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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

2013

Open to Public Inspection

Department 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.

For calendar year 2013 or tax year beginning , and ending

Name of foundation GROSE, JOHN EDWIN CHARITABLE TRUST		A Employer identification number 45-2859202
Number and street (or P O box number if mail is not delivered to street address) Room/suite Wells Fargo Bank N A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		B Telephone number (see instructions) (888) 730-4933
City or town Winston Salem	State NC	ZIP code 27101-3818
Foreign country name	Foreign province/state/county	Foreign postal code
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 checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		
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		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 3,933,308		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	Check <input checked="" 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		92,791	91,580		
	5a	Gross rents					
	b	Net rental income or (loss)					
	6a	Net gain or (loss) from sale of assets not on line 10		104,141			
	b	Gross sales price for all assets on line 6a	532,231				
	7	Capital gain net income (from Part IV, line 2)			104,141		
	8	Net short-term capital gain					
	9	Income modifications					
	10a	Gross sales less returns and allowances					
Operating and Administrative Expenses	b	Less: Cost of goods sold					
	c	Gross profit or (loss) (attach schedule)					
	11	Other income (attach schedule)		3,366	3,366		
	12	Total. Add lines 1 through 11		200,298	199,087	0	
	13	Compensation of officers, directors, trustees, etc.		45,628	34,221		11,407
	14	Other employee salaries and wages					
	15	Pension plans, employee benefits					
	16a	Legal fees (attach schedule)					
	b	Accounting fees (attach schedule)		841			841
	c	Other professional fees (attach schedule)					
	17	Interest					
	18	Taxes (attach schedule) (see instructions)		1,024	1,024		
	19	Depreciation (attach schedule) and depletion					
	20	Occupancy					
	21	Travel, conferences, and meetings					
	22	Printing and publications					
	23	Other expenses (attach schedule)		54	54		
	24	Total operating and administrative expenses. Add lines 13 through 23		47,547	35,299	0	12,248
	25	Contributions, gifts, grants paid		102,295			102,295
	26	Total expenses and disbursements. Add lines 24 and 25		149,842	35,299	0	114,543
	27	Subtract line 26 from line 12.					
	a	Excess of revenue over expenses and disbursements		50,456			
	b	Net investment income (if negative, enter -0-)			163,788		
	c	Adjusted net income (if negative, enter -0-)				0	

For Paperwork Reduction Act Notice, see Instructions.

Form **990-PF** (2013)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing					
	2	Savings and temporary cash investments	53,219	39,076	39,076		
	3	Accounts receivable ▶					
		Less: allowance for doubtful accounts ▶					
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U.S. and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)					
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation (attach schedule) ▶						
12	Investments—mortgage loans						
13	Investments—other (attach schedule)	3,188,301	3,276,300	3,894,230			
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)	3,241,520	3,315,376	3,933,306			
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 ▶ <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, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	3,241,520	3,315,376			
	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)	3,241,520	3,315,376			
31	Total liabilities and net assets/fund balances (see instructions)	3,241,520	3,315,376				

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	3,241,520
2	Enter amount from Part I, line 27a	2	50,456
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	43,099
4	Add lines 1, 2, and 3	4	3,335,075
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	19,699
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,315,376

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	104,141
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	96,320	3,593,570	0.026803
2011	87,622	3,411,891	0.025681
2010			0.000000
2009			0.000000
2008			0.000000

2 Total of line 1, column (d)	2	0.052484
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	0.026242
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	3,809,221
5 Multiply line 4 by line 3	5	99,962
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,638
7 Add lines 5 and 6	7	101,600
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	114,543

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		1,638
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		0
3	Add lines 1 and 2	3		1,638
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		1,638
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	731	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		731
8	Enter any penalty for underpayment of estimated tax. Check here <input 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		907
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax Refunded	11		0

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no. ▶ 888-730-4933			
Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶				

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

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

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d)
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b	N/A	
6b		X
7b	N/A	

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE 4.00	45,628		

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

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

**Part IX-A Summary of Direct Charitable Activities**

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

Expenses

1	NONE	
2		
3		
4		

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

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

Amount

1	NONE	
2		
All other program-related investments See instructions		
3	NONE	

Total. Add lines 1 through 3



0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,777,705
b	Average of monthly cash balances	1b	89,524
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,867,229
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,867,229
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	58,008
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,809,221
6	Minimum investment return. Enter 5% of line 5	6	190,461

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	190,461
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,638
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,638
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	188,823
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	188,823
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	188,823

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	114,543
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	114,543
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	1,638
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	112,905

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				188,823
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			44,993	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 114,543				
a Applied to 2012, but not more than line 2a			44,993	
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				69,550
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				119,273
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines:







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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	102,295
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

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

- | | | |
|---|---|----|
| 1 | <p>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?</p> | |
| a | <p>Transfers from the reporting foundation to a noncharitable exempt organization of:</p> | |
| | <p>(1) Cash</p> | 1a |
| | <p>(2) Other assets</p> | 1a |
| b | <p>Other transactions:</p> | |
| | <p>(1) Sales of assets to a noncharitable exempt organization</p> | 1b |
| | <p>(2) Purchases of assets from a noncharitable exempt organization</p> | 1b |
| | <p>(3) Rental of facilities, equipment, or other assets</p> | 1b |
| | <p>(4) Reimbursement arrangements</p> | 1b |
| | <p>(5) Loans or loan guarantees</p> | 1b |
| | <p>(6) Performance of services or membership or fundraising solicitations</p> | 1b |
| c | <p>Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> | 1b |
| d | <p>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.</p> | 1 |

	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

**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 and correct. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

John S. Lenta SVP Wells Fargo Bank N.A.

4/7/2014

► SVP Wells Fargo Bank N.A.

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☒ if self-employed

PTIN

JOSEPH J. CASTRIANO

4/7/2014

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

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

Phone no	412-355-6000
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Statement A

GROSE, JOHN EDWIN CHARITABLE TRUST

EIN: 45-2859202

Florida Attorney General does not require and prefers that we do not furnish a copy of Form 990 to their office.

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

Recipient(s) paid during the year

Name

THE UMC OF THE UNITED STATES

Street

POST OFFICE BOX 340029

City

NASHVILLE

State

TN

Zip Code

37203

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

25,574

Name

WEST VIRGINIA UNIVERSITY FND INC

Street

POST OFFICE BOX 1650

City

MORGANTOWN

State

WV

Zip Code

26507

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

76,721

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Amount										Totals		Net Gain or Loss					
Long Term CG Distributions										Capital Gains/Losses		Cost, Other Basis and Expenses		Net Gain or Loss			
Short Term CG Distributions										Other sales		0		428,080		104,141	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss			
1	X	PUBLIC SVC ENTERPRISE GR	744573108		9/28/2011		2/4/2013	10,427	11,329				0	-902			
2	X	T ROWE PRICE REAL ESTATE	779918109		2/5/2009		4/5/2013	10,000	3,579				0	6,421			
3	X	T ROWE PRICE REAL ESTATE	779918109		2/5/2009		6/1/2013	6,000	2,243				0	3,757			
4	X	TIMKEN CO	887388104		12/6/2011		2/4/2013	11,373	9,086				0	2,287			
5	X	VANGUARD INFLAT-PROT SE	922031737		12/6/2011		3/7/2013	31,000	29,029				0	1,971			
6	X	VANGUARD INFLAT-PROT SE	922031737		12/5/2008		6/1/2013	20,000	19,353				0	647			
7	X	T ROWE PRICE INST EM MKT	741440203		2/5/2009		8/15/2013	22,656	10,928				0	11,728			
8	X	PROCTER & GAMBLE CO	742718109		12/3/2008		2/4/2013	9,400	8,286				0	1,114			
9	X	WESTPORT SELECT CAP FD	961323409		12/5/2008		6/1/2013	36,000	33,755				0	2,245			
10	X	WESTPORT SELECT CAP FD	961323409		12/5/2008		8/15/2013	40,000	36,789				0	3,211			
11	X	TYCO INTERNATIONAL LTD N	H89128104		7/15/2002		3/7/2013	5,579	3,060				0	2,519			
12	X	AMGEN INC	031162100		2/8/2011		8/1/2013	8,323	2,821				0	5,502			
13	X	BRISTOL MYERS SQUIBB CO	110122108		2/8/2011		8/1/2013	4,836	2,838				0	1,988			
14	X	BRISTOL MYERS SQUIBB CO	110122108		4/5/2010		12/6/2013	11,374	5,805				0	5,569			
15	X	CARDINAL HEALTH INC COM	141497108		1/10/2012		8/1/2013	5,117	3,645				0	1,472			
16	X	DIAMOND HILL LONG-SHORT	252645833		1/25/2008		8/15/2013	30,000	24,500				0	5,500			
17	X	HARBOR INTERNATIONAL FD IN	411511308		1/25/2008		4/5/2013	4,000	4,040				0	-40			
18	X	HARBOR INTERNATIONAL FD IN	411511308		1/25/2008		6/1/2013	40,000	39,112				0	888			
19	X	HUSSMAN STRATEGIC GROW	448108100		11/29/2011		4/5/2013	24,395	30,089				0	-5,694			
20	X	HUSSMAN STRATEGIC GROW	448108100		12/14/2011		4/5/2013	5,605	6,634				0	-1,029			
21	X	HUSSMAN STRATEGIC GROW	448108100		12/14/2011		8/15/2013	20,000	24,715				0	-4,715			
22	X	INTUIT COM	461202103		2/3/2012		2/4/2013	13,394	12,592				0	802			
23	X	JP MORGAN ALERIAN MLP IN	46625H365		4/5/2013		6/1/2013	10,404	10,208				0	196			
24	X	JP MORGAN ALERIAN MLP IN	46625H365		3/6/2012		6/1/2013	13,872	12,027				0	1,845			
25	X	JP MORGAN HIGH YIELD FUND	4812C0803		1/25/2008		8/1/2013	4,000	3,809				0	191			
26	X	KRAFT FOODS GROUP INC	500760108		4/5/2010		8/1/2013	3,884	2,238				0	1,646			
27	X	MEADWESTVACO CORP	583334107		12/6/2011		3/7/2013	3,578	2,647				0	932			
28	X	MONDELEZ INTERNATIONAL	609207105		4/5/2010		8/1/2013	6,638	4,140				0	2,498			
29	X	OCCIDENTAL PETE CORP	874598105		1/23/2008		2/4/2013	3,524	2,586				0	938			
30	X	OCCIDENTAL PETE CORP	874598105		1/23/2008		8/1/2013	5,371	3,879				0	1,492			
31	X	OCCIDENTAL PETE CORP	874598105		1/23/2008		12/6/2013	13,845	9,687				0	4,158			
32	X	PIMCO EMERG MKTS BD-INS	693391559		2/16/2012		8/15/2013	10,238	10,000				0	238			
33	X	PIMCO EMERG MKTS BD-INS	693391559		7/24/2012		8/15/2013	9,365	10,000				0	-635			
34	X	PIMCO EMERG MKTS BD-INS	693391559		1/25/2008		8/15/2013	18,398	17,487				0	911			
35	X	T ROWE PRICE INST EM MKT	741440203		2/5/2009		6/1/2013	24,000	11,503				0	12,497			

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

		3,366	3,366	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	OTHER INCOME	3,366	3,366	

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

		841	0	0	841
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	841			841

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

		1,024	1,024	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,024	1,024		

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

		54	54	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	10	10		
2	OMG EXPENSES	44	44		

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

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1			3,188,301	3,276,300	3,894,230
2	APACHE CORPORATION COM		0	11,278	11,172
3	APPLE COMPUTER INC COM		0	22,672	28,051
4	BRISTOL MYERS SQUIBB CO		0	5,547	11,427
5	CAPITAL ONE FINANCIAL CORP		0	15,483	22,983
6	CARDINAL HEALTH INC COM		0	5,832	10,690
7	CISCO SYSTEMS INC		0	12,165	16,150
8	WALT DISNEY CO		0	11,353	16,426
9	GENERAL ELECTRIC CO		0	10,410	17,379
10	GILEAD SCIENCES INC		0	7,973	15,020
11	HARBOR INTERNATIONAL FD INST 2011		0	317,899	355,888
12	HOME DEPOT INC		0	11,902	27,172
13	INTEL CORP		0	3,856	25,825
14	INTERNATIONAL BUSINESS MACHS CORP		0	5,132	14,068
15	JOHNSON & JOHNSON		0	20,806	36,636
16	JOHNSON CONTROLS INC		0	5,779	12,568
17	MCDONALDS CORP		0	7,959	14,554
18	MERGER FD SH BEN INT 260		0	35,000	35,989
19	MICROSOFT CORP		0	11,367	16,460
20	ORACLE CORPORATION		0	2,859	11,478
21	PIMCO TOTAL RET FD-INST 35		0	365,944	357,275
22	PIMCO FOREIGN BD FD USD H-INST 103		0	84,211	85,058
23	PROCTER & GAMBLE CO		0	8,628	10,583
24	T ROWE PRICE SHORT TERM BD FD 55		0	280,783	277,712
25	AFFILIATED MANAGERS GROUP INC		0	5,018	8,675
26	AMGEN INC		0	6,306	21,675
27	SCHLUMBERGER LTD		0	9,813	12,165
28	TJX COS INC NEW		0	5,605	6,692
29	TOTAL FINA ELF S.A. ADR		0	7,685	7,965
30	UNION PACIFIC CORP		0	22,567	30,240
31	UNITED TECHNOLOGIES CORP		0	8,017	34,140
32	COCA COLA CO		0	9,424	12,393
33	MCKESSON CORP		0	8,150	8,070
34	GOLDMAN SACHS GROUP INC		0	7,873	8,863
35	EXXON MOBIL CORPORATION		0	8,275	23,782
36	HONEYWELL INTERNATIONAL INC		0	12,922	20,558
37	TARGET CORP		0	9,701	12,338
38	UNITEDHEALTH GROUP INC		0	14,166	16,190
39	VERIZON COMMUNICATIONS		0	8,798	18,428
40	COACH INC		0	9,820	10,945
41	T ROWE PRICE REAL ESTATE FD 122		0	80,617	211,277
42	ISHARES TR SMALLCAP 600 INDEX FD		0	79,440	92,760
43	JPMORGAN CHASE & CO		0	13,428	17,544
44	US BANCORP DEL NEW		0	9,969	12,120
45	ING INTERNATIONAL REAL EST-I 2664		0	108,541	86,224
46	ANHEUSER-BUSCH INBEV SPN ADR		0	12,259	20,227

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

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
47	JP MORGAN ALERIAN MLP INDEX		0	40,951	48,668
48	WESTPORT SELECT CAP FD-I 13		0	61,636	65,363
49	EATON VANCE GLOBAL MACRO - I		0	50,000	47,416
50	ISHARES S&P MIDCAP 400 GROWTH		0	74,675	108,137
51	CHEVRON CORP		0	20,438	21,859
52	ABERDEEN EMERG MARKETS-INST 840		0	77,000	79,625
53	DREYFUS EMG MKT DEBT LOC C-I 6083		0	40,000	39,856
54	DRIEHAUS ACTIVE INCOME FUND		0	35,000	35,897
55	JP MORGAN MID CAP VALUE-I 758		0	50,000	72,145
56	BERSHIRE HATHAWAY INC		0	8,313	11,856
57	CONOCOPHILLIPS		0	5,444	20,135
58	HUSSMAN STRATEGIC GROWTH FUND 60		0	48,451	37,636
59	ISHARES IBOX \$ INV GR CORP BD FD		0	130,655	131,316
60	COMCAST CORP CLASS A		0	10,780	25,982
61	PIMCO EMERG MKTS BD-INST 137		0	107,532	108,203
62	"BRAXTON COUNTY, WV 46 75 AC IN"		0	360	1
63	ASG GLOBAL ALTERNATIVES-Y 1993		0	20,000	20,088
64	WELLS FARGO INTL ADV FUND-IS 4705		0	62,316	58,121
65	PIMCO COMMODITY REAL RET STRAT-I43		0	54,686	44,807
66	E-TRACS ALERIAN MLP INFRASTRUCTUR		0	26,551	27,601
67	GOOGLE INC		0	4,159	5,604
68	AQR MANAGED FUTURES STR-I		0	20,000	20,846
69	CELANESE CORP		0	4,909	5,808
70	VANGUARD INFLAT-PROT SECS-ADM 511		0	39,476	39,885
71	MUNDER MIDCAP CORE GROWTH FD-Y 3		0	33,061	85,178
72	ISHARES MSCI EAFE GROWTH		0	38,466	42,888
73	JPMORGAN HIGH YIELD FUND SS 3580		0	162,075	188,327
74	MONSTER BEVERAGE CORP		0	8,294	10,504
75	OPPENHEIMER DEVELOPING MKT-Y 788		0	101,000	122,633
76	EATON CORP PLC		0	4,562	6,090
77	CME GROUP INC		0	4,667	6,277
78	DIAMOND HILL LONG-SHORT FD CL I 11		0	25,500	33,136
79	RIDGEWORTH FD-MIDCAP VAL EQ I 5412		0	25,000	31,905
80	GATEWAY FUND - Y 1986		0	90,000	93,958
81	CREDIT SUISSE COMM RT ST-CO 2156		0	50,000	43,138
82	ACE LIMITED		0	17,111	29,506

3,188,301

3,276,300

3,894,230

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

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

1	COST BASIS ADJUSTMENT	1	31,407
2	MUTUAL FUND & CTF INCOME ADDITIONS	2	10,590
3	FEDERAL EXCISE TAX REFUND	3	1,102
4	Total	4	43,099

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

1	MUTUAL FUND & CTF INCOME SUBTRACTION	1	18,963
2	PY RETURN OF CAPITAL ADJUSTMENT	2	736
3	Total	3	19,699

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

Long Term CG Distributions		Amount	29,911	0	502,320	0	0	428,090	74,230	0	Adjusted Basis as of 12/31/09	Excess of FMV Over Adj. Basis	Gain Minus Excess of FMV Over Adj. Basis or Losses	74,230	0	74,230
Short Term CG Distributions		Amount	29,911	0	502,320	0	0	428,090	74,230	0	Adjusted Basis as of 12/31/09	Excess of FMV Over Adj. Basis	Gain Minus Excess of FMV Over Adj. Basis or Losses	74,230	0	74,230
	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/09	Excess of FMV Over Adj. Basis	Gain Minus Excess of FMV Over Adj. Basis or Losses	74,230	0	74,230
1	PUBLIC SVC ENTERPRISE GROUP INC	745313108		9/26/2011	2/4/2013	10,427			11,229	802	0	0	802	0	0	802
2	T ROWE PRICE REAL ESTATE FUND	778918108		2/8/2009	9/2/2013	3,219			3,219	8,421	0	0	8,421	0	0	8,421
3	T ROWE PRICE REAL ESTATE FUND	778918108		2/8/2009	9/2/2013	6,000			6,000	3,219	0	0	3,219	0	0	3,219
4	T ROWE PRICE REAL ESTATE FUND	778918108		2/8/2009	9/2/2013	1,373			1,373	2,287	0	0	2,287	0	0	2,287
5	T ROWE PRICE REAL ESTATE FUND	778918108		2/8/2009	9/2/2013	1,373			1,373	2,287	0	0	2,287	0	0	2,287
6	VANGUARD INFLAT PROT SECS-ADM #	822031737		12/6/2011	3/7/2013	31,000			28,023	1,971	0	0	1,971	0	0	1,971
7	VANGUARD INFLAT PROT SECS-ADM #	822031737		12/6/2011	3/7/2013	31,000			28,023	1,971	0	0	1,971	0	0	1,971
8	VANGUARD INFLAT PROT SECS-ADM #	822031737		12/6/2011	3/7/2013	22,658			19,353	3,305	0	0	3,305	0	0	3,305
9	PROCTER & GAMBLE CO	743718108		12/3/2008	8/15/2013	9,000			10,928	11,728	0	0	11,728	0	0	11,728
10	WESTPORT SELECT CAP FD-1 #13	861324068		12/3/2008	8/15/2013	36,000			33,755	2,245	0	0	2,245	0	0	2,245
11	WESTPORT SELECT CAP FD-1 #13	861324068		12/3/2008	8/15/2013	40,000			38,788	3,201	0	0	3,201	0	0	3,201
12	TYCO INTERNATIONAL LTD NEW	101320098		10/13/2008	3/7/2013	5,578			3,060	2,518	0	0	2,518	0	0	2,518
13	AMGEN INC	031182100		7/15/2012	8/1/2013	9,323			2,821	6,502	0	0	6,502	0	0	6,502
14	BRISTOL MYERS SQUIBB CO	110122108		2/8/2011	8/1/2013	4,938			2,638	1,998	0	0	1,998	0	0	1,998
15	BRISTOL MYERS SQUIBB CO	110122108		2/8/2011	8/1/2013	11,374			5,805	5,569	0	0	5,569	0	0	5,569
16	CARDINAL HEALTH INC COM	141497108		4/6/2010	8/2/2013	5,117			3,845	1,472	0	0	1,472	0	0	1,472
17	DIAMOND HILL LONG-SHORT FD CL I #252945833	411511308		11/02/2012	8/15/2013	30,000			24,500	5,500	0	0	5,500	0	0	5,500
18	HARBOR INTERNATIONAL INST #2011	411511308		12/5/2008	4/5/2013	4,000			4,040	-40	0	0	-40	0	0	-40
19	HARBOR INTERNATIONAL INST #2011	411511308		12/5/2008	4/5/2013	40,000			39,112	888	0	0	888	0	0	888
20	HUSSMAN STRATEGIC GROWTH FUND	448108100		11/29/2011	4/5/2013	24,395			30,089	-5,674	0	0	-5,674	0	0	-5,674
21	HUSSMAN STRATEGIC GROWTH FUND	448108100		12/14/2011	4/5/2013	5,005			6,834	-1,229	0	0	-1,229	0	0	-1,229
22	HUSSMAN STRATEGIC GROWTH FUND	448108100		12/14/2011	4/5/2013	20,000			24,715	-4,715	0	0	-4,715	0	0	-4,715
23	INTUIT COM	461202103		2/5/2012	2/4/2013	13,384			12,592	802	0	0	802	0	0	802
24	JP MORGAN ALERIAN MLP INDEX	466254365		4/5/2012	6/11/2013	10,404			10,208	196	0	0	196	0	0	196
25	JP MORGAN ALERIAN MLP INDEX	466254365		3/6/2012	6/11/2013	13,972			12,027	1,945	0	0	1,945	0	0	1,945
26	JP MORGAN HIGH YIELD FUND SS #35848120903	466254365		12/5/2008	6/11/2013	4,000			2,238	1,762	0	0	1,762	0	0	1,762
27	KRAFT FOODS GROUP INC	500780108		4/5/2010	8/1/2013	3,984			3,809	175	0	0	175	0	0	175
28	MEADWESTVACO CORP	583334107		12/6/2011	3/7/2013	3,378			2,847	531	0	0	531	0	0	531
29	MONDELEZ INTERNATIONAL INC	609207105		4/5/2010	8/1/2013	6,338			2,847	3,491	0	0	3,491	0	0	3,491
30	OCCIDENTAL PETE CORP	674599105		12/3/2008	2/4/2013	3,324			2,586	768	0	0	768	0	0	768
31	OCCIDENTAL PETE CORP	674599105		12/3/2008	2/4/2013	5,371			2,586	2,785	0	0	2,785	0	0	2,785
32	OCCIDENTAL PETE CORP	674599105		12/3/2008	2/4/2013	13,945			9,879	4,066	0	0	4,066	0	0	4,066
33	PIMCO EMERG MKTS BD-INST #137	893391558		2/16/2012	8/15/2013	10,238			10,000	238	0	0	238	0	0	238
34	PIMCO EMERG MKTS BD-INST #137	893391558		2/16/2012	8/15/2013	9,365			10,000	-635	0	0	-635	0	0	-635
35	PIMCO EMERG MKTS BD-INST #137	893391558		12/5/2008	8/15/2013	18,388			17,487	901	0	0	901	0	0	901
36	T ROWE PRICE INST EM MKT EQ #148741440203	741440203		2/5/2009	8/11/2013	24,000			11,503	12,497	0	0	12,497	0	0	12,497

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

1	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account	0
	Wells Fargo Bank N.A. Trust Tax	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4.00	45,628	45,628		0

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

	Date		Amount
1 Credit from prior year return		1	731
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	731

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

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	44,993
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	44,993