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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

2013Department 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.

Open to Public Inspection

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

Name of foundation PAMELA BAKKEN FOUNDATION			A Employer identification number 41-1850599	
Number and street (or P O box number if mail is not delivered to street address) 90 SOUTH 7TH STREET, SUITE 5100		Room/suite	B Telephone number (see instructions) (888) 730-4933	
City or town MINNEAPOLIS	State MN	ZIP code 55402		
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) \$ 990,679		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 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	18,950	18,890		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	40,724			
	b Gross sales price for all assets on line 6a 266,917				
	7 Capital gain net income (from Part IV, line 2)		40,724		
	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)	1,191				
12 Total. Add lines 1 through 11	60,865				
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)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,834	800		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,298	2,462		836
	24 Total operating and administrative expenses. Add lines 13 through 23	7,132	3,262	0	836
	25 Contributions, gifts, grants paid	54,500			54,500
26 Total expenses and disbursements. Add lines 24 and 25	61,632	3,262	0	55,336	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-767				
b Net investment income (if negative, enter -0-)		57,543			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

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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				
	2	Savings and temporary cash investments	34,894	44,709	44,630	
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)				
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)	702,296	696,896	946,049		
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)	737,190	741,605	990,679		
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	737,190	741,605		
	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)	737,190	741,605		
31	Total liabilities and net assets/fund balances (see instructions)	737,190	741,605			

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	737,190
2	Enter amount from Part I, line 27a	2	-767
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	5,814
4	Add lines 1, 2, and 3	4	742,237
5	Decreases not included in line 2 (itemize) ▶ MUTUAL FUND & CTF INCOME SUBTRACTION	5	632
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	741,605

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	40,724
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?
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.☐ Yes ☒ No**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	29,957	835,336	0.035862
2011	9,953	827,871	0.012022
2010	36,923	769,731	0.047969
2009	31,441	711,150	0.044211
2008	55,604	886,962	0.062690

2 Total of line 1, column (d)	2	0.202754
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	0.040551
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	940,395
5 Multiply line 4 by line 3	5	38,134
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	575
7 Add lines 5 and 6	7	38,709
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	55,336

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		575
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		575
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		575
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,704	
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		1,704
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		1,129
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax 575 Refunded	11		554

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no. ▶ 888-730-4933			
Located at ▶ PO Box 63954 MAC A0348-012 SAN FRANCISCO CA ZIP+4 ▶ 94163				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? ☐	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ 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)
- 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
PAMELA PETERSMEYER 15195 EDGEWATER CIRCLE NE PRIOR LAKE, MN 5	DIRECTOR 1 00			

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	910,320
b	Average of monthly cash balances	1b	44,396
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	954,716
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	954,716
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	14,321
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	940,395
6	Minimum investment return. Enter 5% of line 5	6	47,020

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	47,020
2a	Tax on investment income for 2013 from Part VI, line 5	2a	575
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	575
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	46,445
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	46,445
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	46,445

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	55,336
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	55,336
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	575
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	54,761

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				46,445
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			18,630	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 55,336				
a Applied to 2012, but not more than line 2a			18,630	
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				36,706
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				9,739
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

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

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

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

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total				3a 54,500
b Approved for future payment NONE				
Total				3b 0

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.

[illegible]

**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

Date 2/

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

JOSEPH J. CASTRIANO

Preparer's signature

John

Date

4/21/2014

Check ☒ if self-employed

PTIN

P01251603

Firm's name ▶ PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

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

Phone no	412-355-6000
----------	--------------

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

Recipient(s) paid during the year

Name

RIVER VALLEY YMCA

Street

3575 SHEPHERDSPATH NW

City

PRIOR LAKE

State

MN

Zip Code

55379

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

9,000

Name

PRIOR LAKE HIGH SCHOOL

Street

7575 150TH ST W

City

SAVAGE

State

MN

Zip Code

55372

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

24,500

Name

GOLDEN GOPHER FUND

Street

516 15TH AVE SE

City

MINNEAPOLIS

State

MN

Zip Code

55455

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

Name

SHEPHERD OF THE LAKE

Street

3611 SHEPHERDSPATH NW

City

PRIOR LAKE

State

MN

Zip Code

55379

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

15,000

Name

THE BAKKEN MUSEUM

Street

3537 ZENITH AVE S

City

MINNEAPOLIS

State

MN

Zip Code

55416

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

Name

PRIOR LAKE FIRE DEPARTMENT

Street

FISH POINT RD

City

PRIOR LAKE

State

MN

Zip Code

55372

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

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

Check "X" to include in Part IV		Long Term CG Distributions		Amount		Totals		Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
		Short Term CG Distributions		3,311		Other sales		266,917		226,183		40,724		0	
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
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	
X	BAXTER INTL INC	071813109			5/7/2012		5/8/2013	779	605					174	
X	BERKSHIRE HATHAWAY INC	084970702			5/7/2012		5/8/2013	1,323	985					338	
X	BLACKROCK INC	09247X101			6/5/2012		2/26/2013	1,175	833					342	
X	BLACKROCK INC	09247X101			8/22/2011		2/26/2013	235	154					81	
X	BLACKROCK INC	09247X101			8/22/2011		5/8/2013	551	307					244	
X	BLACKROCK INC	09247X101			8/19/2011		5/8/2013	276	152					124	
X	CNOOC - CHINA NATIONAL O	126132109			3/13/2012		7/9/2013	339	446					-107	
X	CNOOC - CHINA NATIONAL O	126132109			3/30/2010		7/9/2013	2,540	2,510					30	
X	CNOOC - CHINA NATIONAL O	126132109			3/29/2010		7/10/2013	834	832					2	
X	CNOOC - CHINA NATIONAL O	126132109			3/30/2010		7/10/2013	500	502					-2	
X	CNOOC - CHINA NATIONAL O	126132109			3/31/2010		7/10/2013	2,835	2,818					17	
X	CSX CORP	126408103			1/7/2012		5/8/2013	840	538					302	
X	CAPITAL ONE FINANCIAL CORP	14040H105			5/7/2012		5/8/2013	771	715					56	
X	CLOUD PEAK ENERGY INC	18911Q102			1/12/2012		6/27/2013	522	645					-123	
X	CLOUD PEAK ENERGY INC	18911Q102			1/13/2012		6/27/2013	702	853					-151	
X	CLOUD PEAK ENERGY INC	18911Q102			8/29/2012		6/27/2013	408	451					-43	
X	DODGE & COX INCOME FDC	256210105			8/28/2012		12/19/2013	15,715	16,064					-349	
X	DODGE & COX INCOME FDC	256210105			9/25/2012		12/19/2013	360	368					-8	
X	DODGE & COX INCOME FDC	256210105			12/19/2012		12/19/2013	121	124					-3	
X	DODGE & COX INCOME FDC	256210105			3/28/2013		12/19/2013	123	126					3	
X	DODGE & COX INCOME FDC	256210105			8/25/2013		12/19/2013	116	115					1	
X	DODGE & COX INCOME FDC	256210105			9/25/2013		12/19/2013	122	121					1	
X	EDISON INTL COM	281020107			4/17/2009		3/12/2013	1,061	658					403	
X	EDISON INTL COM	281020107			4/17/2009		3/12/2013	2,627	1,465					1,162	
X	EDISON INTL COM	281020107			4/17/2009		3/13/2013	2,841	1,634					1,207	
X	FMC TECHNOLOGIES INC	30248U101			2/4/2013		5/8/2013	782	666					116	
X	FMC TECHNOLOGIES INC	30248U101			5/7/2012		5/8/2013	391	309					82	
X	FED HOME LN BK 2.000%	3133753K1			7/25/2011		8/15/2013	25,000	25,000					0	
X	GENTEX CORP	371901109			3/12/2012		1/22/2013	156	199					-43	
X	GENTEX CORP	371901109			3/12/2012		1/23/2013	440	572					-132	
X	GENTEX CORP	371901109			3/12/2012		4/26/2013	306	396					-90	
X	GENTEX CORP	371901109			3/9/2012		4/26/2013	572	641					-69	
X	GENTEX CORP	371901109			3/12/2012		4/26/2013	484	545					-61	
X	GENTEX CORP	371901109			6/6/2012		4/26/2013	330	327					3	
X	GILEAD SCIENCES INC	375558103			2/4/2013		5/8/2013	523	401					122	
X	GOLDMAN SACHS GROUP INC	38141G104			2/5/2010		5/8/2013	1,045	1,077					-32	
X	HEINZ H J CO	423074103			10/6/2011		5/8/2013	746	488					258	
X	ILLINOIS TOOL WORKS INC	432074103			12/9/2010		4/1/2013	6,860	4,717					2,143	
X	AMERICAN EXPRESS CO	452308109			10/23/2008		5/8/2013	811	560					251	
X	AMPHENOL CORP CL A	032095101			8/17/2010		5/8/2013	1,402	838					564	
X	ANSYS INC	03662Q105			4/4/2011		5/8/2013	1,321	887					434	
X	ANSYS INC	03662Q105			7/26/2007		9/11/2013	880	256					624	
X	ANSYS INC	03662Q105			7/26/2007		9/12/2013	618	178					439	
X	ABBOTT LABS	028241100			4/3/2013		9/12/2013	1,059	307					752	
X	ABBOTT LABS	028241100			10/7/2008		5/8/2013	1,010	1,012					-2	
X	ABBOTT LABS	028241100			9/19/2008		9/12/2013	794	218					576	
X	ABBOTT LABS	028241100			9/19/2008		1/14/2013	2,895	2,108					887	
X	ABBOTT LABS	028241100			10/28/2008		9/12/2013	530	149					381	
X	ABBOTT LABS	028241100			5/7/2012		5/8/2013	386	442					-56	
X	ABBOTT LABS	028241100			9/2/2012		5/8/2013	232	248					-16	
X	ABBOTT LABS	028241100			3/9/2010		5/8/2013	928	446					482	
X	ABBOTT LABS	028241100			7/20/2012		2/26/2013	1,134	112					22	
X	ABBOTT LABS	028241100			5/7/2012		2/26/2013	1,737	1,430					307	
X	ABBOTT LABS	028241100			2/17/2011		2/26/2013	1,208	1,032					176	
X	ABBOTT LABS	028241100			2/17/2011		5/8/2013	856	645					211	
X	ABBOTT LABS	028241100			1/14/2013		1/30/2013	2,460	2,402					58	
X	ABBOTT LABS	028241100			4/1/2013		6/11/2013	2,712	2,651					61	
X	ABBOTT LABS	028241100			4/1/2013		6/20/2013	315	316					-1	
X	ABBOTT LABS	028241100			1/14/2013		6/21/2013	697	644					53	
X	ABBOTT LABS	028241100			3/14/2013		6/21/2013	1,268	1,255					13	
X	ABBOTT LABS	028241100			4/1/2013		6/21/2013	824	820					4	
X	ABBOTT LABS	028241100			10/12/2012		6/21/2013	507	462					45	
X	ABBOTT LABS	028241100			4/6/2010		1/22/2013	422	415					7	
X	ABBOTT LABS	028241100			1/21/2012		1/22/2013	422	422					0	
X	ABBOTT LABS	028241100			8/15/2012		1/22/2013	253	253					0	
X	ABBOTT LABS	028241100			12/11/2012		1/22/2013	169	169					0	
X	ABBOTT LABS	028241100			12/11/2012		1/22/2013	169	169					0	

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	Capital Gains/Losses				Totals					
							Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Cost, Other Basis and Expenses		Net Gain or Loss			
											Depreciation	Adjustments				
Long Term CG Distributions							Amount		3,311		266,917		226,193		40,724	
Short Term CG Distributions													0		0	
68	X	ISHARES BARCLAYS 1-3 YEAR	464287457		12/12/2012		1/22/2013	169	169							0
70	X	ISHARES BARCLAYS 1-3 YEAR	464287457		12/17/2012		1/22/2013	507	507							0
71	X	ISHARES BARCLAYS 1-3 YEAR	464287457		12/21/2012		2/27/2013	169	169							0
72	X	ISHARES BARCLAYS 1-3 YEAR	464287457		12/21/2012		2/27/2013	169	169							0
73	X	ISHARES BARCLAYS 1-3 YEAR	464287457		12/22/2012		2/27/2013	169	169							0
74	X	ISHARES BARCLAYS 1-3 YEAR	464287457		12/27/2012		2/27/2013	84	84							0
75	X	ISHARES BARCLAYS 1-3 YEAR	464287457		1/18/2013		5/2/2013	169	169							0
76	X	ISHARES BARCLAYS 1-3 YEAR	464287457		1/18/2013		5/2/2013	169	169							0
77	X	ISHARES BARCLAYS 1-3 YEAR	464287457		1/19/2013		5/2/2013	169	169							0
78	X	ISHARES BARCLAYS 1-3 YEAR	464287457		4/26/2013		5/2/2013	760	761							-1
79	X	ISHARES BARCLAYS 1-3 YEAR	464287457		3/27/2013		6/10/2013	253	253							0
80	X	ISHARES BARCLAYS 1-3 YEAR	464287457		1/24/2013		6/10/2013	84	84							0
81	X	ISHARES BARCLAYS 1-3 YEAR	464287457		4/18/2013		6/10/2013	337	338						1	0
82	X	ISHARES BARCLAYS 1-3 YEAR	464287457		4/26/2013		6/10/2013	759	761						2	0
83	X	ISHARES BARCLAYS 1-3 YEAR	464287457		1/4/2013		6/10/2013	169	169							0
84	X	ISHARES BARCLAYS 1-3 YEAR	464287457		1/4/2013		6/10/2013	169	169							0
85	X	ISHARES BARCLAYS 1-3 YEAR	464287457		1/5/2013		6/10/2013	169	169							0
86	X	ISHARES BARCLAYS 1-3 YEAR	464287457		4/12/2013		6/10/2013	761	761						2	0
87	X	ISHARES BARCLAYS 1-3 YEAR	464287457		12/27/2012		6/10/2013	253	253							0
88	X	ISHARES 1-3 YEAR TREASUR	464287457		12/17/2012		8/7/2013	169	169						1	0
89	X	ISHARES 1-3 YEAR TREASUR	464287457		12/18/2012		8/7/2013	169	169						1	0
90	X	ISHARES 1-3 YEAR TREASUR	464287457		3/25/2013		9/12/2013	253	254						-1	0
91	X	ISHARES 1-3 YEAR TREASUR	464287457		12/17/2012		9/12/2013	169	169						-1	0
92	X	ISHARES 1-3 YEAR TREASUR	464287457		1/6/2013		9/12/2013	84	85						-1	0
93	X	MCDONALDS CORP	580135101		7/24/2009		5/8/2013	909	505						0	404
94	X	MCKESSON CORP	58155Q103		7/20/2012		5/8/2013	115	95						0	20
95	X	MCKESSON CORP	58155Q103		7/24/2012		5/8/2013	231	185						0	45
96	X	MCKESSON CORP	58155Q103		5/7/2012		5/8/2013	1,039	809						0	230
97	X	MEDMAX INC	58502B106		2/23/2012		1/22/2013	259	222						0	37
98	X	METTLER-TOLEDO INTL INC	592688105		8/29/2012		2/1/2013	857	660						0	197
99	X	NIKE INC CL B	654106103		3/17/2006		5/8/2013	511	172						0	339
100	X	NORDSTROM INC	655664100		5/7/2012		5/8/2013	283	278						0	15
101	X	NORDSTROM INC	655664100		9/30/2010		5/8/2013	820	522						0	298
102	X	NORDSTROM INC	655664100		9/30/2010		9/11/2013	854	559						0	295
103	X	OCEANEERING INTL INC	675232102		8/29/2012		5/23/2013	1,106	822						0	284
104	X	OCEANEERING INTL INC	675232102		1/24/2008		5/23/2013	516	78						0	438
105	X	OCEANEERING INTL INC	675232102		1/24/2008		5/24/2013	2,927	444						0	2,483
106	X	OIL STATES INTERNATIONAL	678026105		9/7/2012		5/23/2013	1,290	1,073						0	217
107	X	ORBITAL SCIENCES CORP	685564106		9/29/2009		10/15/2013	1,039	720						0	319
108	X	ORBITAL SCIENCES CORP	685564106		9/29/2009		10/16/2013	218	151						0	67
109	X	ORBITAL SCIENCES CORP	685564106		9/29/2009		10/16/2013	44	31						0	13
110	X	ORBITAL SCIENCES CORP	685564106		9/30/2010		10/16/2013	261	184						0	77
111	X	ORBITAL SCIENCES CORP	685564106		9/30/2009		10/16/2013	22	15						0	7
112	X	ORBITAL SCIENCES CORP	685564106		9/30/2009		10/17/2013	333	227						0	106
113	X	ORBITAL SCIENCES CORP	685564106		9/29/2010		10/17/2013	1,395	1,121						0	274
114	X	PAYCHEX INC	704326107		1/28/2011		10/17/2013	349	264						0	85
115	X	PAYCHEX INC	704326107		1/28/2011		11/27/2013	263	198						0	65
116	X	PAYCHEX INC	704326107		1/28/2011		11/29/2013	828	627						0	201
117	X	PAYCHEX INC	704326107		1/26/2011		12/2/2013	828	627						0	80
118	X	PEPSICO INC	713448108		5/7/2012		5/8/2013	414	334						0	52
119	X	PEPSICO INC	713448108		7/20/2012		5/8/2013	331	279						0	70
120	X	PEPSICO INC	713448108		7/24/2012		5/8/2013	414	344						0	92
121	X	PEPSICO INC	713448108		6/16/2006		5/8/2013	331	239						0	710
122	X	PERIGO CO	714290103		6/15/2011		11/12/2013	3,731	3,021						0	269
123	X	PRECISION CASTPARTS CORP	740189105		3/26/2010		5/8/2013	766	497						0	710
124	X	QUALCOMM INC	747525103		3/20/2012		5/8/2013	1,601	1,668						0	-67
125	X	QUALCOMM INC	747525103		8/15/2012		5/8/2013	1,473	1,441						0	32
126	X	ROCK-TENN CO CL A	772739207		6/8/2011		7/8/2013	211	138						0	73
127	X	ROCK-TENN CO CL A	772739207		9/29/2012		7/8/2013	528	334						0	194
128	X	ROCK-TENN CO CL A	772739207		6/20/2011		7/8/2013	1,055	704						0	351
129	X	ROCK-TENN CO CL A	772739207		7/29/2010		7/8/2013	844	421						0	423
130	X	ROCK-TENN CO CL A	772739207		7/29/2010		7/8/2013	233	105						0	128
131	X	ROCK-TENN CO CL A	772739207		9/23/2010		8/2/2013	1,164	482						0	682
132	X	ROCK-TENN CO CL A	772739207		9/24/2010		8/2/2013	349	151						0	198
133	X	ROCK-TENN CO CL A	772739207		9/27/2010		8/2/2013	698	304						0	394
134	X	ROCK-TENN CO CL A	772739207		9/28/2010		8/2/2013	465	202						0	263
135	X	ROCK-TENN CO CL A	772739207		9/28/2010		8/2/2013	814	354						0	460
136	X	SPDR S & P 500 ETF TRUST	78462F103		1/11/2013		2/4/2013	3,887	3,826						0	61

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			3,311		Capital Gains/Losses				Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
					Other sales				286,917		226,193		40,724	
					0				0		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
137	X	SPDR S & P 500 ETF TRUST	78462F103		12/5/2012		2/4/2013	588	567				0	31
138	X	SPDR S & P 500 ETF TRUST	78462F103		2/26/2013		4/2/2013	2,021	1,941				0	80
139	X	SPDR S & P 500 ETF TRUST	78462F103		2/26/2013		6/18/2013	825	746				0	79
140	X	SPDR S & P 500 ETF TRUST	78462F103		2/26/2013		9/6/2013	833	746				0	87
141	X	SPDR S & P 500 ETF TRUST	78462F103		8/19/2010		9/11/2013	505	324				0	181
142	X	SPDR S & P 500 ETF TRUST	78462F103		10/6/2011		9/11/2013	698	698				0	312
143	X	SPDR S & P 500 ETF TRUST	78462F103		5/7/2012		9/11/2013	842	887				0	155
144	X	SPDR S & P 500 ETF TRUST	78462F103		12/5/2012		9/11/2013	1,179	993				0	186
145	X	SPDR BARCLAYS CONVERTIBLE	78464A359		11/11/2010		5/8/2013	8,720	8,158				0	562
146	X	SPDR BARCLAYS CONVERTIBLE	78464A359		3/13/2012		5/8/2013	8,065	7,384				0	682
147	X	SPDR BARCLAYS HIGH YIELD	78464A417		8/28/2011		5/10/2013	5,405	4,864				0	541
148	X	SPDR BARCLAYS HIGH YIELD	78464A417		3/13/2012		5/10/2013	5,073	4,863				0	210
149	X	SCHLUMBERGER LTD	806857108		5/27/2011		5/8/2013	1,158	1,158				0	-120
150	X	AMEX MATERIALS SPDR	81369Y100		11/11/2010		5/8/2013	9,301	8,327				0	974
151	X	AMEX MATERIALS SPDR	81369Y100		3/13/2012		5/8/2013	8,482	7,769				0	723
152	X	AMEX ENERGY SELECT SPDR	81369Y508		11/11/2010		5/8/2013	10,861	8,572				0	2,289
153	X	AMEX ENERGY SELECT SPDR	81369Y508		3/13/2012		5/8/2013	10,056	9,310				0	746
154	X	AMEX ENERGY SELECT SPDR	81369Y508		8/13/2012		5/8/2013	3,218	2,880				0	338
155	X	STAPLES INC	855030102		5/7/2012		10/17/2013	290	269				0	11
156	X	STAPLES INC	855030102		5/22/2012		10/17/2013	436	380				0	56
157	X	STAPLES INC	855030102		5/22/2012		11/27/2013	338	298				0	39
158	X	STAPLES INC	855030102		5/22/2012		11/29/2013	217	190				0	27
159	X	STAPLES INC	855030102		8/10/2012		12/2/2013	46	34				0	12
160	X	STAPLES INC	855030102		5/22/2012		12/2/2013	557	489				0	68
161	X	STAPLES INC	855030102		9/10/2012		12/2/2013	108	79				0	29
162	X	STARWOOD HOTELS & RESO	85590A401		8/15/2011		5/8/2013	1,124	771				0	353
163	X	TEXAS INSTRUMENTS INC	882508104		5/7/2012		5/8/2013	740	617				0	123
164	X	THERMO FISHER SCIENTIFIC	883556102		11/26/2010		5/8/2013	1,670	1,032				0	638
165	X	THERMO FISHER SCIENTIFIC	883556102		11/26/2010		9/11/2013	721	413				0	308
166	X	TRANSDIGM GROUP INC	893641100		8/28/2012		4/16/2013	740	696				0	44
167	X	TRANSDIGM GROUP INC	893641100		11/22/2011		4/16/2013	1,036	649				0	387
168	X	TRANSDIGM GROUP INC	893641100		11/22/2011		4/17/2013	2,317	1,483				0	834
169	X	UGI CORP NEW COM	902681105		8/29/2012		3/25/2013	888	736				0	163
170	X	UGI CORP NEW COM	902681105		4/26/2006		3/26/2013	188	110				0	78
171	X	UGI CORP NEW COM	902681105		4/27/2006		3/26/2013	150	88				0	62
172	X	UGI CORP NEW COM	902681105		4/28/2006		3/26/2013	150	90				0	60
173	X	UGI CORP NEW COM	902681105		10/13/2008		3/26/2013	225	148				0	77
174	X	UGI CORP NEW COM	902681105		2/3/2006		3/26/2013	263	151				0	112
175	X	UGI CORP NEW COM	902681105		10/12/2009		3/26/2013	338	224				0	114
176	X	UGI CORP NEW COM	902681105		8/29/2012		3/26/2013	414	337				0	77
177	X	UGI CORP NEW COM	902681105		10/12/2009		3/26/2013	38	25				0	13
178	X	UGI CORP NEW COM	902681105		2/1/2006		3/27/2013	493	278				0	214
179	X	UGI CORP NEW COM	902681105		2/2/2006		3/27/2013	152	86				0	66
180	X	UGI CORP NEW COM	902681105		2/3/2006		3/27/2013	227	129				0	88
181	X	UGI CORP NEW COM	902681105		2/6/2006		3/27/2013	265	150				0	115
182	X	UNITED TECHNOLOGIES COR	913017109		6/30/2005		5/8/2013	1,221	677				0	544
183	X	VCA ANTECH INC	818194101		6/27/2008		6/10/2013	185	198				0	-13
184	X	VCA ANTECH INC	818194101		4/21/2008		6/13/2013	621	677				0	-56
185	X	VCA ANTECH INC	818194101		6/27/2008		6/13/2013	78	85				0	-7
186	X	VCA ANTECH INC	818194101		6/27/2008		6/13/2013	155	170				0	-15
187	X	VCA ANTECH INC	818194101		4/22/2008		6/13/2013	52	56				0	-4
188	X	V F CORP	818204108		5/7/2012		5/8/2013	723	591				0	132
189	X	UGI CORP NEW COM	902681105		5/1/2006		3/26/2013	75	47				0	28
190	X	UGI CORP NEW COM	902681105		10/12/2009		3/26/2013	150	89				0	51
191	X	VANGUARD FTSE EMERGING	922042858		11/19/2008		5/15/2013	2,635	1,247				0	1,388
192	X	VANGUARD FTSE EMERGING	922042858		8/22/2008		5/31/2013	2,298	1,143				0	1,156
193	X	WASTE MANAGEMENT INC	941061109		3/13/2012		10/17/2013	1,514	1,252				0	262
194	X	WASTE MANAGEMENT INC	941061109		3/13/2012		11/27/2013	182	138				0	43
195	X	WASTE MANAGEMENT INC	941061109		8/4/2011		11/27/2013	1,093	730				0	363
196	X	WASTE MANAGEMENT INC	941061109		8/4/2011		11/28/2013	729	487				0	242
197	X	WASTE MANAGEMENT INC	941061109		8/4/2011		12/2/2013	2,250	1,520				0	730
198	X	WEX INC	962081104		8/28/2012		3/6/2013	77	65				0	12
199	X	WILEY JOHN & SONS INC	968223206		8/28/2009		1/28/2013	191	162				0	29
200	X	WILEY JOHN & SONS INC	968223206		9/28/2009		1/28/2013	191	171				0	20
201	X	WILEY JOHN & SONS INC	968223206		8/29/2012		1/28/2013	382	486				0	-104
202	X	WILEY JOHN & SONS INC	968223206		8/27/2009		1/28/2013	228	191				0	38
203	X	WILEY JOHN & SONS INC	968223206		8/18/2009		1/29/2013	496	395				0	101
204	X	WILEY JOHN & SONS INC	968223206		8/18/2009		1/29/2013	228	189				0	40

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

		Amount		Totals									
		3,311		Capital Gains/Losses									
				Other sales									

Account Statement For:
PAMELA BAKKEN FOUNDATION M/A

Period Covered: December 1, 2013 - December 31, 2013



ASSET DETAIL

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCUMULATED INCOME
Cash & Equivalents							
CASH							
INCOME			\$94.07	\$94.07	\$0.00		
Total Cash			\$94.07	\$94.07	\$0.00		
MONEY MARKET							
WELLS FARGO ADVANTAGE GOVERNMENT MONEY MARKET FUND	13,726.730		\$13,726.73	\$13,726.73	\$0.00	0.01%	\$0.11
INSTL CLASS - #1751							
<i>Asset held in Invested Income Portfolio</i>							
WELLS FARGO ADVANTAGE GOVERNMENT MONEY MARKET FUND	5,888.240		5,888.24	5,888.24	0.00	0.01	0.02
INSTL CLASS - #1751							
Total Money Market			\$19,614.97	\$19,614.97	\$0.00	0.01%	\$0.13
OTHER							
BMW BANK OF NORTH AMERICA CERT OF DEPOSIT	25,000.000	\$99.683	\$24,920.75	\$25,000.00	-\$79.25	1.20%	\$37.81
DTD 11/16/12 1 200 11/16/2016							
CUSIP: 05568P2K2							
Total Other			\$24,920.75	\$25,000.00	-\$79.25	1.20%	\$37.81
Total Cash & Equivalents			\$44,629.79	\$44,709.04	-\$79.25	0.68%	\$37.94

Account Statement For:
PAMELA BAKKEN FOUNDATION M/A

Period Covered: December 1, 2013 - December 31, 2013

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION

Fixed Income

GOVERNMENT OBLIGATIONS

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	YIELD TO MATURITY	ACCUMULATED INCOME
FED FARM CREDIT BK DTD 10/25/12 1.240 10/25/2018 CUSIP: 3133EA6F0 MOODY'S RATING: AAA STANDARD & POOR'S RATING: AA+	25,000,000	\$96.659	\$24,164.75	\$25,000.00	-\$835.25	1.97%	\$56.83
FED NATL MTG ASSN DTD 10/03/12 04/03/2020 STEP CPN CUSIP: 3136G0E72 MOODY'S RATING: AAA STANDARD & POOR'S RATING: AA+	25,000,000	96.782	24,195.50	25,000.00	-804.50	1.54	61.11
FED NATL MTG ASSN SER 0000 DTD 09/20/12 09/20/2017 STEP CPN CUSIP: 3136G0A27 MOODY'S RATING: AAA STANDARD & POOR'S RATING: AA+	25,000,000	98.422	24,605.50	25,000.00	-394.50	1.19	52.60
Total Government Obligations			\$72,965.75	\$75,000.00	-\$2,034.25		\$170.54

ASSET DESCRIPTION

Fixed Income

DOMESTIC MUTUAL FUNDS

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCUMULATED INCOME
ISHARES 1-3 YEAR TREASURY BOND SYMBOL: SHY CUSIP: 464287457	96,000	\$84.380	\$8,100.48	\$8,105.22	-\$4.74	0.26%	\$0.00
Total Domestic Mutual Funds			\$8,100.48	\$8,105.22	-\$4.74	0.26%	\$0.00

Account Statement For:
PAMELA BAKKEN FOUNDATION M/A

Period Covered: December 1, 2013 - December 31, 2013

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Fixed Income *(continued)*

INTERNATIONAL MUTUAL FUNDS

PIMCO EMERGING LOCAL BOND FUND INST
#332

SYMBOL: PELBX CUSIP: 72201F516

TEMPLETON GLOBAL BOND FUND - ADVISOR
CLASS #616

SYMBOL: TGBAX CUSIP: 880208400

Total International Mutual Funds

Total Fixed Income

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCURED INCOME
PIMCO EMERGING LOCAL BOND FUND INST #332	1,711.351	\$9.330	\$15,966.90	\$18,186.65	-\$2,219.75	4.89%	\$0.00
TEMPLETON GLOBAL BOND FUND - ADVISOR CLASS #616	1,425.929	13.090	18,665.41	18,689.64	-24.23	3.92	0.00
Total International Mutual Funds			\$34,632.31	\$36,876.29	-\$2,243.98	4.37%	\$0.00
Total Fixed Income			\$115,698.54	\$119,981.51	-\$4,282.97		\$170.54

ASSET DESCRIPTION

Equities

CONSUMER DISCRETIONARY

ALLISON TRANSMISSION HOLDINGS
SYMBOL: ALSN CUSIP: 01973R101

COACH INC

SYMBOL: COH CUSIP: 189754104

GENTEX CORP

SYMBOL: GNTX CUSIP: 371901109

GENTHERM INC

SYMBOL: THRM CUSIP: 37253A103

IRIDIUM COMMUNICATIONS INC

SYMBOL: IRDM CUSIP: 46269C102

MATTEL INC

SYMBOL: MAT CUSIP: 577081102

MCDONALDS CORP

SYMBOL: MCD CUSIP: 580135101

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCURED INCOME
ALLISON TRANSMISSION HOLDINGS SYMBOL: ALSN CUSIP: 01973R101	172.000	\$27.610	\$4,748.92	\$3,488.15	\$1,260.77	1.74%	\$0.00
COACH INC SYMBOL: COH CUSIP: 189754104	70.000	56.130	3,929.10	3,816.37	112.73	2.40	23.63
GENTEX CORP SYMBOL: GNTX CUSIP: 371901109	246.000	32.980	8,113.08	4,490.49	3,622.59	1.70	0.00
GENTHERM INC SYMBOL: THRM CUSIP: 37253A103	251.000	26.810	6,729.31	4,656.63	2,072.68	0.00	0.00
IRIDIUM COMMUNICATIONS INC SYMBOL: IRDM CUSIP: 46269C102	666.000	6.251	4,163.17	4,562.25	-399.08	0.00	0.00
MATTEL INC SYMBOL: MAT CUSIP: 577081102	113.000	47.580	5,376.54	5,097.99	278.55	3.19	0.00
MCDONALDS CORP SYMBOL: MCD CUSIP: 580135101	48.000	97.030	4,657.44	2,633.43	2,024.01	3.34	0.00

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ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCUMULATED INCOME
Equities (continued)							
CONSUMER DISCRETIONARY (continued)							
MORNINGSTAR INC COM	49,000	78.090	3,826.41	1,882.59	1,943.82	0.87	0.00
SYMBOL: MORN CUSIP: 617700109							
NIKE INC CL B	70,000	78.640	5,504.80	1,500.80	4,004.00	1.22	16.80
SYMBOL: NIKE CUSIP: 654106103							
NORDSTROM INC	81,000	61.800	5,005.80	3,019.27	1,986.53	2.14	0.00
SYMBOL: JWN CUSIP: 655664100							
PETSMART INC COM	75,000	72.750	5,456.25	5,465.32	- 9.07	1.07	0.00
SYMBOL: PETM CUSIP: 716768106							
SELECT COMFORT CORPORATION	163,000	21.090	3,437.67	3,161.08	276.59	0.00	0.00
SYMBOL: SCSS CUSIP: 81616X103							
STAPLES INC	170,000	15.890	2,701.30	1,928.50	772.80	3.02	20.40
SYMBOL: SPLS CUSIP: 855030102							
STARWOOD HOTELS & RESORTS WORLDWIDE INC COM	71,000	79.450	5,640.95	3,218.07	2,422.88	1.70	0.00
SYMBOL: HOT CUSIP: 85590A401							
TUPPERWARE BRANDS CORPORATION	50,000	94.530	4,726.50	3,220.02	1,506.48	2.88	31.00
SYMBOL: TUP CUSIP: 899896104							
V F CORP	64,000	62.340	3,989.76	2,365.54	1,624.22	1.68	0.00
SYMBOL: VFC CUSIP: 918204108							
Total Consumer Discretionary			\$78,007.00	\$54,506.50	\$23,500.50	1.65%	\$91.83

Account Statement For:
PAMELA BAKKEN FOUNDATION M/A

Period Covered: December 1, 2013 - December 31, 2013

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

CONSUMER STAPLES

COLGATE PALMOLIVE CO
SYMBOL: CL CUSIP: 194162103
GNC HOLDINGS INC
SYMBOL: GNC CUSIP: 36191G107
PEPSICO INC
SYMBOL: PEP CUSIP: 713448108
SPECTRUM BRANDS HOLDINGS INC
SYMBOL: SPB CUSIP: 84763R101
WAL MART STORES INC
SYMBOL: WMT CUSIP: 931142103

Total Consumer Staples

ENERGY

APACHE CORP
SYMBOL: APA CUSIP: 037411105
CHEVRON CORP
SYMBOL: CVX CUSIP: 166764100
FMC TECHNOLOGIES INC
SYMBOL: FTI CUSIP: 30249U101
GEOSPACE TECHNOLOGIES CORP
SYMBOL: GEOS CUSIP: 37364X109
OIL STATES INTERNATIONAL INC
SYMBOL: OIS CUSIP: 678026105

Total Energy

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCURED INCOME
118 000	\$65.210	\$7,694.78	\$2,955.31	\$4,739.47	2.21%	\$0.00
92 000	58.450	5,377.40	3,436.47	1,940.93	1.09	0.00
54 000	82.940	4,478.76	3,222.46	1,256.30	2.74	30.65
79 000	70.550	5,573.45	3,311.10	2,262.35	1.42	0.00
90 000	78.690	7,082.10	5,310.22	1,771.88	2.44	42.30
		\$30,206.49	\$18,235.56	\$11,970.93	2.00%	\$72.95
45 000	\$85.940	\$3,867.30	\$2,559.42	\$1,307.88	1.16%	\$0.00
63 000	124.910	7,869.33	4,522.77	3,346.56	3.20	0.00
86 000	52.210	4,490.06	1,935.46	2,554.60	0.00	0.00
79 000	94.636	7,476.24	6,338.10	1,138.14	0.00	0.00
37 000	101.720	3,763.64	2,401.57	1,362.07	0.00	0.00
		\$27,466.57	\$17,757.32	\$9,709.25	1.08%	\$0.00



ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

FINANCIALS

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCURED INCOME
AFLAC INC SYMBOL: AFL CUSIP: 001055102	237,000	\$66.800	\$15,831.60	\$11,598.76	\$4,232.84	2.22%	\$0.00
AMERICAN EXPRESS CO SYMBOL: AXP CUSIP: 025816109	105,000	90.730	9,526.65	4,228.08	5,298.57	1.01	0.00
BERKSHIRE HATHAWAY INC SYMBOL: BRK.B CUSIP: 084670702	58,000	118.560	6,876.48	4,715.81	2,160.67	0.00	0.00
BLACKROCK INC SYMBOL: BLK CUSIP: 09247X101	17,000	316.470	5,379.99	2,583.10	2,796.89	2.44	0.00
CAPITAL ONE FINANCIAL CORP SYMBOL: COF CUSIP: 14040H105	81,000	76.610	6,205.41	4,625.05	1,580.36	1.57	0.00
GOLDMAN SACHS GROUP INC SYMBOL: GS CUSIP: 38141G104	32,000	177.260	5,672.32	3,121.78	2,550.54	1.24	0.00
INTERCONTINENTAL EXCHANGE GROUP INC SYMBOL: ICE CUSIP: 45866F104	27,000	224.920	6,072.84	3,335.67	2,737.17	1.16	0.00
JPMORGAN CHASE & CO SYMBOL: JPM CUSIP: 46625H100	111,000	58.480	6,491.28	4,384.44	2,106.84	2.74	0.00
MARKEL HOLDINGS SYMBOL: MKL CUSIP: 57053S104	12,000	580.350	6,964.20	4,928.51	2,035.69	0.00	0.00
PNC FINANCIAL SERVICES GROUP SYMBOL: PNC CUSIP: 693475105	88,000	77.580	6,827.04	5,642.29	1,184.75	2.47	0.00
TCF FINANCIAL SYMBOL: TCB CUSIP: 872275102	273,000	16.250	4,436.25	3,213.14	1,223.11	1.23	0.00
Total Financials			\$80,284.06	\$52,376.63	\$27,907.43	1.52%	\$0.00



ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

HEALTH CARE

ABBOTT LABS
SYMBOL: ABT CUSIP: 002824100
AIR METHODS CORP COM
SYMBOL: AIRM CUSIP: 009128307
BAXTER INTL INC
SYMBOL: BAX CUSIP: 071813109
DENTSPLY INTL INC COM
SYMBOL: XRAY CUSIP: 249030107
GILEAD SCIENCES INC
SYMBOL: GILD CUSIP: 375558103
JOHNSON & JOHNSON
SYMBOL: JNJ CUSIP: 478160104
MCKESSON CORP
SYMBOL: MCK CUSIP: 581555Q103
MEDNAX INC
SYMBOL: MD CUSIP: 585028106
MEDTRONIC INC
SYMBOL: MDT CUSIP: 585055106
THERMO FISHER SCIENTIFIC INC
SYMBOL: TMO CUSIP: 883556102
VCA ANTECH INC
SYMBOL: WOOF CUSIP: 918194101

Total Health Care

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
160 000	\$38.330	\$6,132.80	\$4,546.76	\$1,586.04	2.30%	\$0.00
105 000	58.260	6,117.30	4,365.31	1,751.99	0.00	0.00
71 000	69.550	4,938.05	3,808.99	1,129.06	2.82	34.79
92 000	48.480	4,460.16	3,178.25	1,281.91	0.55	5.75
70 000	75.100	5,257.00	2,805.44	2,451.56	0.00	0.00
93 000	91.590	8,517.87	5,874.33	2,643.54	2.88	0.00
61 000	161.400	9,845.40	5,459.71	4,385.69	0.59	14.64
120 000	53.380	6,405.60	3,098.77	3,306.83	0.00	0.00
500 000	57.390	28,695.00	0.00	28,695.00	1.95	140.00
68 000	111.350	7,571.80	3,074.78	4,497.02	0.54	10.20
163 000	31.360	5,111.68	3,623.21	1,488.47	0.00	0.00
		\$93,052.66	\$39,835.55	\$53,217.11	1.30%	\$205.38

Account Statement For:
PAMELA BAKKEN FOUNDATION M/A

Period Covered: December 1, 2013 - December 31, 2013

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

INDUSTRIALS

CSX CORP
SYMBOL: CSX CUSIP: 126408103
GRACO INC
SYMBOL: GGG CUSIP: 384109104
ILLINOIS TOOL WORKS INC
SYMBOL: ITW CUSIP: 452308109
MASTEC INC COM
SYMBOL: MTZ CUSIP: 576323109
ORBITAL SCIENCES CORP
SYMBOL: ORB CUSIP: 685564106
PRECISION CASTPARTS CORP
SYMBOL: PCP CUSIP: 740189105
UNITED PARCEL SERVICE-CL B
SYMBOL: UPS CUSIP: 911312106
UNITED TECHNOLOGIES CORP
SYMBOL: UTX CUSIP: 913017109
3M CO
COM
SYMBOL: MMM CUSIP: 88579Y101

Total Industrials

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCURED INCOME
137,000	\$28.770	\$3,941.49	\$2,234.03	\$1,707.46	2.09%	\$0.00
65,000	78.120	5,077.80	2,357.40	2,720.40	1.41	0.00
61,000	84.080	5,128.88	2,844.69	2,284.19	2.00	25.62
138,000	32.720	4,515.36	3,238.66	1,276.70	0.00	0.00
246,000	23.300	5,731.80	3,210.60	2,521.20	0.00	0.00
17,000	269.300	4,578.10	2,107.26	2,470.84	0.04	0.00
62,000	105.080	6,514.96	4,688.01	1,826.95	2.55	0.00
58,000	113.800	6,600.40	3,018.36	3,582.04	2.07	0.00
78,000	140.250	10,939.50	5,584.24	5,355.26	2.44	0.00
		\$53,028.29	\$29,283.25	\$23,745.04	1.56%	\$25.62



ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

INFORMATION TECHNOLOGY

AMPHENOL CORP CL A SYMBOL: APH CUSIP: 032095101	79 000	\$89.180	\$7,045.22	\$3,565.11	\$3,480.11	0.90%	\$15.80
APPLE INC SYMBOL: AAPL CUSIP: 037833100	10 000	561.020	5,610.20	2,230.34	3,379.86	2.17	0.00
EBIX, INC. SYMBOL: EBIX CUSIP: 278715206	246 000	14.710	3,618.66	4,708.28	- 1,089.62	0.00	0.00
GLOBAL PMTS INC W/I SYMBOL: GPN CUSIP: 37940X102	90 000	64.990	5,849.10	3,868.68	1,980.42	0.12	0.00
METTLER-TOLEDO INTL INC SYMBOL: MTD CUSIP: 592688105	16 000	242.590	3,881.44	1,134.86	2,746.58	0.00	0.00
MICROSOFT CORP SYMBOL: MSFT CUSIP: 594918104	206 000	37.410	7,706.46	6,245.57	1,460.89	2.99	0.00
NEUSTAR INC CL A SYMBOL: NSR CUSIP: 64126X201	107 000	49.860	5,335.02	2,684.91	2,650.11	0.00	0.00
PAYCHEX INC SYMBOL: PAYX CUSIP: 704326107	111 000	45.530	5,053.83	3,401.45	1,652.38	3.07	0.00
QUALCOMM INC SYMBOL: QCOM CUSIP: 747525103	87 000	74.250	6,459.75	3,555.22	2,904.53	2.26	0.00
SYNTEL INC SYMBOL: SYNT CUSIP: 87162H103	62 000	90.950	5,638.90	3,667.69	1,971.21	0.00	0.00
TEXAS INSTRUMENTS INC SYMBOL: TXN CUSIP: 882508104	80 000	43.910	3,512.80	2,469.58	1,043.22	2.73	0.00
WEX INC. SYMBOL: WEX CUSIP: 96208T104	49 000	99.030	4,852.47	1,266.69	3,585.78	0.00	0.00
ZEBRA TECHNOLOGIES CORP CL A SYMBOL: ZBRA CUSIP: 989207105	92 000	54.080	4,975.36	3,165.72	1,809.64	0.00	0.00
Total Information Technology			\$69,539.21	\$41,964.10	\$27,575.11	1.18%	\$15.80



ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

MATERIALS

STEEL DYNAMICS INC COM
SYMBOL: STLD CUSIP: 858119100

Total Materials

INTERNATIONAL EQUITIES

ABB LTD - ADR
SPONSORED ADR
CUSIP: 000375204

ACCENTURE PLC
CUSIP: G1151C101

BHP BILLITON LIMITED - ADR
SPONSORED ADR
CUSIP: 088606108

DANONE
CUSIP: 23636T100

DIAGEO PLC - ADR
SPONSORED ADR
CUSIP: 25243Q205

HSBC - ADR
SPONSORED ADR
CUSIP: 404280406

KOMATSU JPY 50 0
CUSIP: J35759125

NESTLE S.A. REGISTERED SHARES - ADR
SPONSORED ADR
CUSIP: 641069406

RECKITT BENCKISER PLC GBP
CUSIP: G74079107

SAP AG - ADR
SPONSORED ADR
CUSIP: 803054204

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCUMULATED INCOME
282,000	\$19.540	\$5,510.28	\$3,647.14	\$1,863.14	2.35%	\$31.02
		\$5,510.28	\$3,647.14	\$1,863.14	2.35%	\$31.02
379,000	\$26.560	\$10,066.24	\$5,120.03	\$4,946.21	2.65%	\$0.00
69,000	82.220	5,673.18	1,606.03	4,067.15	2.26	0.00
155,000	68.200	10,571.00	6,415.34	4,155.66	3.40	0.00
248,000	14.520	3,600.96	3,735.78	-134.82	1.69	0.00
179,000	132.420	23,703.18	12,190.94	11,512.24	2.26	0.00
234,000	55.130	12,900.42	12,606.22	294.20	4.35	0.00
466,000	20.332	9,474.73	8,259.04	1,215.69	0.00	0.00
314,000	73.590	23,107.26	9,593.91	13,513.35	2.47	0.00
243,000	79.384	19,290.31	8,149.56	11,140.75	0.00	0.00
195,000	87.140	16,992.30	9,121.85	7,870.45	0.92	0.00

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCURED INCOME
Equities (continued)							
INTERNATIONAL EQUITIES (continued)							
SCHLUMBERGER LTD CUSIP: 806857108	81,000	90.110	7,298.91	6,488.01	810.90	1.78	25.31
TAIWAN SEMICONDUCTOR MANUFACTU - ADR SPONSORED ADR CUSIP: 874039100	902,000	17.440	15,730.88	8,203.31	7,527.57	2.30	0.00
TELEFONICA SA - ADR SPONSORED ADR CUSIP: 879382208	467,000	16.340	7,630.78	9,537.28	-1,906.50	2.21	0.00
TESCO PLC 5P CUSIP: G87621101	1,481,000	5.538	8,201.29	9,284.52	-1,083.23	0.00	0.00
TRANSOCEAN LTD CUSIP: H8817H100	355,000	49.420	17,544.10	21,555.19	-4,011.09	4.53	0.00
UNILEVER PLC - ADR SPONSORED ADR CUSIP: 904767704	143,000	41.200	5,891.60	5,755.86	135.74	3.39	0.00
VODAFONE GROUP PLC NEW CUSIP: 92857W209	220,000	39.310	8,648.20	6,085.27	2,562.93	4.04	125.49
Total International Equities			\$206,325.34	\$143,708.14	\$62,617.20	2.25%	\$150.80
DOMESTIC MUTUAL FUNDS							
ISHARES SELECT DIVIDEND ETF SYMBOL: DIV CUSIP: 464287168	21,000	\$71.350	\$1,498.35	\$1,116.01	\$382.34	3.06%	\$0.00
WISDOMTREE JAPAN HEDGED EQUITY FUND SYMBOL: DXJ CUSIP: 97717W851	408,000	50.840	20,742.72	15,729.41	5,013.31	1.22	0.00
Total Domestic Mutual Funds			\$22,241.07	\$16,845.42	\$5,395.65	1.34%	\$0.00

Account Statement For:
PAMELA BAKKEN FOUNDATION M/A

Period Covered: December 1, 2013 - December 31, 2013

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

INTERNATIONAL MUTUAL FUNDS

ABERDEEN EMERGING MARKETS
INSTITUTIONAL FUND #5840
SYMBOL: ABEMX CUSIP: 003021714

ARTISAN INTERNATIONAL SMALL CAP
FUND - INV #1465
SYMBOL: ARTJX CUSIP: 04314H808

ISHARES MSCI ALL COUNTRY ASIA
SYMBOL: AAXJ CUSIP: 464288182

ISHARES MSCI EAFE ETF
SYMBOL: EFA CUSIP: 464287465

VANGUARD FTSE EMERGING MARKETS ETF
SYMBOL: VWO CUSIP: 922042858

WASATCH EMERGING MARKETS
SMALL CAP FUND
SYMBOL: WAEMX CUSIP: 936793884

Total International Mutual Funds

Total Equities

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCUMULATED INCOME
1,846.154	\$14.470	\$26,713.85	\$30,000.00	-\$3,286.15	1.40%	\$0.00
595.474	27.060	16,113.53	15,000.00	1,113.53	1.31	0.00
203.000	60.310	12,242.93	11,707.17	535.76	1.77	5.01
84.000	67.095	5,635.98	5,052.45	583.53	2.54	0.00
360.000	41.140	14,810.40	7,479.58	7,330.82	2.73	0.00
4,870.130	2.650	12,905.84	15,000.00	-2,094.16	0.00	0.00
		\$88,422.53	\$84,239.20	\$4,183.33	1.52%	\$5.01
		\$754,083.50	\$502,398.81	\$251,684.69	1.68%	\$598.41



ASSET DETAIL (continued)

ASSET DESCRIPTION

Real Assets

REAL ASSET FUNDS

ELEMENTS ROGERS TOTAL RETURN
DTD 10/18/07 10/24/2022

SYMBOL: RJJ CUSIP: 870297801

JP MORGAN ALERIAN MLP INDEX
EXCHANGE TRADED NOTE
DTD 04/02/09 05/24/2024

SYMBOL: AMJ CUSIP: 46625H365

PRINCIPAL INVESTORS REAL ESTATE
SECURITIES INSTL FUND #4934

SYMBOL: PIREX CUSIP: 74253Q580

SPDR DJ WILSHIRE INTERNATIONAL REAL
ESTATE ETF

SYMBOL: RWX CUSIP: 78463X863

Total Real Asset Funds

Total Real Assets

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
	1,820,000	\$8.170	\$14,869.40	\$15,151.32	-\$281.92	0.00%	\$0.00
	544,000	46.350	25,214.40	21,786.32	3,428.08	4.72	0.00
	646,552	17.730	11,463.37	15,000.00	-3,536.63	2.13	0.00
	600,000	41.200	24,720.00	22,578.00	2,142.00	4.54	280.35
Total Real Asset Funds			\$76,267.17	\$74,515.64	\$1,751.53	3.35%	\$280.35
Total Real Assets			\$76,267.17	\$74,515.64	\$1,751.53	3.35%	\$280.35

	ACCOUNT VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	ACCRUED INCOME
TOTAL ASSETS	\$990,679.00	\$741,605.00	\$249,074.00	\$1,087.24

Part I, Line 11 (990-PF) - Other Income

		1,191	1,191	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	FUND EARNINGS	1,191	1,191	

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

		3,834	800	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	800	800		
2	PY EXCISE TAXES PAID	1,330			
3	ESTIMATED EXCISE TAXES PAID	1,704			

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

		3,298	2,462	0	836
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	29	29		
2	STATE AG FEE	25			25
3	ABBOT DOWNING AGENT FEES	3,244	2,433		811

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

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

1	COST BASIS ADJUSTMENT	1	46
2	LOSS ON CY SALE NOT SETTLED AT YEAR END	2	4,136
3	MUTUAL FUND & CTF INCOME ADDITIONS	3	1,516
4	NONTAXABLE CLASS ACTION PROCEEDS	4	116
5	Total	5	5,814

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

1	MUTUAL FUND & CTF INCOME SUBTRACTION	1	632
2	Total	2	632

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

Long Term CG Distributions										3,311		0		263,608		0		7		228,200		37,413		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0		0	
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	283,606	0	7	226,200	37,413	0	0	0	0	0	37,413
	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 Adj. Basis or Losses		
013	169		0	169		0	0	0	0	0	37,413
013	759		2	761		0	0	0	0	0	
013	253		0	253		0	0	0	0	0	
013	169		1	169		1	0	0	0	0	1
013	169		1	169		1	0	0	0	0	1
013	253		0	253		-1	0	0	0	0	-1
013	169		0	169		-1	0	0	0	0	-1
013	85		0	85		-1	0	0	0	0	-1
013	909		0	909		404	0	0	0	0	404
013	115		0	115		20	0	0	0	0	20
013	231		0	231		45	0	0	0	0	45
013	1,039		0	1,039		230	0	0	0	0	230
013	259		0	259		37	0	0	0	0	37
013	857		0	857		197	0	0	0	0	197
013	511		0	511		339	0	0	0	0	339
013	283		0	283		15	0	0	0	0	15
013	820		0	820		288	0	0	0	0	288
013	854		0	854		285	0	0	0	0	285
013	1,106		0	1,106		284	0	0	0	0	284
013	518		0	518		438	0	0	0	0	438
013	2,927		0	2,927		2,483	0	0	0	0	2,483
013	1,290		0	1,290		217	0	0	0	0	217
013	1,039		0	1,039		319	0	0	0	0	319
013	218		0	218		67	0	0	0	0	67
013	44		0	44		13	0	0	0	0	13
013	261		0	261		184	0	0	0	0	184
013	22		0	22		7	0	0	0	0	7
013	333		0	333		106	0	0	0	0	106
013	155		0	155		50	0	0	0	0	50
013	1,395		0	1,395		274	0	0	0	0	274
013	349		0	349		85	0	0	0	0	85
013	263		0	263		65	0	0	0	0	65
013	828		0	828		201	0	0	0	0	201
013	414		0	414		90	0	0	0	0	90
013	331		0	331		52	0	0	0	0	52
013	414		0	414		70	0	0	0	0	70
013	331		0	331		92	0	0	0	0	92
013	3,731		0	3,731		3,021	0	0	0	0	710
013	766		0	766		269	0	0	0	0	269
013	1,601		0	1,601		497	0	0	0	0	497
013	1,473		0	1,473		1,668	0	0	0	0	1,668
013	211		0	211		32	0	0	0	0	32
013	528		0	528		73	0	0	0	0	73
013	1,055		0	1,055		138	0	0	0	0	138
013	844		0	844		334	0	0	0	0	334
013	233		0	233		194	0	0	0	0	194
013	1,164		0	1,164		351	0	0	0	0	351
013	348		0	348		704	0	0	0	0	704
013	698		0	698		421	0	0	0	0	421
013	465		0	465		105	0	0	0	0	105
013	814		0	814		482	0	0	0	0	482
013	3,887		0	3,887		692	0	0	0	0	692
013	588		0	587		198	0	0	0	0	198
013	2,021		0	1,941		31	0	0	0	0	31
013	825		0	746		80	0	0	0	0	80
013	833		0	746		79	0	0	0	0	79
013	505		0	324		87	0	0	0	0	87
013	1,010		0	698		181	0	0	0	0	181
013	842		0	687		312	0	0	0	0	312
013	1,179		0	983		155	0	0	0	0	155
013	8,720		0	8,158		562	0	0	0	0	562
013	5,405		0	7,384		692	0	0	0	0	692
013	5,073		0	4,864		541	0	0	0	0	541
013	1,158		0	1,276		210	0	0	0	0	210
013	9,301		0	8,327		-120	0	0	0	0	-120
013	8,492		0	7,769		974	0	0	0	0	974
013	10,861		0	7,689		723	0	0	0	0	723
013	10,056		0	8,572		2,289	0	0	0	0	2,289
013	3,218		0	9,310		746	0	0	0	0	746
013	280		0	2,800		338	0	0	0	0	338
013	436		0	289		11	0	0	0	0	11
013	338		0	380		56	0	0	0	0	56
013	217		0	296		39	0	0	0	0	39
013	46		0	190		27	0	0	0	0	27
013	557		0	34		12	0	0	0	0	12
013	108		0	468		68	0	0	0	0	68
013	1,124		0	78		29	0	0	0	0	29
013	740		0	771		353	0	0	0	0	353
013	1,670		0	1,032		123	0	0	0	0	123
013	740		0	638		638	0	0	0	0	638
013	740		0	413		308	0	0	0	0	308
013	1,036		0	696		44	0	0	0	0	44
013	2,317		0	648		387	0	0	0	0	387
013	2,317		0	1,483		834	0	0	0	0	834

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

Long Term CG Distributions		Short Term CG Distributions		3,311		0											
Allocation		3,311		0													
169	UGI CORP NEW COM	902681105	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	0	37,413	0	Gain Minus Excess of FMV Over Adjusted Basis or Losses
170	UGI CORP NEW COM	902681105		8/29/2008	3/25/2013	899		0	736	163	163	0	0	0	0	0	163
171	UGI CORP NEW COM	902681105		4/26/2006	3/25/2013	110		0	110	78	78	0	0	0	0	0	78
172	UGI CORP NEW COM	902681105		4/27/2006	3/25/2013	88		0	88	62	62	0	0	0	0	0	62
173	UGI CORP NEW COM	902681105		4/26/2006	3/25/2013	150		0	90	60	60	0	0	0	0	0	60
174	UGI CORP NEW COM	902681105		10/13/2009	3/25/2013	225		0	148	77	77	0	0	0	0	0	77
175	UGI CORP NEW COM	902681105		2/3/2006	3/25/2013	263		0	151	112	112	0	0	0	0	0	112
176	UGI CORP NEW COM	902681105		10/12/2009	3/25/2013	338		0	224	114	114	0	0	0	0	0	114
177	UGI CORP NEW COM	902681105		8/29/2012	3/25/2013	414		0	337	77	77	0	0	0	0	0	77
178	UGI CORP NEW COM	902681105		10/12/2009	3/25/2013	36		0	25	13	13	0	0	0	0	0	13
179	UGI CORP NEW COM	902681105		2/1/2006	3/27/2013	493		0	278	214	214	0	0	0	0	0	214
180	UGI CORP NEW COM	902681105		2/2/2006	3/27/2013	152		0	86	66	66	0	0	0	0	0	66
181	UGI CORP NEW COM	902681105		2/3/2006	3/27/2013	227		0	128	98	98	0	0	0	0	0	98
182	UNITED TECHNOLOGIES CORP	913017109		6/30/2005	5/6/2013	285		0	150	115	115	0	0	0	0	0	115
183	VCA ANTECH INC	918184101		6/27/2008	6/10/2013	1,221		0	677	544	544	0	0	0	0	0	544
184	VCA ANTECH INC	918184101		4/21/2008	6/13/2013	185		0	198	-13	-13	0	0	0	0	0	-13
185	VCA ANTECH INC	918184101		6/27/2008	6/13/2013	621		0	677	-56	-56	0	0	0	0	0	-56
186	VCA ANTECH INC	918184101		6/27/2008	6/13/2013	78		0	85	-7	-7	0	0	0	0	0	-7
187	VCA ANTECH INC	918184101		4/22/2008	6/13/2013	155		0	170	-15	-15	0	0	0	0	0	-15
188	V F CORP	918204108		5/7/2012	5/6/2013	52		0	56	-4	-4	0	0	0	0	0	-4
189	UGI CORP NEW COM	902681105		5/7/2012	5/6/2013	723		0	591	132	132	0	0	0	0	0	132
190	UGI CORP NEW COM	902681105		5/7/2006	3/25/2013	75		0	47	28	28	0	0	0	0	0	28
191	VANGUARD FTSE EMERGING MARKET	922042858		10/12/2009	3/25/2013	150		0	99	51	51	0	0	0	0	0	51
192	VANGUARD FTSE EMERGING MARKET	922042858		11/19/2008	5/15/2013	2,635		0	1,247	1,388	1,388	0	0	0	0	0	1,388
193	WASTE MANAGEMENT INC	941068109		3/13/2012	10/17/2013	1,514		0	1,252	262	262	0	0	0	0	0	1,156
194	WASTE MANAGEMENT INC	941068109		3/13/2012	11/27/2013	182		0	139	43	43	0	0	0	0	0	262
195	WASTE MANAGEMENT INC	941068109		9/4/2011	11/27/2013	1,093		0	730	363	363	0	0	0	0	0	363
196	WASTE MANAGEMENT INC	941068109		8/4/2011	11/29/2013	729		0	487	242	242	0	0	0	0	0	242
197	WASTE MANAGEMENT INC	941068109		8/4/2011	12/22/2013	2,250		0	1,520	730	730	0	0	0	0	0	730
198	WEX INC	962081104		8/29/2012	3/6/2013	77		0	65	12	12	0	0	0	0	0	12
199	WILEY JOHN & SONS INC	986223208		8/29/2009	1/29/2013	191		0	162	28	28	0	0	0	0	0	28
200	WILEY JOHN & SONS INC	986223208		9/29/2009	1/29/2013	191		0	171	20	20	0	0	0	0	0	20
201	WILEY JOHN & SONS INC	986223208		8/29/2012	1/29/2013	382		0	486	-104	-104	0	0	0	0	0	-104
202	WILEY JOHN & SONS INC	986223208		8/27/2009	1/29/2013	229		0	191	38	38	0	0	0	0	0	38
203	WILEY JOHN & SONS INC	986223208		8/16/2009	1/29/2013	496		0	395	101	101	0	0	0	0	0	101
204	WILEY JOHN & SONS INC	986223208		8/19/2009	1/29/2013	229		0	196	40	40	0	0	0	0	0	40
205	WILEY JOHN & SONS INC	986223208		8/20/2009	1/29/2013	153		0	126	27	27	0	0	0	0	0	27
206	WILEY JOHN & SONS INC	986223208		8/27/2009	1/29/2013	38		0	32	6	6	0	0	0	0	0	6
207	ZEBRA TECHNOLOGIES CORP CL A	986207105		4/11/2007	3/6/2013	403		0	371	46	46	0	0	0	0	0	46
208	ZEBRA TECHNOLOGIES CORP CL A	986207105		4/11/2007	3/6/2013	45		0	40	5	5	0	0	0	0	0	5
209	ZEBRA TECHNOLOGIES CORP CL A	986207105		3/12/2012	3/7/2013	268		0	247	21	21	0	0	0	0	0	21
210	ZEBRA TECHNOLOGIES CORP CL A	986207105		3/12/2012	3/6/2013	134		0	136	11	11	0	0	0	0	0	11
211	ZEBRA TECHNOLOGIES CORP CL A	986207105		10/5/2005	3/6/2013	114		0	117	0	0	0	0	0	0	0	117
212	ACCENTURE PLC	G1151C101		7/1/2005	5/6/2013	1,114		0	326	788	788	0	0	0	0	0	788
213	TRANSOCEAN LTD	98817H100		2/6/2005	12/31/2013	924		0	1,408	-474	-474	0	0	0	0	0	-474
214	TRANSOCEAN LTD	98817H100		4/11/2007	12/31/2013	97		0	768	-167	-167	0	0	0	0	0	-167
215	TRANSOCEAN LTD	98817H100		2/25/2008	12/31/2013	245		0	594	-449	-449	0	0	0	0	0	-449
216	TRANSOCEAN LTD	98817H100		4/5/2008	12/31/2013	2,798		0	3,692	-894	-894	0	0	0	0	0	-894
217	TRANSOCEAN LTD	98817H100		3/29/2010	12/31/2013	2,209		0	3,752	-1,543	-1,543	0	0	0	0	0	-1,543
218	TRANSOCEAN LTD	98817H100		4/30/2010	12/31/2013	1,841		0	1,841	-614	-614	0	0	0	0	0	-614
219	TRANSOCEAN LTD	98817H100		3/13/2012	12/31/2013	1,227		0	52	-3	-3	0	0	0	0	0	-3
220	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
221	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
222	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
223	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
224	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
225	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
226	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
227	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
228	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
229	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
230	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
231	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
232	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
233	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
234	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
235	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
236	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
237	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
238	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
239	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
240	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
241	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
242	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
243	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
244	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
245	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
246	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
247	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
248	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
249	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
250	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637
251	TRANSOCEAN LTD	98817H100		7/6/2012	12/31/2013	46		0	688	637	637	0	0	0	0	0	637</

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

Check "X" if Compensation of Officers, Directors, Trustees and Foundation Managers										
Name	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
PAMELA PETERSMEYER	15195 EDGEWATER CIRCLE NE	PRIOR LAKE	MN	55372		DIRECTOR	1 00			

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

	Date		Amount
1 Credit from prior year return		1	
2 First quarter estimated tax payment	6/10/2013	2	426
3 Second quarter estimated tax payment	6/11/2013	3	426
4 Third quarter estimated tax payment	10/23/2013	4	426
5 Fourth quarter estimated tax payment	12/9/2013	5	426
6 Other payments		6	
7 Total		7	1,704

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

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	<u>18,630</u>
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	<u>18,630</u>