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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 ServiceDo not enter Social Security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation C CHARLES JACKSON FOUNDATION			A Employer identification number 41-1996905	
Number and street (or P O box number if mail is not delivered to street address) Morgan Stanley Private Bank, N A - 1 New York Plaza, 7th Floor		Room/suite	B Telephone number (see instructions) 212-276-7988	
City or town New York	State NY	ZIP code 10004		
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) \$ 7,357,494		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐				

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	161,016	153,113		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	77,440			
	b Gross sales price for all assets on line 6a 7,686,827				
	7 Capital gain net income (from Part IV, line 2)		77,440		
	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)	-4,661	-4,661			
12 Total. Add lines 1 through 11	233,795	225,892	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	98,688	74,016		24,672
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,500			1,500
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	10,401	1,475		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	85,002	64,102		20,900
	24 Total operating and administrative expenses. Add lines 13 through 23	195,591	139,593	0	47,072
	25 Contributions, gifts, grants paid	268,500			268,500
26 Total expenses and disbursements. Add lines 24 and 25	464,091	139,593	0	315,572	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	-230,296				
b Net investment income (if negative, enter -0-)		86,299			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

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Form 990-PF (2013) C CHARLES JACKSON FOUNDATION

41-1996905

Page 2

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	5,744	5,168	5,168
	2 Savings and temporary cash investments	1,038,706	58,491	58,491
	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)	5,761,045	6,500,577	7,293,836
	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)	6,805,495	6,564,236	7,357,495
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 ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	6,805,495	6,564,236	
	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)	6,805,495	6,564,236	
	31 Total liabilities and net assets/fund balances (see instructions)	6,805,495	6,564,236	

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	6,805,495
2 Enter amount from Part I, line 27a	2	-230,296
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	29,189
4 Add lines 1, 2, and 3	4	6,604,388
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	40,152
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,564,236

Form 990-PF (2013)

C CHARLES JACKSON FOUNDATION

41-1996905

Page **3****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	77,440
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	333,225	6,810,798	0.048926
2011	350,185	6,790,488	0.051570
2010	341,981	6,677,668	0.051213
2009	311,463	6,142,277	0.050708
2008	367,279	7,368,687	0.049843

2	Total of line 1, column (d)	2	0.252260
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	0.050452
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	6,891,801
5	Multiply line 4 by line 3	5	347,705
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	863
7	Add lines 5 and 6	7	348,568
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	315,572

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	1,726	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0	
3	Add lines 1 and 2	3	1,726	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,726	
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	9,384	
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	9,384	
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	7,658	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax 1,730 Refunded	11	5,928	

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?		X
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? Website address ▶	13	X	
14	The books are in care of ▶ Morgan Stanley Private Bank, N A Telephone no ▶ 212-276-7988 Located at ▶ 1 New York Plaza, 7th Floor New York NY ZIP+4 ▶ 10004			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	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)?		5b	N/A
	Organizations relying on a current notice regarding disaster assistance check here	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	X

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
Morgan Stanley Private Bank, N.A. 1 New York Plaza, 7th Floor New York, NY 10004	TRUSTEE 4 00	23,688		
Bruce H Jackson 6193 West Ridge Road Highland, UT 84003	CO-TRUSTEE 1 00	75,000		

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

Form 990-PF (2013)

C CHARLES JACKSON FOUNDATION

41-1996905

Page **7****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

Form **990-PF** (2013)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	6,614,380
b	Average of monthly cash balances	1b	382,372
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	6,996,752
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	6,996,752
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	104,951
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,891,801
6	Minimum investment return. Enter 5% of line 5	6	344,590

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	344,590
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,726
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,726
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	342,864
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	342,864
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	342,864

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	315,572
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	315,572
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	315,572

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				342,864
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			238,172	
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 $\blacktriangleright$ \$ 315,572				
a Applied to 2012, but not more than line 2a			238,172	
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				77,400
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				265,464
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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010	
				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 <i>Paid during the year</i> See Attached Statement				
Total				3a 268,500
b <i>Approved for future payment</i> NONE				
Total				3b 0

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule

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

**Sign
Here**

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

Richard D. Foy

5/8/2014

Title

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

2 ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
PricewaterhouseCoopers, LLP		5/8/2014		P00364310
Firm's name ▶ PricewaterhouseCoopers	Firm's EIN ▶ 13-4008324			
Firm's address ▶ 600 Grant Street, Pittsburgh, PA 15219	Phone no 412-355-6000			

C CHARLES JACKSON FOUNDATION

41-1996905 Page 1 of 6

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

Recipient(s) paid during the year

Name

ROLLINS COLLEGE CRUMMER GRADUATE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

2,500

Name

KNOW GREATER HEROES

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

5,000

Name

KINSHIP OF AITKIN COUNTY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

5,000

Name

BOLDER OPTIONS

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

7,000

Name

NORTHERN ILLINOIS UNIVERSITY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

5,000

Name

THE COLLEGE OF ST SCHOLASTICA

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

10,000

C CHARLES JACKSON FOUNDATION

41-1996905 Page 2 of 6

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

Recipient(s) paid during the year

Name

NATIONAL COUNCIL ON ALCOHOLISM

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

10,000

Name

BIG BROTHERS BIG SISTERS

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

5,000

Name

CHILDREN'S HEARTLINK

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

5,000

Name

CORNERSTONE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

12,000

Name

DUNWOODY COLLEGE OF TECHNOLOGY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

12,000

Name

HUGH O'BRIAN YOUTH LEADERSHIP

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

10,000

C CHARLES JACKSON FOUNDATION

41-1996905 Page 3 of 6

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

Recipient(s) paid during the year

Name

MINNESOTA CAMPUS CONTACT

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

7,000

Name

SAINT PAUL URBAN TENNIS

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

5,000

Name

THE SIMEON INSTITUTE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

6,000

Name

BRIDGE FOR YOUTH

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

6,000

Name

UNIVERSITY OF MINNESOTA

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

9,000

Name

AUGSBURG COLLEGE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

11,000

C CHARLES JACKSON FOUNDATION

41-1996905 Page 4 of 6

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

Recipient(s) paid during the year

Name

NORMANDELE COMMUNITY COLLEGE FDN

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

5,000

Name

YOUTH FRONTIERS

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

10,000

Name

BOYS & GIRLS CLUBS OF THE TWIN

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

8,000

Name

LATINOS IN ACTION

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

5,000

Name

PRESIDENT AND FELLOWS OF HARVARD

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

5,000

Name

MINNESOTA HEAT HOOPS INC

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

4,000

C CHARLES JACKSON FOUNDATION

41-1996905 Page 5 of 6

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

Recipient(s) paid during the year

Name

STUDENTS TODAY LEADERS FOREVER

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

9,000

Name

BETH ROBINSON JUDSON LEADERSHIP

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

12,000

Name

UNIVERSITY OF ST THOMAS

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

5,000

Name

THE ROCHESTER INSTITUTE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

10,000

Name

NORTHWESTERN COLLEGE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

8,000

Name

CORNELL UNIVERSITY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

12,000

C CHARLES JACKSON FOUNDATION

41-1996905 Page 6 of 6

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

Recipient(s) paid during the year

Name

UNIVERSITY OF UTAH

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

10,000

Name

CONCORDIA UNIVERSITY ST. PAUL

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

10,000

Name

UNIVERSITY OF MICHIGAN

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

10,000

Name

GRACELAND UNIVERSITY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

3,000

Name

NORTHEASTERN UNIVERSITY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

SECTION 501 (C)(3)

Purpose of grant/contribution

GENERAL OPERATING EXPENSE

Amount

10,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

C CHARLES JACKSON FOUNDATION**EIN: 41-1996905****ATTACHMENT TO 2013 FORM 990PF, PART X LINES 1(a) AND 1(b)****FYE 12/31/13**

Ending Date	Cash	Bonds/Common Stock	TOTAL
01/31/13	\$500,155.93	\$6,535,481.04	\$7,035,636.97
02/28/13	\$429,592.84	\$6,553,539.33	\$6,983,132.17
03/31/13	\$369,679.44	\$6,644,581.61	\$7,014,261.05
04/30/13	\$342,996.90	\$6,675,454.21	\$7,018,451.11
05/31/13	\$337,875.63	\$6,586,496.69	\$6,924,372.32
06/30/13	\$300,691.55	\$6,403,933.85	\$6,704,625.40
07/31/13	\$927,770.26	\$5,981,726.31	\$6,909,496.57
08/31/13	\$103,401.60	\$6,678,732.67	\$6,782,134.27
09/30/13	\$1,050,287.95	\$5,800,863.47	\$6,851,151.42
10/31/13	\$80,996.51	\$7,036,735.03	\$7,117,731.54
11/30/13	\$81,351.03	\$7,181,180.33	\$7,262,531.36
12/31/13	<u>\$63,658.79</u>	\$7,293,835.63	\$7,357,494.42
Total	\$4,588,458.43	\$79,372,560.17	\$83,961,018.60
Average	\$382,371.54	\$6,614,380.01	\$6,996,751.55

Total of averages \$6,996,751.55

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss		
								Capital Gains/Losses						
								Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	ALLIANCEBERNSTEIN GLOBA			12/30/2011		6/25/2013	36	36					0
2	X	ALLIANCEBERNSTEIN GLOBA			5/4/2011		6/25/2013	2,493	2,526					-33
3	X	ALLIANCEBERNSTEIN GLOBA			10/20/2011		6/25/2013	238	240					-2
4	X	ALLIANCEBERNSTEIN GLOBA			3/18/2011		6/25/2013	291	293					-2
5	X	ALLIANCEBERNSTEIN GLOBA			2/17/2012		6/25/2013	229	233					-4
6	X	ALLIANCEBERNSTEIN GLOBA			12/8/2011		6/25/2013	1,109	1,116					-7
7	X	ALLIANCEBERNSTEIN GLOBA			2/18/2011		6/25/2013	358	360					-2
8	X	AT&T INC			9/21/2012		8/20/2013	35,708	40,236					-4,528
9	X	00206R102			9/19/2012		8/20/2013	10,066	11,221					-1,155
10	X	CALL GOOG 09/21/2013 705 00			1/1/1901		1/1/2013	0	0					0
11	X	CALL IEV 12/01/2013 42 000			1/1/1901		1/1/2013	0	0					0
12	X	CALL IEV 09/21/2013 42 000			1/1/1901		1/1/2013	0	0					0
13	X	CALL IEV 09/21/2013 42 000			9/16/2013		1/1/2013	0	0					0
14	X	CALL SBUX 12/22/2012 50 000			1/1/1901		1/1/2013	0	0					0
15	X	CALL SPY 12/21/2013 147 000			1/1/1901		1/1/2013	0	0					0
16	X	CALL SLV 04/05/2013 26 000			1/1/1901		1/1/2013	0	0					0
17	X	CALL CVX 12/22/2012 115 000			1/1/1901		1/1/2013	0	0					0
18	X	CALL GOOG 12/22/2012 670 00			1/1/1901		1/1/2013	0	0					0
19	X	CALL AAPL 04/05/2013 470 000			1/1/1901		1/1/2013	0	0					0
20	X	CALL AAPL 04/05/2013 470 000			1/1/1901		1/1/2013	0	0					0
21	X	CALL AAPL 04/05/2013 470 000			8/19/2013		1/1/2013	0	0					0
22	X	CALL AAPL 04/05/2013 470 000			1/1/1901		1/1/2013	0	0					0
23	X	CALL UNH 01/18/2014 57 500			1/1/1901		1/1/2013	0	0					0
24	X	CALL VNMV 01/19/2013 90 000			1/1/1901		1/1/2013	0	0					0
25	X	CALL GLD 04/20/2013 196 000			1/1/1901		1/1/2013	0	0					0
26	X	ALLIANCEBERNSTEIN GLOBA			1/20/2012		6/25/2013	159	180					-21
27	X	ALLIANCEBERNSTEIN GLOBA			9/20/2011		6/25/2013	270	276					-6
28	X	ALLIANCEBERNSTEIN GLOBA			1/20/2011		6/25/2013	162	163					-1
29	X	ALLIANCEBERNSTEIN GLOBA			1/18/2011		6/25/2013	211	213					-2
30	X	ALLIANCEBERNSTEIN GLOBA			12/20/2011		6/25/2013	332	335					-3
31	X	ALLIANCEBERNSTEIN GLOBA			1/3/2011		6/25/2013	192	193					-1
32	X	AMERICAN ELECTRIC POWER			1/1/2011		6/25/2013	88,796	89,976					-1,180
33	X	AMERICAN ELECTRIC POWER			1/1/2011		6/25/2013	33,097	27,206					5,891
34	X	AMERISOURCEBERGEN COR			1/1/2011		6/25/2013	1,742	1,530					212
35	X	AMERISOURCEBERGEN COR			8/22/2011		6/25/2013	4,012	2,398					1,614
36	X	APPLE COMPUTER INC			9/21/2012		6/25/2013	33,221	20,605					12,616
37	X	APPLE COMPUTER INC			3/9/2012		6/25/2013	49,288	54,506					-5,218
38	X	APPLE COMPUTER INC			7/19/2011		6/25/2013	56,188	43,084					13,104
39	X	BLACKROCK LOW DUR BF INV			9/19/2012		6/25/2013	197,151	280,847					-83,696
40	X	CALVERT FD			3/28/2013		6/25/2013	37	37					0
41	X	CALVERT FD			8/25/2011		6/25/2013	144	146					-2
42	X	CALVERT FD			1/26/2012		6/25/2013	126	126					0
43	X	CALVERT FD			12/22/2011		6/25/2013	117	116					1
44	X	CHEVRON CORPORATION			3/30/2011		6/25/2013	158	159					-1
45	X	DREYFUS INV GRADE FDS			9/21/2012		6/25/2013	81,510	81,973					-463
46	X	DREYFUS INV GRADE FDS			10/31/2011		6/25/2013	292	296					-4
47	X	DREYFUS INV GRADE FDS			12/20/2011		6/25/2013	569	577					-8
48	X	DREYFUS INV GRADE FDS			1/1/2011		6/25/2013	242	246					-4
49	X	PIMCO STRATEGIC GLOBAL C			6/29/2011		6/25/2013	137	137					0
50	X	PIMCO FOREIGN BOND (UNH)			9/21/2012		6/25/2013	18,193	21,399					-3,206
51	X	PIMCO FOREIGN BOND (UNH)			1/3/2011		6/25/2013	78,569	79,783					-1,214
52	X	PIMCO FOREIGN BOND (UNH)			12/28/2011		6/25/2013	2,999	3,127					-128
53	X	PIMCO FOREIGN BOND (UNH)			12/30/2011		6/25/2013	256	269					-13
54	X	PIMCO FOREIGN BOND (UNH)			11/30/2011		6/25/2013	202	214					-12
55	X	PIMCO FOREIGN BOND (UNH)			9/30/2011		6/25/2013	157	168					-11
56	X	PIMCO FOREIGN BOND (UNH)			1/1/2012		6/25/2013	216	233					-17
57	X	PIMCO FOREIGN BOND (UNH)			10/14/2011		6/25/2013	41,437	44,880					-3,443
58	X	PIONEER STRATEGIC INCOM			10/31/2011		6/25/2013	206	224					-18
59	X	PIONEER STRATEGIC INCOM			11/29/2011		6/25/2013	883	851					32
60	X	PIONEER STRATEGIC INCOM			11/30/2011		6/25/2013	443	428					15
61	X	PIONEER STRATEGIC INCOM			12/30/2011		6/25/2013	556	540					16
62	X	PIONEER STRATEGIC INCOM			9/30/2011		6/25/2013	412	400					12
63	X	PIONEER STRATEGIC INCOM			1/31/2012		6/25/2013	426	422					4
64	X	PIONEER STRATEGIC INCOM			10/31/2011		6/25/2013	423	420					3
65	X	PIONEER STRATEGIC INCOM			8/31/2011		6/25/2013	190	190					0
66	X	PIONEER STRATEGIC INCOM			1/3/2011		6/25/2013	95,325	95,238					87
67	X	STANDARD & POOR'S DEPT F			9/19/2013		6/25/2013	248,556	273,018					-24,462
68	X	STANDARD & POOR'S DEPT F			6/20/2013		6/25/2013	210,072	197,471					12,601
					8/1/2013		6/25/2013	850,493	853,182					-2,689

Long Term CG Distributions
Short Term CG Distributions

Amount
5,147

Totals
Capital Gains/Losses
Other sales

Gross Sales
7,686,827

Cost, Other Basis and Expenses
7,609,387

Net Gain or Loss
77,440

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										5,147		Capital Gains/Losses									
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss							
69	X	UIT			1/1/1901		1/1/2013	210	0				0	210							
70	X	UIT	78463V107		1/1/1901		2/21/2013	217	0				0	217							
71	X	UIT	78463V107		1/1/1901		3/12/2013	211	0				0	211							
72	X	UIT	78463V107		1/1/1901		4/9/2013	216	0				0	216							
73	X	DREYFUS INVNT GRADE FDS II	261967830		12/30/2011		3/19/2013	34	34				0	0							
74	X	DREYFUS INVNT GRADE FDS II	261967830		1/3/2012		3/19/2013	41	42				0	-1							
75	X	DREYFUS INVNT GRADE FDS II	261967830		1/3/2011		3/19/2013	93,040	86,874				0	6,166							
76	X	DREYFUS INVNT GRADE FDS II	261967830		9/30/2011		3/19/2013	303	303				0	0							
77	X	DREYFUS INVNT GRADE FDS II	261967830		8/31/2011		3/19/2013	427	428				0	-1							
78	X	DREYFUS INVNT GRADE FDS II	261967830		12/20/2011		3/19/2013	247	251				0	-4							
79	X	EMC CORP MASS	269648102		8/22/2011		10/11/2013	17,718	14,368				0	3,350							
80	X	GABELLI UTILS FD CL I	36240E806		8/29/2011		9/18/2013	1,043	1,131				0	-88							
81	X	GABELLI UTILS FD CL I	36240E806		1/27/2012		9/18/2013	1,131	1,131				0	0							
82	X	GABELLI UTILS FD CL I	36240E806		9/28/2011		9/18/2013	1,111	1,073				0	38							
83	X	GABELLI UTILS FD CL I	36240E806		11/28/2011		9/18/2013	1,125	1,099				0	26							
84	X	GABELLI UTILS FD CL I	36240E806		10/27/2011		9/18/2013	1,049	1,090				0	-41							
85	X	GABELLI UTILS FD CL I	36240E806		12/28/2011		9/18/2013	1,105	1,114				0	-9							
86	X	GABELLI UTILS FD CL I	36240E806		8/2/2011		9/18/2013	91,469	95,714				0	-4,245							
87	X	GENERAL MTRS CO	37045V100		10/11/2013		11/11/2013	48,883	48,019				0	864							
88	X	GOOGLE INC CL A	38259F508		1/22/2013		9/20/2013	378,043	350,644				0	27,399							
89	X	ING PRIME RATE TRUST	44977W106		1/2/2012		7/19/2013	4,763	4,751				0	12							
90	X	ING PRIME RATE TRUST	44977W106		1/3/2011		7/19/2013	102,499	95,902				0	6,597							
91	X	ING PRIME RATE TRUST	44977W106		5/25/2011		7/19/2013	1,237	1,237				0	0							
92	X	ING PRIME RATE TRUST	44977W106		5/4/2011		7/19/2013	2,233	2,239				0	-6							
93	X	ING PRIME RATE TRUST	44977W106		8/22/2011		7/19/2013	11,135	8,983				0	2,152							
94	X	ISHARES DJ SEL DEV IDX FD	464287168		9/21/2012		10/11/2013	29,643	25,809				0	3,834							
95	X	ISHARES DJ SEL DEV IDX FD	464287168		8/31/2012		10/11/2013	202,113	173,289				0	28,814							
96	X	ISHARES TR FTSEXINHUA ID	464287184		1/22/2013		9/18/2013	77,979	83,500				0	-5,521							
97	X	AMEX ISHARES S&P 500 INDE	464287200		6/25/2013		10/11/2013	100,895	94,648				0	6,247							
98	X	CALVERT FD	131582611		5/26/2011		10/11/2013	4	4				0	0							
99	X	AMEX ISHARES S&P 500 INDE	464287200		6/27/2013		10/11/2013	90,976	86,301				0	4,675							
100	X	ISHARES MSCI EMERG MKT II	464287234		9/21/2012		8/1/2013	382,391	402,789				0	-20,398							
101	X	ISHARES LEHMAN 1-3 YR TRE	464287457		6/20/2013		6/27/2013	246,889	246,797				0	-92							
102	X	ISHARES DOW JONES UNITEI	464287788		5/21/2013		10/11/2013	61,208	60,827				0	381							
103	X	ISHARES S&P SMALLCAP 600	464287804		1/3/2011		10/11/2013	59,506	41,307				0	18,199							
104	X	ISHARES S&P SMALLCAP 600	464287804		8/22/2011		10/11/2013	55,976	32,542				0	23,434							
105	X	ISHARES S&P EUROPE 350 IN	464287861		8/1/2013		9/16/2013	4,290	4,223				0	67							
106	X	ISHARES S&P EUROPE 350 IN	464287861		8/1/2013		9/19/2013	30,029	29,564				0	465							
107	X	ISHARES S&P EUROPE 350 IN	464287861		8/1/2013		9/20/2013	72,929	71,798				0	1,131							
108	X	ISHARES S&P EUROPE 350 IN	464287861		8/27/2013		9/20/2013	64,349	58,531				0	5,818							
109	X	ISHARES S&P EUROPE 350 IN	464287861		6/27/2013		10/11/2013	17,704	15,530				0	2,174							
110	X	UIT			1/1/1901		1/31/2013	35	0				0	35							
111	X	UIT			1/1/1901		2/28/2013	31	0				0	31							
112	X	UIT			1/1/1901		3/31/2013	33	0				0	33							
113	X	UIT			1/1/1901		4/30/2013	28	0				0	28							
114	X	ISHARES SILVER TRUST	464280109		10/14/2011		5/21/2013	60,892	87,638				0	-26,756							
115	X	J P MORGAN CHASE & CO	46625H100		9/21/2012		8/1/2013	67,791	49,128				0	18,663							
116	X	KRAFT FOODS GROUP INC	50076Q106		9/21/2012		10/11/2013	14,689	12,283				0	2,406							
117	X	LORILLARD INC	544147101		8/22/2011		10/11/2013	12,449	9,767				0	2,682							
118	X	LORILLARD INC	544147101		10/14/2011		10/11/2013	27,665	23,505				0	4,160							
119	X	MFS CHARTER INCOME TR SI	552727109		2/9/2010		7/19/2013	94,018	94,220				0	-202							
120	X	MFS CHARTER INCOME TR SI	552727109		3/11/2011		7/19/2013	1,808	1,826				0	-18							
121	X	MFS CHARTER INCOME TR SI	552727109		5/25/2011		7/19/2013	1,808	1,873				0	-65							
122	X	MFS MULTIMARKETING INCO	552737108		2/23/2010		7/19/2013	2,377	2,457				0	80							
123	X	MFS MULTIMARKETING INCO	552737108		2/9/2010		7/19/2013	90,436	87,960				0	2,476							
124	X	MFS MULTIMARKETING INCO	552737108		3/11/2011		7/19/2013	2,649	2,667				0	-18							
125	X	MFS MULTIMARKETING INCO	552737108		5/29/2011		7/19/2013	1,323	1,371				0	-46							
126	X	MCKESSON HBOS INC	58155Q103		9/21/2012		10/11/2013	9,279	5,819				0	3,460							
127	X	MONDELEZ INTL INC	609207105		12/16/2011		10/11/2013	3,347	2,942				0	405							
128	X	NEUBERGER BERMAN REAL	641224795		9/23/2011		8/1/2013	1,378	1,408				0	-30							
129	X	NEUBERGER BERMAN REAL	641224795		8/22/2011		8/1/2013	1,270	1,297				0	-27							
130	X	NEUBERGER BERMAN REAL	641224795		13/2011		8/1/2013	80,846	82,610				0	-1,764							
131	X	NEUBERGER BERMAN REAL	641224795		13/2011		8/1/2013	128,797	131,607				0	-2,810							
132	X	NEUBERGER BERMAN REAL	641224845		13/2011		3/20/2013	131,607	108,404				0	23,203							
133	X	NEUBERGER BERMAN REAL	641224845		12/16/2011		3/20/2013	1,408	1,164				0	244							
134	X	NEUBERGER BERMAN REAL	641224845		9/23/2011		3/20/2013	1,297	981				0	316							
135	X	NEUBERGER BERMAN REAL	641224845		8/22/2011		3/20/2013	82,610	64,508				0	18,102							
136	X	NUVEEN REAL ESTATE SEC F	670678507		9/30/2011		8/1/2013	672	505				0	167							

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

Totals										Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Amount										Other sales		7,686,827		7,609,387		77,440	
Long Term CG Distributions										0		0		0		0	
Short Term CG Distributions										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	NUVEEN REAL ESTATE SEC F	670678507		9/30/2011		8/1/2013	1,140	855					0	285		
138	X	AMEX ISHARES S&P 500 INDE	464287200		8/1/2013		10/1/2013	171,008	171,543					0	-535		
139	X	NUVEEN REAL ESTATE SEC F	670678507		1/3/2011		8/1/2013	154,473	128,510					0	25,963		
140	X	NUVEEN REAL ESTATE SEC F	670678507		12/22/2011		8/1/2013	928	795					0	133		
141	X	NUVEEN REAL ESTATE SEC F	670678507		5/25/2011		8/1/2013	4,368	3,909					0	459		
142	X	NUVEEN REAL ESTATE SEC F	670678507		6/30/2011		8/1/2013	198	656					0	-458		
143	X	NUVEEN REAL ESTATE SEC F	670678507		8/22/2011		8/1/2013	759	177					0	582		
144	X	NUVEEN REAL ESTATE SEC F	670678507		12/29/2011		8/1/2013	936	800					0	136		
145	X	NUVEEN GLOBAL VALUE OPF	6706EH103		2/9/2010		6/20/2013	38,522	51,286					0	-12,764		
146	X	NUVEEN GLOBAL VALUE OPF	6706EH103		5/25/2011		6/20/2013	2,468	3,686					0	-1,218		
147	X	NUVEEN GLOBAL VALUE OPF	6706EH103		5/4/2011		6/20/2013	2,233	3,404					0	-1,171		
148	X	PHILIP MORRIS INTERNATIONAL	718172109		9/21/2012		10/1/2013	1,444	1,572					0	-128		
149	X	BLACKROCK LOW DUR BF INT	091928283		3/19/2013		10/1/2013	93,803	95,058					0	-1,255		
150	X	BLACKROCK LOW DUR BF INT	091928283		6/28/2013		10/1/2013	171	170					0	1		
151	X	BLACKROCK LOW DUR BF INT	091928283		5/31/2013		10/1/2013	180	181					0	-1		
152	X	BLACKROCK LOW DUR BF INT	091928283		4/30/2013		10/1/2013	170	172					0	-2		
153	X	BRISTOL MYERS SQUIBB CO	110122108		8/22/2011		10/1/2013	27,369	16,094					0	11,275		
154	X	CALVERT FD	131582611		12/7/2011		10/1/2013	20	20					0	0		
155	X	CALVERT FD	131582611		9/29/2011		10/1/2013	150	148					0	2		
156	X	CALVERT FD	131582611		10/27/2011		10/1/2013	126	125					0	1		
157	X	CALVERT FD	131582611		1/3/2011		10/1/2013	93,945	94,549					0	-604		
158	X	CALVERT FD	131582611		7/28/2011		10/1/2013	144	145					0	-1		
159	X	CALL SPY 12/22/2012 143 000	008Y7P40P		1/1/1901		1/1/2013	0	0					0	0		
160	X	CALVERT FD	131582611		11/22/2011		10/1/2013	142	141					0	1		
161	X	CALVERT FD	131582611		1/27/2011		10/1/2013	220	222					0	-2		
162	X	CALVERT FD	131582611		5/26/2011		10/1/2013	149	150					0	-1		
163	X	CALVERT FD	131582611		2/24/2011		10/1/2013	214	216					0	-2		
164	X	WILLIAM BLAIR - BOND FUND	969251206		10/14/2011		10/1/2013	42,840	43,280					0	-440		
165	X	WILLIAM BLAIR - BOND FUND	969251206		9/28/2011		10/1/2013	314	319					0	-5		
166	X	MALLINCKRODT PLC	G5785G107		8/22/2011		7/1/2013	21	16					0	5		
167	X	MALLINCKRODT PLC	G5785G107		8/22/2011		10/1/2013	1,615	1,185					0	430		
168	X	RENAISSANCE HOLDINGS	G7496G103		5/4/2011		5/13/2013	41,451	31,685					0	9,766		
169	X	GAIN FROM OPTIONS	OPTION001		1/1/2013		12/31/2013	79,327	78,685					0	642		
170	X	WILLIAM BLAIR - BOND FUND	969251206		1/3/2011		10/1/2013	85,361	85,281					0	80		
171	X	UIT	78463V107		1/1/1901		5/10/2013	223	0					0	223		
172	X	UIT	78463V107		1/1/1901		6/17/2013	195	0					0	195		
173	X	SPDR GOLD TRUST	78463V107		7/31/2012		6/20/2013	6,054	7,679					0	-1,625		
174	X	SPDR GOLD TRUST	78463V107		11/4/2010		6/20/2013	1,359	1,486					0	-127		
175	X	SPDR GOLD TRUST	78463V107		8/1/2011		6/20/2013	122,185	156,099					0	-33,914		
176	X	SPDR GOLD TRUST	78463V107		10/14/2011		6/20/2013	123,544	163,688					0	-40,144		
177	X	SPDR GOLD TRUST	78463V107		12/1/2011		6/20/2013	68,073	93,002					0	-24,929		
178	X	SPDR GOLD TRUST	78463V107		8/22/2011		6/20/2013	172,961	257,917					0	-84,956		
179	X	SPDR DJ INDUSTRIAL AVERA	78467X109		11/3/2012		7/19/2013	251,550	208,709					0	42,841		
180	X	SPDR DJ INDUSTRIAL AVERA	78467X109		6/27/2013		7/19/2013	89,010	86,271					0	2,739		
181	X	SPDR DJ INDUSTRIAL AVERA	78467X109		11/3/2012		10/1/2013	87,363	73,851					0	13,532		
182	X	SEMPRA ENERGY	816851109		9/21/2012		10/1/2013	25,393	18,695					0	6,698		
183	X	TARGET CORP	87612E106		9/21/2012		10/1/2013	34,118	35,295					0	-1,177		
184	X	URS CORPORATION	903236107		8/22/2011		10/1/2013	51,359	30,508					0	20,851		
185	X	UNITEDHEALTH GROUP INC	91324P102		1/22/2013		12/3/2013	122,398	111,543					0	10,855		
186	X	VERIZON COMMUNICATIONS	92343V104		8/20/2013		10/1/2013	22,134	22,610					0	-476		
187	X	VERIZON COMMUNICATIONS	92343V104		10/14/2011		10/1/2013	53,479	42,343					0	11,136		
188	X	VNWARE INC	925853402		8/31/2012		11/8/2013	297,293	266,459					0	30,834		
189	X	WESTERN UNION COMPANY	959802109		8/22/2011		10/1/2013	35,111	30,267					0	4,844		
190	X	WHOLE FOODS MARKET INC	966837106		8/31/2012		10/1/2013	42,826	33,764					0	9,062		
191	X	WILLIAM BLAIR - BOND FUND	969251206		12/15/2011		10/1/2013	446	454					0	-8		
192	X	WILLIAM BLAIR - BOND FUND	969251206		10/27/2011		10/1/2013	1,101	1,120					0	-19		
193	X	WILLIAM BLAIR - BOND FUND	969251206		11/28/2011		10/1/2013	354	361					0	-7		
194	X	WILLIAM BLAIR - BOND FUND	969251206		12/7/2012		10/1/2013	465	478					0	-11		
195	X	WILLIAM BLAIR - BOND FUND	969251206		2/17/2011		10/1/2013	353	351					0	-13		
196	X	WILLIAM BLAIR - BOND FUND	969251206		1/1/2001		12/31/2013		1					0	-2		
197	X	ADVANCED BIONICS INC			1/1/2001		12/31/2013		4					0	-1		
198	X	SECTION 1231 GAIN FROM PA			1/1/2001		12/31/2013							0	-4		

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

		-4,661	-4,661	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	ORDINARY LOSS FROM PARTNERSHIP	-4,661	-4,661	

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

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

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

		10,401	1,475	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,475	1,475		
2	ESTIMATED EXCISE PAYMENTS	8,926			

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

		85,002	64,102	0	20,900
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	CUSTODIAN AND MANAGEMENT FEES	69,026	51,770		17,256
2	INVESTMENT EXPENSES - PROCEEDS	1,400	1,400		
3	AMEX FOUNDATION EXPENSES	13,611	10,208		3,403
4	MN COUNCIL ON FOUNDATION RENEWAL FEE	965	724		241

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			5,761,045	6,500,577	7,293,836
2	ACCENTURE LTD CLASS A		0	22,688	0
3	COVIDIEN PLC		0	17,576	0
4	LIBERTY GLOBAL PLC CL A		0	46,032	0
5	ACE LTD		0	22,646	0
6	LYONDELLBASELL INDUSTRIES N		0	22,647	0
7			0	0	0
8	INVESCO FLOATING RATE Y		0	231,107	0
9	ABBVIE INC		0	22,693	0
10	AGILENT TECHNOLOGIES INC		0	22,650	0
11	AMERICAN EXPRESS CO		0	22,631	0
12	AMERISOURCEBERGEN CORPORATION		0	27,582	0
13	APPLE COMPUTER INC		0	191,083	0
14	BRISTOL MYERS SQUIBB CO		0	27,084	0
15	CBS CORP NEW CLASS B		0	22,655	0
16	CALAMOS EVOLVING WORLD GW I		0	52,152	0
17	CAPITAL ONE FINL CORP		0	46,075	0
18	CARDINAL HEALTH INC		0	84,593	0
19	CHEMTURA CORP		0	22,604	0
20	CHEVRONTXACO CORPORATION		0	69,217	0
21	CHUBB CORP		0	22,615	0
22	COSTCO WHOLESALE CORPORATION		0	47,857	0
23	CROWN CASTLE INTERNATIONAL CORP		0	22,663	0
24	DANAHER CORP		0	68,727	0
25	DRIEHAUS EMERGING MARKETS GROWTH		0	52,836	0
26	DUKE ENERGY CORP		0	22,640	0
27	FIFTH THIRD BANCORP		0	67,357	0
28	FRANKLIN RES INC		0	46,044	0
29	GENERAL DYNAMICS CORPORATION		0	45,970	0
30	GOOGLE INC CL A		0	435,684	0
31	HARDING LOEVNER FRNT EMG MKT I		0	51,732	0
32	HONEYWELL INTL INC		0	61,402	0
33	ISHARES LEHMAN 1-3 YR TREAS BD FD		0	252,999	0
34	ISHARES TRUST - S&P MIDCAP 400		0	206,164	0
35	ISHARES S&P SMALLCAP 600 INDEX		0	119,908	0
36	J P MORGAN CHASE & CO		0	67,971	0
37	JACOBS ENGR GROUP INC		0	22,689	0
38	KINDER MORGAN INC		0	22,665	0
39	L BRANDS INC COM		0	46,076	0
40	LORD ABBET INVT TR		0	243,173	0
41	MAINSTAY HI YLED CP BD I		0	239,629	0
42	MARKWEST ENERGY PARTNERS L P		0	68,837	0
43	MASTERCARD INC CLASS A		0	68,440	0
44	MCKESSON HBOC INC		0	28,923	0
45	METLIFE INC		0	46,066	0
46	MONDELEZ INTL INC		0	19,942	0

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
47	MONSANTO CO NEW		0	43,038	0
48	ORACLE SYSTEMS CORP		0	40,440	0
49	OPPENHEIMER DEVELOPING MARKETS		0	52,059	0
50	PNC BANK CORPORATION		0	46,101	0
51	PFIZER INC		0	68,741	0
52	PHILIP MORRIS INTERNATIONAL INC		0	50,200	0
53	PIMCO REAL RETURN P		0	243,923	0
54	PIMCO LOW DURATION P		0	241,573	0
55	PIMCO INCOME P		0	226,993	0
56	STANDARD & POOR'S DEPT RECPT		0	627,847	0
57	SEMPRA ENERGY		0	16,761	0
58	STARBUCKS CORP		0	48,890	0
59	SYMANTEC CORP		0	68,810	0
60	TEREX CORPORATION NEW DEL		0	22,665	0
61	THORNBURG DEVELOPING WORLD I		0	51,610	0
62	TWENTY-FIRST CENTURY FOX CL A		0	22,671	0
63	ULTIMATE SOFTWARE GROUP INC		0	68,675	0
64	UNION PACIFIC CORP		0	22,658	0
65	UNITED TECHNOLOGIES CORP		0	46,028	0
66	VANGUARD EUROPEAN VIPERS		0	412,614	0
67	VANGUARD SHORT TERM CORPORATE B		0	240,813	0
68	VANGUARD GROWTH ETF		0	137,437	0
69	VERIZON COMMUNICATIONS		0	23,186	0
70	WESTERN ASSET CORE PLUS BD I		0	241,794	0
71	WILLIAMS CO INC		0	1,339	0
72	WORKDAY INC CL A		0	22,665	0
73	YUM BRANDS INC		0	38,322	0

5,761,045

6,500,577

7,293,836

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

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

1	PARTNERSHIP INCOME ADJUSTMENT	1	4,557
2	WASH SALE ADJUSTMENT ON BOOKS	2	6,075
3	FEDERAL EXCISE TAX REFUND	3	4,242
4	COST BASIS ADJUSTMENT	4	14,315
5	Total	5	29,189

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

1	ADJUSTMENT FOR PRIOR YEAR RETURN OF CAPITAL TO BOOKS	1	12,851
2	LOSS ON PRIOR YEAR SALES SETTLED IN CURRENT YEAR	2	2
3	ADJUSTMENT FOR TRADING OPTIONS	3	27,299
4	Total	4	40,152

66	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
67	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
68	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
69	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
70	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
71	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
72	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
73	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
74	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
75	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
76	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
77	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
78	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
79	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
80	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
81	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
82	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
83	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830
84	STANDARD & POOR'S DEPT REPT	7846ZF03	261957830

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

Long Term CG Distributions										Amount				
Short Term CG Distributions										5,147	0			
	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
85	GABELLI UTILS FD CL I	38240E068		12/28/2011	9/18/2013	1,105			0	1,114	-9	0	0	-9
86	GABELLI UTILS FD CL I	38240E068		8/27/2011	9/18/2013	91,469			0	95,714	-4,245	0	0	-4,245
87	GENERAL MTRS CO	37045V100		10/11/2013	11/17/2013	48,863			0	48,019	844	0	0	2,864
88	GOOGLE INC CL A	38259P008		1/22/2013	9/20/2013	378,043			0	350,644	27,399	0	0	27,399
89	ING PRIME RATE TRUST	44377W106		9/21/2012	7/19/2013	4,763			0	4,751	12	0	0	12
90	ING PRIME RATE TRUST	44377W106		1/3/2011	7/19/2013	102,499			0	95,902	6,597	0	0	6,597
91	ING PRIME RATE TRUST	44377W106		5/25/2011	7/19/2013	1,237			0	1,237	0	0	0	0
92	ING PRIME RATE TRUST	44377W106		5/4/2011	7/19/2013	2,233			0	2,239	-6	0	0	-6
93	ING PRIME RATE TRUST	44377W106		8/22/2011	7/19/2013	11,135			0	8,983	2,152	0	0	2,152
94	ISHARES DJ SEL DEV IDX FD	46428T168		9/21/2012	10/11/2013	29,643			0	25,809	3,834	0	0	3,834
95	ISHARES DJ SEL DEV IDX FD	46428T168		8/31/2012	10/11/2013	202,113			0	173,299	28,814	0	0	28,814
96	ISHARES TR FTSE/NAHUA IDX	46428T184		1/22/2013	9/18/2013	77,979			0	83,500	-5,521	0	0	-5,521
97	AMEX ISHARES S&P 500 INDEX FUND	46428T200		6/25/2011	10/11/2013	100,895			0	94,648	6,247	0	0	6,247
98	CALVERT FD	13158Z611		5/26/2011	10/11/2013	4			0	4	0	0	0	0
99	AMEX ISHARES S&P 500 INDEX FUND	46428T200		6/27/2013	10/11/2013	90,976			0	88,301	2,675	0	0	2,675
100	ISHARES MSCI EMERG MKT IDX	46428T234		9/21/2012	8/17/2013	382,391			0	402,789	-20,398	0	0	-20,398
101	ISHARES LEHMAN 1-3 YR TREAS BD FC	46428T457		6/20/2013	6/27/2013	246,797			0	246,889	-92	0	0	-92
102	ISHARES DOW JONES UNITED STATES	46428T788		5/21/2013	10/11/2013	61,208			0	60,827	381	0	0	381
103	ISHARES S&P SMALLCAP 600 INDEX FC	46428T804		1/3/2011	10/11/2013	55,906			0	41,307	14,599	0	0	14,599
104	ISHARES S&P SMALLCAP 600 INDEX FC	46428T804		8/22/2011	10/11/2013	55,976			0	32,542	23,434	0	0	23,434
105	ISHARES S&P EUROPE 350 INDEX FUND	46428T861		8/1/2013	9/16/2013	4,290			0	4,223	67	0	0	67
106	ISHARES S&P EUROPE 350 INDEX FUND	46428T861		8/1/2013	9/16/2013	30,029			0	29,564	465	0	0	465
107	ISHARES S&P EUROPE 350 INDEX FUND	46428T861		6/27/2013	9/20/2013	72,929			0	71,788	1,141	0	0	1,141
108	ISHARES S&P EUROPE 350 INDEX FUND	46428T861		6/27/2013	9/20/2013	64,349			0	58,531	5,818	0	0	5,818
109	ISHARES S&P EUROPE 350 INDEX FUND	46428T861		6/27/2013	10/11/2013	17,704			0	15,530	2,174	0	0	2,174
110	JIT	46428Q109		1/1/1901	1/31/2013	35			0	35	0	0	0	0
111	JIT	46428Q109		1/1/1901	2/28/2013	31			0	31	0	0	0	0
112	JIT	46428Q109		1/1/1901	3/31/2013	33			0	33	0	0	0	0
113	JIT	46428Q109		1/1/1901	4/30/2013	28			0	28	0	0	0	0
114	ISHARES SILVER TRUST	46428Q109		10/14/2011	5/21/2013	60,882			0	87,638	-26,756	0	0	-26,756
115	J.P. MORGAN CHASE & CO	46625H100		9/21/2012	8/17/2013	67,791			0	49,128	18,663	0	0	18,663
116	KRAFT FOODS GROUP INC	50076Q108		9/21/2012	10/11/2013	14,689			0	12,783	2,006	0	0	2,006
117	ORILLARD INC	544147101		8/22/2011	10/11/2013	12,449			0	9,787	2,662	0	0	2,662
118	ORILLARD INC	544147101		10/14/2011	10/11/2013	27,665			0	23,505	4,160	0	0	4,160
119	MFS CHARTER INCOME TR SBI	552727109		2/9/2010	7/19/2013	94,018			0	94,220	-202	0	0	-202
120	MFS CHARTER INCOME TR SBI	552727109		3/11/2011	7/19/2013	1,808			0	1,826	-18	0	0	-18
121	MFS CHARTER INCOME TR SBI	552727109		5/25/2011	7/19/2013	1,808			0	1,873	-65	0	0	-65
122	MFS MULTIMARKETING INCOME TR SB	552737108		2/23/2010	7/19/2013	2,457			0	2,377	80	0	0	80
123	MFS MULTIMARKETING INCOME TR SB	552737108		2/9/2010	7/19/2013	90,436			0	87,960	2,476	0	0	2,476
124	MFS MULTIMARKETING INCOME TR SB	552737108		3/11/2011	7/19/2013	2,849			0	2,867	-18	0	0	-18
125	MFS MULTIMARKETING INCOME TR SB	552737108		9/21/2012	10/11/2013	3,253			0	1,371	1,882	0	0	1,882
126	MCKESSON HROC INC	55155Q103		9/21/2012	10/11/2013	3,347			0	5,819	-2,472	0	0	-2,472
127	MONDELEZ INTL INC	609207105		12/16/2011	8/17/2013	1,378			0	1,408	-30	0	0	-30
128	NEUBERGER BERMAN REAL EST INST	841724795		8/23/2011	8/17/2013	1,270			0	1,287	-17	0	0	-17
129	NEUBERGER BERMAN REAL EST INST	841724795		8/22/2011	8/17/2013	80,846			0	82,810	-1,964	0	0	-1,964
130	NEUBERGER BERMAN REAL EST INST	841724795		6/4/22/95	8/17/2013	128,797			0	131,607	-2,810	0	0	-2,810
131	NEUBERGER BERMAN REAL EST INST	841724795		1/3/2011	8/17/2013	1,408			0	1,164	244	0	0	244
132	NEUBERGER BERMAN REAL EST TR	841724845		9/23/2011	3/20/2013	1,297			0	981	316	0	0	316
133	NEUBERGER BERMAN REAL EST TR	841724845		12/16/2011	3/20/2013	82,610			0	64,508	18,102	0	0	18,102
134	NEUBERGER BERMAN REAL EST TR	841724845		9/23/2011	3/20/2013	1,297			0	505	792	0	0	792
135	NEUBERGER BERMAN REAL EST TR	841724845		8/22/2011	3/20/2013	82,610			0	855	285	0	0	285
136	NUVEEN REAL ESTATE SEC FUND I	870678507		9/30/2011	8/17/2013	672			0	672	0	0	0	0
137	NUVEEN REAL ESTATE SEC FUND I	870678507		9/30/2011	8/17/2013	1,140			0	855	285	0	0	285
138	AMEX ISHARES S&P 500 INDEX FUND	46428T200		8/17/2013	10/11/2013	171,008			0	171,543	-535	0	0	-535
139	NUVEEN REAL ESTATE SEC FUND I	870678507		1/3/2011	8/17/2013	154,473			0	128,510	25,963	0	0	25,963
140	NUVEEN REAL ESTATE SEC FUND I	870678507		12/22/2011	8/17/2013	928			0	795	133	0	0	133
141	NUVEEN REAL ESTATE SEC FUND I	870678507		5/25/2011	8/17/2013	4,368			0	3,909	459	0	0	459
142	NUVEEN REAL ESTATE SEC FUND I	870678507		6/30/2011	8/17/2013	198			0	656	-458	0	0	-458
143	NUVEEN REAL ESTATE SEC FUND I	870678507		8/22/2011	8/17/2013	759			0	177	582	0	0	582
144	NUVEEN REAL ESTATE SEC FUND I	870678507		12/29/2011	8/17/2013	936			0	800	136	0	0	136
145	NUVEEN GLOBAL VALUE OPPORTUNIT	87068H103		2/9/2010	6/20/2013	38,522			0	51,286	-12,764	0	0	-12,764
146	NUVEEN GLOBAL VALUE OPPORTUNIT	87068H103		5/25/2011	6/20/2013	2,468			0	3,686	-1,218	0	0	-1,218
147	NUVEEN GLOBAL VALUE OPPORTUNIT	87068H103		5/4/2011	6/20/2013	2,233			0	3,404	-1,171	0	0	-1,171
148	PHILIP MORRIS INTERNATIONAL INC	718172109		9/21/2012	10/11/2013	1,444			0	1,572	-128	0	0	-128
149	BLACKROCK LOW DUR BF INV INST	091928283		3/19/2013	10/11/2013	93,803			0	95,058	-1,255	0	0	-1,255
150	BLACKROCK LOW DUR BF INV INST	091928283		6/28/2013	10/11/2013	171			0	170	1	0	0	1
151	BLACKROCK LOW DUR BF INV INST	091928283		5/31/2013	10/11/2013	180			0	181	-1	0	0	-1
152	BLACKROCK LOW DUR BF INV INST	091928283		4/30/2013	10/11/2013	170			0	172	-2	0	0	-2
153	BRISTOL MYERS SQUIBB CO	110122108		8/22/2011	10/11/2013	27,369			0	16,094	11,275	0	0	11,275
154	CALVERT FD	13158Z611		12/7/2011	10/11/2013	20			0	20	0	0	0	0
155	CALVERT FD	13158Z611		9/29/2011	10/11/2013	150			0	148	2	0	0	2
156	CALVERT FD	13158Z611		10/27/2011	10/11/2013	126			0	125	1	0	0	1
157	CALVERT FD	13158Z611		1/3/2011	10/11/2013	93,945			0	94,549	-604	0	0	-604
158	CALVERT FD	13158Z611		7/28/2011	10/11/2013	144			0	145	-1	0	0	-1
159	CALL SPY 12/22/2012 143 000	00B7P40P		1/1/1901	1/1/2013	0			0	0	0	0	0	0
160	CALVERT FD	13158Z611		11/22/2011	10/11/2013	142			0	141	1	0	0	1
161	CALVERT FD	13158Z611		12/7/2011	10/11/2013	220			0	222	-2	0	0	-2
162	CALVERT FD	13157												

Long Term CG Distributions										5,147
Short Term CG Distributions										0

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

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
			1 New York Plaza, 7th Floor	New York	NY	10004		TRUSTEE	4 00	23,688		
1	Morgan Stanley Private Bank, N A											
2	Bruce H. Jackson		6193 West Ridge Road	Highland	UT	84003		CO-TRUSTEE	1 00	75,000		
										98,688	0	0

Part IX-B, Line 3 (990-PF) - Other Program-Related Investments

0			
1	NONE	Description 1	Description 2
		Description 3	Amount

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

	Date	Amount
1 Credit from prior year return		458
2 First quarter estimated tax payment		503
3 Second quarter estimated tax payment		503
4 Third quarter estimated tax payment		4,000
5 Fourth quarter estimated tax payment		3,920
6 Other payments		
7 Total		9,384

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	238,172
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	238,172