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Form **990-PF****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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

| | | |
|---|--|--|
| Name of foundation SOUERS CHARITABLE TRUST | | A Employer identification number 43-6079817 |
| Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 135 S. LASALLE, IL4-135 14-19 | | B Telephone number (see instructions) 866-752-2127 |
| City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60603 | | C If exemption application is pending, check here <input type="checkbox"/> |
| G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change | | D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 78,093,915. | | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |
| J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ | | |

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions)) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|--|------------------------------------|---------------------------|-------------------------|---|
| 1 Contributions, gifts, grants, etc., received (attach schedule) | | 6,292. | | | |
| 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B | | | | | |
| 3 Interest on savings and temporary cash investments | | | | | |
| 4 Dividends and interest from securities | | 2,203,068. | 2,174,258. | | STMT 1 |
| 5a Gross rents | | | | | |
| b Net rental income or (loss) | | | | | |
| 6a Net gain or (loss) from sale of assets not on line 10 | | 3,511,115. | | | |
| b Gross sales price for all assets on line 6a 44,895,485. | | | | | |
| 7 Capital gain net income (from Part IV, line 2) | | | 3,511,115. | | |
| 8 Net short-term capital gain | | | | | |
| 9 Income modifications | | | | | |
| 10a Gross sales less returns and allowances | | | | | |
| b Less Cost of goods sold | | | | | |
| c Gross profit or (loss) (attach schedule) | | | | | |
| 11 Other income (attach schedule) | | 57,950. | 6,757. | | STMT 2 |
| 12 Total. Add lines 1 through 11 | | 5,778,425. | 5,692,130. | | |
| 13 Compensation of officers, directors, trustees, etc. | | 104,284. | 62,570. | | 41,713. |
| 14 Other employee salaries and wages | | | NONE | NONE | |
| 15 Pension plans, employee benefits | | | NONE | NONE | |
| 16a Legal fees (attach schedule) | | | | | |
| b Accounting fees (attach schedule) | | 45. | NONE | NONE | 45. |
| c Other professional fees (attach schedule) | | 85,254. | 85,254. | | |
| 17 Interest | | | | | |
| 18 Taxes (attach schedule) (see instructions) | | 28,690. | 27,325. | | |
| 19 Depreciation (attach schedule) and depletion | | | | | |
| 20 Occupancy | | | | | |
| 21 Travel, conferences, and meetings | | | NONE | NONE | |
| 22 Printing and publications | | | NONE | NONE | |
| 23 Other expenses (attach schedule) | | 98,541. | 125,608. | | |
| 24 Total operating and administrative expenses. Add lines 13 through 23 | | 316,814. | 300,757. | NONE | 41,758. |
| 25 Contributions, gifts, grants paid | | 4,104,850. | | | 4,104,850. |
| 26 Total expenses and disbursements. Add lines 24 and 25 | | 4,421,664. | 300,757. | NONE | 4,146,608. |
| 27 Subtract line 26 from line 12 | | 1,356,761. | | | |
| a Excess of revenue over expenses and disbursements | | | | | |
| b Net investment income (if negative, enter -0-) | | | 5,391,373. | | |
| c Adjusted net income (if negative, enter -0-) | | | | | |

g/k 3

| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions) | | |
|--|--|--|----------------|-----------------------|
| | | Beginning of year | End of year | |
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash - non-interest-bearing | | | |
| | 2 Savings and temporary cash investments | 2,148,760. | 1,997,678. | 1,997,678. |
| | 3 Accounts receivable ▶ Less allowance for doubtful accounts ▶ | | | |
| | 4 Pledges receivable ▶ Less allowance for doubtful accounts ▶ | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | |
| | 7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶ | | | NONE |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10 a Investments - U.S. and state government obligations (attach schedule) | 18,728,864. | 14,108,256. | 13,904,492. |
| | b Investments - corporate stock (attach schedule) | 32,390,480. | 37,246,655. | 43,525,631. |
| | c Investments - corporate bonds (attach schedule) | | | |
| | 11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶ | | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other (attach schedule) | 17,809,269. | 18,807,663. | 18,666,114. |
| | 14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶ | | | |
| 15 Other assets (describe ▶) | | | | |
| 16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) | 71,077,373. | 72,160,252. | 78,093,915. | |
| Liabilities | 17 Accounts payable and accrued expenses | | | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable (attach schedule) | | | |
| | 22 Other liabilities (describe ▶) | | | |
| 23 Total liabilities (add lines 17 through 22) | | | NONE | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 24 Unrestricted | | | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31. | | | |
| | 27 Capital stock, trust principal, or current funds | 71,077,373. | 72,160,252. | |
| | 28 Paid-in or capital surplus, or land, bldg, and equipment fund | | | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | | | |
| | 30 Total net assets or fund balances (see instructions) | 71,077,373. | 72,160,252. | |
| 31 Total liabilities and net assets/fund balances (see instructions) | 71,077,373. | 72,160,252. | | |

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 | 71,077,373. |
| 2 Enter amount from Part I, line 27a | 2 | 1,356,761. |
| 3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7 | 3 | 123,446. |
| 4 Add lines 1, 2, and 3 | 4 | 72,557,580. |
| 5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8 | 5 | 397,328. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 72,160,252. |

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 PUBLICLY TRADED SECURITIES | | | | | |
| b OTHER GAINS AND LOSSES | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| (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 44,498,832. | | 40,853,744. | 3,645,088. | | |
| b 396,653. | | 530,626. | -133,973. | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 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 | | | 3,645,088. | | |
| b | | | -133,973. | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 2 Capital gain net income or (net capital loss) | | | 2 | 3,511,115. | |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) | | | 3 | | |
| If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 | | | | | |

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 | 3,518,283. | 70,847,080. | 0.049660 |
| 2011 | 3,557,466. | 72,035,555. | 0.049385 |
| 2010 | 3,156,614. | 68,410,781. | 0.046142 |
| 2009 | 2,918,583. | 62,892,474. | 0.046406 |
| 2008 | 3,841,794. | 72,797,410. | 0.052774 |
| 2 Total of line 1, column (d) | | | 2 0.244367 |
| 3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | | | 3 0.048873 |
| 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 | | | 4 75,054,743. |
| 5 Multiply line 4 by line 3 | | | 5 3,668,150. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 6 53,914. |
| 7 Add lines 5 and 6 | | | 7 3,722,064. |
| 8 Enter qualifying distributions from Part XII, line 4 | | | 8 4,146,608. |
| If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions. | | | |

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

| | | | |
|--|----|---------|---------|
| 1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions) | | 1 | 53,914. |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b | | | |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). | | | |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | 2 | |
| 3 Add lines 1 and 2 | | 3 | 53,914. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | 4 | NONE |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | | 5 | 53,914. |
| 6 Credits/Payments | | | |
| a 2013 estimated tax payments and 2012 overpayment credited to 2013 | 6a | 24,608. | |
| b Exempt foreign organizations - tax withheld at source | 6b | NONE | |
| c Tax paid with application for extension of time to file (Form 8868) | 6c | 42,872. | |
| d Backup withholding erroneously withheld | 6d | | |
| 7 Total credits and payments. Add lines 6a through 6d | 7 | 67,480. | |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> 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 | 13,566. | |
| 11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input checked="" type="checkbox"/> 13,566. Refunded <input type="checkbox"/> | 11 | | |

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 <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____ | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____ | | |
| 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? | | |
| 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) <input checked="" type="checkbox"/> MO | | |
| 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? | 13 | X | |
| Website address <u>NONE</u> | | | | |
| 14 | The books are in care of <u>BANK OF AMERICA</u> Telephone no. <u>(866) 752-2127</u> | | | |
| | Located at <u>135 S. LASALLE, CHICAGO, IL</u> ZIP+4 <u>60603</u> | | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year | 15 | | |
| 16 | At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <u></u> | 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? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No | |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? | 1b | X |
| Organizations relying on a current notice regarding disaster assistance check here | | |
| 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? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| If "Yes," list the years <u></u> | | |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) | 2b | X |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u> | | |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) | 3b | |
| 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)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐ **5b****c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** ☒

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

| (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 |
|--|---|---|---|---------------------------------------|
| BANK OF AMERICA, N A 100 WESTMINSTER ST, PROVIDENCE, RI 02903 | TRUSTEE 1 | 104,284. | -0- | -0- |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

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

Total number of other employees paid over \$50,000 ☐ **NONE**

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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** (see instructions). If none, enter "NONE."

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| NONE | | NONE |
| | | |
| | | |
| | | |
| | | |
| | | |

Total number of others receiving over \$50,000 for professional services **NONE****Part IX-A Summary of Direct Charitable Activities**

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

Expenses

1 NOT APPLICABLE

2 THE SOLE CHARITABLE ACTIVITY OF THIS ORGANIZATION IS THE
MAKING OF CONTRIBUTIONS AND GRANTS TO QUALIFIED CHARITABLE
ORGAINZATIONS. NO DIRECT CHARITABLE ACTIVITIES ARE CONDUCTED

3

4

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

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

Amount

1 NONE

2

All other program-related investments See instructions

3 NONE

Total. Add lines 1 through 3

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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 | 74,206,349. |
| b | Average of monthly cash balances | 1b | 1,991,360. |
| c | Fair market value of all other assets (see instructions) | 1c | NONE |
| d | Total (add lines 1a, b, and c) | 1d | 76,197,709. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | NONE |
| 3 | Subtract line 2 from line 1d | 3 | 76,197,709. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 1,142,966. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4. | 5 | 75,054,743. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 3,752,737. |

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 | 3,752,737. |
| 2a | Tax on investment income for 2013 from Part VI, line 5 | 2a | 53,914. |
| b | Income tax for 2013. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 53,914. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1. | 3 | 3,698,823. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | NONE |
| 5 | Add lines 3 and 4 | 5 | 3,698,823. |
| 6 | Deduction from distributable amount (see instructions) | 6 | NONE |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. | 7 | 3,698,823. |

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 | 4,146,608. |
| b | Program-related investments - total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | NONE |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | NONE |
| b | Cash distribution test (attach the required schedule) | 3b | NONE |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4. | 4 | 4,146,608. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) | 5 | 53,914. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 4,092,694. |

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

Part XIII Undistributed Income (see instructions)

| | (a) Corpus | (b) Years prior to 2012 | (c) 2012 | (d) 2013 |
|---|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2013 from Part XI, line 7 | | | | 3,698,823. |
| 2 Undistributed income, if any, as of the end of 2013 | | | | |
| a Enter amount for 2012 only | | | 1,551,621. | |
| b Total for prior years 20____, 20____, 20____ | | NONE | | |
| 3 Excess distributions carryover, if any, to 2013 | | | | |
| a From 2008 | NONE | | | |
| b From 2009 | NONE | | | |
| c From 2010 | NONE | | | |
| d From 2011 | NONE | | | |
| e From 2012 | NONE | | | |
| f Total of lines 3a through e | NONE | | | |
| 4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>4,146,608.</u> | | | | |
| a Applied to 2012, but not more than line 2a . . . | | | 1,551,621. | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | NONE | | |
| c Treated as distributions out of corpus (Election required - see instructions) | NONE | | | |
| d Applied to 2013 distributable amount | | | | 2,594,987. |
| e Remaining amount distributed out of corpus . . | NONE | | | |
| 5 Excess distributions carryover applied to 2013 . (If an amount appears in column (d), the same amount must be shown in column (a)) | NONE | | | NONE |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | NONE | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b | | NONE | | |
| 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 | | NONE | | |
| d Subtract line 6c from line 6b Taxable amount - see instructions | | NONE | | |
| e Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount - see instructions | | | | |
| f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 | | | | 1,103,836. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . | NONE | | | |
| 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . | NONE | | | |
| 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a | NONE | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2009 . . . | NONE | | | |
| b Excess from 2010 . . . | NONE | | | |
| c Excess from 2011 . . . | NONE | | | |
| d Excess from 2012 . . . | NONE | | | |
| e Excess from 2013 . . . | NONE | | | |

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

| <div>Recipient</div> <div>Name and address (home or business)</div> | <div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div> | <div>Foundation status of recipient</div> | <div>Purpose of grant or contribution</div> | <div>Amount</div> |
|---|--|---|---|-------------------|
| a Paid during the year SEE STATEMENT 19 | | | | 4,104,850. |
| Total ► 3a | | | | 4,104,850. |
| b Approved for future payment | | | | |
| Total ► 3b | | | | |

| | | |
|---|-----------|-------------------|
| 13 Total. Add line 12, columns (b), (d), and (e) | 13 | <u>5,772,133.</u> |
| (See worksheet in line 13 instructions to verify calculations.) | | |

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

[illegible]

Schedule of Contributors

OMB No 1545-0047

2013

▶ **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

Name of the organization

Employer identification number

SOUERS CHARITABLE TRUST

43-6079817

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 foundation

Check 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).

Name of organization
SOUERS CHARITABLE TRUST

Employer identification number
43-6079817

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 | SYLVIA N SOUERS TR-FLOWERS 100 N BROADWAY ST. LOUIS, MO 63102 | \$ 6,292. | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|--|---|-----------------------------|
| USGI REPORTED AS NONQUALIFIED DIVIDENDS | 10,694. | 10,694. |
| FOREIGN DIVIDENDS | 184,809. | 184,809. |
| NONDIVIDEND DISTRIBUTIONS | 29,439. | |
| DOMESTIC DIVIDENDS | 378,189. | 378,189. |
| OTHER INTEREST | 363,915. | 363,915. |
| FOREIGN INTEREST | 17,960. | 17,960. |
| U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE | 82,493. | 82,493. |
| NON-TAXABLE FOREIGN INCOME | -629. | |
| NONDISTRIBUTIVE OTHER INTEREST | -2,864. | -2,864. |
| NONQUALIFIED FOREIGN DIVIDENDS | 70,901. | 70,901. |
| NONQUALIFIED DOMESTIC DIVIDENDS | 1,068,161. | 1,068,161. |
| TOTAL | 2,203,068. | 2,174,258. |

FORM 990PF, PART I - OTHER INCOME
=====

| DESCRIPTION ----- | REVENUE AND EXPENSES PER BOOKS ----- | NET INVESTMENT INCOME ----- |
|----------------------|--|--------------------------------------|
| OTHER INCOME | 906. | 906. |
| EXCISE TAX REFUND | 57,044. | |
| PARTNERSHIP INCOME | | 5,851. |
| | ----- | ----- |
| TOTALS | 57,950. | 6,757. |
| | ===== | ===== |

FORM 990PF, PART I - ACCOUNTING FEES
=====

| DESCRIPTION ----- | REVENUE AND EXPENSES PER BOOKS ----- | NET INVESTMENT INCOME ----- | ADJUSTED NET INCOME ----- | CHARITABLE PURPOSES ----- |
|---------------------------|--|--------------------------------------|------------------------------------|---------------------------------|
| TAX PREPARATION FEE - BOA | 45. | | | 45. |
| TOTALS | 45. | NONE | NONE | 45. |
| | ===== | ===== | ===== | ===== |

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

| DESCRIPTION ----- | REVENUE AND EXPENSES PER BOOKS ----- | NET INVESTMENT INCOME ----- |
|--------------------------|--|--------------------------------------|
| INVESTMENT ADVISORY FEES | 85,254. | 85,254. |
| | ----- | ----- |
| TOTALS | 85,254. | 85,254. |
| | ===== | ===== |

FORM 990PF, PART I - TAXES
=====

| DESCRIPTION ----- | REVENUE AND EXPENSES PER BOOKS ----- | NET INVESTMENT INCOME ----- |
|--------------------------------|--|--------------------------------------|
| FOREIGN TAXES | 13,874. | 13,874. |
| EXCISE TAX ESTIMATES | 1,365. | |
| FOREIGN TAXES ON QUALIFIED FOR | 7,621. | 7,621. |
| FOREIGN TAXES ON NONQUALIFIED | 5,830. | 5,830. |
| | ----- | ----- |
| TOTALS | 28,690. | 27,325. |
| | ===== | ===== |

SOUERS CHARITABLE TRUST

43-6079817

FORM 990PF, PART I - OTHER EXPENSES
=====

| DESCRIPTION ----- | REVENUE AND EXPENSES PER BOOKS ----- | NET INVESTMENT INCOME ----- |
|-------------------------------|--|--------------------------------------|
| OTHER INVESTMENT FEE | 182. | 182. |
| DIVIDEND INVESTMENT EXPENSE - | 98,359. | 98,359. |
| PARTNERSHIP EXPENSES | | 27,067. |
| TOTALS | ----- 98,541. ===== | ----- 125,608. ===== |

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

| DESCRIPTION ----- | AMOUNT ----- |
|-------------------------|-----------------|
| ACCRUED INCOME ADJ. | 1,049. |
| PARTNERSHIP GAIN DISTR. | 121,509. |
| YEAR END SALES | 888. |
| | ----- |
| TOTAL | 123,446. |
| | ===== |

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

| DESCRIPTION ----- | AMOUNT ----- |
|-----------------------------|-----------------|
| INCOME TIMING ADJUSTMENT | 310,615. |
| CARRYING VALUE CHANGE | 73,073. |
| COMMON TRUST FUND TIMING | 7,348. |
| ROC BASIS ADJUSTMENT | 174. |
| YEAR END SALES - PRIOR YEAR | 6,118. |
| | ----- |
| TOTAL | 397,328. |
| | ===== |

43-6079817

JSA
3F0970 1 000

GAINS AND LOSSES FROM PASS-THRU ENTITIES
=====NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIESCOMMON TRUST FUNDS -19,495.00
-----TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED) -19,495.00
=====NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS 14,852.00

PARTNERSHIPS, TRUSTS, S CORPORATIONS

-121,509.00
-----TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED) -106,657.00
=====

SOUERS CHARITABLE TRUST

43-6079817

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

GEORGE WASHINGTON
UNIVERSITY

ADDRESS:

STROKE UNIT ATTN: G L WYN
Washington, DC 20052

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

STROKE RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 415,535.

RECIPIENT NAME:

GEORGE WASHINGTON
UNIVERSITY

ADDRESS:

801 22ND ST NW
WASHINGTON, DC 20052

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 415,535.

RECIPIENT NAME:

THE SALVATION ARMY

ADDRESS:

180 E. OCEAN BLVD
LONG BEACH, CA 90802-4709

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 125,235.

STATEMENT 11

SOUERS CHARITABLE TRUST

43-6079817

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

U S NAVAL ACADEMY FOUNDATION INC

ADDRESS:

25 MARYLAND AVE

ANNAPOLIS, MD 21402-1306

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 21,352.

RECIPIENT NAME:

AMERICAN CANCER SOCIETY INC

ADDRESS:

PROBATE AND TRUST MANAGEMENT

OKLAHOMA CITY, OK 73162-0366

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 83,764.

RECIPIENT NAME:

AMERICAN HEART ASSOCIATION

ADDRESS:

NATIONAL BEQUEST CENTER

ST PETERSBURG, FL 33742-2249

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 125,646.

STATEMENT 12

SOUERS CHARITABLE TRUST

43-6079817

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

AMERICAN KIDNEY FUND INC.

ADDRESS:

11921 ROCKVILLE PIKE STE 300

ROCKVILLE, MD 20852-2737

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 42,293.

RECIPIENT NAME:

MIAMI UNIVERSITY

ADDRESS:

725 E. CHESTNUT ST

OXFORD, OH 45056-3450

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 415,535.

RECIPIENT NAME:

SHRINERS HOSPITALS FOR CHILDREN

ADDRESS:

2900 ROCKY POINT DRIVE

TAMPA, FL 33631-3356

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 42,293.

SOUERS CHARITABLE TRUST

43-6079817

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

WESTMINSTER COLLEGE

ADDRESS:

501 WESTMINISTER AVE

FULTON, MO 65251-1230

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 83,764.

RECIPIENT NAME:

LINDENWOOD UNIVERSITY

ADDRESS:

209 S. KINGSHIGHWAY

SAINT CHARLES, MO 63301-1693

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 125,235.

RECIPIENT NAME:

MISSOURI BAPTIST HEALTHCARE FDN

ADDRESS:

3015 N BALLAS RD

SAINT LOUIS, MO 63131-2329

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 42,293.

SOUERS CHARITABLE TRUST

43-6079817

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

ST LUKES HOSPITAL

ADDRESS:

232 S. WOODS MILL ROAD

CHESTERFIELD, MO 63017-3417

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 208,178.

RECIPIENT NAME:

BARNES JEWISH HOSPITAL FDN

C/O MARILYN S RAPHAEL

ADDRESS:

1001 HIGHLANDS PLAZA DR WEST

SAINT LOUIS, MO 63110

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 311,652.

RECIPIENT NAME:

WASHINGTON UNIV IN ST. LOUIS

ADDRESS:

ONE BROOKINGS DRIVE

ST. LOUIS,, MO 63130-4899

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 311,652.

SOUERS CHARITABLE TRUST

43-6079817

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

ST LOUIS CHILDRENS HOSPITAL

ADDRESS:

1 CHILDRENS PL RM E254

SAINT LOUIS, MO 63110-1002

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 125,235.

RECIPIENT NAME:

ST LOUIS UNIVERSITY

ADDRESS:

3545 LAFAYETTE AVE FL 6

SAINT LOUIS, MO 63104-1314

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 747,307.

RECIPIENT NAME:

MISSOURI BOTANICAL GARDEN

ADDRESS:

PO BOX 299

SAINT LOUIS, MO 63166-0299

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 42,293.

STATEMENT 16

SOUERS CHARITABLE TRUST

43-6079817

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

CENTRAL PRESBYTERIAN CHURCH

ADDRESS:

7700 DAVIS DR

SAINT LOUIS, MO 63105-2616

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 42,293.

RECIPIENT NAME:

MULTIPLE SCLEROSIS SOCIETY

ADDRESS:

ATTN: PHYLLIS TILMAN-ROBHAM

SAINT LOUIS, MO 63146-3545

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 83,764.

RECIPIENT NAME:

CARDINAL GLENNON CHILDREN'S HOSP

ADDRESS:

1465 S GRAND BLVD

SAINT LOUIS, MO 63104-1003

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 42,293.

STATEMENT 17

SOUERS CHARITABLE TRUST

43-6079817

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

THE ALZHEIMERS DISEASE AND

ADDRESS:

9370 OLIVE BLVD

SAINT LOUIS, MO 63132-3253

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 62,823.

RECIPIENT NAME:

SISTERS OF ST JOSEPH OF

ADDRESS:

6400 MINNESOTA AVE

SAINT LOUIS, MO 63111-2807

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 21,352.

RECIPIENT NAME:

UNITED CEREBRAL PALSY ASSN

ADDRESS:

8645 OLD BONHOMME RD

SAINT LOUIS, MO 63132-3901

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 125,235.

STATEMENT 18

SOUERS CHARITABLE TRUST 43-6079817
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:

NATL PRESBYTERIAN CHURCH INC

ADDRESS:

4101 NEBRASKA AVE NW

WASHINGTON, DC 20016-2735

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 42,293.

TOTAL GRANTS PAID:

4,104,850.

=====

STATEMENT 19

FEDERAL FOOTNOTES

=====

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

Souers Charitable Trust

43-6079817

Balance Sheet

12/31/2013

| Asset Type | Units | Fed Tax Cost | Market Value |
|--|---------------|--------------|--------------|
| CASH/CURRENCY | | | |
| CASH EQUIVALENTS | | | |
| BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT | 1,995,363 480 | 1,995,363.48 | 1,995,363 48 |
| BANK OF AMERICA TEMPORARY OVERNIGHT DEPOSIT | 2,314 050 | 2,314.05 | 2,314 05 |
| Total CASH EQUIVALENTS | | 1,997,677 53 | 1,997,677 53 |
| Total CASH/CURRENCY | | 1,997,677.53 | 1,997,677 53 |
| EQUITIES | | | |
| U.S. LARGE CAP | | | |
| ABBOTT LABS COM | 4,189.000 | 177,433.49 | 160,564 37 |
| ABBVIE INC COM | 2,149.000 | 42,017 45 | 113,488.69 |
| ACCENTURE PLC CL A COM | | | |
| IRELAND ACE LTD COM | 2,457 000 | 160,912 61 | 202,014 54 |
| SWITZERLAND COM | 3,014 000 | 229,605 09 | 312,039.42 |
| ACTIVISION BLIZZARD INC COM | 719 000 | 11,341.30 | 12,819.77 |
| AGILENT TECHNOLOGIES INC COM | 821 000 | 34,898.91 | 46,952.99 |
| ALEXION PHARMACEUTICALS INC COM | 98 000 | 10,558.45 | 13,022 63 |
| ALLERGAN INC COM | 1,054 000 | 93,803.15 | 117,078 32 |
| ALLSTATE CORP COM | 154.000 | 7,859 44 | 8,399.16 |
| ALTRIA GROUP INC COM | 1,298.000 | 43,102.55 | 49,830 22 |
| AMAZON COM INC COM | 629 000 | 162,471 96 | 250,838.91 |
| AMERICAN ELEC PWR INC COM | 1,022 000 | 43,039 52 | 47,768.28 |
| AMERICAN EXPRESS CO COM | 870.000 | 51,318 51 | 78,935.10 |

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Balance Sheet

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| Asset Type | Units | Fed Tax Cost | Market Value |
|--------------------------------|-------------|--------------|--------------|
| AMERISOURCEBERGEN CORP | | | |
| COM | 312 000 | 11,358.30 | 21,936.72 |
| AMGEN INC | | | |
| COM | 871 000 | 55,582.95 | 99,363.68 |
| ANALOG DEVICES INC | | | |
| COM | 452.000 | 17,323 94 | 23,020.36 |
| ASTON MONTAG & CALDWELL GROWTH | | | |
| FUND CL I | 153,368.237 | 4,394,000.00 | 4,347,989 52 |
| AT&T INC | | | |
| COM | 1,358 000 | 32,790 69 | 47,747 28 |
| AUTOMATIC DATA PROCESSING INC | | | |
| COM | 759 000 | 44,213 35 | 61,326 44 |
| BB&T CORP | | | |
| COM | 778 000 | 22,277 60 | 29,034 96 |
| BLACKROCK INC | | | |
| CL A | 178.000 | 32,664 25 | 56,331 66 |
| BOEING CO | | | |
| COM | 755 000 | 54,014.66 | 103,049 95 |
| BOSTON SCIENTIFIC CORP | | | |
| COM | 739.000 | 8,703 13 | 8,882 78 |
| BRISTOL MYERS SQUIBB CO | | | |
| COM | 2,048 000 | 68,255.14 | 108,851 20 |
| CARDINAL HEALTH INC | | | |
| COM | 205.000 | 12,500 37 | 13,696 05 |
| CBS CORP | | | |
| NEW CL B COM | 413.000 | 13,218 81 | 26,324.62 |
| CELGENE CORP | | | |
| COM | 832 000 | 99,654.50 | 140,581 38 |
| CERNER CORP | | | |
| COM | 3,490 000 | 133,828.08 | 194,532 60 |
| CHEVRON CORP | | | |
| COM | 1,567 000 | 182,322.31 | 195,733 97 |
| CHIPOTLE MEXICAN GRILL INC | | | |
| CL A COM | 60 000 | 31,147.80 | 31,966.80 |
| CHUBB CORP | | | |
| COM | 599 000 | 45,652.19 | 57,881 37 |
| CIGNA CORP | | | |
| COM | 363.000 | 16,419.61 | 31,755.24 |
| CISCO SYS INC | | | |
| COM | 2,771 000 | 61,375.41 | 62,153 53 |
| CME GROUP INC | | | |

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Balance Sheet

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| Asset Type | Units | Fed Tax Cost | Market Value |
|-----------------------------|-----------|--------------|--------------|
| COM | 611 000 | 36,529.32 | 47,939.06 |
| COMCAST CORP | | | |
| NEW CL A COM | 757.000 | 36,753.11 | 39,337.51 |
| COMCAST CORP | | | |
| NEW CL A SPL COM | 2,278.000 | 77,928.33 | 113,626.64 |
| CONOCOPHILLIPS | | | |
| COM | 758 000 | 51,995.54 | 53,552.70 |
| CONSTELLATION BRANDS INC | | | |
| CL A | 484 000 | 15,720.57 | 34,063.92 |
| COSTCO WHSL CORP NEW | | | |
| COM | 922 000 | 94,060.70 | 109,736.44 |
| CVS HEALTH CORP | | | |
| COM | 2,160 000 | 100,838.47 | 154,591.20 |
| DANAHER CORP DEL | | | |
| COM | 866.000 | 47,635.81 | 66,855.20 |
| DELPHI AUTOMOTIVE PLC | | | |
| COM | | | |
| JERSEY | 957 000 | 29,386.02 | 57,544.41 |
| DISCOVER FINL SVCS | | | |
| COM | 544 000 | 18,178.14 | 30,436.80 |
| DISNEY WALT CO | | | |
| COM DISNEY | 862 000 | 44,950.96 | 65,856.80 |
| DOLLAR GEN CORP | | | |
| NEW COM | 738.000 | 43,797.20 | 44,516.16 |
| DOMINION RES INC VA NEW | | | |
| COM | 350 000 | 18,593.57 | 22,641.50 |
| DU PONT E I DE NEMOURS & CO | | | |
| COM | 1,020.000 | 53,077.22 | 66,269.40 |
| DUKE ENERGY CORP | | | |
| NEW COM | 294.000 | 19,101.97 | 20,288.94 |
| ECOLAB INC | | | |
| COM | 214 000 | 13,864.36 | 22,313.78 |
| EDISON INTL | | | |
| COM | 347 000 | 15,506.08 | 16,066.10 |
| EMC CORP | | | |
| COM | 2,144.000 | 54,449.45 | 53,921.60 |
| EMERSON ELEC CO | | | |
| COM | 516 000 | 25,942.83 | 36,212.88 |
| EXPRESS SCRIPTS HLDG CO | | | |
| COM | 1,115 000 | 72,559.19 | 78,317.60 |
| EXXON MOBIL CORP | | | |

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Balance Sheet

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| Asset Type | Units | Fed Tax Cost | Market Value |
|--------------------------------|-----------|--------------|--------------|
| COM | 3,082.000 | 282,419.66 | 311,898.40 |
| FIFTH THIRD BANCORP | | | |
| COM | 3,038.000 | 49,908.49 | 63,889.14 |
| FRANKLIN RES INC | | | |
| COM | 1,338.000 | 65,156.10 | 77,242.74 |
| GENERAL MLS INC | | | |
| COM | 2,224.000 | 87,042.69 | 110,999.84 |
| GOLDMAN SACHS GROUP INC | | | |
| COM | 812.000 | 96,880.14 | 143,935.12 |
| GOOGLE INC | | | |
| CL A COM | 202.000 | 141,436.87 | 226,383.42 |
| GRAINGER W W INC | | | |
| COM | 96.000 | 25,535.82 | 24,520.32 |
| GREEN MOUNTAIN COFFEE ROASTERS | | | |
| INC COM | 459.000 | 29,717.77 | 34,672.86 |
| HOME DEPOT INC | | | |
| COM | 1,686.000 | 99,917.42 | 138,825.24 |
| HONEYWELL INTL INC | | | |
| COM | 2,169.000 | 138,362.12 | 198,181.53 |
| INTEL CORP | | | |
| COM | 2,856.000 | 66,601.64 | 74,127.48 |
| INTERNATIONAL BUSINESS MACHS | | | |
| COM | 944.000 | 128,666.11 | 177,066.08 |
| INTERNATIONAL PAPER CO | | | |
| COM | 304.000 | 10,946.68 | 14,905.12 |
| J P MORGAN CHASE & CO | | | |
| COM | 5,844.000 | 251,456.29 | 341,757.12 |
| JOHNSON & JOHNSON | | | |
| COM | 2,914.000 | 201,183.89 | 266,893.26 |
| JOHNSON CTLS INC | | | |
| COM | 1,339.000 | 38,788.49 | 68,690.70 |
| KIMBERLY CLARK CORP | | | |
| COM | 640.000 | 52,588.80 | 66,854.40 |
| L BRANDS INC | | | |
| COM | 767.000 | 40,342.39 | 47,438.95 |
| LINKEDIN CORP | | | |
| CL A COM | 616.000 | 74,471.77 | 133,567.28 |
| LOCKHEED MARTIN CORP | | | |
| COM | 1,287.000 | 118,053.56 | 191,325.42 |
| LOEWS CORP | | | |
| COM | 361.000 | 14,911.86 | 17,414.64 |

Souers Charitable Trust**43-6079817****Balance Sheet****12/31/2013**

| Asset Type | Units | Fed Tax Cost | Market Value |
|----------------------------|--------------|---------------------|---------------------|
| LORILLARD INC | | | |
| COM | 2,846 000 | 111,208 85 | 144,235 28 |
| MACYS INC | | | |
| COM | 1,560 000 | 65,989 61 | 83,304.00 |
| MARATHON OIL CORP | | | |
| COM | 288.000 | 9,315 21 | 10,166.40 |
| MARATHON PETE CORP | | | |
| COM | 113.000 | 9,206.89 | 10,365.49 |
| MARRIOTT INTL INC NEW | | | |
| CL A | 356 000 | 15,613 91 | 17,568.96 |
| MARSH & MCLENNAN COS INC | | | |
| COM | 1,691 000 | 57,069.52 | 81,776.76 |
| MCDONALDS CORP | | | |
| COM | 1,059 000 | 96,750.88 | 102,754 77 |
| MCGRAW HILL FINL INC | | | |
| COM | 206.000 | 10,040.68 | 16,109 20 |
| MCKESSON CORP | | | |
| COM | 166 000 | 14,566.99 | 26,792 40 |
| MEAD JOHNSON NUTRITION CO | | | |
| COM | 1,212.000 | 92,093.90 | 101,517 12 |
| MERCK & CO INC | | | |
| NEW COM | 1,914 000 | 84,037 80 | 95,795.70 |
| METLIFE INC | | | |
| COM | 2,857 000 | 99,689 71 | 154,049 44 |
| MICROSOFT CORP | | | |
| COM | 3,356 000 | 54,087.65 | 125,547.96 |
| MOODYS CORP | | | |
| COM | 112.000 | 4,245 56 | 8,788 64 |
| NATIONAL OILWELL VARCO INC | | | |
| COM | 837 000 | 69,903 99 | 66,566.61 |
| NEXTERA ENERGY INC | | | |
| COM | 396.000 | 26,921 79 | 33,905 52 |
| NOBLE ENERGY INC | | | |
| COM | 179 000 | 7,622 89 | 12,191.69 |
| OCCIDENTAL PETE CORP DEL | | | |
| COM | 1,047 000 | 81,341 19 | 99,569 70 |
| OMNICOM GROUP INC | | | |
| COM | 214.000 | 11,525 16 | 15,915.18 |
| ORACLE CORP | | | |
| COM | 2,743.000 | 89,150 79 | 104,947.18 |
| PARKER HANNIFIN CORP | | | |

Souers Charitable Trust

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Balance Sheet

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| Asset Type | Units | Fed Tax Cost | Market Value |
|---------------------------|------------|--------------|--------------|
| COM | 500 000 | 32,039 20 | 64,320 00 |
| PFIZER INC | | | |
| COM | 10,318 000 | 247,776 41 | 316,040 34 |
| PG&E CORP | | | |
| COM | 160 000 | 6,523.55 | 6,444.80 |
| PHILIP MORRIS INTL INC | | | |
| COM | 3,617 000 | 245,969 50 | 315,149 21 |
| PHILLIPS 66 | | | |
| COM | 514.000 | 31,733 37 | 39,644 82 |
| PNC FINL SVCS GROUP INC | | | |
| COM | 769 000 | 19,538.90 | 59,659.02 |
| PPG INDS INC | | | |
| COM | 186 000 | 22,023.91 | 35,276 76 |
| PRAXAIR INC | | | |
| COM | 1,071.000 | 113,911.56 | 139,262.13 |
| PRECISION CASTPARTS CORP | | | |
| COM | 719 000 | 114,136 22 | 193,626 70 |
| PRICE T ROWE GROUP INC | | | |
| COM | 914 000 | 56,267 44 | 76,565 78 |
| PRICELINE GROUP INC | | | |
| COM NEW | 141 000 | 88,319.16 | 163,898.40 |
| PROCTER & GAMBLE CO | | | |
| COM | 1,018 000 | 65,253 36 | 82,875.38 |
| PRUDENTIAL FINL INC | | | |
| COM | 852 000 | 48,513 48 | 78,571 44 |
| QUALCOMM INC | | | |
| COM | 2,569 000 | 163,737.00 | 190,748 25 |
| RALPH LAUREN CORP | | | |
| CL A COM | 144 000 | 23,962.71 | 25,426 08 |
| RAYTHEON CO | | | |
| COM NEW | 813 000 | 46,971 48 | 73,739.10 |
| REGENERON PHARMACEUTICALS | | | |
| COM | 57.000 | 17,370 47 | 15,688.68 |
| SALESFORCE COM INC | | | |
| COM | 4,575 000 | 185,107.17 | 252,494.25 |
| SCHLUMBERGER LTD | | | |
| COM | | | |
| NETHERLANDS ANTILLES | 2,329 000 | 183,037.11 | 209,866.19 |
| SCHWAB CHARLES CORP NEW | | | |
| COM | 4,129 000 | 58,049 26 | 107,354 00 |
| SEMPRA ENERGY | | | |

Souers Charitable Trust

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Balance Sheet

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| Asset Type | Units | Fed Tax Cost | Market Value |
|-------------------------------|-----------|--------------|--------------|
| COM | 311 000 | 15,146.32 | 27,915.36 |
| SHERWIN WILLIAMS CO | | | |
| COM | 544 000 | 84,320.77 | 99,824.00 |
| SHIRE PLC | | | |
| ADR | | | |
| JERSEY | 148.000 | 18,075.24 | 20,910.92 |
| ST JUDE MED INC | | | |
| COM | 778 000 | 31,407.86 | 48,197.10 |
| STARBUCKS CORP | | | |
| COM | 2,380 000 | 121,470.32 | 186,568.20 |
| STATE STR CORP | | | |
| COM | 944 000 | 55,908.77 | 69,280.16 |
| SUNTRUST BKS INC | | | |
| COM | 523 000 | 12,707.34 | 19,251.63 |
| SYMANTEC CORP | | | |
| COM | 571 000 | 9,353.56 | 13,464.18 |
| TARGET CORP | | | |
| COM | 1,174.000 | 75,882.66 | 74,278.98 |
| TD AMERITRADE HLDG CORP | | | |
| COM | 1,148 000 | 21,204.36 | 35,174.72 |
| TE CONNECTIVITY LTD | | | |
| COM | | | |
| SWITZERLAND | 213.000 | 6,787.14 | 11,738.43 |
| TEXAS INSTRS INC | | | |
| COM | 1,218 000 | 23,007.87 | 53,482.38 |
| THERMO FISHER SCIENTIFIC CORP | | | |
| COM | 1,016 000 | 63,472.48 | 113,131.60 |
| TIME WARNER INC | | | |
| NEW COM | 1,176 000 | 52,761.83 | 81,990.72 |
| TJX COS INC NEW | | | |
| COM | 683.000 | 15,708.56 | 43,527.59 |
| TRAVELERS COS INC | | | |
| COM | 1,307 000 | 92,897.18 | 118,335.78 |
| TYCO INTL LTD | | | |
| NEW F COM | | | |
| SWITZERLAND | 1,960 000 | 55,036.65 | 80,438.40 |
| UNITED PARCEL SVC INC | | | |
| CL B | 1,519.000 | 121,715.16 | 159,616.52 |
| UNITED TECHNOLOGIES CORP | | | |
| COM | 1,228 000 | 87,039.85 | 139,746.40 |
| US BANCORP DEL | | | |

Souers Charitable Trust

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Balance Sheet

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| Asset Type | Units | Fed Tax Cost | Market Value |
|-----------------------------|-----------|----------------------|----------------------|
| COM NEW | 1,901 000 | 66,190.73 | 76,800.40 |
| V F CORP | | | |
| COM | 448 000 | 18,927 45 | 27,928 32 |
| VERIZON COMMUNICATIONS INC | | | |
| COM | 5,057 000 | 235,350.89 | 248,500.98 |
| VERTEX PHARMACEUTICALS INC | | | |
| COM | 324.000 | 18,786 06 | 24,073 20 |
| VISA INC | | | |
| CL A COM | 903 000 | 120,770 38 | 201,080 04 |
| VMWARE INC | | | |
| CL A COM | 1,174 000 | 110,190 65 | 105,319.54 |
| WAL-MART STORES INC | | | |
| COM | 480 000 | 35,873 05 | 37,771.20 |
| WASTE MGMT INC DEL | | | |
| COM | 637 000 | 21,655 89 | 28,582 19 |
| WELLS FARGO & CO | | | |
| NEW COM | 7,316 000 | 255,833 32 | 332,146 40 |
| WESTERN DIGITAL CORP | | | |
| COM | 364 000 | 13,812.23 | 30,539.60 |
| ZOETIS INC | | | |
| CL A COM | 379 000 | 12,349 75 | 12,389.51 |
| 3M CO | | | |
| COM | 636 000 | 58,142 99 | 89,199 00 |
| Total U.S. LARGE CAP | | 14,003,334.46 | 17,310,312 99 |
| U.S. MID CAP | | | |
| AES CORP | | | |
| COM | 998.000 | 12,850 35 | 14,480 98 |
| AIRGAS INC | | | |
| COM | 323 000 | 28,859 65 | 36,127 55 |
| ALLEGHANY CORP DEL | | | |
| COM | 54.000 | 18,225 88 | 21,597 84 |
| ALLIANCE DATA SYS CORP | | | |
| COM | 63 000 | 9,061 13 | 16,564 59 |
| ALLIANT CORP | | | |
| COM | 242 000 | 10,786 09 | 12,487 20 |
| ALTERA CORP | | | |
| COM | 769.000 | 28,827 66 | 25,000.96 |
| AMDOCS LTD | | | |
| COM | | | |
| GUERNSEY | 524 000 | 16,659.57 | 21,609.76 |

Souers Charitable Trust

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Balance Sheet

12/31/2013

| Asset Type | Units | Fed Tax Cost | Market Value |
|--------------------------------|-----------|--------------|--------------|
| AMEREN CORP | | | |
| COM | 331 000 | 10,831.59 | 11,968 96 |
| AMETEK INC NEW | | | |
| COM | 329 000 | 17,268 95 | 17,328.43 |
| AMPHENOL CORP NEW | | | |
| CL A | 367.000 | 22,751 69 | 32,729.06 |
| ANTERO RES CORP | | | |
| COM | 194.000 | 10,571.04 | 12,307 36 |
| ARCH CAP GROUP LTD | | | |
| COM NEW BERMUDA | 135 000 | 5,269.82 | 8,058 15 |
| ARROW ELECTRS INC | | | |
| COM | 448 000 | 15,901 30 | 24,304 00 |
| ATHENAHEALTH INC | | | |
| COM | 949.000 | 97,731 24 | 127,640 50 |
| AVNET INC | | | |
| COM | 445 000 | 14,496.33 | 19,628 95 |
| AXIS CAP HLDGS LTD | | | |
| COM | | | |
| BERMUDA | 387.000 | 14,178 82 | 18,409 59 |
| BALL CORP | | | |
| COM | 142.000 | 5,729 06 | 7,335 72 |
| BARD C R INC | | | |
| COM | 344 000 | 43,705 34 | 46,075 36 |
| BEAM INC | | | |
| COM | 343 000 | 23,991 99 | 23,344.58 |
| BIOMARIN PHARMACEUTICAL INC | | | |
| COM | 1,917 000 | 117,102.15 | 134,860 95 |
| BROCADE COMMUNICATIONS SYS INC | | | |
| NEW COM | 1,318.000 | 7,381 86 | 11,684 07 |
| BRUNSWICK CORP | | | |
| COM | 431.000 | 10,490.69 | 19,851 86 |
| CAMERON INTL CORP | | | |
| COM | 858.000 | 51,105 89 | 51,076.74 |
| CAREFUSION CORP | | | |
| COM | 1,239 000 | 39,681.53 | 49,336 98 |
| CARLISLE COS INC | | | |
| COM | 101.000 | 6,868.49 | 8,019 40 |
| CBRE GROUP INC | | | |
| CL A COM | 2,054 000 | 48,350.34 | 54,020 20 |
| CHURCH & DWIGHT INC | | | |
| COM | 346.000 | 18,706.67 | 22,932 88 |

Souers Charitable Trust**43-6079817****Balance Sheet****12/31/2013**

| Asset Type | Units | Fed Tax Cost | Market Value |
|--------------------------------|--------------|---------------------|---------------------|
| CINEMARK HLDGS INC | | | |
| COM | 516 000 | 12,560 00 | 17,198 28 |
| CMS ENERGY CORP | | | |
| COM | 798 000 | 18,613.75 | 21,362.46 |
| COCA-COLA ENTERPRISES INC | | | |
| NEW COM | 1,385 000 | 42,398.00 | 61,120 05 |
| COMERICA INC | | | |
| COM | 395 000 | 11,927 42 | 18,778 30 |
| CROWN HLDGS INC | | | |
| COM | 648 000 | 23,302.07 | 28,881 36 |
| DAVITA HEALTHCARE PARTNERS INC | | | |
| COM | 117.000 | 4,810 21 | 7,414 29 |
| DICKS SPORTING GOODS INC | | | |
| COM | 334 000 | 17,200 61 | 19,405 40 |
| DISCOVERY COMMUNICATIONS INC | | | |
| NEW SER A COM | 258.000 | 21,979.02 | 23,328 36 |
| DOVER CORP | | | |
| COM | 809.000 | 40,412.48 | 78,100 86 |
| DR PEPPER SNAPPLE INC | | | |
| COM | 132.000 | 5,338 87 | 6,431.04 |
| DRIL-QUIP INC | | | |
| COM | 943.000 | 105,534.26 | 103,663 99 |
| EAST WEST BANCORP INC | | | |
| COM | 856 000 | 18,508 73 | 29,934.32 |
| ENERGEN CORP | | | |
| COM | 267.000 | 15,417 84 | 18,890 25 |
| EQT CORP | | | |
| COM | 193.000 | 9,921 18 | 17,327 54 |
| EQUIFAX INC | | | |
| COM | 237 000 | 11,668.03 | 16,374 33 |
| EQUINIX INC | | | |
| NEW COM | 1,061.000 | 203,708 32 | 188,274.45 |
| EXPEDIA INC DEL | | | |
| NEW COM | 194.000 | 10,057 07 | 13,514 04 |
| FASTENAL CO | | | |
| COM | 2,200 000 | 93,843 86 | 104,522 00 |
| FIDELITY NATL INFORMATION SVCS | | | |
| INC COM | 803 000 | 35,252 49 | 43,105.04 |
| FIFTH & PAC COS INC | | | |
| COM | 863.000 | 22,755.58 | 27,676 41 |
| FIRST REP BK SAN FRANCISCO | | | |

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Balance Sheet

12/31/2013

| Asset Type | Units | Fed Tax Cost | Market Value |
|---|-----------|--------------|--------------|
| CA NEW COM | 523 000 | 17,358 23 | 27,379.05 |
| FIRSTENERGY CORP COM | 168.000 | 5,416 15 | 5,540 64 |
| FLEETCOR TECHNOLOGIES INC COM | 188 000 | 21,342.51 | 22,027.96 |
| FLOWERVE CORP COM | 492 000 | 18,784 98 | 38,784 36 |
| FLUOR CORP COM NEW | 211.000 | 11,316.26 | 16,941.19 |
| FOOT LOCKER INC COM | 312.000 | 10,433 66 | 12,929.28 |
| FORTINET INC COM | 759 000 | 13,361 27 | 14,519 67 |
| GENESEE & WYO INC CL A COM | 143 000 | 9,598 77 | 13,735.15 |
| GLOBAL PMTS INC COM | 156 000 | 7,897 24 | 10,138 44 |
| GRACO INC COM | 432 000 | 33,416 15 | 33,747 84 |
| GRAPHIC PACKAGING HLDG CO COM | 3,050.000 | 17,885.46 | 29,280 00 |
| GREAT PLAINS ENERGY INC COM | 445.000 | 9,632 62 | 10,786 80 |
| HAIN CELESTIAL GROUP INC COM | 610 000 | 36,088 60 | 55,375 80 |
| HARRIS CORP DEL COM | 157.000 | 6,313 29 | 10,960.17 |
| HEXCEL CORP NEW COM | 470 000 | 12,345 20 | 21,004.30 |
| HUBBELL INC CL B | 376 000 | 38,047.09 | 40,946.40 |
| HUNTINGTON BANCSHARES INC COM | 1,802 000 | 11,632 46 | 17,389 30 |
| HUNTINGTON INGALLS INDS INC COM | 259.000 | 10,844 70 | 23,312 59 |
| IAC / INTERACTIVECORP PAR \$ 001 COM | 93.000 | 4,011.82 | 6,384 54 |
| INFORMATICA CORP COM | 353.000 | 12,210.09 | 14,649.50 |
| INTERCONTINENTAL EXCHANGE INC COM | 207 000 | 40,978 15 | 46,558 44 |

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Balance Sheet

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| Asset Type | Units | Fed Tax Cost | Market Value |
|--------------------------------|------------|--------------|--------------|
| INTERNATIONAL FLAVORS&FRAGRANC | | | |
| COM | 333 000 | 27,591 25 | 28,631 34 |
| ISHARES CORE S&P MID CAP ETF | 12,845.000 | 1,292,201 87 | 1,718,789 45 |
| JUNIPER NETWORKS INC | | | |
| COM | 454.000 | 9,304 78 | 10,246 78 |
| KLA-TENCOR CORP | | | |
| COM | 689 000 | 38,931 76 | 44,412.94 |
| KOSMOS ENERGY LLC | | | |
| COM | | | |
| BERMUDA | 615 000 | 6,677.30 | 6,875.70 |
| LEAR CORP | | | |
| NEW COM | 525.000 | 21,519 23 | 42,509 25 |
| LENDER PROCESSING SVCS INC | | | |
| COM | 326 000 | 9,357 15 | 12,185.88 |
| LINEAR TECHNOLOGY CORP | | | |
| COM | 432 000 | 17,085.60 | 19,677.60 |
| LSI CORP | | | |
| COM | 2,138.000 | 14,487.65 | 23,592.83 |
| MANITOWOC INC | | | |
| COM | 560 000 | 9,038 81 | 13,059 20 |
| MANPOWERGROUP INC | | | |
| COM | 294.000 | 11,080.59 | 25,242.84 |
| MASCO CORP | | | |
| COM | 567 000 | 8,320 18 | 12,910 59 |
| MEDIVATION INC | | | |
| COM | 468 000 | 24,085.34 | 29,867.76 |
| MEDNAX INC | | | |
| COM | 202 000 | 10,891 50 | 10,782.76 |
| METTLER TOLEDO INTERNATIONAL | | | |
| COM | 44 000 | 10,847 22 | 10,673 96 |
| MICROS SYS INC | | | |
| COM | 308 000 | 16,183.68 | 17,669 96 |
| MSCI INC | | | |
| COM CL A | 947.000 | 38,541 29 | 41,402 84 |
| NASDAQ OMX GROUP | | | |
| COM | 1,262.000 | 48,063.75 | 50,227.60 |
| NETAPP INC | | | |
| COM | 189.000 | 7,566 29 | 7,775.46 |
| NEWELL RUBBERMAID INC | | | |
| COM | 766 000 | 15,580 03 | 24,826.06 |
| NORDSTROM INC | | | |

Souers Charitable Trust

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Balance Sheet

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| Asset Type | Units | Fed Tax Cost | Market Value |
|---------------------------------|-----------|--------------|--------------|
| COM | 173.000 | 8,252.88 | 10,691.40 |
| NORWEGIAN CRUISE LINE HLDGS LTD | | | |
| COM | | | |
| ISIN BMG667211046 BERMUDA | 499.000 | 16,441.52 | 17,699.53 |
| OCEANEERING INTL INC | | | |
| COM | 1,241.000 | 70,348.57 | 97,890.08 |
| OMNICARE INC | | | |
| COM | 695.000 | 24,862.02 | 41,950.20 |
| ON SEMICONDUCTOR CORP | | | |
| COM | 1,637.000 | 11,372.28 | 13,488.88 |
| OWENS ILL INC | | | |
| COM NEW | 540.000 | 11,900.48 | 19,321.20 |
| PACWEST BANCORP DEL | | | |
| COM | 485.000 | 17,974.08 | 20,476.70 |
| PANDORA MEDIA INC | | | |
| COM | 717.000 | 19,693.20 | 19,072.20 |
| PANERA BREAD CO | | | |
| CL A | 116.000 | 19,304.04 | 20,496.04 |
| PERKINELMER INC | | | |
| COM | 399.000 | 15,085.99 | 16,450.77 |
| PETSMART INC | | | |
| COM | 485.000 | 34,009.09 | 35,283.75 |
| PHARMACYCLICS INC | 88.000 | 11,424.16 | 9,308.64 |
| PVH CORP | | | |
| COM | 353.000 | 33,756.47 | 48,015.06 |
| QUANTA SVCS INC | | | |
| COM | 592.000 | 17,432.92 | 18,683.52 |
| RAYMOND JAMES FINL INC | | | |
| COM | 530.000 | 18,347.38 | 27,660.70 |
| REINSURANCE GROUP AMER INC | | | |
| COM | 269.000 | 14,966.25 | 20,823.29 |
| ROBERT HALF INTL INC | | | |
| COM | 687.000 | 19,694.69 | 28,847.13 |
| ROCK-TENN CO | | | |
| CL A | 76.000 | 4,239.67 | 7,980.76 |
| ROPER INDS INC NEW | | | |
| COM | 84.000 | 8,764.40 | 11,649.12 |
| RPM INTL INC | | | |
| COM | 1,074.000 | 31,245.78 | 44,581.74 |
| SBA COMMUNICATIONS CORP | | | |
| COM | 582.000 | 36,458.05 | 52,286.88 |

Souers Charitable Trust**43-6079817****Balance Sheet****12/31/2013**

| Asset Type | Units | Fed Tax Cost | Market Value |
|----------------------------------|--------------|---------------------|---------------------|
| SCHEIN HENRY INC | | | |
| COM | 255 000 | 19,723 36 | 29,136 30 |
| SCRIPPS NETWORKS INTERACTIVE INC | | | |
| CL A COM | 327 000 | 26,397 89 | 28,256 07 |
| SEI INVESTMENTS CO | | | |
| COM | 484.000 | 9,218 59 | 16,809 32 |
| SERVICENOW INC | | | |
| COM | 193.000 | 10,318 76 | 10,809 93 |
| SIGNATURE BK NEW YORK N Y | | | |
| COM | 162.000 | 16,402 51 | 17,402.04 |
| SIRONA DENTAL SYS INC | | | |
| COM | 233 000 | 13,732 11 | 16,356.60 |
| SLM CORP | | | |
| COM | 1,394.000 | 29,629 07 | 36,634 32 |
| SOUTHWESTERN ENERGY CO | | | |
| COM | 212 000 | 7,079 31 | 8,337 96 |
| SPLUNK INC | | | |
| COM | 1,716.000 | 74,355 58 | 117,837 72 |
| STANLEY BLACK & DECKER INC | | | |
| COM | 102.000 | 6,586 76 | 8,230 38 |
| TENNECO INC | | | |
| COM | 192.000 | 10,035 65 | 10,861 44 |
| TESORO CORP | | | |
| COM | 187 000 | 10,583.19 | 10,939.50 |
| TIFFANY & CO NEW | | | |
| COM | 1,679 000 | 125,601.86 | 155,777 62 |
| TIMKEN CO | | | |
| COM | 132 000 | 7,179.39 | 7,269 24 |
| TORCHMARK CORP | | | |
| COM | 338.000 | 15,887 72 | 26,414 70 |
| TOTAL SYS SVCS INC | | | |
| COM | 205.000 | 6,359 08 | 6,822 40 |
| TOWERS WATSON & CO | | | |
| CL A COM | 202 000 | 11,646.84 | 25,777 22 |
| TRW AUTOMOTIVE HLDGS CORP | | | |
| COM | 264.000 | 13,635 63 | 19,638 96 |
| TW TELECOM INC | | | |
| COM CL A | 904.000 | 28,034 03 | 27,544.88 |
| TYSON FOODS INC | | | |
| CL A | 491 000 | 12,611 08 | 16,428 86 |
| UMPQUA HLDGS CORP | | | |

Souers Charitable Trust

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Balance Sheet

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| Asset Type | Units | Fed Tax Cost | Market Value |
|--------------------------------|-----------|---------------------|---------------------|
| COM | 1,176.000 | 15,687.52 | 22,508.64 |
| VALSPAR CORP | | | |
| COM | 121.000 | 8,440.28 | 8,626.09 |
| VANTIV INC | | | |
| CL A COM | 424.000 | 11,574.31 | 13,826.64 |
| VERISK ANALYTICS INC | | | |
| CL A COM | 2,031.000 | 99,299.30 | 133,477.32 |
| WESTAR ENERGY INC | | | |
| COM | 1,210.000 | 35,488.27 | 38,925.70 |
| WHITING PETE CORP | | | |
| NEW COM | 460.000 | 25,958.31 | 28,460.20 |
| WHOLE FOODS MKT INC | | | |
| COM | 1,460.000 | 79,744.05 | 84,431.80 |
| WILLIAMS SONOMA INC | | | |
| COM | 165.000 | 6,231.55 | 9,616.20 |
| WISCONSIN ENERGY CORP | | | |
| COM | 503.000 | 18,845.74 | 20,794.02 |
| XILINX INC | | | |
| COM | 887.000 | 33,300.77 | 40,731.04 |
| ZEBRA TECHNOLOGIES CORP | | | |
| CL A | 438.000 | 21,053.70 | 23,687.04 |
| Total U.S. MID CAP | | 4,675,081.01 | 5,922,865.35 |
| U.S. SMALL CAP | | | |
| ACACIA RESH CORP | | | |
| AR ACACIA TECHNOLOGIES COM | 561.000 | 15,580.56 | 8,156.94 |
| ACADIA HEALTHCARE CO INC | | | |
| COM | 1,037.000 | 25,835.43 | 49,081.21 |
| ACADIA PHARMACEUTICALS INC | | | |
| COM | 1,418.000 | 10,865.74 | 35,435.82 |
| ALTRA INDL MOTION CORP | | | |
| COM | 226.000 | 7,148.65 | 7,733.72 |
| AMERICAN EQUITY INVT LIFE HLDG | | | |
| COM | 917.000 | 19,500.34 | 24,190.46 |
| ANALOGIC CORP | | | |
| COM PAR \$0.05 | 263.000 | 24,866.56 | 23,291.28 |
| ANIXTER INTL INC | | | |
| COM | 146.000 | 12,552.22 | 13,116.64 |
| APPROACH RES INC | | | |
| COM | 584.000 | 16,023.51 | 11,271.20 |
| ARCTIC CAT INC | | | |

Souers Charitable Trust**43-6079817****Balance Sheet****12/31/2013**

| Asset Type | Units | Fed Tax Cost | Market Value |
|-----------------------------|--------------|---------------------|---------------------|
| COM | 326 000 | 17,843 76 | 18,575 48 |
| ARGO GROUP INTL HLDGS LTD | | | |
| COM | | | |
| BERMUDA | 516.000 | 22,173 75 | 23,988.84 |
| ASBURY AUTOMOTIVE GROUP INC | | | |
| COM | 246 000 | 7,526 05 | 13,220.04 |
| AVISTA CORP | | | |
| COM | 445.000 | 12,306 68 | 12,544.55 |
| AXIAL CORP | | | |
| COM | 365.000 | 15,476.81 | 17,315 60 |
| BALLY TECHNOLOGIES INC | | | |
| COM | 180.000 | 8,345 04 | 14,121.00 |
| BANK OF THE OZARKS INC | | | |
| COM | 732 000 | 36,378 86 | 41,423 88 |
| BARNES GROUP INC | | | |
| COM | 628.000 | 23,925.76 | 24,058 68 |
| BARRETT BILL CORP | | | |
| COM | 893 000 | 19,447.27 | 23,914 54 |
| BEACON ROOFING SUPPLY INC | | | |
| COM | 370 000 | 13,858 10 | 14,903.60 |
| BELDEN INC | | | |
| COM | 217 000 | 11,177 06 | 15,287.65 |
| BERRY PLASTICS GROUP INC | | | |
| COM | 617.000 | 13,644.28 | 14,678.43 |
| BLACK HILLS CORP | | | |
| COM | 321 000 | 16,506.81 | 16,855.71 |
| BLOUNT INTL INC NEW | | | |
| COM | 1,305.000 | 16,141 78 | 18,883 35 |
| BOISE CASCADE CO DEL | | | |
| COM | 597.000 | 17,188.99 | 17,599.56 |
| BRINKS CO | | | |
| COM | 167 000 | 4,035 31 | 5,701 38 |
| BRISTOW GROUP INC | | | |
| COM | 484.000 | 38,596 24 | 36,329.04 |
| CALGON CARBON CORP | | | |
| COM | 1,076.000 | 21,690.71 | 22,133 32 |
| CARDTRONICS INC | | | |
| COM | 947 000 | 36,522.12 | 41,147 15 |
| CASELLA WASTE SYS INC | | | |
| CL A | 2,768 000 | 12,646 50 | 16,054.40 |
| CASEYS GEN STORES INC | | | |

Souers Charitable Trust**43-6079817****Balance Sheet****12/31/2013**

| Asset Type | Units | Fed Tax Cost | Market Value |
|--------------------------|--------------|---------------------|---------------------|
| COM | 455 000 | 33,091.23 | 31,963 75 |
| CATO CORP NEW | | | |
| CL A | 713.000 | 21,410.58 | 22,673 40 |
| CEPHEID | | | |
| COM | 471 000 | 18,772 74 | 21,982 51 |
| CEVA INC | | | |
| COM | 689 000 | 11,259 40 | 10,486.58 |
| CHILDRENS PLACE INC | | | |
| COM | 250 000 | 12,588 29 | 14,242 50 |
| CLARCOR INC | | | |
| COM | 318 000 | 18,594 11 | 20,463 30 |
| CLEAN HBRS INC | | | |
| COM | 333.000 | 18,048 73 | 19,966.68 |
| CLECO CORP NEW | | | |
| COM | 621 000 | 29,294 26 | 28,951 02 |
| COHERENT INC | | | |
| COM | 296.000 | 15,212 66 | 22,019 44 |
| COMMVAULT SYS INC | | | |
| COM | 197.000 | 14,614.25 | 14,747.81 |
| CORNERSTONE ONDEMAND INC | | | |
| COM | 477.000 | 14,078.32 | 25,429 82 |
| CUBIC CORP | | | |
| COM | 108 000 | 5,673 51 | 5,687 28 |
| CURTISS WRIGHT CORP | | | |
| COM | 210.000 | 6,825 50 | 13,068 30 |
| DECKERS OUTDOOR CORP | | | |
| COM | 270 000 | 16,031 46 | 22,804 20 |
| DEXCOM INC COM | 725 000 | 11,250 62 | 25,672 25 |
| DIODES INC | | | |
| COM | 641 000 | 15,986.83 | 15,101 96 |
| DORMAN PRODS INC | | | |
| COM | 209 000 | 10,140 34 | 11,712 57 |
| EARTHLINK INC | | | |
| COM | 3,430 000 | 17,953.53 | 17,386 67 |
| EL PASO ELEC CO | | | |
| COM NEW | 531 000 | 18,790.33 | 18,643 41 |
| ENDOLOGIX INC | 1,190 000 | 16,512 60 | 20,753 60 |
| ENPRO INDS INC | | | |
| COM | 334 000 | 20,286 58 | 19,255.10 |
| EPAM SYS INC | | | |
| COM | 520.000 | 18,258 65 | 18,168.80 |

Souers Charitable Trust**43-6079817****Balance Sheet****12/31/2013**

| Asset Type | Units | Fed Tax Cost | Market Value |
|---------------------------|--------------|---------------------|---------------------|
| ESCO TECHNOLOGIES INC | | | |
| COM | 677 000 | 24,493 75 | 23,194 02 |
| EVERCORE PARTNERS INC | | | |
| CL A COM | 244 000 | 6,486 44 | 14,586 32 |
| FABRINET | | | |
| COM | | | |
| CAYMAN ISLANDS | 1,172 000 | 20,436 09 | 24,096 32 |
| FINANCIAL ENGINES INC | | | |
| COM | 383.000 | 9,667 21 | 26,610 84 |
| FIRST FINL BANKSHARES | | | |
| COM | 213 000 | 13,154 43 | 14,081.43 |
| FIRST MIDWEST BANCORP DEL | | | |
| COM | 827 000 | 13,517.27 | 14,497.31 |
| FIVE BELOW INC | | | |
| COM | 322 000 | 14,971.78 | 13,909 76 |
| FNB CORP PA | | | |
| COM | 1,323 000 | 16,946 57 | 16,696.26 |
| FRANCESCAS HLDGS CORP | | | |
| COM | 594.000 | 14,576 88 | 10,929 60 |
| FRANKLIN ELEC INC | | | |
| COM | 420 000 | 16,257 79 | 18,748.80 |
| FTI CONSULTING INC | | | |
| COM | 191.000 | 6,532 05 | 7,857.74 |
| FULLER H B CO | | | |
| COM | 703 000 | 24,958.96 | 36,584 12 |
| G & K SVCS INC | | | |
| CL A | 227 000 | 14,530 69 | 14,126.21 |
| G-III APPAREL GROUP LTD | | | |
| COM | 489.000 | 27,228.24 | 36,164 48 |
| GATX CORP | | | |
| COM | 496 000 | 24,703.48 | 25,876 32 |
| GREATBATCH INC | | | |
| COM | 816 000 | 30,364 57 | 36,099 84 |
| GUIDEWIRE SOFTWARE INC | | | |
| COM | 215 000 | 10,332.71 | 10,550.05 |
| GULFMARK OFFSHORE INC | | | |
| CL A NEW COM | 742.000 | 39,588.60 | 34,970 46 |
| HAEMONETICS CORP | | | |
| COM | 612 000 | 26,178 91 | 25,783 56 |
| HARSCO CORP | | | |
| COM | 777 000 | 20,776.62 | 21,779 31 |

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Balance Sheet

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| Asset Type | Units | Fed Tax Cost | Market Value |
|----------------------------|------------|--------------|--------------|
| HEALTHCARE SVCS GROUP INC | | | |
| COM | 369 000 | 10,149 64 | 10,468 53 |
| HELEN OF TROY LTD | | | |
| COM | | | |
| ISIN BMG4388N1065 BERMUDA | 320 000 | 14,991 66 | 15,801 60 |
| HIBBETT SPORTS INC | | | |
| COM | 212 000 | 11,729 73 | 14,236 22 |
| HMS HLDGS CORP | | | |
| COM | 1,087 000 | 26,554 18 | 24,674 90 |
| HOMEAWAY INC | | | |
| COM | 313 000 | 11,633 54 | 12,795.44 |
| HURON CONSULTING GROUP INC | | | |
| COM | 286 000 | 10,103 10 | 17,923 62 |
| IMPERVA INC | | | |
| COM | 437 000 | 16,149 27 | 21,032 81 |
| INFOBLOX INC | | | |
| COM | 363.000 | 8,408 82 | 11,986 26 |
| INSULET CORP | | | |
| COM | 427 000 | 10,408.77 | 15,841 70 |
| ISHARES RUSSELL 2000 ETF | 12,570 000 | 958,203 60 | 1,450,075 20 |
| JACK IN THE BOX INC | | | |
| COM | 575.000 | 23,350 90 | 28,761.50 |
| JIVE SOFTWARE INC | | | |
| COM | 1,608 000 | 21,268 51 | 18,090.00 |
| KENNAMETAL INC | | | |
| COM | 601 000 | 27,849 20 | 31,294 07 |
| KEY ENERGY SVCS INC | | | |
| COM | 2,455 000 | 23,050 82 | 19,394.50 |
| KNIGHT TRANSN INC | | | |
| COM | 1,079.000 | 18,465.14 | 19,788 86 |
| KNOLL INC | | | |
| NEW COM | 832 000 | 14,350 80 | 15,233 92 |
| KOPPERS HLDGS INC | | | |
| COM | 505 000 | 22,384 70 | 23,103.75 |
| KRISPY KREME DOUGHNUTS INC | | | |
| COM | 647 000 | 10,250 85 | 12,480 63 |
| MADDEN STEVEN LTD | | | |
| COM | 384.000 | 12,433 93 | 14,050.56 |
| MAGELLAN HEALTH INC | | | |
| NEW COM | 368 000 | 18,925 36 | 22,046 88 |
| MAGNUM HUNTER RES CORP DEL | | | |

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Balance Sheet

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| Asset Type | Units | Fed Tax Cost | Market Value |
|--------------------------------|-----------|--------------|--------------|
| COM | 3,511.000 | 16,883.18 | 25,665.41 |
| MAGNUM HUNTER RES CORP DEL | | | |
| WT EXPIRES 04/15/16 | 296.000 | 0.00 | 506.96 |
| MATTHEWS INTL CORP | | | |
| CL A | 330.000 | 13,595.07 | 14,061.30 |
| MGIC INVT CORP WIS | | | |
| COM | 1,982.000 | 15,879.59 | 16,728.08 |
| MINERALS TECHNOLOGIES INC | | | |
| COM | 578.000 | 28,198.74 | 34,720.46 |
| MONRO MUFFLER BRAKE INC | | | |
| COM | 362.000 | 17,152.49 | 20,402.32 |
| MULTIMEDIA GAMES HLDG CO INC | | | |
| COM | 398.000 | 14,483.62 | 12,481.28 |
| NORTHWESTERN CORP | | | |
| NEW COM | 563.000 | 25,932.12 | 24,389.16 |
| ON ASSIGNMENT INC | | | |
| COM | 424.000 | 8,656.30 | 14,806.08 |
| PAPA JOHNS INTL INC | | | |
| COM | 310.000 | 9,710.56 | 14,074.00 |
| PIONEER ENERGY SVCS CORP | | | |
| COM | 1,396.000 | 11,723.80 | 11,181.96 |
| PLEXUS CORP | | | |
| COM | 646.000 | 25,530.04 | 27,965.34 |
| PROGRESS SOFTWARE CORP | | | |
| COM | 874.000 | 23,362.10 | 22,575.42 |
| PROOFPOINT INC | | | |
| COM | 897.000 | 17,521.80 | 29,753.49 |
| QLIK TECHNOLOGIES INC | | | |
| COM | 711.000 | 18,094.07 | 18,933.93 |
| QUALYS INC | | | |
| COM | 621.000 | 13,717.82 | 14,351.31 |
| RED ROBIN GOURMET BURGERS INC | | | |
| COM | 371.000 | 14,925.19 | 27,283.34 |
| RESPONSYS INC | | | |
| COM | 798.000 | 12,790.63 | 21,873.18 |
| RESTORATION HARDWARE HLDGS INC | | | |
| COM | 377.000 | 19,454.93 | 25,372.10 |
| ROSETTA RES INC | | | |
| COM | 185.000 | 7,807.05 | 8,887.40 |
| RUSH ENTERPRISES INC | | | |
| CL A COM | 695.000 | 19,909.85 | 20,606.75 |

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Balance Sheet

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| Asset Type | Units | Fed Tax Cost | Market Value |
|-------------------------------|---------|--------------|--------------|
| SELECTIVE INS GROUP INC | | | |
| COM | 950.000 | 24,726 62 | 25,707 00 |
| SEMTECH CORP | | | |
| COM | 321 000 | 11,078 58 | 8,114 88 |
| SPECTRANETICS CORP | | | |
| COM | 761.000 | 13,979 08 | 19,025.00 |
| SS&C TECHNOLOGIES HLDGS INC | | | |
| COM | 492 000 | 11,968.39 | 21,775.92 |
| STAGE STORES INC | | | |
| COM | 916.000 | 18,858.94 | 20,353.52 |
| SYKES ENTERPRISES INC | | | |
| COM | 871.000 | 16,757.91 | 18,996 51 |
| SYMETRA FINL CORP | | | |
| COM | 338.000 | 4,056 00 | 6,408.48 |
| SYNCHRONOSS TECHNOLOGIES INC | | | |
| COM | 610 000 | 15,934.60 | 18,952 70 |
| THORATEC CORP | | | |
| COM NEW | 503 000 | 17,502 67 | 18,409 80 |
| TIBCO SOFTWARE INC | | | |
| COM | 705 000 | 19,104 10 | 15,848 40 |
| TORO CO | | | |
| COM | 410 000 | 23,865.07 | 26,076 00 |
| TREEHOUSE FOODS INC | | | |
| COM | 685 000 | 50,041.08 | 47,210 20 |
| TRIMAS CORP | | | |
| NEW COM | 374 000 | 13,943 39 | 14,918 86 |
| TRIUMPH GROUP INC NEW | | | |
| COM | 241 000 | 14,637 75 | 18,332.87 |
| UMB FINL CORP | | | |
| COM | 340 000 | 20,032.19 | 21,855 20 |
| UNITED BANKSHARES INC WEST VA | | | |
| COM | 359.000 | 10,761 03 | 11,290 55 |
| UNITED STATIONERS INC | | | |
| COM | 317 000 | 13,816 22 | 14,547.13 |
| WAGeworks INC | | | |
| COM | 390 000 | 7,530 16 | 23,181 60 |
| WELLCARE GROUP INC | | | |
| COM | 259 000 | 15,294 24 | 18,238 78 |
| WESCO INTL INC | | | |
| COM | 207.000 | 12,365.36 | 18,851 49 |
| WOODWARD INC | | | |

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Balance Sheet

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| Asset Type | Units | Fed Tax Cost | Market Value |
|--------------------------------|-------------|---------------------|---------------------|
| COM | 296 000 | 11,111.51 | 13,500.56 |
| XPO LOGISTICS INC | | | |
| COM | 846 000 | 13,708.50 | 22,241.34 |
| ZUMIEZ INC | | | |
| COM | 411 000 | 10,900.98 | 10,686.00 |
| Total U.S. SMALL CAP | | 3,216,148.29 | 4,069,560.18 |
| INTERNATIONAL DEVELOPED | | | |
| ARM HLDGS PLC | | | |
| SPONSORED ADR | | | |
| UNITED KINGDOM | 2,619 000 | 71,777.62 | 143,340.49 |
| AVAGO TECHNOLOGIES LTD | | | |
| COM | | | |
| SINGAPORE | 300.000 | 14,052.09 | 15,863.70 |
| CORE LABORATORIES N V | | | |
| COM | | | |
| NETHERLANDS | 78 000 | 8,848.02 | 14,894.10 |
| COVIDIEN PLC | | | |
| COM | | | |
| IRELAND | 1,064 000 | 66,790.58 | 72,458.40 |
| DIAGEO PLC | | | |
| SPONSORED ADR NEW | | | |
| UNITED KINGDOM | 437 000 | 47,570.86 | 57,867.54 |
| ENSCO PLC | | | |
| CL A COM | 176 000 | 8,321.96 | 10,063.68 |
| FLEXTRONICS | | | |
| COM | | | |
| SINGAPORE | 2,034.000 | 13,525.69 | 15,804.18 |
| ICON PLC | | | |
| COM | | | |
| ISIN IE0005711209 IRELAND | 230 000 | 5,095.85 | 9,295.68 |
| INTERNATIONAL FOCUSED EQUITY | | | |
| COMMON TRUST FUND? | 571,991.919 | 6,230,123.32 | 6,814,940.52 |
| INTERXION HLDG NV | | | |
| COM | | | |
| NETHERLANDS | 451 000 | 9,401.60 | 10,648.11 |
| LYONDELLBASELL INDUSTRIES NV | | | |
| CL A COM | | | |
| NETHERLANDS | 480 000 | 30,541.30 | 38,534.40 |
| NESTLE S A | | | |
| SPONSORED ADR | | | |

Souers Charitable Trust

43-6079817

Balance Sheet

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| Asset Type | Units | Fed Tax Cost | Market Value |
|--------------------------------------|------------|---------------|---------------|
| SWITZERLAND | 1,590 000 | 103,633 97 | 116,744 16 |
| ROYAL DUTCH SHELL PLC | | | |
| SPONSORED ADR CL A | | | |
| DUTCH LISTING | 758 000 | 55,476.35 | 54,022 66 |
| SEAGATE TECH | | | |
| COM | | | |
| IRELAND | 318.000 | 8,479.21 | 17,858 88 |
| SENSATA TECH HLDG NV | | | |
| COM | | | |
| NETHERLANDS | 1,019 000 | 40,962 58 | 39,506.63 |
| SILVER WHEATON CORP | | | |
| COM | 3,149.000 | 111,590 53 | 63,578 31 |
| TIM HORTONS INC | | | |
| COM | 452 000 | 24,703 39 | 26,387 76 |
| VANGUARD FTSE DEVELOPED MARKETS | | | |
| ETF | 53,880 000 | 2,032,368 00 | 2,245,718 40 |
| VODAFONE GROUP PLC | | | |
| SPONSORED ADR NEW | | | |
| UNITED KINGDOM | 2,712 000 | 89,831 00 | 106,608 72 |
| Total INTERNATIONAL DEVELOPED | | 8,973,093 92 | 9,874,136 32 |
| EMERGING MARKETS | | | |
| ALLOT COMMUNICATIONS LTD | | | |
| COM | | | |
| ISRAEL | 1,108.000 | 20,218 66 | 16,764 04 |
| EMERGING MARKETS STOCK COMMON | | | |
| TRUST FUND | 66,527 513 | 3,194,127.37 | 3,171,040 56 |
| MELLANOX TECHNOLOGIES LTD | | | |
| COM | | | |
| ISRAEL | 421.000 | 15,727 51 | 16,827 37 |
| VANGUARD FTSE EMERGING MKTS ETF | 76,425 000 | 3,148,923 99 | 3,144,124 50 |
| Total EMERGING MARKETS | | 6,378,997 53 | 6,348,756 47 |
| Total EQUITIES | | 37,246,655 21 | 43,525,631 31 |
| FIXED INCOME | | | |
| INVESTMENT GRADE TAXABLE | | | |
| APACHE CORP | | | |
| UNSECD NT CALL 10/15/22 @100 | | | |
| DTD 12/03/12 2 625% DUE 01/15/23 | 89,000.000 | 83,365.32 | 82,516 35 |
| BERKSHIRE HATHAWAY FIN CORP | | | |

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| Asset Type | Units | Fed Tax Cost | Market Value |
|----------------------------------|-------------|--------------|--------------|
| CO GTD SR NT | | | |
| DTD 05/15/12 1 600% DUE 05/15/17 | 83,000.000 | 84,011.97 | 83,800.12 |
| CATERPILLAR FINL SVCS CORP | | | |
| SR UNSECD MTN | | | |
| DTD 02/12/09 7 150% DUE 02/15/19 | 67,000.000 | 83,336.78 | 82,358.41 |
| CISCO SYS INC | | | |
| SR UNSECD NT | | | |
| DTD 02/17/09 4 950% DUE 02/15/19 | 104,000.000 | 121,489.70 | 116,982.32 |
| CITIGROUP INC | | | |
| SR NT | | | |
| DTD 08/09/10 5 375% DUE 08/09/20 | 46,000.000 | 52,580.76 | 52,331.44 |
| COMCAST CORP | | | |
| NEW NT | | | |
| DTD 08/23/07 6.300% DUE 11/15/17 | 70,000.000 | 82,892.62 | 81,524.80 |
| CONOCOPHILLIPS | | | |
| GTD NT | | | |
| DTD 02/03/09 5.750% DUE 02/01/19 | 71,000.000 | 83,765.77 | 81,988.67 |
| CREDIT SUISSE FIRST BOSTON USA | | | |
| INC SR NT | | | |
| DTD 12/15/04 4.875% DUE 01/15/15 | 79,000.000 | 82,627.39 | 82,537.62 |
| DEERE JOHN CAP CORP | | | |
| UNSECD MTN | | | |
| DTD 04/17/12 2 250% DUE 04/17/19 | 104,000.000 | 105,325.62 | 103,777.44 |
| DIRECTV HLDGS LLC / DIRECTV FING | | | |
| INC CO GTD NT | | | |
| DTD 03/10/11 5 000% DUE 03/01/21 | 79,000.000 | 83,425.35 | 82,990.29 |
| DISNEY WALT CO NEW | | | |
| SR UNSECD MTN | | | |
| DTD 11/30/12 2 350% DUE 12/01/22 | 89,000.000 | 83,479.32 | 80,864.51 |
| ENTERPRISE PRODS OPER LLC | | | |
| CO GTD SR NT | | | |
| DTD 05/20/10 5.200% DUE 09/01/20 | 74,000.000 | 83,543.45 | 82,316.12 |
| EXELON CORP | | | |
| NT | | | |
| DTD 06/09/05 4 900% DUE 06/15/15 | 78,000.000 | 82,893.62 | 82,235.40 |
| FEDERAL HOME LN MTG CORP | | | |
| POOL #A89430 | | | |
| DTD 10/01/09 4 500% DUE 10/01/39 | 223,586.004 | 239,586.38 | 236,697.09 |
| FEDERAL HOME LN MTG CORP | | | |
| POOL #G08558 | | | |
| DTD 11/01/13 4 000% DUE 11/01/43 | 642,881.570 | 675,025.65 | 660,888.68 |

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| Asset Type | Units | Fed Tax Cost | Market Value |
|--|-------------|--------------|--------------|
| FEDERAL HOME LN MTG CORP POOL #Q03996 DTD 10/01/11 4 000% DUE 10/01/41 | 222,500 628 | 238,006 14 | 228,695.05 |
| FEDERAL HOME LN MTG CORP POOL #Q08903 DTD 06/01/12 3 500% DUE 06/01/42 | 290,270.021 | 308,139.76 | 288,339.73 |
| FEDERAL HOME LN MTG CORP REFERENCE NT DTD 01/17/13 0 875% DUE 03/07/18 | 171,000 000 | 167,995 80 | 166,107 69 |
| FEDERAL NATL MTG ASSN POOL #AL2482 DTD 09/01/12 4 500% DUE 09/01/42 | 122,241 482 | 131,256 79 | 129,503 85 |
| FEDERAL NATL MTG ASSN POOL #AP6649 DTD 09/01/12 3 000% DUE 10/01/27 | 300,179 449 | 318,096 40 | 306,792 40 |
| FEDERAL NATL MTG ASSN POOL #AQ3756 DTD 10/01/12 3 500% DUE 11/01/42 | 65,590 540 | 65,793.01 | 65,223 23 |
| FEDERAL NATL MTG ASSN POOL #AR5165 DTD 05/01/13 2 000% DUE 05/01/28 | 69,558.573 | 69,102 09 | 67,091.33 |
| FEDERAL NATL MTG ASSN POOL #AT2721 DTD 05/01/13 3.000% DUE 05/01/43 | 221,376.142 | 218,816.48 | 210,387 03 |
| FEDERAL NATL MTG ASSN POOL #MA1029 DTD 03/01/12 3.500% DUE 03/01/32 | 431,829 449 | 458,953.72 | 443,821.35 |
| FEDERAL NATL MTG ASSN UNSECD NT DTD 02/15/13 0 500% DUE 03/30/16 | 126,000 000 | 126,064 66 | 125,863 92 |
| GENERAL ELEC CAP CORP SR MTN DTD 01/14/08 5 875% DUE 01/14/38 | 110,000.000 | 124,982.03 | 125,302.10 |
| GOLDMAN SACHS GROUP INC MEDIUM TERM SR NT DTD 03/08/10 5 375% DUE 03/15/20 | 74,000.000 | 83,219.24 | 82,297 62 |
| HEWLETT PACKARD CO SR UNSECD NT DTD 03/12/12 2 600% DUE 09/15/17 | 83,000.000 | 84,533 82 | 84,332 15 |
| HOME DEPOT INC SR NT | | | |

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| Asset Type | Units | Fed Tax Cost | Market Value |
|---|-------------|--------------|--------------|
| DTD 09/10/10 5 400% DUE 09/15/40 JP MORGAN CHASE | 76,000.000 | 84,592.80 | 82,276.08 |
| DTD 2/25/05 4.75% DUE 3/1/15 KRAFT FOODS GROUP INC SR UNSECD NT | 159,000.000 | 167,477.03 | 166,348.98 |
| DTD 12/04/12 5 000% DUE 06/04/42 LENDER PROCESSING SVCS INC UNSECD SR NT C10/01/17 @102.875 | 82,000.000 | 83,023.91 | 80,834.78 |
| DTD 10/12/12 5.750% DUE 04/15/23 MORGAN STANLEY SR UNSECD NT | 15,000.000 | 15,412.50 | 15,525.00 |
| DTD 03/22/12 4 750% DUE 03/22/17 PFIZER INC SR UNSECD NT | 76,000.000 | 83,487.34 | 82,940.32 |
| DTD 03/24/09 6 200% DUE 03/15/19 PIMCO TOTAL RETURN FUND INSTL | 104,000.000 | 125,863.74 | 123,284.72 |
| PLAINS EXPL & PRODTN CO CO GTD SR NT CALL 5/1/16 @103.31 | 280,217.099 | 3,038,291.62 | 2,995,520.79 |
| DTD 03/29/11 6.625% DUE 05/01/21 TIME WARNER INC NEW CO GTD NT | 16,000.000 | 16,400.00 | 17,544.80 |
| DTD 07/14/10 4 700% DUE 01/15/21 TOYOTA MTR CR CORP SR UNSECD MTN | 77,000.000 | 83,631.58 | 81,750.13 |
| DTD 10/05/12 1.250% DUE 10/05/17 UNITED PARCEL SVC INC SR NT | 85,000.000 | 84,345.12 | 83,442.80 |
| DTD 01/15/08 5.500% DUE 01/15/18 UNITED STATES TREAS BD | 72,000.000 | 83,243.01 | 82,360.80 |
| DTD 11/15/96 6 500% DUE 11/15/26 UNITED STATES TREAS NT | 155,000.000 | 216,243.90 | 207,022.65 |
| DTD 04/15/12 0.375% DUE 04/15/15 UNITED STATES TREAS NT | 11,000.000 | 11,024.42 | 11,025.30 |
| DTD 04/30/13 0 625% DUE 04/30/18 UNITED STATES TREAS NT | 265,000.000 | 258,791.60 | 255,560.70 |
| DTD 05/15/09 3 125% DUE 05/15/19 UNITED STATES TREAS NT | 76,000.000 | 82,731.84 | 80,987.88 |
| DTD 05/16/11 3 125% DUE 05/15/21 UNITED STATES TREAS NT | 443,000.000 | 476,759.85 | 461,792.06 |
| DTD 08/15/11 2.125% DUE 08/15/21 | 267,000.000 | 282,405.71 | 258,656.25 |

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| Asset Type | Units | Fed Tax Cost | Market Value |
|---------------------------------------|-------------|---------------|---------------|
| UNITED STATES TREAS NT | | | |
| DTD 08/15/12 0.250% DUE 08/15/15 | 280,000.000 | 279,834.80 | 279,890.80 |
| UNITED STATES TREAS NT | | | |
| DTD 08/15/13 2.500% DUE 08/15/23 | 49,000.000 | 48,525.51 | 47,055.19 |
| UNITED STATES TREAS NT | | | |
| DTD 08/31/12 0.625% DUE 08/31/17 | 168,000.000 | 167,008.03 | 164,850.00 |
| UNITED STATES TREAS NT | | | |
| INFLATION INDEX | | | |
| DTD 07/29/11 0.625% DUE 07/15/21 | 320,216.700 | 335,722.30 | 325,045.57 |
| VERIZON COMMUNICATIONS INC | | | |
| SR UNSECD NT | | | |
| DTD 09/18/13 6.550% DUE 09/15/43 | 72,000.000 | 84,021.39 | 84,237.12 |
| WACHOVIA CORP | | | |
| NEW NT | | | |
| DTD 06/08/07 5.750% DUE 06/15/17 | 72,000.000 | 83,205.14 | 82,130.40 |
| WAL-MART STORES INC | | | |
| SR UNSECD NT | | | |
| DTD 04/11/13 1.125% DUE 04/11/18 | 128,000.000 | 125,841.17 | 124,224.00 |
| Total INVESTMENT GRADE TAXABLE | | 10,740,193.95 | 10,511,873.83 |
| INTERNATIONAL DEVELOPED BONDS | | | |
| ASTRAZENECA PLC | | | |
| SR NT | | | |
| DTD 09/12/07 5.900% DUE 09/15/17 | 108,000.000 | 126,141.09 | 123,494.76 |
| BANK NOVA SCOTIA B C | | | |
| SR UNSECD NT CANADA | | | |
| DTD 01/12/12 2.550% DUE 01/12/17 | 80,000.000 | 83,332.83 | 82,968.80 |
| BP CAPITAL MARKETS PLC | | | |
| CO GTD BD UNITED KINGDOM | | | |
| DTD 03/10/09 3.875% DUE 03/10/15 | 80,000.000 | 83,597.86 | 83,224.00 |
| CANADIAN NAT RES LTD | | | |
| NT CANADA | | | |
| DTD 03/19/07 5.700% DUE 05/15/17 | 109,000.000 | 123,908.28 | 122,496.38 |
| KONINKLIJKE PHILIPS ELECTRS NV | | | |
| SR UNSECD NT NETHERLANDS | | | |
| DTD 03/09/12 3.750% DUE 03/15/22 | 83,000.000 | 84,512.79 | 83,044.82 |
| SHELL INTL FIN B V | | | |
| SR UNSECD NT NETHERLANDS | | | |
| DTD 08/12/13 1.900% DUE 08/10/18 | 83,000.000 | 84,180.21 | 82,505.32 |
| TEMPLETON GLOBAL BD FUND | | | |
| ADVISOR CL | 50,758.725 | 669,000.00 | 664,431.71 |

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| Asset Type | Units | Fed Tax Cost | Market Value |
|-------------------------------------|------------|--------------|--------------|
| Total INTERNATIONAL DEVELOPED BONDS | | 1,254,673 06 | 1,242,165 79 |
| GLOBAL HIGH YIELD TAXABLE | | | |
| AES CORP | | | |
| SR UNSECD NT | | | |
| DTD 12/01/08 8 000% DUE 06/01/20 | 49,000 000 | 57,452 50 | 57,330.00 |
| AIRCASTLE LTD | | | |
| SR UNSECD NT BERMUDA | | | |
| DTD 11/30/12 6.250% DUE 12/01/19 | 14,000 000 | 15,207.50 | 14,997 50 |
| ALTA MESA HLDGS LP / ALTA MESA | | | |
| FIN SVCS CORP SR NT SER B CALL | | | |
| DTD 04/15/11 9 625% DUE 10/15/18 | 15,000 000 | 15,150.00 | 16,050 00 |
| AMERIGAS FIN CORP / AMERIGAS FIN | | | |
| LLC GTD SR NT C5/20/16 @103 38 | | | |
| DTD 01/12/12 6 750% DUE 05/20/20 | 14,000.000 | 15,067 50 | 15,295 00 |
| AMERISTAR CASINOS INC CO GTD SR | | | |
| NT SER WI CALL 4/15/15 @105.62 | | | |
| DTD 10/15/11 7 500% DUE 04/15/21 | 12,000.000 | 13,170.00 | 13,020 00 |
| AMKOR TECHNOLOGY INC | | | |
| UNSECD SR NT CALL 6/1/15 @104 97 | | | |
| DTD 05/20/11 6 625% DUE 06/01/21 | 10,000.000 | 10,475 00 | 10,375 00 |
| ARCELORMITTAL SA LUXEMBOURG | | | |
| SR UNSECD NT LUXEMBOURG | | | |
| DTD 02/28/12 6 250% DUE 02/25/22 | 19,000 000 | 19,570.00 | 20,662 50 |
| BREITBURN ENERGY PARTNERS L P | | | |
| / BREITBURN FINANCE CO GTD SR NT | | | |
| DTD 10/06/10 8.625% DUE 10/15/20 | 15,000 000 | 16,462.50 | 16,125.00 |
| CCO HLDGS LLC/CCO HLDGS CAP CORP | | | |
| SR UNSECD NT C1/31/17 @103 31 | | | |
| DTD 01/26/12 6.625% DUE 01/31/22 | 12,000 000 | 13,425.00 | 12,360.00 |
| CELANESE US HLDGS LLC | | | |
| SR UNSECD NT | | | |
| DTD 11/13/12 4 625% DUE 11/15/22 | 16,000.000 | 16,280 00 | 15,320 00 |
| CENTURYLINK INC | | | |
| UNSECD SR NT SER V | | | |
| DTD 03/21/13 5 625% DUE 04/01/20 | 21,000 000 | 21,525.00 | 21,367 50 |
| CHS / CMNTY HEALTH SYS INC | | | |
| UNSECD SR NT | | | |
| DTD 05/15/12 8 000% DUE 11/15/19 | 13,000 000 | 14,137.50 | 14,105 00 |
| CLEAN HBRS INC | | | |
| SR NT | | | |

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| Asset Type | Units | Fed Tax Cost | Market Value |
|--|------------|--------------|--------------|
| DTD 07/30/12 5 250% DUE 08/01/20 CONCHO RES INC CO GTD SR NT C1/15/17 @103 25 | 10,000.000 | 10,562 50 | 10,300 00 |
| DTD 05/23/11 6 500% DUE 01/15/22 CYRUSONE LP / CYRUSONE FIN CORP UNSECD SR NT C11/15/17 @103 188 | 14,000 000 | 15,645 00 | 15,155 00 |
| DTD 05/15/13 6 375% DUE 11/15/22 DANA HLDG CORP UNSECD SR NT C2/15/16 @103 38 | 14,000 000 | 14,525 00 | 14,490 00 |
| DTD 01/28/11 6 750% DUE 02/15/21 DIAMOND RESORTS CORP 1ST LIEN SR SECD NT CALL 08/15/14 @100 | 14,000 000 | 15,260.00 | 15,050.00 |
| DT 02/15/11 12 000% DUE 08/15/18 DISH DBS CORP CO GTD SR NT | 12,000 000 | 12,801 32 | 13,260.00 |
| DTD 05/05/11 6.750% DUE 06/01/21 DONNELLEY R R & SONS CO SR UNSECD NT | 14,000.000 | 15,400.00 | 14,840 00 |
| DTD 11/12/13 6 500% DUE 11/15/23 DUPONT FABROS TECHNOLOGY L P UNSECD SR NT C09/15/16 @104.406 | 16,000 000 | 16,120 00 | 16,160 00 |
| DTD 09/24/13 5 875% DUE 09/15/21 E TRADE FINL CORP SR NT | 15,000 000 | 15,506.25 | 15,487 50 |
| DTD 05/19/11 6 750% DUE 06/01/16 EAGLE ROCK ENERGY PARTNERS L P/ EAGLE ROCK ENERGY FIN CORP CO | 14,000 000 | 14,942.20 | 15,190 00 |
| DTD 12/01/11 8.375% DUE 06/01/19 ENERGY TRANSFER EQUITY L P SR UNSECD NT | 12,000.000 | 11,940 00 | 13,080.00 |
| DTD 09/20/10 7.500% DUE 10/15/20 EQUINIX INC UNSECD SR NT C04/01/18 @102.688 | 14,000.000 | 16,065 00 | 15,715.00 |
| DTD 03/05/13 5.375% DUE 04/01/23 GENESIS ENERGY L P / GENESIS ENERGY FIN CORP CO GTD SR NT | 22,000.000 | 22,302.50 | 21,505 00 |
| DTD 06/15/11 7 875% DUE 12/15/18 GULFMARK OFFSHORE INC UNSECD SR NT C03/15/17 @103 188 | 14,000 000 | 15,260 00 | 15,085 00 |
| DTD 09/12/12 6 375% DUE 03/15/22 HCA HLDGS INC | 16,000 000 | 16,320.00 | 16,120.00 |

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| Asset Type | Units | Fed Tax Cost | Market Value |
|----------------------------------|------------|--------------|--------------|
| UNSECD SR NT C11/15/15 @103.88 | | | |
| DTD 11/15/11 7.750% DUE 05/15/21 | 14,000 000 | 15,557 50 | 15,295 00 |
| HERTZ CORP UNSECD GTD | | | |
| SR NT CALL 10/15/15 @104 406 | | | |
| DTD 10/16/12 5 875% DUE 10/15/20 | 15,000 000 | 15,581 25 | 15,543 75 |
| HORNBECK OFFSHORE SVCS INC NEW | | | |
| UNSECD SR NT | | | |
| DTD 08/27/12 5 875% DUE 04/01/20 | 16,000 000 | 16,896 00 | 16,520 00 |
| HUNTSMAN INTL LLC CO GTD | | | |
| SR SUB NT C9/15/15 @104.31 | | | |
| DTD 03/15/11 8 625% DUE 03/15/21 | 14,000 000 | 16,187 50 | 15,820 00 |
| ICAHN ENTERPRISES L P / ICAHN | | | |
| ENTERPRISES FIN CORP CO GTD SR | | | |
| DTD 07/15/10 8 000% DUE 01/15/18 | 19,000 000 | 20,344 63 | 19,760.00 |
| IGATE CORP | | | |
| UNSECD SR NT CALL 5/01/14 @104.5 | | | |
| DTD 11/01/11 9 000% DUE 05/01/16 | 9,000 000 | 9,877 50 | 9,562 50 |
| INTELSAT JACKSON HLDGS S A CO | | | |
| GTD SR NT C10/15/15 @103 63 LU | | | |
| DTD 09/30/10 7 250% DUE 10/15/20 | 15,000.000 | 16,425 00 | 16,406 25 |
| INTERNATIONAL LEASE FIN CORP | | | |
| UNSECD SR NT | | | |
| DTD 08/21/12 5.875% DUE 08/15/22 | 20,000 000 | 20,557.22 | 19,950 00 |
| ISLE CAPRI CASINOS INC | | | |
| CO GTD SR NT C3/15/15 @103 88 | | | |
| DTD 03/07/11 7.750% DUE 03/15/19 | 12,000.000 | 13,080 00 | 12,990 00 |
| KRATOS DEFENSE & SEC SOLUTIONS/ | | | |
| BREITBURN FIN SR SECD NT C6/1/14 | | | |
| DTD 05/19/10 10 000% DUE06/01/17 | 11,000.000 | 11,870 10 | 11,866 25 |
| LINN ENERGY LLC / LINN ENERGY | | | |
| FIN CORP UNSECD SR NT C4/15/15 | | | |
| DTD 04/06/10 8.625% DUE 04/15/20 | 15,000.000 | 16,725 00 | 16,200.00 |
| METROPCS WIRELESS INC | | | |
| CO GTD NT CALL 11/15/15 @103 31 | | | |
| DTD 11/17/10 6 625% DUE 11/15/20 | 14,000.000 | 14,577 50 | 14,840 00 |
| MGM RESORTS INTL | | | |
| UNSECD SR NT | | | |
| DTD 12/20/12 6 625% DUE 12/15/21 | 15,000 000 | 15,817.35 | 15,862.50 |
| NATIONAL MONEY MART CO CO GTD SR | | | |
| NT CALL 12/15/13 @105.19 CANADA | | | |
| DT 06/15/10 10.375% DUE 12/15/16 | 12,000 000 | 13,455 60 | 12,180 00 |

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| Asset Type | Units | Fed Tax Cost | Market Value |
|---|-------------|--------------|--------------|
| NATIONSTAR MTG LLC / NATIONSTAR CAP CORP UNSECD SR NT C01/01/17 DTD 02/07/13 6 500% DUE 07/01/21 | 16,000 000 | 15,480.00 | 15,240 00 |
| NCR CORP NEW UNSECD SR NT C02/15/17 @102 313 DTD 02/15/13 4 625% DUE 02/15/21 | 22,000 000 | 21,060.51 | 21,065.00 |
| NRG ENERGY INC CO GTD SR NT C5/15/16 @103 94 DTD 11/15/11 7 875% DUE 05/15/21 | 13,000.000 | 14,202.50 | 14,397 50 |
| NUSTAR LOGISTICS L P SR UNSECD NT DTD 08/19/13 6 750% DUE 02/01/21 | 10,000 000 | 10,075.00 | 10,319 20 |
| OASIS PETE INC NEW UNSECD SR NT CALL 7/15/17 @103.44 DTD 07/02/12 6 875% DUE 01/15/23 | 15,000 000 | 16,427 50 | 15,975 00 |
| PARKER DRILLING CO CO GTD SR NT C4/01/14 @104 56 DTD 10/01/10 9 125% DUE 04/01/18 | 12,000 000 | 13,110 00 | 12,720 00 |
| PHH CORP SR UNSECD NT DTD 08/23/12 7 375% DUE 09/01/19 | 15,000 000 | 16,230 00 | 16,012.50 |
| PIMCO HIGH YIELD FD INSTL CL | 120,648.525 | 1,117,205 34 | 1,159,432.33 |
| REYNOLDS GROUP ISSUER INC/ REYNOLDS GROUP ISSUER LLC SR DTD 09/28/12 5 750% DUE 10/15/20 | 13,000 000 | 13,227.50 | 13,260 00 |
| ROCKWOOD SPECIALTIES GROUP INC SR UNSECD SUB NT CALL 10/15/15 DTD 09/25/12 4.625% DUE 10/15/20 | 10,000 000 | 10,000.00 | 10,212 50 |
| ROYAL CARIBBEAN CRUISES LTD UNSECD SR NT LIBERIA DTD 11/07/12 5 250% DUE 11/15/22 | 15,000 000 | 15,281 25 | 15,000 00 |
| RYLAND GROUP INC SR UNSECD NT DTD 09/21/12 5 375% DUE 10/01/22 | 17,000 000 | 17,063 75 | 16,150 00 |
| SALLY HLDGS LLC / SALLY CAP INC CO GTD SR NT CALL 6/1/17 @102.88 DTD 05/18/12 5.750% DUE 06/01/22 | 10,000 000 | 10,775 00 | 10,400.00 |
| SANDRIDGE ENERGY INC SR NT DTD 07/15/10 8 750% DUE 01/15/20 | 9,000.000 | 9,765.00 | 9,697 50 |

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| Asset Type | Units | Fed Tax Cost | Market Value |
|--|--------------|---------------------|---------------------|
| SCIENTIFIC GAMES INTL INC | | | |
| SR SUB NT CALL 9/1/15 @104.688 | | | |
| DTD 08/20/12 6 250% DUE 09/01/20 | 18,000 000 | 18,225 00 | 18,450.00 |
| SONIC AUTOMOTIVE INC | | | |
| SR SUB NT CALL 7/15/17 @103 50 | | | |
| DTD 01/15/13 7 000% DUE 07/15/22 | 14,000.000 | 15,487 50 | 15,207 50 |
| SPIRIT AEROSYSTEMS INC CO GTD | | | |
| SR NT CALL 12/15/15 @103.38 | | | |
| DTD 11/18/10 6.750% DUE 12/15/20 | 14,000 000 | 15,050.00 | 15,067.50 |
| SPRINT CAP CORP | | | |
| GTD NT | | | |
| DTD 05/06/99 6 900% DUE 05/01/19 | 19,000 000 | 19,593 75 | 20,757 50 |
| SUNCOKE ENERGY INC CO GTD | | | |
| SR NT CALL 8/01/14 @105 72 | | | |
| DTD 07/26/11 7 625% DUE 08/01/19 | 15,000 000 | 15,300 00 | 16,162 50 |
| UNISYS CORP | | | |
| SR UNSECD NT | | | |
| DTD 08/21/12 6 250% DUE 08/15/17 | 15,000 000 | 15,825 00 | 16,087.50 |
| UNITED CONTL HLDGS INC | | | |
| UNSECD SR NT | | | |
| DTD 05/07/13 6 375% DUE 06/01/18 | 24,000 000 | 23,700 00 | 25,080 00 |
| UNITED RENTALS NORTH AMER INC | | | |
| SR UNSECD SR NT C4/15/17@103 813 | | | |
| DTD 10/15/12 7 625% DUE 04/15/22 | 14,000 000 | 15,680 00 | 15,557 50 |
| WINDSTREAM CORP UNSECD | | | |
| SR NT CALL 10/1/16 @103 875 | | | |
| DTD 03/28/11 7 750% DUE 10/01/21 | 16,000 000 | 17,100 00 | 16,960 00 |
| Total GLOBAL HIGH YIELD TAXABLE | | 2,113,389 02 | 2,150,452.78 |
| Total FIXED INCOME | | | |
| | | 14,108,256.03 | 13,904,492 40 |
| HEDGE FUNDS | | | |
| HEDGE FUND FUND OF FUNDS | | | |
| EXCELSIOR MULTI-STRATEGY HEDGE | | | |
| FUND OF FUNDS LLC | 6,406.477 | 10,404,145 12 | 10,486,384 22 |
| Total HEDGE FUND FUND OF FUNDS | | 10,404,145.12 | 10,486,384.22 |
| Total HEDGE FUNDS | | | |
| | | 10,404,145.12 | 10,486,384.22 |
| PRIVATE EQUITY | | | |
| PRIVATE EQUITY OTHER | | | |

Souers Charitable Trust

43-6079817

Balance Sheet

12/31/2013

| Asset Type | Units | Fed Tax Cost | Market Value |
|-----------------------------------|-----------|--------------|--------------|
| EXCELSIOR PRIVATE MARKETS FUND | | | |
| II (TE) LLC | 1,334.961 | 960,000.00 | 1,183,204.41 |
| Total PRIVATE EQUITY OTHER | | 960,000.00 | 1,183,204.41 |
| Total PRIVATE EQUITY | | 960,000.00 | 1,183,204.41 |
| REAL ESTATE | | | |
| PUBLIC REITS | | | |
| AMERICAN ASSETS TR INC | | | |
| REIT | 197.000 | 4,637.12 | 6,191.71 |
| AMERICAN TOWER CORP | | | |
| COM | 2,455.000 | 178,181.74 | 195,958.10 |
| BOSTON PROPERTIES INC | | | |
| COM | 214.000 | 22,465.76 | 21,479.18 |
| BRE PROPERTIES INC | | | |
| CL A | 282.000 | 13,834.29 | 15,428.22 |
| CHESAPEAKE LODGING TR | | | |
| REITS | 280.000 | 6,990.90 | 7,081.20 |
| CYRUSONE INC | | | |
| REITS | 719.000 | 15,316.50 | 16,055.27 |
| DUPONT FABROS TECHNOLOGY INC | | | |
| REITS | 471.000 | 12,408.78 | 11,638.41 |
| EDUCATION RLTY TR INC | | | |
| REIT | 1,888.000 | 17,457.50 | 16,652.16 |
| EQUITY RESIDENTIAL | | | |
| SH BEN INT | 409.000 | 24,142.28 | 21,214.83 |
| FIRST INDUSTRIAL REALTY TRUST | | | |
| COM | 405.000 | 6,943.40 | 7,067.25 |
| HEALTHCARE RLTY TR | | | |
| COM | 950.000 | 22,302.82 | 20,244.50 |
| KIMCO REALTY CORP | | | |
| COM | 565.000 | 10,805.19 | 11,158.75 |
| MACERICH CO | | | |
| COM | 258.000 | 14,939.95 | 15,193.62 |
| MID-AMER APT CMNTYS INC | | | |
| COM | 222.000 | 14,571.29 | 13,484.28 |
| PS BUSINESS PKS INC CALIF | | | |
| COM | 256.000 | 20,543.86 | 19,563.52 |
| PUBLIC STORAGE INC | | | |
| COM (REIT) | 178.000 | 26,498.33 | 26,792.56 |
| REGENCY CTRS CORP | | | |

Souers Charitable Trust

43-6079817

Balance Sheet

12/31/2013

| Asset Type | Units | Fed Tax Cost | Market Value |
|--------------------------------|--------------|----------------------|----------------------|
| COM | 297 000 | 13,754 57 | 13,751.10 |
| SIMON PPTY GROUP INC NEW | | | |
| COM | 195 000 | 30,672.55 | 29,671 20 |
| SL GREEN RLTY CORP | | | |
| COM | 162.000 | 14,484 00 | 14,965 56 |
| VANGUARD REIT | | | |
| ETF | 54,470 000 | 3,795,119.02 | 3,516,583.20 |
| VENTAS INC | | | |
| COM | 182 000 | 10,748 89 | 10,424 96 |
| Total PUBLIC REITS | | 4,276,818.74 | 4,010,599.58 |
| Total REAL ESTATE | | 4,276,818 74 | 4,010,599 58 |
| TANGIBLE ASSETS | | | |
| COMMODITIES | | | |
| POWERSHARES DB COMMODITY INDEX | | | |
| TRACKING FUND UNIT BEN INT | 116,365.000 | 3,166,699 84 | 2,985,925 90 |
| TOTAL ASSETS | | 72,160,252 47 | 78,093,915 35 |
| NET TOTAL | | 72,160,252 47 | 78,093,915 35 |

Form **8868**

(Rev. January 2014)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**► **File a separate application for each return.**
► **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension**, complete **only Part I** and check this box ☒ **X**
- 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, 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

Employer identification number (EIN) or

SOUERS CHARITABLE TRUST

43-6079817

Number, street, and room or suite no. If a P.O. box, see instructions.

Social security number (SSN)

231 S LASALLE ST IL1-231-10-05

City, town or post office, state, and ZIP code. For a foreign address, see instructions

CHICAGO, IL 60697

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

| 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 |

- The books are in the care of ► BANK OF AMERICA

Telephone No. ► (866) 752-2127

FAX No. ► _____

- 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.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 14, 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 _____, 20____, and ending _____, 20____.

- 2 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 Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. | 3a | \$ | 67,480. |
| b If this application is for Form 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 | \$ | 24,608. |
| 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 | \$ | 42,872. |

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.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2014)

JSA

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2 E

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

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).

| | | | | |
|--|---|--|--|--|
| Type or print File by the due date for filing your return. See instructions | Name of exempt organization or other filer, see instructions. | | Enter filer's identifying number, see instructions | |
| | SOUERS CHARITABLE TRUST | | Employer identification number (EIN) or | |
| | Number, street, and room or suite no. If a P.O. box, see instructions. | | 43-6079817 | |
| | 135 S. LASALLE, IL4-135 14-19 | | Social security number (SSN) | |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions | | | |
| | CHICAGO, IL 60603 | | | |

Enter the Return code for the return that this application is for (file a separate application for each return) **0 4**

| 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.

- The books are in the care of **BANK OF AMERICA**
Telephone No. **(866) 752-2127** Fax No. _____
- 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 **11/17, 2014**.
- 5 For calendar year **2013**, or other tax year beginning _____, 20____, and ending _____, 20____.
- 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 REQUESTED TO FILE 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 \$ | 67,480. |
| 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 \$ | 67,480. |
| 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 \$ | |

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 **Karen J. Kiser** Title **SVP** Date **7-23-2014**

Form 8868 (Rev. 1-2014)