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Form 990-PF

## Return of Private Foundation

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

- Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.
- Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2013

Open to Public  
Inspection

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

Name of foundation VIRGIL ADKINS TRUST 16-117702		A Employer identification number 41-1642234
Number and street (or P O box number if mail is not delivered to street address) 1100 W ST GERMAIN STREET		B Telephone number (see instructions) (320) 258-2464
City or town, state or province, country, and ZIP or foreign postal code ST CLOUD, MN 56301		C If exemption application is pending, check here ► <input type="checkbox"/>
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D</b> 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 1,350,874	<b>J</b> Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>

<b>Part I</b> 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)
<b>Revenue</b>	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,250	1,250		
	4 Dividends and interest from securities. . . . .	33,662	33,493		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	27,492			
	b Gross sales price for all assets on line 6a 282,622				
	7 Capital gain net income (from Part IV, line 2) . . .		27,492		
	8 Net short-term capital gain . . . . .			0	
	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) . . . . .				
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	62,404	62,235		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc	15,842	15,842		
	14 Other employee salaries and wages . . . . .		0	0	0
	15 Pension plans, employee benefits . . . . .			0	0
	16a Legal fees (attach schedule) . . . . .				0
	b Accounting fees (attach schedule) . . . . .	250	250	0	0
	c Other professional fees (attach schedule) . . . . .				0
	17 Interest . . . . .				0
	18 Taxes (attach schedule) (see instructions) . . . . .	1,625	1,625		0
	19 Depreciation (attach schedule) and depletion . . .	0	0		
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .		0	0	
	22 Printing and publications . . . . .		0	0	
	23 Other expenses (attach schedule) . . . . .	25	25		
	<b>24 Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	17,742	17,742	0	0
	25 Contributions, gifts, grants paid . . . . .	62,550			62,550
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	80,292	17,742	0	62,550
	<b>27 Subtract line 26 from line 12</b>				
	<b>a Excess of revenue over expenses and disbursements</b>	-17,888			
	<b>b Net investment income</b> (if negative, enter -0-) . . .		44,493		
	<b>c Adjusted net income</b> (if negative, enter -0-) . . .			0	

<b>Part II</b> <b>Balance Sheets</b>		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	
<b>Assets</b>	<b>1</b>	Cash—non-interest-bearing . . . . .				
	<b>2</b>	Savings and temporary cash investments . . . . .	14,865	24,665	24,665	
	<b>3</b>	Accounts receivable ►				
		Less allowance for doubtful accounts ►			0	
	<b>4</b>	Pledges receivable ►			0	
		Less allowance for doubtful accounts ►				
	<b>5</b>	Grants receivable . . . . .				
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	<b>7</b>	Other notes and loans receivable (attach schedule) ►				
		Less allowance for doubtful accounts ► 0				
	<b>8</b>	Inventories for sale or use . . . . .				
	<b>9</b>	Prepaid expenses and deferred charges . . . . .				
	<b>10a</b>	Investments—U S and state government obligations (attach schedule)	365,848	281,521	290,669	
	<b>b</b>	Investments—corporate stock (attach schedule) . . . . .	430,159	513,946	750,570	
	<b>c</b>	Investments—corporate bonds (attach schedule) . . . . .	248,779	192,144	190,139	
	<b>11</b>	Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►					
<b>12</b>	Investments—mortgage loans . . . . .					
<b>13</b>	Investments—other (attach schedule) . . . . .	69,495	96,922	94,831		
<b>14</b>	Land, buildings, and equipment basis ►					
	Less accumulated depreciation (attach schedule) ►					
<b>15</b>	Other assets (describe ► )					
<b>16</b>	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,129,146	1,109,198	1,350,874		
<b>Liabilities</b>	<b>17</b>	Accounts payable and accrued expenses . . . . .				
	<b>18</b>	Grants payable . . . . .				
	<b>19</b>	Deferred revenue . . . . .				
	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons				
	<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .				
	<b>22</b>	Other liabilities (describe ► )				
	<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0			
	<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here ► <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
		<b>24</b>	Unrestricted . . . . .			
		<b>25</b>	Temporarily restricted . . . . .			
		<b>26</b>	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/></b> <b>and complete lines 27 through 31.</b>				
		<b>27</b>	Capital stock, trust principal, or current funds . . . . .	1,129,146	1,109,198	
		<b>28</b>	Paid-in or capital surplus, or land, bldg , and equipment fund			
		<b>29</b>	Retained earnings, accumulated income, endowment, or other funds			
<b>30</b>		<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	1,129,146	1,109,198		
<b>31</b>		<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	1,129,146	1,109,198		

**Part III** **Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	1,129,146
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	-17,888
<b>3</b>	Other increases not included in line 2 (itemize) ►	<b>3</b>	0
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	1,111,258
<b>5</b>	Decreases not included in line 2 (itemize) ►	<b>5</b>	2,060
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	<b>6</b>	1,109,198

**Part IV Capital Gains and Losses for Tax on Investment Income**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
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<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
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<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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

**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))

<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
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<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	<b>(If gain, also enter in Part I, line 7)</b> <b>(If (loss), enter -0- in Part I, line 7)</b>	<b>2</b>	27,492
<b>3</b> 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		<b>3</b>	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes  No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2012	63,400	1,272,673	0.049816
2011	60,501	1,282,071	0.04719
2010	57,604	1,245,469	0.046251
2009	67,743	1,149,303	0.058943
2008	108,673	1,374,092	0.079087

<b>2</b> <b>Total</b> of line 1, column (d).	<b>2</b>	0.281287
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	0.056257
<b>4</b> Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	<b>4</b>	1,313,466
<b>5</b> Multiply line 4 by line 3.	<b>5</b>	73,892
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).	<b>6</b>	445
<b>7</b> Add lines 5 and 6.	<b>7</b>	74,337
<b>8</b> Enter qualifying distributions from Part XII, line 4.	<b>8</b>	62,550

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ <b>(attach copy of letter if necessary—see instructions)</b>		1	890
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	2	0
3	Add lines 1 and 2. . . . .	3	890
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	4	0
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5	890
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,076
b	Exempt foreign organizations—tax withheld at source . . . . .	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld . . . . .	6d	
7	Total credits and payments Add lines 6a through 6d. . . . .	7	1,076
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	186
11	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> 186 <b>Refunded</b> <input type="checkbox"/>	11	0

**Part VII-A Statements Regarding Activities**

		<b>Yes</b>	<b>No</b>
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	1a	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .	1b	No
<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>			
c	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1) On the foundation</b> <input type="checkbox"/> \$ _____ <b>(2) On foundation managers</b> <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a	No
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	4b	
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>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MN		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

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

11		No
12		No
13	Yes	

Website address ►

14 The books are in care of ► BREMER TRUST NA Telephone no ► (320) 258-2464  
 Located at ► 1100 WEST ST GERMAIN STREET ST CLOUD MN ZIP +4 ► 56301

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 instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ► Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ► Yes <input checked="" type="checkbox"/> No		
1b If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. ►	1b	No
1c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? . . .	1c	No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ► Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 2008, 20____, 20____, 20____	2b	
b Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions) . . .		
c If the provisions of section 4942(a)(2) are being applied to <b>any</b> 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 <input checked="" type="checkbox"/> No	3b	
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). . . .	4a	No
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . .	4b	No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? . . .		

**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<br>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . .<br>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . .<br>(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . .<br>(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). . . . .<br>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br><br><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| b  | If any answer is "Yes" to 5a(1)-(5), did <b>any</b> 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)? . . . . .<br>Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/>   | 5b  |
| c  | If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . .   | <input type="checkbox"/> Yes <input type="checkbox"/> No<br><br><i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>   |
| 6a | Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .  | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No   |
| b  | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .<br><i>If "Yes" to 6b, file Form 8870.</i>   | 6b<br><br>No  |
| 7a | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . . .   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No   |
| b  | If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .  | 7b  |

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

1. List all officers, directors, trustees, foundation managers and their compensation (see instructions).

<b>1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).</b>				
<b>(a) Name and address</b>	<b>(b) Title, and average hours per week devoted to position</b>	<b>(c) Compensation (If not paid, enter -0-)</b>	<b>(d) Contributions to employee benefit plans and deferred compensation</b>	<b>(e) Expense account other allowances</b>
BREMER TRUST N A 1100 WEST ST GERMIAN STREET ST CLOUD MN 56302	TRUSTEE 1	15,842		

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

**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		

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

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

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

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

All other program-related investments See page 24 of the instructions

**3** \_\_\_\_\_  
\_\_\_\_\_  
**Total.** Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	1,303,331
b	Average of monthly cash balances. . . . .	1b	30,137
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	<b>Total</b> (add lines 1a, b, and c). . . . .	1d	1,333,468
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	0
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	1,333,468
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	20,002
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,313,466
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	6	65,673

**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	65,673
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	890
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	890
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	64,783
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	64,783
6	Deduction from distributable amount (see instructions). . . . .	6	0
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	64,783

**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	62,550
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	0
b	Cash distribution test (attach the required schedule). . . . .	3b	0
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	62,550
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	5	0
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	6	62,550

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
<b>1</b> Distributable amount for 2013 from Part XI, line 7				64,783
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only. . . . .			62,550	
<b>b</b> Total for prior years 2011, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008. . . . .	0			
<b>b</b> From 2009. . . . .	0			
<b>c</b> From 2010. . . . .	0			
<b>d</b> From 2011. . . . .	0			
<b>e</b> From 2012. . . . .	0			
<b>f Total</b> of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ► \$ _____ 62,550				
<b>a</b> Applied to 2012, but not more than line 2a			62,550	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2013 distributable amount. . . . .			0	
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				64,783
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	0			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .	0			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009. . . . .	0			
<b>b</b> Excess from 2010. . . . .	0			
<b>c</b> Excess from 2011. . . . .	0			
<b>d</b> Excess from 2012. . . . .	0			
<b>e</b> Excess from 2013. . . . .	0			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i).			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

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

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

NONE

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

NONE

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

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

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

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

- c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b> See Additional Data Table				
<b>Total</b> . . . . .			► 3a	62,550
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			► 3b	

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	
<b>1</b> Program service revenue						
<b>a</b>						
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>f</b>						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments.						
<b>3</b> Interest on savings and temporary cash investments						
<b>4</b> Dividends and interest from securities.				14	1,250	
<b>5</b> Net rental income or (loss) from real estate				14	33,662	
<b>a</b> Debt-financed property.						
<b>b</b> Not debt-financed property.						
<b>6</b> Net rental income or (loss) from personal property						
<b>7</b> Other investment income.						
<b>8</b> Gain or (loss) from sales of assets other than inventory				18	27,492	
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory.						
<b>11</b> Other revenue <b>a</b>						
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>12</b> Subtotal Add columns (b), (d), and (e).					62,404	
<b>13</b> <b>Total.</b> Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations.)				<b>13</b>		<b>62,404</b>

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



**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(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.)
639 72 FHLMC GD PL #G06782 4 000% 10/01/41		2012-02-21	2013-01-15
485 45 GNMA SER 113 CMO 2 500% 10/20/37		2010-10-13	2013-01-20
5 ABBVIE INC		2012-12-14	2013-01-24
82 ABBVIE INC		2010-05-19	2013-01-24
642 22 FNMA PL #256636 5 500% 3/01/37		2010-02-08	2013-01-25
872 05 FNMA PL #257003 5 500% 12/01/37		2011-04-26	2013-01-25
594 22 FNMA PL #AJ0029 4 000% 10/01/41		2012-03-23	2013-01-25
993 17 FNMA SER 19 CMO 4 000% 1/25/33		2010-02-02	2013-01-25
422 6 FNMA PL #727437 4 500% 7/01/18		2010-02-23	2013-01-25
495 ACTIVISION BLIZZARD, INC		2012-12-14	2013-02-06
612 48 FHLMC GD PL #G06782 4 000% 10/01/41		2012-02-21	2013-02-15
495 99 GNMA SER 113 CMO 2 500% 10/20/37		2010-10-13	2013-02-20
573 51 FNMA PL #256636 5 500% 3/01/37		2010-02-08	2013-02-25
683 03 FNMA PL #257003 5 500% 12/01/37		2011-04-26	2013-02-25
271 64 FNMA PL #AJ0029 4 000% 10/01/41		2012-03-23	2013-02-25
635 33 FNMA SER 19 CMO 4 000% 1/25/33		2010-02-02	2013-02-25
479 96 FNMA PL #727437 4 500% 7/01/18		2010-02-23	2013-02-25
1794 258 EATON VANCE BUILD AMER BND-I		2012-02-22	2013-03-05
25000 FHLB 2 375% 3/14/14		2010-02-09	2013-03-05
939 245 FEDERATED STRATEGIC VAL DIV IS		2011-02-01	2013-03-05
2637 205 FEDERATED INTMD COR BD INSTL		2012-02-29	2013-03-05
1339 666 ABSOLUTE STRATEGIES FUND I		2011-11-23	2013-03-05
947 039 SEI SIMT HIGH YIELD BOND CL A 59		2012-02-29	2013-03-05
541 722 SEI SIT INTL FIXED INCOME CL A 96		2012-02-29	2013-03-05
210 787 SEI SIT EMERGING MKT DEBT CL A 98		2012-02-29	2013-03-05
424 52 FHLMC GD PL #G06782 4 000% 10/01/41		2012-02-21	2013-03-15
493 28 GNMA SER 113 CMO 2 500% 10/20/37		2010-10-13	2013-03-20
602 81 FNMA PL #256636 5 500% 3/01/37		2010-02-08	2013-03-25
600 95 FNMA PL #257003 5 500% 12/01/37		2011-04-26	2013-03-25
495 22 FNMA PL #AJ0029 4 000% 10/01/41		2012-03-23	2013-03-25

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(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.)
871 28 FNMA SER 19 CMO 4 000% 1/25/33		2010-02-02	2013-03-25
340 08 FNMA PL #727437 4 500% 7/01/18		2010-02-23	2013-03-25
1 CVS CORP		2010-01-29	2013-04-05
9 CAMERON INTERNATIONAL CORP		2013-03-05	2013-04-05
28 CELGENE CORP		2010-01-29	2013-04-05
7 CITIGROUP INC		2013-03-05	2013-04-05
6 COMCAST CORP-CL A		2010-01-29	2013-04-05
4 DOVER CORP		2011-09-26	2013-04-05
2 EBAY INC		2012-02-22	2013-04-05
3 ITC HOLDINGS CORP		2010-01-29	2013-04-05
9 NIKE INC CLASS B		2012-09-26	2013-04-05
3 PEPSICO INC		2010-01-29	2013-04-05
6 T ROWE PRICE GROUP INC		2010-06-08	2013-04-05
1 PROCTER & GAMBLE		2010-01-29	2013-04-05
12 ST JUDE MEDICAL INC		2010-12-07	2013-04-05
24 STATE STREET CORP		2010-03-08	2013-04-05
1 STERICYCLE INC		2010-01-29	2013-04-05
10 THERMO ELECTRON CORP		2010-01-29	2013-04-05
3 3M CO		2010-01-29	2013-04-05
4 TRANSOCEAN LTD		2010-05-19	2013-04-05
600 85 FHLMC GD PL #G06782 4 000% 10/01/41		2012-02-21	2013-04-15
490 59 GNMA SER 113 CMO 2 500% 10/20/37		2010-10-13	2013-04-20
492 13 FNMA PL #256636 5 500% 3/01/37		2010-02-08	2013-04-25
640 83 FNMA PL #257003 5 500% 12/01/37		2011-04-26	2013-04-25
433 45 FNMA PL #AJ0029 4 000% 10/01/41		2012-03-23	2013-04-25
806 4 FNMA SER 19 CMO 4 000% 1/25/33		2010-02-02	2013-04-25
390 04 FNMA PL #727437 4 500% 7/01/18		2010-02-23	2013-04-25
27 CELGENE CORP		2010-01-29	2013-04-29
405 63 FHLMC GD PL #G06782 4 000% 10/01/41		2012-02-21	2013-05-15
487 9 GNMA SER 113 CMO 2 500% 10/20/37		2010-10-13	2013-05-20

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(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)
541 46 FNMA PL #256636 5 500% 3/01/37		2010-02-08	2013-05-25
826 46 FNMA PL #257003 5 500% 12/01/37		2011-04-26	2013-05-25
426 65 FNMA PL #AJ0029 4 000% 10/01/41		2012-03-23	2013-05-25
928 53 FNMA SER 19 CMO 4 000% 1/25/33		2010-02-02	2013-05-25
336 53 FNMA PL #727437 4 500% 7/01/18		2010-02-23	2013-05-25
89 QUEST DIAGNOSTICS INC		2010-10-13	2013-05-29
22 QUEST DIAGNOSTICS INC		2013-04-05	2013-05-29
110 MICROSOFT CORP		2012-05-23	2013-06-07
512 55 FHLMC GD PL #G06782 4 000% 10/01/41		2012-02-21	2013-06-15
485 24 GNMA SER 113 CMO 2 500% 10/20/37		2010-10-13	2013-06-20
706 82 FNMA PL #256636 5 500% 3/01/37		2010-02-08	2013-06-25
689 15 FNMA PL #257003 5 500% 12/01/37		2011-04-26	2013-06-25
232 17 FNMA PL #AJ0029 4 000% 10/01/41		2012-03-23	2013-06-25
754 85 FNMA SER 19 CMO 4 000% 1/25/33		2010-02-02	2013-06-25
239 73 FNMA PL #727437 4 500% 7/01/18		2010-02-23	2013-06-25
148 CISCO SYSTEMS INC		2011-04-25	2013-07-10
61 MICROSOFT CORP		2011-05-23	2013-07-10
49 MICROSOFT CORP		2013-04-05	2013-07-10
192 05 FHLMC GD PL #G06782 4 000% 10/01/41		2012-02-21	2013-07-15
482 58 GNMA SER 113 CMO 2 500% 10/20/37		2010-10-13	2013-07-20
521 29 FNMA PL #256636 5 500% 3/01/37		2010-02-08	2013-07-25
545 93 FNMA PL #257003 5 500% 12/01/37		2011-04-26	2013-07-25
333 56 FNMA PL #AJ0029 4 000% 10/01/41		2012-03-23	2013-07-25
721 2 FNMA SER 19 CMO 4 000% 1/25/33		2010-02-02	2013-07-25
204 2 FNMA PL #727437 4 500% 7/01/18		2010-02-23	2013-07-25
266 31 FHLMC GD PL #G06782 4 000% 10/01/41		2012-02-21	2013-08-15
479 94 GNMA SER 113 CMO 2 500% 10/20/37		2010-10-13	2013-08-20
245 CVR ENERGY, INC ESCROW		2011-11-14	2013-08-22
406 6 FNMA PL #256636 5 500% 3/01/37		2010-02-08	2013-08-25
685 18 FNMA PL #257003 5 500% 12/01/37		2011-04-26	2013-08-25

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(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.)
187 25 FNMA PL #AJ0029 4 000% 10/01/41		2012-03-23	2013-08-25
873 91 FNMA SER 19 CMO 4 000% 1/25/33		2010-02-02	2013-08-25
268 9 FNMA PL #727437 4 500% 7/01/18		2010-02-23	2013-08-25
119 15 FHLMC GD PL #G06782 4 000% 10/01/41		2012-02-21	2013-09-15
477 32 GNMA SER 113 CMO 2 500% 10/20/37		2010-10-13	2013-09-20
278 24 FNMA PL #256636 5 500% 3/01/37		2010-02-08	2013-09-25
454 16 FNMA PL #257003 5 500% 12/01/37		2011-04-26	2013-09-25
485 71 FNMA PL #AJ0029 4 000% 10/01/41		2012-03-23	2013-09-25
868 18 FNMA SER 19 CMO 4 000% 1/25/33		2010-02-02	2013-09-25
260 09 FNMA PL #727437 4 500% 7/01/18		2010-02-23	2013-09-25
30 BROADCOM CORP CL A		2013-04-05	2013-10-14
159 BROADCOM CORP CL A		2012-05-23	2013-10-14
137 EMC CORP MASS		2010-01-29	2013-10-14
178 SYSCO CORP		2012-05-23	2013-10-14
4 SYSCO CORP		2013-04-05	2013-10-14
68 42 FHLMC GD PL #G06782 4 000% 10/01/41		2012-02-21	2013-10-15
474 71 GNMA SER 113 CMO 2 500% 10/20/37		2010-10-13	2013-10-20
325 64 FNMA PL #256636 5 500% 3/01/37		2010-02-08	2013-10-25
496 69 FNMA PL #257003 5 500% 12/01/37		2011-04-26	2013-10-25
383 8 FNMA PL #AJ0029 4 000% 10/01/41		2012-03-23	2013-10-25
893 27 FNMA SER 19 CMO 4 000% 1/25/33		2010-02-02	2013-10-25
281 61 FNMA PL #727437 4 500% 7/01/18		2010-02-23	2013-10-25
25000 FFCB 2 000% 9/19/18		2011-09-13	2013-11-08
100 DEERE & CO		2012-09-26	2013-11-11
11 DEERE & CO		2013-04-05	2013-11-11
189 57 FHLMC GD PL #G06782 4 000% 10/01/41		2012-02-21	2013-11-15
472 11 GNMA SER 113 CMO 2 500% 10/20/37		2010-10-13	2013-11-20
333 26 FNMA PL #256636 5 500% 3/01/37		2010-02-08	2013-11-25
450 77 FNMA PL #257003 5 500% 12/01/37		2011-04-26	2013-11-25
77 27 FNMA PL #AJ0029 4 000% 10/01/41		2012-03-23	2013-11-25

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
680 91 FNMA SER 19 CMO 4 000% 1/25/33		2010-02-02	2013-11-25
158 5 FNMA PL #727437 4 500% 7/01/18		2010-02-23	2013-11-25
2664 132 ABSOLUTE STRATEGIES FUND I		2012-05-14	2013-12-03
88 23 FHLMC GD PL #G06782 4 000% 10/01/41		2012-02-21	2013-12-15
469 53 GNMA SER 113 CMO 2 500% 10/20/37		2010-10-13	2013-12-20
162 08 FNMA PL #256636 5 500% 3/01/37		2013-11-15	2013-12-25
303 9 FNMA PL #256636 5 500% 3/01/37		2010-02-08	2013-12-25
265 86 FNMA PL #257003 5 500% 12/01/37		2011-04-26	2013-12-25
90 63 FNMA PL #AJ0029 4 000% 10/01/41		2012-03-23	2013-12-25
155 84 FNMA SER 19 CMO 4 000% 1/25/33		2013-11-14	2013-12-25
363 63 FNMA SER 19 CMO 4 000% 1/25/33		2010-02-02	2013-12-25
160 03 FNMA PL #727437 4 500% 7/01/18		2010-02-23	2013-12-25
CAPITAL GAIN DIVIDENDS	P		

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
640		663	-23
485		492	-7
186		170	16
3,057		2,050	1,007
642		672	-30
872		919	-47
594		616	-22
993		1,008	-15
423		434	-11
5,852		5,784	68
612		635	-23
496		503	-7
574		599	-25
683		719	-36
272		282	-10
635		645	-10
480		492	-12
22,482		20,135	2,347
25,433		25,054	379
4,931		4,393	538
27,242		26,821	421
14,937		14,857	80
7,406		6,953	453
5,683		5,594	89
2,432		2,424	8
425		440	-15
493		500	-7
603		629	-26
601		632	-31
495		513	-18

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
871		884	-13
340		348	-8
55		33	22
545		523	22
3,260		1,598	1,662
296		275	21
246		97	149
286		190	96
110		70	40
269		162	107
530		432	98
236		180	56
435		284	151
78		62	16
497		485	12
1,361		1,051	310
104		53	51
767		467	300
315		242	73
199		253	-54
601		622	-21
491		497	-6
492		513	-21
641		673	-32
433		449	-16
806		818	-12
390		399	-9
3,220		1,541	1,679
406		419	-13
488		494	-6

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
541		564	-23
826		866	-40
427		441	-14
929		941	-12
337		344	-7
5,534		4,853	681
1,368		1,275	93
3,896		3,133	763
513		530	-17
485		491	-6
707		735	-28
689		722	-33
232		240	-8
755		765	-10
240		245	-5
3,764		3,050	714
2,113		1,608	505
1,697		1,335	362
192		198	-6
483		488	-5
521		542	-21
546		571	-25
334		345	-11
721		731	-10
204		208	-4
266		275	-9
480		486	-6
407		422	-15
685		716	-31

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
187		193	-6
874		885	-11
269		274	-5
119		123	-4
477		483	-6
278		289	-11
454		474	-20
486		501	-15
868		879	-11
260		265	-5
794		971	-177
4,207		4,388	-181
3,442		2,307	1,135
5,686		5,030	656
128		138	-10
68		71	-3
475		480	-5
326		337	-11
497		518	-21
384		396	-12
893		904	-11
282		287	-5
25,000		25,000	
8,140		7,991	149
895		963	-68
190		195	-5
472		478	-6
333		345	-12
451		470	-19
77		80	-3

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
681		689	-8
159		161	-2
29,439		29,589	-150
88		91	-3
470		475	-5
162		177	-15
304		314	-10
266		277	-11
91		93	-2
156		156	
364		368	-4
160		163	-3
			13,951

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-23
			-7
			16
			1,007
			-30
			-47
			-22
			-15
			-11
			68
			-23
			-7
			-25
			-36
			-10
			-10
			-12
			2,347
			379
			538
			421
			80
			453
			89
			8
			-15
			-7
			-26
			-31
			-18

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	
			-13
			-8
			22
			22
			1,662
			21
			149
			96
			40
			107
			98
			56
			151
			16
			12
			310
			51
			300
			73
			-54
			-21
			-6
			-21
			-32
			-16
			-12
			-9
			1,679
			-13
			-6

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-23
			-40
			-14
			-12
			-7
			681
			93
			763
			-17
			-6
			-28
			-33
			-8
			-10
			-5
			714
			505
			362
			-6
			-5
			-21
			-25
			-11
			-10
			-4
			-9
			-6
			-15
			-31

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-6
			-11
			-5
			-4
			-6
			-11
			-20
			-15
			-11
			-5
			-177
			-181
			1,135
			656
			-10
			-3
			-5
			-11
			-21
			-12
			-11
			-5
			149
			-68
			-5
			-6
			-12
			-19
			-3

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	
			-8
			-2
			-150
			-3
			-5
			-15
			-10
			-11
			-2
			-4
			-3

## Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
MINNEAPOLIS SOCIETY FOR THE BLIND MS KATE GRATHWOL MINNEAPOLIS, MN 554033101	NONE	PC	GRAL OPERATING CHARITABLE	25,020
SIGHT & HEARING ASSOCIATION MS KATHY WEBB EXECUTIVE DIR ST PAUL, MN 551044125	NONE	PC	GRAL OPERATING CHARITABLE	18,765
SISTER KENNY FOUNDATION ATTN STEPHEN BARITEAU MINNEAPOLIS, MN 55422	NONE	SO-I	PROGRAM SUPPORT	9,383
FOLEY SCHOOL DISTRICT PO BOX 397 FOLEY, MN 563290397	NONE	PC	SCHOLARSHIPS	4,691
MILACA PUBLIC SCHOOLS DAMIAN PATNODE PRINCIPAL MILACA, MN 56353	NONE	PC	SCHOLARSHIPS	4,691
<b>Total . . . . .</b>			<b>► 3a</b>	<b>62,550</b>

## TY 2013 Accounting Fees Schedule

**Name:** VIRGIL ADKINS TRUST 16-117702

**EIN:** 41-1642234

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC)	250	250		

**TY 2013 Investments Corporate  
Bonds Schedule****Name:** VIRGIL ADKINS TRUST 16-117702**EIN:** 41-1642234

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
EATON VANCE BUILD AMER BND-I	2,891	2,650
FEDERATED INTMD COR BD INSTL	120,699	118,273
SEI SIMT HIGH YEILD BOND CL A	24,854	27,150
SEI SIT EMERGING MKT DEBT CL A	16,939	15,008
SEI SIT INTL FIXED INCOME CL A	26,761	27,058

**TY 2013 Investments Corporate  
Stock Schedule**

**Name:** VIRGIL ADKINS TRUST 16-117702

**EIN:** 41-1642234

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
FEDERATED STRATEGIC VAL DIV IS	43,688	67,468
HARBOR INTERNATIONAL FD-INS	36,664	59,086
OPPENHEIMER DEVELOPING MKT-Y	16,423	27,618
SEI SIT EMERGING MKT EQUITY CL	10,448	11,955
SEI SIT INTL EQUITY CL A 95	15,297	17,720
SIMT LARGE CAP FUND - A	43,209	52,210
SIMT SMALL CAP FUND - A	62,058	74,926
VANGUARD INTERNATIONAL GROWTH	37,263	62,843
3M CO	7,199	12,482
ABBOT LABS	5,522	7,283
ACTIVISION BLIZZARD, INC.		
AIR PRODUCTS & CHEMICALS, INC.	8,726	12,519
AKAMAI TECHNOLOGIES, INC.	4,619	8,540
APPLE, INC.	9,768	16,270
BROADCOM CORP		
CAMERON INTERNATIONAL CORP	5,392	6,013
CELGENE CORP	3,304	9,293
CISCO SYSTEMS, INC.	5,072	6,662
CITIGROUP, INC.	5,562	7,712
COLGATE PALMOLIVE CO	4,421	7,043
COMCAST CORP CL A	3,622	11,692
CVS CAREMARK CORP	3,852	8,302
DEERE & CO		
DOVER CORP	4,027	8,592
EBAY INC	3,990	6,200
EMC CORP MASS	5,931	6,891
EMERSON ELEC CO	7,636	12,071
EXXONMOBIL CORP	4,551	7,084
GOOGLE INC CL A	6,350	13,449
HUDSON CITY BANCORP INC	7,092	10,543

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ITC HOLDINGS CORP	7,848	10,923
MICROSOFT CORP		
MYLAN INC	4,206	9,548
NIKE INC - CLASS B	5,138	8,414
PEPSICO INC	7,261	9,870
PROCTER & GAMBLE CO	4,963	6,513
QUALCOMM INC	3,886	7,054
QUEST DIAGNOSTICS INC		
SCHLUMBERGER LTD	8,237	11,444
ST JUDE MEDICAL INC	5,785	9,478
STATE STREET CORP	6,553	12,183
STERICYCLE INC	3,235	6,970
SYSCO CORP		
T ROWE PRICE GROUP INC	6,172	10,806
TARGET CORP	7,325	8,795
THE MOSAIC COMPANY	8,770	7,610
THERMO FISHER SCIENTIFIC INC	3,853	8,908
TRANSOCEAN LTD	9,123	9,340
VODAFONE GROUP SPONS ADR	8,716	13,208
VMWARE INC.	5,031	5,652
EXPEDITORS INTL	5,882	5,974
F5 NETWORKS	7,777	9,813
FORD MOTOR CO	6,507	7,653
SPDR S&P 500 ETF TRUST	9,045	9,419
SPDR S&P REGIONAL BANKING ETF	6,947	8,528

## TY 2013 Investments Government Obligations Schedule

**Name:** VIRGIL ADKINS TRUST 16-117702

**EIN:** 41-1642234

### **US Government Securities - End of**

**Year Book Value:** 229,729

### **US Government Securities - End of**

**Year Fair Market Value:** 239,603

### **State & Local Government**

**Securities - End of Year Book  
Value:** 51,792

### **State & Local Government**

**Securities - End of Year Fair  
Market Value:** 51,066

## TY 2013 Investments - Other Schedule

**Name:** VIRGIL ADKINS TRUST 16-117702**EIN:** 41-1642234

<b>Category / Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
ABSOLUTE STRATEGIES FUND I	AT COST	25,049	24,887
DIAMOND HILL LONG/SHORT	AT COST	9,969	10,130
JOHN HANCOCK II	AT COST	9,991	9,937
SEI MULTI ASSET ACCUM	AT COST	25,874	24,877
SEI MULTI ASSET INFL	AT COST	26,039	25,000

## TY 2013 Other Decreases Schedule

**Name:** VIRGIL ADKINS TRUST 16-117702**EIN:** 41-1642234

Description	Amount
AMORTIZATION	2,000
BASIS ADJUSTMENT	60

## TY 2013 Other Expenses Schedule

**Name:** VIRGIL ADKINS TRUST 16-117702

**EIN:** 41-1642234

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER NON-ALLOCABLE EXPENSE -	25	25		0

## TY 2013 Taxes Schedule

**Name:** VIRGIL ADKINS TRUST 16-117702**EIN:** 41-1642234

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX PAYMENT - PRIOR YE	362	362		0
FEDERAL ESTIMATES - INCOME	1,076	1,076		0
FOREIGN TAXES ON QUALIFIED FOR	113	113		0
FOREIGN TAXES ON NONQUALIFIED	74	74		0