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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2013 or tax year beginning

, and ending

Name of foundation STEVE J MILLER FOUNDATION			A Employer identification number 39-6051879	
Number and street (or P O box number if mail is not delivered to street address) P O BOX 1501, NJ2-130-03-31		Room/suite	B Telephone number (see instructions) 609-274-6834	
City or town PENNINGTON	State NJ	ZIP code 08534-1501		
Foreign country name	Foreign province/state/county	Foreign postal code	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) \$ 3,010,297		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
(Part I, column (d) must be on cash basis)				

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	79,442	71,706		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	144,037			
	b Gross sales price for all assets on line 6a 1,190,057				
	7 Capital gain net income (from Part IV, line 2)		144,037		
	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	223,479	215,743	0		
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)				
	b Accounting fees (attach schedule)	2,500			2,500
	c Other professional fees (attach schedule)	34,467	20,680		13,787
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	5,468	1,392		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	155			155
	22 Printing and publications				
	23 Other expenses (attach schedule)	209	209		
	24 Total operating and administrative expenses. Add lines 13 through 23	42,799	22,281	0	16,442
	25 Contributions, gifts, grants paid	170,500			170,500
26 Total expenses and disbursements. Add lines 24 and 25	213,299	22,281	0	186,942	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	10,180				
b Net investment income (if negative, enter -0-)		193,462			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		3,327	1,008	1,020
	2	Savings and temporary cash investments		61,958	120,177	120,177
	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)		539,668	557,823	502,920
	b	Investments—corporate stock (attach schedule)		903,918	852,699	1,090,442
	c	Investments—corporate bonds (attach schedule)		454,138	449,038	519,183
	11	Investments—land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		685,113	669,732	776,555	
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		2,648,122	2,650,477	3,010,297	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		2,648,122	2,650,477	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		2,648,122	2,650,477	
31	Total liabilities and net assets/fund balances (see instructions)		2,648,122	2,650,477		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,648,122
2	Enter amount from Part I, line 27a	2	10,180
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	2,992
4	Add lines 1, 2, and 3	4	2,661,294
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	10,817
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,650,477

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			0
b			0
c			0
d			0
e			0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	144,037
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	164,570	2,871,384	0.057314
2011	191,674	2,908,454	0.065902
2010	174,557	2,809,571	0.062129
2009	175,389	2,660,566	0.065922
2008	201,500	3,132,267	0.064330

2 Total of line 1, column (d)	2	0.315597
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	0.063119
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,923,022
5 Multiply line 4 by line 3	5	184,498
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,935
7 Add lines 5 and 6	7	186,433
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	186,942

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	1,935
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,935
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	1,935
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,864
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	2,864
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	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	929
11	Enter the amount of line 10 to be Credited to 2014 estimated tax Refunded	11	929

Part VII-A Statements Regarding Activities

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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N.A. Telephone no ▶ 609-274-6834 Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501			
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			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Statement	00	0		
	00	0		
	00	0		
	00	0		
	00	0		

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

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

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

0

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	▶ 0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,884,042
b	Average of monthly cash balances	1b	83,493
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,967,535
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,967,535
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	44,513
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,923,022
6	Minimum investment return. Enter 5% of line 5	6	146,151

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	146,151
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,935
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,935
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	144,216
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	144,216
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	144,216

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	186,942
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	186,942
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	1,935
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	185,007

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.

Form 990-PF (2013)

STEVE J MILLER FOUNDATION

39-6051879

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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				144,216
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013.				
a From 2008	47,065			
b From 2009	43,613			
c From 2010	36,152			
d From 2011	49,627			
e From 2012	23,865			
f Total of lines 3a through e	200,322			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 186,942				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				144,216
e Remaining amount distributed out of corpus	42,726			
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	243,048			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
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)	47,065			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	195,983			
10 Analysis of line 9				
a Excess from 2009	43,613			
b Excess from 2010	36,152			
c Excess from 2011	49,627			
d Excess from 2012	23,865			
e Excess from 2013	42,726			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]Form **990-PF** (2013)

Form 990-PF (2013)

STEVE J. MILLER FOUNDATION

39-6051879

Page **11****Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	170,500
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1	Program service revenue.					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities		14	79,442		
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory		18	144,037		
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0	223,479		0
13	Total. Add line 12, columns (b), (d), and (e)			13	223,479	

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | | |
|-----|--|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of. | |
| (1) | Cash | 1a |
| (2) | Other assets | 1a |
| b | Other transactions | |
| (1) | Sales of assets to a noncharitable exempt organization | 1b |
| (2) | Purchases of assets from a noncharitable exempt organization | 1b |
| (3) | Rental of facilities, equipment, or other assets | 1b |
| (4) | Reimbursement arrangements | 1b |
| (5) | Loans or loan guarantees | 1b |
| (6) | Performance of services or membership or fundraising solicitations | 1b |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1 |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | |

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

[illegible]

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

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

**Sign
Here**

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

Signature of officer or trustee Norman C. Miller Date 8/18/15 Title Chairman

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

DONALD J ROMAN

Preparer's signature

[Signature]

Date

8/13/2014

Check ☒ if self-employed

PTIN

P00364310

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

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

Phone no	412-355-6000
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STEVE J MILLER FOUNDATION

39-6051879 Page 1 of 4

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

Recipient(s) paid during the year

Name

CORNUCOPIA INSTITUTE INCORPORATED

Street

P O BOX 126

City

CORNUCOPIA

State

WI

Zip Code

54827

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

CENTRO INFANTIL SAN PABLO, INC

Street

220 N Zapata Hwy

City

LAREDO

State

TX

Zip Code

78043-4427

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

LAWRENCE UNIVERSITY OF WISCONSIN

Street

711 E Boldt Way

City

APPLETON

State

WI

Zip Code

54911

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

NORTHLAND COLLEGE

Street

1411 Ellis Ave

City

ASHLAND

State

WI

Zip Code

54806

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

ARIZONA RECREATION CENTER FOR THE HANDICAPPED (ARCH)

Street

1550 W COLTER ST

City

PHOENIX

State

AL

Zip Code

85015

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

3,000

Name

OPPORTUNITY DEVELOPMENT CENTERS INC

Street

1191 Huntington Ave

City

WISCONSIN RAPIDS

State

WI

Zip Code

54494

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

STEVE J MILLER FOUNDATION

39-6051879 Page 2 of 4

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

Recipient(s) paid during the year

Name

CENTER FOR DEAF-BLIND PERSONS INC

Street

3195 SOUTH SUPERIOR STREET

City

MILWAUKEE

State

WI

Zip Code

53207

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

3,000

Name

THOMAS JEFFERSON SCHOOL

Street

4100 S Lindbergh Blvd

City

Sappington

State

MO

Zip Code

63127

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

OPERA NOVA

Street

4620 Lee Hwy

City

ARLINGTON

State

VA

Zip Code

22207

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

6,000

Name

RECONCILE NEW ORLEANS INC

Street

1631 Oretha Castle Haley Blvd

City

NEW ORLEANS

State

LA

Zip Code

70113

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

LURA TURNER HOMES, INC

Street

1432 N 27th Ave

City

PHOENIX

State

AZ

Zip Code

85015

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

NEW WAY LEARNING ACADEMY

Street

1300 N 77th St

City

SCOTTSDALE

State

AZ

Zip Code

85257

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

STEVE J. MILLER FOUNDATION

39-6051879 Page 3 of 4

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

Recipient(s) paid during the year

Name

BALLET ARIZONA

Street

3645 E Indian School Rd

City

PHOENIX

State

AZ

Zip Code

85018

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

HOMEWARD BOUND

Street

2302 W COTLER ST

City

PHOENIX

State

AZ

Zip Code

85015

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

2,500

Name

NORTHLAND HOSPICE AND PALLIATIVE CARE INC

Street

P O BOX 997

City

FLAGSTAFF

State

AZ

Zip Code

86002

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

3,000

Name

SOUTHERN ARIZONA AIDS FDN

Street

375 South Euclid Avenue

City

TUCSON

State

AZ

Zip Code

85719

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

UNIVERSITY OF ARIZONA FDN

Street

1111 N Cherry Avenue

City

TUCSON

State

AZ

Zip Code

85721

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

31,000

Name

SOUND LEARNING (FORMERLY MASON COUNTY LITERACY)

Street

133 West Railroad Ave

City

SHELTON

State

WA

Zip Code

98584

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

8,000

STEVE J MILLER FOUNDATION

39-6051879 Page 4 of 4

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

Recipient(s) paid during the year

Name

SOJOURNER FAMILY PEACE CENTER INC

Street

P O. BOX 080319

City

MILWAUKEE

State

WI

Zip Code

53208

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

3,000

Name

INTERNATIONAL RIVERS NETWORK

Street

2150 Allston Way, Suite 300

City

BERKLEY

State

CA

Zip Code

94704

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

6,000

Name

ACCEL

Street

10251 N 35th Ave

City

PHOENIX

State

AZ

Zip Code

85051

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

3,000

Name

FONDY FOOD CENTER INC

Street

2200 W Fond Du Lac Ave

City

MILWAUKEE

State

WI

Zip Code

53206

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

3,000

Name

SUMMIT SPEECH SCHOOL

Street

705 Central Ave

City

NEW PROVIDENCE

State

NJ

Zip Code

07974

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,000

Name

PEOPLE UNITED FOR A BETTER LIFE IN OAKLAND FBO EDIBLE PARKS PROGRAM

Street

3528 FOOTHILL BLVD

City

OAKLAND

State

CA

Zip Code

94601

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

3,000

NAME	CUSIP	ASSET DESCRIPTION	BEG YEAR BOOK VALUE	END YEAR BOOK VALUE	END YEAR INVT
STEVE J MILLER FOUNDATION	001317205	AIA GROUP LTD	4020 02	0 00	0 00
STEVE J MILLER FOUNDATION	00206R102	AT&T INC	2945 99	1921 29	2637 00
STEVE J MILLER FOUNDATION	00206RAJ1	AT&T INC	27970 78	26773 71	29267 68
STEVE J MILLER FOUNDATION	002824100	ABBOTT LABORATORIES	7619 34	2523 73	3679 68
STEVE J MILLER FOUNDATION	00287Y109	ABBVIE INC SHS	0 00	2545 36	4700 09
STEVE J MILLER FOUNDATION	00507Y109	ACTIVISION BLIZZARD INC	2915 39	0 00	0 00
STEVE J MILLER FOUNDATION	00817Y108	AETNA INC	1729 89	3847 92	3978 22
STEVE J MILLER FOUNDATION	00846J101	AGILENT TECHNOLOGIES INC	15062 57	5796 19	8807 26
STEVE J MILLER FOUNDATION	021441100	ALTEA CORP	3067 97	0 00	0 00
STEVE J MILLER FOUNDATION	023135AK2	AMAZON COM INC	11976 96	10978 88	10995 05
STEVE J MILLER FOUNDATION	025816109	AMERICAN EXPRESS COMPANY	1489 92	1257 12	2449 71
STEVE J MILLER FOUNDATION	0258M00D8	AMERICAN EXPRESS CREDIT	0 00	30946 22	30836 40
STEVE J MILLER FOUNDATION	0258MODE6	AMERICAN EXPRESS CREDIT	11058 56	11034 83	11177 54
STEVE J MILLER FOUNDATION	028874784	AMERICAN INTERNATIONAL	4683 77	4092 02	6074 95
STEVE J MILLER FOUNDATION	03027X100	AMERICAN TOWER REIT INC	0 00	869 80	878 02
STEVE J MILLER FOUNDATION	031162100	AMGEN INC	6025 16	5741 23	10609 44
STEVE J MILLER FOUNDATION	035231BN7	ANHEUSER-BUSCH INBEV WOR	6064 53	6050 52	5987 40
STEVE J MILLER FOUNDATION	035231BP2	ANHEUSER-BUSCH INBEV WOR	15094 06	15085 14	13874 55
STEVE J MILLER FOUNDATION	03524A108	ANHEUSER-BUSCH INBEV ADR	9426 80	15316 25	18417 58
STEVE J MILLER FOUNDATION	037833100	APPLE COMPUTER INC COM	23689 31	12656 85	16269 58
STEVE J MILLER FOUNDATION	038222105	APPLIED MATERIALS INC	0 00	5964 46	7178 08
STEVE J MILLER FOUNDATION	045387107	ASSA ABLOY AB ADR	8888 95	3961 02	6400 90
STEVE J MILLER FOUNDATION	046353108	ASTRAZENECA PLC SPONS ADR	0 00	10063 73	10389 75
STEVE J MILLER FOUNDATION	049255706	ATLAS COPCO AB SPONSORED ADR	7519 46	0 00	0 00
STEVE J MILLER FOUNDATION	055451AP3	BHP BILLITON FIN USA LTD	30209 72	30160 09	30081 30
STEVE J MILLER FOUNDATION	05565A202	BNP PARIBAS	3014 43	2933 35	4782 40
STEVE J MILLER FOUNDATION	05565QBH0	BP CAPITAL MARKETS PLC	27367 70	25193 21	26007 50
STEVE J MILLER FOUNDATION	05565QBY3	USD BP CAPITAL PLC	6146 77	6113 55	6060 24
STEVE J MILLER FOUNDATION	06406HJ6	BANK OF NEW YORK MELLON	0 00	5915 70	5873 76
STEVE J MILLER FOUNDATION	064149107	BANK OF NOVA SCOTIA CAD COM NPV	2062 41	0 00	0 00
STEVE J MILLER FOUNDATION	084670BB3	BERKSHIRE HATHAWAY INC	11324 38	11236 03	11361 90
STEVE J MILLER FOUNDATION	088606108	BHP BILLITON LIMITED	3547 96	3050 00	3341 80
STEVE J MILLER FOUNDATION	09062X103	BIOMED IDEC INC	0 00	6154 80	7548 45
STEVE J MILLER FOUNDATION	091929638	BLACKROCK FDS HIGH YLD BD PORTF INSTL CL	57328 25	55570 45	57100 55
STEVE J MILLER FOUNDATION	097023105	BOEING COMPANY	0 00	3675 43	5869 07
STEVE J MILLER FOUNDATION	099724106	BORG WARNER INC	0 00	6005 16	6932 84
STEVE J MILLER FOUNDATION	110122108	BRISTOL MYERS SQUIBB CO COM	5226 38	2720 33	5474 45
STEVE J MILLER FOUNDATION	111013108	BRITISH SKY BROADCASTING GRP PLC ADR	12881 75	0 00	0 00
STEVE J MILLER FOUNDATION	126132109	CNOOC LTD SPONSORED ADR	0 00	7531 58	6943 42
STEVE J MILLER FOUNDATION	126650100	CVS CORP	8034 01	6993 84	10520 79
STEVE J MILLER FOUNDATION	12673P105	CA INC	2393 48	0 00	0 00
STEVE J MILLER FOUNDATION	136375102	CANADIAN NATL RY CO	1676 40	0 00	0 00
STEVE J MILLER FOUNDATION	138006309	CANON INC ADR REPSTG 5 SHS	5144 80	0 00	0 00
STEVE J MILLER FOUNDATION	14040H105	CAPITAL ONE FINL CORP COM	3181 10	0 00	0 00
STEVE J MILLER FOUNDATION	143658300	CARNIVAL CORP	0 00	4781 54	5945 16
STEVE J MILLER FOUNDATION	149123101	CATERPILLAR INC	3082 76	0 00	0 00
STEVE J MILLER FOUNDATION	151020104	CELGENE CORP	0 00	2718 55	3717 29
STEVE J MILLER FOUNDATION	156700106	CENTURYTEL INC	1479 92	0 00	0 00
STEVE J MILLER FOUNDATION	166764100	CHEVRONTXACO CORP	17654 60	7763 07	12865 73
STEVE J MILLER FOUNDATION	168919108	CHINA CONSTRUCT UNSPN AD	0 00	6187 78	5798 76
STEVE J MILLER FOUNDATION	16939P106	CHINA LIFE INS CO LTD	2604 75	0 00	0 00
STEVE J MILLER FOUNDATION	171232101	CHUBB CORPORATION COM	9380 77	8276 55	13818 09
STEVE J MILLER FOUNDATION	17275RAH5	CISCO SYSTEMS INC	28388 81	28321 49	30538 76
STEVE J MILLER FOUNDATION	172967424	CITIGROUP INC COM NEW	7579 51	13384 61	19176 48
STEVE J MILLER FOUNDATION	172967CK5	CITIGROUP INC	5129 76	0 00	0 00
STEVE J MILLER FOUNDATION	172967FT3	CITIGROUP INC	15314 88	15314 88	16955 36
STEVE J MILLER FOUNDATION	172967GG0	CITIGROUP INC	0 00	11004 60	11036 52

STEVE J MILLER FOUNDATION	191216100	Coca-Cola Co USD	7328 13	6512 86	8220 69
STEVE J MILLER FOUNDATION	192446102	COGNIZANT TECHNOLOGY SOLUTIONS	0.00	2227 09	2322 54
STEVE J MILLER FOUNDATION	20030N101	COMCAST CORP NEW CL A	11056 88	14001 79	20006 53
STEVE J MILLER FOUNDATION	20030N200	COMCAST CORP NEW	1605 26	2760 44	4736 60
STEVE J MILLER FOUNDATION	20030NAE1	COMCAST CORP NEW	6262 37	0.00	0.00
STEVE J MILLER FOUNDATION	204319107	CIE FINANCIERE RICHEMONT	0.00	5724 50	7040 00
STEVE J MILLER FOUNDATION	20825C104	CONOCOPHILLIPS	1545 82	1318 35	2190 15
STEVE J MILLER FOUNDATION	20854P109	CONSOL ENERGY INC	1300 84	0.00	0.00
STEVE J MILLER FOUNDATION	21686CAD2	USD RABOBANK UTRECHT	5070 33	5053 68	5264 45
STEVE J MILLER FOUNDATION	224044BM9	COX COMMUNICATIONS INC NEW	0.00	5410 74	5366 90
STEVE J MILLER FOUNDATION	224044BM8	COX COMMUNICATIONS INC	1073 60	0.00	0.00
STEVE J MILLER FOUNDATION	225401108	CREDIT SUISSE GROUP SPONSORED ADR	0.00	9388 00	10646 72
STEVE J MILLER FOUNDATION	231021106	CUMMINS ENGINE INC	4441 31	0.00	0.00
STEVE J MILLER FOUNDATION	244199105	DEERE & COMPANY	2044 80	1863 04	3744 53
STEVE J MILLER FOUNDATION	2515A14E8	DEUTSCHE BANK AG	0.00	6279 90	6275 22
STEVE J MILLER FOUNDATION	252430205	DIAGEO PLC SPON ADR NEW	2393 43	2147 95	4634 70
STEVE J MILLER FOUNDATION	25459HAY1	DIRECTV HLDG/FIN INC	11508 83	11350 91	11546 59
STEVE J MILLER FOUNDATION	254687106	DISNEY (WALT) COMPANY HOLDING CO	5685 74	4755 04	7258 00
STEVE J MILLER FOUNDATION	254709108	DISCOVER FINL SVCS	3951 34	7978 98	12364 95
STEVE J MILLER FOUNDATION	25746U109	DOMINION RES INC VA NEW	2379 21	2010 60	3881 40
STEVE J MILLER FOUNDATION	257738203	DONGFENG MOTOR GRP H UNLS	0.00	1979 71	2054 26
STEVE J MILLER FOUNDATION	260003108	DOVER CORPORATION	2014 77	1611 82	4633 92
STEVE J MILLER FOUNDATION	260543103	DOW CHEMICAL COMPANY COMMON	1510 59	4536 39	5150 40
STEVE J MILLER FOUNDATION	26139E109	DRI PEPPER SNAPPLE GROUP	3219 21	2782 41	3410 40
STEVE J MILLER FOUNDATION	263534109	E I DU PONT DE NEMOURS & CO COMM	3039 42	2554 03	4937 72
STEVE J MILLER FOUNDATION	26441C204	DUKE ENERGY CORP NEW	0.00	1660 32	1656 24
STEVE J MILLER FOUNDATION	268648102	EMC CORP(MASS) USD 0 01	8953 00	4183 88	4225 20
STEVE J MILLER FOUNDATION	26884L 109	EQT CORP	1372 24	0.00	0.00
STEVE J MILLER FOUNDATION	278642AG8	EBAY INC	12086 74	12067 91	11931 60
STEVE J MILLER FOUNDATION	29250N105	ENBRIDGE INC	1476 09	1226 88	2795 52
STEVE J MILLER FOUNDATION	293791AN9	ENTERPRISE PRODUCTS OPER	5356 40	5157 85	5195 70
STEVE J MILLER FOUNDATION	30212P303	EXPEDIA INC	838 70	0.00	0.00
STEVE J MILLER FOUNDATION	302130109	EXPEDITORS INTL WASH INC COM	4897 32	0.00	0.00
STEVE J MILLER FOUNDATION	30219G108	EXPRESS SCRIPTS HLDG CO	2323 01	0.00	0.00
STEVE J MILLER FOUNDATION	30231G102	EXXON MOBIL CORP	23097 82	11967 19	14370 40
STEVE J MILLER FOUNDATION	307305102	FANUC LTD-UNSP	7226 41	0.00	0.00
STEVE J MILLER FOUNDATION	3134AAUK8	FEDERAL HOME LN MTG CORP	33681 43	0.00	0.00
STEVE J MILLER FOUNDATION	31353MRG0	FEDERAL NATL MTG ASSN	14949 51	0.00	0.00
STEVE J MILLER FOUNDATION	3135G0AP8	FEDERAL NATL MTG ASSOC	6052 42	5006 01	5008 55
STEVE J MILLER FOUNDATION	3135G0DW0	FEDERAL NATL MTG ASSOC	11066 21	11029 99	11040 48
STEVE J MILLER FOUNDATION	3135G0FY4	FEDERAL NATL MTG ASSOC	41340 42	40163 05	40215 60
STEVE J MILLER FOUNDATION	3135G0JA2	FEDERAL NATL MTG ASSOC	0.00	34313 92	34132 26
STEVE J MILLER FOUNDATION	3135G0UK7	FEDERAL NATL MTG ASSOC	0.00	4007 90	3911 88
STEVE J MILLER FOUNDATION	31398ADM1	FEDERAL NATL MTG ASSOC	31297 41	30806 53	33161 79
STEVE J MILLER FOUNDATION	31398AJ94	FEDERAL NATL MTG ASSOC	6022 43	0.00	0.00
STEVE J MILLER FOUNDATION	316773100	FIFTH THIRD BANCORP	1688 23	2023 64	2733 90
STEVE J MILLER FOUNDATION	337932107	FIRSTENERGY CORP	1631 34	0.00	0.00
STEVE J MILLER FOUNDATION	345838106	FOREST LABORATORIES INC COMMON	5051 13	0.00	0.00
STEVE J MILLER FOUNDATION	364760108	GAP INC	3516 04	0.00	0.00
STEVE J MILLER FOUNDATION	369550108	GENERAL DYNAMICS CORPORATION COM	1702 50	0.00	0.00
STEVE J MILLER FOUNDATION	369604103	GENERAL ELECTRIC CO	2856 90	7956 49	10651 40
STEVE J MILLER FOUNDATION	369604AY9	GENERAL ELEC CO	20037 81	0.00	0.00
STEVE J MILLER FOUNDATION	36962G4X9	GENERAL ELEC CAP CORP	6038 79	0.00	0.00
STEVE J MILLER FOUNDATION	36962G5C4	GENERAL ELEC CAP CORP	14109 27	14077 61	14657 58
STEVE J MILLER FOUNDATION	370334104	GENERAL MILLS INC COM	1480 33	1227 52	1686 94
STEVE J MILLER FOUNDATION	38141EA74	GOLDMAN SACHS GROUP INC	0.00	11426 61	11454 19
STEVE J MILLER FOUNDATION	38141G104	GOLDMAN SACHS GROUP INC	7478 05	3869 13	5672 32
STEVE J MILLER FOUNDATION	38141GDK7	GOLDMAN SACHS GROUP INC	5056 14	0.00	0.00

STEVE J MILLER FOUNDATION	38141GG57	GOLDMAN SACHS GROUP INC	29607 91	29367 27	30393 63
STEVE J MILLER FOUNDATION	38259P508	GOOGLE INC	18082 45	16335 47	30259 17
STEVE J MILLER FOUNDATION	40049J206	GRUPO TELEVIS SA DE CV GDR	0 00	6830 01	6838 76
STEVE J MILLER FOUNDATION	404280406	HSBC HLDGS PLC	5017 18	6803 87	7883 59
STEVE J MILLER FOUNDATION	406216101	HALLIBURTON COMPANY COM	0 00	6876 46	7561 75
STEVE J MILLER FOUNDATION	425883105	HENNES AND MAURITZ AB-	9150 67	0 00	0 00
STEVE J MILLER FOUNDATION	437076102	HOME DEPOT INC USD 0 05	1924 93	1593 05	3952 32
STEVE J MILLER FOUNDATION	438516106	HONEYWELL INTL INC	1545 43	1657 65	2649 73
STEVE J MILLER FOUNDATION	444859102	HUMANA INC COM	1063 30	0 00	0 00
STEVE J MILLER FOUNDATION	45069P107	ITV PLC SHS	0 00	4674 08	7431 78
STEVE J MILLER FOUNDATION	45104G104	ICICI BK LTD	4613 10	0 00	0 00
STEVE J MILLER FOUNDATION	453142101	IMPERIAL TOB GROUP PLC SPONSORED ADR	14647 59	16621 08	18044 96
STEVE J MILLER FOUNDATION	455793109	INDUSTRIA DE DISENO	0 00	6299 77	7858 76
STEVE J MILLER FOUNDATION	458140100	INTEL CORPORATION	1882 04	1584 01	1920 67
STEVE J MILLER FOUNDATION	459200101	INTERNATIONAL BUSINESS MACHINES CORP	12084 06	397 24	375 14
STEVE J MILLER FOUNDATION	460146103	INTERNATIONAL PAPER COMPANY COMMON	8914 46	7296 74	9560 85
STEVE J MILLER FOUNDATION	464287176	ISHARES TR	114787 26	114787 26	103855 50
STEVE J MILLER FOUNDATION	464287234	ISHARES TR	78689 29	0 00	0 00
STEVE J MILLER FOUNDATION	464288281	ISHARES TR	57426 50	61630 95	55702 40
STEVE J MILLER FOUNDATION	46434G103	ISHARES INC CORE MSCI	0 00	68958 45	76757 21
STEVE J MILLER FOUNDATION	465562106	ITAU UNIBANCO BANCO MULT	4110 61	0 00	0 00
STEVE J MILLER FOUNDATION	46623E1P5	JPMORGAN CHASE & CO	5997 02	4992 40	5067 60
STEVE J MILLER FOUNDATION	46625HT00	J P MORGAN CHASE & CO	14118 76	11864 17	18479 68
STEVE J MILLER FOUNDATION	46625HBV1	JPMORGAN CHASE & CO	30554 54	28220 21	28847 56
STEVE J MILLER FOUNDATION	477373104	JIANGSU EXPRESS CO SP AD	0 00	2014 49	2040 29
STEVE J MILLER FOUNDATION	478160104	JOHNSON & JOHNSON COM	4517 53	3790 00	5586 99
STEVE J MILLER FOUNDATION	478366107	JOHNSON CONTROLS INC	1648 83	1324 49	1692 90
STEVE J MILLER FOUNDATION	482480100	KLA TENCOR CORP	7291 73	0 00	0 00
STEVE J MILLER FOUNDATION	494368103	KIMBERLY-CLARK CORP COM	1622 76	1373 10	2298 12
STEVE J MILLER FOUNDATION	50075NAY0	KRAFT FOODS INC	6036 78	0 00	0 00
STEVE J MILLER FOUNDATION	502424104	L-3 COMMUNICATIONS HLDGS INC	1527 13	0 00	0 00
STEVE J MILLER FOUNDATION	530555101	LIBERTY GLOBAL INC SER A	5960 52	0 00	0 00
STEVE J MILLER FOUNDATION	532457108	ELI LILLY & CO COM	3773 39	1498 55	2193 00
STEVE J MILLER FOUNDATION	532716107	LIMITED INC	3626 74	0 00	0 00
STEVE J MILLER FOUNDATION	535223200	LINDE AG SHS SP ADR	10791 67	0 00	0 00
STEVE J MILLER FOUNDATION	544147101	LOHILLARD INC	2605 45	2170 78	2787 40
STEVE J MILLER FOUNDATION	548661107	LOWES COMPANIES INC COM	0 00	12463 46	15459 60
STEVE J MILLER FOUNDATION	560877300	MAKITA CORP ADR NEW	0 00	1989 55	2067 00
STEVE J MILLER FOUNDATION	561656109	ML US MORTGAGE PORTFOLIO	273640 58	273640 58	271808 40
STEVE J MILLER FOUNDATION	561656307	ML GLOBAL SMALL CAP PORT	55555 20	46961 94	75747 51
STEVE J MILLER FOUNDATION	561856406	ML MID CAP VALUE OPPOR	47885 59	38220 74	71325 24
STEVE J MILLER FOUNDATION	565849106	MARATHON OIL CORP	5401 07	6410 90	7660 10
STEVE J MILLER FOUNDATION	56585A102	MARATHON PETROLEUM CORP	717 05	3186 51	5228 61
STEVE J MILLER FOUNDATION	57636Q104	MASTERCARD INC	12470 23	11657 23	20051 04
STEVE J MILLER FOUNDATION	580135101	MC DONALDS CORPORATION COMMON	2868 73	2418 73	4172 29
STEVE J MILLER FOUNDATION	580645109	MC GRAW-HILL COMPANIES INC	2924 88	0 00	0 00
STEVE J MILLER FOUNDATION	58155Q103	MCKESSON CORPORATION	4461 36	6527 91	11943 60
STEVE J MILLER FOUNDATION	583334107	MEADWESTVACO CORP	1708 00	1427 73	2068 08
STEVE J MILLER FOUNDATION	585055106	MEDTRONIC INC	0 00	6820 55	7058 97
STEVE J MILLER FOUNDATION	58733R102	MERCADOLIBRE INC	5210 57	2809 53	3664 86
STEVE J MILLER FOUNDATION	58933Y105	MERCK AND CO INC SHS	15423 09	16782 20	20220 20
STEVE J MILLER FOUNDATION	59156R108	METLIFE INC	0 00	1052 48	1186 24
STEVE J MILLER FOUNDATION	59156RBE7	METLIFE INC	0 00	6019 00	5936 34
STEVE J MILLER FOUNDATION	594918104	MICROSOFT CORP COM	20370 87	13473 40	18705 00
STEVE J MILLER FOUNDATION	606776201	MITSUBISHI ELEC ADR	0 00	7387 36	8776 56
STEVE J MILLER FOUNDATION	606822104	MITSUBISHI UFJ FINL GRP	0 00	9691 99	11195 68
STEVE J MILLER FOUNDATION	609207105	MONDELEZ INTERNATIONAL	0 00	2269 48	2541 60
STEVE J MILLER FOUNDATION	61746BDG8	MORGAN STANLEY	0 00	6044 65	6080 52

STEVE J MILLER FOUNDATION	620076307	MOTOROLA SOLUTIONS INC		0.00	1696.23	1890.00
STEVE J MILLER FOUNDATION	629377508	NRG ENERGY INC		4487.98	0.00	0.00
STEVE J MILLER FOUNDATION	63948BA48	NET APP INC		6074.95	0.00	0.00
STEVE J MILLER FOUNDATION	64110D104	NET APP INC		0.00	171.55	164.56
STEVE J MILLER FOUNDATION	65248E104	NEWS CORP		6818.89	0.00	0.00
STEVE J MILLER FOUNDATION	65249B109	NEW NEWS CORP LLC SHS		0.00	14.25	18.02
STEVE J MILLER FOUNDATION	65339F101	NEXTERA ENERGY INC SHS		2853.50	2396.94	3596.04
STEVE J MILLER FOUNDATION	654108103	NIKE INC CL B		6436.77	0.00	0.00
STEVE J MILLER FOUNDATION	654744408	NISSAN MTR LTD ADR		12650.84	0.00	0.00
STEVE J MILLER FOUNDATION	654902204	NOKIA CORP ADR-A SHS		0.00	3262.55	3990.12
STEVE J MILLER FOUNDATION	664397106	NORTHEAST UTILITIES COMMON		1145.13	958.17	1737.99
STEVE J MILLER FOUNDATION	666807102	NORTHROP GRUMMAN CORP		1286.40	1029.12	2750.64
STEVE J MILLER FOUNDATION	670100205	NOVO NORDISK A/S ADR		0.00	7747.70	8314.20
STEVE J MILLER FOUNDATION	674599105	OCCIDENTAL PETROLEUM CORPORATION COMMON		2867.25	2377.26	3138.30
STEVE J MILLER FOUNDATION	675232102	OCEANEERING INTERNATIONAL INC		0.00	2185.17	2603.04
STEVE J MILLER FOUNDATION	677862104	LUKOIL-SPONS ADR		0.00	7510.90	7448.16
STEVE J MILLER FOUNDATION	68389X105	ORACLE CORPORATION		13299.05	11891.57	14577.06
STEVE J MILLER FOUNDATION	684060106	ORANGE ADR		0.00	5882.55	5631.60
STEVE J MILLER FOUNDATION	693483109	POSCO		3290.72	0.00	0.00
STEVE J MILLER FOUNDATION	693506107	PPG INDUSTRIES INC		2488.33	2275.04	6069.12
STEVE J MILLER FOUNDATION	695156109	PACKAGING CORP AMER		0.00	3067.52	4682.72
STEVE J MILLER FOUNDATION	701094104	PARKER HANNIFIN CORP		2148.20	2464.54	2572.80
STEVE J MILLER FOUNDATION	704549104	PEABODY ENERGY CORP		1108.80	0.00	0.00
STEVE J MILLER FOUNDATION	713448BH0	PEPSICO INC		14436.33	14362.75	15704.08
STEVE J MILLER FOUNDATION	716768106	PETSMART INC COM		2361.43	0.00	0.00
STEVE J MILLER FOUNDATION	717081103	PFIZER INC COM		10878.50	16271.54	19235.64
STEVE J MILLER FOUNDATION	718172109	PHILIP MORRIS INTL INC		18110.43	12293.86	15422.01
STEVE J MILLER FOUNDATION	718546104	PHILLIPS 66 SHS		466.81	466.81	1465.47
STEVE J MILLER FOUNDATION	74005P104	PRAXAIR INC		1999.40	1691.80	2860.66
STEVE J MILLER FOUNDATION	742718109	PROCTER & GAMBLE CO COM		4530.18	3915.28	5698.70
STEVE J MILLER FOUNDATION	744320102	PRUDENTIAL FINL INC		2272.12	2919.80	4334.34
STEVE J MILLER FOUNDATION	744320BL8	PRUDENTIAL FINANCIAL INC		5292.54	5149.17	5168.80
STEVE J MILLER FOUNDATION	744573106	PUBLIC SERVICE ENTERPRISE GROUP INC		1550.85	1266.00	1281.60
STEVE J MILLER FOUNDATION	751111507	RAYTHEON CO		6728.08	2493.62	4807.10
STEVE J MILLER FOUNDATION	756255204	RECKITT BENCKISER GROUP		8252.67	0.00	0.00
STEVE J MILLER FOUNDATION	7591EP100	REGIONS FINL CORP NEW		0.00	3683.18	3787.87
STEVE J MILLER FOUNDATION	767204100	RIO TINTO PLC SPON ADR		12922.70	0.00	0.00
STEVE J MILLER FOUNDATION	771195104	ROCHE HLDG LTD SPONSORED ADR		16483.30	14875.58	18111.60
STEVE J MILLER FOUNDATION	775109200	ROGERS COMMUNICATIONS INC CL B		5223.56	7898.12	8145.00
STEVE J MILLER FOUNDATION	778296103	ROSS STORES INC		2828.98	4232.16	10115.55
STEVE J MILLER FOUNDATION	780259107	ROYAL DUTCH SHEL PLC		13759.46	0.00	0.00
STEVE J MILLER FOUNDATION	78462F103	SPDR TR UTS		0.00	51157.62	52082.58
STEVE J MILLER FOUNDATION	80007R105	SANDS CHINA LTD UNSP ADR		0.00	4977.51	8302.20
STEVE J MILLER FOUNDATION	80105N105	SANOFI-SYNTHELABO		9481.89	7643.65	11530.45
STEVE J MILLER FOUNDATION	80585Y308	SBERBANK SPONSORED ADR		6653.90	7948.34	8095.08
STEVE J MILLER FOUNDATION	806857108	SCHLUMBERGER LIMITED COM		1597.20	7284.10	8290.12
STEVE J MILLER FOUNDATION	816851109	SEMPRA ENERGY		1274.18	1070.89	1884.96
STEVE J MILLER FOUNDATION	822582A05	SHELL INTERNATIONAL FIN		0.00	5195.67	5188.90
STEVE J MILLER FOUNDATION	82481R106	SHIRE PHARMACEUTICALS GROUP		0.00	7433.93	8477.40
STEVE J MILLER FOUNDATION	83384L109	SOCIETE GENERALE FRANCE SPONSORED ADR		0.00	6498.63	8096.06
STEVE J MILLER FOUNDATION	842587107	SOUTHERN COMPANY COMMON		1937.50	0.00	0.00
STEVE J MILLER FOUNDATION	85771PAD4	STATOIL ASA		0.00	6194.05	6133.80
STEVE J MILLER FOUNDATION	8677224107	SUNCOR ENERGY INC NEW		4265.15	10168.85	10585.10
STEVE J MILLER FOUNDATION	867914103	SUNTRUST BANKS INC		0.00	5787.90	7472.43
STEVE J MILLER FOUNDATION	870123106	SWATCH GROUP AG UNSPOND		7293.67	6118.43	8067.60
STEVE J MILLER FOUNDATION	872540109	TUX COS INC NEW		0.00	3423.25	4716.02
STEVE J MILLER FOUNDATION	87264S106	TRW AUTOMOTIVE HLDGS CORP		0.00	2852.99	3645.11
STEVE J MILLER FOUNDATION	88076W103	TERADATA CORP DEL		7040.02	0.00	0.00

STEVE J MILLER FOUNDATION	990215915	ISA GE CAPITAL		0.00	62986.00	62986.00
STEVE J MILLER FOUNDATION	990996597	NEW YORK COMMUNITY BANK		0.00	53384.00	53384.00
STEVE J MILLER FOUNDATION	999999999	EXPIRED PUT/CALL		3327.35	1019.52	1019.52
STEVE J MILLER FOUNDATION	F3692M128	EUTELSAT COMMUNICATIONS,		0.00	4784.71	5028.22
STEVE J MILLER FOUNDATION	G0176J109	ALLEGION PLC SHS		0.00	30.24	44.19
STEVE J MILLER FOUNDATION	G4779T101	INGERSOLL-RAND PLC		5228.00	5153.91	8500.80
STEVE J MILLER FOUNDATION	G5480U104	LIBERTY GLOBAL PLC CL A		0.00	6588.53	9790.00
STEVE J MILLER FOUNDATION	G84228157	STANDARD CHARTERED BK PLC 0.5		0.00	7958.05	7365.64
STEVE J MILLER FOUNDATION	H0023R105	ACE LIMITED		1336.28	1092.61	1863.54
STEVE J MILLER FOUNDATION	H84989104	TE CONNECTIVITY LTD		0.00	2020.94	2369.73
STEVE J MILLER FOUNDATION	H89128104	TYCO INTL LTD NAMEN-AKT		861.15	861.15	1805.76
STEVE J MILLER FOUNDATION	J27869106	JAPAN TOBACCO INC JPY50000 ORDS		0.00	8477.09	8492.65
STEVE J MILLER FOUNDATION	J75734103	SMC CORPORATION JPY ORDS		6613.77	0.00	0.00
STEVE J MILLER FOUNDATION	N07059210	ASML HLDG NV NY REG SHS		10285.57	3161.30	4591.30
STEVE J MILLER FOUNDATION	N97284108	YANDEX N.V CL A		0.00	4181.77	6990.30
STEVE J MILLER FOUNDATION	X45471111	KOMERONI BANKA AS		2431.82	0.00	0.00
STEVE J MILLER FOUNDATION	Y0697U112	PT BANK RAKYAT INDONESIA		5785.09	0.00	0.00

2,647,774.77

2,650,477.06

3,010,296.38

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

Totals										Capital Gains/Losses		Cost, Other		Basis and Expenses		Net Gain or Loss			
Amount										8,421		1,190,057		0		1,046,020		144,037	
Long Term CG Distributions										Other sales									
Short Term CG Distributions																			
Check "x" to include in Part IV	Description	CUSIP #	Purchaser	Check "x" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss					
1	COMCAST CORP	20030NAE1			8/18/2011		10/2/2013	4,054	4,044				0	10					
2	COMCAST CORP	20030NAE1			9/21/2012		10/2/2013	1,013	1,013				0	0					
3	COMCAST CORP	20030NAE1			3/6/2012		7/10/2013	1,013	1,012				0	1					
4	IE FINANCIERE RICHEMONT	204319107			4/23/2013		8/20/2013	758	633				0	125					
5	IE FINANCIERE RICHEMONT	204319107			5/3/2013		8/20/2013	1,765	1,409				0	356					
6	CONOCOPHILLIPS	20825C104			2/18/2010		7/10/2013	190	113				0	77					
7	CONOCOPHILLIPS	20825C104			2/17/2010		7/10/2013	190	115				0	75					
8	CONSOL ENERGY INC COM	20854P109			8/10/2009		9/24/2013	137	153				0	-16					
9	CONSOL ENERGY INC COM	20854P109			8/10/2009		9/25/2013	407	460				0	-53					
10	CONSOL ENERGY INC COM	20854P109			8/10/2009		9/26/2013	507	575				0	-68					
11	CONSOL ENERGY INC COM	20854P109			8/10/2009		9/27/2013	101	115				0	-14					
12	COX COMMUNICATIONS INC	224044BM8			10/26/2011		1/7/2013	1,092	1,072				0	20					
13	CREDIT SUISSE GP SP ADR	225401108			4/11/2013		5/31/2013	23	21				2	2					
14	CREDIT SUISSE GP SP ADR	225401108			9/24/2012		10/10/2013	3,293	2,446				0	847					
15	GOLDMAN SACHS GROUP INC	38141G104			7/13/2010		17/2013	4,085	4,039				0	46					
16	GOLDMAN SACHS GROUP INC	38141GDK7			2/8/2011		17/2013	1,021	1,014				0	7					
17	GOLDMAN SACHS GROUP INC	38141GDK7			5/30/2012		7/10/2013	904	585				0	319					
18	GOOGLE INC CL A	38259P508			6/19/2012		7/10/2013	1,807	1,162				0	645					
19	GOOGLE INC CL A	38259P508			11/16/2011		2/21/2013	1,480	1,057				0	423					
20	HSBC HLDG PLC SP ADR	404280406			11/16/2011		3/28/2013	427	313				0	114					
21	HSBC HLDG PLC SP ADR	404280406			11/16/2011		4/12/2013	1,224	900				0	324					
22	HSBC HLDG PLC SP ADR	404280406			11/16/2011		7/10/2013	324	235				0	89					
23	HSBC HLDG PLC SP ADR	404280406			8/23/2012		1/8/2013	857	934				0	-77					
24	HENNES AND MAURITZ AB	425683105			6/17/2010		4/16/2013	3,003	3,001				0	2					
25	FEDERAL NATL MTG ASSOC	31398AJ94			8/10/2009		2/6/2013	992	1,075				0	-83					
26	FIRSTENERGY CORP	33793Z107			8/10/2009		2/6/2013	518	559				0	-41					
27	FIRSTENERGY CORP	33793Z107			8/10/2009		1/24/2013	2,903	2,083				0	820					
28	FOREST LABS INC	345838106			8/10/2009		1/29/2013	545	396				0	149					
29	FOREST LABS INC	345838106			8/10/2009		1/30/2013	546	396				0	150					
30	FOREST LABS INC	345838106			8/10/2009		1/31/2013	546	396				0	150					
31	FOREST LABS INC	345838106			8/10/2009		2/1/2013	546	396				0	150					
32	FOREST LABS INC	345838106			8/10/2009		2/1/2013	546	396				0	150					
33	FOREST LABS INC	345838106			8/10/2009		2/4/2013	541	396				0	145					
34	FOREST LABS INC	345838106			8/10/2009		2/5/2013	578	422				0	156					
35	FOREST LABS INC	345838106			8/10/2009		2/6/2013	536	396				0	140					
36	FOREST LABS INC	345838106			8/10/2009		2/7/2013	248	185				0	63					
37	GENL DYNAMICS CORP CON	369550108			8/10/2009		2/11/2013	734	625				0	109					
38	GENL DYNAMICS CORP CON	369550108			8/10/2009		2/12/2013	1,268	1,079				0	189					
39	GENERAL ELECTRIC	369604103			8/10/2009		7/10/2013	587	365				0	222					
40	GENERAL ELECTRIC COMPAN	369604AY9			3/6/2012		2/1/2013	1,000	1,000				0	0					
41	GENERAL ELECTRIC COMPAN	369604AY9			2/8/2011		2/1/2013	5,000	5,000				0	0					
42	GENERAL ELECTRIC COMPAN	369604AY9			8/12/2009		2/1/2013	14,000	14,000				0	0					
43	GENERAL ELEC CAP CORP	36962G4X9			8/18/2011		7/10/2013	1,008	1,002				0	6					
44	GENERAL ELEC CAP CORP	36962G4X9			8/18/2011		10/24/2013	4,014	4,004				0	10					
45	GENERAL ELEC CAP CORP	36962G4X9			9/21/2012		10/24/2013	1,004	1,003				0	1					
46	GENERAL MILLS	370334104			3/4/2010		7/10/2013	149	109				0	40					
47	GENERAL MILLS	370334104			3/8/2010		7/10/2013	199	145				0	54					
48	GOLDMAN SACHS GROUP INC	38141G104			9/24/2012		7/10/2013	1,550	1,165				0	385					
49	CREDIT SUISSE GP SP ADR	225401108			1/15/2010		7/10/2013	631	628				0	3					
50	CUMMINS INC COM	231021106			3/26/2012		3/18/2013	1,516	1,610				0	-94					
51	CUMMINS INC COM	231021106			3/12/2012		5/6/2013	2,677	2,834				0	-157					
52	DEERE CO	244199105			8/10/2009		7/10/2013	332	182				0	150					
53	DIAGEO PLC SPDR ADR NEW	25243Q205			10/2/2009		7/10/2013	475	246				0	229					
54	DISNEY (WALT) CO COM STK	254687106			12/2/2013		4/15/2013	3,222	2,753				0	469					
55	DISNEY (WALT) CO COM STK	254687106			12/11/2012		4/15/2013	1,854	1,545				0	309					
56	DISNEY (WALT) CO COM STK	254687106			12/11/2012		7/10/2013	1,231	947				0	284					
57	DISCOVER FINL SVCS	254709108			5/23/2011		1/14/2013	1,630	1,010				0	620					
58	DISCOVER FINL SVCS	254709108			5/16/2011		1/14/2013	994	628				0	366					
59	DISCOVER FINL SVCS	254709108			5/23/2011		7/10/2013	996	493				0	503					
60	DOMINION RES INC NEW VA	25746U109			8/10/2009		7/10/2013	630	369				0	261					
61	DOVER CORP	260003108			8/10/2009		7/10/2013	954	404				0	550					
62	DOW CHEMICAL CO	260543103			10/21/2013		12/9/2013	1,371	1,408				0	-37					
63	DOW CHEMICAL CO	260543103			7/6/2010		7/10/2013	2,137	2,195				0	-58					
64	DR PEPPER SNAPPLE GROUP	26138E109			7/26/2010		7/10/2013	234	201				0	33					
65	DR PEPPER SNAPPLE GROUP	26138E109			7/20/2010		7/10/2013	281	237				0	44					
66	DU PONT DE NEMOURS	263534109			8/10/2009		7/10/2013	869	486				0	323					
67	E M C CORPORATION MASS	268648102			10/15/2012		7/10/2013	662	696				34	0					
68	E M C CORPORATION MASS	268648102			10/15/2012		12/9/2013	2,179	2,370				0	-191					

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

Long Term CG Distributions										Amount		Totals									
Short Term CG Distributions										8,421		Capital Gains/Losses									
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation	Adjustments	Net Gain or Loss							
															1,190,057		1,046,020		144,037		
69	X	E M C CORPORATION MASS	288648102		11/1/2012		12/9/2013	2,581	2,746					0	-165						
70	X	E M C CORPORATION MASS	288648102		10/31/2012		12/9/2013	639	662					0	-23						
71	X	E M C CORPORATION MASS	288648102		8/8/2012		12/9/2013	710	814					0	-104						
72	X	EQI CORP	288841109		8/10/2009		2/6/2013	2,063	1,374					0	689						
73	X	ENBRIDGE INC COM	29250N105		8/10/2009		7/10/2013	555	250					0	305						
74	X	EXPEDIA INC	30212P303		5/17/2010		3/18/2013	1,295	431					0	864						
75	X	EXPEDIA INC	30212P303		5/17/2010		4/2/2013	1,170	410					0	760						
76	X	EXPEDITORS INTL WASH INC	302130109		1/10/2013		2/21/2013	163	170					0	-7						
77	X	EXPEDITORS INTL WASH INC	302130109		1/1/2013		2/21/2013	817	856					0	-39						
78	X	EXPEDITORS INTL WASH INC	302130109		12/19/2012		2/21/2013	122	119					0	3						
79	X	EXPEDITORS INTL WASH INC	302130109		12/19/2012		2/22/2013	204	199					0	5						
80	X	EXPEDITORS INTL WASH INC	302130109		1/1/2013		2/22/2013	1,469	1,541					0	-72						
81	X	EXPEDITORS INTL WASH INC	302130109		1/10/2013		2/22/2013	286	298					0	-12						
82	X	EXPEDITORS INTL WASH INC	302130109		12/19/2012		2/22/2013	2,649	2,718					0	-69						
83	X	EXPEDITORS INTL WASH INC	302130109		12/19/2012		3/14/2013	230	239					0	-9						
84	X	EXPEDITORS INTL WASH INC	302130109		12/19/2012		3/15/2013	1,572	1,630					0	-58						
85	X	EXPRESS SCRIPTS HLDG CO	30219G108		7/13/2012		4/2/2013	465	457					0	8						
86	X	EXPRESS SCRIPTS HLDG CO	30219G108		7/16/2012		4/2/2013	465	461					0	4						
87	X	EXPRESS SCRIPTS HLDG CO	30219G108		7/13/2012		4/2/2013	465	457					0	8						
88	X	EXPRESS SCRIPTS HLDG CO	30219G108		7/12/2012		4/2/2013	989	950					0	39						
89	X	EXXON MOBIL CORP COM	30231G102		8/10/2009		7/10/2013	1,942	1,462					0	480						
90	X	EXXON MOBIL CORP COM	30231G102		8/10/2009		7/10/2013	1,294	974					0	320						
91	X	EXXON MOBIL CORP COM	30231G102		11/9/2009		8/6/2013	3,938	2,710					0	1,228						
92	X	EXXON MOBIL CORP COM	30231G102		8/10/2009		8/6/2013	456	348					0	110						
93	X	EXXON MOBIL CORP COM	30231G102		8/10/2009		8/6/2013	2,748	2,088					0	660						
94	X	EXXON MOBIL CORP COM	30231G102		9/14/2011		12/19/2013	1,095	808					0	287						
95	X	EXXON MOBIL CORP COM	30231G102		11/9/2009		12/19/2013	398	252					0	146						
96	X	EXXON MOBIL CORP COM	30231G102		11/10/2009		12/19/2013	398	252					0	146						
97	X	EXXON MOBIL CORP COM	30231G102		1/3/2012		12/19/2013	2,588	2,246					0	342						
98	X	FANUC LTD-UNSP	307305102		11/1/2013		5/21/2013	679	777					0	-98						
99	X	FANUC LTD-UNSP	307305102		12/6/2012		5/21/2013	2,220	2,445					0	-225						
100	X	FANUC LTD-UNSP	307305102		11/27/2012		5/21/2013	4,362	4,796					0	-434						
101	X	FEDERAL HOME LN MTG COR	313444UK8		8/12/2009		7/10/2013	3,048	3,022					0	26						
102	X	FEDERAL HOME LN MTG COR	313444UK8		2/8/2011		11/15/2013	5,000	5,000					0	0						
103	X	FEDERAL HOME LN MTG COR	313444UK8		8/12/2009		11/15/2013	25,000	25,000					0	0						
104	X	FEDERAL NATL MTG ASSOC	31359MRG0		9/21/2012		3/15/2013	1,000	1,020					0	-20						
105	X	FEDERAL NATL MTG ASSOC	31359MRG0		3/6/2012		3/15/2013	1,000	1,000					0	0						
106	X	FEDERAL NATL MTG ASSOC	31359MRG0		2/8/2011		3/15/2013	2,000	2,000					0	0						
107	X	FEDERAL NATL MTG ASSOC	31359MRG0		4/13/2010		3/15/2013	10,000	10,000					0	0						
108	X	FEDERAL NATL MTG ASSOC	31359GAP8		10/19/2012		7/10/2013	1,007	1,004					0	3						
109	X	FEDERAL NATL MTG ASSOC	3135G0FY4		9/19/2012		7/10/2013	1,006	1,006					0	0						
110	X	FEDERAL NATL MTG ASSOC	3135G0U7		4/16/2012		8/28/2013	3,956	4,035					0	-79						
111	X	FEDERAL NATL MTG ASSOC	31398AJ94		2/8/2011		4/16/2013	1,001	1,000					0	1						
112	X	FEDERAL NATL MTG ASSOC	31398AJ94		9/21/2012		4/16/2013	1,001	1,010					0	-9						
113	X	FEDERAL NATL MTG ASSOC	31398AJ94		3/6/2012		4/16/2013	1,001	1,001					0	0						
114	X	HENNES AND MAURITZ AB-	425883105		3/14/2012		1/9/2013	286	303					0	-17						
115	X	HENNES AND MAURITZ AB-	425883105		8/8/2012		1/9/2013	231	257					0	-26						
116	X	HENNES AND MAURITZ AB-	425883105		8/10/2011		1/9/2013	891	807					0	84						
117	X	SWATCH GROUP AG UNSPON	870123106		10/2/2012		10/23/2013	523	394					0	229						
118	X	SWATCH GROUP AG UNSPON	870123106		9/19/2012		10/23/2013	689	454					0	235						
119	X	SYMANTEC CORP COM	871503108		8/8/2013		12/9/2013	428	511					0	-83						
120	X	SYMANTEC CORP COM	871503108		8/5/2013		12/9/2013	1,376	1,627					0	-251						
121	X	TUX COS INC NEW	872540109		3/21/2013		7/10/2013	413	366					0	47						
122	X	TRW AUTOMOTIVE HLDGS CF	87264S106		2/20/2013		7/10/2013	415	385					0	50						
123	X	TERADATA CORP DEL	88076W103		11/13/2012		7/10/2013	1,094	1,355					0	-261						
124	X	TERADATA CORP DEL	88076W103		11/13/2012		8/6/2013	821	839					0	-18						
125	X	TERADATA CORP DEL	88076W103		11/13/2012		8/6/2013	253	258					0	-5						
126	X	HENNES AND MAURITZ AB-	425883105		1/1/2012		1/16/2013	1,460	1,373					0	87						
127	X	HENNES AND MAURITZ AB-	425883105		8/10/2011		1/16/2013	104	92					0	12						
128	X	HENNES AND MAURITZ AB-	425883105		5/31/2012		2/7/2013	1,876	1,582					0	294						
129	X	HENNES AND MAURITZ AB-	425883105		9/24/2012		2/7/2013	815	893					0	-78						
130	X	HENNES AND MAURITZ AB-	425883105		8/10/2011		2/7/2013	931	794					0	137						
131	X	HENNES AND MAURITZ AB-	425883105		2/2/2011		2/7/2013	866	791					0	75						
132	X	HENNES AND MAURITZ AB-	425883105		11/19/2010		2/7/2013	72	61					0	11						
133	X	HENNES AND MAURITZ AB-	425883105		11/19/2010		2/7/2013	866	736					0	130						
134	X	HENNES AND MAURITZ AB-	425883105		9/8/2012		2/7/2013	888	964					0	-76						
135	X	HONEYWELL INTL INC DEL	438516106		4/6/2011		7/10/2013	791	332					0	459						
136	X	HONEYWELL INTL INC DEL	438516106		4/6/2011		7/10/2013	325	236					0	89						

Amount	8,421
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount		Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions										8,421		Capital Gains/Losses Other sales		1,190,057		1,046,020		144,037	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss					
205	X	KLA TENCOR CORP PV\$0 001			8/30/2012		5/29/2013	56	51				0	5					
206	X	KLA TENCOR CORP PV\$0 001			9/4/2012		5/29/2013	612	570				0	42					
207	X	KLA TENCOR CORP PV\$0 001			8/31/2012		5/29/2013	500	380				0	38					
208	X	KLA TENCOR CORP PV\$0 001			12/3/2012		5/30/2013	450	364				0	86					
209	X	KLA TENCOR CORP PV\$0 001			12/3/2012		5/30/2013	619	500				0	119					
210	X	KIMBERLY CLARK			11/2/2009		7/10/2013	394	250				0	144					
211	X	KINDER MORGAN INC DEL			2/6/2013		12/9/2013	566	637				0	-71					
212	X	KINDER MORGAN INC DEL			2/5/2013		12/9/2013	966	1,087				0	-121					
213	X	KINGFISHER PLC SP ADR			2/20/2013		5/17/2013	1,126	978				0	148					
214	X	KINGFISHER PLC SP ADR			4/12/2013		5/17/2013	887	825				0	62					
215	X	KINGFISHER PLC SP ADR			2/21/2013		6/4/2013	21	17				0	4					
216	X	KINGFISHER PLC SP ADR			2/20/2013		6/4/2013	528	528				0	124					
217	X	KINGFISHER PLC SP ADR			2/21/2013		6/5/2013	42	35				0	7					
218	X	KINGFISHER PLC SP ADR			2/20/2013		6/5/2013	1,643	1,342				0	301					
219	X	KINGFISHER PLC SP ADR			2/21/2013		6/20/2013	560	467				0	93					
220	X	KINGFISHER PLC SP ADR			2/19/2013		6/20/2013	965	802				0	163					
221	X	KINGFISHER PLC SP ADR			2/21/2013		6/21/2013	4,910	4,114				0	796					
222	X	KRAFT FOODS INC			10/26/2011		5/8/2013	4,000	4,000				0	0					
223	X	KRAFT FOODS INC			9/21/2012		5/8/2013	1,000	1,000				0	0					
224	X	KRAFT FOODS INC			3/6/2012		5/8/2013	1,000	1,000				0	0					
225	X	L BRANDS INC			6/3/2010		4/29/2013	1,051	559				0	492					
226	X	L BRANDS INC			2/17/2011		4/29/2013	1,101	732				0	369					
227	X	L BRANDS INC			8/23/2011		4/30/2013	798	566				0	232					
228	X	INTL BUSINESS MACHINES			2/22/2013		12/9/2013	2,135	2,403				0	-268					
229	X	INTL BUSINESS MACHINES			2/20/2013		12/9/2013	712	803				0	-91					
230	X	INTL PAPER CO			10/3/2011		7/10/2013	1,761	880				0	881					
231	X	INTL PAPER CO			10/22/2012		8/8/2013	241	188				0	53					
232	X	INTL PAPER CO			10/3/2011		8/8/2013	917	440				0	477					
233	X	INTL PAPER CO			7/16/2013		10/10/2013	1,445	1,595				0	-150					
234	X	INTL PAPER CO			1/14/2013		10/10/2013	1,402	1,302				0	100					
235	X	INTL PAPER CO			12/17/2012		10/10/2013	131	114				0	17					
236	X	ISHARES MSCI EMERGING			2/8/2011		6/24/2013	53,129	67,925				0	-14,796					
237	X	ISHARES MSCI EMERGING			9/14/2011		6/24/2013	8,068	8,892				0	-824					
238	X	ISHARES MSCI EMERGING			9/24/2012		6/24/2013	1,635	1,872				0	-237					
239	X	ISHARES INC CORE MSCI			6/24/2013		7/10/2013	3,698	3,963				0	135					
240	X	ITAU UNIBANCO BANCO HOL			6/26/2012		2/1/2013	3,929	3,043				0	886					
241	X	ITAU UNIBANCO BANCO HOL			12/18/2012		2/1/2013	772	712				0	60					
242	X	ITAU UNIBANCO BANCO HOL			9/24/2012		2/1/2013	378	373				0	5					
243	X	JPMORGAN CHASE & CO			8/13/2012		7/10/2013	1,012	995				0	17					
244	X	ICICI BANK LTD SP ADR			5/30/2012		8/20/2013	474	484				0	-10					
245	X	ICICI BANK LTD SP ADR			3/29/2012		8/20/2013	585	709				0	-124					
246	X	ICICI BANK LTD SP ADR			3/6/2012		8/20/2013	111	135				0	-24					
247	X	ICICI BANK LTD SP ADR			1/10/2012		8/20/2013	334	361				0	-27					
248	X	IMPERIAL TOB GRP SPS ADR			3/17/2011		7/10/2013	957	859				0	98					
249	X	INDUSTRIA DE DISENO			4/23/2013		7/10/2013	629	651				21	-1					
250	X	INDUSTRIA DE DISENO			4/24/2013		10/7/2013	726	631				0	95					
251	X	INDUSTRIA DE DISENO			9/5/2013		10/7/2013	1,180	1,072				0	108					
252	X	INDUSTRIA DE DISENO			4/24/2013		10/10/2013	1,617	1,394				0	223					
253	X	INDUSTRIA DE DISENO			4/23/2013		10/10/2013	610	521				0	89					
254	X	INTEL CORP			7/19/2010		7/10/2013	276	258				0	18					
255	X	INTEL CORP			6/28/2010		7/10/2013	46	41				0	5					
256	X	INTEL BUSINESS MACHINES			8/10/2009		12/2/2013	4,691	2,849				0	1,842					
257	X	INTEL BUSINESS MACHINES			1/3/2012		7/10/2013	770	749				0	21					
258	X	INTEL BUSINESS MACHINES			9/14/2011		7/10/2013	770	676				0	94					
259	X	TERADATA CORP DEL			3/18/2013		12/9/2013	336	457				0	-121					
260	X	TERADATA CORP DEL			1/15/2013		12/9/2013	378	593				0	-215					
261	X	TERADATA CORP DEL			1/14/2013		12/9/2013	714	1,119				0	-405					
262	X	TERADATA CORP DEL			11/15/2012		12/9/2013	210	311				0	-101					
263	X	TERADATA CORP DEL			11/15/2012		12/9/2013	546	809				0	-263					
264	X	TERADATA CORP DEL			11/14/2012		12/9/2013	882	1,351				0	-469					
265	X	TERADATA CORP DEL			11/13/2012		12/9/2013	1,050	1,608				0	-558					
266	X	TERADATA CORP DEL			11/13/2012		12/9/2013	336	516				0	-180					
267	X	3M COMPANY			8/10/2009		7/10/2013	2,606	1,628				0	978					
268	X	TIME WARNER CABLE INC			9/6/2011		6/3/2013	949	625				0	324					
269	X	TIME WARNER CABLE INC			9/6/2011		6/3/2013	664	438				0	226					
270	X	TIME WARNER CABLE INC			9/6/2011		6/4/2013	953	625				0	328					
271	X	TIME WARNER CABLE INC			9/7/2011		6/4/2013	667	447				0	220					
272	X	TIME WARNER CABLE INC			9/7/2011		6/5/2013	842	575				0	267					

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

Long Term CG Distributions
Short Term CG Distributions

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

702	X	MITSUBISHI UFJ	06/23/2010	0
408	X	MITSUBISHI UFJ FINL GRP	1/15/2010	0
408	X	MITSUBISHI UFJ FINL GRP	1/15/2010	0

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

Amount										Totals		Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss			
Long Term CG Distributions										8,421		Other sales		1,190,057		1,046,020		0		144,037	
Short Term CG Distributions										0										0	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss							
409	X MITSUBISHI UFJ FINL GRP	606822104			1/15/2013		4/18/2013	1,473	1,244					229							
410	X MITSUBISHI UFJ FINL GRP	606822104			1/15/2013		7/10/2013	611	530					81							
411	X NRG ENERGY INC	629377508			8/10/2009		1/14/2013	2,932	3,632					-700							
412	X NRG ENERGY INC	629377508			8/10/2009		7/10/2013	704	865					-161							
413	X NBC UNIVERSAL	63946BAA8			10/26/2011		7/10/2013	1,011	1,006					5							
414	X NBC UNIVERSAL	63946BAA8			9/21/2012		10/24/2013	1,007	1,006					1							
415	X NBC UNIVERSAL	63946BAA8			3/6/2012		10/24/2013	1,007	1,005					2							
416	X NBC UNIVERSAL	63946BAA8			10/26/2011		10/24/2013	3,022	3,010					12							
417	X NESTLE S A REP RG SH ADR	641069406			2/7/2013		7/10/2013	1,182	1,287				86	1							
418	X NESTLE S A REP RG SH ADR	641069406			4/11/2013		8/9/2013	949	1,016					-67							
419	X MEADWESTVACO CORP	583334107			1/11/2010		7/10/2013	381	281					100							
420	X MERCADOLIBRE INC	58733R102			3/6/2012		5/8/2013	119	93					26							
421	X MERCADOLIBRE INC	58733R102			2/7/2011		5/8/2013	1,541	909					632							
422	X MERCADOLIBRE INC	58733R102			9/14/2011		5/8/2013	711	414					297							
423	X MERCADOLIBRE INC	58733R102			5/30/2012		6/4/2013	1,255	800					455							
424	X MERCADOLIBRE INC	58733R102			5/30/2012		6/20/2013	1,457	946					511							
425	X MERCADOLIBRE INC	58733R102			9/12/2010		8/9/2013	124	68					56							
426	X MERCADOLIBRE INC	58733R102			9/14/2011		6/20/2013	112	69					43							
427	X MERCADOLIBRE INC	58733R102			9/14/2011		8/9/2013	373	207					166							
428	X MERCADOLIBRE INC	58733R102			10/13/2010		8/9/2013	1,615	845					770							
429	X MERCK AND CO INC SHS	58933Y105			8/10/2009		7/8/2013	949	616					333							
430	X AIA GROUP LTD	001317205			12/21/2012		12/11/2013	894	728					166							
431	X NESTLE S A REP RG SH ADR	641069406			6/28/2013		12/10/2013	585	525					60							
432	X NESTLE S A REP RG SH ADR	641069406			2/7/2013		12/10/2013	11,697	11,265					432							
433	X NESTLE S A REP RG SH ADR	641069406			2/7/2013		12/10/2013	1,316	1,287					49							
434	X NETAPP INC	64110D104			8/8/2013		12/9/2013	1,365	1,401					-36							
435	X NETAPP INC	64110D104			8/8/2013		12/9/2013	2,109	2,165					-56							
436	X NETAPP INC	64110D104			8/9/2013		12/9/2013	1,447	1,497					-50							
437	X NETAPP INC	64110D104			8/9/2013		12/9/2013	1,365	1,412					-47							
438	X NEWMONT MINING CORP	651639106			2/12/2013		12/9/2013	659	1,265					-606							
439	X NEWMONT MINING CORP	651639106			2/11/2013		12/9/2013	236	447					-211							
440	X NEW NEWS CORP LLC SHS	652498109			4/2/2013		7/16/2013	8	7					1							
441	X AIA GROUP LTD	001317205			7/8/2013		8/5/2013	169	153					16							
442	X AIA GROUP LTD	001317205			4/10/2013		8/5/2013	1,480	1,344					136							
443	X AIA GROUP LTD	001317205			6/21/2013		10/24/2013	761	640					121							
444	X AIA GROUP LTD	001317205			7/8/2013		10/24/2013	1,842	1,563					279							
445	X AIA GROUP LTD	001317205			12/21/2012		12/10/2013	3,058	2,437					621							
446	X NESTLE S A REP RG SH ADR	641069406			2/7/2013		8/9/2013	2,034	2,112					-78							
447	X AIA GROUP LTD	001317205			12/21/2012		7/10/2013	967	870					97							
448	X NIDEC CORPORATION ADR	654090109			5/21/2013		12/3/2013	1,224	915					309							
449	X NIDEC CORPORATION ADR	654090109			5/21/2013		12/3/2013	1,224	915					307							
450	X NIDEC CORPORATION ADR	654090109			5/22/2013		12/5/2013	23	18					5							
451	X NIDEC CORPORATION ADR	654090109			5/21/2013		12/5/2013	632	475					157							
452	X NIDEC CORPORATION ADR	654090109			5/21/2013		12/5/2013	538	379					159							
453	X NIDEC CORPORATION ADR	654090109			6/21/2013		12/6/2013	466	327					139							
454	X NIDEC CORPORATION ADR	654090109			5/22/2013		12/6/2013	932	717					215							
455	X NIDEC CORPORATION ADR	654090109			6/21/2013		12/9/2013	1,126	785					341							
456	X NIDEC CORPORATION ADR	654090109			6/21/2013		12/10/2013	585	409					176							
457	X NIKE INC CL B	654106103			12/11/2012		4/2/2013	1,536	1,291					245							
458	X NIKE INC CL B	654106103			12/12/2012		7/10/2013	254	199					55							
459	X NIKE INC CL B	654106103			12/11/2012		7/10/2013	1,017	794					223							
460	X NIKE INC CL B	654106103			12/12/2012		9/18/2013	888	647					241							
461	X AIA GROUP LTD	001317205			6/21/2013		12/11/2013	953	825					128							
462	X AIA GROUP LTD	001317205			2/22/2013		12/11/2013	1,847	1,582					265							
463	X NEW NEWS CORP LLC SHS	652498109			4/2/2013		7/18/2013	217	200					17							
464	X NEW NEWS CORP LLC SHS	652498109			8/31/2010		7/18/2013	681	254					427							
465	X NEW NEWS CORP LLC SHS	652498109			8/30/2010		7/18/2013	774	288					486							
466	X NEW NEWS CORP LLC SHS	652498109			10/4/2012		7/18/2013	325	240					85							
467	X NEW NEWS CORP LLC SHS	652498109			8/31/2010		7/18/2013	15	6					9							
468	X NEXTERA ENERGY INC SHS	65339F101			8/10/2009		7/10/2013	652	457					195							
469	X NIDEC CORPORATION ADR	654090109			5/21/2013		7/10/2013	402	405					3							
470	X NIDEC CORPORATION ADR	654090109			9/19/2013		10/8/2013	639	621					18							
471	X NIDEC CORPORATION ADR	654090109			7/24/2013		10/8/2013	907	899					8							
472	X NIDEC CORPORATION ADR	654090109			5/22/2013		10/8/2013	185	161					24							
473	X NIDEC CORPORATION ADR	654090109			5/22/2013		11/25/2013	1,754	1,328					428							
474	X NIDEC CORPORATION ADR	654090109			5/21/2013		12/2/2013	330	246					84							
475	X ALTERA CORP COM	021441100			1/16/2010		1/14/2013	762	745					17							
476	X ALTERA CORP COM	021441100			11/9/2010		1/15/2013	411	405					6							

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Totals			Net Gain or Loss		
									Capital Gains/Losses		Other sales			
									Gross Sales	Cost, Other Basis and Expenses				
Long Term CG Distributions										1,190,057	0	1,046,020	0	144,037
Short Term CG Distributions										0	0	0	0	0
477	X	ALTEA CORP COM			11/9/2010		1/15/2013	855	844			0	11	
478	X	AMAZON COM INC			11/28/2012		7/10/2013	995	998			0	-3	
479	X	AMER EXPRESS COMPANY			12/15/2010		7/10/2013	380	233			0	147	
480	X	AMERICAN INTERNATIONAL			02/88/4784		7/10/2013	776	593			0	183	
481	X	AMGEN INC COM PV \$0.0001			10/17/2010		1/14/2013	869	572			0	297	
482	X	AMGEN INC COM PV \$0.0001			10/19/2010		1/14/2013	695	461			0	234	
483	X	PERNOD-RICARD SA-UNSPON			2/4/2013		9/4/2013	2,127	2,386			0	-259	
484	X	VODAFONE GROU PLC SP AD			5/30/2012		9/3/2013	788	675			0	113	
485	X	VODAFONE GROU PLC SP AD			5/16/2012		9/3/2013	4,759	4,077			0	682	
486	X	VODAFONE GROU PLC SP AD			2/16/2012		9/3/2013	2,080	1,815			0	265	
487	X	VODAFONE GROU PLC SP AD			10/18/2012		10/24/2013	982	743			0	219	
488	X	VODAFONE GROU PLC SP AD			5/30/2012		10/24/2013	1,406	1,026			0	380	
489	X	WAL-MART STORES INC			8/10/2009		7/10/2013	461	298			0	163	
490	X	WANT WANT CHINA-UNSPON			9/24/2012		7/10/2013	541	501			0	40	
491	X	WANT WANT CHINA-UNSPON			9/24/2012		9/27/2013	1,459	1,189			0	270	
492	X	WANT WANT CHINA-UNSPON			9/24/2012		9/30/2013	685	563			0	122	
493	X	WANT WANT CHINA-UNSPON			9/24/2012		10/4/2013	387	313			0	74	
494	X	WANT WANT CHINA-UNSPON			9/24/2012		10/7/2013	227	188			0	39	
495	X	WANT WANT CHINA-UNSPON			9/24/2012		10/8/2013	304	250			0	54	
496	X	WANT WANT CHINA-UNSPON			9/24/2012		10/9/2013	228	188			0	40	
497	X	PERNOD-RICARD SA-UNSPON			5/2/2013		9/5/2013	480	526			0	-46	
498	X	PERNOD-RICARD SA-UNSPON			3/22/2013		9/5/2013	1,668	1,838			0	-170	
499	X	PERNOD-RICARD SA-UNSPON			3/1/2013		9/5/2013	1,393	1,585			0	-192	
500	X	PERNOD-RICARD SA-UNSPON			2/4/2013		9/5/2013	1,942	2,158			0	-216	
501	X	PETSMART INC			10/15/2012		4/2/2013	2,111	2,363			0	-252	
502	X	PFIZER INC			8/10/2009		7/10/2013	980	545			0	415	
503	X	PFIZER INC			10/19/2009		7/10/2013	995	615			0	380	
504	X	PFIZER INC			8/10/2009		7/10/2013	1,336	754			0	582	
505	X	PFIZER INC			9/24/2012		11/8/2013	1,302	1,043			0	259	
506	X	ACE LIMITED			10/6/2011		7/10/2013	91	61			0	30	
507	X	ACE LIMITED			10/5/2011		7/10/2013	273	183			0	90	
508	X	JAPAN TOBACCO INC 2914			4/21/2013		5/21/2013	1,185	1,136			0	49	
509	X	JAPAN TOBACCO INC 2914			2/6/2013		5/21/2013	3,340	3,073			0	267	
510	X	JAPAN TOBACCO INC 2914			2/5/2013		5/21/2013	323	291			0	32	
511	X	ZURICH INSURANCE GROUP			9/9/2010		7/15/2013	3,966	3,315			0	651	
512	X	BHP BILLITON LTD ADR			8/10/2009		7/10/2013	467	498			0	-31	
513	X	BLACKROCK HI YLD BD			9/24/2012		7/10/2013	1,762	1,758			0	4	
514	X	SEMPRA ENERGY			10/6/2009		7/10/2013	244	153			0	91	
515	X	SEMPRA ENERGY			10/6/2009		7/10/2013	81	50			0	31	
516	X	SHELL INTERNATIONAL FIN			5/28/2013		7/11/2013	1,049	1,051			0	-2	
517	X	SOUTHERN COMPANY			8/10/2009		1/18/2013	1,912	1,378			0	534	
518	X	SOUTHERN COMPANY			8/10/2009		1/22/2013	787	564			0	223	
519	X	SUNCOR ENERGY INC NEW			8/6/22/4107		7/10/2013	517	547			0	-30	
520	X	SUNCOR ENERGY INC NEW			8/6/22/4107		7/10/2013	730	791			0	-61	
521	X	ROGERS COMMUNICATIONS			3/9/2011		2/15/2013	463	353			0	110	
522	X	ROSS STORES INC COM			12/29/2009		7/10/2013	1,134	369			0	765	
523	X	ROYAL DUTCH SHEL PLC			11/9/2012		1/10/2013	1,920	1,898			0	22	
524	X	ROYAL DUTCH SHEL PLC			9/18/2012		1/10/2013	853	898			0	-45	
525	X	ROYAL DUTCH SHEL PLC			7/6/2012		1/10/2013	1,920	1,899			0	21	
526	X	ROYAL DUTCH SHEL PLC			11/9/2012		1/15/2013	143	141			0	2	
527	X	ROYAL DUTCH SHEL PLC			6/12/2012		7/15/2013	1,645	1,528			0	117	
528	X	ROYAL DUTCH SHEL PLC			6/11/2012		7/10/2013	610	594			0	16	
529	X	ROYAL DUTCH SHEL PLC			5/6/2013		8/2/2013	335	357			0	-22	
530	X	ROYAL DUTCH SHEL PLC			6/12/2012		8/2/2013	2,275	2,259			0	16	
531	X	ROYAL DUTCH SHEL PLC			6/11/2012		8/2/2013	1,606	1,584			0	22	
532	X	ROYAL DUTCH SHEL PLC			7/8/25/107		8/13/2013	813	806			0	7	
533	X	ROYAL DUTCH SHEL PLC			4/9/2013		8/13/2013	3,387	3,307			0	80	
534	X	ROYAL DUTCH SHEL PLC			6/11/2012		8/13/2013	3,048	2,970			0	78	
535	X	SANDS CHINA LTD UNSP ADR			5/3/2013		9/5/2013	962	842			0	120	
536	X	AT&T INC			8/10/2009		7/15/2013	1,045	796			0	249	
537	X	AT&T INC			8/10/2009		7/10/2013	320	231			0	89	
538	X	ABBOTT LABS			8/12/2009		7/10/2013	1,143	1,025			0	118	
539	X	ABBOTT LABS			02/28/24100		1/3/2013	563	427			0	136	
540	X	ABBOTT LABS			10/4/2010		1/3/2013	928	708			0	220	
541	X	ABBVIE INC SHS			02/28/7109		1/3/2013	898	713			0	185	
542	X	ABBVIE INC SHS			9/27/2010		1/3/2013	587	463			0	124	
543	X	ABBVIE INC SHS			10/4/2010		7/10/2013	392	247			0	145	
544	X	ACTIVISION BLIZZARD INC			8/16/2011		7/10/2013	703	516			0	187	

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

		2,500	0	0	2,500
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,500			2,500

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

		34,467	20,680	0	13,787
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	MLTC FEES AS AGENT	34,467	20,680		13,787

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

		5,468	1,392	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,392	1,392		
2	PY EXCISE TAX DUE	1,212			
3	ESTIMATED EXCISE PAYMENTS	2,864			

Part I, Line 23 (990-PF) - Other Expenses

		209	209	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	INVESTMENT FEES	209	209		

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

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

1	GAIN ON PY SALES SETTLED IN CY	1	1,073
2	PY LATE POSTING MUTUAL FUNDS	2	219
3	PURCHASE OF ACCRUED INTEREST C/O FROM PY	3	1,700
4	Total	4	2,992

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

1	BOND AMORTIZATION	1	5,992
2	COST BASIS ADJUSTMENT	2	2,720
3	CY LATE POSTING MUTUAL FUNDS	3	491
4	PURCHASE OF ACCRUED INTEREST C/O TO NEXT YEAR	4	1,614
5	Total	5	10,817

	Amount
Long Term CG Distributions	8,421

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

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

	Amount
Long Term CG Distributions	8,421
Short Term CG Distributions	0

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

Long Term CG Distributions										Short Term CG Distributions									
Amount										8,421									
Description of Property Sold										CUSIP #									
How Acquired										Date Acquired									
Date Sold										Gross Sales Price									
Depreciation Allowed										Adjustments									
Cost or Other Basis Plus Expense of Sale										Gain or Loss									
F.M.V. as of 12/31/89										Adjusted Basis as of 12/31/89									
Excess of F.M.V. Over Adj. Basis										Gains Minus Excess of F.M.V. Over Adjusted Basis or Losses									
337	ELI LILLY & CO	532457108	6/4/2010	12/19/2013	4,500	0	250	1,046,270	135,616	0	0	0	0	135,616					
338	ELI LILLY & CO	532457108	7/12/2010	12/19/2013	1,800	0	0	794	156	0	0	0	0	156					
339	LIMITED BRANDS INC	532716107	6/2/2010	22/02/2013	2,576	0	0	1,544	533	0	0	0	0	533					
340	LINE AG SHS SP ADR	535223200	10/14/2011	1/3/2013	51	0	0	47	1,032	0	0	0	0	1,032					
341	LINE AG SHS SP ADR	535223200	10/13/2011	1/3/2013	787	0	0	703	84	0	0	0	0	84					
342	LINE AG SHS SP ADR	535223200	10/12/2011	1/3/2013	2,343	0	0	2,093	244	0	0	0	0	244					
343	LINE AG SHS SP ADR	535223200	11/16/2011	3/20/2013	1,515	0	0	1,189	326	0	0	0	0	326					
344	LINE AG SHS SP ADR	535223200	10/13/2011	3/20/2013	1,780	0	0	1,436	344	0	0	0	0	344					
345	LINE AG SHS SP ADR	535223200	8/8/2012	4/18/2013	456	0	0	391	85	0	0	0	0	85					
346	LINE AG SHS SP ADR	535223200	11/16/2011	4/18/2013	100	0	0	89	20	0	0	0	0	20					
347	MAKITA CORP SPOND ADR	560877300	8/15/2013	12/9/2013	1,366	0	0	1,468	-102	0	0	0	0	-102					
348	MAKITA CORP SPOND ADR	560877300	8/15/2013	12/9/2013	1,366	0	0	1,178	-99	0	0	0	0	-99					
349	GLOBAL SMALL CAP PORT	561656307	8/12/2009	7/10/2013	13,114	0	0	8,593	4,521	0	0	0	0	4,521					
350	MID CAP VALUE OPPS	561656307	8/12/2009	7/10/2013	16,079	0	0	9,465	8,614	0	0	0	0	8,614					
351	MARATHON OIL CORP	565846108	8/10/2009	1/14/2013	1,919	0	0	1,100	819	0	0	0	0	819					
352	MARATHON OIL CORP	565846108	8/10/2009	7/15/2013	1,908	0	0	1,100	808	0	0	0	0	808					
353	MARATHON OIL CORP	565846108	8/10/2009	7/15/2013	1,338	0	0	678	658	0	0	0	0	658					
354	MARATHON PETROLEUM CORP	565854102	8/10/2009	7/15/2013	342	0	0	124	218	0	0	0	0	218					
355	MASTERCARD INC	576360104	10/15/2012	7/10/2013	2,358	0	0	1,899	-459	0	0	0	0	-459					
356	MCDONALD'S CORP COM	580135101	2/27/2012	3/11/2013	798	0	0	450	349	0	0	0	0	349					
357	MCGRAW HILL FINANCIAL	580645109	8/10/2009	7/10/2013	1,376	0	0	1,306	70	0	0	0	0	70					
358	MCKESSON CORPORATION COM	581553103	2/27/2012	3/11/2013	2,113	0	0	1,623	490	0	0	0	0	490					
359	VODAFONE GROU PLC SP ADR	92857W209	8/10/2009	7/10/2013	1,049	0	0	488	561	0	0	0	0	561					
360	VODAFONE GROU PLC SP ADR	92857W209	8/4/2013	7/5/2013	1,458	0	0	1,302	-44	0	0	0	0	-44					
361	VODAFONE GROU PLC SP ADR	92857W209	2/16/2012	7/5/2013	143	0	0	138	5	0	0	0	0	5					
362	VODAFONE GROU PLC SP ADR	92857W209	11/29/2011	7/10/2013	949	0	0	881	68	0	0	0	0	68					
363	UNITEDHEALTH GROUP INC	91324P102	12/14/2010	2/20/2013	2,113	0	0	1,395	714	0	0	0	0	714					
364	UNITEDHEALTH GROUP INC	91324P102	12/14/2010	2/20/2013	1,446	0													

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

Long Term CG Distributions	8,421
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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions										Amount	Short Term CG Distributions										Amount
										8,421											0
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	Gain Minus Excess of FMV Over Adjusted Basis or Losses								
565 PFIZER INC	717081103		10/6/2012	11/8/2013	1,302			1,043	259				135,616								
566 AGENE LIMITED	40023R105		10/6/2011	7/10/2013	91			61	30				259								
567 AGENE LIMITED	40023R105		10/6/2011	7/10/2013	273			183	90				30								
568 JAPAN TOBACCO INC 2914	427869106		4/12/2011	5/21/2013	1,185			1,136	49				90								
569 JAPAN TOBACCO INC 2914	427869106		2/6/2013	5/21/2013	3,340			3,073	267				48								
570 JAPAN TOBACCO INC 2914	427869106		2/6/2013	5/21/2013	323			281	42				287								
571 ZURICH INSURANCE GROUP	980825104		7/10/2013	7/15/2013	3,968			3,315	653				32								
572 BHP BILLITON LTD ADR	088606108		8/10/2009	7/10/2013	487			498	-11				651								
573 BLACKROCK HI YLD BD	091919838		10/6/2012	7/10/2013	1,782			1,758	24				-31								
574 SEAPRA ENERGY	819851109		10/6/2009	7/10/2013	244			153	91				4								
575 SEAPRA ENERGY	819851109		10/6/2009	7/10/2013	61			50	11				31								
576 SHELL INTERNATIONAL FIN	822582A05		5/28/2013	7/10/2013	1,051			1,051	0				0								
577 SOUTHERN COMPANY	842387107		8/10/2009	7/10/2013	1,049			1,051	-2				-2								
578 SOUTHERN COMPANY	842387107		8/10/2009	7/10/2013	1,912			1,978	-66				534								
579 SUNCOR ENERGY INC NEW	887224107		8/10/2009	7/10/2013	87			954	-87				223								
580 SUNCOR ENERGY INC NEW	887224107		11/14/2012	7/10/2013	517			547	-30				-30								
581 ROGERS COMMUNICATIONS B	775109200		3/9/2011	7/10/2013	730			791	-61				-61								
582 ROSS STORES INC COM	775109200		12/29/2009	7/10/2013	453			353	100				110								
583 ROYAL DUTCH SHEL PLC	780259107		11/9/2012	7/10/2013	1,134			1,898	-764				765								
584 ROYAL DUTCH SHEL PLC	780259107		9/18/2012	7/10/2013	1,920			1,898	22				22								
585 ROYAL DUTCH SHEL PLC	780259107		7/8/2012	7/10/2013	853			898	-45				-45								
586 ROYAL DUTCH SHEL PLC	780259107		11/6/2012	7/10/2013	1,920			1,899	21				21								
587 ROYAL DUTCH SHEL PLC	780259107		6/12/2012	7/10/2013	143			141	2				2								
588 ROYAL DUTCH SHEL PLC	780259107		6/12/2012	7/10/2013	1,845			1,528	317				117								
589 ROYAL DUTCH SHEL PLC	780259107		6/11/2012	7/10/2013	610			594	16				16								
590 ROYAL DUTCH SHEL PLC	780259107		5/8/2012	7/10/2013	335			357	-22				-22								
591 ROYAL DUTCH SHEL PLC	780259107		6/11/2012	7/10/2013	2,275			2,259	16				16								
592 ROYAL DUTCH SHEL PLC	780259107		6/11/2012	7/10/2013	1,606			1,584	22				22								
593 ROYAL DUTCH SHEL PLC	780259107		4/11/2013	7/10/2013	813			806	7				7								
594 ROYAL DUTCH SHEL PLC	780259107		4/9/2013	7/10/2013	3,387			3,307	80				80								
595 ROYAL DUTCH SHEL PLC	780259107		6/11/2012	7/10/2013	3,048			2,970	78				78								
596 SANDS CHINA LTD UNSP ADR	80007R105		5/21/2013	9/5/2013	962			842	120				120								
597 AT&T INC	00206R102		8/10/2009	7/10/2013	1,045			796	249				249								
598 AT&T INC	00206R102		8/10/2009	7/10/2013	320			231	89				89								
599 AT&T INC	00206R102		8/12/2009	7/10/2013	1,143			1,025	118				118								
600 ABBOTT LABS	002824100		9/27/2010	13/2013	563			427	136				136								
601 ABBOTT LABS	002824100		10/4/2010	13/2013	928			708	220				220								
602 ABBVIE INC SHS	00287Y109		9/27/2010	13/2013	898			713	185				185								
603 ABBVIE INC SHS	00287Y109		10/4/2010	13/2013	587			463	124				124								
604 ABBVIE INC SHS	00287Y109		10/4/2010	7/10/2013	392			247	145				145								
605 ACTIVISION BLIZZARD INC	00507V109		8/15/2011	7/10/2013	703			516	187				187								
606 ACTIVISION BLIZZARD INC	00507V109		8/15/2011	7/10/2013	1,984			1,241	743				743								
607 AMGEN INC COM PV 50 0001	031161208		10/18/2010	7/10/2013	1,109			629	480				480								
608 ANHEUSER-BUSCH INBEV ADR	03524A108		11/22/2011	4/17/2013	1,938			1,183	755				755								
609 ANHEUSER-BUSCH INBEV ADR	03524A108		11/22/2011	4/17/2013	2,828			1,886	1,142				1,142								
610 ANHEUSER-BUSCH INBEV ADR	03524A108		11/22/2011	4/17/2013	931			175	756				756								
611 ANHEUSER-BUSCH INBEV ADR	03524A108		11/22/2011	4/17/2013	2,394			1,454	940				940								
612 ANHEUSER-BUSCH INBEV ADR	03524A108		9/19/2012	7/10/2013	546			398	148				148								
613 ANHEUSER-BUSCH INBEV ADR	03524A108		12/22/2012	9/19/2013	769			542	227				227								
614 ANHEUSER-BUSCH INBEV ADR	03524A108		9/19/2013	7/10/2013	420			342	78				78								
615 ANHEUSER-BUSCH INBEV ADR	03524A108		9/19/2013	7/10/2013	3,740			1,892	1,848				1,848								
616 ANHEUSER-BUSCH INBEV ADR	03524A108		8/10/2009	4/22/2013	268			132	136				136								
617 ANHEUSER-BUSCH INBEV ADR	03524A108		8/10/2009	7/10/2013	671			399	272				272								
618 ANHEUSER-BUSCH INBEV ADR	03524A108		5/21/2012	7/10/2013	1,164			1,062	102				102								
619 ANHEUSER-BUSCH INBEV ADR	03524A108		5/17/2012	7/10/2013	985			884	101				101								
620 ANHEUSER-BUSCH INBEV ADR	03524A108		5/21/2012	7/10/2013	1,108			885	223				223								
621 ANHEUSER-BUSCH INBEV ADR	03524A108		8/23/2012	9/20/2013	1,275			1,119	156				156								
622 ANHEUSER-BUSCH INBEV ADR	03524A108		5/19/2012	9/20/2013	1,219			953	266				266								
623 ANHEUSER-BUSCH INBEV ADR	03524A108		5/17/2012	9/20/2013	610			486	124				124								
624 ANHEUSER-BUSCH INBEV ADR	03524A108		9/24/2012	10/4/2013	1,128			963	165				165								
625 ANHEUSER-BUSCH INBEV ADR	03524A108		5/19/2012	10/4/2013	1,015			788	227				227								
626 ANHEUSER-BUSCH INBEV ADR	03524A108		7/9/2012	10/4/2013	169			129	40				40								
627 ANHEUSER-BUSCH INBEV ADR	03524A108		5/31/2012	10/4/2013	846			645	201				201								
628 ANHEUSER-BUSCH INBEV ADR	03524A108		6/27/2012	12/10/2013	1,683			1,368	315				315								
629 ANHEUSER-BUSCH INBEV ADR	03524A108		7/9/2012	12/10/2013	1,946			1,590	356				356								
630 ANHEUSER-BUSCH INBEV ADR	03524A108		11/12/2012	12/10/2013	1,472			1,349	123				123								
631 ANHEUSER-BUSCH INBEV ADR	03524A108		10/18/2012	12/10/2013	736			667	69				69								
632 ANHEUSER-BUSCH INBEV ADR	03524A108		11/28/2012	12/10/2013	24			12	12				12								
633 ANHEUSER-BUSCH INBEV ADR	03524A108		11/14/2011	5/15/2013	98			55	43				43								
634 ANHEUSER-BUSCH INBEV ADR	03524A108		11/14/2011	5/15/2013	706			469	237				237								
635 ANHEUSER-BUSCH INBEV ADR	03524A108		10/1/2012	7/23/2013	265			171	94				94								
636 ANHEUSER-BUSCH INBEV ADR	03524A108		10/1/2012	7/23/2013	2,558			1,597	961				961								
637 ANHEUSER-BUSCH INBEV ADR	03524A108		9/28/2012	8/15/2013	1,827			1,133	694				694								
638 ANHEUSER-BUSCH INBEV ADR	03524A108		9/28/2012	8/15/2013	1,030			712	318				318								
639 ANHEUSER-BUSCH INBEV ADR	03524A108		9/28/2012	11/29/2013	748			453	295				295								
640 ANHEUSER-BUSCH INBEV ADR	03524A108		9/28/2012	11/29/2013	1,737			1,570	167				167								
641 ANHEUSER-BUSCH INBEV ADR	03524A108		9/28/2012	11/29/2013	473			378	95				95								
642 ANHEUSER-BUSCH INBEV ADR	03524A108		9/28/2012	11/29/2013	1,175			773	402				402								
643 ANHEUSER-BUSCH INBEV ADR	03524A108		9/28/2012	11/29/2013	384			370	14				14								
644 ANHEUSER-BUSCH INBEV ADR	03524A108		9/28/2012	11/29/2013	188			185	3				3								
645 ANHEUSER-BUSCH INBEV ADR	03524A108		9/28/2012	11/29/2013	744			744	0				0								
646 ANHEUSER-BUSCH INBEV ADR	03524A108		9/28/2012	11/29/2013	180			156	24				24								
647 ANHEUSER-BUSCH INBEV ADR	03524A108		9/28/2012	11/29/2013	1,297			1,039	258				258								

Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
7/20/13	69			52	17		0	0	17
7/20/13	965			719	246		0	0	246
7/20/13	864			579	285		0	0	285
7/20/13	575			480	95		0	0	95
7/20/13	354			245	109		0	0	109
7/20/13	46			36	10		0	0	10
7/20/13	638			408	232		0	0	232
7/20/13	1,069			815	254		0	0	254
7/20/13	273			203	70		0	0	70
7/20/13	3,008			1,530	1,478		0	0	1,478
7/20/13	2,038			1,648	390		0	0	390
7/20/13	1,868			1,686	182		0	0	182
7/20/13	1,273			1,281	-8		0	0	-8
7/20/13	891			871	20		0	0	20
7/20/13	637			642	-5		0	0	-5
7/20/13	1,401			1,396	5		0	0	5
7/20/13	891			848	43		0	0	43
7/20/13	724			602	122		0	0	122
7/20/13	382			307	75		0	0	75
7/20/13	1,108			1,080	28		0	0	28
7/20/13	1,328			946	382		0	0	382
7/20/13	964			690	274		0	0	274
7/20/13	551			394	157		0	0	157
7/20/13	1,308			965	323		0	0	323
7/20/13	964			726	238		0	0	238
7/20/13	757			542	215		0	0	215
7/20/13	1,228			1,228	-100		0	0	-100
7/20/13	1,323			1,260	63		0	0	63
7/20/13	914			821	93		0	0	93
7/20/13	486			436	50		0	0	50
7/20/13	2,218			1,614	604		0	0	604
7/20/13	97			87	10		0	0	10
7/20/13	2,253			2,271	-22		0	0	-22
7/20/13	641			637	4		0	0	4
7/20/13	1,166			1,088	98		0	0	98
7/20/13	1,656			1,496	160		0	0	160
7/20/13	623			559	64		0	0	64
7/20/13	229			208	21		0	0	21
7/20/13	76			69	7		0	0	7
7/20/13	230			208	22		0	0	22
7/20/13	1,532			1,417	115		0	0	115
7/20/13	1,824			1,660	164		0	0	164
7/20/13	948			866	82		0	0	82
7/20/13	2,108			1,331	777		0	0	777
7/20/13	422			214	208		0	0	208
7/20/13	924			532	392		0	0	392
7/20/13	3,695			2,075	1,620		0	0	1,620
7/20/13	1,701			1,719	-18		0	0	-18
7/20/13	5,102			5,158	-56		0	0	-56
7/20/13	890			810	80		0	0	80
7/20/13	933			471	462		0	0	462
7/20/13	5,884			3,811	2,073		0	0	2,073
7/20/13	1,170			114	1,056		0	0	1,056
7/20/13	1,521			1,010	511				

8/13/2014 9:15:36 AM - JSM - PGN - STEVE J. MILLER FOUNDATION

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

Long Term CG Distributions		Amount		1,181,636										135,618		0		135,618		0			
Short Term CG Distributions		0		8,421		0		0		250		1,046,270		0		F M V as of 12/31/69		Adjusted Basis as of 12/31/69		Excess of FMV Over Adj Basis		Game Minus Excess of FMV Over Adjusted Basis or Losses	
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expenses of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Game Minus Excess of FMV Over Adjusted Basis or Losses										
671 PERNO-RICARD SA-UNSPON	714284207		2/4/2012	7/10/2013	339		0	381	-42	47	0	0	135,618										
674 ASSA ABLOY AB ADR	045387107		10/19/2012	4/9/2013	40		0	31	7	0	0	0	42										
675 ASSA ABLOY AB ADR	045387107		11/12/2012	4/9/2013	540		0	645	105	0	0	0	105										
676 ASSA ABLOY AB ADR	045387107		11/7/2012	4/9/2013	887		0	760	127	0	0	0	127										
677 ASSA ABLOY AB ADR	045387107		10/19/2012	4/10/2013	41		0	33	8	0	0	0	8										
678 ASSA ABLOY AB ADR	045387107		11/7/2012	4/10/2013	644		0	708	138	0	0	0	138										
679 ASSA ABLOY AB ADR	045387107		11/12/2012	4/10/2013	597		0	490	107	0	0	0	107										
680 ASSA ABLOY AB ADR	045387107		10/2/2012	7/10/2013	737		0	588	139	0	0	0	139										
681 ASSA ABLOY AB ADR	045387107		10/19/2012	9/20/2013	2,100		0	1,484	616	0	0	0	616										
682 ASSA ABLOY AB ADR	045387107		10/2/2012	9/20/2013	425		0	289	126	0	0	0	126										
683 ATLAS CORPCO A ADR NEW	049255706		10/25/2012	7/10/2013	530		0	588	4	0	0	0	4										
684 ATLAS CORPCO A ADR NEW	049255706		5/2/2013	9/14/2013	618		0	590	66	0	0	0	66										
685 ATLAS CORPCO A ADR NEW	049255706		11/7/2012	8/2/2013	268		0	350	82	0	0	0	82										
686 ATLAS CORPCO A ADR NEW	049255706		11/7/2012	8/2/2013	598		0	777	177	0	0	0	177										
687 ATLAS CORPCO A ADR NEW	049255706		11/7/2012	8/2/2013	1,348		0	851	497	0	0	0	497										
688 ATLAS CORPCO A ADR NEW	049255706		10/31/2012	10/4/2013	910		0	501	409	0	0	0	409										
689 ATLAS CORPCO A ADR NEW	049255706		10/29/2012	10/4/2013	921		0	523	82	0	0	0	82										
690 ATLAS CORPCO A ADR NEW	049255706		10/29/2012	11/25/2013	292		0	241	41	0	0	0	41										
691 ATLAS CORPCO A ADR NEW	049255706		10/29/2012	11/25/2013	1,683		0	1,430	253	0	0	0	253										
692 ATLAS CORPCO A ADR NEW	049255706		10/29/2012	11/25/2013	648		0	562	86	0	0	0	86										
693 RAYTHEON CO DELAWARE NEW	755111507		8/10/2009	7/10/2013	1,554		0	1,084	470	0	0	0	470										
694 RAYTHEON CO DELAWARE NEW	755111507		8/10/2009	10/21/2013	1,279		0	801	478	0	0	0	478										
695 RAYTHEON CO DELAWARE NEW	755111507		8/10/2009	10/21/2013	1,685		0	1,036	649	0	0	0	649										
696 RAYTHEON CO DELAWARE NEW	755111507		8/10/2009	10/21/2013	2,150		0	1,319	831	0	0	0	831										
697 RECKITT BENCKISER GROUP	755255204		10/19/2012	2/1/2013	885		0	799	86	0	0	0	86										
698 RECKITT BENCKISER GROUP	755255204		9/19/2012	2/1/2013	2,971		0	2,701	270	0	0	0	270										
699 RECKITT BENCKISER GROUP	755255204		3/14/2012	2/1/2013	1,089		0	915	154	0	0	0	154										
700 RECKITT BENCKISER GROUP	755255204		2/1/2012	2/1/2013	726		0	603	123	0	0	0	123										
701 RECKITT BENCKISER GROUP	755255204		8/10/2011	2/1/2013	4,093		0	3,287	826	0	0	0	826										

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

2101		5104	9200	9200	9200	9200
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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions												8,421		
Short Term CG Distributions												0		
	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
841	ROGERS COMMUNICATIONS B	1775109200		9/24/2012	2/15/2013	695		0	610	85		0	0	85
842	JAPAN TOBACCO INC 2814	107869106		2/5/2013	7/10/2013	515		0	453	62		0	0	62
843	SMC CORP 8273	175734103		9/19/2012	1/1/2013	4,122		0	3,713	409		0	0	409
844	SMC CORP 8273	175734103		9/19/2012	1/1/2013	1,721		0	1,614	107		0	0	107
845	SMC CORP 8273	175734103		10/19/2012	1/15/2013	865		0	802	63		0	0	63
846	SMC CORP 8273	175734103		9/19/2012	1/15/2013	519		0	484	35		0	0	35
847	ASML HLDG NV NY REG SHS	107059210		1/19/2012	5/29/2013	688		0	469	197		0	0	197
848	ASML HLDG NV NY REG SHS	107059210		1/16/2012	5/29/2013	2,414		0	1,751	663		0	0	663
849	ASML HLDG NV NY REG SHS	107059210		9/26/2012	7/10/2013	654		0	453	211		0	0	211
850	CISCO SYSTEMS INC COM	172758102		8/8/2013	12/9/2013	3,786		0	4,692	-906		0	0	-906
851	CISCO SYSTEMS INC COM	172758102		8/8/2013	12/9/2013	851		0	1,054	-203		0	0	-203
852	CISCO SYSTEMS INC COM	172758102		8/5/2013	12/9/2013	3,042		0	3,771	-729		0	0	-729
853	CITIGROUP INC COM NEW	172387424		8/12/2012	7/10/2013	2,236		0	1,235	1,001		0	0	1,001
854	CITIGROUP INC	172387424		8/18/2011	7/10/2013	5,263		0	5,127	136		0	0	136
855	CITIGROUP INC	172387424		8/12/2011	7/10/2013	989		0	999	-10		0	0	-10
856	COCA COLA COM	191216100		8/10/2009	7/10/2013	1,341		0	817	524		0	0	524
857	COMCAST CORP NEW CL A	2000JN101		1/3/2011	7/10/2013	2,346		0	1,238	1,108		0	0	1,108
858	COMCAST GRP NEW CL A SPL	2000JN200		2/16/2011	7/10/2013	327		0	192	135		0	0	135
859	SANOFI ADR	80105N105		4/11/2013	1/12/2013	529		0	527	2		0	0	2
860	SANOFI ADR	80105N105		1/19/2012	1/12/2013	1,216		0	1,003	213		0	0	213
861	SANOFI ADR	80105N105		3/21/2011	1/12/2013	634		0	409	225		0	0	225
862	SANOFI ADR	80105N105		1/31/2012	1/12/2013	1,004		0	707	297		0	0	297
863	SANOFI ADR	80105N105		3/21/2011	1/12/2013	317		0	204	113		0	0	113
864	SBERBANK SPONSORED ADR	805557308		4/25/2012	2/4/2013	2,868		0	2,584	284		0	0	284
865	SCHLUMBERGER LTD	806857108		8/10/2009	7/10/2013	381		0	266	115		0	0	115
866	SCHLUMBERGER LTD	806857108		1/18/2013	12/9/2013	3,968		0	4,216	-250		0	0	-250

8,421

Short Term CG Distributions

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	KURT SPEYER		P O BOX 1501	PENNINGTON	NJ	08534-1501		TRUSTEE				
2	NORMAN C MILLER		P O BOX 1501	PENNINGTON	NJ	08534-1501		CHAIRMAN				
3	PAULINA MILLER		P O BOX 1501	PENNINGTON	NJ	08534-1501		VICE CHAIRMAN				
4	JAMES HOLCOMB		P O BOX 1501	PENNINGTON	NJ	08534-1501		TREASURER/SECRETARY				
5	THEODORE W MILLER		P O BOX 1501	PENNINGTON	NJ	08534-1501		TRUSTEE				

Part XVI-B (990-PF) - Relationship of Activities

Line Number		Explanation
1		
2		
3		INVESTMENT EARNINGS ON FOUNDATION ASSETS ARE USED TO PROVIDE ADDITIONAL FUNDS FOR GIFTS
4	4 and 8	INVESTMENT EARNINGS ON FOUNDATION ASSETS ARE USED TO PROVIDE ADDITIONAL FUNDS FOR GIFTS
5		TO CHARITIES TO CARRY OUT THE FOUNDATION'S CHARITABLE PURPOSE
6		

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

	Date	Amount
1 Credit from prior year return	1	
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	2,864
7 Total	7	2,864