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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2013Department of the Treasury
Internal Revenue Service▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

| | | |
|---|---|--|
| Name of foundation THE JAMES AND ANGELA HAMBRICK FOUNDATION | | A Employer identification number 45-1995732 |
| Number and street (or P O box number if mail is not delivered to street address) 30195 CHAGRIN BLVD. | Room/suite 250 | B Telephone number (see instructions) 216-831-4105 |
| City or town, state or province, country, and ZIP or foreign postal code PEPPER PIKE OH 44124 | | C If exemption application is pending, check here <input type="checkbox"/> |
| G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change | | 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) ▶ \$ 30,101,023 | J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions)) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|--|------------------------------------|---------------------------|-------------------------|---|
| Revenue | 1 Contributions, gifts, grants, etc., received (attach schedule) | 2,927,000 | | | |
| | 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | 155,650 | 155,650 | | |
| | 4 Dividends and interest from securities | 300,948 | 300,948 | | |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 1,945,641 | | | |
| | b Gross sales price for all assets on line 6a 6,804,563 | | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 1,945,641 | | |
| | 8 Net short-term capital gain | | | 0 | |
| | 9 Income modifications | | | | |
| | 10a Gross sales less returns and allowances | | | | |
| b Less Cost of goods sold | | | | | |
| c Gross profit or (loss) (attach schedule) | | | | | |
| 11 Other income (attach schedule) Stmt 1 | -8,506 | -7,607 | | | |
| 12 Total. Add lines 1 through 11 | 5,320,733 | 2,394,632 | 0 | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc | 0 | | | |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees (attach schedule) | | | | |
| | b Accounting fees (attach schedule) | | | | |
| | c Other professional fees (attach schedule) | | | | |
| | 17 Interest | 19,658 | 19,658 | | |
| | 18 Taxes (attach schedule) (see instructions) Stmt 2 | 65,223 | 7,657 | | |
| | 19 Depreciation (attach schedule) and depletion | | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | | | | |
| | 22 Printing and publications | | | | |
| | 23 Other expenses (att sch) Stmt 3 | 165,664 | 159,390 | | 2,125 |
| | 24 Total operating and administrative expenses. Add lines 13 through 23 | 250,545 | 186,705 | 0 | 2,125 |
| | 25 Contributions, gifts, grants paid See Statement 4 | 1,185,527 | | | 1,185,527 |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 1,436,072 | 186,705 | 0 | 1,187,652 | |
| 27 Subtract line 26 from line 12 | | | | | |
| a Excess of revenue over expenses and disbursements | 3,884,661 | | | | |
| b Net investment income (if negative, enter -0-) | | 2,207,927 | | | |
| c Adjusted net income (if negative, enter -0-) | | | 0 | | |

For Paperwork Reduction Act Notice, see instructions.

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SCANNED OCT 31 2014

Operating and Administrative Expenses

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| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions) | | Beginning of year | End of year | |
|------------------------------------|-----|---|---|-------------------|----------------|-----------------------|
| | | | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 | Cash – non-interest-bearing | | 3,155 | 6,354 | 6,354 |
| | 2 | Savings and temporary cash investments | | 369,016 | 2,792,040 | 2,792,040 |
| | 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 (att schedule) ▶ | | | | |
| | | Less allowance for doubtful accounts ▶ | 0 | | | |
| | 8 | Inventories for sale or use | | | | |
| | 9 | Prepaid expenses and deferred charges | | | | |
| | 10a | Investments – U S and state government obligations (attach schedule) | | | | |
| | b | Investments – corporate stock (attach schedule) See Stmt 5 | | | 207,413 | 213,706 |
| | c | Investments – corporate bonds (attach schedule) See Stmt 6 | | 3,534,463 | 1,894,006 | 1,835,056 |
| | 11 | Investments – land, buildings, and equipment basis ▶ | | | | |
| | | Less accumulated depreciation (attach sch) ▶ | | | | |
| | 12 | Investments – mortgage loans | | | | |
| | 13 | Investments – other (attach schedule) See Statement 7 | | 19,487,063 | 25,253,867 | 25,253,867 |
| | 14 | Land, buildings, and equipment basis ▶ | | | | |
| | | Less accumulated depreciation (attach sch) ▶ | | | | |
| | 15 | Other assets (describe ▶) | | | | |
| | 16 | Total assets (to be completed by all filers – see the instructions Also, see page 1, item I) | | 23,393,697 | 30,153,680 | 30,101,023 |
| Liabilities | 17 | Accounts payable and accrued expenses | | | | |
| | 18 | Grants payable | | | | |
| | 19 | Deferred revenue | | | | |
| | 20 | Loans from officers, directors, trustees, and other disqualified persons | | | | |
| | 21 | Mortgages and other notes payable (attach schedule) | | | | |
| | 22 | Other liabilities (describe ▶) | | | | |
| | 23 | Total liabilities (add lines 17 through 22) | | 0 | 0 | |
| Net Assets or Fund Balances | | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/> | | | | |
| | 24 | Unrestricted | | 23,393,697 | 30,153,680 | |
| | 25 | Temporarily restricted | | | | |
| | 26 | Permanently restricted | | | | |
| | | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/> | | | | |
| | 27 | Capital stock, trust principal, or current funds | | | | |
| | 28 | Paid-in or capital surplus, or land, bldg , and equipment fund | | | | |
| | 29 | Retained earnings, accumulated income, endowment, or other funds | | | | |
| | 30 | Total net assets or fund balances (see instructions) | | 23,393,697 | 30,153,680 | |
| | 31 | Total liabilities and net assets/fund balances (see instructions) | | 23,393,697 | 30,153,680 | |

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 | 23,393,697 |
| 2 | Enter amount from Part I, line 27a | 2 | 3,884,661 |
| 3 | Other increases not included in line 2 (itemize) ▶ See Statement 8 | 3 | 3,313,502 |
| 4 | Add lines 1, 2, and 3 | 4 | 30,591,860 |
| 5 | Decreases not included in line 2 (itemize) ▶ See Statement 9 | 5 | 438,180 |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30 | 6 | 30,153,680 |

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Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.) | | (b) How acquired P – Purchase D – Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|---|--|--|--------------------------------------|----------------------------------|
| 1a See Worksheet | | | | |
| b | | | | |
| 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 | | | |
| b | | | |
| c | | | |
| d | | | |
| e | | | |

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

| (i) FMV as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
|------------------------|--------------------------------------|---|---|
| a | | | |
| b | | | |
| c | | | |
| d | | | |
| e | | | |

| | | | |
|---|--|----------|------------------|
| 2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 | | 2 | 1,945,641 |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 If (loss), enter -0- in | | 3 | 160,869 |

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 | 344,924 | 22,509,316 | 0.015324 |
| 2011 | | 11,998,223 | |
| 2010 | | | |
| 2009 | | | |
| 2008 | | | |

| | | |
|--|----------|-------------------|
| 2 Total of line 1, column (d) | 2 | 0.015324 |
| 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 | 0.015324 |
| 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 | 4 | 25,497,033 |
| 5 Multiply line 4 by line 3 | 5 | 390,717 |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 22,079 |
| 7 Add lines 5 and 6 | 7 | 412,796 |
| 8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions | 8 | 1,187,652 |

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) | | |
| 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 | 1 | 22,079 |
| c | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b) | | |
| 2 | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 2 | 0 |
| 3 | Add lines 1 and 2 | 3 | 22,079 |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 4 | 0 |
| 5 | Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | 5 | 22,079 |
| 6 | Credits/Payments | | |
| a | 2013 estimated tax payments and 2012 overpayment credited to 2013 | 6a | 42,908 |
| b | Exempt foreign organizations – tax withheld at source | 6b | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | 17,500 |
| d | Backup withholding erroneously withheld | 6d | |
| 7 | Total credits and payments. Add lines 6a through 6d | 7 | 60,408 |
| 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 | 38,329 |
| 11 | Enter the amount of line 10 to be Credited to 2014 estimated tax 38,329 Refunded | 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? | N/A | |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____ | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____ | | |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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? | N/A | 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) OH | | |
| 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 |

Stmt 10

Part VII-A Statements Regarding Activities (continued)

| | | | | |
|----|--|----|----------------------------|----------------|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | X |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A | 13 | X | |
| 14 | The books are in care of ► DOUGLAS J. SMORAG 30195 CHAGRIN BLVD. -STE. 250 Located at ► PEPPER PIKE OH ZIP+4 ► 44124 Telephone no ► 216-831-4105 | | | |
| 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 | ► <input type="checkbox"/> | |
| 16 | At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ► | 16 | Yes | No X |

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

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

| | | Yes | No |
|-----|---|-----------------------------------|--|
| 1a | During the year did the foundation (either directly or indirectly) | | |
| (1) | Engage in the sale or exchange, or leasing of property with a disqualified person? | <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 type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (5) | Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? | <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)? Organizations relying on a current notice regarding disaster assistance check here | N/A ► <input type="checkbox"/> | |
| 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? | N/A | |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) | | |
| a | At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ► 20 , 20 , 20 , 20 | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b | Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions.) | N/A | |
| c | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20 | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? | <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.) | N/A | |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | X |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? | 4b | X |

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (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 |
|--|---|---|---|---------------------------------------|
| JAMES L. HAMBRICK 30195 CHAGRIN BLVD.-STE. 250 OH 44124 | PEPPER PIKE PRESIDENT 1.00 | 0 | 0 | 0 |
| ANGELA A. HAMBRICK 30195 CHAGRIN BLVD.-STE. 250 OH 44124 | PEPPER PIKE VICE PRESIDE 1.00 | 0 | 0 | 0 |
| JOHN PAUL BATT 30195 CHAGRIN BLVD.-STE. 250 OH 44124 | PEPPER PIKE SECRETARY 0.00 | 0 | 0 | 0 |
| DOUGLAS J. SMORAG 30195 CHAGRIN BLVD.-STE. 250 OH 44124 | PEPPER PIKE TREASURER 1.00 | 0 | 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 | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

Total number of other employees paid over \$50,000**0**

Form 990-PF (2013) **THE JAMES AND ANGELA****45-1995732**Page **7****Part VII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

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

| | Expenses |
|-------|----------|
| 1 N/A | |
| 2 | |
| 3 | |
| 4 | |

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

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

| | Amount |
|--|--------|
| 1 N/A | |
| 2 | |
| All other program-related investments See instructions | |
| 3 | |
| Total. Add lines 1 through 3 ▶ | |

Form **990-PF** (2013)

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

| | | | |
|----------|---|-----------|-------------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes | | |
| a | Average monthly fair market value of securities | 1a | 2,653,978 |
| b | Average of monthly cash balances | 1b | 552,805 |
| c | Fair market value of all other assets (see instructions) | 1c | 22,678,530 |
| d | Total (add lines 1a, b, and c) | 1d | 25,885,313 |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | 0 |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | 0 |
| 3 | Subtract line 2 from line 1d | 3 | 25,885,313 |
| 4 | Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions) | 4 | 388,280 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 25,497,033 |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 1,274,852 |

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 | 1,274,852 |
| 2a | Tax on investment income for 2013 from Part VI, line 5 | 2a | 22,079 |
| b | Income tax for 2013 (This does not include the tax from Part VI) | 2b | |
| c | Add lines 2a and 2b | 2c | 22,079 |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 1,252,773 |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | 1,252,773 |
| 6 | Deduction from distributable amount (see instructions) | 6 | |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 1,252,773 |

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 | 1,187,652 |
| b | Program-related investments – total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | |
| 3 | Amounts set aside for specific charitable projects that satisfy the | | |
| a | Suitability test (prior IRS approval required) | 3a | |
| b | Cash distribution test (attach the required schedule) | 3b | |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 1,187,652 |
| 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 | 22,079 |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 1,165,573 |

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 | | | | 1,252,773 |
| 2 Undistributed income, if any, as of the end of 2013 | | | | |
| a Enter amount for 2012 only | | | 1,115,612 | |
| b Total for prior years 20____, 20____, 20____ | | | | |
| 3 Excess distributions carryover, if any, to 2013 | | | | |
| a From 2008 | | | | |
| b From 2009 | | | | |
| c From 2010 | | | | |
| d From 2011 | | | | |
| e From 2012 | | | | |
| f Total of lines 3a through e | | | | |
| 4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,187,652 | | | | |
| a Applied to 2012, but not more than line 2a | | | 1,115,612 | |
| b Applied to undistributed income of prior years (Election required – see instructions) | | | | |
| c Treated as distributions out of corpus (Election required – see instructions) | | | | |
| d Applied to 2013 distributable amount | | | | 72,040 |
| e Remaining amount distributed out of corpus | | | | |
| 5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a)) | | | | |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b | | | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | | | |
| d Subtract line 6c from line 6b Taxable amount – see instructions | | | | |
| e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions | | | | |
| f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 | | | | 1,180,733 |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) | | | | |
| 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) | | | | |
| 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a | | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2009 | | | | |
| b Excess from 2010 | | | | |
| c Excess from 2011 | | | | |
| d Excess from 2012 | | | | |
| e Excess from 2013 | | | | |

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

JAMES H. HAMBRICK **\$2,927,000**

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

N/A

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

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

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Form 990-PF (2013) **THE JAMES AND ANGELA****45-1995732**Page **11****Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|---|----------------------------------|------------------|
| Name and address (home or business) | | | | |
| a Paid during the year See Statement 11 | | | | 1,185,527 |
| Total | | | ▶ 3a | 1,185,527 |
| b Approved for future payment UNIVERSITY HOSPITAL 11100 EUCLID AVE. CLEVELAND OH 44106 | NONE | 501 (C) 3 HAMRICK MASTER CLINICIAN | | 500,000 |
| Total | | | ▶ 3b | 500,000 |

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

| Enter gross amounts unless otherwise indicated | | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See instructions) |
|--|--|---------------------------|---------------|--------------------------------------|------------------|--|
| | | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 | Program service revenue | | | | | |
| a | | | | | | |
| b | | | | | | |
| c | | | | | | |
| d | | | | | | |
| e | | | | | | |
| f | | | | | | |
| g | Fees and contracts from government agencies | | | | | |
| 2 | Membership dues and assessments | | | | | |
| 3 | Interest on savings and temporary cash investments | | | 14 | 155,650 | |
| 4 | Dividends and interest from securities | | | 14 | 300,948 | |
| 5 | Net rental income or (loss) from real estate | | | | | |
| a | Debt-financed property | | | | | |
| b | Not debt-financed property | | | | | |
| 6 | Net rental income or (loss) from personal property | | | | | |
| 7 | Other investment income | | | | | |
| 8 | Gain or (loss) from sales of assets other than inventory | | | 14 | 1,945,641 | |
| 9 | Net income or (loss) from special events | | | | | |
| 10 | Gross profit or (loss) from sales of inventory | | | | | |
| 11 | Other revenue a | | | | | |
| b | See Statement 12 | | -899 | | -7,607 | |
| c | | | | | | |
| d | | | | | | |
| e | | | | | | |
| 12 | Subtotal Add columns (b), (d), and (e) | | -899 | | 2,394,632 | 0 |
| 13 | Total. Add line 12, columns (b), (d), and (e) | | | | 13 | 2,393,733 |

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- 1** Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
- a** Transfers from the reporting foundation to a noncharitable exempt organization of
- (1) Cash
- (2) Other assets
- b** Other transactions
- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- d** If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

| | Yes | No |
|-------|-----|----|
| 1a(1) | | X |
| 1a(2) | | X |
| 1b(1) | | X |
| 1b(2) | | X |
| 1b(3) | | X |
| 1b(4) | | X |
| 1b(5) | | X |
| 1b(6) | | X |
| 1c | | X |

[illegible]

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

☐ Yes ☒ No

- b** If "Yes," complete the following schedule

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|--------------------------|--------------------------|---------------------------------|
| N/A | | |
| | | |
| | | |
| | | |
| | | |

**Sign
Here**

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

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes

Signature of officer or trustee

Date _____

Title

TREASURER

Paid
Preparer
Use Only

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

Firm's name ► **This tax return**

PTIN

Firm's address ► prepared by a
non-paid preparer.

Firm's FIN ►

Phone no

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**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, 990-PF) and its instructions is at www.irs.gov/form990.

Name of the organization

**THE JAMES AND ANGELA
HAMBRICK FOUNDATION**

Employer identification number

45-1995732

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

Special Rules

- ☐
- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33
- ¹
- /
- ₃
- % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

- ☐
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

- ☐
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the
- General Rule**
- applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

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

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

THE JAMES AND ANGELA

Employer identification number

45-1995732**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 | ANGELA HAMBRICK 30195 CHAGRIN BLVD.-STE 250 PEPPER PIKE OH 44124 | \$ 2,450,725 | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions) |
| 2 | JAMES HAMBRICK 30195 CHAGRIN BLVD.-STE. 250 PEPPER PIKE OH 44124 | \$ 476,275 | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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) |

Name of organization

THE JAMES AND ANGELA

Employer identification number

45-1995732**Part II** **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
|---------------------------|--|--|----------------------|
| 1 | 18429 SHS-ISHARES S&P 100 | \$ 1,477,269 | 12/18/13 |
| 1 | 6086 SHS-DJIA SPDR | \$ 973,456 | 12/18/13 |
| 2 | 993 SHS-ISHARES S&P 100 | \$ 79,599 | 12/18/13 |
| 2 | 2480 SHS-DJIA SPDR | \$ 396,676 | 12/18/13 |
| | | \$ | |
| | | \$ | |

| Form 990-PF | | Capital Gains and Losses for Tax on Investment Income | | 2013 |
|--|---|---|---|-------------|
| | | For calendar year 2013, or tax year beginning _____, and ending _____ | | |
| Name THE JAMES AND ANGELA HAMBRICK FOUNDATION | | | Employer Identification Number 45-1995732 | |
| (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.) | |
| (1) CMWA CAPITAL APPREC FUND K1 | P | 01/01/13 | 12/31/13 | |
| (2) CMWA CAPITAL APPREC FUND K1 | P | 01/01/12 | 12/31/13 | |
| (3) CMWA CSI OPPORTUNITIES K1 | P | 01/01/13 | 12/31/13 | |
| (4) CMWA CSI OPPORTUNITIES K1 | P | 01/01/12 | 12/31/13 | |
| (5) CMWA PRIVATE EQUITY 2011 K1 | P | 01/01/13 | 12/31/13 | |
| (6) CMWA PRIVATE EQUITY 2011 K1 | P | 01/01/12 | 12/31/13 | |
| (7) CMWA DEFENSIVE FUND K1 | P | 01/01/13 | 12/31/13 | |
| (8) CMWA DEFENSIVE FUND K1 | P | 01/01/12 | 12/31/13 | |
| (9) CMWA PRIVATE EQUITY 2012 K1 | P | 01/01/13 | 12/31/13 | |
| (10) CMWA PRIVATE EQUITY 2012 K1 | P | 01/01/12 | 12/31/13 | |
| (11) 16929 SHS-ISHARES S&P 100 | D | 11/23/12 | 12/20/13 | |
| (12) 5541 SHS-SPDR DJIA ETF | D | 11/23/12 | 12/20/13 | |
| (13) 2480 SHS-SPDR DJIA ETF | D | 03/22/12 | 12/20/13 | |
| (14) 993 SHS-ISHARES S&P 100 | D | 03/22/12 | 12/20/13 | |
| (15) SEE ATTACHED EXHIBIT A | P | Various | Various | |

| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|------------------------------|---|--|---|
| (1) 252,368 | | | 252,368 |
| (2) 1,350,635 | | | 1,350,635 |
| (3) | | 33,821 | -33,821 |
| (4) 3,222 | | | 3,222 |
| (5) 151 | | | 151 |
| (6) 11,972 | | | 11,972 |
| (7) | | 50,328 | -50,328 |
| (8) 19,859 | | | 19,859 |
| (9) 1,006 | | | 1,006 |
| (10) 6,010 | | | 6,010 |
| (11) 1,379,134 | | 1,181,115 | 198,019 |
| (12) 898,165 | | 713,681 | 184,484 |
| (13) 401,994 | | 323,268 | 78,726 |
| (14) 80,896 | | 63,343 | 17,553 |
| (15) 504,707 | | 513,214 | -8,507 |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) OR Losses (from col. (h)) |
|---|---|--|--|
| (i) FMV as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | |
| (1) | | | 252,368 |
| (2) | | | 1,350,635 |
| (3) | | | -33,821 |
| (4) | | | 3,222 |
| (5) | | | 151 |
| (6) | | | 11,972 |
| (7) | | | -50,328 |
| (8) | | | 19,859 |
| (9) | | | 1,006 |
| (10) | | | 6,010 |
| (11) | | | 198,019 |
| (12) | | | 184,484 |
| (13) | | | 78,726 |
| (14) | | | 17,553 |
| (15) | | | -8,507 |

| Form 990-PF | | Capital Gains and Losses for Tax on Investment Income | | 2013 |
|---|--|---|---|----------------------------------|
| | | For calendar year 2013, or tax year beginning _____, and ending _____ | | |
| Name THE JAMES AND ANGELA HAMBRICK FOUNDATION | | | Employer Identification Number 45-1995732 | |
| (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.) |
| (1) SEE ATTACHED EXHIBIT B | | P | Various | Various |
| (2) | | | | |
| (3) | | | | |
| (4) | | | | |
| (5) | | | | |
| (6) | | | | |
| (7) | | | | |
| (8) | | | | |
| (9) | | | | |
| (10) | | | | |
| (11) | | | | |
| (12) | | | | |
| (13) | | | | |
| (14) | | | | |
| (15) | | | | |

| (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) |
|-----------------------|--|---|--|
| (1) 1,894,444 | | 1,980,152 | -85,708 |
| (2) | | | |
| (3) | | | |
| (4) | | | |
| (5) | | | |
| (6) | | | |
| (7) | | | |
| (8) | | | |
| (9) | | | |
| (10) | | | |
| (11) | | | |
| (12) | | | |
| (13) | | | |
| (14) | | | |
| (15) | | | |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) OR Losses (from col. (h)) |
|---|--------------------------------------|---|---|
| (i) FMV as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | |
| (1) | | | -85,708 |
| (2) | | | |
| (3) | | | |
| (4) | | | |
| (5) | | | |
| (6) | | | |
| (7) | | | |
| (8) | | | |
| (9) | | | |
| (10) | | | |
| (11) | | | |
| (12) | | | |
| (13) | | | |
| (14) | | | |
| (15) | | | |

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

| Description | Revenue per Books | Net Investment Income | Adjusted Net Income |
|-------------------------------|-------------------|-----------------------|---------------------|
| CMWA CAP APPREC FUND K1 | \$ 8,615 | \$ 8,615 | \$ |
| CMWA COMMON SENSE OPPS K1 | 1,473 | 1,473 | |
| CMWA PRIVATE 2011 K1 | -15,860 | -15,860 | |
| CMWA PRIVATE 2012 K1 | -1,835 | -1,835 | |
| CMWA COMMON SENSE OPP K1-UBTI | 1,138 | | |
| CMWA PRIVATE 2011 K1-UBTI | -2,515 | | |
| CMWA PRIVATE 2012 K1-UBTI | 478 | | |
| Total | \$ -8,506 | \$ -7,607 | \$ 0 |

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

| Description | Total | Net Investment | Adjusted Net | Charitable Purpose |
|-----------------------------|-----------|----------------|--------------|--------------------|
| FOREIGN INCOME TAX FROM K1S | \$ 7,657 | \$ 7,657 | \$ | \$ |
| FEDERAL TAXES | 57,566 | | | |
| Total | \$ 65,223 | \$ 7,657 | \$ 0 | \$ 0 |

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Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

| Description | Total | Net Investment | Adjusted Net | Charitable Purpose |
|------------------------------|------------|----------------|--------------|--------------------|
| Expenses | | | | |
| CMWA CAPITAL APPRECIATION K1 | 115,387 | 115,387 | | |
| CMWA COMMON SENSE K1 | 199 | 199 | | |
| CMWA COMMON SENSE OPFS K1 | 3,135 | 3,135 | | |
| CMWA PRIVATE EQUITY 2011 K1 | 19,332 | 19,332 | | |
| CMWA DEFENSIVE FUND K1 | 2,059 | 2,059 | | |
| CMWA PRIVATE EQUITY 2012 K1 | 19,278 | 19,278 | | |
| CMWA PRIVATE 2011-NONDEDUCT | 2 | | | |
| CMWA PRIVATE 2012 NONDEDUCTI | 3,947 | | | |
| ANNUAL REGISTRATION | 200 | | | |
| APPRAISAL FEE | 2,125 | | | 2,125 |
| Total | \$ 165,664 | \$ 159,390 | \$ 0 | \$ 2,125 |

Statement 4 - Form 990-PF, Part I, Line 25 - Noncash Contributions, Gifts, Grants

| Amount | Noncash Description | FMV Explanation | Book Value Amount | Book Value Explanation | Date |
|--------|---------------------|-----------------|-------------------|------------------------|---------|
| 25,000 | WILDLIFE ART | APPRAISAL | 25,000 | COST | 3/13/13 |

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

| Description | Beginning of Year | End of Year | Basis of Valuation | Fair Market Value |
|--------------------------|-------------------|-------------|--------------------|-------------------|
| 1500 SHS-ISHARES S&P 100 | \$ | \$ 120,240 | Cost | \$ 123,525 |
| 545 SHS-SPDR DOW JONES | | 87,173 | Cost | 90,181 |
| Total | \$ 0 | \$ 207,413 | | \$ 213,706 |

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Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

| Description | Beginning of Year | End of Year | Basis of Valuation | Fair Market Value |
|--------------------------------|----------------------|----------------|-----------------------|----------------------|
| SEE ATTACHED SCHEDULE OF BONDS | \$ 3,534,463 | \$ 1,894,006 | Cost | \$ 1,835,056 |
| Total | \$ 3,534,463 | \$ 1,894,006 | | \$ 1,835,056 |

Statement 7 - Form 990-PF, Part II, Line 13 - Other Investments

| Description | Beginning of Year | End of Year | Basis of Valuation | Fair Market Value |
|--------------------------------------|----------------------|----------------|-----------------------|----------------------|
| CMWA CAPITAL APPRECIATION FUND | \$ 16,406,186 | \$ 22,154,292 | Market | \$ 22,154,292 |
| CLANCO COMMON SENSE LLC | 1,772,436 | | Market | |
| CLANCO COMMON SENSE OPPORTUNITIES LL | 959,614 | 113,326 | Market | 113,326 |
| CMWA PRIVATE EQUITY 2011 | 348,827 | 544,406 | Market | 544,406 |
| CMWA DEFENSIVE FUND | | 2,112,038 | Market | 2,112,038 |
| CMWA PRIVATE EQUITY 2012 | | 329,805 | Market | 329,805 |
| Total | \$ 19,487,063 | \$ 25,253,867 | | \$ 25,253,867 |

Federal Statements**Statement 8 - Form 990-PF, Part III, Line 3 - Other Increases**

| <u>Description</u> | <u>Amount</u> |
|--|---------------------|
| UNREALIZED INCOME/LOSS FROM PASS THRU ENTITIES | \$ 3,313,502 |
| Total | <u>\$ 3,313,502</u> |

Statement 9 - Form 990-PF, Part III, Line 5 - Other Decreases

| <u>Description</u> | <u>Amount</u> |
|---|-------------------|
| DIIFERENCE BETWEEN DONATED COST OF SECURITY AND BASIS ON BOOKS | \$ 438,180 |
| Total | <u>\$ 438,180</u> |

HAMBRICKFDN THE JAMES AND ANGELA

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Statement 10 - Form 990-PF, Part VII-A, Line 10 - Substantial Contributors

Name

Address

City, State, Zip

JAMES L. HAMBRICK

30195 CHAGRIN BLVD.-STE. 250

PEPPER PIKE OH 44124

Federal Statements**Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000**

| <u>Name of Manager</u> | <u>Amount</u> |
|------------------------|---------------|
| JAMES H. HAMBRICK | \$ 2,927,000 |
| Total | \$ 2,927,000 |

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Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

| Name | | Address | | Relationship | Status | Purpose | Amount |
|-------------------------------------|------|--------------------------|--|--------------|--------|---------------------------|---------|
| Address | | | | | | | |
| UNIVERSITY SCHOOL | | 2785 SOM CENTER RD. | | | | | |
| HUNTING VALLEY OH 44022 | NONE | 501(C) 3 | | | | HV CLASSROOM WING | 500,000 |
| HOSPICE OF WESTERN RESERVE | | 17876 SAINT CLAIR AVE. | | | | | |
| CLEVELAND OH 44110 | NONE | 501(C) 3 | | | | OPERATIONS | 63,617 |
| UNIVERSITY HOSPITAL | | 11100 EUCLID AVE. | | | | | |
| CLEVELAND OH 44106 | NONE | 501 C 3 | | | | HAMBRICK MASTER CLINICIAN | 500,000 |
| AMERICAN CANCER SOCIETY | | 10501 EUCLID AVE. | | | | | |
| CLEVELAND OH 44106 | NONE | 501(C) 3 | | | | ANNUAL FUND | 500 |
| ASCPA | | 520 EIGHTH AVE., 7TH FL | | | | | |
| NEW YORK NY 10018 | NONE | 501 (C) 3 | | | | ANNUAL FUND | 1,600 |
| AUGUSTA CEMETERY ASSOC | | W. 76TH ST. | | | | | |
| AUGUSTA IN 46183 | NONE | 501(C) 3 | | | | GENERAL FUND | 200 |
| CANTER OHIO | | 9277 BALDWIN ROAD | | | | | |
| MENTOR OH 44060 | NONE | 501(C) 3 | | | | GENERAL FUND | 5,000 |
| CITY MISSION | | 5310 CARNEGIE AVE. | | | | | |
| CLEVELAND OH 44103 | NONE | 501 (C) 3 | | | | GENERAL FUND | 1,000 |
| CLEVELAND BOTANICAL GARDENS | | 11030 EAST BLVD | | | | | |
| CLEVELAND OH 44106 | NONE | 501(C) 3 | | | | GENERAL FUND | 125 |
| CLEVELAND MUSEUM OF ART | | 11150 EAST BLVD | | | | | |
| CLEVELAND OH 44106 | NONE | 501(C) 3 | | | | CIRCLES PROGRAM | 1,000 |
| CLEVELAND MUSEUM OF NATURAL HISTORY | | 1 WADE OVAL DR. | | | | | |
| CLEVELAND OH 44106 | NONE | 501(C) 3 | | | | ANNUAL FUND | 25,000 |
| HABITAT FOR HUMANITY | | 12180 KINSMAN RD.-BOX 21 | | | | | |
| NEWBURY OH 44065 | NONE | 501 (C) 3 | | | | ANNUAL FUND | 1,000 |
| HOPE HAVEN OF THE LOW COUNTRY | | P.O. BOX 2502 | | | | | |
| BEAUFORT SC 29901 | NONE | 501 (C) 3 | | | | ANNUAL FUND | 5,000 |
| KIRTLAND COUNTRY CLUB SCHOLARSHIP F | | 39438 KIRTLAND RD. | | | | | |
| WILLOUGHBY OH 44094 | NONE | 501(C) 3 | | | | SCHOLARSHIPS | 250 |
| LEUKEMIA AND LYMPHOMA SOCIETY | | 5700 BRECKSVILLE RD. | | | | | |
| INDEPENDENCE OH 44131 | NONE | 501 (C) 3 | | | | ANNUAL FUND | 1,000 |
| RESCUE VILLAGE GEauga HUMANE SCY | | 15463 CHILLICOTHE RD. | | | | | |
| RUSSELL TWP OH 44072 | NONE | 501 (C) 3 | | | | ANNUAL FUND | 1,500 |
| SALVATION ARMY | | 2507 E. 22ND | | | | | |
| CLEVELAND OH 44115 | NONE | 501(C) 3 | | | | ANNUAL FUND | 1,000 |

Federal Statements

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

| Name | | Address | | Relationship | Status | Purpose | Amount |
|--|------|--------------------------|-----------|--------------|-------------------|---------|------------------|
| Address | | | | | | | |
| SHELDON ANIMAL RESCUE BEAUFORT SC 29941 | NONE | PO BOX 129 | 501(C)3 | | ANNUAL FUND | | 5,000 |
| SMILE TRAIN NEW YORK NY 10010 | NONE | 41 MADISON AVE.-FLR 28 | 501(C)3 | | GENERAL FUND | | 500 |
| THE ASSOC OF FORMER STUDENTS COLLEGE STATION TX 77840 | NONE | GEORGE BUSH DRIVE | 501(C)3 | | ANNUAL FUND | | 250 |
| TROUT UNLIMITED ARLINGTON VA 22209 | NONE | 1300 NORTH 17TH ST. #500 | 501(C)3 | | ANNUAL FUND | | 500 |
| UNITED WAY CHARDON OH 44024 | NONE | 209 CENTER ST. | 501(C)3 | | ANNUAL CAMPAIGN | | 12,000 |
| VOCATIONAL GUIDANCE SERVICES CLEVELAND OH 44103 | NONE | 2239 EAST 55TH. | 501 (C) 3 | | ANNUAL FUND | | 10,000 |
| WINOUS POINT MARSH CONSERVANCY CLEVELAND OH 44124 | NONE | 30195 CHAGRIN BLVD #250 | 501(C)3 | | MARSH CONSERVANCY | | 24,485 |
| WINOUS POINT MARSH CONSERVANCY CLEVELAND OH 44124 | NONE | 30195 CHAGRIN BLVD #250 | 501(C)3 | | FOUNDATION | | 25,000 |
| Total | | | | | | | <u>1,185,527</u> |

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Statement 12 - Form 990-PF, Part XVI-A, Line 11 - Other Revenue

| <u>Description</u> | <u>Business Code</u> | <u>Unrelated Amount</u> | <u>Exclusion Code</u> | <u>Exclusion Amount</u> | <u>Related Income</u> |
|-----------------------------|--------------------------|-----------------------------|---------------------------|-----------------------------|---------------------------|
| CMWA CAP APPREC FUND K1 | | \$ | 14 | \$ 8,615 | \$ |
| CMWA COMMON SENSE OPPS K1 | | | 14 | 1,473 | |
| CMWA PRIVATE 2011 K1 | | | 14 | -15,860 | |
| CMWA PRIVATE 2012 K1 | | | 14 | -1,835 | |
| CMWA COMMON SENSE OPP K1-UB | | | | | |
| 525990 | | 1,138 | | | |
| CMWA PRIVATE 2011 K1-UBTI | | | | | |
| 525990 | | -2,515 | | | |
| CMWA PRIVATE 2012 K1-UBTI | | | | | |
| 525990 | | 478 | | | |
| Total | | \$ <u>-899</u> | | \$ <u>-7,607</u> | \$ <u>0</u> |

THE JAMES AND ANGELA HAMBRICK FOUNDATION
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PAGE 2, PART II, LINE 10c - Investments - corporate bonds

| | <u>Description</u> | <u>Quantity</u> | <u>Cost</u> | <u>Market Value</u> |
|------------------------------|-------------------------------|-----------------|-------------------------|-------------------------|
| MORGAN STANLEY | 5.375% 10/15/2015 DD 10/21/05 | 30,000 | 29,026 | 32,267 |
| NEWS AMERICA INC | 5.300% 12/15/2014 DD 12/03/04 | 35,000 | 36,750 | 36,548 |
| NORFOLK SOUTHERN CORP | 5.257% 09/17/2014 DD 09/17/04 | 35,000 | 37,396 | 36,162 |
| OCCIDENTAL PETROLEUM CORP | 4.125% 06/01/2016 DD 05/15/09 | 40,000 | 44,678 | 43,026 |
| ORACLE CORP | 1.200% 10/15/2017 DD 10/25/12 | 25,000 | 24,236 | 24,602 |
| PNC FUNDING CORP | 5.250% 11/15/2015 DD 11/03/03 | 30,000 | 32,091 | 32,216 |
| PROCTER & GAMBLE CO/THE | 4.850% 12/15/2015 DD 11/25/03 | 50,000 | 54,628 | 54,079 |
| ROYAL BANK OF CANADA | 2.875% 04/19/2016 DD 04/19/11 | 35,000 | 37,183 | 36,481 |
| TRAVELERS COS INC/THE | 5.500% 12/01/2015 DD 11/28/05 | 35,000 | 39,418 | 38,181 |
| STRYKER CORP | 2.000% 09/30/2016 DD 09/16/11 | 15,000 | 15,528 | 15,411 |
| TAMPA ELECTRIC CO | 6.100% 05/15/2018 DD 05/16/08 | 25,000 | 31,357 | 29,053 |
| THERMO FISHER SCIENTIFIC INC | 3.200% 05/01/2015 DD 04/27/10 | 25,000 | 26,441 | 25,813 |
| UNITED TECHNOLOGIES CORP | 4.875% 05/01/2015 DD 04/29/05 | 35,000 | 39,481 | 36,988 |
| VERIZON COMMUNICATIONS INC | 5.550% 02/15/2016 DD 02/15/06 | 35,000 | 40,190 | 38,277 |
| WISCONSIN ELECTRIC POWER CO | 6.000% 04/01/2014 DD 10/01/08 | 50,000 | 56,372 | 50,669 |
| TOTALS | | | <u>1,894,006</u> | <u>1,835,056</u> |

THE JAMES AND ANGELA HAMBRICK FOUNDATION
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PAGE 3, PART IV - Capital Gains and Losses for Tax on Investment Income

EXHIBIT A - SHORT TERM GAINS AND LOSSES

| | (a) | (b) | (c) | (d) | (e) | (g) | (h) |
|---|--------------------------------|----------|---------------|-----------|-------------|---------|----------------|
| Units/Shares | Property Sold | Acquired | Date Acquired | Date Sold | Sales Price | Cost | Gain or (Loss) |
| 100,000 | FEDERAL HOME LN MTG CORP | P | 11/19/2013 | 12/2/2013 | 106,619 | 106,777 | -159 |
| 10,000 | MANUFACTURERS & TRADERS TRUST | P | 1/16/2013 | 5/16/2013 | 12,084 | 12,135 | -51 |
| 20,000 | US BANCORP | P | 12/6/2012 | 5/16/2013 | 20,725 | 21,063 | -338 |
| 15,000 | ANHEUSER-BUSCH COS LLC | P | 12/4/2012 | 5/16/2013 | 16,072 | 16,356 | -284 |
| 50,000 | COCA-COLA REFRESHMENTS USA INC | P | 10/17/2012 | 4/5/2013 | 53,409 | 54,170 | -761 |
| 213 | CREDIT SUISSE FIRST BOST C6 A4 | P | 7/12/2012 | 1/1/2013 | 213 | 236 | -22 |
| 20,000 | COMMONWEALTH EDISON CO | P | 11/1/2012 | 5/16/2013 | 24,076 | 24,710 | -634 |
| 214 | CREDIT SUISSE FIRST BOST C6 A4 | P | 7/12/2012 | 2/1/2013 | 214 | 237 | -22 |
| 25,000 | MCDONALD'S CORP | P | 4/24/2013 | 12/2/2013 | 29,074 | 30,183 | -1,109 |
| 267 | CREDIT SUISSE FIRST BOST C6 A4 | P | 7/12/2012 | 3/1/2013 | 267 | 295 | -28 |
| 10,000 | TAMPA ELECTRIC CO | P | 9/6/2012 | 5/16/2013 | 12,272 | 12,543 | -271 |
| 50,000 | NBCUNIVERSAL MEDIA LLC | P | 3/20/2013 | 12/2/2013 | 50,262 | 50,806 | -545 |
| 644 | CREDIT SUISSE FIRST BOST C6 A4 | P | 7/12/2012 | 4/1/2013 | 644 | 711 | -68 |
| 25,000 | CITIGROUP INC | P | 8/23/2012 | 5/16/2013 | 27,005 | 26,335 | 670 |
| 50,000 | EOG RESOURCES INC | P | 12/13/2012 | 10/1/2013 | 50,000 | 52,222 | -2,222 |
| 234 | CREDIT SUISSE FIRST BOST C6 A4 | P | 7/12/2012 | 5/1/2013 | 234 | 258 | -24 |
| 218 | CREDIT SUISSE FIRST BOST C6 A4 | P | 7/12/2012 | 6/1/2013 | 218 | 241 | -23 |
| 250 | CREDIT SUISSE FIRST BOST C6 A4 | P | 7/12/2012 | 7/1/2013 | 250 | 276 | -26 |
| 50,000 | US BANCORP | P | 12/6/2012 | 12/2/2013 | 50,805 | 52,658 | -1,854 |
| 50,000 | BB&T CORP | P | 12/4/2012 | 12/2/2013 | 50,265 | 51,003 | -738 |
| TOTAL PAGE 3, PART IV - SHORT TERM GAINS AND LOSSES | | | | | 504,707 | 513,214 | -8,507 |

EXHIBIT B - LONG TERM GAINS AND LOSSES

| | (a) | (b) | (c) | (d) | (e) | (g) | (h) | | |
|--------------|--------------------------------|----------|-----------------------------|-----------|-------------|-----------|----------------|---------|---------|
| Units/Shares | Property Sold | Acquired | Date Acquired | Date Sold | Sales Price | Cost | Gain or (Loss) | | |
| 50,000 | DIAGEO CAPITAL PLC | 5 | 200% 01/30/2013 DD 10/26/07 | P | 1/24/2012 | 1/30/2013 | 50,000 | 52,280 | -2,280 |
| 178 | CREDIT SUISSE FIRST BOST C6 A4 | VAR RT | 12/15/2040 DD 12/01/05 | P | 7/12/2012 | 8/1/2013 | 178 | 196 | -19 |
| 50,000 | DUKE ENERGY OHIO INC | 2 | 100% 06/15/2013 DD 12/17/09 | P | 5/24/2012 | 6/15/2013 | 50,000 | 50,830 | -830 |
| 25,000 | AMGEN INC | 2 | 500% 11/15/2016 DD 11/10/11 | P | 4/9/2012 | 5/16/2013 | 26,247 | 25,849 | 398 |
| 50,000 | FEDERAL NATL MTG ASSN | 5 | 000% 03/15/2016 DD 02/16/06 | P | 10/15/2012 | 12/2/2013 | 55,197 | 57,645 | -2,449 |
| 2,522 | CREDIT SUISSE FIRST BOST C6 A4 | VAR RT | 12/15/2040 DD 12/01/05 | P | 7/12/2012 | 9/1/2013 | 2,522 | 2,786 | -264 |
| 20,000 | VERIZON COMMUNICATIONS INC | 5 | 550% 02/15/2016 DD 02/15/06 | P | 3/22/2012 | 5/16/2013 | 22,437 | 22,966 | -529 |
| 112 | FNMA POOL #0745505 | 5 | 424% 02/01/2016 DD 04/01/06 | P | 10/27/2011 | 1/1/2013 | 112 | 125 | -13 |
| 233 | CREDIT SUISSE FIRST BOST C6 A4 | VAR RT | 12/15/2040 DD 12/01/05 | P | 7/12/2012 | 10/1/2013 | 233 | 257 | -24 |
| 25,000 | CAPITAL ONE FINANCIAL CORP | 7 | 375% 05/23/2014 DD 05/22/09 | P | 2/16/2012 | 5/16/2013 | 26,648 | 27,931 | -1,284 |
| 80,000 | GENERAL ELECTRIC CAPITAL CORP | 5 | 450% 01/15/2013 DD 12/06/02 | P | 10/13/2011 | 1/15/2013 | 80,000 | 83,952 | -3,952 |
| 189 | FNMA POOL #0745505 | 5 | 424% 02/01/2016 DD 04/01/06 | P | 10/27/2011 | 2/1/2013 | 189 | 211 | -21 |
| 25,000 | HOME DEPOT INC/THE | 5 | 400% 03/01/2016 DD 03/24/06 | P | 2/8/2012 | 5/16/2013 | 28,235 | 29,184 | -949 |
| 35,000 | UNITED TECHNOLOGIES CORP | 4 | 875% 05/01/2015 DD 04/29/05 | P | 2/7/2012 | 5/16/2013 | 38,023 | 39,481 | -1,458 |
| 25,000 | WACHOVIA BANK COMMERCIA C18 A4 | 4 | 935% 04/15/2042 DD 05/01/05 | P | 2/6/2012 | 5/16/2013 | 26,480 | 27,406 | -926 |
| 50,000 | WACHOVIA BANK COMMERCIA C18 A4 | 4 | 935% 04/15/2042 DD 05/01/05 | P | 2/2/2012 | 5/16/2013 | 52,961 | 54,832 | -1,871 |
| 222 | CREDIT SUISSE FIRST BOST C6 A4 | VAR RT | 12/15/2040 DD 12/01/05 | P | 7/12/2012 | 11/1/2013 | 222 | 245 | -23 |
| 80,000 | CATERPILLAR FINANCIAL SERVICES | 4 | 250% 02/08/2013 DD 02/08/08 | P | 10/13/2011 | 2/8/2013 | 80,000 | 83,399 | -3,399 |
| 147 | FNMA POOL #0745505 | 5 | 424% 02/01/2016 DD 04/01/06 | P | 10/27/2011 | 3/1/2013 | 147 | 163 | -17 |
| 232 | CREDIT SUISSE FIRST BOST C6 A4 | VAR RT | 12/15/2040 DD 12/01/05 | P | 7/12/2012 | 12/1/2013 | 232 | 256 | -24 |
| 150,000 | FEDERAL NATL MTG ASSN | 4 | 375% 03/15/2013 DD 03/28/03 | P | 10/25/2011 | 3/15/2013 | 150,000 | 158,351 | -8,351 |
| 50,000 | ARCHER-DANIELS-MIDLAND CO | 7 | 125% 03/01/2013 DD 03/01/93 | P | 10/4/2011 | 3/1/2013 | 50,000 | 54,069 | -4,069 |
| 114 | FNMA POOL #0745505 | 5 | 424% 02/01/2016 DD 04/01/06 | P | 10/27/2011 | 4/1/2013 | 114 | 127 | -13 |
| 75,000 | GOLDMAN SACHS GROUP INC/THE | 5 | 250% 04/01/2013 DD 03/31/03 | P | 10/13/2011 | 4/1/2013 | 75,000 | 77,180 | -2,180 |
| 126 | FNMA POOL #0745505 | 5 | 424% 02/01/2016 DD 04/01/06 | P | 10/27/2011 | 5/1/2013 | 126 | 140 | -14 |
| 45,000 | FIFTH THIRD BANCORP | 6 | 250% 05/01/2013 DD 04/30/08 | P | 10/13/2011 | 5/1/2013 | 45,000 | 47,605 | -2,605 |
| 25,000 | EATON CORP | 5 | 950% 03/20/2014 DD 03/16/09 | P | 10/24/2011 | 5/16/2013 | 26,046 | 27,744 | -1,697 |
| 15,000 | BANK OF NEW YORK MELLON CORP/T | 4 | 950% 03/15/2015 DD 03/10/05 | P | 10/21/2011 | 5/16/2013 | 16,143 | 16,194 | -51 |
| 200,000 | FEDERAL NATL MTG ASSN | 4 | 625% 10/15/2014 DD 09/17/04 | P | 10/21/2011 | 5/16/2013 | 212,363 | 222,849 | -10,486 |
| 30,000 | JPMORGAN CHASE & CO | 5 | 375% 01/15/2014 DD 01/30/07 | P | 10/20/2011 | 5/16/2013 | 30,902 | 32,264 | -1,361 |
| 45,000 | KEYCORP | 6 | 500% 05/14/2013 DD 05/14/08 | P | 10/13/2011 | 5/14/2013 | 45,000 | 48,106 | -3,106 |
| 30,000 | BP CAPITAL MARKETS PLC | 5 | 250% 11/07/2013 DD 11/07/08 | P | 10/13/2011 | 5/16/2013 | 30,661 | 32,287 | -1,627 |
| 30,000 | CME GROUP INC/IL | 5 | 750% 02/15/2014 DD 02/09/09 | P | 10/13/2011 | 5/16/2013 | 31,088 | 32,944 | -1,856 |
| 20,000 | AMERICAN EXPRESS CO | 5 | 500% 09/12/2016 DD 09/12/06 | P | 10/12/2011 | 5/16/2013 | 22,754 | 22,451 | 303 |
| 40,000 | COMCAST CORP | 6 | 500% 01/15/2015 DD 01/10/03 | P | 10/12/2011 | 5/16/2013 | 43,885 | 45,472 | -1,586 |
| 5,000 | HOME DEPOT INC/THE | 5 | 400% 03/01/2016 DD 03/24/06 | P | 10/12/2011 | 5/16/2013 | 5,647 | 5,666 | -19 |
| 20,000 | METLIFE INC | 5 | 000% 06/15/2015 DD 06/23/05 | P | 10/12/2011 | 5/16/2013 | 21,735 | 21,912 | -176 |
| 30,000 | MORGAN STANLEY | 5 | 375% 10/15/2015 DD 10/21/05 | P | 10/12/2011 | 5/16/2013 | 32,784 | 29,026 | 3,758 |
| 30,000 | PNC FUNDING CORP | 5 | 250% 11/15/2015 DD 11/03/03 | P | 10/12/2011 | 5/16/2013 | 33,106 | 32,091 | 1,015 |
| 115 | FNMA POOL #0745505 | 5 | 424% 02/01/2016 DD 04/01/06 | P | 10/27/2011 | 6/1/2013 | 115 | 128 | -13 |

THE JAMES AND ANGELA HAMBRICK FOUNDATION
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PAGE 3, PART IV - Capital Gains and Losses for Tax on Investment Income

| <u>Units/Shares</u> | <u>(a) Property Sold</u> | <u>(b) Acquired</u> | <u>(c) Date Acquired</u> | <u>(d) Date Sold</u> | <u>(e) Sales Price</u> | <u>(g) Cost</u> | <u>(h) Gain or (Loss)</u> |
|---|-------------------------------|-------------------------|------------------------------|--------------------------|----------------------------|---------------------|-------------------------------|
| 20,000 ACE INA HOLDINGS INC | 5 600% 05/15/2015 DD 05/19/08 | P | 10/4/2011 | 5/16/2013 | 21,940 | 22,246 | -306 |
| 30,000 FEDERAL HOME LN MTG CORP | 4 875% 11/15/2013 DD 10/17/03 | P | 10/21/2011 | 6/11/2013 | 30,602 | 32,696 | -2,095 |
| 127 FNMA POOL #0745505 | 5 424% 02/01/2016 DD 04/01/06 | P | 10/27/2011 | 7/1/2013 | 127 | 141 | -14 |
| 25,000 OHIO POWER CO | 5 750% 09/01/2013 DD 09/09/08 | P | 12/1/2011 | 9/1/2013 | 25,000 | 26,834 | -1,834 |
| 1,612 FNMA POOL #0745505 | 5 424% 02/01/2016 DD 04/01/06 | P | 10/27/2011 | 8/1/2013 | 1,612 | 1,794 | -183 |
| 6,381 FNMA POOL #0745505 | 5 424% 02/01/2016 DD 04/01/06 | P | 10/27/2011 | 9/1/2013 | 6,381 | 7,105 | -724 |
| 20,000 FEDERAL HOME LN MTG CORP | 4 875% 11/15/2013 DD 10/17/03 | P | 10/21/2011 | 9/24/2013 | 20,134 | 21,797 | -1,664 |
| 114 FNMA POOL #0745505 | 5 424% 02/01/2016 DD 04/01/06 | P | 10/27/2011 | 10/1/2013 | 114 | 127 | -13 |
| 105 FNMA POOL #0745505 | 5 424% 02/01/2016 DD 04/01/06 | P | 10/27/2011 | 11/1/2013 | 105 | 117 | -12 |
| 45,000 BP CAPITAL MARKETS PLC | 5 250% 11/07/2013 DD 11/07/08 | P | 10/13/2011 | 11/7/2013 | 45,000 | 48,431 | -3,431 |
| 210,000 FEDERAL HOME LN MTG CORP | 4 875% 11/15/2013 DD 10/17/03 | P | 10/21/2011 | 11/15/2013 | 210,000 | 228,874 | -18,874 |
| 116 FNMA POOL #0745505 | 5 424% 02/01/2016 DD 04/01/06 | P | 10/27/2011 | 12/1/2013 | 116 | 129 | -13 |
| 45,000 JPMORGAN CHASE & CO | 5 375% 01/15/2014 DD 01/30/07 | P | 10/20/2011 | 12/2/2013 | 45,231 | 48,395 | -3,164 |
| 50,000 WELLS FARGO & CO | 5 125% 09/15/2016 DD 09/15/04 | P | 10/12/2011 | 12/2/2013 | 55,377 | 52,902 | 2,475 |
| 20,000 CME GROUP INC/IL | 5 750% 02/15/2014 DD 02/09/09 | P | 10/13/2011 | 12/6/2013 | 20,174 | 21,963 | -1,789 |
| TOTAL PAGE 3, PART IV - LONG TERM GAINS AND LOSSES | | | | | 1,894,444 | 1,980,152 | -85,708 |

THE JAMES AND ANGELA HAMBRICK FOUNDATION
EI#45-1995732
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PAGE 2, PART II, LINE 10c - Investments - corporate bonds

| | <u>Description</u> | <u>Quantity</u> | <u>Cost</u> | <u>Market Value</u> |
|--------------------------------|-------------------------------|-----------------|-------------|---------------------|
| ACE INA HOLDINGS INC | 5.600% 05/15/2015 DD 05/19/08 | 40,000 | 44,491 | 42,664 |
| ALLSTATE CORP/THE | 5.000% 08/15/2014 DD 08/16/04 | 35,000 | 37,069 | 35,968 |
| AMERICAN EXPRESS CO | 5.500% 09/12/2016 DD 09/12/06 | 30,000 | 33,677 | 33,368 |
| AMGEN INC | 2.500% 11/15/2016 DD 11/10/11 | 25,000 | 25,849 | 25,874 |
| ANHEUSER-BUSCH COS LLC | 5.000% 01/15/2015 DD 08/16/04 | 35,000 | 38,164 | 36,605 |
| APPLE INC | 1.000% 05/03/2018 DD 05/03/13 | 25,000 | 24,920 | 24,174 |
| ARCHER-DANIELS-MIDLAND CO | 8.375% 04/15/2017 DD 04/15/92 | 15,000 | 18,426 | 18,196 |
| AVALONBAY COMMUNITIES INC | 5.700% 03/15/2017 DD 09/11/09 | 20,000 | 22,590 | 22,337 |
| BANC OF AMERICA MERRILL L 6 A4 | VAR RT 09/10/2047 DD 12/01/05 | 40,000 | 44,763 | 42,582 |
| BANK OF NEW YORK MELLON CORP | 4.950% 03/15/2015 DD 03/10/05 | 45,000 | 48,582 | 47,257 |
| BELLSOUTH CORP | 5.200% 09/15/2014 DD 09/13/04 | 50,000 | 55,247 | 51,631 |
| BERKSHIRE HATHAWAY FINANCE C | 4.850% 01/15/2015 DD 01/11/05 | 50,000 | 54,507 | 52,336 |
| BLACKROCK INC | 3.500% 12/10/2014 DD 12/10/09 | 40,000 | 41,307 | 41,169 |
| CME GROUP INC/IL | 5.750% 02/15/2014 DD 02/09/09 | 25,000 | 27,453 | 25,147 |
| CAPITAL ONE FINANCIAL CORP | 7.375% 05/23/2014 DD 05/22/09 | 25,000 | 27,931 | 25,644 |
| CATERPILLAR FINANCIAL SERVICE | 4.625% 06/01/2015 DD 06/14/05 | 45,000 | 50,500 | 47,532 |
| CHEVRON CORP | 0.889% 06/24/2016 DD 06/24/13 | 25,000 | 25,024 | 25,059 |
| CITIGROUP INC | 3.953% 06/15/2016 DD 06/15/11 | 25,000 | 26,335 | 26,598 |
| CLOROX CO/THE | 5.950% 10/15/2017 DD 10/09/07 | 25,000 | 29,786 | 28,545 |
| COLGATE-PALMOLIVE CO | 1.250% 05/01/2014 DD 05/04/11 | 45,000 | 45,642 | 45,148 |
| COMMONWEALTH EDISON CO | 5.800% 03/15/2018 DD 03/27/08 | 30,000 | 37,065 | 34,457 |
| CREDIT SUISSE FIRST BOST C6 A4 | VAR RT 12/15/2040 DD 12/01/05 | 30,437 | 33,628 | 32,193 |
| JOHN DEERE CAPITAL CORP | 0.700% 09/04/2015 DD 09/07/12 | 25,000 | 25,071 | 25,098 |
| DOMINION RESOURCES INC/VA | 1.800% 03/15/2014 DD 03/07/11 | 35,000 | 35,479 | 35,099 |
| DUKE ENERGY CAROLINAS LLC | 7.000% 11/15/2018 DD 11/17/08 | 15,000 | 18,674 | 18,277 |
| EATON CORP | 5.950% 03/20/2014 DD 03/16/09 | 25,000 | 27,744 | 25,297 |
| ERP OPERATING LP | 5.125% 03/15/2016 DD 09/13/05 | 35,000 | 37,521 | 38,026 |
| NEXTERA ENERGY CAPITAL HOLDII | 7.875% 12/15/2015 DD 12/12/08 | 35,000 | 41,635 | 39,559 |
| FNMA POOL #0745505 | 5.424% 02/01/2016 DD 04/01/06 | 60,791 | 67,687 | 65,571 |
| FEDEX CORP | 8.000% 01/15/2019 DD 01/16/09 | 15,000 | 18,995 | 18,641 |
| GOLDMAN SACHS GROUP INC/THE | 6.000% 05/01/2014 DD 05/06/09 | 30,000 | 31,465 | 30,536 |
| HOME DEPOT INC/THE | 5.400% 03/01/2016 DD 03/24/06 | 30,000 | 33,998 | 32,907 |
| HONEYWELL INTERNATIONAL INC | 5.400% 03/15/2016 DD 03/14/06 | 25,000 | 28,951 | 27,408 |
| JPMORGAN CHASE COMMERC LDP | 4.738% 07/15/2042 DD 06/01/05 | 25,000 | 26,875 | 26,044 |
| JPMORGAN CHASE COMMERC LDP | VAR RT 12/15/2044 DD 12/01/05 | 35,000 | 38,686 | 37,290 |
| KEYBANK NA/CLEVELAND OH | 4.950% 09/15/2015 DD 09/14/05 | 25,000 | 27,492 | 26,593 |
| MANUFACTURERS & TRADERS TRU | 6.625% 12/04/2017 DD 12/04/07 | 25,000 | 30,337 | 28,942 |
| MERRILL LYNCH & CO INC | 6.400% 08/28/2017 DD 08/28/07 | 20,000 | 21,847 | 23,058 |
| METLIFE INC | 5.000% 06/15/2015 DD 06/23/05 | 40,000 | 43,823 | 42,457 |