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Return of Private Foundation

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

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

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation PATRICK AND AIMEE BUTLER FAMILY FOUNDATION		A Employer identification number 41-6009902
Number and street (or P.O. box number if mail is not delivered to street address) 2356 UNIVERSITY AVE W. SUITE 420	Room/suite	B Telephone number 651-222-2565
City or town, state or province, country, and ZIP or foreign postal code ST. PAUL, MN 55114-3801		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☒ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 102,688,735.	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		131,482.		N/A	
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		4,035.	4,035.		STATEMENT 1
4 Dividends and interest from securities		2,840,405.	2,863,264.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,261,275.			
b Gross sales price for all assets on line 6a		17,175,460.			
7 Capital gain net income (from Part IV, line 2)			2,261,275.		
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)					
11 Other income		32,707.			
12 Total. Add lines 1 through 11		5,269,904.	5,128,574.		STATEMENT 3
13 Compensation of officers, directors, trustees, etc		120,441.	0.		120,441.
14 Other employee salaries and wages		75,976.	14,316.		61,660.
15 Pension plans, employee benefits		24,560.	1,524.		23,036.
16a Legal fees STMT 4		37,404.	32,396.		5,008.
b Accounting fees STMT 5		21,500.	10,750.		10,750.
c Other professional fees STMT 6		8,450.	1,750.		6,700.
17 Interest					
18 Taxes STMT 7		81,293.	0.		0.
19 Depreciation and depletion					
20 Occupancy		18,440.	1,844.		16,596.
21 Travel, conferences, and meetings		7,632.	455.		7,177.
22 Printing and publications		758.	0.		758.
23 Other expenses STMT 8		323,965.	250,031.		73,934.
24 Total operating and administrative expenses. Add lines 13 through 23		720,419.	313,066.		326,060.
25 Contributions, gifts, grants paid		4,089,405.			4,089,405.
26 Total expenses and disbursements. Add lines 24 and 25		4,809,824.	313,066.		4,415,465.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		460,080.			
b Net investment income (if negative, enter -0-)			4,815,508.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		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		10,937,236.	12,006,690.	12,006,690.
	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				
	7	Other notes and loans receivable				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges			11,170.	11,170.
	10a	Investments - U.S. and state government obligations	STMT 11	1,528,801.	1,472,750.	1,472,750.
	b	Investments - corporate stock	STMT 12	42,672,212.	48,543,881.	48,543,881.
	c	Investments - corporate bonds	STMT 13	2,728,587.	3,162,251.	3,162,251.
	Liabilities	11	Investments - land, buildings, and equipment: basis			
		Less: accumulated depreciation				
12		Investments - mortgage loans	STMT 14	5,854,871.	5,394,625.	5,394,625.
13		Investments - other	STMT 15	26,357,516.	31,972,683.	31,972,683.
14		Land, buildings, and equipment: basis				
		Less: accumulated depreciation				
15		Other assets (describe)	STATEMENT 16)	138,095.	124,685.	124,685.
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		90,217,318.	102,688,735.	102,688,735.
17		Accounts payable and accrued expenses				
18		Grants payable		798,500.	1,385,000.	
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)		798,500.	1,385,000.	
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		89,418,818.	101,303,735.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances		89,418,818.	101,303,735.	
	31	Total liabilities and net assets/fund balances		90,217,318.	102,688,735.	

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	89,418,818.
2	Enter amount from Part I, line 27a	2	460,080.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 9	3	12,031,597.
4	Add lines 1, 2, and 3	4	101,910,495.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 10	5	606,760.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	101,303,735.

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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 S/T GAINS-SEE ATT. SCH.	P	VARIOUS	VARIOUS
b L/T GAINS-SEE ATT. SCH.	P	VARIOUS	VARIOUS
c ST. PAUL CO.-SECURITY LITIGATION SETTLEMENT	P	VARIOUS	VARIOUS
d S/T LOSSES-SIT BOND A/C-SEE ATT. SCH.	P	VARIOUS	VARIOUS
e L/T LOSSES-SIT BOND A/C-SEE ATT. SCH.	P	VARIOUS	VARIOUS

(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 86,778.		69,006.	17,772.
b 8,050,930.		5,605,894.	2,445,036.
c 16.			16.
d 448,422.		471,720.	-23,298.
e 8,589,314.		8,767,565.	-178,251.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			17,772.
b			2,445,036.
c			16.
d			-23,298.
e			-178,251.

2 Capital gain net income or (net capital loss)	2	2,261,275.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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	3,198,269.	86,733,116.	.036875
2011	4,878,976.	67,707,233.	.072060
2010	2,688,136.	55,429,063.	.048497
2009	2,743,505.	49,804,249.	.055086
2008	3,285,959.	59,739,077.	.055005

2 Total of line 1, column (d)	2	.267523
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	.053505
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	95,504,455.
5 Multiply line 4 by line 3	5	5,109,966.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	48,155.
7 Add lines 5 and 6	7	5,158,121.
8 Enter qualifying distributions from Part XII, line 4	8	4,415,465.

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.

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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	96,310.
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	96,310.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	96,310.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	116,602.	
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	116,602.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	20,292.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ 20,292. Refunded ☐	11	0.	

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)? 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		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. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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? If "Yes," attach a conformed copy of the changes		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? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col (c), and Part XV	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 General Instruction G? If "No," attach explanation	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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 ► WWW.BUTLERFAMILYFOUNDATION.ORG	13	X	
14 The books are in care of ► PATRICK & AIMEE BUTLER FAMILY FOUND Telephone no. ► 651-222-2565 Located at ► 2356 UNIVERSITY AVE W STE 420, ST. PAUL, MN ZIP+4 ► 55114-3801			
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? If "Yes," list the years ► _____, _____, _____		☐ Yes ☒ No	
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.)		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. ► _____, _____, _____	2b		
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)		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

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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)?

☐ 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)?

N/A

5b

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?

N/A

☐ 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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 17		120,441.	3,613.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MONDRIAN INVESTMENT PARTNERS - 1105 N. MARKET ST, SUITE 1300, WILMINGTON, DE 19801	INVESTMENT FEES	131,089.
MAIRS & POWER, INC. - 332 MINNESOTA STREET, W-1520, ST PAUL, MN 55101	INVESTMENT FEES	64,298.

Total number of others receiving over \$50,000 for professional services

0

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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**PATRICK AND AIMEE BUTLER FAMILY
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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	96,767,308.
b	Average of monthly cash balances	1b	86,027.
c	Fair market value of all other assets	1c	105,503.
d	Total (add lines 1a, b, and c)	1d	96,958,838.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	96,958,838.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,454,383.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	95,504,455.
6	Minimum investment return. Enter 5% of line 5	6	4,775,223.

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	4,775,223.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	96,310.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	4,534.
c	Add lines 2a and 2b	2c	100,844.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,674,379.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,674,379.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,674,379.

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	4,415,465.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	4,415,465.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,415,465.

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

**PATRICK AND AIMEE BUTLER FAMILY
FOUNDATION**

Form 990-PF (2013)

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				4,674,379.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			1,549,814.	
b Total for prior years:		0.		
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: ▶ \$ 4,415,465.				
a Applied to 2012, but not more than line 2a			1,549,814.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				2,865,651.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				1,808,728.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014 Subtract lines 7 and 8 from line 6a	0.			
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

1 a 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)

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

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:
(1) Value of all assets

(2) Value of assets qualifying under section 4942(i)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

[illegible]

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:

SEE STATEMENT 18

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:

PATRICK AND AIMEE BUTLER FAMILY
FOUNDATION

Form 990-PF (2013)

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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
<i>a Paid during the year</i>				
SEE ATTACHED SUPPORTING SCHEDULES - STATEMENT 19	N/A	EXEMPT		4,089,405.
Total			3a	4,089,405.
<i>b Approved for future payment</i>				
SEE ATTACHED SUPPORTING SCHEDULES - STATEMENT 19				1,385,000.
Total			3b	1,385,000.

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

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

OMB No 1545-0047

2013

Name of the organization

PATRICK AND AIMEE BUTLER FAMILY
FOUNDATION

Employer identification number

41-6009902

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization
**PATRICK AND AIMEE BUTLER FAMILY
 FOUNDATION**

Employer identification number

41-6009902**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	KATE BUTLER PETERSON ESTATE PO BOX 14387 ST. PAUL, MN 55114-0837	\$ 131,482.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

PATRICK AND AIMEE BUTLER FAMILY
FOUNDATION

Employer identification number

41-6009902

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

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

Name of organization

**PATRICK AND AIMEE BUTLER FAMILY
FOUNDATION**

Employer identification number

41-6009902**Part III**

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

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH BANK INTEREST DEPOSIT PROGRAM	3,296.	3,296.	
SCHWAB 1 INTEREST	469.	469.	
SCHWAB ADV CASH RESERVE PREM	230.	230.	
SCHWAB VALUE ADVANTAGE FUND	40.	40.	
TOTAL TO PART I, LINE 3	4,035.	4,035.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BAILARD, BIEHL & KAISER REAL ESTATE INVESTMENT	0.	0.	0.	0.	
INVESCO BLANCED-RISK CMDY STRGY FUND	1,831.	0.	1,831.	1,831.	
PARTNERSHIPS	1,214,150.	0.	1,214,150.	1,237,009.	
PREFERRED STOCKS-MERRILL LYNCH	64,531.	0.	64,531.	64,531.	
SIT BOND ACCOUNT	470,717.	0.	470,717.	470,717.	
STOCKS-CHARLES SCHWAB	1,089,176.	0.	1,089,176.	1,089,176.	
TO PART I, LINE 4	2,840,405.	0.	2,840,405.	2,863,264.	

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ALBUQUERQUE PLAZA ASSOC-PTSHP UNRELATED BUSINESS INCOME	32,707.		0.
TOTAL TO FORM 990-PF, PART I, LINE 11	32,707.		0.

FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BRIGGS AND MORGAN PROFESSIONAL ASSN-LEGAL FEES	30,019.	25,011.		5,008.
FRUTH JAMISON & ELSASS-LEGAL FEES	7,385.	7,385.		0.
TO FM 990-PF, PG 1, LN 16A	37,404.	32,396.		5,008.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WILKERSON, GUTHMANN & JOHNSON, LTD-AUDIT & 990 PF	21,500.	10,750.		10,750.
TO FORM 990-PF, PG 1, LN 16B	21,500.	10,750.		10,750.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTANTS	8,450.	1,750.		6,700.
TO FORM 990-PF, PG 1, LN 16C	8,450.	1,750.		6,700.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL NET INVESTMENT EXCISE TAXES-12/31/13	75,000.	0.		0.
UNRELATED BUSINESS INCOME TAXES PAID IN 2013	6,293.	0.		0.
TO FORM 990-PF, PG 1, LN 18	81,293.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MEMBERSHIP AND ASSOCIATION EXPENSE	2,000.	100.		1,900.
OFFICE EXPENSES	75,285.	3,851.		71,434.
INVESTMENT FEES	246,055.	246,055.		0.
MISCELLANEOUS	625.	25.		600.
TO FORM 990-PF, PG 1, LN 23	323,965.	250,031.		73,934.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
INCREASE IN INTEREST & DIVIDENDS RECEIVABLE	6,850.
INCREASE (DECREASE) IN UNREALIZED GAINS	12,024,747.
TOTAL TO FORM 990-PF, PART III, LINE 3	12,031,597.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 10

DESCRIPTION	AMOUNT
INCREASE (DECREASE) IN EXCISE TAXES RECEIVABLE	20,260.
DECREASE (INCREASE) IN GRANTS PAYABLE	586,500.
TOTAL TO FORM 990-PF, PART III, LINE 5	606,760.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 11

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT OBLIGATIONS-SIT BOND A/C	X		991,776.	991,776.
MUNICIPAL BONDS-SIT BOND A/C		X	480,974.	480,974.
TOTAL U.S. GOVERNMENT OBLIGATIONS			991,776.	991,776.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			480,974.	480,974.
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,472,750.	1,472,750.

FORM 990-PF CORPORATE STOCK STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORP STOCKS-SEE ATTACHED SCH.	47,660,131.	47,660,131.
MERRILL LYNCH PFD CAPITAL TRUST III, 7.375%, DUE 9/15/62	883,750.	883,750.
TOTAL TO FORM 990-PF, PART II, LINE 10B	48,543,881.	48,543,881.

FORM 990-PF	CORPORATE BONDS	STATEMENT 13
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS-SIT BOND A/C	3,162,251.	3,162,251.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,162,251.	3,162,251.

FORM 990-PF	MORTGAGE LOANS	STATEMENT 14
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORTGAGE BACKED SECURITIES-SIT BOND A/C	5,394,625.	5,394,625.
TOTAL TO FORM 990-PF, PART II, LINE 12	5,394,625.	5,394,625.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 15
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
NORTHSTAR SEIDLER MEZZANINE II LP	FMV	42,312.	42,312.
NORTHSTAR MEZZANINE III LP	FMV	612,847.	612,847.
BAILARD BIEHL & KAISER REAL ESTATE INVESTMENT TRUST	FMV	3,489,693.	3,489,693.
MORGAN STANLEY OFFSHORE INFRASTRUCTURE PARTNERS, LP	FMV	2,504,283.	2,504,283.
MORGAN STANLEY REAL ESTATE FUND VII OFFSHORE INVESTORS GLOBAL, LP	FMV	2,134,150.	2,134,150.
ALBUQUERQUE PLAZA ASSOC-PARTNERHSIP	FMV	587,396.	587,396.
GATEWAY PARTNERSHIP	FMV	60,000.	60,000.
INVESCO BALANCED-RISK CMDY STRGY-Y FUND	FMV	3,497,983.	3,497,983.
MONDRAIN ALL WORLD EX-US EQUITY FD	FMV	19,044,019.	19,044,019.
TOTAL TO FORM 990-PF, PART II, LINE 13		31,972,683.	31,972,683.

FORM 990-PF OTHER ASSETS STATEMENT 16

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INTEREST & DIVIDENDS RECEIVABLE	106,493.	113,343.	113,343.
FEDERAL EXCISE TAX RECEIVABLE	31,602.	11,342.	11,342.
TO FORM 990-PF, PART II, LINE 15	138,095.	124,685.	124,685.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 17

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PETER M. BUTLER 2356 UNIVERSITY AVE. W, SUITE 420 ST PAUL, MN 55114	TREASURER & TRUSTEE 2.00	0.	0.	0.
PATRICK BUTLER, JR. 2356 UNIVERSITY AVE. W, SUITE 420 ST PAUL, MN 55114	VICE-PRESIDENT & TRUSTEE 1.00	0.	0.	0.
JOHN K. BUTLER 2356 UNIVERSITY AVE. W, SUITE 420 ST PAUL, MN 55114	PRESIDENT & TRUSTEE 3.00	0.	0.	0.
BRIGID M. BUTLER 2356 UNIVERSITY AVE. W, SUITE 420 ST PAUL, MN 55114	TRUSTEE 1.00	0.	0.	0.
PATRICIA M. BUTLER 2356 UNIVERSITY AVE. W, SUITE 420 ST PAUL, MN 55114	TRUSTEE 1.00	0.	0.	0.
PAUL S. BUTLER 2356 UNIVERSITY AVE. W, SUITE 420 ST PAUL, MN 55114	TRUSTEE 1.00	0.	0.	0.
SANDRA K. BUTLER 2356 UNIVERSITY AVE. W, SUITE 420 ST PAUL, MN 55114	TRUSTEE 1.00	0.	0.	0.

PATRICK AND AIMEE BUTLER FAMILY FOUNDATI

41-6009902

SUZANNE A. LEFEVOUR -2356 UNIVERSITY AVE. W, SUITE 420 ST PAUL, MN 55114	TRUSTEE 1.00	0.	0.	0.
CATHERINE C. BUTLER 2356 UNIVERSITY AVE. W, SUITE 420 ST PAUL, MN 55114	SECRETARY & TRUSTEE 1.00	0.	0.	0.
KERRIEANNE BLEVINS 2356 UNIVERSITY AVE. W, SUITE 420 ST PAUL, MN 55114	FOUNDATION DIRECTOR 30.00	120,441.	3,613.	0.
MELANIE MARTINEZ 2356 UNIVERSITY AVE. W, SUITE 420 ST PAUL, MN 55114	TRUSTEE 1.00	0.	0.	0.
TEMPLE PETERSON 2356 UNIVERSITY AVE. W, SUITE 420 ST PAUL, MN 55114	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		120,441.	3,613.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 18

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

KERRIE BLEVINS, FOUNDATION DIRECTOR
2356 UNIVERSITY AVENUE W, SUITE 420
ST PAUL, MN 55114

TELEPHONE NUMBER

NAME OF GRANT PROGRAM

651-222-2565

COMMUNITY GRANT PROGRAM

EMAIL ADDRESS

BFFINFO@VISI.COM

FORM AND CONTENT OF APPLICATIONS

ONLINE APPLICATION SYSTEM - CONTACT THE FOUNDATION OFFICE AT 651-222-2565,
OR BY EMAIL AT BFFINFO@VISI.COM

ANY SUBMISSION DEADLINES

MAY 15, 2014 - COMMUNITY GRANTS, MARCH 1, 2014 - INVITED GRANTS (ALL MUST
BE ELECTRONIC).

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATION'S GRANTING PRIORITY IS GIVEN TO ORGANIZATIONS THAT SERVE THE
ST. PAUL AND MINNEAPOLIS AREA. THE FOUNDATION DOES NOT MAKE GRANTS TO
ORGANIZATIONS THROUGH FISCAL AGENTS. THE FOUNDATION DOES NOT MAKE LOANS OR
GRANTS OR PROVIDE SCHOLARSHIPS TO INDIVIDUALS. THE FOUNDATION DOES NOT
SPONSOR EVENTS. NO GRANTS ARE MADE OUTSIDE THE UNITED STATES.
APPLICATIONS FOR COMMUNITY GRANTS WILL ONLY BE CONSIDERED IN 2014 FOR ARTS
AND THE ENVIRONMENT. CAPITAL GRANTS ARE MADE ONLY THROUGH THE SPECIAL
PROJECTS OR FOUNDATION INITIATIVE FUND PROGRAMS BY INVITATION OF THE
FOUNDATION.

Patrick and Aimee Butler Family Foundation
 #41-6009902
 Y E 12/31/13

Form -990-PF

Part II, Line 10b - Corporate Stocks (See Statement 12)

Common Stocks	End of Year	
	Cost	Fair Value
3M Company	\$ 723,193	\$ 1,683,000
Associated Banc Corp Wis	763,546	609,000
BP PLC ADR	1,304,150	1,502,049
Badger Meter Inc	422,856	599,500
Baxter International, Inc	426,140	834,600
Bemis Co., Inc	402,877	819,200
Bristol-Myers Squibb Co.	306,702	903,550
C. H. Robinson Worldwide, Inc.	703,970	700,200
ConocoPhillips	345,261	1,059,750
Corning, Inc	473,239	623,700
Donaldson Company, Inc.	90,729	782,280
Ecolab, Inc	258,551	625,620
Emerson Electric Co	754,945	1,543,960
Fiserv Inc.	331,742	826,700
Freeport McMoRan Copper & Gold	809,625	566,100
G&K Services, Inc. Class A	306,439	871,220
General Electric Company	1,573,571	2,060,570
General Mills Inc.	491,261	1,098,020
Graco, Inc	178,018	703,080
Graham Holdings Co	226,297	1,326,640
Hansen Engine Corp	360	360
Home Depot, Inc.	245,099	823,400
Honeywell Incorporated	307,821	913,700
Hormel Foods Corp	223,671	677,550
International Business Machines Corp	348,584	750,280
JP Morgan Chase & Co	1,005,000	1,578,960
Johnson & Johnson	225,191	1,373,850
Medtronic, Inc	465,812	2,410,380
Merck & Co., Inc	694,579	850,850
Microsoft Corporation	706,771	1,122,300
Patterson Dental Co	586,053	741,600
Pentair Inc.	182,605	854,370
Pfizer Incorporated	733,365	857,640
Principal Financial Group	507,816	838,270
Procter & Gamble Co.	812,822	1,012,171
Schlumberger Ltd	593,425	1,351,650
St. Jude Medical Inc.	539,392	929,250
TCF Financial Corp	716,624	731,250
Target Corporation	572,879	1,075,590
Techne Corp	574,122	852,030
US Bancorp	839,418	1,414,000
United Parcel Service B, Class B	906,143	1,366,040
Valspar Corporation	198,123	712,900
Verizon Communications Company	449,394	737,100
Wells Fargo & Co.	819,772	1,390,738
Western Union Company	742,587	752,203
Williams Companies Del.	548,630	964,250
Zimmer Holdings, Inc.	490,808	838,710
Total Corporate Stocks	<u>\$25,929,978</u>	<u>\$47,660,131</u>

PATRICK & AIMEE BUTLER FAMILY FOUNDATION
REALIZED GAINS AND LOSSES
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Gain Or Loss		
					Proceeds	Short Term	Long Term
4/20/2010	1/3/2013	2000	Ecolab Inc	91,298.18	148,372.13		57,073.95
9/23/2009	1/3/2013	2000	Fiserv Inc	98,243.97	162,128.62		63,884.65
1/31/2011	1/3/2013	3688	Freeport McMoRan Copper & Gold	199,059.80	130,812.54		(68,247.26)
8/6/2009	1/3/2013	2000	Graco, Inc	50,673.98	107,810.03		57,136.05
10/20/2003	1/3/2013	1000	Pentair Inc	18,749.97	50,595.89		31,845.91
12/19/2002	1/3/2013	1000	Pentair Inc	16,898.50	50,595.89		33,697.39
7/14/2004	1/3/2013	5000	Pfizer Incorporation	170,659.95	128,493.17		(42,166.78)
3/31/2005	1/3/2013	2000	Valspar Corporation	46,470.97	129,524.35		83,053.37
1/31/2011	1/3/2013	200	Washington Post Co Class B	86,825.00	73,913.89		(12,911.11)
1/31/2011	1/23/2013	3000	Baxter International, Inc	145,875.00	200,494.86		54,619.86
7/25/2008	1/23/2013	3000	Bemis Co Inc	78,335.37	108,050.41		29,715.04
6/24/2002	1/23/2013	2000	Bemis Co Inc	49,480.00	72,033.61		22,553.61
12/26/2007	1/23/2013	2000	Home Depot Inc.	53,603.98	130,829.92		77,225.94
1/31/2011	1/23/2013	5000	JP Morgan Chase & Co	223,750.00	230,583.88		6,833.88
1/31/2011	1/23/2013	5000	Medtronic, Inc	190,650.00	228,817.42		38,167.42
8/10/2007	1/23/2013	3000	Zimmer Holdings, Inc.	237,090.05	221,515.51		(15,574.54)
12/26/2007	1/23/2013	384	Zimmer Holdings, Inc.	25,939.77	28,353.98		2,414.21
6/24/2002	2/8/2013	1000	Bemis Co Inc	24,740.00	36,672.20		11,932.20
6/24/2002	2/8/2013	1000	Bemis Co Inc	24,705.00	36,672.20		11,967.20
6/5/2002	2/8/2013	1000	Bemis Co Inc	24,444.97	36,672.19		12,227.21
4/20/2010	2/8/2013	1000	Ecolab Inc	45,649.09	74,258.39		28,609.30
4/28/1998	2/8/2013	500	G&K Services Inc Cl A	19,358.75	20,364.07		1,005.32
11/4/2005	2/8/2013	500	G&K Services Inc Cl A	19,342.14	20,364.07		1,021.93
11/4/2005	2/8/2013	1000	G&K Services Inc Cl A	38,684.27	40,770.14		2,085.86
8/6/2009	2/8/2013	2000	Graco, Inc	50,673.98	116,356.04		65,682.06
2/19/2010	2/8/2013	1000	Honeywell Incorporated	40,192.38	70,618.43		30,426.05
12/1/2005	2/8/2013	2000	Honeywell Incorporated	74,506.63	141,236.87		66,730.24
1/31/2011	2/8/2013	5000	JP Morgan Chase & Co	223,750.00	242,398.62		18,648.62
8/10/2007	2/8/2013	3000	Patterson Dental Co	107,838.35	111,776.05		3,937.70
12/19/2002	2/8/2013	2000	Pentair Inc	33,797.00	101,708.97		67,911.97
3/31/2005	2/8/2013	2000	Valspar Corporation	46,470.97	133,930.63		87,459.65
5/3/2005	2/8/2013	1000	Valspar Corporation	20,891.81	66,965.32		46,073.51
12/26/2007	3/18/2013	1000	Home Depot Inc.	26,801.99	69,577.96		42,775.97
12/3/2002	3/18/2013	2000	Home Depot Inc.	52,460.00	139,155.91		86,695.91
8/6/2009	3/18/2013	3000	Hormel Foods Corp	53,909.97	117,145.33		63,235.35
6/2/2006	3/18/2013	2000	Patterson Dental Co	68,713.79	74,359.18		5,645.39
7/6/2004	3/18/2013	2000	Pfizer Incorporation	67,843.98	56,232.39		(11,611.59)
9/8/2004	3/18/2013	1000	3M Company	83,729.95	105,791.55		22,061.60
3/18/2004	3/18/2013	600	3M Company	47,490.95	63,474.93		15,983.98
11/2/2004	3/18/2013	1400	3M Company	107,186.76	148,108.17		40,921.40
6/5/2002	3/19/2013	600	Bemis Co Inc	14,666.98	23,299.95		8,632.96
6/5/2002	3/19/2013	400	Bemis Co Inc	9,761.99	15,533.30		5,771.31
7/8/2002	3/19/2013	1000	Bemis Co Inc.	23,776.15	38,833.26		15,057.11
4/20/2010	5/15/2013	1000	Ecolab Inc	45,649.09	88,532.67		42,883.58
9/23/2009	5/15/2013	1000	Fiserv Inc	49,121.98	89,592.52		40,470.54
11/9/2009	5/15/2013	1000	Fiserv Inc.	48,253.47	89,592.52		41,339.04
12/15/2004	5/15/2013	3000	General Mills Inc.	72,364.97	152,219.64		79,854.66
3/16/2006	5/15/2013	2000	Johnson & Johnson	120,170.95	174,915.69		54,744.74

PATRICK & AIMEE BUTLER FAMILY FOUNDATION
REALIZED GAINS AND LOSSES
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
1/31/2011	5/15/2013	1200	Johnson & Johnson	71,946.00	104,949.41		33,003.41
1/31/2011	5/15/2013	3000	JP Morgan Chase & Co	134,250.00	152,900.92		18,650.92
1/31/2011	5/15/2013	500	Washington Post Co Class B	217,062.50	225,569.10		8,506.60
4/20/2010	10/10/2013	1000	Ecolab Inc.	45,649.09	98,719.20		53,070.11
7/2/2010	10/10/2013	2000	Ecolab Inc	89,785.97	197,438.40		107,652.43
7/3/2002	10/10/2013	500	G&K Services Inc Cl A	16,868.35	28,303.42		11,435.07
12/13/1999	10/10/2013	1000	G&K Services Inc Cl A	30,780.00	56,606.85		25,826.85
12/13/1999	10/10/2013	500	G&K Services Inc Cl A	15,015.00	28,303.43		13,288.43
1/31/2011	10/10/2013	3000	Medtronic, Inc	114,390.00	161,873.28		47,483.28
6/2/2006	10/10/2013	2000	Patterson Dental Co	68,713.79	81,316.23		12,602.44
12/19/2002	10/10/2013	1000	Pentair Inc	16,898.50	64,895.70		47,997.20
1/22/2003	10/10/2013	1000	Pentair Inc.	16,885.00	64,895.70		48,010.70
2/25/2008	10/10/2013	2000	Principal Financial Group	116,578.77	85,992.75		(30,586.02)
1/31/2011	10/10/2013	500	Washington Post Co Class B	217,062.50	305,399.44		88,336.94
2/19/2010	10/14/2013	3000	St Jude Medical Inc	116,044.47	167,566.19		51,521.72
11/4/2005	10/28/2013	500	G&K Services Inc Cl A	19,342.14	31,541.07		12,198.93
7/3/2002	10/28/2013	1500	G&K Services Inc Cl A	50,605.05	94,623.23		44,018.18
11/9/2009	11/21/2013	1000	Fiserv Inc	48,253.47	109,607.14		61,353.66
8/6/2009	11/21/2013	300	Hormel Foods Corp	5,391.00	12,718.74		7,327.74
8/6/2009	11/21/2013	600	Hormel Foods Corp	10,781.99	25,431.47		14,649.47
8/6/2009	11/21/2013	1100	Hormel Foods Corp	19,766.99	46,623.27		26,856.28
2/25/2008	11/21/2013	200	Principal Financial Group	11,657.88	9,909.43		(1,748.45)
2/25/2008	11/21/2013	200	Principal Financial Group	11,657.88	9,907.83		(1,750.05)
2/25/2008	11/21/2013	600	Principal Financial Group	34,973.63	29,722.29		(5,251.34)
9/7/2007	11/21/2013	2000	Principal Financial Group	110,063.95	99,074.32		(10,989.63)
2/8/2013	11/21/2013	100	Techne Corp Common	6,900.62	8,688.95	1,788.33	
2/8/2013	11/21/2013	200	Techne Corp Common	13,801.23	17,369.91	3,568.67	
2/8/2013	11/21/2013	90	Techne Corp Common	6,210.56	7,813.75	1,603.19	
2/8/2013	11/21/2013	100	Techne Corp Common	6,900.62	8,677.95	1,777.33	
2/8/2013	11/21/2013	100	Techne Corp Common	6,900.62	8,672.95	1,772.33	
2/8/2013	11/21/2013	10	Techne Corp Common	690.06	867.20	177.14	
2/8/2013	11/21/2013	400	Techne Corp Common	27,602.47	34,687.84	7,085.37	
8/30/2000	12/19/2013	900	G&K Services Inc Cl A	25,452.00	55,260.89		29,808.89
8/30/2000	12/19/2013	100	G&K Services Inc Cl A	2,828.00	6,139.99		3,311.99
8/30/2000	12/19/2013	400	G&K Services Inc Cl A	11,312.00	24,595.99		13,283.99
8/30/2000	12/19/2013	20	G&K Services Inc Cl A	565.60	1,228.70		663.10
8/30/2000	12/19/2013	380	G&K Services Inc Cl A	10,746.40	23,290.57		12,544.17
8/30/2000	12/19/2013	200	G&K Services Inc Cl A	5,656.00	12,258.00		6,602.00
2/9/2009	12/19/2013	300	Graco, Inc	6,647.58	22,875.21		16,227.63
2/9/2009	12/19/2013	100	Graco, Inc	2,215.86	7,625.02		5,409.16
2/9/2009	12/19/2013	100	Graco, Inc.	2,215.86	7,625.07		5,409.21
2/9/2009	12/19/2013	500	Graco, Inc	11,079.29	38,134.88		27,055.58
2/9/2009	12/19/2013	100	Graco, Inc	2,215.86	7,627.67		5,411.81
2/9/2009	12/19/2013	100	Graco, Inc	2,215.86	7,627.47		5,411.61
2/9/2009	12/19/2013	400	Graco, Inc.	8,863.44	30,487.91		21,624.47
2/9/2009	12/19/2013	100	Graco, Inc	2,215.86	7,620.07		5,404.21
2/9/2009	12/19/2013	300	Graco, Inc	6,647.58	22,859.91		16,212.33
8/10/2007	12/19/2013	100	Principal Financial Group	5,351.91	4,825.75		(526.16)

PATRICK & AIMEE BUTLER FAMILY FOUNDATION
REALIZED GAINS AND LOSSES
From 01-01-13 Through 12-31-13

<u>Open</u> <u>Date</u>	<u>Close</u> <u>Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Cost</u> <u>Basis</u>	<u>Proceeds</u>	<u>Gain Or Loss</u>	
						<u>Short Term</u>	<u>Long Term</u>
8/10/2007	12/19/2013	1800	Principal Financial Group	96,334.36	86,861.12		(9,473.24)
8/10/2007	12/19/2013	400	Principal Financial Group	21,407.64	19,298.47		(2,109.17)
8/10/2007	12/19/2013	400	Principal Financial Group	21,407.64	19,295.67		(2,111.97)
8/10/2007	12/19/2013	100	Principal Financial Group	5,351.91	4,828.02		(523.89)
8/10/2007	12/19/2013	200	Principal Financial Group	10,703.82	9,651.83		(1,051.99)
12/26/2007	12/19/2013	300	Zimmer Holdings, Inc.	20,265.44	27,575.88		7,310.44
12/26/2007	12/19/2013	1100	Zimmer Holdings, Inc.	74,306.62	101,108.06		26,801.44
12/26/2007	12/19/2013	216	Zimmer Holdings, Inc.	14,591.12	19,857.62		5,266.50
1/31/2011	12/19/2013	384	Zimmer Holdings, Inc.	22,642.56	35,302.43		12,659.87
7/18/2006	12/19/2013	1000	Zimmer Holdings, Inc.	54,534.19	91,933.42		37,399.22
7/1/2002	12/19/2013	1500	Bristol-Myers Squibb Co	38,580.00	80,596.62		42,016.62
7/1/2002	12/19/2013	660	Bristol-Myers Squibb Co	16,975.20	35,461.20		18,486.00
10/7/2003	12/19/2013	840	Bristol-Myers Squibb Co.	21,588.00	45,132.43		23,544.43
TOTAL GAINS						17,772.37	2,661,668.76
TOTAL LOSSES						0.00	(216,633.17)
						<u>5,674,900.50</u>	<u>8,137,708.49</u>
						<u>17,772.37</u>	<u>2,445,035.59</u>
Totals - Short-Term - Part IV						69,006.18	86,778.54
Totals - Long-Term - Part IV						17,772.36	2,445,035.63
						<u>5,605,894.32</u>	<u>8,050,929.95</u>

Patrick and Aimee Butler Family Foundation
 #41-6009902
 Y E 12/31/13

Part IV - Realized Gains and Losses
 SIT Bond Account

Form 990-PF

Account Number	As Integer	Memo Number	Tran Code	Trade Date	Actual Settle Date	Security Number (Full)	Security Description (Long 1)	Relieved Carry	Relieved Principal	Relieved Cost	Relieved Gain/Loss	Relieved G/L (Term)	Original Purchase Date (trade date)
928 1507		PPAYDN		01/01/2013	01/28/2013	07325NCA8	BAYV 2005-D AF3	791 14	805 97	791 14	(14 83)	Short Term	04/18/2012
928 2885		SELL		12/18/2013	12/19/2013	912828WE6	UNITED STATES TREAS NOTE	150,000 00	148,171 88	148,312 50	140 62	Short Term	12/18/2013
928 2892		SELL		12/19/2013	12/24/2013	912828WE6	UNITED STATES TREAS NOTE	50,000 00	49,445 31	49 210 94	(234 37)	Short Term	12/18/2013
928 1878		PPAYDN		04/25/2013	04/25/2013	36242DN33	FFML 2005-FF2 M2	677 65	650 55	677 65	27 10	Short Term	04/23/2013
928 2116		PPAYDN		06/01/2013	06/25/2013	31392GER2	FNR 2002-90 A3	641 97	657 22	641 97	(15 25)	Short Term	05/30/2013
928 2099		SELL		06/13/2013	06/14/2013	912810RB6	UNITED STATES TREAS NOTE	100,000 00	90,265 63	91,859 38	1,593 75	Short Term	06/11/2013
928 2120		SELL		06/24/2013	06/25/2013	912810RB6	UNITED STATES TREAS NOTE	25,000 00	21,871 09	21,656 25	(214 84)	Short Term	06/21/2013
928 2009		PPAYDN		05/01/2013	05/28/2013	81745BAB1	SEMT 2013-6 A2	179 24	182 17	179 24	(2 93)	Short Term	04/26/2013
928 2120		SELL		06/24/2013	06/25/2013	912810RB6	UNITED STATES TREAS NOTE	125,000 00	113 066 41	108,281 25	(4,785 16)	Short Term	06/19/2013
928 1722		SELL		03/14/2013	03/15/2013	912828UN8	UNITED STATES TREAS NOTE	100,000 00	99,390 63	99,656 25	265 62	Short Term	03/08/2013
928 1762		PPAYDN		03/01/2013	03/25/2013	81745RAB6	SEMT 2013-3 A2	236 81	241 75	236 81	(4 94)	Short Term	02/22/2013
928 1840		PPAYDN		04/01/2013	04/25/2013	31410FYD1	FNMA PL#888208 CL	1,236 52	1,492 33	1,236 52	(255 81)	Short Term	03/25/2013
928 2519		SELL		09/27/2013	10/02/2013	172967HC8	CITIGROUP	100 000 00	99 562 00	99,653 00	91 00	Short Term	09/19/2013
928 2520		SELL		09/27/2013	10/02/2013	217203AE8	KINDER MORGAN (COPANO ENERGY)	35 000 00	40,381 25	40,162 50	(218 75)	Short Term	09/19/2013
928 1827		SELL		04/05/2013	04/10/2013	487836AT5	KELLOGG CO	100,000 00	135,350 00	139,358 00	4,008 00	Short Term	03/25/2013
928 1966		PPAYDN		05/01/2013	05/15/2013	3620AMDZ2	GNMA PL#733720 SF	2,792 96	3,163 90	2,792 96	(370 94)	Short Term	04/18/2013
928 2885		SELL		12/18/2013	12/19/2013	912828WE6	UNITED STATES TREAS NOTE	150,000 00	148,546 88	148,312 50	(234 38)	Short Term	12/05/2013
928 2218		PPAYDN		07/01/2013	07/25/2013	31416BKQ0	FNMA PL#995003 CL	4,531 49	5 417 96	4,531 49	(888 47)	Short Term	06/14/2013
928 1848		SELL		04/08/2013	04/11/2013	585055AZ9	MEDTRONIC	100,000 00	99,600 00	101,110 00	1 510 00	Short Term	03/20/2013
928 1852		PPAYDN		04/01/2013	04/25/2013	3136ADRZ4	FNR 2013-35 A	17,298 74	17,502 60	17,298 74	(203 86)	Short Term	03/12/2013
928 1837		PPAYDN		04/01/2013	04/15/2013	313780U77	FHR 4186 WD	6,291 58	6,322 66	6,291 58	(31 08)	Short Term	03/12/2013
928 1620		PPAYDN		02/01/2013	02/26/2013	81744WAC4	SEMT 2013-1 2A1	5,286 18	5,286 18	5,286 18	-	Short Term	01/11/2013
928 2620		SELL		10/17/2013	10/22/2013	842400FZ1	SOUTHERN CAL EDISON	100,000 00	99 312 00	101,301 00	1,989 00	Short Term	09/25/2013
928 1605		PPAYDN		02/01/2013	02/25/2013	126673TD4	CWL 2004-S1 A3	3 493 91	3,589 99	3,493 91	(96 08)	Short Term	01/08/2013
928 1821		SELL		04/04/2013	04/09/2013	36966THT2	GE CAP CORP	100,000 00	100,000 00	100,250 00	250 00	Short Term	03/11/2013
928 1486		SELL		01/15/2013	01/16/2013	912810QY7	UNITED STATES TREAS NOTE	100,000 00	95,468 75	94,906 25	(562 50)	Short Term	12/18/2012
928 2757		SELL		11/21/2013	11/26/2013	064159CU8	BANK OF NOVA SCOTIA	50,000 00	49,964 50	50 079 00	114 50	Short Term	10/24/2013
928 2249		PPAYDN		07/01/2013	07/25/2013	31392GER2	FNR 2002-90 A3	194 41	199 03	194 41	(4 62)	Short Term	05/30/2013
928 1961		SELL		05/08/2013	05/09/2013	912828TJ9	UNITED STATES TREAS NOTE	100,000 00	100,121 09	99 453 13	(667 96)	Short Term	04/05/2013
928 2103		SELL		06/17/2013	06/20/2013	427866AT5	HERSHEY	100,000 00	99,740 00	97,753 00	(1,987 00)	Short Term	05/14/2013
928 1996		PPAYDN		05/01/2013	05/25/2013	81744YAC0	SEMT 2013-4 A3	137 54	137 30	137 54	0 24	Short Term	03/27/2013
928 2013		PPAYDN		05/28/2013	05/29/2013	36242DN33	FFML 2005-FF2 M2	390 91	375 27	390 91	15 64	Short Term	04/23/2013
928 1939		PPAYDN		05/01/2013	05/01/2013	210805CY1	UNITED CONTL (CAL) EETC 00-1 A1 -SF	1 891 55	2 198 09	1 891 55	(304 54)	Short Term	03/26/2013
928 1984		SELL		05/14/2013	05/15/2013	912828TY6	UNITED STATES TREAS NOTE	100,000 00	99,492 19	97,617 19	(1,875 00)	Short Term	04/08/2013
928 2137		PPAYDN		06/01/2013	06/25/2013	81745BAB1	SEMT 2013-6 A2	349 64	355 35	349 64	(5 71)	Short Term	04/26/2013
928 1956		PPAYDN		05/01/2013	05/25/2013	31410FYD1	FNMA PL#888208 CL	1,147 52	1,384 91	1,147 52	(237 39)	Short Term	03/25/2013
928 1889		PPAYDN		04/01/2013	04/26/2013	81745RAB6	SEMT 2013-3 A2	372 41	380 17	372 41	(7 76)	Short Term	02/22/2013
928 1444		SELL		01/07/2013	01/10/2013	010392FJ2	ALABAMA POWER CO	50,000 00	49,850 00	48,766 00	(1,084 00)	Short Term	11/27/2012
928 2093		PPAYDN		06/01/2013	06/15/2013	3620AMDZ2	GNMA PL#733720 SF	3,660 62	4,146 80	3,660 62	(486 18)	Short Term	04/18/2013
928 1512		PPAYDN		01/01/2013	01/28/2013	81744NAAB	SEMT 2012-6 A1	160 38	163 90	160 38	(3.52)	Short Term	11/16/2012

PATRICK and Aimee Butler Family Foundation

PART IV - Realized Gains and Losses

Form 990-B

#41-6009902

SIT Bond Account

Y E. 12/31/13

Account Number	As Integer	Memo Number	Tran Code	Trade Date	Actual Settle Date	Security Number (Full)	Security Description (Long 1)	Relieved Carry	Relieved Principal	Relieved Cost	Relieved Gain/Loss	Relieved G/L (Term)	Original Purchase Date (trade date)
928 2444		PPAYDN	09/01/2013	09/15/2013	31286RC32	FHLMC PL#T40090 T4		512 02	522 58	512 02	(10 56)	Short Term	07/17/2013
928 1710		SELL	03/12/2013	03/15/2013	607293AA5	MOBILE CNTY AL QUAL SCH BDS TXBL		50,000 00	56,574 00	55,800 00	(774 00)	Short Term	01/24/2013
928 2334		PPAYDN	08/01/2013	08/25/2013	31416BKQ0	FNMA PL#995003 CL		5 675 18	6 785 39	5,675 18	(1,110 21)	Short Term	06/14/2013
928 2747		RBSELL	11/18/2013	11/21/2013	45866FAA2	INTERNATIONAL EXCHANGE		100 000 00	99,225 00	101,550 00	2,325 00	Short Term	10/01/2013
928 1761		PPAYDN	03/01/2013	03/26/2013	81744WAC4	SEMT 2013-1 2A1		2,731 61	2,731 61	2,731 61	-	Short Term	01/11/2013
928 1891		SELL	04/30/2013	05/03/2013	77303BDP6	ROCKDALE CNTY GA WTR&SWR 13 TXBL		100,000 00	100,000 00	103,385 00	3,385 00	Short Term	03/12/2013
928 2141		SELL	06/26/2013	07/01/2013	927676RZ1	VI PFA GROSS RCPTS 12B AGM TXBL		50,000 00	51,799 50	51,940 00	140 50	Short Term	05/08/2013
928 2665		SELL	10/31/2013	11/05/2013	31331FAF8	FEDEX CORP 1993 PT		87,990 25	96,608 01	96,569 30	(38 71)	Short Term	09/12/2013
928 1972		PPAYDN	05/01/2013	05/25/2013	3136ADRZ4	FNR 2013-35 A		17,957 65	18,169 27	17,957 65	(211 62)	Short Term	03/12/2013
928 1953		PPAYDN	05/01/2013	05/15/2013	313780U77	FHR 4186 WD		6,684 61	6 717 63	6,684 61	(33 02)	Short Term	03/12/2013
928 1749		PPAYDN	03/01/2013	03/25/2013	126673TD4	CWL 2004-S1 A3		4 493 12	4 616 68	4,493 12	(123 56)	Short Term	01/08/2013
928 2140		SELL	06/26/2013	07/01/2013	316773CG3	FIFTH THIRD BANCORP -FRN		50,000 00	49,230 50	49,088 50	(142 00)	Short Term	05/01/2013
928 1695		SELL	03/08/2013	03/13/2013	20030NB77	COMCAST		100 000 00	99,836 00	99 158 00	(678 00)	Short Term	01/08/2013
928 2133		PPAYDN	06/25/2013	06/25/2013	36242DN33	FFML 2005-FF2 M2		1,131 60	1,086 33	1,131 60	45 27	Short Term	04/23/2013
928 2356		PPAYDN	08/01/2013	08/26/2013	31392GER2	FNR 2002-90 A3		513 59	525 79	513 59	(12 20)	Short Term	05/30/2013
928 1731		SELL	03/19/2013	03/20/2013	912828TY6	UNITED STATES TREAS NOTE		100,000 00	98,031 25	97,781 25	(250 00)	Short Term	09/12/2013
928 1992		SELL	05/22/2013	05/28/2013	744320AN2	PRUDENTIAL FINANCIAL INC		100,000 00	100 000 00	102,600 00	2,600 00	Short Term	03/19/2013
928 2107		PPAYDN	06/01/2013	06/25/2013	81744YAC0	SEMT 2013-4 A3		129 56	129 34	129 56	0 22	Short Term	03/27/2013
928 2261		PPAYDN	07/01/2013	07/26/2013	81745BA81	SEMT 2013-6 A2		311 92	317 01	311 92	(5 09)	Short Term	04/26/2013
928 1849		SELL	04/08/2013	04/11/2013	052451AP6	AUSTIN TX RENTAL CAR REV 13 TXBL		100,000 00	100,000 00	104,900 00	4,900 00	Short Term	01/30/2013
928 1997		PPAYDN	05/01/2013	05/25/2013	81745RA86	SEMT 2013-3 A2		605 48	618 10	605 48	(12 62)	Short Term	02/22/2013
928 2085		PPAYDN	06/01/2013	06/25/2013	31410FYD1	FNMA PL#888208 CL		1,091 26	1,317 01	1,091 26	(225 75)	Short Term	03/25/2013
928 2435		CALL	09/04/2013	09/04/2013	217203AE8	KINDER MORGAN (COPANO ENERGY)		35,000 00	38,934 00	37,493 75	(1,440 25)	Short Term	06/26/2013
928 2851		SELL	12/04/2013	12/09/2013	968852Z29	WILL CNTY IL SD#122 GO13A TXBL		100 000 00	95,261 00	95 420 00	159 00	Short Term	09/25/2013
928 2766		SELL	11/22/2013	11/27/2013	136375BU5	CANADIAN NATL RAILWAY		100,000 00	100,342 00	101,153 00	811 00	Short Term	09/12/2013
928 2222		PPAYDN	07/01/2013	07/15/2013	3620AMD22	GNMA PL#733720 SF		3,731 12	4,226 66	3,731 12	(495 54)	Short Term	04/18/2013
928 2590		PPAYDN	10/01/2013	10/15/2013	31286RC32	FHLMC PL#T40090 T4		520 25	530 98	520 25	(10 73)	Short Term	07/17/2013
928 1611		PPAYDN	02/01/2013	02/25/2013	81744NAA8	SEMT 2012-6 A1		416 29	425 43	416 29	(9 14)	Short Term	11/16/2012
928 2440		SELL	09/06/2013	09/09/2013	912810R86	UNITED STATES TREAS NOTE		50,000 00	43,742 19	41,312 50	(2,429 69)	Short Term	06/21/2013
928 2072		CALL	06/01/2013	06/01/2013	64469DUR0	NH HFA SF HSG 13A TXBL		5,000 00	5,000 00	5,000 00	-	Short Term	03/14/2013
928 2459		PPAYDN	09/01/2013	09/25/2013	31416BKQ0	FNMA PL#995003 CL		4,443 75	5,313 06	4,443 75	(869 31)	Short Term	06/14/2013
928 1888		PPAYDN	04/01/2013	04/26/2013	81744WAC4	SEMT 2013-1 2A1		3,013 78	3,013 78	3,013 78	-	Short Term	01/11/2013
928 2478		SELL	09/19/2013	09/24/2013	166764AH3	CHEVRON		100 000 00	100 176 00	97 252 00	(2 924 00)	Short Term	07/01/2013
928 2095		PPAYDN	06/01/2013	06/25/2013	3136ADRZ4	FNR 2013-35 A		19,452 67	19,681 91	19,452 67	(229 24)	Short Term	03/12/2013
928 2090		PPAYDN	06/01/2013	06/15/2013	313780U77	FHR 4186 WD		12,334 66	12,395 59	12,334 66	(60 93)	Short Term	03/12/2013
928 1675		PPAYDN	04/01/2013	04/25/2013	126673TD4	CWL 2004-S1 A3		4,074 99	4 187 05	4 074 99	(112 06)	Short Term	01/08/2013
928 1669		SELL	03/01/2013	03/06/2013	20826FAA4	CONOCO PHILLIPS		100,000 00	98,902 00	98,106 00	(1 706 00)	Short Term	12/04/2012
928 1825		SELL	04/05/2013	04/10/2013	89233P7F7	TOYOTA MOTOR CREDIT		100,000 00	99,373 00	100,633 00	1,260 00	Short Term	01/07/2013
928 1732		SELL	03/19/2013	03/20/2013	912810QY7	UNITED STATES TREAS NOTE		50,000 00	47,734 38	46,187 50	(1,546 88)	Short Term	12/18/2012
928 1565		PPAYDN	02/06/2013	02/06/2013	81752JAA6	EX-IMPORT BANK (SERINGUEIRA LEASING)		2,083 33	2,083 33	2,083 33	-	Short Term	11/06/2012
928 2259		PPAYDN	07/25/2013	07/26/2013	36242DN33	FFML 2005-FF2 M2		512 17	491 68	512 17	20 49	Short Term	04/23/2013
928 2520		SELL	09/27/2013	10/02/2013	217203AE8	KINDER MORGAN (COPANO ENERGY)		65,000 00	72,306 00	74 587 50	2 281 50	Short Term	06/26/2013
928 2753		SELL	11/20/2013	11/25/2013	29364WAS7	ENTERGY LOUISIANA		100,000 00	98,689 00	103,141 00	3,452 00	Short Term	08/19/2013
928 2486		PPAYDN	09/01/2013	09/25/2013	31392GER2	FNR 2002-90 A3		203 86	208 70	203 86	(4 84)	Short Term	05/30/2013

PATRICK AND AIMEE BUTLER FAMILY FOUNDATION

#41-6009902

Y E 12/31/13

SIT Bond Account

Account Number	As Integer	Memo Number	Tran Code	Trade Date	Actual Settle Date	Security Number (Full)	Security Description (Long 1)	Relieved Carry	Relieved Principal	Relieved Cost	Relieved Gain/Loss	Relieved G/L (Term)	Original Purchase Date (trade date)
	928 1943	SELL		05/06/2013	05/08/2013	782197EU7	RUSK CNTY WIS TXBL	100,000 00	100,000 00	102,500 00	2,500 00	Short Term	01/31/2013
	928 2239	PPAYDN		07/01/2013	07/25/2013	81744YAC0	SEMT 2013-4 A3	350 29	349 69	350 29	0 60	Short Term	03/27/2013
	928 2380	PPAYDN		08/01/2013	08/26/2013	81745BAB1	SEMT 2013-6 A2	395 78	402 24	395 78	(6 46)	Short Term	04/26/2013
	928 2214	PPAYDN		07/01/2013	07/25/2013	31410FYD1	FNMA PL#888208 CL	6,828 86	8 241 58	6,828 86	(1,412 72)	Short Term	03/25/2013
	928 2110	PPAYDN		06/01/2013	06/25/2013	81745RAB6	SEMT 2013-3 A2	1,035 55	1,057 13	1,035 55	(21 58)	Short Term	02/22/2013
	928 1755	PPAYDN		03/01/2013	03/25/2013	81744NAA8	SEMT 2012-6 A1	1,886 70	1,928 14	1,886 70	(41 44)	Short Term	11/16/2012
	928 2338	PPAYDN		08/01/2013	08/15/2013	3620AMDZ2	GNMA PL#733720 SF	6,722 19	7,614 98	6,722 19	(892 79)	Short Term	04/18/2013
	928 2730	PPAYDN		11/01/2013	11/15/2013	31286RC32	FHLMC PL#T40090 T4	521 57	532 33	521 57	(10 78)	Short Term	07/17/2013
	928 1513	PPAYDN		01/01/2013	01/28/2013	81744VAB8	SEMT 2012-4 A2	3 262 22	3,370 79	3,262 22	(108 57)	Short Term	09/14/2012
	928 2606	PPAYDN		10/01/2013	10/25/2013	31416BKQ0	FNMA PL#995003 CL	8,495 32	10,157 22	8,495 32	(1,661 90)	Short Term	06/14/2013
	928 1995	PPAYDN		05/01/2013	05/25/2013	81744WAC4	SEMT 2013-1 2A1	1,411 76	1,411 76	1,411 76	-	Short Term	01/11/2013
	928 1485	PPAYDN		01/15/2013	01/15/2013	909317BE8	UNITED CONTL (UAL) EETC 09-2 A -SF	5,486 22	6,350 30	5,486 22	(864 08)	Short Term	09/26/2012
	928 2225	PPAYDN		07/01/2013	07/25/2013	3136ADR24	FNR 2013-35 A	12,848 32	12,999 73	12,848 32	(151 41)	Short Term	03/12/2013
	928 2211	PPAYDN		07/01/2013	07/15/2013	313780U77	FHR 4186 WD	9,027 16	9,071 75	9,027 16	(44 59)	Short Term	03/12/2013
	928 2010	PPAYDN		05/01/2013	05/25/2013	126673TD4	CWL 2004-S1 A3	4 794 20	4 926 04	4 794 20	(131 84)	Short Term	01/08/2013
	928 1731	SELL		03/19/2013	03/20/2013	912828TY6	UNITED STATES TREAS NOTE	150,000 00	149,244 14	146,671 88	(2,572 26)	Short Term	11/21/2012
	928 1675	SELL		03/07/2013	03/08/2013	81752JAA6	EX-IMPORT BANK (SERINGUEIRA LEASING)	97,916 67	97,916 67	96 800 42	(1,116 25)	Short Term	11/06/2012
	928 2461	SELL		09/09/2013	09/12/2013	85771PAK8	STATOIL	50,000 00	49,901 00	44,964 50	(4,936 50)	Short Term	05/08/2013
	928 2636	PPAYDN		10/01/2013	10/25/2013	31392GER2	FNR 2002-90 A3	474 99	486 27	474 99	(11 28)	Short Term	05/30/2013
	928 1731	SELL		03/19/2013	03/20/2013	912828TY6	UNITED STATES TREAS NOTE	100,000 00	100,328 13	97,781 25	(2,546 88)	Short Term	11/14/2012
	928 2377	PPAYDN		08/26/2013	08/26/2013	36242DN33	FFML 2005-FF2 M2	595 21	571 40	595 21	23 81	Short Term	04/23/2013
	928 2362	PPAYDN		08/01/2013	08/26/2013	81744YAC0	SEMT 2013-4 A3	518 84	517 95	518 84	0 89	Short Term	03/27/2013
	928 2500	PPAYDN		09/01/2013	09/25/2013	81745BAB1	SEMT 2013-6 A2	184 33	187 34	184 33	(3 01)	Short Term	04/26/2013
	928 2240	PPAYDN		07/01/2013	07/25/2013	81745RAB6	SEMT 2013-3 A2	727 20	742 36	727 20	(15 16)	Short Term	02/22/2013
	928 2330	PPAYDN		08/01/2013	08/25/2013	31410FYD1	FNMA PL#888208 CL	1,199 94	1,448 18	1,199 94	(248 24)	Short Term	03/25/2013
	928 1886	PPAYDN		04/01/2013	04/26/2013	81744NAA8	SEMT 2012-6 A1	1,469 85	1,502 14	1,469 85	(32 29)	Short Term	11/16/2012
	928 2465	PPAYDN		09/01/2013	09/15/2013	3620AMDZ2	GNMA PL#733720 SF	2,751 55	3,116 99	2,751 55	(365 44)	Short Term	04/18/2013
	928 2853	PPAYDN		12/01/2013	12/15/2013	31286RC32	FHLMC PL#T40090 T4	541 51	552 68	541 51	(11 17)	Short Term	07/17/2013
	928 2513	SELL		09/25/2013	09/26/2013	912828VB3	UNITED STATES TREAS NOTE	100,000 00	99,632 81	92,593 75	(7 039 06)	Short Term	05/09/2013
	928 1616	PPAYDN		02/01/2013	02/25/2013	81744VAB8	SEMT 2012-4 A2	2,666 39	2,755 13	2,666 39	(88 74)	Short Term	09/14/2012
	928 2723	PPAYDN		11/01/2013	11/25/2013	31416BKQ0	FNMA PL#995003 CL	4,633 83	5,540 32	4,633 83	(906 49)	Short Term	06/14/2013
	928 2109	PPAYDN		06/01/2013	06/25/2013	81744WAC4	SEMT 2013-1 2A1	2,058 13	2,058 13	2,058 13	-	Short Term	01/11/2013
	928 1730	SELL		03/15/2013	03/20/2013	646136XS5	NEW JERSEY TRANS TRUST TXBL	50,000 00	59,654 50	59 485 00	(169 50)	Short Term	10/24/2012
	928 2098	SELL		06/13/2013	06/18/2013	857476AA3	STATE STREET CAP TRUST I	75,000 00	62,437 50	64,218 75	1,781 25	Short Term	01/22/2013
	928 2340	PPAYDN		08/01/2013	08/25/2013	3136ADR24	FNR 2013-35 A	15,764 31	15,950 08	15,764 31	(185 77)	Short Term	03/12/2013
	928 2327	PPAYDN		08/01/2013	08/15/2013	313780U77	FHR 4186 WD	4,426 76	4,448 63	4,426 76	(21 87)	Short Term	03/12/2013
	928 2517	SELL		09/26/2013	10/01/2013	05565QCDB	BP CAPITAL	100,000 00	98 988 00	91 384 00	(7,614 00)	Short Term	05/07/2013
	928 2130	PPAYDN		08/01/2013	08/25/2013	126673TD4	CWL 2004-S1 A3	5,137 45	5 278 73	5,137 45	(141 28)	Short Term	01/08/2013
	928 2850	SELL		12/04/2013	12/06/2013	107601ER3	BREWER ME HSD GO 13 TXBL QSCB	100,000 00	100,000 00	100 532 00	532 00	Short Term	07/10/2013
	928 2511	PPAYDN		09/25/2013	09/25/2013	36242DN33	FFML 2005-FF2 M2	707 58	679 28	707 58	28 30	Short Term	04/23/2013
	928 2762	PPAYDN		11/01/2013	11/25/2013	31392GER2	FNR 2002-90 A3	204 26	209 11	204 26	(4 85)	Short Term	05/30/2013
	928 1712	SELL		03/12/2013	03/15/2013	631663N83	NASSAU NY IFA SALES TAX 12 TXBL	100,000 00	100,300 00	100,000 00	(300 00)	Short Term	10/05/2012
	928 2485	PPAYDN		09/01/2013	09/25/2013	81744YAC0	SEMT 2013-4 A3	402 33	401 64	402 33	0 69	Short Term	03/27/2013
	928 2649	PPAYDN		10/01/2013	10/25/2013	81745BAB1	SEMT 2013-6 A2	346 22	351 87	346 22	(5 65)	Short Term	04/26/2013

#41-6009902
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SIT Bond Account

Account Number	As Integer	Memo Number	Tran Code	Trade Date	Actual Settle Date	Security Number (Full)	Security Description (Long 1)	Relieved Carry	Relieved Principal	Relieved Cost	Relieved Gain/Loss	Relieved G/L (Term)	Original Purchase Date (trade date)
	928	2363	PPAYDN	08/01/2013	08/26/2013	81745RAB6	SEMT 2013-3 A2	532 07	543 16	532 07	(11 09)	Short Term	02/22/2013
	928	2455	PPAYDN	09/01/2013	09/25/2013	31410FYD1	FNMA PL#888208 CL	2,416 07	2,915 89	2,416 07	(499 82)	Short Term	03/25/2013
	928	1619	SELL	02/25/2013	02/26/2013	912828TJ9	UNITED STATES TREAS NOTE	100,000 00	98,192 40	98,531 25	338 85	Short Term	09/13/2012
	928	2007	PPAYDN	05/01/2013	05/28/2013	81744NAA8	SEMT 2012-6 A1	2,280 38	2,330 47	2 280 38	(50 09)	Short Term	11/16/2012
	928	2610	PPAYDN	10/01/2013	10/15/2013	3620AMDZ2	GNMA PL#733720 SF	3,936 62	4,459 45	3,936 62	(522 83)	Short Term	04/18/2013
	928	1756	PPAYDN	03/01/2013	03/25/2013	81744VAB8	SEMT 2012-4 A2	9,227 65	9,534 76	9,227 65	(307 11)	Short Term	09/14/2012
	928	1470	PPAYDN	01/01/2013	01/25/2013	3136A8EN6	FNR 2012 93 B	6,059 23	7,225 63	6,059 23	(1,166 40)	Short Term	07/16/2012
	928	2868	PPAYDN	12/01/2013	12/25/2013	31416BKQ0	FNMA PL#95003 CL	7,239 39	8,655 60	7,239 39	(1,416 21)	Short Term	06/14/2013
	928	1477	SELL	01/14/2013	01/15/2013	912828SV3	UNITED STATES TREAS NOTE	100,000 00	101,809 97	99,968 75	(1,841 22)	Short Term	07/27/2012
	928	2236	PPAYDN	07/01/2013	07/25/2013	81744WAC4	SEMT 2013-1 2A1	1,006 15	1,006 15	1,006 15	-	Short Term	01/11/2013
	928	2468	PPAYDN	09/01/2013	09/25/2013	3136ADRZ4	FNR 2013-35 A	16,216 95	16,408 06	16,216 95	(191 11)	Short Term	03/12/2013
	928	2462	PPAYDN	09/01/2013	09/15/2013	313780U77	FNR 4186 WD	2 208 59	2,219 50	2,208 59	(10 91)	Short Term	03/12/2013
	928	2256	PPAYDN	07/01/2013	07/26/2013	126873TD4	CWL 2004-S1 A3	3,771 93	3 875 66	3 771 93	(103 73)	Short Term	01/08/2013
	928	1469	PPAYDN	01/01/2013	01/25/2013	3136A54N3	FNR 2012-51 B	7,069 10	8,456 41	7,069 10	(1,387 31)	Short Term	07/09/2012
	928	1766	SELL	03/26/2013	04/01/2013	909317BE8	UNITED CONTL (UAL) EETC 09-2 A -SF	74,247 04	85 940 94	86,340 02	399 08	Short Term	09/26/2012
	928	2643	PPAYDN	10/25/2013	10/25/2013	36242DN33	FFML 2005-FF2 M2	321 11	308 26	321 11	12 85	Short Term	04/23/2013
	928	2901	PPAYDN	12/01/2013	12/25/2013	31392GER2	FNR 2002-90 A3	420 83	430 82	420 83	(9 99)	Short Term	05/30/2013
	928	2438	SELL	09/05/2013	09/10/2013	12201PAN6	CONOCO PHILIPS (BURLINGTON)	100,000 00	141 689 00	130,989 00	(10 680 00)	Short Term	03/01/2013
	928	2648	PPAYDN	10/01/2013	10/25/2013	81744YAC0	SEMT 2013-4 A3	292 38	291 88	292 38	0 50	Short Term	03/27/2013
	928	1501	PPAYDN	01/01/2013	01/25/2013	464126CRO	IRWHE 2005-1 M1	635 66	603 88	635 66	31 78	Short Term	06/26/2012
	928	2776	PPAYDN	11/01/2013	11/25/2013	81745BAB1	SEMT 2013-6 A2	174 05	176 89	174 05	(2 84)	Short Term	04/26/2013
	928	2602	PPAYDN	10/01/2013	10/25/2013	31410FYD1	FNMA PL#888208 CL	1,137 94	1,373 35	1,137 94	(235 41)	Short Term	03/25/2013
	928	2501	PPAYDN	09/01/2013	09/25/2013	81745RAB6	SEMT 2013-3 A2	821 92	839 05	821 92	(17 13)	Short Term	02/22/2013
	928	2785	SELL	11/25/2013	11/29/2013	026351A29	AIG (SUNAMERICA FINANCIAL)	50,000 00	62 956 50	58,117 50	(4,839 00)	Short Term	05/14/2013
	928	2115	PPAYDN	06/01/2013	06/25/2013	81744NAA8	SEMT 2012-6 A1	2,393 73	2 446 31	2,393 73	(52 58)	Short Term	11/16/2012
	928	2728	PPAYDN	11/01/2013	11/15/2013	3620AMDZ2	GNMA PL#733720 SF	817 76	926 37	817 76	(108 61)	Short Term	04/18/2013
	928	1887	PPAYDN	04/01/2013	04/26/2013	81744VAB8	SEMT 2012-4 A2	3,577 32	3,696 38	3,577 32	(119 06)	Short Term	09/14/2012
	928	1587	PPAYDN	02/01/2013	02/25/2013	3136A8EN6	FNR 2012-93 B	5,181 78	6,179 27	5,181 78	(997 49)	Short Term	07/16/2012
	928	2361	PPAYDN	08/01/2013	08/26/2013	81744WAC4	SEMT 2013-1 2A1	1 322 83	1,322 83	1,322 83	-	Short Term	01/11/2013
	928	2617	PPAYDN	10/01/2013	10/25/2013	3136ADRZ4	FNR 2013-35 A	461 36	466 80	461 36	(5 44)	Short Term	03/12/2013
	928	2599	PPAYDN	10/01/2013	10/15/2013	313780U77	FNR 4186 WD	1,487 15	1,494 50	1,487 15	(7 35)	Short Term	03/12/2013
	928	2374	PPAYDN	08/01/2013	08/26/2013	126673TD4	CWL 2004-S1 A3	4 905 70	5 040 61	4 905 70	(134 91)	Short Term	01/08/2013
	928	1586	PPAYDN	02/01/2013	02/25/2013	3136A54N3	FNR 2012-51 B	6,045 41	7,231 82	6,045 41	(1,186 41)	Short Term	07/09/2012
	928	1487	PPAYDN	01/01/2013	01/25/2013	17306UAQ1	CFMSI 2003-1 AFS	2,103 06	2 105 69	2,103 06	(2 63)	Short Term	05/31/2012
	928	2198	SELL	07/01/2013	07/05/2013	166764AB6	CHEVRON CORP	100,000 00	100,000 00	93,954 00	(6 046 00)	Short Term	11/28/2012
	928	2780	PPAYDN	11/25/2013	11/25/2013	36242DN33	FFML 2005-FF2 M2	933 76	896 41	933 76	37 35	Short Term	04/23/2013
	928	2775	PPAYDN	11/01/2013	11/25/2013	81744YAC0	SEMT 2013-4 A3	106 21	106 03	106 21	0 18	Short Term	03/27/2013
	928	2900	PPAYDN	12/01/2013	12/25/2013	81745BAB1	SEMT 2013-6 A2	695 33	706 69	695 33	(11 36)	Short Term	04/26/2013
	928	1595	PPAYDN	02/01/2013	02/25/2013	464126CRO	IRWHE 2005-1 M1	861 53	818 45	861 53	43 08	Short Term	06/26/2012
	928	2713	PPAYDN	11/01/2013	11/01/2013	210805CY1	UNITED CONTL (CAL) EETC 00-1 A1 -SF	951 64	1 104 85	951 64	(153 21)	Short Term	03/26/2013
	928	2650	PPAYDN	10/01/2013	10/25/2013	81745RAB6	SEMT 2013-3 A2	776 95	793 14	776 95	(16 19)	Short Term	02/22/2013
	928	2719	PPAYDN	11/01/2013	11/25/2013	31410FYD1	FNMA PL#888208 CL	1,098 25	1,325 45	1,098 25	(227 20)	Short Term	03/25/2013
	928	2651	SELL	10/25/2013	10/30/2013	64469DURD	NH HFA SF HSG 13A TXBL	95,000 00	95,000 00	88,844 00	(6,156 00)	Short Term	03/14/2013
	928	2254	PPAYDN	07/01/2013	07/25/2013	81744NAA8	SEMT 2012-6 A1	618 57	632 16	618 57	(13 59)	Short Term	11/16/2012

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928 2873		PPAYDN		12/01/2013	12/15/2013	3620AMDZ2	GNMA PL#733720 SF	2,053 14	2,325 82	2,053 14	(272 68)	Short Term	04/18/2013
928 1705		PPAYDN		03/01/2013	03/25/2013	3136ABEN6	FNR 2012-93 B	5,020 58	5 987 04	5,020 58	(966 46)	Short Term	07/16/2012
928 2008		PPAYDN		05/01/2013	05/28/2013	81744VAB8	SEMT 2012-4 A2	3,671 99	3,794 20	3,671 99	(122 21)	Short Term	09/14/2012
928 2484		PPAYDN		09/01/2013	09/25/2013	81744WAC4	SEMT 2013-1 2A1	711 37	711 37	711 37	-	Short Term	01/11/2013
928 2725		PPAYDN		11/01/2013	11/15/2013	313780U77	FHR 4186 WD	1,995 34	2,005 20	1,995 34	(9 86)	Short Term	03/12/2013
928 1704		PPAYDN		03/01/2013	03/25/2013	3136A54N3	FNR 2012-51 B	5,857 35	7,006 85	5,857 35	(1,149 50)	Short Term	07/09/2012
928 2508		PPAYDN		09/01/2013	09/25/2013	126673TD4	CWL 2004-S1 A3	3 073 14	3,157 65	3 073 14	(84 51)	Short Term	01/08/2013
928 1718		SELL		03/12/2013	03/25/2013	3136ABEN6	FNR 2012-93 B	132,305 37	157,774 16	153,155 37	(4 618 79)	Short Term	07/16/2012
928 1472		PPAYDN		01/01/2013	01/25/2013	31397NWWY7	FNR 2009-30 AG	4,145 06	4,755 16	4,145 06	(610 10)	Short Term	05/03/2012
928 2890		SELL		12/18/2013	12/23/2013	71884RAB8	PHOENIX AZ IDA VIESTE 138 TXBL	100,000 00	100,000 00	100,000 00	400 00	Short Term	04/19/2013
928 1450		PPAYDN		01/01/2013	01/15/2013	3128PY3U6	FHLMC PL#J18911 J1	1,074 53	1,101 31	1,074 53	(26 78)	Short Term	05/02/2012
928 2436		SELL		09/04/2013	09/05/2013	912810QY7	UNITED STATES TREAS NOTE	100,000 00	92,875 00	81,062 50	(11,812 50)	Short Term	01/03/2013
928 1451		PPAYDN		01/01/2013	01/15/2013	3128PYYP3	FHLMC PL#J18818 J1	4,271 38	4,378 16	4,271 38	(106 78)	Short Term	04/30/2012
928 1607		PPAYDN		02/01/2013	02/25/2013	17306UAQ1	CFMSI 2003-1 AF5	1 095 06	1,096 43	1 095 06	(1 37)	Short Term	05/31/2012
928 1719		SELL		03/12/2013	03/25/2013	3136A54N3	FNR 2012-51 B	154,356 26	184,648 68	178,681 26	(5,967 42)	Short Term	07/09/2012
928 2916		PPAYDN		12/26/2013	12/26/2013	36242DN33	FFML 2005-FF2 M2	507 18	486 89	507 18	20 29	Short Term	04/23/2013
928 1735		PPAYDN		03/01/2013	03/25/2013	464126CR0	IRWHE 2005-1 M1	843 06	800 91	843 06	42 15	Short Term	06/26/2012
928 2899		PPAYDN		12/01/2013	12/25/2013	81744YAC0	SEMT 2013-4 A3	197 96	197 62	197 96	0 34	Short Term	03/27/2013
928 2864		PPAYDN		12/01/2013	12/25/2013	31410FYD1	FNMA PL#888208 CL	1,582 35	1,909 70	1,582 35	(327 35)	Short Term	03/25/2013
928 2756		PPAYDN		11/01/2013	11/25/2013	81745RAB6	SEMT 2013-3 A2	526 33	537 30	526 33	(10 97)	Short Term	02/22/2013
928 2360		PPAYDN		08/01/2013	08/26/2013	81744NAA8	SEMT 2012-6 A1	233 28	238 40	233 28	(5 12)	Short Term	11/16/2012
928 2108		PPAYDN		06/01/2013	06/25/2013	81744VAB8	SEMT 2012-4 A2	5,507 58	5,690 88	5,507 58	(183 30)	Short Term	09/14/2012
928 2441		SELL		09/08/2013	09/11/2013	11070TAB4	BRITISH COLUMBIA (PROVINCE OF)	40,000 00	39 376 00	35 758 00	(3,618 00)	Short Term	12/18/2012
928 2647		PPAYDN		10/01/2013	10/25/2013	81744WAC4	SEMT 2013-1 2A1	136 71	136 71	136 71	-	Short Term	01/11/2013
928 2875		PPAYDN		12/01/2013	12/25/2013	3136ACSV9	FNR 2013-28 WD	1,329 93	1,592 04	1,329 93	(262 11)	Short Term	03/12/2013
928 2876		PPAYDN		12/01/2013	12/25/2013	3136ACSW7	FNR 2013-28 WE	1,329 93	1 657 33	1,329 93	(327 40)	Short Term	03/12/2013
928 2870		PPAYDN		12/01/2013	12/15/2013	313780U77	FHR 4186 WD	585 64	588 53	585 64	(2 89)	Short Term	03/12/2013
928 2640		PPAYDN		10/01/2013	10/25/2013	126673TD4	CWL 2004-S1 A3	3,162 84	3,249 82	3,162 84	(86 98)	Short Term	01/08/2013
928 1458		PPAYDN		01/01/2013	01/25/2013	3138EHNZ1	FNMA PL#AL1307 CL	2,718 54	3,053 68	2,718 54	(335 14)	Short Term	04/04/2012
928 1589		PPAYDN		02/01/2013	02/25/2013	31397NWWY7	FNR 2009-30 AG	4 531 32	5,198 27	4,531 32	(666 95)	Short Term	05/03/2012
928 1743		PPAYDN		03/01/2013	03/25/2013	17306UAQ1	CFMSI 2003-1 AF5	1 676 84	1,678 94	1 676 84	(2 10)	Short Term	05/31/2012
928 1568		PPAYDN		02/01/2013	02/15/2013	3128PY3U6	FHLMC PL#J18911 J1	995 32	1,020 13	995 32	(24 81)	Short Term	05/02/2012
928 1569		PPAYDN		02/01/2013	02/15/2013	3128PYYP3	FHLMC PL#J18818 J1	3,158 92	3,237 89	3,158 92	(78 97)	Short Term	04/30/2012
928 1879		PPAYDN		04/01/2013	04/25/2013	464126CR0	IRWHE 2005-1 M1	1,212 08	1,151 48	1,212 08	60 60	Short Term	06/26/2012
928 1508		PPAYDN		01/01/2013	01/28/2013	152314LD0	CXHE 2004-D AF4	897 35	915 30	897 35	(17 95)	Short Term	03/27/2012
928 2920		SELL		12/31/2013	01/06/2014	210805CY1	UNITED CNTL (CAL) EETC 00-1 A1 -SF	76,981 51	89,375 54	88,083 00	(1,292 54)	Short Term	03/26/2013
928 2927		BPPAYD		12/01/2013	12/25/2013	81745RAB6	SEMT 2013-3 A2	413 16	421 77	413 16	(8 61)	Short Term	02/22/2013
928 1509		PPAYDN		01/01/2013	01/28/2013	36228F2E5	GSR 2004-6F 1A2	179 56	181 80	179 56	(2 24)	Short Term	03/23/2012
928 1465		PPAYDN		01/01/2013	01/20/2013	36202FGQ3	GNMA II PL#004707 FS	12,303 29	13 179 90	12 303 29	(876 61)	Short Term	03/21/2012
928 1614		PPAYDN		02/01/2013	02/28/2013	07325NCA8	BAYV 2005-D AF3	770 84	785 29	770 84	(14 45)	Short Term	04/18/2012
928 2499		PPAYDN		09/01/2013	09/25/2013	81744NAA8	SEMT 2012-6 A1	836 51	854 88	836 51	(18.37)	Short Term	11/16/2012
928 2238		PPAYDN		07/01/2013	07/25/2013	81744VAB8	SEMT 2012-4 A2	2,232 99	2,307 31	2 232 99	(74 32)	Short Term	09/14/2012
928 1467		PPAYDN		01/01/2013	01/15/2013	36295GNP3	GNMA PL#670098 SF	682 97	730 78	682 97	(47 81)	Short Term	03/15/2012
928 2755		PPAYDN		11/01/2013	11/25/2013	81744WAC4	SEMT 2013-1 2A1	963 70	963 70	963 70	-	Short Term	01/11/2013

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928 2777	PPAYDN	11/01/2013	11/25/2013	126673TD4	CWL 2004 S1 A3			3,217 22	3,305 69	3,217 22	(88 47)	Short Term	01/08/2013
928 1707	PPAYDN	03/01/2013	03/25/2013	31397NWX7	FNR 2009 30 AG			7,092 56	8,136 50	7,092 56	(1,043 94)	Short Term	05/03/2012
928 2139	SELL	06/25/2013	06/28/2013	8225B2AJ1	SHELL INTL FINANCE			100,000 00	116,889 00	109,721 00	(7,168 00)	Short Term	08/27/2012
928 1576	PPAYDN	02/01/2013	02/25/2013	3138EHNZ1	FNMA PL#AL1307 CL			2,561 39	2,877 16	2,561 39	(315 77)	Short Term	04/04/2012
928 1679	PPAYDN	03/01/2013	03/15/2013	3128PY3U6	FHLMC PL#J18911 J1			586 88	601 51	586 88	(14 63)	Short Term	05/02/2012
928 1680	PPAYDN	03/01/2013	03/15/2013	3128PYYP3	FHLMC PL#J18818 J1			2,228 90	2,284 62	2,228 90	(55 72)	Short Term	04/30/2012
928 1874	PPAYDN	04/01/2013	04/25/2013	17306UAC1	CFMSI 2003-1 AF5			1,456 11	1 457 93	1,456 11	(1 82)	Short Term	05/31/2012
928 1510	PPAYDN	01/25/2013	01/28/2013	36242DN33	FFML 2005-FF2 M2			4,704 90	4,528 47	4,704 90	176 43	Short Term	03/23/2012
928 1674	SELL	03/07/2013	03/08/2013	3128PY3U6	FHLMC PL#J18911 J1			92,502 33	94,807 66	95,624 29	816 63	Short Term	05/02/2012
928 1993	PPAYDN	05/01/2013	05/25/2013	464126CR0	IRWHE 2005 1 M1			345 57	328 29	345 57	17 28	Short Term	06/26/2012
928 2476	SELL	09/18/2013	09/23/2013	448814EJ8	HYDRO-QUEBEC			50,000 00	74,597 50	67,300 00	(7,297 50)	Short Term	11/13/2012
928 1606	PPAYDN	02/01/2013	02/25/2013	152314LD0	CXHE 2004-D AF4			1,470 54	1,499 95	1,470 54	(29 41)	Short Term	03/27/2012
928 1609	PPAYDN	02/01/2013	02/25/2013	36228F2E5	GSR 2004-6F 1A2			3,480 62	3,524 13	3,480 62	(43 51)	Short Term	03/23/2012
928 1583	PPAYDN	02/01/2013	02/20/2013	36202FGQ3	GNMA II PL#004707 FS			85 43	91 52	85 43	(6 09)	Short Term	03/21/2012
928 1753	PPAYDN	03/01/2013	03/28/2013	07325NCA8	BAYV 2005-D AF3			1,545 64	1 574 82	1 545 64	(28 98)	Short Term	04/18/2012
928 2930	BPPAYD	10/01/2013	12/01/2013	81744NAA8	SEMT 2012-6 A1			748 72	765 17	748 72	(16 45)	Short Term	11/16/2012
928 2347	PPAYDN	08/01/2013	08/25/2013	81744VAB8	SEMT 2012-4 A2			4,588 08	4,740 78	4,588 08	(152 70)	Short Term	09/14/2012
928 1456	PPAYDN	01/01/2013	01/25/2013	31371Q6C7	FNMA PL#259267 CL			125 17	140 19	125 17	(15 02)	Short Term	02/14/2012
928 1457	PPAYDN	01/01/2013	01/25/2013	31371RE85	FNMA PL#259459 CL			105 92	118 63	105 92	(12 71)	Short Term	02/14/2012
928 1585	PPAYDN	02/01/2013	02/15/2013	36295GNP3	GNMA PL#670098 SF			715 74	765 84	715 74	(50 10)	Short Term	03/15/2012
928 2912	PPAYDN	12/01/2013	12/26/2013	81744WAC4	SEMT 2013-1 2A1			395 60	395 60	395 60	-	Short Term	01/11/2013
928 1498	PPAYDN	01/01/2013	01/25/2013	17306UCC0	CFMSI 2004-1 AF3			769 91	755 96	769 91	13 95	Short Term	02/10/2012
928 2913	PPAYDN	12/01/2013	12/26/2013	126673TD4	CWL 2004-S1 A3			3,611 89	3,711 22	3,611 89	(99 33)	Short Term	01/08/2013
928 1687	PPAYDN	03/01/2013	03/25/2013	3138EHNZ1	FNMA PL#AL1307 CL			2,754 22	3,093 76	2,754 22	(339 54)	Short Term	04/04/2012
928 1853	PPAYDN	04/01/2013	04/25/2013	31397NWX7	FNR 2009-30 AG			4 087 63	4,689 28	4,087 63	(601 65)	Short Term	05/03/2012
928 1471	PPAYDN	01/01/2013	01/25/2013	31397N2C8	FNR 2009-40 TM			1,847 02	2,078 47	1,847 02	(231 45)	Short Term	02/02/2012
928 1830	PPAYDN	04/01/2013	04/15/2013	3128PYYP3	FHLMC PL#J18818 J1			2,742 78	2 811 35	2 742 78	(68 57)	Short Term	04/30/2012
928 1615	PPAYDN	02/25/2013	02/25/2013	36242DN33	FFML 2005-FF2 M2			1,886 18	1,815 45	1,886 18	70 73	Short Term	03/23/2012
928 1750	PPAYDN	03/01/2013	03/25/2013	152314LD0	CXHE 2004 D AF4			1,293 66	1,319 53	1,293 66	(25 87)	Short Term	03/27/2012
928 2114	PPAYDN	06/01/2013	06/25/2013	464126CR0	IRWHE 2005-1 M1			778 80	739 86	778 80	38 94	Short Term	06/26/2012
928 1716	SELL	03/12/2013	03/25/2013	3138EHNZ1	FNMA PL#AL1307 CL			54,066 02	60,731 35	60,177 47	(553 88)	Short Term	04/04/2012
928 1751	PPAYDN	03/01/2013	03/25/2013	36228F2E5	GSR 2004-6F 1A2			1,680 71	1,701 72	1,680 71	(21 01)	Short Term	03/23/2012
928 1699	PPAYDN	03/01/2013	03/20/2013	36202FGQ3	GNMA II PL#004707 FS			105 04	112 52	105 04	(7 48)	Short Term	03/21/2012
928 1885	PPAYDN	04/01/2013	04/28/2013	07325NCA8	BAYV 2005-D AF3			1,317 51	1,342 21	1,317 51	(24 70)	Short Term	04/18/2012
928 2348	SELL	08/23/2013	08/28/2013	563469TX3	MANITOBA (PROVINCE OF)			50,000 00	50,274 00	45,347 00	(4,927 00)	Short Term	09/07/2012
928 2931	BPPAYD	11/01/2013	12/01/2013	81744NAA8	SEMT 2012-6 A1			856 35	875 16	856 35	(18 81)	Short Term	11/16/2012
928 1701	PPAYDN	03/01/2013	03/15/2013	36295GNP3	GNMA PL#670098 SF			690 56	738 90	690 56	(48 34)	Short Term	03/15/2012
928 2483	PPAYDN	09/01/2013	09/25/2013	81744VAB8	SEMT 2012-4 A2			2,306 55	2,383 31	2,306 55	(76 76)	Short Term	09/14/2012
928 1574	PPAYDN	02/01/2013	02/25/2013	31371Q6C7	FNMA PL#259267 CL			125 90	141 01	125 90	(15 11)	Short Term	02/14/2012
928 1575	PPAYDN	02/01/2013	02/25/2013	31371RE85	FNMA PL#259459 CL			106 51	119 29	106 51	(12 78)	Short Term	02/14/2012
928 1608	PPAYDN	02/01/2013	02/25/2013	17306UCC0	CFMSI 2004-1 AF3			474 92	466 31	474 92	8 61	Short Term	02/10/2012
928 1973	PPAYDN	05/01/2013	05/25/2013	31397NWX7	FNR 2009-30 AG			4,822 65	5,532 48	4,822 65	(709 83)	Short Term	05/03/2012
928 1588	PPAYDN	02/01/2013	02/25/2013	31397N2C8	FNR 2009-40 TM			2 537 91	2,855 94	2,537 91	(318 03)	Short Term	02/02/2012
928 1947	PPAYDN	05/01/2013	05/15/2013	3128PYYP3	FHLMC PL#J18818 J1			3,031 76	3,107 55	3,031 76	(75 79)	Long Term	04/30/2012

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928 2126	PPAYDN		06/01/2013	06/25/2013	17306UAQ1	CFMSI 2003-1 AF5	2,948 73	2,952 42	2,948 73	(3 69)	Long Term	05/31/2012
928 1515	SELL		01/28/2013	01/29/2013	9151375G4	UNIV OF TEXAS REV 10D TXBL BAB	100,000 00	119,000 00	120,017 00	1,017 00	Long Term	01/27/2012
928 1757	PPAYDN		03/25/2013	03/25/2013	36242DN33	FFML 2005-FF2 M2	2,051 66	1,974 72	2,051 66	76 94	Long Term	03/23/2012
928 2895	SELL		12/20/2013	12/26/2013	15135UAH2	CENOVUS ENERGY	100,000 00	102,706 00	90,396 00	(12,310 00)	Long Term	12/18/2012
928 1876	PPAYDN		04/01/2013	04/25/2013	152314LD0	CXHE 2004-D AF4	795 20	811 10	795 20	(15 90)	Long Term	03/27/2012
928 2253	PPAYDN		07/01/2013	07/25/2013	464126CR0	IRWHE 2005-1 M1	962 50	914 37	962 50	48 13	Long Term	06/26/2012
928 1514	SELL		01/28/2013	01/31/2013	296357BV7	ESCONDIDO CA UHSD COP10AGM TXBL C	100,000 00	110,825 00	114,500 00	3,675 00	Long Term	01/20/2012
928 1877	PPAYDN		04/01/2013	04/25/2013	36228F2E5	GSR 2004-6F 1A2	17,776 62	17,998 83	17,776 62	(222 21)	Long Term	03/23/2012
928 1845	PPAYDN		04/01/2013	04/20/2013	36202FGQ3	GNMA II PL#004707 FS	86 58	92 75	86 58	(6 17)	Long Term	03/21/2012
928 1991	PPAYDN		05/01/2013	05/28/2013	07325NCA8	BAYV 2005-D AF3	383 33	390 52	383 33	(7 19)	Long Term	04/18/2012
928 2896	PPAYDN		12/01/2013	12/25/2013	81744NAAB	SEMT 2012-6 A1	370 46	378 60	370 46	(8 14)	Long Term	11/16/2012
928 1685	PPAYDN		03/01/2013	03/25/2013	31371Q6C7	FNMA PL#259267 CL	126 61	141 80	126 61	(15 19)	Long Term	02/14/2012
928 1686	PPAYDN		03/01/2013	03/25/2013	31371RE85	FNMA PL#259459 CL	107 11	119 96	107 11	(12 85)	Long Term	02/14/2012
928 1847	PPAYDN		04/01/2013	04/15/2013	36295GNP3	GNMA PL#670098 5F	694 31	742 91	694 31	(48 60)	Long Term	03/15/2012
928 2622	PPAYDN		10/01/2013	10/25/2013	81744VAB8	SEMT 2012-4 A2	1,044 47	1,079 23	1,044 47	(34 76)	Long Term	09/14/2012
928 1454	PPAYDN		01/01/2013	01/15/2013	31335HN66	FHLMC PL#C90413 C9	1,216 71	1,353 59	1,216 71	(136 88)	Long Term	12/13/2011
928 1744	PPAYDN		03/01/2013	03/25/2013	17306UCC0	CFMSI 2004-1 AF3	698 21	683 59	698 21	12 62	Long Term	02/10/2012
928 1462	PPAYDN		01/01/2013	01/25/2013	31410GKU6	FNMA PL#888707 CL	2,156 60	2,511 09	2,156 60	(354 49)	Long Term	12/09/2011
928 1448	PPAYDN		01/01/2013	01/15/2013	3128KTS50	FHLMC PL#A63229 A6	205 81	233 47	205 81	(27 66)	Long Term	12/07/2011
928 1464	PPAYDN		01/01/2013	01/25/2013	31418MZ88	FNMA PL#A00766 CL	2,804 67	3,235 89	2,804 67	(431 22)	Long Term	12/07/2011
928 1487	PPAYDN		01/01/2013	01/16/2013	911760FR2	VENDE 1995-1 32B	1,187 15	1,403 06	1,187 15	(215 91)	Long Term	12/07/2011
928 1698	SELL		03/08/2013	03/14/2013	36962GW75	GE (GE CAP) -FRN	155,000 00	118,187 50	143,244 80	25,057 30	Long Term	02/10/2012
928 1500	PPAYDN		01/01/2013	01/25/2013	31394A7A8	FNW 2004-W12 1A3	556 87	651 54	556 87	(94 67)	Long Term	12/05/2011
928 1459	PPAYDN		01/01/2013	01/25/2013	31400DWB4	FNMA PL#684742 KI	2,185 92	2,347 13	2,185 92	(161 21)	Long Term	12/05/2011
928 1706	PPAYDN		03/01/2013	03/25/2013	31397N2C8	FNR 2009-40 TM	3,245 47	3,652 17	3,245 47	(406 70)	Long Term	02/02/2012
928 2096	PPAYDN		06/01/2013	06/25/2013	31397NWWY7	FNR 2009-30 AG	5,395 59	6,189 75	5,395 59	(794 16)	Long Term	05/03/2012
928 1452	PPAYDN		01/01/2013	01/15/2013	31292GDT0	FHLMC PL#C00114 C0	937 50	1,096 73	937 50	(159 23)	Long Term	12/02/2011
928 1452	PPAYDN		01/01/2013	01/15/2013	31292GDT0	FHLMC PL#C00114 C0	937 50	1,096 73	937 50	(159 23)	Long Term	12/02/2011
928 1455	PPAYDN		01/01/2013	01/15/2013	31335HN66	FHLMC GP#C90404 C9	938 00	1,045 87	938 00	(107 87)	Long Term	12/02/2011
928 2247	PPAYDN		07/01/2013	07/25/2013	17306UAQ1	CFMSI 2003-1 AF5	3,668 60	3,673 19	3,668 60	(4 59)	Long Term	05/31/2012
928 1460	PPAYDN		01/01/2013	01/25/2013	31404LB58	FNMA PL#771460 GO	327 11	380 47	327 11	(53 36)	Long Term	12/01/2011
928 1461	PPAYDN		01/01/2013	01/25/2013	31410GB51	FNMA PL#888460 CL	5,166 43	5,884 89	5,166 43	(718 46)	Long Term	12/01/2011
928 1463	PPAYDN		01/01/2013	01/25/2013	31411JEH5	FNMA PL#909236 CL	738 95	854 41	738 95	(115 46)	Long Term	12/01/2011
928 1511	PPAYDN		01/01/2013	01/28/2013	76112BFB1	RAAC 2004-SP3 A15	4,218 19	4,228 74	4,218 19	(10 55)	Long Term	12/01/2011
928 2077	PPAYDN		06/01/2013	06/15/2013	3128PYP3	FHLMC PL#J18818 J1	2,393 45	2,453 29	2,393 45	(59 84)	Long Term	04/30/2012
928 1466	PPAYDN		01/01/2013	01/15/2013	36208V4P7	GNMA PL#A62630 5F	263 08	304 52	263 08	(41 44)	Long Term	11/30/2011
928 1878	PPAYDN		04/25/2013	04/25/2013	36242DN33	FFML 2005-FF2 M2	2,856 18	2,749 07	2,856 18	107 11	Long Term	03/23/2012
928 1449	PPAYDN		01/01/2013	01/15/2013	3128L4PC2	FHLMC PL#A71319 A7	5,435 64	6,135 48	5,435 64	(699 84)	Long Term	11/29/2011
928 1453	PPAYDN		01/01/2013	01/15/2013	31298QRX8	FHLMC PL#C54102 C5	493 05	603 99	493 05	(110 94)	Long Term	11/29/2011
928 1499	PPAYDN		01/01/2013	01/25/2013	31393CW82	FNW 2003-WB 2A	1 781 91	2,067 02	1,781 91	(285 11)	Long Term	11/29/2011
928 2011	PPAYDN		05/01/2013	05/25/2013	152314LD0	CXHE 2004-D AF4	1,675 30	1,708 81	1,675 30	(33 51)	Long Term	03/27/2012
928 2378	PPAYDN		08/01/2013	08/26/2013	464126CR0	IRWHE 2005-1 M1	552 63	525 00	552 63	27 63	Long Term	06/26/2012
928 1714	SELL		03/12/2013	03/21/2013	31397N2C8	FNR 2009-40 TM	51,615 20	58,083 22	57,228 34	(854 88)	Long Term	02/02/2012
928 2012	PPAYDN		05/01/2013	05/25/2013	36228F2E5	GSR 2004-6F 1A2	6,703 58	6,787 38	6,703 58	(83 80)	Long Term	03/23/2012

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	928 1964	PPAYDN		05/01/2013	05/20/2013	36202FGQ3	GNMA II PL#004707 FS	6,199 01	6 640 69	6,199 01	(441 68) Long Term		03/21/2012
	928 2108	PPAYDN		06/01/2013	06/28/2013	07325NCA8	BAYV 2005-D AF3	2,739 38	2,790 74	2 739 38	(51 36) Long Term		04/18/2012
	928 1835	PPAYDN		04/01/2013	04/25/2013	31371Q6C7	FNMA PL#259267 CL	50,104 04	56,116 54	50,104 04	(6,012 50) Long Term		02/14/2012
	928 1836	PPAYDN		04/01/2013	04/25/2013	31371RE85	FNMA PL#259459 CL	107 72	120 65	107 72	(12 93) Long Term		02/14/2012
	928 1967	PPAYDN		05/01/2013	05/15/2013	36295GNP3	GNMA PL#670098 SF	730 20	781 31	730 20	(51 11) Long Term		03/15/2012
	928 2774	PPAYDN		11/01/2013	11/25/2013	81744VAB8	SEMT 2012-4 A2	944 64	976 08	944 64	(31 44) Long Term		09/14/2012
	928 1572	PPAYDN		02/01/2013	02/15/2013	31335HN66	FHLMC PL#C90413 C9	1,242 02	1 381 75	1,242 02	(139 73) Long Term		12/13/2011
	928 1865	PPAYDN		04/01/2013	04/25/2013	17306UCC0	CFMSI 2004-1 AF3	602 30	591 38	602 30	10 92 Long Term		02/10/2012
	928 1580	PPAYDN		02/01/2013	02/25/2013	31410GKU6	FNMA PL#888707 CL	4,015 82	4,675 92	4,015 82	(660 10) Long Term		12/09/2011
	928 1566	PPAYDN		02/01/2013	02/15/2013	3128KTS50	FHLMC PL#A63229 A6	267 77	303 75	267 77	(35 98) Long Term		12/07/2011
	928 1582	PPAYDN		02/01/2013	02/25/2013	31418M288	FNMA PL#A00766 CL	3,481 16	4,016 39	3 481 16	(535 23) Long Term		12/07/2011
	928 1594	PPAYDN		02/01/2013	02/15/2013	911760FR2	VENDE 1995-1 3Z8	1,337 07	1,580 25	1,337 07	(243 18) Long Term		12/07/2011
	928 1604	PPAYDN		02/01/2013	02/25/2013	31394A7A8	FNW 2004-W12 1A3	402 82	471 30	402 82	(68 48) Long Term		12/05/2011
	928 1577	PPAYDN		02/01/2013	02/25/2013	31400DWB4	FNMA PL#684742 XI	2,299 63	2,469 23	2,299 63	(169 60) Long Term		12/05/2011
	928 2226	PPAYDN		07/01/2013	07/25/2013	31397NWW7	FNR 2009-30 AG	5,304 01	6,084 69	5,304 01	(780 68) Long Term		05/03/2012
	928 1570	PPAYDN		02/01/2013	02/15/2013	31292GDT0	FHLMC PL#C00114 C0	906 50	1,060 46	906 50	(153 96) Long Term		12/02/2011
	928 1570	PPAYDN		02/01/2013	02/15/2013	31292GDT0	FHLMC PL#C00114 C0	906 50	1,060 46	906 50	(153 96) Long Term		12/02/2011
	928 1573	PPAYDN		02/01/2013	02/15/2013	31335HNV1	FHLMC GPL#C90404 C9	886 00	987 89	886 00	(101 89) Long Term		12/02/2011
	928 2205	PPAYDN		07/01/2013	07/15/2013	3128PYP3	FHLMC PL#J18818 J1	3,714 14	3,806 99	3,714 14	(92 85) Long Term		04/30/2012
	928 2354	PPAYDN		08/01/2013	08/26/2013	17306UAQ1	CFMSI 2003-1 AF5	1,882 66	1 885 01	1,882 66	(2 35) Long Term		05/31/2012
	928 1578	PPAYDN		02/01/2013	02/25/2013	31404L858	FNMA PL#771460 GO	382 99	445 47	382 99	(62 48) Long Term		12/01/2011
	928 1579	PPAYDN		02/01/2013	02/25/2013	31410G851	FNMA PL#888460 CL	2,797 61	3,186 65	2,797 61	(389 04) Long Term		12/01/2011
	928 1581	PPAYDN		02/01/2013	02/25/2013	31411JEH5	FNMA PL#909236 CL	3,543 04	4 096 64	3,543 04	(553 60) Long Term		12/01/2011
	928 1610	PPAYDN		02/01/2013	02/25/2013	761128F81	RAAC 2004-SP3 A15	1,559 01	1,562 91	1,559 01	(3 90) Long Term		12/01/2011
	928 1584	PPAYDN		02/01/2013	02/15/2013	36208V4P7	GNMA PL#462630 SF	264 70	306 39	264 70	(41 69) Long Term		11/30/2011
	928 1567	PPAYDN		02/01/2013	02/15/2013	3128L4PC2	FHLMC PL#A71319 A7	5,147 65	5,810 41	5,147 65	(662 76) Long Term		11/29/2011
	928 1571	PPAYDN		02/01/2013	02/15/2013	31298QRX8	FHLMC PL#C54102 C5	395 68	484 71	395 68	(89 03) Long Term		11/29/2011
	928 1602	PPAYDN		02/01/2013	02/25/2013	31393AP92	FNW 2003-W4 3A	1,581 47	1,826 60	1,581 47	(245 13) Long Term		11/29/2011
	928 1603	PPAYDN		02/01/2013	02/25/2013	31393CW82	FNW 2003-W8 2A	759 39	880 89	759 39	(121 50) Long Term		11/29/2011
	928 2013	PPAYDN		05/28/2013	05/29/2013	36242DN33	FFML 2005-FF2 M2	1,647 59	1,585 81	1,647 59	61 78 Long Term		03/23/2012
	928 2131	PPAYDN		06/01/2013	06/25/2013	152314LD0	CXHE 2004-D AF4	3,012 41	3,072 66	3,012 41	(60 25) Long Term		03/27/2012
	928 2482	PPAYDN		09/01/2013	09/25/2013	464126CR0	IRWHE 2005-1 M1	1,004 36	954 14	1,004 36	50 22 Long Term		06/26/2012
	928 2132	PPAYDN		06/01/2013	06/25/2013	36228F2E5	GSR 2004-6F 1A2	5,500 34	5,569 09	5,500 34	(68 75) Long Term		03/23/2012
	928 2091	PPAYDN		06/01/2013	06/20/2013	36202FGQ3	GNMA II PL#004707 FS	81 47	87 27	81 47	(5 80) Long Term		03/21/2012
	928 2235	PPAYDN		07/01/2013	07/28/2013	07325NCA8	BAYV 2005-D AF3	2,243 25	2 285 31	2,243 25	(42 06) Long Term		04/18/2012
	928 1952	PPAYDN		05/01/2013	05/25/2013	31371RE85	FNMA PL#259459 CL	108 32	121 32	108 32	(13 00) Long Term		02/14/2012
	928 1728	PPAYDN		03/01/2013	03/15/2013	667294AM4	DELTA (NWA) EETC 99-2 A -SF	4,624 43	4,820 97	4,624 43	(196 54) Long Term		12/14/2011
	928 2094	PPAYDN		06/01/2013	06/15/2013	36295GNP3	GNMA PL#670098 SF	704 68	754 01	704 68	(49 33) Long Term		03/15/2012
	928 2897	PPAYDN		12/01/2013	12/25/2013	81744VAB8	SEMT 2012-4 A2	608 17	628 41	608 17	(20 24) Long Term		09/14/2012
	928 1683	PPAYDN		03/01/2013	03/15/2013	31335HN66	FHLMC PL#C90413 C9	10,001 53	11,126 70	10,001 53	(1,125 17) Long Term		12/13/2011
	928 1728	PPAYDN		03/01/2013	03/15/2013	667294AM4	DELTA (NWA) EETC 99-2 A SF	1,664 79	1,723 06	1,664 79	(58 27) Long Term		12/13/2011
	928 2003	PPAYDN		05/01/2013	05/28/2013	17306UCC0	CFMSI 2004-1 AF3	933 08	916 17	933 08	16 91 Long Term		02/10/2012
	928 1691	PPAYDN		03/01/2013	03/25/2013	31410GKU6	FNMA PL#888707 CL	2 954 79	3,440 48	2,954 79	(485 69) Long Term		12/09/2011
	928 2883	SELL		12/16/2013	12/19/2013	91915WAB8	VALIDUS HOLDINGS LTD	25,000 00	32,033 50	33,359 00	1,325 50 Long Term		09/24/2012

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928 1677	PPAYDN	03/01/2013	03/15/2013	3128KTSS0	FHLMC PL#A63229 A6	208 62		236 65	208 62	(28 03)	Long Term	12/07/2011	
928 1693	PPAYDN	03/01/2013	03/25/2013	31418MZ88	FNMA PL#AD0766 CL	2,849 78		3,287 93	2,849 78	(438 15)	Long Term	12/07/2011	
928 1727	PPAYDN	03/01/2013	03/15/2013	911760FR2	VENDE 1995-1 3ZB	1,094 60		1,293 68	1,094 60	(199 08)	Long Term	12/07/2011	
928 1747	PPAYDN	03/01/2013	03/25/2013	31394A7A8	FNW 2004-W12 1A3	33,099 68		38,726 62	33,099 68	(5 626 94)	Long Term	12/05/2011	
928 1688	PPAYDN	03/01/2013	03/25/2013	31400DWB4	FNMA PL#684742 KI	2,212 76		2,375 95	2,212 76	(163 19)	Long Term	12/05/2011	
928 1728	PPAYDN	03/01/2013	03/15/2013	667294AM4	DELTA (NWA) EETC 99-2 A SF	3,699 54		3,866 02	3,699 54	(166 48)	Long Term	12/05/2011	
928 1681	PPAYDN	03/01/2013	03/15/2013	31292GDT0	FHLMC PL#C00114 C0	983 50		1,150 54	983 50	(167 04)	Long Term	12/02/2011	
928 1681	PPAYDN	03/01/2013	03/15/2013	31292GDT0	FHLMC PL#C00114 C0	983 50		1,150 54	983 50	(167 04)	Long Term	12/02/2011	
928 1684	PPAYDN	03/01/2013	03/15/2013	31335HNV1	FHLMC GP#C90404 C9	905 80		1,009 97	905 80	(104 17)	Long Term	12/02/2011	
928 2341	PPAYDN	08/01/2013	08/25/2013	31397NWWY7	FNW 2009-30 AG	4,168 63		4,782 20	4,168 63	(613 57)	Long Term	05/03/2012	
928 1689	PPAYDN	03/01/2013	03/25/2013	31404L858	FNMA PL#771460 GO	331 61		385 70	331 61	(54 09)	Long Term	12/01/2011	
928 1690	PPAYDN	03/01/2013	03/25/2013	31410GB51	FNMA PL#888460 CL	4,673 76		5,323 70	4,673 76	(649 94)	Long Term	12/01/2011	
928 1692	PPAYDN	03/01/2013	03/25/2013	31411JEH5	FNMA PL#909236 CL	3,166 60		3,661 38	3,166 60	(494 78)	Long Term	12/01/2011	
928 1748	PPAYDN	03/01/2013	03/25/2013	761128FB1	RAAC 2004-SP3 A15	1,134 80		1,137 64	1,134 80	(2 84)	Long Term	12/01/2011	
928 1700	PPAYDN	03/01/2013	03/15/2013	36208V4P7	GNMA PL#462630 SF	266 38		308 33	266 38	(41 95)	Long Term	11/30/2011	
928 1678	PPAYDN	03/01/2013	03/15/2013	3128L4PC2	FHLMC PL#A71319 A7	16,285 68		18,382 46	16,285 68	(2,096 78)	Long Term	11/29/2011	
928 1682	PPAYDN	03/01/2013	03/15/2013	31298QRX8	FHLMC PL#C54102 C5	424 18		519 62	424 18	(95 44)	Long Term	11/29/2011	
928 1745	PPAYDN	03/01/2013	03/25/2013	31393AP92	FNW 2003-W4 3A	2,933 34		3,388 01	2,933 34	(454 67)	Long Term	11/29/2011	
928 1746	PPAYDN	03/01/2013	03/25/2013	31393CW82	FNW 2003-W8 2A	11,864 86		13,763 24	11,864 86	(1,898 38)	Long Term	11/29/2011	
928 2321	PPAYDN	08/01/2013	08/15/2013	3128PPYP3	FHLMC PL#118818 J1	1 930 36		1,978 62	1,930 36	(48 26)	Long Term	04/30/2012	
928 2133	PPAYDN	06/25/2013	06/25/2013	36242DN33	FFML 2005-FF2 M2	4,769 48		4,590 63	4,769 48	178 85	Long Term	03/23/2012	
928 2257	PPAYDN	07/01/2013	07/26/2013	152314LD0	CXHE 2004-D AF4	1,714 05		1,748 33	1 714 05	(34 28)	Long Term	03/27/2012	
928 2644	PPAYDN	10/01/2013	10/25/2013	464126CR0	IRWHE 2005-1 M1	668 20		634 79	668 20	33 41	Long Term	06/26/2012	
928 2258	PPAYDN	07/01/2013	07/26/2013	36228F2E5	GSR 2004-6F 1A2	94 39		95 57	94 39	(1 18)	Long Term	03/23/2012	
928 2220	PPAYDN	07/01/2013	07/20/2013	36202FGQ3	GNMA II PL#004707 F5	84 35		90 36	84 35	(6 01)	Long Term	03/21/2012	
928 2373	PPAYDN	08/01/2013	08/28/2013	07325NCA8	BAYV 2005-D AF3	2 982 22		3 038 14	2 982 22	(55 92)	Long Term	04/18/2012	
928 1729	SELL	03/15/2013	03/20/2013	200339AE9	COMERICA BANK	100 000 00		111 000 00	109,125 00	(1 875 00)	Long Term	11/30/2011	
928 2082	PPAYDN	06/01/2013	06/25/2013	31371RE85	FNMA PL#259459 CL	108 93		122 00	108 93	(13 07)	Long Term	02/14/2012	
928 2223	PPAYDN	07/01/2013	07/15/2013	36295GNP3	GNMA PL#570098 SF	705 83		755 24	705 83	(49 41)	Long Term	03/15/2012	
928 1833	PPAYDN	04/01/2013	04/15/2013	31335HNV6	FHLMC PL#C90413 C9	7,801 58		8,679 26	7,801 58	(877 68)	Long Term	12/13/2011	
928 2127	PPAYDN	06/01/2013	06/25/2013	17306UCC0	CFMSI 2004-1 AF3	1,154 21		1 133 29	1,154 21	20 92	Long Term	02/10/2012	
928 1842	PPAYDN	04/01/2013	04/25/2013	31410GKU6	FNMA PL#888707 CL	4,133 58		4,813 04	4,133 58	(679 46)	Long Term	12/09/2011	
928 1828	PPAYDN	04/01/2013	04/15/2013	3128KTSS0	FHLMC PL#A63229 A6	210 03		238 25	210 03	(28 22)	Long Term	12/07/2011	
928 1844	PPAYDN	04/01/2013	04/25/2013	31418MZ88	FNMA PL#AD0766 CL	3,309 24		3,818 04	3,309 24	(508 80)	Long Term	12/07/2011	
928 1857	PPAYDN	04/01/2013	04/15/2013	911760FR2	VENDE 1995 1 3ZB	1,204 74		1,423 85	1,204 74	(219 11)	Long Term	12/07/2011	
928 1868	PPAYDN	04/01/2013	04/25/2013	31394A7A8	FNW 2004-W12 1A3	483 76		566 00	483 76	(82 24)	Long Term	12/05/2011	
928 1838	PPAYDN	04/01/2013	04/25/2013	31400DWB4	FNMA PL#684742 KI	2,125 31		2,282 05	2,125 31	(156 74)	Long Term	12/05/2011	
928 1831	PPAYDN	04/01/2013	04/15/2013	31292GDT0	FHLMC PL#C00114 C0	921 00		1,077 43	921 00	(156 43)	Long Term	12/02/2011	
928 1831	PPAYDN	04/01/2013	04/15/2013	31292GDT0	FHLMC PL#C00114 C0	921 00		1,077 43	921 00	(156 43)	Long Term	12/02/2011	
928 1834	PPAYDN	04/01/2013	04/15/2013	31335HNV1	FHLMC GP#C90404 C9	897 80		1,001 05	897 80	(103 25)	Long Term	12/02/2011	
928 2469	PPAYDN	09/01/2013	09/25/2013	31397NWWY7	FNW 2009-30 AG	4,037 85		4,632 17	4,037 85	(594 32)	Long Term	05/03/2012	
928 1839	PPAYDN	04/01/2013	04/25/2013	31404L858	FNMA PL#771460 GO	335 43		390 15	335 43	(54 72)	Long Term	12/01/2011	
928 1841	PPAYDN	04/01/2013	04/25/2013	31410GB51	FNMA PL#888460 CL	4,541 47		5,173 02	4,541 47	(631 55)	Long Term	12/01/2011	
928 1843	PPAYDN	04/01/2013	04/25/2013	31411JEH5	FNMA PL#909236 CL	2,293 63		2,652 01	2,293 63	(358 38)	Long Term	12/01/2011	

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928 1880	PPAYDN	04/01/2013	04/25/2013	761128F81	RAAC 2004-SP3 AIS			1,429 95	1,433 52	1,429 95	(3 57)	Long Term	12/01/2011
928 1846	PPAYDN	04/01/2013	04/15/2013	36208V4P7	GNMA PL#462630 SF			268 04	310 26	268 04	(42 22)	Long Term	11/30/2011
928 1829	PPAYDN	04/01/2013	04/15/2013	312814PC2	FHLMC PL#A71319 A7			5,629 29	6 354 06	5,629 29	(724 77)	Long Term	11/29/2011
928 1832	PPAYDN	04/01/2013	04/15/2013	31298QXR8	FHLMC PL#C54102 CS			8,537 83	10,458 84	8,537 83	(1 921 01)	Long Term	11/29/2011
928 1866	PPAYDN	04/01/2013	04/25/2013	31393AP92	FNW 2003-W4 3A			330 35	381 55	330 35	(51 20)	Long Term	11/29/2011
928 1867	PPAYDN	04/01/2013	04/25/2013	31393CW82	FNW 2003-W8 2A			765 48	887 96	765 48	(122 48)	Long Term	11/29/2011
928 2259	PPAYDN	07/25/2013	07/26/2013	36242DN33	FFML 2005-FF2 M2			2,158 70	2,077 75	2,158 70	80 95	Long Term	03/23/2012
928 2447	PPAYDN	09/01/2013	09/15/2013	3128PYYP3	FHLMC PL#J18818 J1			1,785 76	1,830 40	1,785 76	(44 64)	Long Term	04/30/2012
928 2375	PPAYDN	08/01/2013	08/26/2013	152314LD0	CXHE 2004-D AF4			1,920 35	1,958 76	1,920 35	(38 41)	Long Term	03/27/2012
928 2760	PPAYDN	11/01/2013	11/25/2013	464126CRO	IRWHE 2005-1 M1			440 63	418 60	440 63	22 03	Long Term	06/26/2012
928 2376	PPAYDN	08/01/2013	08/26/2013	36228FZE5	GSR 2004-6F 1A2			88 35	89 45	88 35	(1 10)	Long Term	03/23/2012
928 2336	PPAYDN	08/01/2013	08/20/2013	36202FGQ3	GNMA II PL#004707 FS			82 47	88 35	82 47	(5 88)	Long Term	03/21/2012
928 2507	PPAYDN	09/01/2013	09/28/2013	07325NCA8	BAYV 2005-D AF3			2,086 43	2,125 55	2,086 43	(39 12)	Long Term	04/18/2012
928 2210	PPAYDN	07/01/2013	07/25/2013	31371RE85	FNMA PL#259459 CL			109 54	122 68	109 54	(13 14)	Long Term	02/14/2012
928 2339	PPAYDN	08/01/2013	08/15/2013	36295GNP3	GNMA PL#670098 SF			709 65	759 33	709 65	(49 68)	Long Term	03/15/2012
928 1950	PPAYDN	05/01/2013	05/15/2013	31335HN66	FHLMC PL#C90413 C9			1,155 57	1,285 57	1,155 57	(130 00)	Long Term	12/13/2011
928 2248	PPAYDN	07/01/2013	07/25/2013	17306UCC0	CFMSI 2004-1 AF3			685 75	673 32	685 75	12 43	Long Term	02/10/2012
928 1958	PPAYDN	05/01/2013	05/25/2013	31410GKU6	FNMA PL#888707 CL			4,114 08	4,790 33	4,114 08	(676 25)	Long Term	12/09/2011
928 2015	PPAYDN	05/28/2013	05/28/2013	761128E55	RAAC 2005-SP2 1M1			3,752 11	3,114 25	3,752 11	637 86	Long Term	01/04/2012
928 1945	PPAYDN	05/01/2013	05/15/2013	3128KTS50	FHLMC PL#A63229 A6			211 26	239 65	211 26	(28 39)	Long Term	12/07/2011
928 1960	PPAYDN	05/01/2013	05/25/2013	31418M288	FNMA PL#A0766 CL			2,681 47	3,093 75	2,681 47	(412 28)	Long Term	12/07/2011
928 1983	PPAYDN	05/01/2013	05/15/2013	91176QFR2	VENDE 1995 1 32B			2,041 24	2,412 49	2,041 24	(371 25)	Long Term	12/07/2011
928 1940	SELL	05/01/2013	05/06/2013	6832348K7	ONTARIO (PROVINCE OF)			50,000 00	56,424 50	58,983 00	2,558 50	Long Term	12/06/2011
928 1954	PPAYDN	05/01/2013	05/25/2013	31400DWB4	FNMA PL#684742 KI			2,137 93	2,295 60	2,137 93	(157 67)	Long Term	12/05/2011
928 1948	PPAYDN	05/01/2013	05/15/2013	31292GDT0	FHLMC PL#C00114 C0			928 00	1,085 62	928 00	(157 62)	Long Term	12/02/2011
928 1948	PPAYDN	05/01/2013	05/15/2013	31292GDT0	FHLMC PL#C00114 C0			928 00	1,085 62	928 00	(157 62)	Long Term	12/02/2011
928 1951	PPAYDN	05/01/2013	05/15/2013	31335HNV1	FHLMC GP#C90404 C9			904 20	1,008 18	904 20	(103 98)	Long Term	12/02/2011
928 2618	PPAYDN	10/01/2013	10/25/2013	31397NWY7	FNR 2009-30 AG			4,816 49	5,525 42	4,816 49	(708 93)	Long Term	05/03/2012
928 1955	PPAYDN	05/01/2013	05/25/2013	31404L858	FNMA PL#771460 GO			360 50	419 31	360 50	(58 81)	Long Term	12/01/2011
928 1957	PPAYDN	05/01/2013	05/25/2013	31410GB51	FNMA PL#888460 CL			4,516 40	5,144 46	4,516 40	(628 06)	Long Term	12/01/2011
928 1959	PPAYDN	05/01/2013	05/25/2013	31411JEH5	FNMA PL#909236 CL			138 96	160 67	138 96	(21 71)	Long Term	12/01/2011
928 2006	PPAYDN	05/01/2013	05/28/2013	761128F81	RAAC 2004-SP3 AIS			1,608 07	1,612 09	1,608 07	(4 02)	Long Term	12/01/2011
928 1965	PPAYDN	05/01/2013	05/15/2013	36208V4P7	GNMA PL#462630 SF			269 72	312 20	269 72	(42 48)	Long Term	11/30/2011
928 2889	SELL	12/18/2013	12/23/2013	694032AT0	AT&T (PACIFIC BELL)			50,000 00	66,992 50	60,214 50	(6,778 00)	Long Term	07/18/2012
928 1946	PPAYDN	05/01/2013	05/15/2013	312814PC2	FHLMC PL#A71319 A7			139 12	157 03	139 12	(17 91)	Long Term	11/29/2011
928 1949	PPAYDN	05/01/2013	05/15/2013	31298QXR8	FHLMC PL#C54102 CS			381 99	467 94	381 99	(85 95)	Long Term	11/29/2011
928 2004	PPAYDN	05/01/2013	05/28/2013	31393AP92	FNW 2003-W4 3A			1 657 33	1 914 22	1,657 33	(256 89)	Long Term	11/29/2011
928 2005	PPAYDN	05/01/2013	05/28/2013	31393CW82	FNW 2003-W8 2A			3,743 50	4,342 46	3,743 50	(598 96)	Long Term	11/29/2011
928 2593	PPAYDN	10/01/2013	10/15/2013	3128PYYP3	FHLMC PL#J18818 J1			2,018 03	2,068 48	2,018 03	(50 45)	Long Term	04/30/2012
928 2772	PPAYDN	11/01/2013	11/25/2013	17306UAQ1	CFMSI 2003-1 AF5			2,415 57	2 418 59	2 415 57	(3 02)	Long Term	05/31/2012
928 2377	PPAYDN	08/26/2013	08/26/2013	36242DN33	FFML 2005-FF2 M2			2,508 68	2,414 61	2,508 68	94 07	Long Term	03/23/2012
928 2509	PPAYDN	09/01/2013	09/25/2013	152314LD0	CXHE 2004-D AF4			3,917 07	3 995 41	3 917 07	(78 34)	Long Term	03/27/2012
928 2891	PPAYDN	12/01/2013	12/25/2013	464126CRO	IRWHE 2005 1 M1			673 09	639 44	673 09	33 65	Long Term	06/26/2012
928 2014	PPAYDN	05/28/2013	05/29/2013	61744CTX4	MSHEL 2005 3 M1			2,710 58	2,371 76	2,710 58	338 82	Long Term	12/19/2011

PATRICK and ALTHEA BUTLER FAMILY FOUNDATION

#41-6009902

YE 12/31/13

SIT Bond Account

Account Number	As Integer	Memo Number	Tran Code	Trade Date	Actual Settle Date	Security Number (Full)	Security Description (Long 1)	Relieved Carry	Relieved Principal	Relieved Cost	Relieved Gain/Loss	Relieved G/L (Term)	Original Purchase Date (trade date)
928	2510	PPAYDN	09/01/2013	09/25/2013	36228F2E5	GSR 2004-6F 1A2		1,767 11	1,789 20	1,767 11	(22 09) Long Term		03/23/2012
928	2463	PPAYDN	09/01/2013	09/20/2013	36202FGQ3	GNMA II PL#004707 FS		82 97	88 88	82 97	(5 91) Long Term		03/21/2012
928	2852	PPAYDN	10/01/2013	10/28/2013	07325NCA8	BAYV 2005-D AF3		1,439 55	1,466 54	1,439 55	(26 99) Long Term		04/18/2012
928	2326	PPAYDN	08/01/2013	08/25/2013	31371RE85	FNMA PL#259459 CL		110 15	123 37	110 15	(13 22) Long Term		02/14/2012
928	2466	PPAYDN	09/01/2013	09/15/2013	36295GNP3	GNMA PL#670098 SF		713 50	763 44	713 50	(49 94) Long Term		03/15/2012
928	2080	PPAYDN	06/01/2013	06/15/2013	31335HN66	FHLMC PL#C90413 C9		1,162 77	1,293 58	1,162 77	(130 81) Long Term		12/13/2011
928	2135	PPAYDN	06/25/2013	06/25/2013	761128E55	RAAC 2005-SP2 1M1		3 996 89	3 317 42	3,996 89	679 47 Long Term		01/04/2012
928	2355	PPAYDN	08/01/2013	08/28/2013	17306UCC0	CFMSI 2004-1 AF3		1 543 72	1 515 74	1,543 72	27 98 Long Term		02/10/2012
928	2087	PPAYDN	06/01/2013	06/25/2013	31410GKU6	FNMA PL#888707 CL		3,681 37	4 286 50	3,681 37	(605 13) Long Term		12/09/2011
928	2075	PPAYDN	06/01/2013	06/15/2013	3128KTS50	FHLMC PL#A63229 A6		212 55	241 11	212 55	(28 56) Long Term		12/07/2011
928	2089	PPAYDN	06/01/2013	06/25/2013	31418M288	FNMA PL#AD0766 CL		3,392 88	3,914 54	3,392 88	(521 66) Long Term		12/07/2011
928	2102	PPAYDN	06/01/2013	06/16/2013	911760FR2	VENDE 1995-1 3Z8		1,323 02	1,563 64	1,323 02	(240 62) Long Term		12/07/2011
928	2119	PPAYDN	06/01/2013	06/25/2013	31394A7A8	FNW 2004-W12 1A3		1,791 72	2,096 31	1,791 72	(304 59) Long Term		12/05/2011
928	2083	PPAYDN	06/01/2013	06/25/2013	31400DWB4	FNMA PL#684742 KI		2 150 63	2 309 24	2,150 63	(158 61) Long Term		12/05/2011
928	2078	PPAYDN	06/01/2013	06/15/2013	31292GDT0	FHLMC PL#C00114 C0		5,753 00	6 730 11	5,753 00	(977 11) Long Term		12/02/2011
928	2078	PPAYDN	06/01/2013	06/15/2013	31292GDT0	FHLMC PL#C00114 C0		5,753 00	6 730 11	5,753 00	(977 11) Long Term		12/02/2011
928	2081	PPAYDN	06/01/2013	06/15/2013	31335HN61	FHLMC GPHC90404 C9		931 80	1,038 96	931 80	(107 16) Long Term		12/02/2011
928	2737	PPAYDN	11/01/2013	11/25/2013	31397NWW7	FNR 2009-30 AG		4,297 14	4,929 63	4,297 14	(632 49) Long Term		05/03/2012
928	2084	PPAYDN	06/01/2013	06/25/2013	31404L858	FNMA PL#771460 GO		339 84	395 28	339 84	(55 44) Long Term		12/01/2011
928	2086	PPAYDN	06/01/2013	06/25/2013	31410GB51	FNMA PL#888460 CL		4,471 58	5,093 41	4,471 58	(621 83) Long Term		12/01/2011
928	2088	PPAYDN	06/01/2013	06/25/2013	31411JH5	FNMA PL#909236 CL		139 84	161 69	139 84	(21 85) Long Term		12/01/2011
928	2136	PPAYDN	06/01/2013	06/25/2013	761128F81	RAAC 2004-SP3 A15		3,390 41	3,398 89	3,390 41	(8 48) Long Term		12/01/2011
928	2092	PPAYDN	06/01/2013	06/15/2013	36208V4P7	GNMA PL#462630 SF		271 40	314 15	271 40	(42 75) Long Term		11/30/2011
928	2910	PPAYDN	12/01/2013	12/26/2013	17306UAQ1	CFMSI 2003-1 AF5		2,651 21	2,654 52	2,651 21	(3 31) Long Term		05/31/2012
928	2076	PPAYDN	06/01/2013	06/15/2013	312814PC2	FHLMC PL#A71319 A7		145 83	164 61	145 83	(18 78) Long Term		11/29/2011
928	2079	PPAYDN	06/01/2013	06/15/2013	31298QRX8	FHLMC PL#C54102 C5		385 19	471 86	385 19	(86 67) Long Term		11/29/2011
928	2117	PPAYDN	06/01/2013	06/25/2013	31393AP92	FNW 2003-W4 3A		594 75	686 94	594 75	(92 19) Long Term		11/29/2011
928	2118	PPAYDN	06/01/2013	06/25/2013	31393CW82	FNW 2003-W8 2A		2,414 34	2,800 63	2,414 34	(386 29) Long Term		11/29/2011
928	2733	PPAYDN	11/01/2013	11/15/2013	3128PYPF3	FHLMC PL#J18818 J1		1,616 44	1,656 85	1,616 44	(40 41) Long Term		04/30/2012
928	2511	PPAYDN	09/25/2013	09/25/2013	36242DN33	FFML 2005-FF2 M2		2,982 33	2,870 49	2,982 33	111 84 Long Term		03/23/2012
928	2641	PPAYDN	10/01/2013	10/25/2013	152314LD0	CXHE 2004-D AF4		1 837 58	1 870 33	1 837 58	(32 75) Long Term		03/27/2012
928	2134	PPAYDN	06/25/2013	06/25/2013	61744CTX4	MSHEL 2005 3 M1		5,074 24	4,439 96	5,074 24	634 28 Long Term		12/19/2011
928	2642	PPAYDN	10/01/2013	10/25/2013	36228F2E5	GSR 2004-6F 1A2		83 19	84 23	83 19	(1 04) Long Term		03/23/2012
928	2608	PPAYDN	10/01/2013	10/20/2013	36202FGQ3	GNMA II PL#004707 FS		95 41	102 21	95 41	(6 80) Long Term		03/21/2012
928	2784	SELL	11/25/2013	11/27/2013	0374118A2	APACHE CORP		50,000 00	53,920 00	48,858 50	(5,061 50) Long Term		05/14/2012
928	2786	PPAYDN	11/01/2013	11/28/2013	07325NCA8	BAYV 2005-D AF3		1,382 80	1 408 73	1 382 80	(25 93) Long Term		04/18/2012
928	2452	PPAYDN	09/01/2013	09/25/2013	31371RE85	FNMA PL#259459 CL		110 78	124 07	110 78	(13 29) Long Term		02/14/2012
928	2611	PPAYDN	10/01/2013	10/15/2013	36295GNP3	GNMA PL#670098 SF		731 10	782 28	731 10	(51 18) Long Term		03/15/2012
928	2208	PPAYDN	07/01/2013	07/15/2013	31335HN66	FHLMC PL#C90413 C9		1,144 30	1,273 03	1,144 30	(128 73) Long Term		12/13/2011
928	2129	R8SELL	06/21/2013	06/26/2013	761128F81	RAAC 2004-SP3 A15		35,248 24	35,336 35	35,336 37	0 02 Long Term		12/01/2011
928	2262	PPAYDN	07/25/2013	07/26/2013	761128E55	RAAC 2005-SP2 1M1		4,310 03	3,577 32	4,310 03	732 71 Long Term		01/04/2012
928	2498	PPAYDN	09/01/2013	09/25/2013	17306UCC0	CFMSI 2004-1 AF3		1 309 53	1,285 79	1,309 53	23 74 Long Term		02/10/2012
928	2216	PPAYDN	07/01/2013	07/25/2013	31410GKU6	FNMA PL#888707 CL		2,703 44	3,147 82	2,703 44	(444 38) Long Term		12/09/2011
928	2203	PPAYDN	07/01/2013	07/15/2013	3128KTS50	FHLMC PL#A63229 A6		500 33	567 56	500 33	(67 23) Long Term		12/07/2011

Patrick and Aimee Butler Family Foundation
 #41-6009902
 Y E 12/31/13

Part IV - Realized Gains and Losses
 SIT Bond Account

Form 990-PF

Account Number	As Integer	Memo Number	Tran Code	Trade Date	Actual Settle Date	Security Number (Full)	Security Description (Long 1)	Relieved Carry	Relieved Principal	Relieved Cost	Relieved Gain/Loss	Relieved G/L (Term)	Original Purchase Date (trade date)
	928	2219	PPAYDN	07/01/2013	07/25/2013	31418M288	FNMA PL#AD0766 CL	2,544 37	2,935 57	2,544 37	(391 20)	Long Term	12/07/2011
	928	2232	PPAYDN	07/01/2013	07/15/2013	911760FR2	VENDE 1995 1 3Z8	1,946 06	2,300 00	1,946 06	(353 94)	Long Term	12/07/2011
	928	2252	PPAYDN	07/01/2013	07/25/2013	31394A7A8	FNW 2004-W12 1A3	985 61	1,153 16	985 61	(167 55)	Long Term	12/05/2011
	928	2212	PPAYDN	07/01/2013	07/25/2013	31400DWB4	FNMA PL#684742 KI	2,163 42	2,322 97	2,163 42	(159 55)	Long Term	12/05/2011
	928	2206	PPAYDN	07/01/2013	07/15/2013	31292GDT0	FHLMC PL#C00114 C0	870 00	1,017 76	870 00	(147 76)	Long Term	12/02/2011
	928	2206	PPAYDN	07/01/2013	07/15/2013	31292GDT0	FHLMC PL#C00114 C0	870 00	1,017 76	870 00	(147 76)	Long Term	12/02/2011
	928	2209	PPAYDN	07/01/2013	07/15/2013	31335HNV1	FHLMC GP#C90404 C9	891 80	994 36	891 80	(102 56)	Long Term	12/02/2011
	928	2877	PPAYDN	12/01/2013	12/25/2013	31397NWW7	FNR 2009-30 AG	3,248 62	3,726 78	3,248 62	(478 16)	Long Term	05/03/2012
	928	2213	PPAYDN	07/01/2013	07/25/2013	31404LB58	FNMA PL#771460 GO	342 00	397 79	342 00	(55 79)	Long Term	12/01/2011
	928	2215	PPAYDN	07/01/2013	07/25/2013	31410GB51	FNMA PL#888460 CL	5,255 10	5,985 89	5,255 10	(730 79)	Long Term	12/01/2011
	928	2217	PPAYDN	07/01/2013	07/25/2013	31411JEH5	FNMA PL#909236 CL	3,262 40	3,772 15	3,262 40	(509 75)	Long Term	12/01/2011
	928	2221	PPAYDN	07/01/2013	07/15/2013	36208V4P7	GNMA PL#462630 SF	273 08	316 09	273 08	(43 01)	Long Term	11/30/2011
	928	2784	SELL	11/25/2013	11/27/2013	037411BA2	APACHE CORP	50,000 00	52,650 50	48,858 50	(3,792 00)	Long Term	04/25/2012
	928	2204	PPAYDN	07/01/2013	07/15/2013	3128L4PC2	FHLMC PL#A71319 A7	5,619 38	6 342 87	5,619 38	(723 49)	Long Term	11/29/2011
	928	2207	PPAYDN	07/01/2013	07/15/2013	31298QRX8	FHLMC PL#C54102 C5	489 01	599 04	489 01	(110 03)	Long Term	11/29/2011
	928	2250	PPAYDN	07/01/2013	07/25/2013	31393AP92	FNW 2003-W4 3A	603 68	697 25	603 68	(93 57)	Long Term	11/29/2011
	928	2251	PPAYDN	07/01/2013	07/25/2013	31393CW82	FNW 2003-W8 2A	1,006 59	1,167 64	1,006 59	(161 05)	Long Term	11/29/2011
	928	2856	PPAYDN	12/01/2013	12/15/2013	3128PYYP3	FHLMC PL#J18818 J1	1,568 45	1,607 66	1,568 45	(39 21)	Long Term	04/30/2012
	928	2643	PPAYDN	10/25/2013	10/25/2013	36242DN33	FFML 2005-FF2 M2	1,353 40	1,302 65	1,353 40	50 75	Long Term	03/23/2012
	928	2260	PPAYDN	07/25/2013	07/26/2013	61744CTX4	MSHEL 2005-3 M1	5,505 76	4,817 54	5,505 76	688 22	Long Term	12/19/2011
	928	2778	PPAYDN	11/01/2013	11/25/2013	152314LD0	CXHE 2004-D AF4	2,295 48	2 341 39	2 295 48	(45 91)	Long Term	03/27/2012
	928	2779	PPAYDN	11/01/2013	11/25/2013	36228F2E5	GSR 2004-6F 1A2	2,425 58	2,455 90	2,425 58	(30 32)	Long Term	03/23/2012
	928	2726	PPAYDN	11/01/2013	11/20/2013	36202FGQ3	GNMA II PL#004707 FS	95 98	102 82	95 98	(6 84)	Long Term	03/21/2012
	928	2898	PPAYDN	12/01/2013	12/28/2013	07325NCA8	BAYV 2005-D AF3	3 286 08	3 347 69	3 286 08	(61 61)	Long Term	04/18/2012
	928	2598	PPAYDN	10/01/2013	10/25/2013	31371RE85	FNMA PL#259459 CL	111 41	124 78	111 41	(13 37)	Long Term	02/14/2012
	928	2476	SELL	09/18/2013	09/23/2013	448814EJ8	HYDRO-QUEBEC	100,000 00	149,657 00	134,600 00	(15,057 00)	Long Term	01/31/2012
	928	2729	PPAYDN	11/01/2013	11/15/2013	36295GNP3	GNMA PL#670098 SF	721 32	771 81	721 32	(50 49)	Long Term	03/15/2012
	928	2324	PPAYDN	08/01/2013	08/15/2013	31335HN66	FHLMC PL#C90413 C9	1,184 94	1,318 25	1,184 94	(133 31)	Long Term	12/13/2011
	928	2835	PPAYDN	10/01/2013	10/25/2013	17306UCC0	CFMSI 2004-1 AF3	937 90	920 90	937 90	17 00	Long Term	02/10/2012
	928	2372	PPAYDN	08/26/2013	08/26/2013	76112BE55	RAAC 2005-SP2 1M1	4,743 92	3,937 45	4,743 92	806 47	Long Term	01/04/2012
	928	2332	PPAYDN	08/01/2013	08/25/2013	31410GKU6	FNMA PL#888707 CL	3,585 23	4 174 55	3,585 23	(589 32)	Long Term	12/09/2011
	928	2623	SELL	10/22/2013	10/25/2013	83700ACC2	SOUTH CAROLINA ELECTRIC & GAS	100,000 00	125,778 00	121 202 00	(4,576 00)	Long Term	02/29/2012
	928	2319	PPAYDN	08/01/2013	08/15/2013	3128KTS50	FHLMC PL#A63229 A6	48,374 04	54,874 30	48,374 04	(6,500 26)	Long Term	12/07/2011
	928	2335	PPAYDN	08/01/2013	08/25/2013	31418M288	FNMA PL#AD0766 CL	2,662 77	3,072 17	2,662 77	(409 40)	Long Term	12/07/2011
	928	2345	PPAYDN	08/01/2013	08/15/2013	911760FR2	VENDE 1995-1 3Z8	1,334 51	1,577 22	1,334 51	(242 71)	Long Term	12/07/2011
	928	2359	PPAYDN	08/01/2013	08/26/2013	31394A7A8	FNW 2004-W12 1A3	1,350 33	1,579 89	1,350 33	(229 56)	Long Term	12/05/2011
	928	2328	PPAYDN	08/01/2013	08/25/2013	31400DWB4	FNMA PL#684742 KI	2,195 36	2,357 27	2,195 36	(161 91)	Long Term	12/05/2011
	928	2322	PPAYDN	08/01/2013	08/15/2013	31292GDT0	FHLMC PL#C00114 C0	884 50	1,034 73	884 50	(150 23)	Long Term	12/02/2011
	928	2322	PPAYDN	08/01/2013	08/15/2013	31292GDT0	FHLMC PL#C00114 C0	884 50	1,034 73	884 50	(150 23)	Long Term	12/02/2011
	928	2325	PPAYDN	08/01/2013	08/15/2013	31335HNV1	FHLMC GP#C90404 C9	951 40	1,060 81	951 40	(109 41)	Long Term	12/02/2011
	928	2329	PPAYDN	08/01/2013	08/25/2013	31404LB58	FNMA PL#771460 GO	344 16	400 30	344 16	(56 14)	Long Term	12/01/2011
	928	2331	PPAYDN	08/01/2013	08/25/2013	31410GB51	FNMA PL#888460 CL	6,996 57	7,969 53	6,996 57	(972 96)	Long Term	12/01/2011
	928	2333	PPAYDN	08/01/2013	08/25/2013	31411JEH5	FNMA PL#909236 CL	614 52	710 54	614 52	(96 02)	Long Term	12/01/2011
	928	2337	PPAYDN	08/01/2013	08/15/2013	36208V4P7	GNMA PL#462630 SF	8,425 64	9,752 68	8,425 64	(1,327 04)	Long Term	11/30/2011

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Part IV - Realized Gains and Losses
SIT Bond Account

Form 990-PF

Account Number	As Integer	Memo Number	Tran Code	Trade Date	Actual Settle Date	Security Number (Full)	Security Description (Long 1)	Relieved Carry	Relieved Principal	Relieved Cost	Relieved Gain/Loss	Relieved G/L (Term)	Original Purchase Date (trade date)
928 2320		PPAYDN		08/01/2013	08/15/2013	312814PC2	FHLMC PL#A71319 A7	5,335 50	6,022 44	5,335 50	(686 94)	Long Term	11/29/2011
928 2323		PPAYDN		08/01/2013	08/15/2013	31298QRX8	FHLMC PL#C54102 C5	391 07	479 06	391 07	(87 99)	Long Term	11/29/2011
928 2357		PPAYDN		08/01/2013	08/26/2013	31393AP92	FNW 2003-W4 3A	1,081 27	1,248 87	1,081 27	(167 60)	Long Term	11/29/2011
928 2358		PPAYDN		08/01/2013	08/26/2013	31393CW82	FNW 2003-W8 2A	2,403 14	2,787 64	2,403 14	(384 50)	Long Term	11/29/2011
928 2780		PPAYDN		11/25/2013	11/25/2013	36242DN33	FFML 2005-FF2 M2	3,935 61	3,788 03	3,935 61	147 58	Long Term	03/23/2012
928 2914		PPAYDN		12/01/2013	12/26/2013	152314LD0	CXHE 2004-D AF4	1 349 62	1 376 61	1 349 62	(26 99)	Long Term	03/27/2012
928 2379		PPAYDN		08/26/2013	08/26/2013	61744CTX4	MSHEL 2005-3 M1	6,083 57	5,323 12	6,083 57	760 45	Long Term	12/19/2011
928 2915		PPAYDN		12/01/2013	12/26/2013	36228FZES	GSR 2004-6F 1A2	3,127 72	3,166 82	3,127 72	(39 10)	Long Term	03/23/2012
928 2871		PPAYDN		12/01/2013	12/20/2013	36202FGQ3	GNMA II PL#004707 FS	6,276 60	6,723 81	6,276 60	(447 21)	Long Term	03/21/2012
928 2716		PPAYDN		11/01/2013	11/25/2013	31371RE85	FNMA PL#259459 CL	112 03	125 47	112 03	(13 44)	Long Term	02/14/2012
928 2874		PPAYDN		12/01/2013	12/15/2013	36295GNP3	GNMA PL#670098 SF	727 90	778 85	727 90	(50 95)	Long Term	03/15/2012
928 2437		PPAYDN		09/01/2013	09/05/2013	667294AM4	DELTA (NWA) EETC 99-2 A -SF	5,794 65	6,040 92	5,794 65	(246 27)	Long Term	12/14/2011
928 2450		PPAYDN		09/01/2013	09/15/2013	31335HN66	FHLMC PL#C90413 C9	1,157 42	1,287 63	1,157 42	(130 21)	Long Term	12/13/2011
928 2437		PPAYDN		09/01/2013	09/05/2013	667294AM4	DELTA (NWA) EETC 99-2 A -SF	2,086 07	2,159 08	2,086 07	(73 01)	Long Term	12/13/2011
928 2502		PPAYDN		09/25/2013	09/25/2013	76112BE55	RAAC 2005-SP2 1M1	4,435 71	3,681 64	4,435 71	754 07	Long Term	01/04/2012
928 2773		PPAYDN		11/01/2013	11/25/2013	17306UCC0	CFMSI 2004-1 AF3	2,313 20	2 271 27	2 313 20	41 93	Long Term	02/10/2012
928 2457		PPAYDN		09/01/2013	09/25/2013	31410GKU6	FNMA PL#888707 CL	4,430 15	5,158 36	4,430 15	(728 21)	Long Term	12/09/2011
928 2445		PPAYDN		09/01/2013	09/15/2013	3128KTS50	FHLMC PL#A63229 A6	200 63	227 59	200 63	(26 96)	Long Term	12/07/2011
928 2460		PPAYDN		09/01/2013	09/25/2013	31418MZ88	FNMA PL#AD0766 CL	2,091 26	2,412 79	2,091 26	(321 53)	Long Term	12/07/2011
928 2475		PPAYDN		09/01/2013	09/16/2013	911760FR2	VENDE 1995-1 3Z8	2,594 81	3 066 74	2,594 81	(471 93)	Long Term	12/07/2011
928 2489		PPAYDN		09/01/2013	09/25/2013	31394A7A8	FNW 2004-W12 1A3	2 226 30	2,604 77	2,226 30	(378 47)	Long Term	12/05/2011
928 2453		PPAYDN		09/01/2013	09/25/2013	31400DWB4	FNMA PL#684742 KI	2,647 85	2,843 13	2,647 85	(195 28)	Long Term	12/05/2011
928 2437		PPAYDN		09/01/2013	09/05/2013	667294AM4	DELTA (NWA) EETC 99-2 A -SF	4,635 72	4,844 32	4,635 72	(208 60)	Long Term	12/05/2011
928 2448		PPAYDN		09/01/2013	09/15/2013	31292GDT0	FHLMC PL#C00114 C0	884 00	1,034 14	884 00	(150 14)	Long Term	12/02/2011
928 2448		PPAYDN		09/01/2013	09/15/2013	31292GDT0	FHLMC PL#C00114 C0	884 00	1,034 14	884 00	(150 14)	Long Term	12/02/2011
928 2451		PPAYDN		09/01/2013	09/15/2013	31335HN66	FHLMC GP#C90404 C9	956 60	1,066 61	956 60	(110 01)	Long Term	12/02/2011
928 2454		PPAYDN		09/01/2013	09/25/2013	31404LBS8	FNMA PL#771460 GO	391 39	455 24	391 39	(63 85)	Long Term	12/01/2011
928 2456		PPAYDN		09/01/2013	09/25/2013	31410G851	FNMA PL#888460 CL	4,589 78	5,228 05	4 589 78	(638 27)	Long Term	12/01/2011
928 2458		PPAYDN		09/01/2013	09/25/2013	31411EH55	FNMA PL#909236 CL	146 18	169 02	146 18	(22 84)	Long Term	12/01/2011
928 2464		PPAYDN		09/01/2013	09/15/2013	36208V4P7	GNMA PL#462630 SF	9,006 42	10,424 93	9,006 42	(1,418 51)	Long Term	11/30/2011
928 2446		PPAYDN		09/01/2013	09/15/2013	312814PC2	FHLMC PL#A71319 A7	5,299 24	5,981 52	5,299 24	(682 28)	Long Term	11/29/2011
928 2449		PPAYDN		09/01/2013	09/15/2013	31298QRX8	FHLMC PL#C54102 C5	394 20	482 89	394 20	(88 69)	Long Term	11/29/2011
928 2487		PPAYDN		09/01/2013	09/25/2013	31393AP92	FNW 2003-W4 3A	358 96	414 60	358 96	(55 64)	Long Term	11/29/2011
928 2488		PPAYDN		09/01/2013	09/25/2013	31393CW82	FNW 2003-W8 2A	2,133 47	2,474 83	2,133 47	(341 36)	Long Term	11/29/2011
928 2916		PPAYDN		12/26/2013	12/26/2013	36242DN33	FFML 2005-FF2 M2	2,137 68	2,057 51	2,137 68	80 17	Long Term	03/23/2012
928 2512		PPAYDN		09/25/2013	09/25/2013	61744CTX4	MSHEL 2005-3 M1	2,430 00	2,126 25	2,430 00	303 75	Long Term	12/19/2011
928 2443		RBSELL		09/06/2013	09/09/2013	912803AU7	US TREAS NOTE STRIP PRINC	150,000 00	127,717 50	127,135 50	(582 00)	Long Term	11/29/2011
928 2861		PPAYDN		12/01/2013	12/25/2013	31371RE85	FNMA PL#259459 CL	112 65	126 17	112 65	(13 52)	Long Term	02/14/2012
928 2596		PPAYDN		10/01/2013	10/15/2013	31335HN66	FHLMC PL#C90413 C9	1,193 99	1,328 31	1,193 99	(134 32)	Long Term	12/13/2011
928 2646		PPAYDN		10/25/2013	10/25/2013	76112BE55	RAAC 2005 SP2 1M1	11,710 03	9,719 33	11,710 03	1,990 70	Long Term	01/04/2012
928 2911		PPAYDN		12/01/2013	12/26/2013	17306UCC0	CFMSI 2004-1 AF3	1,021 23	1 002 72	1,021 23	18 51	Long Term	02/10/2012
928 2604		PPAYDN		10/01/2013	10/25/2013	31410GKU6	FNMA PL#888707 CL	2,796 63	3,256 33	2,796 63	(459 70)	Long Term	12/09/2011
928 2591		PPAYDN		10/01/2013	10/15/2013	3128KTS50	FHLMC PL#A63229 A6	80 06	90 82	80 06	(10 76)	Long Term	12/07/2011
928 2607		PPAYDN		10/01/2013	10/25/2013	31418MZ88	FNMA PL#AD0766 CL	2,028 02	2,339 83	2,028 02	(311 81)	Long Term	12/07/2011

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SIT Bond Account

Account Number	Memo Number	Tran Code	Trade Date	Actual Settle Date	Security Number (Full)	Security Description (Long 1)	Relieved Carry	Relieved Principal	Relieved Cost	Relieved Gain/Loss	Relieved G/L (Term)	Original Purchase Date (trade date)
928 2619	PPAYDN		10/01/2013	10/15/2013	911760FR2	VENDE 1995-1 3ZB	362 75	428 73	362 75	(65 98)	Long Term	12/07/2011
928 2639	PPAYDN		10/01/2013	10/25/2013	31394A7A8	FNW 2004-W12 1A3	3,679 46	4,304 97	3,679 46	(625 51)	Long Term	12/05/2011
928 2600	PPAYDN		10/01/2013	10/25/2013	31400DWB4	FNMA PL#684742 KI	2,305 65	2,475 69	2,305 65	(170 04)	Long Term	12/05/2011
928 2594	PPAYDN		10/01/2013	10/15/2013	31292GDT0	FHLMC PL#C00114 CO	890 00	1,041 16	890 00	(151 16)	Long Term	12/02/2011
928 2594	PPAYDN		10/01/2013	10/15/2013	31292GDT0	FHLMC PL#C00114 CO	890 00	1,041 16	890 00	(151 16)	Long Term	12/02/2011
928 2597	PPAYDN		10/01/2013	10/15/2013	31335HNV1	FHLMC GP#C90404 C9	910 20	1,014 87	910 20	(104 67)	Long Term	12/02/2011
928 2601	PPAYDN		10/01/2013	10/25/2013	31404LB58	FNMA PL#771460 GO	348 82	405 72	348 82	(56 90)	Long Term	12/01/2011
928 2603	PPAYDN		10/01/2013	10/25/2013	31410GB51	FNMA PL#888460 CL	3,796 68	4,324 66	3,796 68	(527 98)	Long Term	12/01/2011
928 2605	PPAYDN		10/01/2013	10/25/2013	31411JEH5	FNMA PL#909236 CL	142 49	164 75	142 49	(22 26)	Long Term	12/01/2011
928 2609	PPAYDN		10/01/2013	10/15/2013	36208V4P7	GNMA PL#462630 SF	226 80	262 52	226 80	(35 72)	Long Term	11/30/2011
928 2592	PPAYDN		10/01/2013	10/15/2013	3128L4PC2	FHLMC PL#A71319 A7	128 03	144 51	128 03	(16 48)	Long Term	11/29/2011
928 2595	PPAYDN		10/01/2013	10/15/2013	31298QRX8	FHLMC PL#C54102 C5	408 48	500 39	408 48	(91 91)	Long Term	11/29/2011
928 2637	PPAYDN		10/01/2013	10/25/2013	31393AP92	FNW 2003-W4 3A	1,236 75	1,428 45	1,236 75	(191 70)	Long Term	11/29/2011
928 2638	PPAYDN		10/01/2013	10/25/2013	31393CW82	FNW 2003-W8 2A	946 15	1,097 53	946 15	(151 38)	Long Term	11/29/2011
928 2645	PPAYDN		10/25/2013	10/25/2013	61744CTX4	MSHEL 2005-3 M1	7,130 79	6,239 44	7,130 79	891 35	Long Term	12/19/2011
928 2735	PPAYDN		11/01/2013	11/15/2013	31335HN66	FHLMC PL#C90413 C9	1,174 97	1,307 15	1,174 97	(132 18)	Long Term	12/13/2011
928 2782	PPAYDN		11/25/2013	11/25/2013	76112BE55	RAAC 2005-SP2 1M1	12,961 04	10,757 66	12,961 04	2,203 38	Long Term	01/04/2012
928 2721	PPAYDN		11/01/2013	11/25/2013	31410GKU6	FNMA PL#888707 CL	3,058 22	3,560 91	3,058 22	(502 69)	Long Term	12/09/2011
928 2754	SELL		11/20/2013	11/25/2013	88276PCY0	TX PFA NEW FRONTIERS CHTR10Q TXBL QSCF	100,000 00	104,590 00	112,500 00	7,910 00	Long Term	12/28/2011
928 2731	PPAYDN		11/01/2013	11/15/2013	3128KTS50	FHLMC PL#A63229 A6	80 56	91 39	80 56	(10 83)	Long Term	12/07/2011
928 2724	PPAYDN		11/01/2013	11/25/2013	31418MZ88	FNMA PL#AD0766 CL	2,274 45	2,624 15	2,274 45	(349 70)	Long Term	12/07/2011
928 2744	PPAYDN		11/01/2013	11/18/2013	911760FR2	VENDE 1995-1 3ZB	1,053 96	1,245 65	1,053 96	(191 69)	Long Term	12/07/2011
928 2765	PPAYDN		11/01/2013	11/25/2013	31394A7A8	FNW 2004-W12 1A3	1,648 74	1,929 03	1,648 74	(280 29)	Long Term	12/05/2011
928 2717	PPAYDN		11/01/2013	11/25/2013	31400DWB4	FNMA PL#684742 KI	2,218 80	2,382 44	2,218 80	(163 64)	Long Term	12/05/2011
928 2715	PPAYDN		11/01/2013	11/15/2013	31292GDT0	FHLMC PL#C00114 CO	897 50	1,049 93	897 50	(152 43)	Long Term	12/02/2011
928 2715	PPAYDN		11/01/2013	11/15/2013	31292GDT0	FHLMC PL#C00114 CO	897 50	1,049 93	897 50	(152 43)	Long Term	12/02/2011
928 2736	PPAYDN		11/01/2013	11/15/2013	31335HNV1	FHLMC GP#C90404 C9	13,022 80	14,520 42	13,022 80	(1,497 62)	Long Term	12/02/2011
928 2718	PPAYDN		11/01/2013	11/25/2013	31404LB58	FNMA PL#771460 GO	351 04	408 30	351 04	(57 26)	Long Term	12/01/2011
928 2720	PPAYDN		11/01/2013	11/25/2013	31410GB51	FNMA PL#888460 CL	2,239 62	2,551 07	2,239 62	(311 45)	Long Term	12/01/2011
928 2722	PPAYDN		11/01/2013	11/25/2013	31411JEH5	FNMA PL#909236 CL	143 36	165 76	143 36	(22 40)	Long Term	12/01/2011
928 2727	PPAYDN		11/01/2013	11/15/2013	36208V4P7	GNMA PL#462630 SF	5,903 20	6,832 95	5,903 20	(929 75)	Long Term	11/30/2011
928 2732	PPAYDN		11/01/2013	11/15/2013	3128L4PC2	FHLMC PL#A71319 A7	5,246 22	5,921 67	5,246 22	(675 45)	Long Term	11/29/2011
928 2734	PPAYDN		11/01/2013	11/15/2013	31298QRX8	FHLMC PL#C54102 C5	398 24	487 84	398 24	(89 60)	Long Term	11/29/2011
928 2763	PPAYDN		11/01/2013	11/25/2013	31393AP92	FNW 2003-W4 3A	1,036 28	1,196 90	1,036 28	(160 62)	Long Term	11/29/2011
928 2764	PPAYDN		11/01/2013	11/25/2013	31393CW82	FNW 2003-W8 2A	1,142 28	1,325 04	1,142 28	(182 76)	Long Term	11/29/2011
928 2781	PPAYDN		11/25/2013	11/25/2013	61744CTX4	MSHEL 2005-3 M1	2,586 09	2,262 83	2,586 09	323 26	Long Term	12/19/2011
928 2859	PPAYDN		12/01/2013	12/15/2013	31335HN66	FHLMC PL#C90413 C9	1,180 32	1,313 11	1,180 32	(132 79)	Long Term	12/13/2011
928 2917	PPAYDN		12/26/2013	12/26/2013	76112BE55	RAAC 2005-SP2 1M1	3,791 67	3,147 09	3,791 67	644 58	Long Term	01/04/2012
928 2866	PPAYDN		12/01/2013	12/25/2013	31410GKU6	FNMA PL#888707 CL	2,217 03	2,581 45	2,217 03	(364 42)	Long Term	12/09/2011
928 2854	PPAYDN		12/01/2013	12/15/2013	3128KTS50	FHLMC PL#A63229 A6	58,146 27	65,959 67	58,146 27	(7,813 40)	Long Term	12/07/2011
928 2869	PPAYDN		12/01/2013	12/25/2013	31418MZ88	FNMA PL#AD0766 CL	2,018 27	2,328 58	2,018 27	(310 31)	Long Term	12/07/2011
928 2882	PPAYDN		12/01/2013	12/16/2013	911760FR2	VENDE 1995-1 3ZB	911 04	1,076 74	911 04	(165 70)	Long Term	12/07/2011
928 2904	PPAYDN		12/01/2013	12/25/2013	31394A7A8	FNW 2004-W12 1A3	445 31	521 01	445 31	(75 70)	Long Term	12/05/2011
928 2862	PPAYDN		12/01/2013	12/25/2013	31400DWB4	FNMA PL#684742 KI	2,231 96	2,396 57	2,231 96	(164 61)	Long Term	12/05/2011

Patrick and Aimee Butler Family Foundation
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	928	2857	PPAYDN	12/01/2013	12/15/2013	31292GDT0	FHLMC PL#C00114 C0	904 00	1,057 54	904 00	(153 54)	Long Term	12/02/2011
	928	2857	PPAYDN	12/01/2013	12/15/2013	31292GDT0	FHLMC PL#C00114 C0	904 00	1,057 54	904 00	(153 54)	Long Term	12/02/2011
	928	2860	PPAYDN	12/01/2013	12/15/2013	31335HNV1	FHLMC GP#C90404 C9	813 20	906 72	813 20	(93 52)	Long Term	12/02/2011
	928	2887	SELL	12/18/2013	12/23/2013	61744CTX4	MSHEL 2005-3 M1	118,478 97	103,669 10	116,109 41	12,440 31	Long Term	12/19/2011
	928	2863	PPAYDN	12/01/2013	12/25/2013	31404LBS8	FNMA PL#771460 GO	371 84	432 50	371 84	(60 66)	Long Term	12/01/2011
	928	2865	PPAYDN	12/01/2013	12/25/2013	31410GBS1	FNMA PL#888460 CL	2,393 70	2,726 57	2,393 70	(332 87)	Long Term	12/01/2011
	928	2867	PPAYDN	12/01/2013	12/25/2013	31411JEH5	FNMA PL#909236 CL	144 23	166 77	144 23	(22 54)	Long Term	12/01/2011
	928	2872	PPAYDN	12/01/2013	12/15/2013	36208V4P7	GNMA PL#462630 SF	209 22	242 17	209 22	(32 95)	Long Term	11/30/2011
	928	2855	PPAYDN	12/01/2013	12/15/2013	31284PC2	FHLMC PL#A71319 A7	128 72	145 29	128 72	(16 57)	Long Term	11/29/2011
	928	2858	PPAYDN	12/01/2013	12/15/2013	31298QRX8	FHLMC PL#C54102 C5	402 95	493 61	402 95	(90 66)	Long Term	11/29/2011
	928	2902	PPAYDN	12/01/2013	12/25/2013	31393AP92	FNW 2003-W4 3A	668 05	771 60	668 05	(103 55)	Long Term	11/29/2011
	928	2903	PPAYDN	12/01/2013	12/25/2013	31393CW82	FNW 2003-W8 2A	536 57	622 42	536 57	(85 85)	Long Term	11/29/2011
<u>Totals</u>								9,239,284 82	9,037,736 25	(201,548 57)			

Short-Term Totals

471,720 448,422 (23,298)

Long-Term Totals

8,767,565 8,589,314 (178,251)

Organization Name	Grant Type	Paid Date	Paid Amount	Committed for 2014
African American Family Services 2616 Nicollet Ave. Minneapolis, MN 55408	general operations	10/29/2013	\$20,000	\$20,000
Ain Dah Yung 1089 Portland Avenue St. Paul, MN 55104	general operations	10/29/2013	\$30,000	\$30,000
Amherst H. Wilder Foundation 451 Lexington Pkwy N St. Paul, MN 55104	services for Older Adults & Caregivers	5/7/2013	\$50,000	\$0
Amherst H. Wilder Foundation 451 Lexington Pkwy N St. Paul, MN 55104	the Jackson Street Village Supportive Services	10/29/2013	\$22,500	\$22,500
Avenues for Homeless Youth 1708 Oak Park Avenue N. Minneapolis, MN 55411	general operations	10/29/2013	\$35,000	\$35,000
Bell Museum of Natural History 10 Church St SE Minneapolis, MN 55455	Changing Exhibitions Program	10/29/2013	\$7,500	\$0
Brattleboro Area Drop In Center P O Box 175 60 South Main St Brattleboro, VT 05302	general operations	5/7/2013	\$20,000	\$0
Breaking Free 770 University Ave W St. Paul, MN 55104	general operations	5/7/2013	\$50,000	\$0
Breaking Free 770 University Ave W St. Paul, MN 55104	general operating	10/29/2013	\$50,000	\$50,000
Capital Area Food Bank of Texas 8201 S Congress Ave Austin, TX 78745	the Kids Cafe Program	5/7/2013	\$20,000	\$0
Casa de Esperanza 1821 University Ave , #S-155 St Paul, MN 55104	general operations	10/29/2013	\$37,500	\$37,500
Catholic Charities of St. Paul and Minneapolis 1200 Second Avenue South Minneapolis, MN 55403-2500	general operations	5/7/2013	\$50,000	\$0
Catholic Charities of St. Paul and Minneapolis 1200 Second Avenue South Minneapolis, MN 55403-2500	emergency services	5/7/2013	\$40,000	\$0
CLUES 797 E. 7th St St. Paul, MN 55106	Vive Libre: Chemical Health Services for Minnesota's Latino Communities	10/29/2013	\$20,000	\$20,000
Coalition Against Trafficking in Women PO Box 7427 JAF Station New York, NY 10116	general operations	10/29/2013	\$40,000	\$40,000
Coalition Against Trafficking in Women PO Box 7427 JAF Station New York, NY 10116	general operations	5/7/2013	\$75,000	\$0

Organization Name	Grant Type	Paid Date	Paid Amount	Committed for 2014
Coffee House Press 79 Thirteenth St NE, #110 Minneapolis, MN 55413	general operations	9/17/2012	\$12,500	\$0
Collegeville Institute for Ecumenical & Cultural Research 14027 Fruit Farm Rd., Box 2000 Collegeville, MN 56321-2000	general operations	10/29/2013	\$15,000	\$0
Community of Recovering People 1221 Wayzata Blvd E Wayzata, MN 55391	general operations	5/7/2013	\$10,000	\$0
COMPAS 75 W. 5th St , #304 St Paul, MN 55102	general operations	10/29/2013	\$20,000	\$0
Conservation Fund 1655 N Fort Myer Dr , Suite 1300 Arlington, VA 22209	Minnesota based activities of the Upper Midwest Initiative	10/29/2013	\$20,000	\$0
Council on Foundations 2121 Crystal Dr , Suite 700 Arlington, VA 22202	2012 annual membership dues	1/2/2013	\$5,850	\$0
CSJ Ministry Collaborative 1884 Randolph Ave St. Paul, MN 55105	Sarah's an Oasis for Women	10/29/2013	\$20,000	\$20,000
Division of Indian Work 1001 E Lake St Minneapolis, MN 55407-0509	the Strengthening Family Circles Family Violence Program	10/29/2013	\$20,000	\$20,000
Dodge Nature Center 365 Marie Ave. W West Saint Paul, MN 55118	general operations	10/29/2013	\$20,000	\$0
Domestic Abuse Project 204 West Franklin Ave Minneapolis, MN 55404	general operations	10/29/2013	\$30,000	\$30,000
Duluth Superior Area Community Foundation 222 E Superior St , Ste 302 Duluth, MN 55802	the Cook County Community Fund	5/7/2013	\$50,000	\$0
Eagle Bluff Environmental Learning Center 1991 Brightsdales Rd , Rte 2, Box 156A Lanesboro, MN 55949	general operations of \$30,000 over two years and \$20,000 over two years for curriculum development for EarthSense Alliance partners	10/29/2013	\$25,000	\$0
Eco Education 1295 Bandana Blvd , Suite 118 St Paul, MN 55108	general operations	10/29/2013	\$15,000	\$0
Family Housing Fund 801 Nicollet Mall, Suite 1825 Minneapolis, MN 55402	general operations	10/29/2013	\$50,000	\$50,000
FamilyWise Services 3036 University Ave SE Minneapolis, MN 55414-3342	general operations	10/29/2013	\$45,000	\$45,000
Friends of the Minnesota Valley 10800 Lyndale Ave S , Suite 120 Bloomington, MN 55420	general operations of \$25,000 over 2 years and a one time grant of \$15,000 for strategic planning	10/29/2013	\$20,000	\$0
Friends of the Mississippi River 360 Robert St N , Ste 400 St Paul, MN 55101	general operations	10/29/2013	\$32,500	\$0

Organization Name	Grant Type	Paid Date	Paid Amount	Committed for 2014
Friends of the Saint Paul Public Library 325 Cedar Street, Ste. 555 St Paul, MN 55101	general operations	5/7/2013	\$10,000	\$0
Graywolf Press 250 Third Ave N #600 Minneapolis, MN 55401	general operations	10/29/2013	\$15,000	\$0
Greater Minneapolis Crisis Nursery 4544 4th Ave S Minneapolis, MN 55419	general operations and program expansions	10/29/2013	\$40,000	\$40,000
Greater Twin Cities United Way 404 S 8th Street Minneapolis, MN 55404	general operations	10/29/2013	\$35,000	\$35,000
Green Doors 1503 S IH 35 Austin, TX 78741	most urgent need	5/7/2013	\$10,000	\$0
H E A R T, Inc 1315 Red Fox Road #400 Arden Hills, MN 55112	general operations	10/29/2013	\$25,000	\$25,000
Hamline University 1536 Hewitt Avenue St. Paul, MN 55104	Rivers Institutes 2012 and 2013	10/29/2013	\$20,000	\$0
Hazelden Foundation CO3, PO Box 11 Center City, MN 55012	Dream On 2013 Center for Youth and Family	5/7/2013	\$60,000	\$0
Hazelden Foundation CO3, PO Box 11 Center City, MN 55012	general operations	5/7/2013	\$50,000	\$0
Headwaters Foundation for Justice 2801 21st Ave S Ste 132-B Minneapolis, MN 55407	the Anchor Strategy	10/29/2013	\$30,000	\$0
Highpoint Center for Printmaking 912 W Lake St Minneapolis, MN 55408	general operations	10/29/2013	\$10,000	\$0
Hmong American Partnership 1075 Arcade Street St Paul, MN 55106	Culturally and Linguistically Appropriate Chemical Dependency (CD) Services for the Hmong and Southeast Asian community	10/29/2013	\$20,000	\$20,000
Hope Community, Inc 611 E. Franklin Ave Minneapolis, MN 55404	the Step Up Campaign	5/7/2013	\$200,000	\$0
Hope Community, Inc 611 E. Franklin Ave. Minneapolis, MN 55404	general operations	10/29/2013	\$30,000	\$30,000
House of Ruth S Thomas Circle NW Washington, DC 20005	general operations (anonymous)	5/7/2013	\$50,000	\$0
Jeremiah Program 1510 Laurel Avenue, Ste 100 Minneapolis, MN 55403-1244	general operations	10/29/2013	\$40,000	\$40,000
KidsPLAYce 20 Elliot St Brattleboro, VT 05302	general operations	5/7/2013	\$5,000	\$0
La Oportunidad, Inc 2700 E Lake St, Suite 3100 Minneapolis, MN 55406	Programs to Benefit Low-Income Latino Families	10/29/2013	\$20,000	\$20,000

Organization Name	Grant Type	Paid Date	Paid Amount	Committed for 2014
Lifetrack Resources 709 University Avenue West St Paul, MN 55104	Families Together & Families Together in the Home	10/29/2013	\$30,000	\$30,000
Little Sisters of the Poor 330 South Exchange St Paul, MN 55102	Easter Holiday Food Program	3/19/2013	\$2,500	\$0
Little Sisters of the Poor 330 South Exchange St Paul, MN 55102	for the Holiday Food program	10/15/2013	\$2,500	\$0
Loft Literary Center 1011 Washington Avenue S , #200 Minneapolis,, MN 55415	general operations	10/29/2013	\$20,000	\$0
Lutheran Social Service of Minnesota 2485 Como Ave St. Paul, MN 55108	the Metro Homeless Youth Program	10/29/2013	\$30,000	\$30,000
MacPhail Center for Music 501 S 2nd St. Minneapolis, MN 55401	Pathways to Performance	10/29/2013	\$20,000	\$0
MAP for Nonprofits 2314 University Ave W Suite #28 St. Paul, MN 55114	general operations	10/29/2013	\$17,500	\$0
MAP for Nonprofits 2314 University Ave W Suite #28 St Paul, MN 55114	the Impact Initiative Evaluation	6/18/2013	\$10,000	\$0
Meals on Wheels and More 3227 E 5th St Austin, TX 78702	greatest service needs in your agency	5/7/2013	\$25,000	\$0
Milkweed Editions 1011 Washington Ave. S., Ste 300 Minneapolis, MN 55415	general operations	10/29/2013	\$12,000	\$0
Minneapolis Institute of Arts 2400 Third Avenue South Minneapolis, MN 55404	general operations	10/29/2013	\$35,000	\$0
Minnesota Center for Book Arts 1011 Washington Ave S Ste 100 Minneapolis, MN 55415	general operations	10/29/2013	\$9,000	\$0
Minnesota Center for Environmental Advocacy 26 East Exchange Street #206 Saint Paul, MN 55101-1667	general operations	10/29/2013	\$20,000	\$0
Minnesota Children's Museum 10 West Seventh Street St. Paul, MN 55102	general operations	10/29/2013	\$35,000	\$0
Minnesota Children's Museum 10 West Seventh Street St. Paul, MN 55102	the capital campaign	5/7/2013	\$75,000	\$0
Minnesota Coalition for Battered Women 60 E Plato Blvd. St Paul, MN 55107	the Impact Initiative Project	10/29/2013	\$70,000	\$0
Minnesota Council of Nonprofits 2314 University Avenue W, Ste 20 St Paul, MN 55114	general operations	10/29/2013	\$25,000	\$0

Organization Name	Grant Type	Paid Date	Paid Amount	Committed for 2014
Minnesota Council on Foundations 100 Portland Ave. S , #225 Minneapolis, MN 55401-2575	2012 annual membership dues	1/02/2013	\$5,055	\$0
Minnesota Historical Society 345 Kellogg Blvd. West St. Paul, MN 55102-1906	general operations	10/29/1913	\$25,000	\$0
Minnesota Indian Women's Resource Center 2300 15th Avenue South Minneapolis, MN 55404	services for women	5/7/2013	\$25,000	\$0
Minnesota Land Trust 2356 University Avenue W, #240 St. Paul, MN 55114	general operations	10/29/1913	\$20,000	\$0
Minnesota Museum of American Art 408 St Peter Street, Suite 419 St Paul, MN 55102	general operations	5/7/2013	\$15,000	\$0
Minnesota Organization on Fetal Alcohol Syndrome 2233 University Ave W , Suite 395 St. Paul, MN 55114	Family Engagement and Support for Women with Addiction and/or Domestic Violence Issues	10/29/2013	\$20,000	\$20,000
Mississippi River Fund 111 E Kellogg Blvd , suite 105 St Paul, MN 55101	general operations	10/29/2013	\$32,500	\$0
Neighborhood House 179 East Robie Street St Paul, MN 55107	the Family Center Housing Work	10/29/2013	\$27,500	\$27,500
Nonprofits Assistance Fund 2801 21st Ave S , Suite 210 Minneapolis, MN 55407	Financial Management Technology Assistance and Resources program	10/29/2013	\$12,500	\$0
Northern Clay Center 2424 Franklin East Minneapolis, MN 55406	general operations	10/29/2013	\$15,000	\$0
Opportunity Neighborhood 1417 10th St NW, #104 New Brighton, MN 55112	Ames Lake Resident Services	10/29/2013	\$20,000	\$20,000
Parks & Trails Council of Minnesota 275 E 4th Street Suite #250 St Paul, MN 55101-1625	support for the Land Acquisition Fund	5/7/2013	\$25,000	\$0
Parks & Trails Council of Minnesota 275 E 4th Street Suite #250 St. Paul, MN 55101-1625	general operations	10/29/2013	\$17,500	\$0
People Serving People Inc. 614 Third St S Minneapolis, MN 55415	general operations	10/29/2013	\$30,000	\$30,000
Preservation Austin PO Box 2113 Austin, TX 78768	for the Landmarks Program and local historic districts	5/7/2013	\$20,000	\$0
Prevent Child Abuse Minnesota 709 University Ave W , Suite 234 St Paul, MN 55104	general operations	10/29/2013	\$30,000	\$30,000
Project for Pride in Living, Inc 1035 E. Franklin Ave Minneapolis, MN 55404	general operations	10/29/2013	\$75,000	\$75,000

Organization Name	Grant Type	Paid Date	Paid Amount	Committed for 2014
Prostitution Research & Education P.O. Box 16254 San Francisco, CA 94116-0254	general operations	5/7/2013	\$25,000	\$0
Ramsey County Historical Society 75 West 5th St., #323 Landmark Center St. Paul, MN 55102	general operations	10/29/2013	\$22,500	\$0
RESOURCE 1900 Chicago Ave S Minneapolis, MN 55404	the Building Resilient Families Expansion	10/29/2013	\$30,000	\$30,000
Saint Paul Conservatory of Music 26 E. Exchange St., Ste. 500 St. Paul, MN 55101	Music For All program	10/29/2013	\$15,000	\$0
Schubert Club 75 W. 5th St , Suite 302 St. Paul, MN 55102	Project CHEER Education Program	10/29/2013	\$10,000	\$0
Science Museum of Minnesota 120 West Kellogg Blvd. St. Paul, MN 55102	general operations	10/29/2013	\$35,000	\$0
Solid Ground 3521 Century Ave. N. White Bear Lake, MN 55110	general operations	10/29/2013	\$40,000	\$40,000
Southside Family Nurturing Center 2448 18th Avenue S. Minneapolis, MN 55404	general operations	10/29/2013	\$40,000	\$40,000
St. Paul Domestic Abuse Intervention Project 1509 Marshall Ave. St. Paul, MN 55104	the Bridges to Safety program	10/29/2013	\$25,000	\$25,000
St Stephen's Human Services 2309 Nicollet Ave. Minneapolis, MN 55404	general operations	10/29/2013	\$37,500	\$37,500
Textile Center of Minnesota 3000 University Ave. SE, Suite 100 Minneapolis, MN 55414	general operations	10/29/2013	\$10,000	\$0
The Bridge for Youth, Inc 1111 W. 22nd. St. Minneapolis, MN 55405	general operations	10/29/2013	\$37,500	\$37,500
The Family Partnership 414 South Eighth Street Minneapolis, MN 55404	the PRIDE program	10/29/2013	\$30,000	\$30,000
The Nature Conservancy in MN 1101 West River Pkwy., Ste. 200 Minneapolis, MN 55415	the Northeast Minnesota Program	10/29/2013	\$32,500	\$0
The Saint Paul Foundation 101 Fifth Ste E , Suite 2400 St Paul, MN 55101	regranting	5/7/2013	\$150,000	\$0
The Saint Paul Foundation 101 Fifth Ste E., Suite 2400 St Paul, MN 55101	general operations for the Community Sharing Fund	10/29/2013	\$30,000	\$30,000
The Wayside House, Inc 3705 Park Center Blvd St. Louis Park, MN 55416	general operations of \$30,000/year for two years and a one time grant of \$35,000 in capital support for the family treatment center	10/29/2013	\$65,000	\$30,000

Organization Name	Grant Type	Paid Date	Paid Amount	Committed for 2014
Think Small 10 Yorkton Court St Paul, MN 55117	general operations	10/29/2013	\$20,000	\$0
Trust for Public Land 2610 University Avenue, Suite 300 St Paul, MN 55114	general operations	10/29/2013	\$25,000	\$0
Trustees of Reservations 572 Essex Street Beverly, MA 01915-1530	general operations	5/7/2013	\$50,000	\$0
Tubman 3111 1st Avenue South Minneapolis, MN 55408-9998	general operations	10/29/2013	\$30,000	\$30,000
Twin Cities Habitat for Humanity 3001 4th Street SE Minneapolis, MN 55414	general operations	10/29/2013	\$62,500	\$62,500
Union Gospel Mission 77 Ninth St E St Paul, MN 55101	the Daily Diner Frogtown Hospitality & Culinary Arts Training Program	5/7/2013	\$15,000	\$0
University of Minnesota Foundation 200 Oak St SE Minneapolis, MN 55455	the William R. King Scholarship at the University of Minnesota, Morris	6/18/2013	\$5,000	\$0
Vermont Food Bank 33 Parker Rd South Barre, VT 05641	general operations	5/7/2013	\$25,000	\$0
Violence Prevention Center PO Box 134 21 W. 2nd Street Grand Marais, MN 55604	general operations	10/29/2013	\$25,000	\$50,000
Walker Art Center 725 Vineland Place Minneapolis, MN 55403	general operations	10/29/2013	\$25,000	\$0
Women's Advocates 588 Grand Avenue St Paul, MN 55102	general operations	10/29/2013	\$30,000	\$30,000
Women's Foundation of Minnesota 155 Fifth Avenue S., Ste. 500 Minneapolis, MN 55401	the Minnesota Girls Are Not For Sale campaign	5/7/2013	\$500,000	\$0
Women's Foundation of Minnesota 155 Fifth Avenue S, Ste 500 Minneapolis, MN 55401	general operations	10/29/2013	\$45,000	\$0
Women's Freedom Center PO Box 933 Brattleboro, VT 05302	general operations	5/7/2013	\$25,000	\$0
Worcester Art Museum 55 Salisbury Street Worcester, MA 01609	general operations	5/7/2013	\$50,000	\$0
YouthLink 41 N 12th Street Minneapolis, MN 55403	the SISTERS program	10/29/2013	\$20,000	\$20,000
Totals			\$4,089,405	\$1,385,000

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868
Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number

Type or print	Name of exempt organization or other filer, see instructions. PATRICK AND AIMEE BUTLER FAMILY FOUNDATION	Employer identification number (EIN) or 41-6009902
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 2356 UNIVERSITY AVE W. SUITE 420	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ST. PAUL, MN 55114-3801	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

PATRICK & AIMEE BUTLER FAMILY FOUNDATION

- The books are in the care of ► **2356 UNIVERSITY AVE W STE 420 - ST. PAUL, MN 55114-3801**
Telephone No. ► **651-222-2565** Fax No. ► **651-222-2566**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2013** or
► ☐ tax year beginning _____, and ending _____

- If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	90,567.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	116,602.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	\$	0.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. PATRICK AND AIMEE BUTLER FAMILY FOUNDATION	Employer identification number (EIN) or 41-6009902
	Number, street, and room or suite no. If a P.O. box, see instructions. 2356 UNIVERSITY AVE W. SUITE 420	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ST. PAUL, MN 55114-3801	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041 A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990 T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990 T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

PATRICK & AIMEE BUTLER FAMILY FOUNDATION

- The books are in the care of **2356 UNIVERSITY AVE W STE 420 - ST. PAUL, MN 55114-3801**
Telephone No **651-222-2565** Fax No **651-222-2566**

- If the organization does not have an office or place of business in the United States, check this box ☐
• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until **NOVEMBER 15, 2014**
5 For calendar year **2013**, or other tax year beginning _____, and ending _____
6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period
7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	95,260.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	116,602.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature *Barbara Buckley* Title **CPA**

Date **8/14/14**

Form 8868 (Rev. 1-2014)