(2,209.21)	ST
600	US Bancorp	Purchase	Jun, 2008	8/27/2013	$	21,763.92	$	17,950.00	$	3,813.92	LT
600	Vodafone Group	Purchase	9/9/2009	8/27/2013	$	17,744.29	$	13,851.36	$	3,892.93	LT
500	Waste Management Inc	Purchase	6/5/2008	8/27/2013	$	20,767.38	$	19,225.00	$	1,542.38	LT
2200	Xerox Corporation	Purchase	1/12/2012	8/27/2013	$	21,503.74	$	18,012.94	$	3,490.80	LT
9000	Vodafone Group	Purchase	11/09-2/10	8/30/2013	$	288,394.57	$	205,210.98	$	83,183.59	LT
4800	Vodafone Group	Purchase	9/9/2009	8/30/2013	$	152,732.37	$	110,810.88	$	41,921.49	LT
5500	Vodafone Group	Purchase	9/09-11/09	8/30/2013	$	175,551.45	$	128,036.26	$	47,515.19	LT*
69939	Vodafone Group	Purchase	8/30/2013	8/30/2013	$	2,232,344.10	$	2,233,376.07	$	(1,031.97)	ST*
5500	Vodafone Group	Purchase	8/30/2013	9/6/2013	$	179,826.51	$	175,632.60	$	4,193.91	ST
.50 frac	Murphy USA Inc	Purchase	Apr, 2013	9/6/2013	$	19.19	$	16.73	$	2.46	ST
500	Murphy USA Inc	Purchase	Apr, 2013	9/11/2013	$	19,492.21	$	17,556.10	$	1,936.11	ST
300	Lazard Ltd	Purchase	10/21/2011	9/17/2013	$	11,691.24	$	7,488.87	$	4,202.37	LT
112	Murphy USA Inc	Purchase	Apr, 2013	9/17/2013	$	4,528.33	$	3,747.77	$	780.56	ST
150	Raytheon Co	Purchase	12/23/2011	9/17/2013	$	11,961.47	$	7,235.53	$	4,725.94	LT
2800	Agilent Technologies Inc	Purchase	8/07-9/08	9/19/2013	$	143,067.98	$	86,222.87	$	56,845.11	LT
250	Agilent Technologies Inc	Purchase	8/9/2007	9/19/2013	$	12,753.52	$	9,002.50	$	3,751.02	LT
2000	Stryker Corp	Purchase	9/7/2010	9/25/2013	$	138,732.78	$	92,392.34	$	46,340.44	LT
2800	Stryker Corp	Purchase	1/09-3/09	9/25/2013	$	194,225.89	$	104,756.00	$	89,469.89	LT
400	Stryker Corp	Purchase	1/9/2009	9/25/2013	$	27,543.12	$	16,449.32	$	11,093.80	LT
150	Energen Corp	Purchase	Mar, 2012	10/3/2013	$	12,043.24	$	7,701.07	$	4,342.17	LT
5000	Mens Wearhouse Inc	Purchase	12/12-1/13	10/9/2013	$	224,134.09	$	153,873.48	$	70,260.61	ST
500	Mens Wearhouse Inc	Purchase	12/6/2012	10/9/2013	$	22,547.25	$	15,259.95	$	7,287.30	ST
4500	Mens Wearhouse Inc	Purchase	1/13-9/13	10/23/2013	$	203,391.50	$	150,167.28	$	53,224.22	ST

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700	Mens Wearhouse Inc	Purchase	1/13-9/13	10/23/2013	$	31,448.60	$	23,245.83	$	8,202.77	ST
900	EW Scripps Co	Purchase	1/26/2012	10/23/2013	$	17,693.10	$	7,615.12	$	10,077.98	LT
350	Consolidated Graphics Inc	Purchase	5/17/2013	10/24/2013	$	22,160.49	$	16,084.43	$	6,076.06	ST
200	Rosetta Resources Inc	Purchase	3/5/2012	10/30/2013	$	12,918.41	$	10,031.42	$	2,886.99	LT
2000	Gannett Company Inc	Purchase	Aug, 2010	11/1/2013	$	55,548.03	$	25,625.50	$	29,922.53	LT
5500	Hewlett Packard Co	Purchase	8/12-9/12	11/1/2013	$	138,234.59	$	93,295.75	$	44,938.84	LT
3500	Lincoln National Corp	Purchase	Nov, 2011	11/5/2013	$	161,708.38	$	68,058.15	$	93,650.23	LT
1700	Lincoln National Corp	Purchase	11/11-2/12	11/8/2013	$	83,050.52	$	36,669.23	$	46,381.29	LT
6000	US Airways Group Inc	Purchase	5/23/2013	11/13/2013	$	143,717.89	$	109,336.20	$	34,381.69	ST
1700	Lincoln National Corp	Purchase	Feb, 2012	11/14/2013	$	84,054.18	$	39,706.09	$	44,348.09	LT
5000	Unisys Corp	Purchase	12/12/2012	11/14/2013	$	136,262.62	$	89,227.00	$	47,035.62	ST
12000	Xerox Corporation	Purchase	May, 2012	11/14/2013	$	131,278.90	$	91,500.00	$	39,778.90	LT
4100	MTS Systems Corp	Purchase	8/12-10/12	11/18/2013	$	266,103.81	$	211,502.09	$	54,601.72	LT
425	MTS Systems Corp	Purchase	5/12-8/12	11/19/2013	$	26,754.13	$	18,396 11	$	8,358.02	LT*
175	MTS Systems Corp	Purchase	3/8/2013	11/19/2013	$	11,016.41	$	9,544.23	$	1,472.18	ST*
2500	Caterpillar Inc	Purchase	6/12-7/12	11/21/2013	$	205,332.92	$	214,815.30	$	(9,482.38)	LT*
1000	Caterpillar Inc	Purchase	8/1/2013	11/21/2013	$	82,133.17	$	84,095.00	$	(1,961.83)	ST*
2500	Raytheon Co	Purchase	Feb, 2013	11/21/2013	$	215,748.74	$	135,270.25	$	80,478.49	ST
8000	Xerox Corporation	Purchase	5/12-10/12	12/2/2013	$	92,824.77	$	59,671.60	$	33,153.17	LT
13800	Xerox Corporation	Purchase	1/12/2012	12/2/2013	$	159,309.93	$	112,640.12	$	46,669.81	LT
950	Xerox Corporation	Purchase	12/23/2011	12/2/2013	$	10,931.96	$	7,804.82	$	3,127.14	LT
2000	Harris Corp	Purchase	10/11-2/12	12/3/2013	$	128,339.76	$	77,988.70	$	50,351.06	LT
44300	Regenerx Biopharm Inc	Purchase	9/05-9/08	12/3/2013	$	2,400.88	$	113,527.00	$	(111,126.12)	LT
3400	Teradata Corp	Purchase	10/3/2013	12/4/2013	$	145,449.46	$	185,149.04	$	(39,699.58)	ST
600	Teradata Corp	Purchase	7/13-10/13	12/4/2013	$	25,412.55	$	31,620.32	$	(6,207.77)	ST
500	Harris Corp	Purchase	2/16/2012	12/6/2013	$	33,262.22	$	21,351.70	$	11,910.52	LT*
2000	Harris Corp	Purchase	3/11/2013	12/6/2013	$	133,048.88	$	89,691.60	$	43,357.28	ST*
1500	Occidental Petroleum Corp	Purchase	9/09-10/09	12/6/2013	$	140,060.96	$	117,009.00	$	23,051.96	LT
4000	Unisys Corp	Purchase	1/15/2013	12/6/2013	$	118,789.13	$	70,318.40	$	48,470.73	ST
2750	Harte-Hanks Inc	Purchase	2/13-4/13	12/18/2013	$	20,675.18	$	21,340.33	$	(665.15)	ST
3300	Unisys Corp	Purchase	1/13-3/13	12/19/2013	$	106,263.09	$	71,214.91	$	35,048.18	ST
6000	Keycorp	Purchase	10/8/2012	12/23/2013	$	80,464.59	$	52,500.00	$	27,964.59	LT
5000	Harte-Hanks Inc	Purchase	10/07-3/08	12/24/2013	$	39,383.31	$	85,920.00	$	(46,536.69)	LT
4000	Xerox Corporation	Purchase	10/12-11/12	12/24/2013	$	48,411.55	$	26,733.40	$	21,678.15	LT

1000	Allstate Corp	Purchase	8/07-11/07	12/26/2013	$ 53,736.06	$ 51,639.00	$ 2,097.06	LT
1000	CSX Corporation	Purchase	2/19/2013	12/26/2013	$ 28,434.50	$ 22,983.40	$ 5,451.10	ST
500	Hewlett Packard Co	Purchase	1/30/2008	12/26/2013	$ 14,192.25	$ 22,030.00	$ (7,837.75)	LT
500	McKesson Corp	Purchase	4/7/2008	12/26/2013	$ 80,241.10	$ 26,655.00	$ 53,586.10	LT
500	MDU Resources Group Inc	Purchase	3/28/2011	12/26/2013	$ 15,203.23	$ 11,281.05	$ 3,922.18	LT
500	Waste Management Inc	Purchase	6/10/2008	12/26/2013	$ 22,462.10	$ 19,115.00	$ 3,347.10	LT
1000	Xerox Corporation	Purchase	9/6/2012	12/26/2013	$ 12,153.78	$ 7,687.50	$ 4,466.28	LT
6000	Harte-Hanks Inc	Purchase	10/30/2009	12/31/2013	$ 46,802.78	$ 70,890.00	$ (24,087.22)	LT
2500	Unisys Corp	Purchase	3/11/2013	12/31/2013	$ 84,131.53	$ 58,299.25	$ 25,832.28	ST
	TOTAL				**$ 26,195,948.35**	**$ 19,323,590.14**	**$ 6,872,358.21**	
	LT				**$ 18,318,662.60**	**$ 12,503,255.03**	**$ 5,815,407.57**	
	ST				**$ 7,877,285.75**	**$ 6,820,335.11**	**$ 1,056,950.64**	
					$ 26,195,948.35	**$ 19,323,590.14**	**$ 6,872,358.21**	
	*Denotes trade split between long-term and short-term							

DeROY TESTAMENTARY FOUNDATION **FORM 990PF 12/31/2013**

STOCK SALES -GAIN OR (LOSS) - 2013 **#38-2208833**

Short-Term Box A - Covered						
	Account 1064	3,616,604.43	2,766,667.01		2,766,667.01	849,937.42
	Account 1056	3,896,994.92	3,728,767.69	1,308.74	3,727,458.95	169,535.97
	Account 771	258,111.67	225,439.72	936.68	224,503.04	33,608.63
		7,771,711.02	6,720,874.42	2,245.42	6,718,629.00	1,053,082.02
Short-Term Box B - Non-covered		105,574.73	101,706.11	0.00	101,706.11	3,868.62
Total Short-Term		**7,877,285.75**	**6,822,580.53**	**2,245.42**	**6,820,335.11**	**1,056,950.64**
Long-Term Box D - Covered						
	Account 1064	4,647,691.21	3,439,039.63		3,439,039.63	1,208,651.58
	Account 1056	2,229,709.81	1,695,152.56		1,695,152.56	534,557.25
	Account 771	329,304.97	233,865.01		233,865.01	95,439.96
		7,206,705.99	5,368,057.20		5,368,057.20	1,838,648.79
Long-Term Box E - Non-Covered		11,111,956.61	7,135,197.83		7,135,197.83	3,976,758.78
Total Long-Term		**18,318,662.60**	**12,503,255.03**		**12,503,255.03**	**5,815,407.57**
		26,195,948.35			**19,323,590.14**	**6,872,358.21**

DeROY TESTAMENTARY FOUNDATION #38-2208833

2013 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 064 12/31/2013

		CASH	**Cost Basis**	**Market Value**
		Pershing - Money Market Fund	$ 11,566,500.00	$ 11,566,500.00
		Chase Bank - Savings Account	$ 875,000.00	$ 875,000.00
		TOTAL CASH	**$ 12,441,500.00**	**$ 12,441,500.00**
		STOCKS		
Shares		**Security**	**Cost Basis**	**Market Value**
2500		Allstate Corporation	$ 69,545.00	$ 136,350.00
5500		American Airlines Group Inc	$ 89,800.00	$ 138,875.00
10000		American Eagle Outftters	$ 134,183.00	$ 144,000.00
5000		Ascena Retail Group	$ 83,478.00	$ 105,800.00
17865		Banco Santander SA	$ 164,373.00	$ 162,036.00
3500		Bank of Montreal Quebec F	$ 194,952.00	$ 233,310.00
14000		Centurylink	$ 554,210.00	$ 445,900.00
4000		Covidien Plc	$ 135,829.00	$ 272,400.00
2000		Deere & Co	$ 169,495.00	$ 182,660.00
10000		Freeport McMoran Copper Gold Inc	$ 306,806.00	$ 377,400.00
16000		Gannett Company Inc	$ 206,440.00	$ 473,280.00
2000		General Dynamics Corp	$ 180,615.00	$ 191,100.00
11000		Goodyear Tire & Rubber Co	$ 235,039.00	$ 262,350.00
2000		Grandview Raceway	$ (7,626.00)	$ -
24500		Harte-Hanks Inc	$ 167,191.00	$ 191,590.00
5500		Health Care REIT	$ 322,710.00	$ 294,635.00
3500		Hess Corp	$ 206,925.00	$ 290,500.00
17000		Keycorp Inc New	$ 153,195.00	$ 228,140.00
15000		LMI Aerospace Inc	$ 188,294.00	$ 221,100.00
6800		Marathon Oil Corp	$ 161,247.00	$ 240,040.00
83120		McClatchy Co	$ 214,718.00	$ 282,608.00
2500		Medtronic Inc	$ 84,108.00	$ 143,475.00
3000		Murphy Oil Corp Hldg	$ 172,892.00	$ 194,640.00
14000		Newmont Mining Corp	$ 440,829.00	$ 322,420.00
5000		Northwest Natural Gas	$ 221,700.00	$ 214,100.00
3000		Occidental Petroleum Corp	$ 241,591.00	$ 285,300.00
8500		R R Donnelley & Sons	$ 101,097.00	$ 172,380.00
2000		Raytheon Company	$ 110,929.00	$ 181,400.00
5000		Repsol SA	$ 127,041.00	$ 126,450.00
6000		Rio Tinto Plc Spon Adr F	$ 269,506.00	$ 338,580.00
4200		TRW Automotive Holdings	$ 178,182.00	$ 312,438.00
7000		U S Bancorp	$ 169,582.00	$ 282,800.00
5200		Unisys Corp	$ 89,119.00	$ 174,564.00
5500		Vodafone Group	$ 125,880.00	$ 216,205.00
3500		Wash Real Est Inv Tr	$ 81,635.00	$ 81,760.00
12000		Xerox Corp	$ 92,710.00	$ 146,040.00
		TOTAL STOCKS	**$ 6,438,220.00**	**$ 8,066,626.00**

DeROY TESTAMENTARY FOUNDATION #38-2208833
2013 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 064 12/31/2013

Par		**CORPORATE BONDS**		
150000		Avery Dennison (ADOP) 6.625% 10/1/17	$ 154,109.00	$ 169,478.00
		TOTAL BONDS	**$ 154,109.00**	**$ 169,478.00**
		TOTAL PORTFOLIO - ACCOUNT 064	**$ 19,033,829.00**	**$ 20,677,604.00**
12/31/2013				

DeROY TESTAMENTARY FOUNDATION **#38-2208833**

2013 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 056 **12/31/2013**

		CASH	**Cost Basis**	**Market Value**
		Pershing - Money Market Fund	$ 1,269,918.00	$ 1,269,918.00
		TOTAL CASH	**$ 1,269,918.00**	**$ 1,269,918.00**
		STOCKS		
Shares		**Security**	**Cost Basis**	**Market Value**
5400		Agilent Technologies Inc	$ 161,454.00	$ 308,826.00
2900		Air Products & Chemicals Inc	$ 224,450.00	$ 324,162.00
9300		Allstate Corp	$ 340,432.00	$ 507,222.00
20000		American Airlines Group Inc	$ 363,645.00	$ 505,000.00
19800		American Eagle Outfitters	$ 272,184.00	$ 285,120.00
600		Apple Inc	$ 53,818.00	$ 336,612.00
12000		Ascena Retail Group	$ 197,065.00	$ 253,920.00
8500		Avnet Inc	$ 238,577.00	$ 374,935.00
2000		Becton Dickinson & Co	$ 145,582.00	$ 220,980.00
13225		CSX Corp	$ 305,750.00	$ 380,483.00
5200		Cabot Microelectronics Corp	$ 183,206.00	$ 237,640.00
5300		Cameron International Corp	$ 296,044.00	$ 315,509.00
3400		Chevron Corp	$ 223,449.00	$ 424,694.00
6700		Comerica Inc	$ 223,210.00	$ 318,518.00
6400		Covidien PLC	$ 277,346.00	$ 435,840.00
2400		Deere & Co	$ 202,189.00	$ 219,192.00
7300		Walt Disney Co	$ 221,193.00	$ 557,720.00
5500		Eaton Corporation PLC	$ 281,767.00	$ 418,660.00
5400		Emerson Electric Co	$ 212,746.00	$ 378,972.00
22400		Gannett Company Inc	$ 328,690.00	$ 662,592.00
14000		Glatfelter	$ 191,245.00	$ 386,960.00
7900		Hasbro Inc	$ 292,354.00	$ 434,579.00
10600		Hawaiian Electric Industries	$ 266,292.00	$ 276,236.00
5200		Health Care REIT	$ 321,220.00	$ 278,564.00
5200		Hess Corp	$ 348,554.00	$ 431,600.00
11400		Hewlett Packard Company	$ 331,620.00	$ 318,972.00
32700		Huntington Bancshares	$ 264,325.00	$ 315,555.00
7100		JP Morgan Chase & Co	$ 185,388.00	$ 415,208.00
6800		Kennametal Inc	$ 257,422.00	$ 354,076.00
24700		Keycorp Inc	$ 212,022.00	$ 331,474.00
4950		Kroger Co	$ 106,189.00	$ 195,674.00
11300		MDU Resources Group Inc	$ 268,256.00	$ 345,215.00
3400		McKesson Corp	$ 171,040.00	$ 548,760.00
11000		Marathon Oil Corp	$ 316,093.00	$ 388,300.00
10100		Meadwestvaco Corp	$ 140,322.00	$ 372,993.00
5600		Medtronic Inc	$ 277,080.00	$ 321,384.00
19500		Morgan Stanley	$ 363,062.00	$ 611,520.00
3700		Nestle SA	$ 138,447.00	$ 272,283.00

5200		Northeast Utilities	$ 175,760.00	$ 220,428.00
4800		Occidental Petroleum Corp	$ 364,196.00	$ 456,480.00
4600		PNC Financial Services Group Inc	$ 243,637.00	$ 356,868.00
5100		PepsiCo Inc	$ 371,031.00	$ 422,994.00
4600		Phillips 66	$ 277,595.00	$ 354,798.00
8100		Raymond James Finl Inc	$ 300,958.00	$ 422,739.00
4600		Raytheon Company	$ 181,584.00	$ 417,220.00
5300		Schlumberger Ltd	$ 365,904.00	$ 477,583.00
6000		TRW Automotive Holdings Corp	$ 278,339.00	$ 446,340.00
10200		Tenet Healthcare Corp	$ 209,359.00	$ 429,624.00
2200		Tupperware Brands Corp	$ 198,442.00	$ 207,966.00
9000		Twenty First Century Fox	$ 125,376.00	$ 316,530.00
6700		Tyco International Ltd	$ 141,323.00	$ 274,968.00
11900		US Bancorp	$ 284,400.00	$ 480,760.00
10700		Unisys Corp	$ 272,052.00	$ 359,199.00
8500		Waste Management Inc	$ 293,761.00	$ 381,395.00
24800		Xerox Corp	$ 180,163.00	$ 301,816.00
		TOTAL STOCKS	**$ 13,467,608.00**	**$ 20,393,658.00**
		TOTAL PORTFOLIO - ACCOUNT 056	**$ 14,737,526.00**	**$ 21,663,576.00**
12/31/2013				

DeROY TESTAMENTARY FOUNDATION **#38-2208833**

2013 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 771 **12/31/2013**

	CASH	**Cost Basis**	**Market Value**	
	Pershing - Money Market Fund	$ 146,055.00	$ 146,055.00	
	TOTAL CASH	**$ 146,055.00**	**$ 146,055.00**	
	STOCKS			
Shares	**Security**	**Cost Basis**	**Market Value**	
500	Agilent Technologies	$ 18,242.00	$ 28,595.00	
250	Albemarle Corporation	$ 12,962.00	$ 15,848.00	
750	Allstate Corp	$ 20,659.00	$ 40,905.00	
1800	American Airlines Group Inc	$ 31,339.00	$ 45,450.00	
2650	American Eagle Outfitters	$ 37,498.00	$ 38,160.00	
300	Analogic Corp	$ 26,495.00	$ 26,568.00	
1500	Ascena Retail Group	$ 24,944.00	$ 31,740.00	
900	Avnet Inc	$ 23,556.00	$ 39,699.00	
300	Becton Dickinson & Co	$ 20,674.00	$ 33,147.00	
800	Cabot Microelectronics Corp	$ 27,043.00	$ 36,560.00	
750	Cabot Oil & Gas Corp	$ 25,099.00	$ 29,070.00	
550	Cameron International Corp	$ 31,961.00	$ 32,742.00	
900	Cardinal Health Inc	$ 39,609.00	$ 60,129.00	
800	Comerica Inc	$ 28,051.00	$ 38,032.00	
2300	R R Donnelley & Sons	$ 31,284.00	$ 46,644.00	
300	Energen Corp	$ 15,075.00	$ 21,225.00	
2000	Gannett Company Inc	$ 34,332.00	$ 59,160.00	
1200	Glatfelter	$ 17,079.00	$ 33,168.00	
600	Harris Corp	$ 24,069.00	$ 41,886.00	
800	Hasbro Inc	$ 25,597.00	$ 44,008.00	
1200	Hawaiian Electric Industries	$ 30,001.00	$ 31,272.00	
4150	Huntington Bancshares	$ 32,646.00	$ 40,048.00	
750	Kennametal Inc	$ 27,677.00	$ 39,053.00	
3500	Keycorp Inc	$ 30,810.00	$ 46,970.00	
550	Kroger Company	$ 13,452.00	$ 21,742.00	
800	Lazard Ltd	$ 21,418.00	$ 36,256.00	
700	Lincoln National Corp	$ 12,843.00	$ 36,134.00	
1500	MDU Resources Group Inc	$ 33,332.00	$ 45,825.00	
1000	Meadwestvaco Corp	$ 16,248.00	$ 36,930.00	
550	Murphy Oil Corp	$ 29,507.00	$ 35,684.00	
800	Northeast Utilities	$ 24,909.00	$ 33,912.00	
800	Raymond James Financial Inc	$ 25,972.00	$ 41,752.00	
400	Raytheon Co	$ 19,415.00	$ 36,280.00	
1100	Republic Services Inc	$ 32,821.00	$ 36,520.00	
500	Rosetta Resources Inc	$ 21,900.00	$ 24,020.00	
900	EW Scripps	$ 8,208.00	$ 19,548.00	
600	TRW Automotive Holdings Corp	$ 33,460.00	$ 44,634.00	
1100	Tenet Healthcare Corp	$ 25,491.00	$ 46,332.00	

DeROY TESTAMENTARY FOUNDATION #38-2208833
2013 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 771 12/31/2013

1500		Tower International Inc	$ 24,702.00	$ 32,100.00	
375		Tupperware Brands Corp	$ 33,827.00	$ 35,449.00	
1250		Unisys Corp	$ 31,155.00	$ 41,963.00	
2400		Vishay Intertechnology Inc	$ 24,894.00	$ 31,824.00	
1800		Washington Real Est Inv Tr	$ 45,840.00	$ 42,048.00	
2700		Xerox Corporation	$ 21,396.00	$ 32,859.00	
		TOTAL STOCKS	**$ 1,137,492.00**	**$ 1,611,891.00**	
		TOTAL PORTFOLIO - ACCOUNT 771	**$ 1,283,547.00**	**$ 1,757,946.00**	
12/31/2013					*

DeROY TESTAMENTARY FOUNDATION #38-2208833

2013 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 4166 12/31/2013

		CASH	Cost Basis	Market Value
		Schwab - Money Market Fund	$ 198,757.00	$ 198,757.00
		TOTAL CASH	$ 198,757.00	$ 198,757.00
		PREFERRED/CONVERTIBLE SECURITIES		
Shares		Security	Cost Basis	Market Value
10000		Aegon NV 7.25% Pfd F	$ 248,212.00	$ 253,700.00
2250		Cliffs Natural Res 7% Pfd Conv	$ 46,469.00	$ 51,660.00
10000		HSBC Holdings PLC Pfd A 6.20%	$ 252,457.00	$ 247,000.00
2500		Kimco Realty 6.90% Cl H Pfd	$ 62,003.00	$ 59,550.00
2000		Merrill Lynch Cap 7% Pfd	$ 45,707.00	$ 50,260.00
5000		Metlife Inc A Perp Fltg	$ 126,644.00	$ 105,250.00
2000		Qwest Corp 7.375%	$ 50,195.00	$ 46,260.00
3750		So Cal Edison 5.349% Pfd A	$ 373,216.00	$ 378,281.00
225		US Bancorp 4.47% Pfd A Dep Fltg	$ 175,353.00	$ 173,246.00
260		Well Fargo 7.50% Series L Pfd Conv	$ 261,228.00	$ 288,600.00
		TOTAL PFD/CONV SECURITIES	$ 1,641,484.00	$ 1,653,807.00
		BOND FUND		
Shares		Security	Cost Basis	Market Value
4000		Powershares Senior Loan Portfolio	$ 99,920.00	$ 99,520.00
		TOTAL BOND FUNDS	$ 99,920.00	$ 99,520.00
		CORP BONDS AND NOTES		
Par		Security	Cost Basis	Market Value
400000		Morgan Stanley Global 4.75% 4/1/14	$ 385,266.00	$ 403,180.00
250000		Abbey Natl Treas Svcs 2.875% 4/25/14	$ 254,777.00	$ 251,710.00
40000		Abbey Natl Treas Svcs 1.818% 4/25/14	$ 40,351.00	$ 40,176.00
150000		Xerox Corp Note 8.250% 5/15/14	$ 153,241.00	$ 154,020.00
75000		Xerox Corp Note Fltg 1.058% 5/16/14	$ 75,150.00	$ 75,062.00
375000		Citigroup Inc Fltg 5.430% 11/5/14	$ 373,472.00	$ 374,854.00
150000		Washington REIT Note 5.350% 5/1/15	$ 135,309.00	$ 157,593.00
150000		JP Morgan Chase 5.150% 10/1/15	$ 145,008.00	$ 160,320.00
100000		El Paso Pipeline 4.100% 11/15/15	$ 100,852.00	$ 105,309.00
375000		Petrobas Intl Finance 3.875% 1/27/16	$ 396,212.00	$ 386,048.00
105955		Federal Express Corp 7.02% 1/15/16	$ 125,238.00	$ 111,783.00
125000		HCP Inc 3.750% 2/1/16	$ 132,685.00	$ 131,351.00
275000		Telefonica Emisiones 3.992% 2/16/16	$ 286,424.00	$ 287,788.00
100000		Morgan Stanley (Fl/Var) 1.488% 2/25/16	$ 100,767.00	$ 101,301.00
375000		JP Morgan Chase(Fl/Var) 0.875% 2/26/16	$ 376,500.00	$ 376,541.00

DeROY TESTAMENTARY FOUNDATION **#38-2208833**

2013 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 4166 **12/31/2013**

100000	Medtronic Inc 2.625% 3/15/16	$	99,965.00	$	103,539.00
200000	Genl Motors 7.70x Escrow 0.00% 4/15/16	$	-	$	-
150000	YUM Brands Inc 6.250% 4/15/16	$	174,507.00	$	166,344.00
200000	Amer Intl Grp 4.875% 9/15/16	$	215,246.00	$	219,666.00
150000	Time Warner Cos 5.875% 11/15/16	$	147,555.00	$	169,126.00
150000	Simon Ppty Grp LP 5.250% 12/1/16	$	105,787.00	$	166,123.00
75000	Sprint Nextel Corp 6.00% 12/1/16	$	56,531.00	$	81,844.00
100000	Xerox Corp 2.950% 3/15/17	$	103,186.00	$	102,659.00
250000	Bank of America Corp 3.875% 3/22/17	$	270,232.00	$	266,830.00
100000	Qwest Corporation Note 6.50% 6/1/17	$	106,980.00	$	113,008.00
100000	Marriott Intl 6.375% 6/15/17	$	107,135.00	$	113,897.00
100000	JP Morgan Chase 6.00% 7/5/17	$	101,853.00	$	113,025.00
250000	Lehman Bros (Escrow) 6.5xx 7/19/17	$	244,742.00	$	-
150000	Merrill Lynch Co 6.40% 8/28/17	$	150,175.00	$	172,937.00
100000	Hasbro Inc 6.300% 9/15/17	$	109,950.00	$	112,718.00
100000	Murphy Oil Corp 2.500% 12/1/17	$	102,000.00	$	100,608.00
350000	Suntrust Banks 5.45% 12/1/17	$	369,189.00	$	381,602.00
325000	GE Cap (Fl/Var) 0.959% 4/2/18	$	325,000.00	$	327,577.00
100000	Ipalco Enter Inc 5.00% 5/1/18	$	99,100.00	$	104,750.00
125000	Pioneer Natural Res Co 6.875% 5/1/18	$	127,187.00	$	146,364.00
100000	News Amer Inc Gtd Db 7.250% 5/18/18	$	97,046.00	$	120,993.00
225000	Alcoa Inc Note 6.75% 7/15/18	$	175,931.00	$	255,528.00
125000	Boston Scientific Corp 2.650% 10/1/18	$	125,342.00	$	125,850.00
150000	AT&T Inc (Fl/Var) 1.146% 11/27/18	$	150,591.00	$	151,143.00
75000	Alcoa Inc Note 5.720% 2/23/19	$	81,415.00	$	79,909.00
100000	Citizens Comm Co 7.125% 3/15/19	$	100,747.00	$	107,750.00
50000	Whiting Petro Corp 5.00% 3/15/19	$	50,287.00	$	51,125.00
50000	Hertz Corp 6.750% 4/15/19	$	54,055.00	$	53,875.00
200000	Lyondell Basell Inds NV 5.00% 4/15/19	$	221,532.00	$	222,124.00
100000	International Paper 9.375% 5/15/19	$	99,375.00	$	131,167.00
150000	Lincoln National Corp 8.75% 7/1/19	$	157,196.00	$	193,074.00
150000	L-3 Comm Corp 5.200% 10/15/19	$	160,973.00	$	162,128.00
75000	HCA Inc Note 6.50% 2/15/20	$	75,035.00	$	82,406.00
100000	Goldman Sachs 5.375% 3/15/20	$	104,841.00	$	111,056.00
100000	US Steel Corp 7.375% 4/1/20	$	102,125.00	$	107,750.00
500000	T-Mobile USA 6.542% 4/28/20	$	51,250.00	$	53,125.00
75000	Tenet Healthcare Note 8.00% 8/1/20	$	74,525.00	$	81,469.00
100000	Goodyear Tire & Rubber 8.25% 8/15/20	$	107,710.00	$	111,750.00
200000	Weatherford Intl 5.125% 9/15/20	$	206,990.00	$	214,852.00
150000	Washington REIT 4.950% 10/1/20	$	152,816.00	$	157,836.00
100000	NV Energy Inc Note 6.25% 11/15/20	$	102,125.00	$	115,952.00
100000	Arcelormittal Note 6.00% 3/1/21	$	92,616.00	$	105,510.00
125000	Energy Transfer 4.650% 6/1/21	$	120,841.00	$	128,580.00
175000	Centurylink Inc 6.45% 6/15/21	$	167,617.00	$	182,000.00
150000	Ford Motor Cr 5.875% 8/2/21	$	149,800.00	$	170,057.00
325000	Hewlett Packard 4.375% 9/15/21	$	322,493.00	$	330,925.00
150000	Newfiled Expl Co 5.75% 1/30/22	$	158,590.00	$	154,500.00

DeROY TESTAMENTARY FOUNDATION **#38-2208833**

2013 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 4166 **12/31/2013**

125000		Bank of Amer (Ft/Var) 8.00% 1/30/49	$ 115,563.00	$ 138,500.00
100000		Wells Fargo (Fl/Var) 7.98% 2/15/49	$ 79,706.00	$ 111,500.00
250000		Wachovia Cap (Fl/Var) 5.570% 3/15/49	$ 250,088.00	$ 228,750.00
225000		JP Morg Ch (Ft/Var) 7.900% 4/29/49	$ 208,188.00	$ 248,063.00
150000		Goldman Sachs (Fl/Var) 4.00% 12/29/49	$ 103,625.00	$ 105,450.00
175000		Enterprise Prods (Fl/Var) 7.034% 1/15/68	$ 165,438.00	$ 193,375.00
		TOTAL CORP BONDS AND NOTES	**$ 10,484,044.00**	**$ 10,867,725.00**
		US TREASURY NOTES		
Par		**Security**	**Cost Basis**	**Market Value**
400000		US Treas Note 0.750% 10/31/17	$ 398,869.00	$ 392,752.00
200000		US Treas Note 1.250% 10/31/19	$ 195,441.00	$ 191,296.00
400000		Us Treas Note 1.750% 5/15/23	$ 371,129.00	$ 360,532.00
		TOTAL US TREASURY NOTES	**$ 965,439.00**	**$ 944,580.00**
		TOTAL PORTFOLIO - ACCOUNT 4166	**$ 13,389,644.00**	**$ 13,764,389.00**
12/31/2013				

DeROY TESTAMENTARY FOUNDATION #38-2208833

2012 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 064 12/31/2012

	CASH	**Cost Basis**	**Market Value**
	Pershing - Money Market Fund	$ 950,306.00	$ 950,306.00
	Schwab - Money Market Fund	$ 319,583.00	$ 319,583.00
	Chase Bank - Savings Account	$ 875,000.00	$ 875,000.00
	TOTAL CASH	$ 2,144,889.00	$ 2,144,889.00
	STOCKS		
# of Shares	**Security**	**Cost Basis**	**Market Value**
13000	AT&T Inc	$ 327,135.00	$ 438,230.00
5000	Agilent Technologies	$ 188,679.00	$ 204,700.00
5000	Air Products & Chemicals Inc	$ 415,336.00	$ 420,100.00
8000	Allstate Corp	$ 211,739.00	$ 321,360.00
11000	Applied Materials	$ 141,448.00	$ 125,840.00
12260	Banco Santander	$ 122,818.00	$ 100,164.00
3500	Bank of Montreal	$ 194,952.00	$ 214,550.00
15000	Briggs & Stratton Corp	$ 232,790.00	$ 316,200.00
2500	Caterpillar Inc	$ 214,815.00	$ 224,023.00
14000	Centurylink Inc	$ 554,210.00	$ 547,680.00
5300	Chevron Corp	$ 138,257.00	$ 573,142.00
11000	Coca Cola Company	$ 8,169.00	$ 398,750.00
4200	Comerica Inc	$ 159,432.00	$ 127,428.00
15900	Convergys Corp	$ 240,646.00	$ 260,919.00
5500	Covidien PLC	$ 204,658.00	$ 317,570 00
3400	Cullen Frost Bankers	$ 148,369.00	$ 184,518.00
9000	DR Horton Inc	$ 111,743.00	$ 178,020.00
7500	Deluxe Corp	$ 175,775.00	$ 241,800.00
4000	Emerson Electric Co	$ 176,418.00	$ 211,840.00
5700	Erie Indemnity Co	$ 255,249.00	$ 394,554.00
4000	Freeport-McMoran Copper & Gold	$ 134,851.00	$ 136,800.00
18000	Gannett Company Inc	$ 232,066.00	$ 324,180.00
730	General Motors CL A Warrants	$ 61,857.00	$ 14,235.00
730	General Motors CL B Warrants	$ 47,993.00	$ 9,118.00
30000	Glatfelter	$ 371,831.00	$ 524,400.00
	Grandview Raceway	$ (7,626.00)	$ -
6500	Harris Corp	$ 245,603.00	$ 318,240.00
33000	Harte Hanks Inc	$ 303,024.00	$ 194,700.00
6000	Hess Corp	$ 398,152.00	$ 317,760.00
12500	Hewlett Packard Co	$ 225,925.00	$ 178,125.00
1500	Humana Inc	$ 105,161.00	$ 102,945.00
7000	JP Morgan Chase & Co	$ 214,897.00	$ 307,784.00
3500	Johnson & Johnson	$ 218,672.00	$ 245,350.00
12500	Johnson Controls Inc	$ 354,946.00	$ 383,375.00
17000	Keycorp Inc	$ 145,996.00	$ 143,140 00
12900	Lincoln National Corp	$ 257,445.00	$ 334,110.00

DeROY TESTAMENTARY FOUNDATION #38-2208833

2012 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 064 12/31/2012

6800		Marathon Oil Corp	$ 161,247.00	$ 208,488.00	
3000		Marathon Petroleum Corp	$ 88,450 00	$ 189,000.00	
12120		McClatchy Co	$ 29,156.00	$ 39,632.00	
5000		Medtronic Inc	$ 173,393.00	$ 205,100.00	
10500		Merck & Co Inc	$ 365,881.00	$ 429,870 00	
4300		Meredith Corp	$ 119,931.00	$ 148,135.00	
14000		Microsoft Corp	$ 381,226.00	$ 373,936.00	
16500		Nabors Industries Ltd	$ 231,418.00	$ 238,425.00	
3700		Newmont Mining Corp	$ 170,111.00	$ 171,828.00	
5000		Northwest Natural Gas Co	$ 221,700.00	$ 221,000.00	
4000		Nucor Inc	$ 148,776.00	$ 172,640.00	
5000		Occidental Petroleum Corp	$ 396,723.00	$ 383,050.00	
20000		Peoples United Financial Inc	$ 247,196.00	$ 241,800.00	
4400		PepsiCo Inc	$ 18,847.00	$ 301,092.00	
44300		Regenerx Biopharmaceuticals Inc	$ 113,527.00	$ 3,943.00	
3000		Sclumberger Ltd	$ 208,096.00	$ 207,896.00	
15000		Southwest Airlines Co	$ 135,550.00	$ 153,600.00	
3500		Stryker Corp	$ 165,155.00	$ 191,870.00	
4500		TRW Automotive Holdings Corp	$ 236,935.00	$ 300,216.00	
7000		US Bancorp	$ 169,582.00	$ 223,580.00	
5000		Unisys Corporation	$ 89,227.00	$ 86,500.00	
14500		Vodafone Group PLC	$ 331,091.00	$ 365,255.00	
26000		Xerox Corp	$ 190,524.00	$ 177,320.00	
		TOTAL STOCKS	**$ 11,927,173.00**	**$ 14,369,826.00**	
		PREFERRED/CONVERTIBLE SECURITIES			
2000		Aegon Nv 7.25% Pfd F	$ 50,650.00	$ 50,140.00	
2000		Citigroup Cap Tr Pfd	$ 50,000.00	$ 50,380.00	
5000		Merrill Lynch Cap 7% Pfd	$ 109,334.00	$ 124,950.00	
2000		Qwest Corp Senior Note	$ 50,195.00	$ 53,620.00	
1500		So Cal Edison 5.349% Pfd A	$ 149,337.00	$ 150,984.00	
150		US Bancorp 4.47% Pfd A	$ 118,125.00	$ 129,900.00	
150		Wells Fargo 7.5% Pfd Series L	$ 152,658.00	$ 183,750.00	
		TOTAL PFD/CONV SECURITIES	**$ 680,299.00**	**$ 743,724.00**	
		CORP BONDS AND NOTES			
Par		**Security**	**Cost Basis**	**Market Value**	
200000		Devon Energy Corp 5.625% 1/15/14	$ 200,726.00	$ 210,420.00	
150000		Wyeth Note 5.50% 2/1/14	$ 149,847.00	$ 158,112 00	
150000		Morgan Stanley Global 4.75% 4/1/14	$ 141,801.00	$ 155,322 00	
100000		Ingersoll Rand Global 9.50% 4/15/14	$ 103,000.00	$ 110,671 00	

DeROY TESTAMENTARY FOUNDATION #38-2208833
2012 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 064 12/31/2012

150000	Telecom Italia Note 4.95% 9/30/14	$	156,475.00	$	156,600.00	
100000	Caterpillar Finl Svcs 4.5% 2/17/15	$	98,889.00	$	108,400.00	
150000	Covidien Intl 2.80% 6/15/15	$	150,934.00	$	156,705.00	
100000	Agilent Tech Inc 5.50% 9/14/15	$	108,117 00	$	111,344.00	
150000	JP Morgan Chase & Co 5.150% 10/1/15	$	145,008.00	$	164,873.00	
100000	Telecom Italia Note 5.250% 10/1/15	$	106,600.00	$	106,400.00	
100000	El Paso Pipeline Note 4.10% 11/15/15	$	100,852 00	$	107,125.00	
150000	Petrobas Intl Fin Co 3.875% 1/27/16	$	159,412 00	$	158,250.00	
100000	Medtronic Inc 2.625% 3/15/16	$	99,965 00	$	105,377.00	
200000	GM Note 7.70 (Exchanged)	$	-	$	-	
150000	YUM Brands Inc 6.25% 4/15/16	$	174,507.00	$	170,946.00	
200000	American Intl Grp 4.875% 9/15/16	$	215,246.00	$	223,696.00	
150000	Time Warner Inc Note 5.875% 11/15/16	$	147,555.00	$	175,634.00	
150000	Simon Property Grp 5.25% 12/1/16	$	105,787.00	$	171,507.00	
100000	Xerox Corp 2.95% 3/15/17	$	103,186.00	$	102,602.00	
250000	Bank of America 3.875% 3/22/17	$	270,232.00	$	271,130.00	
100000	Marriott Intl Inc 6.375% 6/15/17	$	107,135.00	$	117,175.00	
100000	JP Morgan Chase Bank 6.00% 7/5/17	$	101,853.00	$	117,223.00	
100000	Hasbro Inc 6.30% 9/15/17	$	109,950.00	$	115,949.00	
150000	Avery Dennison Corp 6.875% 10/1/17	$	154,109.00	$	172,824.00	
100000	Glaxosmithkline Cap 5.65% 5/15/18	$	100,859.00	$	121,804.00	
100000	News America Inc 7.250% 5/18/18	$	97,046.00	$	126,027.00	
200000	Alcoa Inc Note 6.750% 7/15/18	$	155,050.00	$	227,888.00	
34000	Altria Group Inc 9.70% 11/10/18	$	34,777.00	$	47,598.00	
100000	Intl Paper Co 9.375% 5/15/19	$	99,375.00	$	136,371.00	
166000	WR Berkley Corp 7.375% 9/15/19	$	180,565.00	$	201,224.00	
100000	Halliburton Note 6.15% 9/15/19	$	107,835.00	$	125,817 00	
100000	Goldman Sachs Note 5.375% 3/15/20	$	104,841.00	$	114,362 00	
100000	Alcoa Inc 6.15% 8/15/20	$	103,999.00	$	109,214.00	
200000	Weatherford Note 5.125% 9/15/20	$	206,990.00	$	220,398.00	
150000	Washington REIT Bond 4.95% 10/1/20	$	152,816.00	$	164,678.00	
150000	Constellation Energy Grp 5.15% 12/1/20	$	148,500.00	$	171,468.00	
100000	Energy Transfer Note 4.65% 6/1/21	$	95,507.00	$	109,873.00	
200000	Hewlett Packard 4.375% 9/15/21	$	203,432.00	$	198,262 00	
225000	JP Morgan Chase & Co 7.90% 4/29/49	$	208,188.00	$	254,927.00	
250000	General Elect Cap 6.375% 11/15/67	$	175,313.00	$	195,270.00	
	TOTAL CORP BONDS AND NOTES	**$**	**5,386,279.00**	**$**	**5,973,466.00**	
	TOTAL PORTFOLIO - ACCOUNT 064	**$**	**20,138,640.00**	**$**	**23,231,905.00**	
12/31/2012						*

DeROY TESTAMENTARY FOUNDATION #38-2208833
2012 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 056 12/31/2012

	CASH	**Cost Basis**	**Market Value**	
	Pershing - Money Market Fund	$ 173,190.00	$ 173,190.00	
	Schwab - Money Market Fund	$ 286,630.00	$ 286,630.00	
	TOTAL CASH	**$ 459,820.00**	**$ 459,820.00**	
	STOCKS			
# of Shares	**Security**	**Cost Basis**	**Market Value**	
3750	ADT Corp	$ 102,304.00	$ 174,338.00	
4100	AT&T Inc	$ 129,629.00	$ 138,211.00	
9200	Agilent Technologies Inc	$ 281,446.00	$ 376,648.00	
3300	Air Products & Chemicals Inc	$ 253,395.00	$ 277,266.00	
11500	Allstate Corp	$ 455,877.00	$ 461,955.00	
700	Apple Inc	$ 62,589.00	$ 372,521 00	
9500	Avnet Inc	$ 264,149.00	$ 290,795.00	
2200	Becton Dickinson & Co	$ 159,365.00	$ 172,018.00	
3600	Chevron Corp	$ 223,546.00	$ 389,304.00	
11700	Comerica Inc	$ 419,483.00	$ 354,978.00	
7000	Covidien PLC	$ 332,408.00	$ 404,180.00	
8100	Walt Disney Co	$ 245,561.00	$ 403,299.00	
6100	Eaton Corporation PLC	$ 316,624.00	$ 330,498.00	
6000	Emerson Electric Co	$ 234,174.00	$ 317,760.00	
3900	Exxon Mobil Corp	$ 251,410.00	$ 337,545.00	
22400	Gannett Company Inc	$ 302,647.00	$ 403,424.00	
20700	Glatfelter	$ 283,898.00	$ 361,836.00	
8700	Hasbro Inc	$ 316,934.00	$ 312,330.00	
3700	Hess Corp	$ 249,043.00	$ 195,952.00	
13300	Hewlett Packard Company	$ 420,031.00	$ 189,525.00	
10000	JP Morgan Chase & Co	$ 307,996.00	$ 439,691.00	
27500	Keycorp Inc	$ 235,757.00	$ 231,550.00	
12100	Kroger Co	$ 265,257.00	$ 314,842.00	
7800	MDU Resources Group Inc	$ 168,241.00	$ 165,672.00	
4500	MTS Systems Corp	$ 231,848.00	$ 229,185.00	
4300	McKesson Corp	$ 219,043.00	$ 416,928.00	
7350	Marathon Oil Corp	$ 183,741.00	$ 225,351.00	
4300	Marathon Petroleum Corp	$ 152,014.00	$ 270,900.00	
11300	Meadwestvaco Corp	$ 153,067.00	$ 360,131.00	
6200	Medtronic Inc	$ 307,945.00	$ 254,324.00	
5400	Mens Wearhouse Inc	$ 165,361.00	$ 168,264.00	
15300	Microsoft Corp	$ 397,734.00	$ 408,658.00	
14300	Morgan Stanley	$ 250,030.00	$ 273,416.00	
19000	NV Energy Inc	$ 239,918.00	$ 344,660.00	
17500	Nabors Industries Ltd	$ 307,918.00	$ 252,875.00	
4100	Nestle SA	$ 153,000.00	$ 267,197.00	
10000	News Corp	$ 159,959.00	$ 255,100.00	

DeROY TESTAMENTARY FOUNDATION **#38-2208833**

2012 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 056 **12/31/2012**

3500		Northeast Utilities	$ 96,808.00	$ 136,780.00
6100		Nucor Corp	$ 232,042.00	$ 263,276.00
4400		Occidental Petroleum Corp	$ 317,897.00	$ 337,084.00
8100		Oshkosh Truck Corp	$ 210,350.00	$ 240,165.00
5200		PNC Financial Services Group Inc	$ 279,783.00	$ 303,212.00
3300		PepsiCo Inc	$ 214,536.00	$ 225,819.00
7000		Raymond James Finl Inc	$ 250,319.00	$ 269,710.00
8000		Raytheon Company	$ 391,152.00	$ 460,480.00
3800		Schlumberger Ltd	$ 242,620.00	$ 263,335.00
31500		Southwest Airlines Co	$ 313,215.00	$ 322,560.00
3100		Stryker Corp	$ 117,093.00	$ 169,942.00
8100		TRW Automotive Holdings Corp	$ 394,582.00	$ 434,241.00
12750		Tenet Healthcare Corp	$ 222,254.00	$ 413,993.00
7500		Tyco International Ltd	$ 157,147.00	$ 219,375.00
10000		US Bancorp	$ 216,543.00	$ 319,400.00
11500		Vodafone Group PLC	$ 266,550.00	$ 289,685.00
10000		Waste Management Inc	$ 351,326.00	$ 337,400.00
36400		Xerox Corp	$ 275,515.00	$ 248,248.00
		TOTAL STOCKS	**$ 13,753,074.00**	**$ 16,397,832.00**
		PREFERRED/CONVERTIBLE SECURITIES		
6000		Aegon NV 7.25% Pfd	$ 146,498.00	$ 150,420.00
2500		Kimco Realty 6.90% Cl H Pfd	$ 62,003.00	$ 66,600 00
2000		Merrill Lynch 7% Pfd	$ 45,707.00	$ 49,980.00
2250		So Cal Edison5.349% Pfd A	$ 223,879.00	$ 226,476.00
75		US Bancorp 4.47% Pfd A	$ 57,228.00	$ 64,950.00
110		Well Fargo 7.50% Series L Pfd	$ 108,570.00	$ 134,750.00
		TOTAL PFD/CONV SECURITIES	**$ 643,885.00**	**$ 693,176.00**
		CORP BONDS AND NOTES		
Par		**Security**	**Cost Basis**	**Market Value**
250000		Sovereign Bank 5.125% 3/15/13	$ 221,475.00	$ 249,990.00
175000		Medtronic Inc 1.625% 4/15/13	$ 175,462.00	$ 175,548.00
250000		Morgan Stanley Global 4.75% 4/1/14	$ 243,465.00	$ 258,870.00
150000		Ingersoll Rand Global 9.50% 4/15/14	$ 153,562.00	$ 166,007.00
150000		Xerox Corp Note 8.250% 5/15/14	$ 153,241.00	$ 163,619.00
225000		Boston Scientific Note 4.50% 1/15/15	$ 223,868.00	$ 239,162.00
150000		Washington REIT Note 5.350% 5/1/15	$ 135,309.00	$ 161,583.00
175000		Telecom Italia Note 5.25% 10/1/15	$ 178,276.00	$ 186,200.00
125987		Federal Express Corp 7.02% 1/15/16	$ 145,270.00	$ 137,326.00

DeROY TESTAMENTARY FOUNDATION #38-2208833

2012 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 056 12/31/2012

125000	HCP Inc 3.750% 2/1/16	$ 132,685.00	$ 132,666.00	
100000	Sprint Nextel Corp 6.00% 12/1/16	$ 78,751.00	$ 108,750.00	
100000	Qwest Corporation Note 6.50% 6/1/17	$ 106,980.00	$ 116,760.00	
250000	Lehman Bros (Escrow) 6.5% 7/19/17	$ 244,742.00	$ -	
150000	Merrill Lynch Co 6.40% 8/28/17	$ 150,175.00	$ 176,154.00	
100000	Motorola Inc Note 6.00% 11/15/17	$ 90,869.00	$ 117,413.00	
225000	Suntrust Banks 5.45% 12/1/17	$ 227,888.00	$ 254,203.00	
100000	Ipalco Enter Inc 5.00% 5/1/18	$ 99,100.00	$ 104,750.00	
125000	Pioneer Natural Res Co 6.875% 5/1/18	$ 127,187.00	$ 152,074.00	
150000	Alcoa Inc Note 6.75% 7/15/18	$ 117,787.00	$ 170,916.00	
50000	Alcoa Inc Note 6.75% 2/23/19	$ 53,978.00	$ 53,111.00	
100000	Citizens Comm Co 7.125% 3/15/19	$ 100,747.00	$ 108,750.00	
150000	Lincoln National Corp 8.75% 7/1/19	$ 157,196.00	$ 200,595.00	
100000	HCA Inc Note 6.50% 2/15/20	$ 100,410.00	$ 112,500.00	
100000	US Steel Corp 7.375% 4/1/20	$ 102,125.00	$ 106,750.00	
150000	JC Penney Corp 5.65% 6/1/20	$ 143,716.00	$ 130,125.00	
100000	Tenet Healthcare Note 8.00% 8/1/20	$ 99,588.00	$ 107,688.00	
100000	Goodyear Tire & Rubber 8.25% 8/15/20	$ 107,710.00	$ 109,750.00	
175000	NV Energy Inc Note 6.25% 11/15/20	$ 178,719.00	$ 205,783.00	
150000	Constellation Energy Grp 5.15% 12/1/20	$ 150,042.00	$ 171,468.00	
100000	Arcelormittal Note 6.00% 3/1/21	$ 92,616.00	$ 99,713.00	
175000	Centurylink Inc 6.45% 6/15/21	$ 167,617.00	$ 193,375.00	
150000	Ford Motor Credit Co 5.875% 8/2/21	$ 149,800.00	$ 174,681.00	
175000	Firstenergy Solu Corp 6.05% 8/15/21	$ 197,622.00	$ 200,291.00	
125000	Hewlett Packard 4.375% 9/15/21	$ 119,061.00	$ 123,914.00	
150000	Newfiled Expl Co 5.75% 1/30/22	$ 158,590.00	$ 165,000.00	
125000	Bank of America Corp 8.00% 1/30/49	$ 115,563.00	$ 138,260.00	
100000	Wells Fargo & Co 7.98% 2/15/49	$ 79,706.00	$ 114,750.00	
150000	Wachovia Cap Tr 5.570% 3/15/49	$ 149,750.00	$ 149,250.00	
150000	Goldman Sachs 4.00% 12/29/49	$ 103,625.00	$ 117,162.00	
100000	General Elect Cap 6.375% 11/15/67	$ 88,625.00	$ 105,375.00	
175000	Enterprise Products 7.034% 1/15/68	$ 165,438.00	$ 200,375.00	
	TOTAL CORP BONDS AND NOTES	**$ 5,788,336.00**	**$ 6,160,657.00**	
	US TREASURY NOTES			
225000	US Treas Note 0.750% 10/31/17	$ 226,621.00	$ 225,738.00	
325000	Us Treas Note 1.625% 11/15/22	$ 325,244.00	$ 321,445.00	
	TOTAL US TREASURY NOTES	**$ 551,865.00**	**$ 547,183.00**	
	TOTAL BONDS AND NOTES	**$ 6,340,201.00**	**$ 6,707,840.00**	
	TOTAL PORTFOLIO - ACCOUNT 056	**$ 21,196,980.00**	**$ 24,258,668.00**	
12/31/2012				*

DeROY TESTAMENTARY FOUNDATION #38-2208833

2012 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 771 12/31/2012

# of Shares	Security	Cost Basis	Market Value
	CASH	**Cost Basis**	**Market Value**
	Pershing - Money Market Fund	$ 86,911.00	$ 86,911.00
	TOTAL CASH	**$ 86,911.00**	**$ 86,911.00**
	STOCKS		
# of Shares	**Security**	**Cost Basis**	**Market Value**
350	ADT Corp	$ 13,460.00	$ 16,272.00
750	Agilent Technologies	$ 27,244.00	$ 30,705.00
250	Albemarle Corporation	$ 12,962.00	$ 15,530.00
750	Allstate Corp	$ 20,659.00	$ 30,128.00
900	Avnet Inc	$ 23,556.00	$ 27,549.00
300	Becton Dickinson & Co	$ 20,673.00	$ 23,457.00
600	Cardinal Health Inc	$ 24,733.00	$ 24,708.00
1000	Comerica Inc	$ 35,643.00	$ 30,340.00
2000	Convergys Corp	$ 24,495.00	$ 32,820.00
400	Cullen Frost Bankers	$ 16,418.00	$ 21,708.00
1100	DR Horton Inc	$ 14,778.00	$ 21,758.00
1800	EW Scripps	$ 15,823.00	$ 19,458.00
600	Eaton Corp	$ 25,594.00	$ 32,508.00
450	Energen Corp	$ 22,861.00	$ 20,291.00
300	Erie Indemnity Co	$ 12,486.00	$ 20,766.00
2100	Gannett Company Inc	$ 27,462.00	$ 37,821.00
1700	Glatfelter	$ 24,029.00	$ 29,716.00
600	Harris Corp	$ 24,069.00	$ 29,376.00
800	Hasbro Inc	$ 25,597.00	$ 28,720.00
570	Kennametal Inc	$ 20,715.00	$ 22,800.00
2750	Keycorp Inc	$ 23,269.00	$ 23,155.00
925	Kroger Company	$ 22,630.00	$ 24,069.00
900	Lazard Ltd	$ 22,467.00	$ 26,856.00
1100	Lincoln National Corp	$ 20,182.00	$ 28,490.00
1500	MDU Resources Group Inc	$ 33,332.00	$ 31,860.00
425	MTS Systems Corp	$ 18,396.00	$ 21,645.00
500	Marathon Petroleum Corp	$ 17,394.00	$ 31,500.00
900	Meadwestvaco Corp	$ 12,925.00	$ 28,683.00
500	Mens Wearhouse Inc	$ 15,260.00	$ 15,580.00
700	Meredith Corp	$ 21,960.00	$ 24,115.00
650	NV Energy Inc	$ 8,040.00	$ 11,791.00
1575	Nabors Industries Ltd	$ 22,620.00	$ 22,759.00
600	Northeast Utilities	$ 16,596.00	$ 23,448.00
500	Nucor Corp	$ 19,349.00	$ 21,580.00
700	Oshkosh Truck Corp	$ 20,718.00	$ 20,755.00
670	Raymond James Financial Inc	$ 20,547.00	$ 25,815.00

DeROY TESTAMENTARY FOUNDATION #38-2208833

2012 SCHEDULE OF COST BASIS/MARKET VALUE - ACCOUNT 771 12/31/2012

550		Raytheon Co	$	26,650.00	$	31,658.00	
750		Republic Services Inc	$	20,756.00	$	21,998.00	
400		Rosetta Resources Inc	$	18,242.00	$	18,128.00	
2500		Southwest Airlines Co	$	27,582.00	$	25,600.00	
400		Stryker Corp	$	16,449.00	$	21,928.00	
600		TRW Automotive Holdings Corp	$	33,460.00	$	32,166.00	
1125		Tenet Healthcare Corp	$	19,256.00	$	36,529.00	
1600		Vishay Intertechnology Inc	$	13,981.00	$	17,008.00	
3650		Xerox Corporation	$	29,201.00	$	24,893.00	
800		Xylem Inc	$	22,251.00	$	21,680.00	
		TOTAL STOCKS	**$**	**976,770.00**	**$**	**1,150,120.00**	
		TOTAL PORTFOLIO - ACCOUNT 771	**$**	**1,063,681.00**	**$**	**1,237,031.00**	
12/31/2012							*

DeROY TESTAMENTARY FOUNDATION **#38-2208833**

2013 SCHEDULE OF GRANTS PAID - ALPHABETICAL **12/31/2013**

MONTH	GRANTEE	AMOUNT	ADDRESS	REL	STATUS	PURPOSE
11	Alternatives for Girls	$ 20,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
11	Alzheimer's Association, Greater Michigan Chapter	$ 25,000.00	Southfield, MI	N/A	501(c)(3)	Charitable
3	Arts & Scraps	$ 5,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
4	Barbara Ann Karmanos Cancer Institute	$ 66,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
8	Beaumont Foundation	$ 25,000.00	Royal Oak, MI	N/A	501(c)(3)	Charitable
4	Birmingham Bloomfield Art Center	$ 8,000.00	Birmingham, MI	N/A	501(c)(3)	Charitable
12	Blue Lake Fine Arts Camp	$ 15,000.00	Twin Lake, MI	N/A	501(c)(3)	Charitable
4	Caridad Center	$ 17,500.00	Boynton Beach, FL	N/A	501(c)(3)	Charitable
4	College for Creative Studies	$ 50,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
11	Common Ground	$ 10,000.00	Bloomfield Hills, MI	N/A	501(c)(3)	Charitable
1	Community House (The)	$ 45,000.00	Birmingham, MI	N/A	501(c)(3)	Charitable
1	Community Sharing	$ 5,000.00	Highland, MI	N/A	501(c)(3)	Charitable
4	Congregation Beth Shalom	$ 1,000.00	Oak Park, MI	N/A	501(c)(3)	Charitable
11	Congregation Beth Shalom	$ 2,000.00	Oak Park, MI	N/A	501(c)(3)	Charitable
4	Council of Michigan Foundations	$ 7,200.00	Grand Haven, MI	N/A	501(c)(3)	Charitable
11	Covenant House Michigan	$ 50,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
4	Cranbrook Institute of Science	$ 30,000.00	Bloomfield Hills, MI	N/A	501(c)(3)	Charitable
8	Defeat the Label	$ 5,000.00	Bloomfield Hills, MI	N/A	501(c)(3)	Charitable
4	Detroit Cristo Rey High School	$ 10,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
3	Detroit Historical Society	$ 30,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
12	Detroit Institute for Children	$ 25,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
6	Detroit Police Athletic League	$ 10,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
3	Detroit SCORE Chapter 18	$ 5,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
11	Detroit Symphony Orchestra	$ 40,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
10	Detroit2Nepal Foundation	$ 6,500.00	West Bloomfield, MI	N/A	501(c)(3)	Charitable
9	FAR Conservatory of Therapeutic and Performing Arts	$ 15,000.00	Birmingham. MI	N/A	501(c)(3)	Charitable
11	Festival of Trees	$ 3,000.00	Berkley, MI	N/A	501(c)(3)	Charitable
10	Forgotten Harvest	$ 20,000.00	Oak Park, MI	N/A	501(c)(3)	Charitable
11	Friendship Circle (The)	$ 10,000.00	West Bloomfield, MI	N/A	501(c)(3)	Charitable
3	Greening of Detroit (The)	$ 5,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
4	Healing the Children/Michigan-Ohio Chapter	$ 6,450.00	Grand Rapids, MI	N/A	501(c)(3)	Charitable
4	Hillel of Metro Detroit	$ 5,000.00	Detroit, MI	N/A	501(c)(3)	Charitable

DeROY TESTAMENTARY FOUNDATION #38-2208833

2013 SCHEDULE OF GRANTS PAID - ALPHABETICAL 12/31/2013

11	Holy Cross Children's Services	$	25,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
11	Hospice of Michigan	$	25,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
8	InsideOut Literary Arts Project	$	8,800.00	Detroit, MI	N/A	501(c)(3)	Charitable
5	Interlochen Center for the Arts	$	40,000.00	Interlochen, MI	N/A	501(c)(3)	Charitable
11	JARC	$	10,000.00	Southfield, MI	N/A	501(c)(3)	Charitable
11	JARC	$	10,000.00	Southfield, MI	N/A	501(c)(3)	Charitable
8	Jewish Community Center of Metropolitan Detroit	$	6,000.00	West Bloomfield, MI	N/A	501(c)(3)	Charitable
8	Jewish Federation of Metropolitan Detroit	$	40,000.00	West Bloomfield, MI	N/A	501(c)(3)	Charitable
11	Jewish Hospice & Chaplaincy Network	$	50,000.00	West Bloomfield, MI	N/A	501(c)(3)	Charitable
8	JVS	$	25,000.00	Southfield, MI	N/A	501(c)(3)	Charitable
10	JVS	$	15,000.00	Southfield, MI	N/A	501(c)(3)	Charitable
4	Kadima	$	15,000.00	Southfield, MI	N/A	501(c)(3)	Charitable
11	Lighthouse Emergency Services	$	7,000.00	Pontiac, MI	N/A	501(c)(3)	Charitable
3	Make-A-Wish Michigan	$	6,000.00	Ann Arbor, MI	N/A	501(c)(3)	Charitable
3	Mariners Inn	$	10,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
4	Michigan Colleges Foundation	$	35,000.00	Southfield, MI	N/A	501(c)(3)	Charitable
1	Michigan History Foundation	$	25,000.00	Lansing, MI	N/A	501(c)(3)	Charitable
10	Michigan History Foundation	$	7,000.00	Lansing, MI	N/A	501(c)(3)	Charitable
1	Michigan Humane Society	$	2,500.00	Bingham Farms, MI	N/A	501(c)(3)	Charitable
8	Michigan Humane Society	$	15,000.00	Bingham Farms, MI	N/A	501(c)(3)	Charitable
11	Michigan Opera Theatre	$	25,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
4	Michigan State University	$	20,000.00	East Lansing, MI	N/A	501(c)(3)	Charitable
10	Midnight Golf Program (The)	$	20,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
12	Motor City Squash & Education Foundation	$	5,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
4	Museum Trustee Association	$	5,000.00	Washington, DC	N/A	501(c)(3)	Charitable
11	National Council of Jewish Women, Greater Detroit Section	$	32,385.00	Southfield, MI	N/A	501(c)(3)	Charitable
5	National Multiple Sclerosis Society	$	4,000.00	Denver, CO	N/A	501(c)(3)	Charitable
6	North Woodward Community Foundation	$	10,000.00	Troy, MI	N/A	501(c)(3)	Charitable
11	Oakland Family Services	$	95,000.00	Pontiac, MI	N/A	501(c)(3)	Charitable
12	Oakwood Healthcare Foundation	$	200,000.00	Dearborn, MI	N/A	501(c)(3)	Charitable
12	Old Newsboys' Goodfellow Fund of Detroit	$	3,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
8	Pewabic Society, Inc.	$	10,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
1	Providence Health Foundation	$	10,944.00	Southfield, MI	N/A	501(c)(3)	Charitable
12	Providence Health Foundation	$	100,000.00	Southfield, MI	N/A	501(c)(3)	Charitable

DeROY TESTAMENTARY FOUNDATION

#38-2208833

2013 SCHEDULE OF GRANTS PAID - ALPHABETICAL

12/31/2013

5	Racquet Up Detroit	$	15,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
11	Shaw Festival Foundation	$	15,000.00	New York, NY	N/A	501(c)(3)	Charitable
9	Society of St. Vincent de Paul	$	50,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
10	Southfield Goodfellows	$	2,000.00	Southfield, MI	N/A	501(c)(3)	Charitable
4	Special Olympics Michigan	$	5,000.00	Mount Pleasant, MI	N/A	501(c)(3)	Charitable
11	St. Joseph Mercy Oakland	$	50,000.00	Pontiac, MI	N/A	501(c)(3)	Charitable
4	St. Patrick Senior Center, Inc.	$	5,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
11	St. Vincent and Sarah Fisher Center	$	10,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
4	Temple Beth El	$	50,000.00	Bloomfield Hills, MI	N/A	501(c)(3)	Charitable
4	Temple Shir Shalom	$	1,404.00	West Bloomfield, MI	N/A	501(c)(3)	Charitable
9	UC - Cumberland College	$	5,000.00	Williamsburg, KY	N/A	501(c)(3)	Charitable
7	University of Detroit Jesuit High School & Academy	$	10,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
6	Variety, The Children's Charity	$	15,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
7	Walsh College	$	16,000.00	Troy, MI	N/A	501(c)(3)	Charitable
5	Wayne State University	$	25,000.00	Detroit, MI	N/A	501(c)(3)	Charitable
3	West Bloomfield High School	$	15,250.00	West Bloomfield, MI	N/A	501(c)(3)	Charitable
4	Yad Ezra	$	5,000.00	Oak Park, MI	N/A	501(c)(3)	Charitable
	TOTAL GRANTS PAID	$	1,789,933.00				
	12/31/2013						

DeROY TESTAMENTARY FOUNDATION **#38-2208833**
GRANTS APPROVED FOR FUTURE PAYMENT **12/31/2013**

RECIPIENT NAME AND ADDRESS	RELATIONSHIP & STATUS	PURPOSE OF GRANT	AMOUNT
Boys Hope Girls Hope Detroit	N/A	Charitable	$ 600,000.00
Detroit, MI	501(c)(3)		
College for Creative Studies	N/A	Charitable	$ 50,000.00
Detroit, Mi	501(c)(3)		
Covenant House Michigan	N/A	Charitable	$ 50,000.00
Detroit, MI	501(c)(3)		
Fresh Air Society - Tamarack Camps	N/A	Charitable	$ 325,000 00
Bloomfield Hills, MI	501(c)(3)		
Holy Cross Children's Services	N/A	Charitable	$ 25,000.00
Detroit, MI	501(c)(3)		
Hospice of Michigan	N/A	Charitable	$ 50,000.00
Detroit, MI	501(c)(3)		
Jewish Hospice & Chaplaincy Network	N/A	Charitable	$ 100,000.00
West Bloomfield, MI	501(c)(3)		
Michigan Opera Theatre	N/A	Charitable	$ 25,000.00
Detroit, MI	501(c)(3)		
Oakland Family Services	N/A	Charitable	$ 95,000 00
Pontiac, MI	501(c)(3)		
Racquet Up Detroit	N/A	Charitable	$ 30,000.00
Detroit, MI	501(c)(3)		
Rose Hill Center	N/A	Charitable	$ 150,000.00
Holly, MI	501(c)(3)		
Temple Beth El	N/A	Charitable	$ 200,000.00
Bloomfield Hills, MI	501(c)(3)		
Univ of Detroit Jesuit High School & Acad	N/A	Charitable	$ 10,000.00
Detroit, MI	501(c)(3)		
Wayne State University	N/A	Charitable	$ 8,000.00
Detroit, MI	501(c)(3)		
TOTAL			**$ 1,718,000.00**
12/31/2013			