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. By law, the IRS cannot redact the information on the form.**
▶ **Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.**

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation
THE STONE FOUNDATION INC

A Employer identification number
39-1597843

Number and street (or P O box number if mail is not delivered to street address) Room/suite
130 S MAIN ST

B Telephone number (see instructions)
(920) 922-7000

City or town, state or province, country, and ZIP or foreign postal code
FOND DU LAC, WI 54935

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)* ▶$ 42,101,211

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)	360,000			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	6,422	6,422		
	4	Dividends and interest from securities	850,888	850,888		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a 3,802,800				
	7	Capital gain net income (from Part IV, line 2)		914,737		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,217,310	1,772,047		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	3,139			3,139
	b	Accounting fees (attach schedule)	4,850			4,850
	c	Other professional fees (attach schedule)	93,974	93,974		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	31,566	3,883		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	2,170	183		1,987
	24	**Total operating and administrative expenses.** Add lines 13 through 23	135,699	98,040		9,976
	25	Contributions, gifts, grants paid	1,857,060			1,857,060
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,992,759	98,040		1,867,036
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-775,449			
	b	**Net investment income** (if negative, enter -0-)		1,674,007		
	c	**Adjusted net income** (if negative, enter -0-)				

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	50,000	50,000	50,000
	2	Savings and temporary cash investments	3,160,674	717,151	717,151
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	16,156,166	18,606,019	39,304,488
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,618,889	1,751,847	2,029,572
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	20,985,729	21,125,017	42,101,211
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
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	20,985,729	21,125,017	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	20,985,729	21,125,017	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	20,985,729	21,125,017	

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	20,985,729
2	Enter amount from Part I, line 27a	2	-775,449
3	Other increases not included in line 2 (itemize) ▶	3	914,737
4	Add lines 1, 2, and 3	4	21,125,017
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	21,125,017

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				

	(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	914,737
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of 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	1,559,333	36,075,700	0 04322
2011	1,327,380	31,188,790	0 04256
2010	1,147,455	28,505,352	0 04025
2009	1,254,701	22,964,604	0 05464
2008	1,364,822	26,472,043	0 05156

2	**Total** of line 1, column (d)	2	0 23223
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 04645
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	36,985,053
5	Multiply line 4 by line 3	5	1,717,808
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	16,740
7	Add lines 5 and 6	7	1,734,548
8	Enter qualifying distributions from Part XII, line 4	8	1,867,036

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 page 18 of the 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	16,740
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	16,740
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	16,740
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a — 18,900		
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	18,900
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	2,160
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 2,160 **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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____________ **(2)** On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶WI			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10	Yes	

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶JAMES R CHATTERTON Telephone no ▶(920) 907-8600

Located at ▶W7153 ROGERSVILLE RD FOND DU LAC WI ZIP+4 ▶54937

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		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	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		No
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 ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☑ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		No

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
See Additional Data Table				

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

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

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

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

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

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	35,242,192
b	Average of monthly cash balances	1b	2,306,085
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	37,548,277
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	37,548,277
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	563,224
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	36,985,053
6	**Minimum investment return.** Enter 5% of line 5	6	1,849,253

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	1,849,253
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 16,740		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	16,740
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,832,513
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,832,513
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	1,832,513

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	1,867,036
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	1,867,036
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	16,740
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,850,296

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				1,832,513
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			1,767,304	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 1,867,036				
a Applied to 2012, but not more than line 2a			1,767,304	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				99,732
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				1,732,781
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the organization 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))

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

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

ERIC STONE OR JAMES CHATTERTON
PO BOX 988
FOND DU LAC, WI 549360988
(920) 921-7700

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

ORGANIZATION REQUESTING DONATION501C3 STATUS, EIN NUMBERADDRESSPHONE, EMAILSOLICITOR'S NAMEPHONE, EMAILDATE BY WHICH COMTRIBUTION IS NEEDEDNATURE OR ORGANIZATIONPURPOSE FOR CONTRIBUTIONAMOUNT REQUESTEDSIGNATURE, DATE, POSITION

c Any submission deadlines

ANYTIME

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

AS DETERMINED

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*				
See Additional Data Table				
Total . . . . ▶ **3a**				1,857,060
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	6,422	
4 Dividends and interest from securities. . . .			14	850,888	
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					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				857,310	

13 **Total.** Add line 12, columns (b), (d), and (e). **13** 857,310

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2014-05-09 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
Blaine C Priebusch				P00353675
Firm's name ▶ Erickson & Associates SC			Firm's EIN ▶	
Firm's address ▶ 255 S Main St Fond du Lac, WI 549355025			Phone no (920)921-4189	

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
PETER E STONE W2845 PRESERVE LN EDEN, WI 53019	PRES/TRES/DIR 0 00	0		
BARBARA S STONE W2845 PRESERVE LN EDEN, WI 53019	SEC/DIR 0 00	0		
S ADAM STONE N7159 WINNEBAGO DR FOND DU LAC, WI 54935	V PRES/DIR 0 00	0		
ERIC P STONE N7224 WINNEBAGO DR FOND DU LAC, WI 54935	V PRES/DIR 0 00	0		
DALE G BROOKS RESIGNED 1231 1920 SAINT CLAIR AVE ST PAUL, MN 55105	VP/A-TRES/DIR 0 00	0		
MICHAEL L BURCH W4821 MEIKLEJOHN DR FOND DU LAC, WI 54935	DIR 0 00	0		
JAMES R CHATTERTON W7153 ROGERSVILLE RD FOND DU LAC, WI 54937	VP/DIR 0 00	0		

Form 990PF Part XV Line 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*				
CEDAR COMMUNITY FOUNDATION INC 113 CEDAR RIDGE DRIVE WEST BEND, WI 53095	NO RELATIONSHIP	FDN	PARTNERS IN CARING PROGRAM - FOR RESIDENTS IN HEALTH & REHABILITATION CENTER	10,000
FOND DU LAC CONFLICTRESOLUTION CTR 676 W JOHNSON STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	PROVIDE LEGAL AID AT LITTLE OR NO COST TO ECOMONICALLY DISADVANTAGED & CHILD ADVOCATE PROGRAM	10,000
THE SALVATION ARMY 237 N MACY STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	PROGRAM SUPPORT	5,000
RANDOLPH ELEMENTARY 265 N HIGH STREET RANDOLPH, WI 53956	NO RELATIONSHIP	EDUC	BUILDING FUND	6,000
YOUNG MENS CHRISTIAN ASSN OF FOND D 90 W SECOND STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	CONTINUED SUPPORT - BUILDING CAMPAIGN	80,000
FOND DU LAC AREA UNITED WAY INC 74 S MAIN STREET SUITE 201 FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	GRANT FUNDING OF LOCAL CHARITABLE ORGANIZATIONS	10,000
CEDAR GROVE-BELGUIM AREA SCHOOL DIS 321 N SECOND STREET CEDAR GROVE, WI 53013	NO RELATIONSHIP	EDUC	TEAM SHELTERS FOR SOCCER PROGRAMS	3,250
SALUTE THE TROOPS INC PO BOX 901 FOND DU LAC, WI 54936	NO RELATIONSHIP	PUBL	SUPPORT MISSION TO ENSURE VETERANS ARE TAKEN CARE OF IN TIME OF NEED	1,000
VOLUNTEER CENTER OF FOND DU LAC CTY 650 N MAIN STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	PROVIDE VOLUNTEERS AND CAPACITY BUILDING TO SUPPORT AGENCIES SERVED	3,000
FOND DU LAC SYMPHONIC BAND LTD PO BOX 1483 FOND DU LAC, WI 54936	NO RELATIONSHIP	PUBL	SPONSOR MUSIC PROGRAMS	1,500
FOND DU LAC BMX CLUB INC PO BOX 1662 FOND DU LAC, WI 54936	NO RELATIONSHIP	PUBL	BMX TRACK SUPPORT	1,000
FOND DU LAC ADULT LITERARY SERVICES 32 SHEBOYGAN STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	STUDENT CONSUMABLE WORKBOOKS,LAPTOP & READING PROGRAMS	5,000
FOND DU LAC ARTS COUNCIL INC 51 SHEBOYGAN STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	FOOD FOR FREEDOM ORGANIZATION	1,000
ASTOP INC 430 E DIVISION STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	SEXUAL ABUSE CENTER	2,500
FOND DU LAC CTY HISTORICAL SOCIETY 336 OLD PIONEER RD PO BOX 1284 FOND DU LAC, WI 54936	NO RELATIONSHIP	PUBL	HISTORICAL EDUCATION PROGRAMS & PRESERVATION	2,500
Total . . . . ▶ **3a**				1,857,060

Form 990PF Part XV Line 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*				
CITY OF BEAVER DAM 114 E THIRD STREET BEAVER DAM, WI 53916	NO RELATIONSHIP	PUBL	WATERMARK COMMUNITY CENTER	25,000
FOND DU LAC SCHOOL DISTRICT 72 W NINTH STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	EDUC	GIRLS ON THE RUN PROGRAM	1,250
CLARITY CARE INC 424 WASHINGTON AVENUE OSHKOSH, WI 54901	NO RELATIONSHIP	PUBL	PERSONAL IN HOME CARE SERVICES	5,000
MARIAN UNIVERSITY INC 45 S NATIONAL AVENUE FOND DU LAC, WI 54935	NO RELATIONSHIP	EDUC	SCHOLARSHIPS	5,000
ST MARY'S SPRINGS ACADEMY 255 COUNTY ROAD K FOND DU LAC, WI 54937	NO RELATIONSHIP	EDUC	CATHOLIC EDUCATION	5,000
FRIENDS OF WOMEN IN RECOVERY INC PO BOX 1524 FOND DU LAC, WI 54936	NO RELATIONSHIP	PUBL	ADDICTION TREATMENT AT BEACON HOUSE	5,000
YOUNG MENS CHRISTIAN ASSN OF FOND D 90 W SECOND STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	STRONG KIDS FIN ASSISTANCE FOR PROGRAMS	5,000
THE BLANDINE HOUSE INC 25 N PARK AVENUE FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	ADDICTION AND RESIDENTIAL TREATMENT	5,000
FOND DU LAC SYMPHONIC BAND LTD PO BOX 1483 FOND DU LAC, WI 54936	NO RELATIONSHIP	PUBL	SPONSOR MUSIC PROGRAMS	10,000
CITY OF FOND DU LAC 160 S MACY STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	HAMILTON PARK	10,000
TOWN OF KINGSTON W6368 E PINE STREET DALTON, WI 53926	NO RELATIONSHIP	PUBL	MUNICIPAL BUILDING FUND	4,550
ST DYSTONIA INC PO BOX 28 MUKWONAGO, WI 53149	NO RELATIONSHIP	PUBL	RESEARCH COSTS	1,500
CAMBRIA-FRIESLAND ATHLETIC BOOSTER 410 E EDGEWATER STREET CAMBRIA, WI 53923	NO RELATIONSHIP	PUBL	ATHLETIC FACILITIES	25,000
AMERICAN CANCER SOCIETY INC 250 WILLIAMS STREET ATLANTA, GA 30303	NO RELATIONSHIP	PUBL	RELAY FOR LIFE	2,500
UNIVERSITY OF WISCONSIN FOUNDATION 1848 UNIVERSITY AVENUE MADISON, WI 53726	NO RELATIONSHIP	EDUC	UW CREATE-REHABILITATION ENGINEERING & ASSISTIVE TECHNOLOGY	2,500
Total . . . . ▶ **3a**				1,857,060

Form 990PF Part XV Line 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*				
AMERICAN CANCER SOCIETY INC 250 WILLIAMS STREET ATLANTA, GA 30303	NO RELATIONSHIP	PUBL	RELAY FOR LIFE	1,000
KETTLE MORAINE LUTH H SCH FEDERATIO 3399 DIVISION ROAD JACKSON, WI 53037	NO RELATIONSHIP	EDUC	PERFORMING ARTS CENTER	50,000
CHURCH HEALTH SERVICES INC 115 N CEDAR STREET BEAVER DAM, WI 53916	NO RELATIONSHIP	PUBL	HEALTH CARE NEEDS OF MEDICALLY UNDERSERVED	2,500
FAMILY RESOURCES CENTER OF FDL COUN 104 S MAIN STREET SUITE 302 FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	INPROVE LIFES OF CHILDREN & FAMILIES	2,000
FREE SPIRIT RIDERS INC PO BOX 1291 FOND DU LAC, WI 54936	NO RELATIONSHIP	PUBL	HORSE RIDING PROGRAMS FOR DISABLED	5,000
AGNESIAN HEALTHCARE FOUNDATION INC 430 E DIVISION STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	FDN	PROVIDE HEALTH & WELLNESS SERVICES LOCALLY TO THOSE IN NEED	5,000
ARC-WISCONSIN DISABILITY ASSOCIATIO 500 N PARK AVENUE FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	PROVIDE ASSISTANCE TO PEOPLE WITH DEVELOPMENTAL & RELATED DISABLILITIES AND THEIR FAMILIES	150,000
SOLUTIONS CTR SHELTER SUPPORT SERV 39 N SOPHIA STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	PROGRAM SERVICES DEALING WITH DOMESTIC ABUSE AND HOMELESSNESS	5,000
MILWAUKEE IRON INC 857 ASHLEY AVENUE PORT WASHINGTON, WI 53074	NO RELATIONSHIP	PUBL	WHEELCHAIR RUGBY	250
ST PAULS CATHEDRAL CHURCH 51 W DIVISION STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	REL/PUBL	BROKEN BREAD FOOD PANTRY	41,250
CHRISTIAN LIFE FELLOWSHIP CHURCH 113 N CLARK STREET MAYVILLE, WI 53050	NO RELATIONSHIP	REL/PUBL	MAYVILLE FOOD PANTRY OPERATIONS	8,250
OMRO COMMUNITY FOOD PANTRY 417 WILLOW STREET OMRO, WI 54963	NO RELATIONSHIP	PUBL	FOOD PANTRY OPERATIONS	4,250
TRINITY METHODIST CHURCH 300 CHURCH STREET LOMIRA, WI 53048	NO RELATIONSHIP	REL/PUBL	FOOD PANTRY OPERATIONS	4,250
ST MATTHEWS CHURCH ADOPT A FAMILY 419 MILL STREET PO BOX 740 CAMPBELLSPORT, WI 53010	NO RELATIONSHIP	REL/PUBL	FOOD PANTRY OPERATIONS	1,750
FIRST PRESBYTERIAN CHURCH 121 W FLORENCE STREET CAMBRIA, WI 53923	NO RELATIONSHIP	REL/PUBL	BREAD BASKET COMMUNITY FOOD PANTRY	1,750
Total . . . . ▶ 3a				1,857,060

Form 990PF Part XV Line 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*				
CENTRAL WI COMMUNITY ACTION COUNCIL PO BOX 430 WISCONSIN DELLS, WI 53965	NO RELATIONSHIP	PUBL	CARE & SHARE FOOD PANTRY MARQUETTE CTY	8,250
CENTRAL WI COMMUNITY ACTION COUNCIL PO BOX 430 WISCONSIN DELLS, WI 53965	NO RELATIONSHIP	PUBL	DODGE COUNTY FOOD PANTRY	8,250
PLYMOUTH FOOD PANTRY INC 2225 EASTERN AVENUE PLYMOUTH, WI 53073	NO RELATIONSHIP	PUBL	FOOD PANTRY OPERATIONS	8,250
RANDOLPH EVANGELICAL FREE CHURCH 702 N HIGH STREET RANDOLF, WI 53956	NO RELATIONSHIP	REL/PUBL	FOOD PANTRY OPERATIONS	1,750
RANDOM LAKE AREA INTERFAITH FOOD PA PO BOX 235 ADELL, WI 53001	NO RELATIONSHIP	REL/PUBL	FOOD PANTRY OPERATIONS	4,250
THE SLINGER COMMUNITY FOOD PANTRY I 119 KETTLE MORAINE DRIVE SOUTH SLINGER, WI 53086	NO RELATIONSHIP	PUBL	FOOD PANTRY OPERATIONS	1,750
WYOCENA COMMUNITY HELPING HANDS PAN PO BOX 913 WYOCENA, WI 53969	NO RELATIONSHIP	PUBL	FOOD PANTRY OPERATIONS	4,250
CENTRAL WI COMMUNITY ACTION COUNCIL PO BOX 430 WISCONSIN DELLS, WI 53965	NO RELATIONSHIP	PUBL	WAUSHARA CTY FOOD PANTRY	4,250
FULL SHELF FOOD PANTRY INC W4871 HIGHWAY A FREDONIA, WI 53021	NO RELATIONSHIP	PUBL	FOOD PANTRY OPERATIONS	8,250
FOND DU LAC ARTS COUNCIL INC 51 SHEBOYGAN STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	THELMA SADOLF CENTER FOR THE ARTS	120,000
FOND DU LAC SOCCER ASSOCIATION INC PO BOX 1292 FOND DU LAC, WI 54936	NO RELATIONSHIP	PUBL	YOUTH SOCCER PROGRAMS	5,000
ST MARY'S SPRINGS ACADEMY 255 COUNTY ROAD K FOND DU LAC, WI 54937	NO RELATIONSHIP	EDUC	CATHOLIC EDUCATION PROGRAM SUPPORT	1,000
ELKHART LAKE POLICE DEPARTMENT 40 PINE STREET ELKHART LAKE, WI 53020	NO RELATIONSHIP	PUBL	POLICE EQUIPMENT - BODY CAMERA	1,010
THE SALVATION ARMY 237 N MACY STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	PROGRAM SUPPORT	5,000
BENEVOLENT CORPORATION CEDAR COMMUN 5595 COUNTY ROAD Z WEST BEND, WI 53095	NO RELATIONSHIP	REL/PUBL	THE COTTAGES-ALZHEIMER'S & DIMENTIA CARE	90,000
Total . . . . ▶ **3a**				1,857,060

Form 990PF Part XV Line 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*				
BOYS GIRLS CLUB OF WEST BEND 925 N SILVERBROOK DRIVE WEST BEND, WI 54090	NO RELATIONSHIP	PUBL	PROGRAM SUPPORT	2,500
BOYS GIRLS CLUB OF SHEBOYGAN COUNTY 107 CEDAR STREET SHEBOYGAN FALLS, WI 53085	NO RELATIONSHIP	PUBL	PROGRAM SUPPORT	2,500
BOYS GIRLS CLUB OF WEST BEND 925 N SILVERBROOK DRIVE WEST BEND, WI 54090	NO RELATIONSHIP	PUBL	EXPANSION PROJECT	5,000
SOUTH SHORE CHORALE INC 953 WINDSOR AVENUE FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	MUSIC SUPPORT	1,000
YOUTH FOR CHRIST USA INC - FOND DU 303 E 9TH STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	REL	GEN SUPPORT YOUTH OUTREACH & MENTORING	2,500
OMRO AREA HISTORICAL SOCIETY INC PO BOX 133 OMRO, WI 54963	NO RELATIONSHIP	PUBL	MUSEUM WINDOW RESTORATION FUND	10,000
ADVOCAP INC 19 W FIRST STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	CRITICAL NEED GRANTS FOR WORKING SKILLS & HEAD START PROGRAM	100,000
BOYS GIRLS CLUB OF FOND DU LAC INC 76 W SECOND STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	AFTERSCHOOL PROGRAMS	2,500
MAYVILLE YOUTH FOOTBALL INC 798 GREEN BAY DRIVE MAYVILLE, WI 53050	NO RELATIONSHIP	PUBL	YOUTH FOOTBALL PROGRAM SUPPORT - UNIFORMS	1,500
BIG BROTHERS-BIG SISTERS OF FDL CTY 448 S MILITARY ROAD FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	FUNDING TECHNOLOGY REQUIREMENTS FOR PROGRAMS	5,000
UNIV OF WISCONSIN-FOND DU LAC FDN I 400 UNIVERSITY DRIVE FOND DU LAC, WI 54935	NO RELATIONSHIP	EDUC	SCHOLARSHIP PROGRAM	2,000
CHARITY CLUB INC PO BOX 342 FOND DU LAC, WI 54936	NO RELATIONSHIP	PUBL	PROGRAM SUPPORT AND ASSISTANCE FOR UNDERPRIVILEGED CHILDREN & LOCAL ORGANIZATIONS THAT SERVE KIDS NEEDS	2,500
SOCIETY OF ST VINCENT DE PAUL OF FD 330 N PETERS AVENUE FOND DU LAC, WI 54935	NO RELATIONSHIP	REL/PUBL	CONTINUING THRIFT STORE AND PROGRAM SUPPORT	2,500
FOND DU LAC ASSOCIATION OF COMMERCE 207 N MAIN STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	YOUTH APPRENTICESHIP PROGRAM	10,000
MARIAN UNIVERSITY INC 45 S NATIONAL AVENUE FOND DU LAC, WI 54935	NO RELATIONSHIP	EDUC	WORKING FAMILIES GRANT PROGRAM FOR STUDENTS AND THEIR CHILDREN	5,000
Total . . . . ▶ **3a**				1,857,060

Form 990PF Part XV Line 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*				
ST MARY'S SPRINGS ACADEMY 255 COUNTY ROAD K FOND DU LAC, WI 54935	NO RELATIONSHIP	EDUC	SUPPORT CATHOLIC EDUCATION PROGRAMS	5,000
THE THRESHOLD INC 600 ROLFS AVENUE WEST BEND, WI 53090	NO RELATIONSHIP	PUBL	HELP CHILDREN & ADULTS WITH DISABILITES	15,000
YOUNG MENS CHRISTIAN ASSN OF FOND D 90 W SECOND STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	STRONG KIDS FIN ASSISTANCE PROGRAMS	5,000
WEST BEND HIGH SCHOOL 1305 E DECORAH ROAD WEST BEND, WI 53095	NO RELATIONSHIP	EDUC	PERFORMING ARTS	10,000
ST MARY'S SPRINGS ACADEMY 255 COUNTY ROAD K FOND DU LAC, WI 54937	NO RELATIONSHIP	EDUC	SECOND CENTURY BUILDING CAMPAIGN	500,000
FOND DU LAC ARTS COUNCIL INC 51 SHEBOYGAN STREET FOND DU LAC, WI 54935	NO RELATIONSHIP	PUBL	CONSTRUCTION COSTS FOR ART CENTER	360,000
Total . . . . ▶ **3a**				1,857,060

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491132004184

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Name of the organization	Employer identification number
THE STONE FOUNDATION INC	39-1597843

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	**Employer identification number**
THE STONE FOUNDATION INC	39-1597843

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PETER E STONE W2845 PRESERVE LN EDEN, WI 53019	$ 360,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THE STONE FOUNDATION INC	39-1597843

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
THE STONE FOUNDATION INC

Employer identification number
39-1597843

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

TY 2013 Accounting Fees Schedule

Name: THE STONE FOUNDATION INC

EIN: 39-1597843

Software ID: 13000170

Software Version: 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ERICKSON & ASSOC SC-2012 990PF PREP	1,450	0	0	1,450
ERICKSON & ASSOC SC-2012 AUDIT	3,400	0	0	3,400

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491132004184

TY 2013 Investments Corporate Stock Schedule

Name: THE STONE FOUNDATION INC

EIN: 39-1597843

Software ID: 13000170

Software Version: 2013v3.1

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCH-NATL EXCH BK & TR-COMMON STOCKS	4,101,974	5,042,449
SCH-RAYMOND JAMES-COMMON STOCKS	8,278,218	26,620,845
SCH-MORGAN STANLEY-COMMON STOCKS	6,225,827	7,641,194

TY 2013 Investments - Other Schedule

Name: THE STONE FOUNDATION INC

EIN: 39-1597843

Software ID: 13000170

Software Version: 2013v3.1

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SCH-NATL EXCH BK & TR-PRIME EQ PER TR FD	AT COST	1,751,847	2,029,572

TY 2013 Legal Fees Schedule

Name: THE STONE FOUNDATION INC
EIN: 39-1597843
Software ID: 13000170
Software Version: 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RUDER WARE LL SC	3,139	0	0	3,139

TY 2013 Other Expenses Schedule

Name: THE STONE FOUNDATION INC

EIN: 39-1597843

Software ID: 13000170

Software Version: 2013v3.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ASSOC OF SMALL FDNS-MEMBERSHIP	1,450			1,450
FILING FEE-DEPT OF FIN INSTITUTIONS	10			10
FOREIGN CONVERSION EXPENSE	183	183		
GUIDESTAR SUBSCRIPTION	375			375
PRINTING	152			152

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491132004184

TY 2013 Other Increases Schedule

Name: THE STONE FOUNDATION INC

EIN: 39-1597843

Software ID: 13000170

Software Version: 2013v3.1

Description	Amount
NET REALIZED GAINS ON INVESTMENTS	914,737

TY 2013 Other Professional Fees Schedule

Name: THE STONE FOUNDATION INC

EIN: 39-1597843

Software ID: 13000170

Software Version: 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MORGAN STANLEY INVEST FEES	53,322	53,322	0	0
NEB-TRUST ACCOUNTING FEE	245	245	0	0
NEB-TRUSTEE FEES	40,407	40,407	0	0

TY 2013 Substantial Contributors Schedule

Name: THE STONE FOUNDATION INC

EIN: 39-1597843

Software ID: 13000170

Software Version: 2013v3.1

Name	Address
NATIONAL EXCHANGE BANK TRUST	130 S MAIN STREET FOND DU LAC, WI 54935
AMERICAN BANK	676 W JOHNSON STREET FOND DU LAC, WI 54935
PETER E STONE	W2845 PRESERVE LN EDEN, WI 53019

TY 2013 Taxes Schedule

Name: THE STONE FOUNDATION INC

EIN: 39-1597843

Software ID: 13000170

Software Version: 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990PF EXCISE TAX PAID-BAL FOR 2012	8,783			
990PF EXCISE TAX PAID-EST FOR 2013	18,900			
FOREIGN TAXES PAID	3,883	3,883		

STONE FDN REV NEBAT TRUSTEE MJL-420048019 87-6260249

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15000. APPLIED MATLS INC COM	08/25/2011	06/05/2013	226,797.~~54~~ 55	170,398.50	56,399.~~06~~ .05
2000. BRISTOL MYERS SQUIBB CO	03/15/2005	06/18/2013	93,662.57	49,175.70	44,486.87
850. CHEVRON TEXACO CORP COM	06/01/2010	04/22/2013	99,468.~~42~~ 43	53,734.82	45,733.~~60~~ .61
850. CHEVRON TEXACO CORP COM	12/22/2005	06/13/2013	102,281.35	48,764.50	53,516.85
4000. CISCO SYSTEMS INC COM	05/10/2011	06/18/2013	99,515.87	71,880.00	27,635.87
4500. FEDERATED INVS INC PA CL B	08/04/2011	06/13/2013	124,465.13	89,947.80	34,517.33
4500. FEDERATED INVS INC PA CL B	08/22/2011	06/21/2013	119,894.11	74,178.45	45,715.66
800. HARRIS CORP DEL COM	02/29/2008	12/05/2013	51,402.71	39,022.08	12,380.63
400. KIMBERLY CLARK CORP COM	09/20/2007	11/25/2013	43,602.16	27,573.91	16,028.25
1100. LEXMARK INTL INC NEW CL A	08/03/2005	12/05/2013	38,582.82	68,884.70	-30,301.88
900. MICROSOFT CORP COM	02/08/2008	12/04/2013	34,940.18	25,668.00	9,272.18
Totals			1034613.00	719,228.00	315,384.00
			1034,612.88	719,228 46	315,384.42

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Morgan Stanley

Corporate Tax Statement
Tax Year 2013

THE STONE FOUNDATION INC
C/O PETER E STONE &
BARBARA S STONE
130 S. MAIN STREET
FOND DU LAC WI 54935-4210

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: 39-1597843
Account Number: 694 019271 722

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS — OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
APACHE CORP	CUSIP: 037411105		Symbol (Box 1d): APA					
	1,494.000	11/30/12	02/14/13	$120,738.04	$115,395.51	$0.00	$5,342.53	$0.00
APPLE INC	CUSIP: 037833100		Symbol (Box 1d): AAPL					
	129.000	11/30/12	08/20/13	$65,541.43	$75,712 55	$0.00	($10,171.12)	$0.00
CAPITAL ONE FINANCIAL CORP	CUSIP: 14040H105		Symbol (Box 1d): COF					
	550.000	11/30/12	08/08/13	$37,710.97	$31,930 20	$0.00	$5,780.77	$0.00
CITIGROUP INC NEW	CUSIP: 172967424		Symbol (Box 1d): C					
	663 000	11/30/12	04/16/13	$30,893.04	$23,346.68	$0.00	$7,546 36	$0.00
	675 000	11/30/12	08/08/13	$34,756.90	$23,769.25	$0.00	$10,987 65	$0.00
	825.000	11/30/12	10/18/13	$42,135.48	$29,051.30	$0.00	$13,084.18	$0.00
Security Subtotal	**2,163.000**			**$107,785.42**	**$76,167.23**	**$0.00**	**$31,618.19**	**$0.00**
EBAY INC	CUSIP: 278642103		Symbol (Box 1d): EBAY					
	500.000	11/30/12	01/03/13	$26,358.75	$26,299.75	$0.00	$59.00	$0.00
	320.000	11/30/12	02/14/13	$18,194.34	$16,831.84	$0.00	$1,362.50	$0.00
	1,919.000	11/30/12	05/03/13	$104,180.36	$100,938.44	$0.00	$3,241.92	$0.00
Security Subtotal	**2,739.000**			**$148,733.45**	**$144,070.03**	**$0.00**	**$4,663.42**	**$0.00**
GENL DYNAMICS CORP	CUSIP: 369550108		Symbol (Box 1d): GD					
	237.000	11/30/12	02/14/13	$15,692.31	$15,753.27	$0.00	($60.96)	$0.00
	725.000	11/30/12	08/14/13	$62,043.19	$48,190.39	$0.00	$13,852.80	$0.00
Security Subtotal	**962.000**			**$77,735.50**	**$63,943.66**	**$0.00**	**$13,791.84**	**$0.00**

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Morgan Stanley

Corporate Tax Statement
Tax Year 2013

THE STONE FOUNDATION INC
C/O PETER E STONE &
BARBARA S STONE
130 S MAIN STREET
FOND DU LAC WI 54935-4210

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: 39-1597843
Account Number: 694 019271 722

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Continued) (Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
GOOGLE INC-CL A	CUSIP: 38259P508		Symbol (Box 1d): GOOG					
	20.000	11/30/12	03/04/13	$16,303 39	$13,805.57	$0.00	$2,497.82	$0.00
	30.000	11/30/12	10/18/13	$30,346.42	$20,708.35	$0.00	$9,638.07	$0.00
Security Subtotal	**50.000**			**$46,649.81**	**$34,513.92**	**$0.00**	**$12,135.89**	**$0.00**
HESS CORPORATION	CUSIP: 42809H107		Symbol (Box 1d): HES					
	231.000	11/30/12	01/28/13	$14,400.16	$11,635.24	$0.00	$2,764.92	$0.00
	485.000	11/30/12	04/24/13	$34,258.22	$24,428 97	$0.00	$9,829.25	$0.00
	2,709.000	11/30/12	09/18/13	$209,967.96	$136,449.62	$0.00	$73,518.34	$0.00
	390.000	06/04/13	09/18/13	$30,227.94	$26,610.13	$0.00	$3,617.81	$0.00
Security Subtotal	**3,815.000**			**$288,854.28**	**$199,123.96**	**$0.00**	**$89,730.32**	**$0.00**
MERCK & CO INC NEW COM	CUSIP: 58933Y105		Symbol (Box 1d): MRK					
	3,634.000	11/30/12	03/28/13	$160,006.15	$161,953 93	$0.00	($1,947.78)	$0.00
MICROSOFT CORP	CUSIP: 594918104		Symbol (Box 1d): MSFT					
	725.000	11/30/12	11/20/13	$26,901.09	$19,422.68	$0.00	$7,478.41	$0.00
MORGAN STANLEY	CUSIP: 617446448		Symbol (Box 1d): MS					
	1,562.000	11/30/12	01/15/13	$31,668.68	$26,548.69	$0.00	$5,119.99	$0.00
	1,457.000	11/30/12	01/18/13	$32,490.37	$24,764.05	$0.00	$7,726.32	$0.00
	1,776.000	11/30/12	02/14/13	$42,363.22	$30,185.96	$0 00	$12,177.26	$0 00
	4,635.000	11/30/12	03/15/13	$108,097.82	$78,779.24	$0.00	$29,318.58	$0.00
Security Subtotal	**9,430.000**			**$214,620.09**	**$160,277.94**	**$0.00**	**$54,342.15**	**$0.00**

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Morgan Stanley

Corporate Tax Statement
Tax Year 2013

THE STONE FOUNDATION INC
C/O PETER E STONE &
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130 S. MAIN STREET
FOND DU LAC WI 54935-4210

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
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Identification Number: 26-4310632

Taxpayer ID Number: 39-1597843
Account Number: 694 019271 722

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked.)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
SANOFI ADR	CUSIP: 80105N105	Symbol (Box 1d): SNY						
	626.000	11/30/12	01/11/13	$30,532 08	$28,157.29	$0.00	$2,374.79	$0.00
	373.000	11/30/12	06/19/13	$20,230.45	$16,777.43	$0.00	$3,453.02	$0.00
	2,570.000	11/30/12	09/17/13	$125,613 50	$115,597.83	$0.00	$10,015.67	$0.00
	488.000	06/04/13	09/17/13	$23,851.90	$26,150.33	$0.00	($2,298.43)	$0.00
Security Subtotal	**4,057.000**			**$200,227.93**	**$186,682.88**	**$0.00**	**$13,545.05**	**$0.00**
STATE STREET CORP	CUSIP: 857477103	Symbol (Box 1d): STT						
	2,264.000	11/30/12	10/18/13	$157,700 47	$101,252.65	$0.00	$56,447.82	$0.00
	375.000	06/04/13	10/18/13	$26,120.88	$24,915 00	$0.00	$1,205.88	$0.00
	447.000	06/24/13	10/18/13	$31,136.09	$28,706.30	$0.00	$2,429.79	$0.00
Security Subtotal	**3,086.000**			**$214,957.44**	**$154,873.95**	**$0.00**	**$60,083.49**	**$0.00**
STRYKER CORP	CUSIP: 863667101	Symbol (Box 1d): SYK						
	290.000	11/30/12	07/17/13	$20,090.68	$15,687.58	$0.00	$4,403.10	$0 00
	700.000	11/30/12	10/31/13	$51,736.44	$37,866.57	$0.00	$13,869.87	$0.00
	675.000	11/30/12	11/12/13	$49,344.95	$36,514.19	$0 00	$12,830.76	$0.00
	437.000	06/04/13	12/18/13	$31,374.30	$29,176.92	$0.00	$2,197.38	$0.00
Security Subtotal	**2,102.000**			**$152,546.37**	**$119,245.26**	**$0.00**	**$33,301.11**	**$0.00**
TEVA PHARMACEUTICALS ADR	CUSIP: 881624209	Symbol (Box 1d): TEVA						
	4,649.000	11/30/12	02/06/13	$175,835.19	$186,993.94	$0 00	($11,158.75)	$0 00

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Morgan Stanley

Corporate Tax Statement
Tax Year 2013

THE STONE FOUNDATION INC
C/O PETER E STONE &
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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked.)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
WESTERN DIGITAL CORPORATION	CUSIP: 958102105		Symbol (Box 1d): WDC					
	954.000	11/30/12	01/31/13	$44,887.65	$32,533.59	$0.00	$12,354.06	$0.00
	803.000	11/30/12	03/28/13	$39,736.68	$27,384.15	$0.00	$12,352.53	$0.00
	600.000	11/30/12	07/02/13	$37,860.00	$20,461.38	$0.00	$17,398.62	$0.00
Security Subtotal	**2,357.000**			**$122,484.33**	**$80,379.12**	**$0.00**	**$42,105.21**	**$0.00**
3M COMPANY	CUSIP: 88579Y101		Symbol (Box 1d): MMM					
	195.000	11/30/12	11/20/13	$25,277.94	$17,727.59	$0.00	$7,550.35	$0.00
Total Short Term Covered Securities				**$2,186,605.43**	**$1,828,414.35**	**$0.00**	**$358,191.08**	**$0.00**

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

THE STONE FOUNDATION INC
C/O PETER E STONE &
BARBARA S STONE
130 S. MAIN STREET
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Customer Service: 866-324-6088

This information is NOT being furnished to the Internal Revenue Service. It is provided to you for informational purposes only.

1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Noncovered Securities # (Consider Box 6a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part I with box B checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
EATON CORP PLC SHS	CUSIP: G29183103	Symbol (Box 1d): ETN						
	557.000	12/03/12	03/05/13	$34,833 88	$28,771.84	$0.00	$6,062.04	$0.00
	556.000	12/03/12	03/28/13	$33,941 64	$28,669.44	$0.00	$5,272.20	$0.00
	2,522.000	12/03/12	06/11/13	$163,842.40	$129,593.98	$0.00	$34,248.42	$0.00
Security Subtotal	**3,635.000**			**$232,617.92**	**$187,035.26**	**$0.00**	**$45,582.66**	**$0.00**
Total Short Term Noncovered Securities				**$232,617.92**	**$187,035.26**	**$0.00**	**$45,582.66**	**$0.00**
Total Short Term Covered and Noncovered Securities				$2,419,223.35	$2,015,449.61	**$0.00**	$403,773.74	**$0.00**

Noncovered securities are not subject to the IRS cost basis reporting regulations, therefore their date of acquisition, cost basis, short or long term designation and any disallowed loss resulting from a wash sale will not be reported to the IRS.

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

THE STONE FOUNDATION INC
C/O PETER E STONE &
BARBARA S STONE
130 S. MAIN STREET
FOND DU LAC WI 54935-4210

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: 39-1597843
Account Number: 694 019271 722

Customer Service: 866-324-6088

This information is NOT being furnished to the Internal Revenue Service. It is provided to you for informational purposes only.

1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS — OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities
(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
CITIGROUP INC NEW	CUSIP: 172967424		Symbol (Box 1d): C					
	600.000	11/30/12	12/05/13	$30,867.12	$21,128.22	$0.00	$9,738 90	$0.00
GOOGLE INC-CL A	CUSIP: 38259P508		Symbol (Box 1d): GOOG					
	30.000	11/30/12	12/05/13	$31,686.47	$20,708.35	$0.00	$10,978 12	$0.00
ORACLE CORP	CUSIP: 68389X105		Symbol (Box 1d): ORCL					
	575.000	11/30/12	12/24/13	$21,257.38	$18,351.18	$0.00	$2,906.20	$0.00
STRYKER CORP	CUSIP: 863667101		Symbol (Box 1d): SYK					
	1,581.000	11/30/12	12/18/13	$113,507.50	$85,524.35	$0.00	$27,983.15	$0.00
WESTERN DIGITAL CORPORATION	CUSIP: 958102105		Symbol (Box 1d): WDC					
	225.000	11/30/12	12/20/13	$18,675.14	$7,673 02	$0.00	$11,002.12	$0 00
Total Long Term Covered Securities				**$215,993.61**	**$153,385.12**	**$0.00**	**$62,608.49**	**$0.00**
Total Short and Long Term, Covered and Noncovered Securities				**$2,635,216.96**	**$2,168,834.73**	**$0.00**	**$466,382.23**	**$0.00**

Form 1099-B Total Reportable Amounts

Total Sales Price (Box 2a)	**$2,635,216.96**				
Total Cost or Other Basis (Box 3)		**$1,981,799.47**			
Total Wash Sale Loss Disallowed (Box 5)			**$0.00**		
Total Fed Tax Withheld (Box 4)					**$0.00**

STATEMENT OF ASSETS
PERIOD ENDED 12/31/13

THE STONE FOUNDATION REVOCABLE
TRUST DATED 7/15/03, NATIONAL
EXCHANGE BANK AND TRUST, TRUSTEE

ACCOUNT NO. 42-0048-01-9

UNITS		TAX COST	MARKET 12/31/13	% YIELD MARKET	ESTIMATED INCOME
MONEY MARKET FUNDS					
365,967.010	BLACKROCK LIQUIDITY FUND TEMPFUND # 24	365,967.01	365,967.01	0.03	109
	TOTAL MONEY MARKET FUNDS	365,967.01	365,967.01	0.03	109
EQUITY FUNDS					
EQUITY COMMON TRUST FUNDS					
92,953	PRIME EQUITY PERSONAL TRUST COMMON TRUST FUND	1,751,846.81	2,029,571.60	0.84	17,094
	TOTAL EQUITY COMMON TRUST FUNDS	1,751,846.81	2,029,571.60	0.84	17,094
	TOTAL EQUITY FUNDS	1,751,846.81	2,029,571.60	0.84	17,094
COMMON STOCKS					
2,500	AT&T INC COM	84,284.25	87,900.00	5.23	4,600
10,500	AEROPOSTALE COM	201,382.90	95,445.00	0.00	0
3,300	ASTRAZENECA PLC SPONSORED ADR	165,583.46	195,921.00	4.72	9,240
6,700	BARRICK GOLD CORP COM	157,253.21	118,121.00	1.13	1,340
3,500	BRISTOL MYERS SQUIBB CO COM	81,274.12	186,025.00	2.71	5,040
5,900	CATO CORP NEW CL A	100,793.33	187,620.00	0.63	1,180
8,000	CISCO SYSTEMS INC COM	138,874.41	179,440.00	3.03	5,440
2,700	DEVON ENERGY CORP NEW COM	156,125.08	167,049.00	1.42	2,376

STATEMENT OF ASSETS
PERIOD ENDED 12/31/13

THE STONE FOUNDATION REVOCABLE
TRUST DATED 7/15/03, NATIONAL
EXCHANGE BANK AND TRUST, TRUSTEE

ACCOUNT NO. 42-0048-01-9

UNITS		TAX COST	MARKET 12/31/13	% YIELD MARKET	ESTIMATED INCOME
2,873	DUKE ENERGY CORP NEW COM NEW	133,682.55	198,265.73	4.52	8,963
7,200	E M C CORP MASS COM	174,602.40	181,080.00	1.59	2,880
6,200	EXELON CORP COM	188,867.16	169,818.00	4.53	7,688
2,700	HARRIS CORP DEL COM	118,865.30	188,487.00	2.41	4,536
7,000	INTEL CORP COM	137,425.20	181,685.00	3.47	6,300
1,800	JOHNSON & JOHNSON COM	103,042.92	164,862.00	2.88	4,752
1,600	KIMBERLY CLARK CORP COM	103,581.42	167,136.00	3.10	5,184
4,600	LEXMARK INTL INC NEW CL A	167,339.51	163,392.00	3.38	5,520
3,000	LILLY ELI & CO COM	133,765.30	153,000.00	3.84	5,880
5,000	MARATHON OIL CORP COM	93,340.31	176,500.00	2.15	3,800
4,500	MICROSOFT CORP COM	126,581.36	168,345.00	2.99	5,040
4,800	NEWMONT MINING CORP HLDG CO COM	180,093.80	110,544.00	3.47	3,840
1,800	OCCIDENTAL PETE CORP DEL COM	164,655.27	171,180.00	2.69	4,608
4,800	ORACLE CORP COM	159,370.80	183,648.00	1.25	2,304
2,000	PEPSICO INC COM	104,607.60	165,880.00	2.74	4,540
6,500	PFIZER INC COM	154,033.00	199,095.00	3.40	6,760
2,000	STRYKER CORP COM	81,337.20	150,280.00	1.62	2,440
7,000	SYMANTEC CORP COM	140,217.10	165,060.00	2.54	4,200
5,000	SYSCO CORP COM	160,892.75	180,500.00	3.21	5,800
3,000	TIDEWATER INC COM	99,619.36	177,810.00	1.69	3,000

THE STONE FOUNDATION REVOCABLE
TRUST DATED 7/15/03, NATIONAL
EXCHANGE BANK AND TRUST, TRUSTEE

ACCOUNT NO. 42-0048-01-9

UNITS		TAX COST	MARKET 12/31/13	% YIELD MARKET	ESTIMATED INCOME
6,000	VODAFONE GROUP PLC NEW SPONSORED ADR NEW	146,442.17	235,860.00	4.04	9,540
10,000	WESTERN UN CO COM	144,041.00	172,500.00	2.90	5,000
TOTAL COMMON STOCKS		4,101,974.24	5,042,448.73	2.81	141,791
TOTAL ASSETS (EXCLUDING CASH)		6,219,788.06	7,437,987.34	2.14	158,994
CASH					
	CASH	.00	.00	0.00	0
TOTAL CASH		.00	.00	0.00	0
TOTAL ACCOUNT VALUE		6,219,788.06	7,437,987.34	2.14	158,994

Equities

Stocks

Description (Symbol)	Quantity	Date Acquired	Unit Cost	Total Cost Basis	Price	Value	Est. Income Yield	Est Annual Income	Gain or (Loss) Pct.	Gain or (Loss)
APPLE INCORPORATED (AAPL)	25 000.000	10/30/2009	11.775	294,275.00	$561.020	**$14,025,500.00**	2.17%	$305,000 00		
BANK OF AMERICA CORPORATION (BAC)	30,825 000		$42.466	$1,309,028.51	$15.570	**$479,945.25**	0 26%	$1,233 00	(63 34)%	$(829,083 26)
LOT 1	20,575.000	07/11/2007	$48.629	$1,000,533.33	$15.570	$320,352.75	0.26%	$823.00	(67.98)%	$(680,180.58)
LOT 2	10,250.000	06/10/2008	$30.097	$308,495.18	$15.570	$159,592.50	0.26%	$410.00	(48.27)%	$(148,902.68)
CATERPILLAR INCORPORATED DEL (CAT)	8,300 000	12/22/2006	$60 428	$501,556.40	$90.810	**$753,723.00**	2.64%	$13,920.00	50.28%	$252,166 60
CITIGROUP INCORPORATED COM NEW (C)	1,600 000	11/20/2007	$312.303	$499,684.00	$52.110	**$83,376.00**	0 08%	$64.00	(83.31)%	$(416,308 00)
JPMORGAN CHASE & COMPANY (JPM)	105.600.000		$27.078	$2,859,416 00	$58.480	**$6,175,488.00**	2.60%	$160,512.00	115.97%	$3,316 072 00
LOT 1	39,600.000	08/30/1999	$31.540	$1,248,979.50	$58.480	$2,315,808.00	2.60%	$60,192.00	85.42%	$1,066,828.50
LOT 2	13,200.000	09/24/1999	$26.336	$347,629.50	$58.480	$771,936.00	2.60%	$20,064.00	122.06%	$424,306.50
LOT 3	52,800.000	12/13/1999	$23.917	$1,262,807.00	$58.480	$3,087,744.00	2.60%	$80,256.00	144.51%	$1,824,937.00
3M COMPANY (MMM)	7,250.000	08/01/2006	$69 529	$504,082 73	$140 250	**$1,016,812.50**	2 44%	$24,795 00	101 72%	$512 729 77
WELLS FARGO & COMPANY NEW (WFC)	90 000 000		25.6675	2,310,075.00	$45 400	**$4,086,000.00**	2 64%	$108,000 00		
Stocks Total				8,278,217.64		**$26,620,844.75**	2.33%	$619,524.00		
Equities Total				8,278,217.64		$26,620,844.75	**2.33%**	**$619,524.00**		

58032123-23-1 518/5184

Account Detail

Fiduciary Services Active Assets Account
694-019271-722

THE STONE FOUNDATION INC
C/O PETER F STONE &
Nickname. STONE/CORNERSTONE LCC
INTERESTED PARTY COPY

Investment Objectives †: Capital Appreciation, Aggressive Income, Income, Speculation

Investment Advisory Account
Manager: CORNERSTONE INVESTMENT PARTNERS LLC

† See the Expanded Disclosures for more information about investment objectives. Please review for accuracy and inform us if your investment objectives change.

HOLDINGS

This section reflects positions purchased/sold on a trade date basis, and will include positions purchased and omit positions sold in the current month. "Market Value" and "Unrealized Gain/(Loss)" are representative values as of the last business day of the statement period indicated, may not reflect the value that could be obtained in the market. See "Pricing of Securities" in the Expanded Disclosures. Fixed Income securities are sorted by maturity or pre-refunding date, and alphabetically within date. Estimated annual income and estimated yield for certain securities may include return of principal or capital gains which could overstate such estimates. Actual income or yield may be lower or higher than the estimates. Estimated yield reflects only the income generated by an investment and, it does not reflect changes in its price, which may fluctuate. Structured products appear in various statement product categories and are identified as "Structured Products" in the Security Description column. Estimated accrued interest, estimated annual income and estimated yield for structured products with a contingent income feature (such as Range Accrual Notes or Contingent Income Notes) assume specified accrual conditions are met during the relevant observation period and payment in full of all contingent interest. If you hold structured products, see "Special Considerations Regarding Structured Products" in the Disclosures. New Treasury regulations require that we report on Form 1099-B after the close of the tax year your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments on covered securities due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. Cost basis is reflected on monthly statements for informational purposes only and should not be used in the preparation of your income tax returns. Refer to the Expanded Disclosures for additional information.

CASH, BANK DEPOSIT PROGRAM AND MONEY MARKET FUNDS

Cash, Bank Deposit Program, and Money Market Funds are generally displayed on a settlement date basis Estimated Annual Income, Accrued Interest, and APY% will only be displayed for fully settled positions

Description	Value	Estimated Annual Income	7-Day Current Yield %	Annual Percentage Yield %
MORGAN STANLEY BANK N.A. #	**$245,000.00**	$123.00	—	0.050
MORGAN STANLEY PRIVATE BANK NA #	**68,131.98**	34.00	—	0.050

	Percentage of Assets %	Market Value	Estimated Annual Income Accrued Interest
CASH, BDP, AND MMFs	**3.9%**	**$313,131.98**	**$157.00** **$0.00**

 # Bank Deposits are held at either· (1) Morgan Stanley Bank, N.A., and/or Morgan Stanley Private Bank, National Association, affiliates of Morgan Stanley Smith Barney LLC, or (2) Citibank, N.A., each a national bank and FDIC member.

Account Detail

Fiduciary Services Active Assets Account
694-019271-722

THE STONE FOUNDATION INC
C/O PETER E STONE &
Nickname: STONE/CORNERSTONE LCC
INTERESTED PARTY COPY

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
3M COMPANY (MMM)	11/30/12	1,183.000	$90.911	$107,547.36	$165,915.75	$58,368.39 LT		
	12/26/12	260.000	93.543	24,321.26	36,465.00	12,143.74 LT		
	4/25/13	131.000	105.352	13,801.15	18,372.75	4,571.60 ST		
	6/4/13	340.000	110.707	37,640.48	47,685.00	10,044.52 ST		
	Total	1,914.000		183,310.25	**268,438.50**	70,512.13 LT 14,616.12 ST	6,545.88	2.43
Share Price: $140.250; Next Dividend Payable 03/2014								
ACE LTD (ACE)	11/30/12	2,047.000	79.223	162,168.66	211,925.91	49,757.25 LT		
	6/4/13	344.000	88.841	30,561.27	35,614.32	5,053.05 ST		
	Total	2,391.000		192,729.93	**247,540.23**	49,757.25 LT 5,053.05 ST	6,025.32	2.43
Share Price: $103.530, Next Dividend Payable 01/2014								
APPLE INC (AAPL)	11/30/12	212.000	586.919	124,426.83	118,936.24	(5,490.59) LT		
	12/26/12	50 000	517.676	25,883.82	28,051.00	2,167.18 LT		
	3/4/13	63.000	423.990	26,711.40	35,344.26	8,632.86 ST		
	6/4/13	77.000	451.520	34,767.04	43,198.54	8,431.50 ST		
	6/26/13	47.000	398.705	18,739.13	26,367.94	7,628.81 ST		
	Total	449.000		230,528 22	**251,897.98**	(3,323.41) LT 24,693.17 ST	5,477.80	2.17
Share Price: $561.020, Next Dividend Payable 02/2014								
BAXTER INTL INC (BAX)	10/18/13	2,175.000	66.595	144,843.04	151,271.25	6,428.21 ST		
	12/5/13	675.000	66.948	45,190.10	46,946.25	1,756.15 ST		
	Total	2,850.000		190,033.14	**198,217.50**	8,184.36 ST	5,586.00	2.81
Share Price. $69.550, Next Dividend Payable 01/03/14								
BED BATH & BEYOND INC (BBBY)	5/3/13	1,642.000	68.827	113,013.93	131,852.60	18,838.67 ST		
	6/4/13	277.000	67.306	18,643.87	22,243.10	3,599.23 ST		
	6/13/13	351.000	69 416	24,365.02	28,185.30	3,820.28 ST		
	9/18/13	700.000	76.239	53,367.16	56,210.00	2,842.84 ST		
	10/31/13	425.000	77.099	32,767.20	34,127.50	1,360.30 ST		
	Total	3,395.000		242,157.18	**272,618.50**	30,461.32 ST	—	—
Share Price: $80.300								
CAPITAL ONE FINANCIAL CORP (COF)	11/30/12	2,007.000	58.055	116,516.18	153,756.27	37,240.09 LT		
	1/18/13	510.000	57.016	29,078.06	39,071.10	9,993.04 ST		
	3/5/13	326.000	54.093	17,634.45	24,974.86	7,340.41 ST		
	6/4/13	633 000	61.803	39,121.05	48,494.13	9,373.08 ST		

Security Mark at Right

Account Detail

Fiduciary Services Active Assets Account
694-019271-722

THE STONE FOUNDATION INC
C/O PETER E STONE &
Nickname STONE/CORNERSTONE LCC
INTERESTED PARTY COPY

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	3,476.000		202,349.74	**266,296.36**	37,240.09 LT 26,706.53 ST	4,171.20	1.56
Share Price. $76.610; Next Dividend Payable 02/2014								
CHEVRON CORP (CVX)	11/30/12	1,767.000	106.253	187,749.40	220,715.97	32,966.57 LT		
	6/4/13	253.000	122.886	31,090.16	31,602.23	512.07 ST		
	11/20/13	325.000	121.815	39,589.81	40,595.75	1,005.94 ST		
	Total	2,345.000		258,429.37	**292,913.95**	32,966.57 LT 1,518.01 ST	9,380.00	3.20
Share Price: $124.910, Next Dividend Payable 03/2014								
CITIGROUP INC NEW (C)	11/30/12	3,698.000	35.214	130,220.26	192,702.78	62,482.52 LT		
	6/4/13	1,084.000	51.983	56,349.14	56,487.24	138.10 ST		
	Total	4,782.000		186,569.40	**249,190.02**	62,482.52 LT 138.10 ST	191.28	0.07
Share Price: $52.110; Next Dividend Payable 02/2014								
CUMMINS INC (CMI)	3/28/13	978.000	115.583	113,039.98	137,868.66	24,828.68 ST		
	4/17/13	175.000	108.600	19,005.00	24,669 75	5,664.75 ST		
	4/30/13	308.000	107.190	33,014.61	43,418 76	10,404.15 ST		
	6/4/13	215.000	117.827	25,332.74	30,308.55	4,975.81 ST		
	10/29/13	275.000	124.197	34,154.31	38,766.75	4,612.44 ST		
	Total	1,951.000		224,546.64	**275,032.47**	50,485.83 ST	4,877.50	1.77
Share Price. $140.970; Next Dividend Payable 03/2014								
EMC CORP MASS (EMC)	9/17/13	5,300.000	26.995	143,071.38	133,295.00	(9,776.38) ST		
	11/21/13	1,025.000	23.901	24,498.53	25,778.75	1,280.22 ST		
	12/26/13	950.000	25.024	23,772.42	23,892.50	120.08 ST		
	Total	7,275.000		191,342.33	**182,966.25**	(8,376.08) ST	2,910.00	1.59
Share Price. $25.150, Next Dividend Payable 01/2014								
EMERSON ELECTRIC CO (EMR)	2/14/13	1,885.000	58.446	110,170.71	132,289.30	22,118.59 ST		
	3/28/13	630.000	55.685	35,081.80	44,213.40	9,131.60 ST		
	6/4/13	443.000	57.390	25,423.77	31,089.74	5,665.97 ST		
	9/6/13	425.000	61.979	26,340.91	29,826.50	3,485.59 ST		
	Total	3,383.000		197,017.19	**237,418.94**	40,401.75 ST	5,818.76	2.45
Share Price: $70.180; Next Dividend Payable 03/2014								
EXXON MOBIL CORP (XOM)	9/12/13	1,600.000	88.003	140,804.32	161,920 00	21,115.68 ST		
	10/14/13	400.000	86.756	34,702.52	40,480.00	5,777.48 ST		
	10/23/13	325.000	87.208	28,342.47	32,890.00	4,547.53 ST		

046098 MSGDD289 033686

Account Detail

Fiduciary Services Active Assets Account
694-019271-722

THE STONE FOUNDATION INC
C/O PETER E STONE &
Nickname: STONE/CORNERSTONE LCC
INTERESTED PARTY COPY

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	2,325.000		203,849.31	**235,290.00**	31,440.69 ST	5,859.00	2.49
Share Price. $101.200; Next Dividend Payable 03/2014								
GAP INC (GPS)	12/18/13	3,975.000	38.396	152,623.31	**155,343.00**	2,719.69 ST	3,180.00	2.04
Share Price: $39.080; Next Dividend Payable 01/2014								
GENL DYNAMICS CORP (GD)	11/30/12	1,345.000	66.470	89,401.48	128,514.75	39,113.27 LT		
	6/4/13	275.000	77.082	21,197.50	26,276.25	5,078.75 ST		
	Total	1,620.000		110,598.98	**154,791.00**	39,113.27 LT 5,078.75 ST	3,628.80	2.34
Share Price: $95.550, Next Dividend Payable 02/2014								
GOOGLE INC-CL A (GOOG)	11/30/12	209.000	690.278	144,268.19	234,228.39	89,960.20 LT		
	6/4/13	43.000	866.350	37,253 05	48,190.53	10,937.48 ST		
	Total	252.000		181,521.24	**282,418.92**	89,960.20 LT 10,937.48 ST	—	—
Share Price $1,120.710								
HASBRO INC (HAS)	11/30/12	3,380.000	38.857	131,337.67	185,933.80	54,596.13 LT		
	1/28/13	365.000	37.155	13,561.58	20,078.65	6,517.07 ST		
	6/4/13	625.000	44.517	27,822.94	34,381.25	6,558.31 ST		
	Total	4,370.000		172,722.19	**240,393.70**	54,596.13 LT 13,075.38 ST	6,992.00	2.90
Share Price. $55.010, Next Dividend Payable 02/2014								
INTEL CORP (INTC)	11/30/12	4,454.000	19.660	87,564.75	115,603.56	28,038.81 LT		
	12/13/12	1,665.000	20.793	34,620.84	43,215.07	8,594.23 LT		
	3/5/13	1,072.000	21.540	23,090.77	27,823.75	4,732.98 ST		
	6/4/13	1,447.000	25.870	37,433.89	37,556.88	122.99 ST		
	9/18/13	1,675.000	23.805	39,872.54	43,474.62	3,602.08 ST		
	Total	10,313.000		222,582.79	**267,673.91**	36,633.04 LT 8,458.05 ST	9,281.70	3.46
Share Price. $25.955; Next Dividend Payable 03/2014								
INTL BUSINESS MACHINES CORP (IBM)	11/30/12	647.000	191.531	123,920.56	121,357.79	(2,562 77) LT		
	1/15/13	118.000	191.653	22,615.10	22,133.26	(481.84) ST		
	6/4/13	122.000	207.420	25,305.24	22,883.54	(2,421.70) ST		
	12/24/13	61.000	182.866	11,154.83	11,441.77	286.94 ST		
	Total	948 000		182,995.73	**177,816.36**	(2,562.77) LT (2,616.60) ST	3,602.40	2.02
Share Price: $187.570; Next Dividend Payable 03/2014								

Account Detail

Fiduciary Services Active Assets Account
694-019271-722

THE STONE FOUNDATION INC
C/O PETER E STONE &
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STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
JOHNSON & JOHNSON (JNJ)	12/18/12	1,428.000	70.758	101,042.00	130,790.52	29,748.52 LT		
	1/28/13	244.000	73.652	17,970.97	22,347.96	4,376.99 ST		
	2/1/13	220.000	74.205	16,325.14	20,149.80	3,824 66 ST		
	6/4/13	296.000	84.517	25,016.91	27,110.64	2,093.73 ST		
	8/7/13	300.000	93.709	28,112.79	27,477.00	(635.79) ST		
	Total	2,488.000		188,467.81	**227,875.92**	29,748.52 LT 9,659.59 ST	6,568.32	2.88
Share Price· $91.590; Next Dividend Payable 03/2014								
JPMORGAN CHASE & CO (JPM)	2/6/13	2,217.000	48.543	107,619.39	129,650.16	22,030.77 ST		
	3/19/13	595.000	49.346	29,360.87	34,795.60	5,434.73 ST		
	6/4/13	501.000	54.630	27,369.63	29,298.48	1,928.85 ST		
	6/11/13	521.000	53.708	27,981.92	30,468.08	2,486.16 ST		
	8/22/13	600.000	52.333	31,399.56	35,088.00	3,688.44 ST		
	Total	4,434.000		223,731.37	**259,300.32**	35,568.95 ST	6,739.68	2.59
Share Price. $58.480; Next Dividend Payable 01/2014								
MATTEL INC (MAT)	11/30/12	5,240.000	37.435	196,160.45	249,319.20	53,158.75 LT		
	6/4/13	848.000	44.991	38,152.54	40,347.84	2,195.30 ST		
	10/21/13	750.000	42.920	32,190.23	35,685.00	3,494.77 ST		
	Total	6,838.000		266,503.22	**325,352.04**	53,158.75 LT 5,690.07 ST	9,846.72	3.02
			Return of Basis	< 8426.16 >				
				258,077.06				
Share Price: $47.580; Next Dividend Payable 03/2014								
MICROSOFT CORP (MSFT)	11/30/12	5,991.000	26.790	160,498.29	224,123.31	63,625.02 LT		
	2/1/13	536.000	27.982	14,998.19	20,051.76	5,053.57 ST		
	6/4/13	1,177.000	35.510	41,795.27	44,031.57	2,236.30 ST		
	Total	7,704.000		217,291.75	**288,206.64**	63,625.02 LT 7,289.87 ST	8,628.48	2.99
Share Price: $37.410; Next Dividend Payable 03/2014								
NORFOLK SOUTHERN CORP (NSC)	6/11/13	1,782.000	77.708	138,476.01	165,423.06	26,947.05 ST		
	7/25/13	583.000	74.392	43,370.42	54,119.89	10,749.47 ST		
	9/25/13	400.000	78 478	31,391.36	37,132.00	5,740.64 ST		
	Total	2,765.000		213,237.79	**256,674.95**	43,437.16 ST	5,751.20	2.24
Share Price. $92.830, Next Dividend Payable 03/2014								
ORACLE CORP (ORCL)	11/30/12	4,127.000	31.915	131,713.62	157,899.02	26,185.40 LT		
	3/21/13	1,264.000	32 800	41,459.20	48,360.64	6,901.44 ST		
	6/4/13	1,061.000	34.560	36,668.16	40,593.86	3,925.70 ST		
	6/5/13	451.000	34.365	15,498.80	17,255.26	1,756.46 ST		
	6/6/13	665.000	33.330	22,164.25	25,442.90	3,278.65 ST		

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Fiduciary Services Active Assets Account
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THE STONE FOUNDATION INC
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STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	6/26/13	738.000	29.942	22,097.42	28,235.88	6,138.46 ST		
	Total	8,306.000		269,601.45	**317,787.56**	26,185.40 LT 22,000.71 ST	3,986.88	1.25
Share Price: $38.260; Next Dividend Payable 01/2014								
PARKER HANNIFIN CORP (PH)	11/30/12	1,649.000	82.708	136,385.49	212,127.36	75,741.87 LT		
	6/4/13	263.000	98.770	25,976.40	33,832.32	7,855.92 ST		
	9/27/13	275.000	109.249	30,043.56	35,376.00	5,332.44 ST		
	Total	2,187.000		192,405.45	**281,335.68**	75,741.87 LT 13,188.36 ST	3,936.60	1.39
Share Price: $128.640, Next Dividend Payable 03/2014								
QUALCOMM INC (QCOM)	11/30/12	1,578.000	63.447	100,119.37	117,166.50	17,047.13 LT		
	12/10/12	390.000	63.935	24,934.77	28,957.50	4,022.73 LT		
	1/3/13	449.000	64.768	29,080.83	33,338.25	4,257.42 ST		
	2/14/13	929.000	65.470	60,821.91	68,978.25	8,156.34 ST		
	3/18/13	107.000	64.585	6,910.60	7,944.75	1,034.15 ST		
	6/4/13	610.000	63.375	38,658.81	45,292.50	6,633.69 ST		
	Total	4,063.000		260,526.29	**301,677.75**	21,069.86 LT 20,081.60 ST	5,688.20	1.88
Share Price. $74.250; Next Dividend Payable 03/2014								
ROYAL DUTCH SHELL PLC (RDS'A)	11/30/12	2,272.000	67.316	152,941.72	161,925.44	8,983.72 LT		
	2/14/13	999.000	66.288	66,222.01	71,198.73	4,976.72 ST		
	6/4/13	489.000	66.506	32,521.63	34,851.03	2,329.40 ST		
	6/26/13	464.000	63.323	29,382.06	33,069.28	3,687.22 ST		
	Total	4,224.000		281,067.42	**301,044.48**	8,983.72 LT 10,993.34 ST	12,925.44	4.29
Share Price. $71.270								
UNUMPROVIDENT CORP (UNM)	3/15/13	4,409.000	27.608	121,723.23	154,667.72	32,944.49 ST		
	6/4/13	754.000	28.473	21,468.42	26,450.32	4,981.90 ST		
	8/21/13	975.000	29.588	28,848.30	34,203.00	5,354.70 ST		
	12/5/13	725.000	33.845	24,537.41	25,433.00	895.59 ST		
	Total	6,863.000		196,577.36	**240,754.04**	44,176.68 ST	3,980.54	1.65
Share Price: $35.080; Next Dividend Payable 02/2014								
WAL MART STORES INC (WMT)	11/30/12	2,583.000	71.738	185,299.25	203,256 27	17,957.02 LT		
	1/29/13	518.000	69.693	36,101.13	40,761.42	4,660.29 ST		
	6/4/13	559.000	75.969	42,466.78	43,987.71	1,520.93 ST		

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THE STONE FOUNDATION INC
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STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	3,660.000		263,867.16	**288,005.40**	17,957.02 LT 6,181.22 ST	6,880.80	2.38
Share Price: $78.690, Next Dividend Payable 01/02/14								
WESTERN DIGITAL CORPORATION (WDC)	11/30/12	3,063.000	34.102	104,455.34	256,985.70	152,530.36 LT		
	6/4/13	476.000	64.315	30,613.84	39,936.40	9,322.56 ST		
	Total	3,539.000		135,069.18	**296,922.10**	152,530.36 LT 9,322.56 ST	4,246.80	1.43
Share Price: $83.900, Next Dividend Payable 01/15/14								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
STOCKS	96.1%	$6,234,253.19	$7,641,194.47	$916,375.54 LT $490,565.71 ST	$162,707.30 $0.00	2.13%

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
TOTAL MARKET VALUE	100.0%	$6,234,253.19	$7,954,326.45	$916,375.54 LT $490,565.71 ST	$162,864.30 $0.00	2.05%

Return of Basis - Mattel <8426.16>

6,225,827.03

Includes Cash Equivalents