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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ 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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning 06/01 , 2013, and ending 12/31, 2013

Name of foundation HELEN STAMBAUGH CHARITABLE FUND	A Employer identification number 45-6336031
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1558 DEPT EA4E86 — Room/suite	B Telephone number (see instructions) 330-742-7036
City or town, state or province, country, and ZIP or foreign postal code COLUMBUS, OH 43216	C If exemption application is pending, check here ▶ ☐
G Check all that apply: [X] Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	D 1 Foreign organizations, check here ▶ ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 6,078,878. — J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)	4,823,418.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	81,921.	81,261.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	46,285.			
	b Gross sales price for all assets on line 6a 278,989.				
	7 Capital gain net income (from Part IV, line 2)		46,285.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	4,951,624.	127,546.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	26,996.	13,498.		13,498.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	1,064.	1,064.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	28,060.	14,562.	NONE	13,498.
	25 Contributions, gifts, grants paid	85,174.			85,174.
	26 Total expenses and disbursements Add lines 24 and 25	113,234.	14,562.	NONE	98,672.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	4,838,390.			
	b **Net investment income** (if negative, enter -0-)		112,984.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

	Line	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	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)		4,838,390.	6,078,878.
	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)		4,838,390.	6,078,878.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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 and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds		4,838,390.	
	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)		4,838,390.	
	31	**Total liabilities and net assets/fund balances** (see instructions)		4,838,390.	

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	
2	Enter amount from Part I, line 27a	2	4,838,390.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,838,390.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,838,390.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	PUBLICLY TRADED SECURITIES			
b				
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	278,989.		232,704.	46,285.
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				46,285.
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** 46,285.

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**

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

(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			
2011			
2010			
2009			
2008			

2	**Total** of line 1, column (d) . . .	2	
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	
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 . . .	4	
5	Multiply line 4 by line 3 . . .	5	
6	Enter 1% of net investment income (1% of Part I, line 27b) . . .	6	
7	Add lines 5 and 6 . . .	7	
8	Enter qualifying distributions from Part XII, line 4 . . .	8	

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	2,260.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	2,260.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	2,260.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c NONE		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	NONE
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	2,260.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ NONE **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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	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.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	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.*	8b	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.*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.* STMT 5	10	X	

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶ THE HUNTINGTON NATIONAL BANK Telephone no ▶ (330)742-7036
Located at ▶ PO BOX 1558 DEPT EA4E86, COLUMBUS, OH ZIP+4 ▶ 43216

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

			Yes	No
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		X
	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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ________, ________, ________, ________			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ________, ________, ________, ________			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** — No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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
SEE STATEMENT 6		26,996.		

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

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

Total number of other employees paid over $50,000 ▶ NONE

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 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 ▶	

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	5,651,667.
b	Average of monthly cash balances	1b	153,484.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	5,805,151.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	5,805,151.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	87,077.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,718,074.
6	**Minimum investment return.** Enter 5% of line 5	6	285,904.

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	285,904.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,260.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,260.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	283,644.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	283,644.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	283,644.

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	98,672.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	98,672.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	98,672.

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				283,644.
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only			NONE	
b	Total for prior years 20____,20____,20____		NONE		
3	Excess distributions carryover, if any, to 2013.				
a	From 2008 ...... NONE				
b	From 2009 ...... NONE				
c	From 2010 ...... NONE				
d	From 2011 ...... NONE				
e	From 2012 ...... NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 98,672.				
a	Applied to 2012, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see instructions)	NONE			
d	Applied to 2013 distributable amount				98,672.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e	Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f	Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				184,972.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9				
a	Excess from 2009 ... NONE				
b	Excess from 2010 ... NONE				
c	Excess from 2011 ... NONE				
d	Excess from 2012 ... NONE				
e	Excess from 2013 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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))

N/A

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 ▶ [X] 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 Paid during the year				
ST JOHNS EVANGELICAL LUTHERN CHURCH 1429 MAHONING YOUNGSTOWN OH 44509	NONE	PC	GENERAL SUPPORT	85,174.
Total . . . . . . ▶ 3a				85,174.
b Approved for future payment				
Total . . . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

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					
4 Dividends and interest from securities			14	81,921.	
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			18	46,285.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				128,206.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 128,206.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] — Date: 05/12/2014 — Title:

HUNTINGTON NATIONAL BANK

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
RONALD SHOEMAKER	[signature]	05/12/2014		P00021964
Firm's name ▶ ERNST & YOUNG U.S. LLP			Firm's EIN ▶ 34-6565596	
Firm's address ▶ 1100 HUNTINGTON CTR, 41 S HIGH COLUMBUS, OH 43215			Phone no 419-321-6096	

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

Schedule of Contributors

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

OMB No 1545-0047

2013

Name of the organization	Employer identification number
HELEN STAMBAUGH CHARITABLE FUND	45-6336031

Organization type (check one).

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

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

Special Rules

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

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

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

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

Name of organization: HELEN STAMBAUGH CHARITABLE FUND

Employer identification number: 45-6336031

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	THE HELEN STAMBAUGH ESTATE PO BOX 1558 DEPT EA4E86 COLUMBUS, OH 43216	$ 4,823,418.	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ABBVIE INC 1.2% 11/06/2015	230.	230.
APPLE COMPUTER	183.	183.
ARCHER DANIELS MIDLAND CO	570.	570.
BAXTER INTERNATIONAL INC	1,166.	1,166.
BRISTOL-MYERS SQUIBB CO	1,575.	1,575.
BROADCOM CORP	660.	
CVS CORP	585.	585.
CARDINAL HEALTH INC	605.	605.
CENTERVILLE OH STR IMPT-SER 2 4.6% 12/01	886.	886.
CENTURYTEL INC	697.	697.
CHURCH & DWIGHT CO INC	1,092.	1,092.
CISCO SYSTEMS, INC.	1,020.	1,020.
COMCAST CORP CL A	807.	807.
CONOCOPHILLIPS	2,346.	2,346.
DOW CHEMICAL CO ¿‰	1,280.	1,280.
DOW CHEMICAL CO SERIES NOT1 3.4% 08/15/2	1,700.	1,700.
E.M.C. CORP	600.	600.
EMERSON ELECTRIC CO ¿‰	1,625.	1,625.
EXXON MOBIL CORP COM	1,890.	1,890.
FHLB .75% 12/08/2017	698.	698.
FNMA 1.4% 09/06/2016-2013	700.	700.
FNMA 1.5% 11/14/2017-2014	750.	750.
FRANKLIN RES INC	236.	236.
GENERAL ELECTRIC CO ¿‰	1,330.	1,330.
GENERAL ELEC CAP CORP 5.625% 05/01/2018	2,813.	2,813.
GENERAL ELEC CAP CORP 2.1% 01/07/2014	1,050.	1,050.
GENERAL ELEC CAP CORP SERIES MTN 3.35% 1	1,675.	1,675.
HALLIBURTON CO ¿‰	118.	118.
HARBOR INTERNATIONAL FUND	1,110.	1,110.
HARBOR HIGH-YIELD BOND FUND - CLASS I	3,732.	3,732.
HEWLETT PACKARD CO 3.75% 12/01/2020	1,875.	1,875.
HUNTINGTON INTL EQUITY FUND III	4,490.	4,490.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HUNTINGTON GLOBAL SELECT MARKETS FUND -	740.	740.
HUNTINGTON SITUS FUND III	576.	576.
J P MORGAN CHASE & CO	1,140.	1,140.
JP MORGAN CHASE & CO 3.15% 07/05/2016	1,575.	1,575.
JOHNSON CTLS INC 5% 03/30/2020	1,250.	1,250.
KLA-TENCOR CORP	390.	390.
KROGER CO COM	1,163.	1,163.
MEDTRONIC INC.	840.	840.
HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	31.	31.
NUCOR CORP	735.	735.
OHIO ST HSG FIN AGY SF MTGE REVENUE SER	338.	338.
ORACLE CORP	456.	456.
OPPENHEIMER DEVELOPING MARKETS FUND - CL	63.	63.
PIMCO LOW DURATION INSTITUTIONAL	3,768.	3,768.
PNC FINANCIAL CORP	880.	880.
PACCAR FINANCIAL CORP SERIES MTN 1.55% 0	775.	775.
PEPSICO INC ¿‰	1,135.	1,135.
POWERSHARES PREFERRED PORTFOLIO	2,646.	2,646.
ROYCE TOTAL RETURN FUND	187.	187.
SCHLUMBERGER LTD.	234.	234.
SEMPRA ENERGY CORP	1,512.	1,512.
SMUCKER J M CO NEW	386.	386.
STATE STREET CORP	676.	676.
STRYKER CORP	212.	212.
SUNCOR ENERGY INC	789.	789.
TEMPLETON GLOBAL BOND FUND CLASS A	6,458.	6,458.
TEXAS INSTRUMENTS INC.	1,160.	1,160.
TEXTRON INC	80.	80.
TRAVELERS COS INC	1,500.	1,500.
UNITED TECHNOLOGIES CORP ¿‰	1,162.	1,162.
V F CORP W/1 RT/SH	1,367.	1,367.
VANGUARD SHORT-TERM FEDERAL PTF #49	94.	94.
VIACOM INC CLASS B	1,323.	1,323.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
VODAFONE GROUP PLC	2,607.	2,607.
MICHIGAN COMMERCE BANK CD #600000281 1.2	1,253.	1,253.
ACCENTURE PLC CL A	930.	930.
NOBLE CORP PLC	188.	188.
ACE LIMITED	1,020.	1,020.
NOBLE CORP	188.	188.
TOTAL	81,921.	81,261.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES ON QUALIFIED FOR	708.	708.
FOREIGN TAXES ON NONQUALIFIED	356.	356.
TOTALS	1,064.	1,064.

HELEN STAMBAUGH CHARITABLE FUND 45-6336031

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS
===

NAME AND ADDRESS

THE HELEN STAMBAUGH ESTATE
PO BOX 1558 DEPT EA4E86
COLUMBUS, OH 43216

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
HUNTINGTON NATIONAL BANK
ADDRESS:
PO BOX 1558 DEPT EA4E86
COLUMBUS, OH 43216
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 26,996.
COMPENSATION EXPLANATION:
TRUSTEE FEES

TOTAL COMPENSATION: 26,996.

HUNTINGTON

Chronological Statement

Run on 5/9/2014 3:01:20 PM

Start Date 12/31/2013

End Date 12/31/2013

Administrator: CAROL CHAMBERLAIN @ 330-742-7036

Account: [redacted]

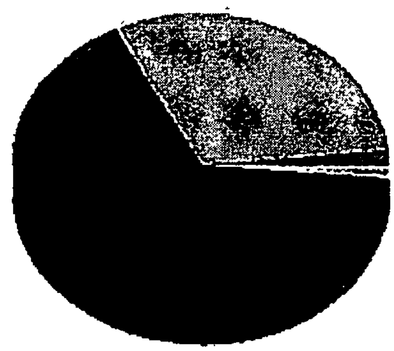
HELEN R. STAMBAUGH CHARITABLE FUND, HUNTINGTON NATIONAL BANK, TRUSTEE

SUMMARY

Category	Book Value	Market Value	Est Income	% of Portfolio
CASH	0.00	0.00		0.00
CASH EQUIVALENTS	65,976.18	65,976.18	32.99	1.09
EQUITIES	2,696,515.05	3,946,855.11	79,432.98	64.92
FIXED INCOME	1,996,385.32	1,986,533.31	57,257.27	32.68
MISCELLANEOUS	79,513.64	79,513.64		1.31
TOTAL PORTFOLIO	4,838,390.19	6,078,878.24	136,723.24	100.00

Market Value

$0.00	0.00%	CASH
$65,976.18	1.09%	CASH EQUIVALENTS
$3,946,855.11	64.92%	EQUITIES
$1,986,533.31	32.68%	FIXED INCOME
$79,513.64	1.31%	MISCELLANEOUS



ASSET SCHEDULE

Ticker	Description	Units	Price	Book Value	Market Value	Est Income	% of Port
	CASH						
	CASH			0.00	0.00		0.00
	TOTAL FOR CASH			0.00	0.00		0.00
	CASH EQUIVALENTS						
HCDA	HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT			65,976.18	65,976.18	32.99	1.09
	TOTAL FOR CASH EQUIVALENTS			65,976.18	65,976.18	32.99	1.09
	EQUITIES						
AAPL	APPLE INC	30.000	561.020	18,263.99	16,830.60	366.00	0.28
ADM	ARCHER-DANIELS-MIDLAND CO	500.000	43.400	13,824.05	21,700.00	480.00	0.36
BAX	BAXTER INTERNATIONAL INC W/1 RT/SH	1,190.000	69.550	69,201.04	82,764.50	2,332.40	1.36
BMY	BRISTOL-MYERS SQUIBB CO	2,250.000	53.150	61,987.50	119,587.50	3,240.00	1.97
BRCM	BROADCOM CORP CL A	2,000.000	29.645	63,985.00	59,290.00	880.00	0.98
CVS	CVS CAREMARK CORP	1,300.000	71.570	58,148.87	93,041.00	1,430.00	1.53
CAH	CARDINAL HEALTH INC	1,000.000	66.810	41,953.00	66,810.00	1,210.00	1.10
CHD	CHURCH & DWIGHT CO INC W/1 RT/SH	1,300.000	66.280	52,257.50	86,164.00	1,456.00	1.42
CSCO	CISCO SYSTEMS	3,000.000	22.430	51,365.50	67,290.00	2,040.00	1.11
CMCSA	COMCAST CORP CL A	2,070.000	51.965	73,665.35	107,567.55	1,614.60	1.77

COP	CONOCOPHILLIPS	1,150.000	70.650	63,243.23	81,247.50	3,174.00	1.34
DE	DEERE & CO W/1 RT/SH	680.000	91.330	55,796.31	62,104.40	1,387.20	1.02
DOW	DOW CHEMICAL	2,000.000	44.400	48,687.50	88,800.00	2,560.00	1.46
EMC	EMC CORP/MASS	3,000.000	25.150	67,669.80	75,450.00	1,200.00	1.24
EBAY	EBAY INC	2,000.000	54.865	64,860.10	109,730.00		1.80
EMR	EMERSON ELECTRIC CO	1,300.000	70.180	59,877.91	91,234.00	2,236.00	1.50
ETP	ENERGY TRANSFER PARTNERS	629.000	57.250	40,067.56	36,010.25	2,276.98	0.59
XOM	EXXON MOBIL CORP	1,000.000	101.200	79,720.00	101,200.00	2,520.00	1.66
BEN	FRANKLIN RES INC	1,200.000	57.730	47,938.80	69,276.00	576.00	1.14
GE	GENERAL ELECTRIC CO	3,500.000	28.030	60,190.40	98,105.00	3,080.00	1.61
GILD	GILEAD SCIENCES INC	1,200.000	75.100	23,814.00	90,120.00		1.48
HAL	HALLIBURTON CO	430.000	50.750	17,738.58	21,822.50	258.00	0.36
HAINX	HARBOR INTERNATIONAL FUND	703.829	71.010	50,000.00	49,978.90	1,052.22	0.82
HIF3	HUNTINGTON INTERNATIONAL EQUITY FUND III	27,098.257	13.280	289,070.43	359,864.85	5,121.57	5.92
HGSM3	HUNTINGTON GLOBAL SELECT MARKETS FUND - III	2,979.602	10.740	29,345.75	32,000.93	634.66	0.53
HSSF3	HUNTINGTON SITUS FUND III	3,744.243	28.750	72,451.10	107,646.99	29.95	1.77
JPM	JP MORGAN CHASE & CO	1,500.000	58.480	51,242.90	87,720.00	2,280.00	1.44
KLAC	KLA-TENCOR CORP	300.000	64.460	15,918.00	19,338.00	540.00	0.32
KR	THE KROGER CO	2,500.000	39.530	57,409.80	98,825.00	1,650.00	1.63
MDT	MEDTRONIC INC	1,500.000	57.390	51,981.75	86,085.00	1,680.00	1.42
NUE	NUCOR CORP W/1 RT/SH	1,000.000	53.380	32,599.00	53,380.00	1,480.00	0.88
ORCL	ORACLE CORPORATION FORMERLY ORACLE SYS CORP W/1 RT/SH	1,900.000	38.260	53,671.19	72,694.00	912.00	1.20
ODVYX	OPPENHEIMER DEVELOPING MARKETS FUND - CLASS Y	310.945	37.560	10,009.32	11,679.09	50.68	0.19
PNC	PNC FINANCIAL SERVICES	1,000.000	77.580	49,094.73	77,580.00	1,760.00	1.28
PEP	PEPSICO INC	1,000.000	82.940	63,583.90	82,940.00	2,270.00	1.36
RYTRX	ROYCE TOTAL RETURN FUND	749.833	16.470	9,996.26	12,349.75	106.48	0.20
SLB	SCHLUMBERGER LTD	250.000	90.110	16,942.50	22,527.50	312.50	0.37
SRE	SEMPRA ENERGY	1,200.000	89.760	63,892.80	107,712.00	3,024.00	1.77
SJM	SMUCKER (J.M.) CO THE-NEW COM WI	230.000	103.620	19,708.68	23,832.60	533.60	0.39
STT	STATE STREET CORP	1,300.000	73.390	43,702.87	95,407.00	1,352.00	1.57
SYK	STRYKER CORP	400.000	75.140	22,587.96	30,056.00	488.00	0.49
SU	SUNCOR ENERGY INC	1,380.000	35.050	41,636.81	48,369.00	1,039.14	0.80
TXN	TEXAS INSTRUMENTS INC	2,000.000	43.910	67,014.00	87,820.00	2,400.00	1.44
TRV	TRAVELERS COS INC	1,000.000	90.540	51,205.06	90,540.00	2,000.00	1.49
UTX	UNITED TECHNOLOGIES CORP	700.000	113.800	49,355.84	79,660.00	1,652.00	1.31
VFC	V F CORP W/1 RT/SH	1,960.000	62.340	59,534.34	122,186.40	2,058.00	2.01
VIAB	VIACOM INC CLASS B	1,470.000	87.340	75,268.23	128,389.80	1,764.00	2.11
	VODAFONE GROUP PLC	2,500.000	39.310	68,513.85	98,275.00	3,975.00	1.62
ACN	ACCENTURE PLC CL A	1,000.000	82.220	54,913.05	82,220.00	1,860.00	1.35
NE	NOBLE CORP PLC	750.000	37.470	28,879.28	28,102.50	570.00	0.46
ACE	ACE LIMITED	1,000.000	103.530	62,729.66	103,530.00	2,520.00	1.70
	TOTAL FOR EQUITIES			2,696,515.05	3,946,855.11	79,432.98	64.92
	FIXED INCOME						
	ABBVIE INC 1.2% 11/06/2015	150,000.000	101.016	150,835.29	151,524.00	1,800.00	2.49
	DOW CHEMICAL CO SERIES NOT1 3.4% 08/15/2018-2012	100,000.000	99.422	100,000.00	99,422.00	3,400.00	1.64
	FHLB .75% 12/08/2017	100,000.000	97.311	99,633.00	97,311.00	750.00	1.60
	FNMA 1.5% 11/14/2017-2014	100,000.000	99.440	100,260.40	99,440.00	1,500.00	1.64
	GENERAL ELEC CAP CORP 5.625% 05/01/2018	100,000.000	114.837	105,295.15	114,837.00	5,625.00	1.89
	GENERAL ELEC CAP CORP 2.1% 01/07/2014	100,000.000	100.019	100,247.52	100,019.00	2,100.00	1.65
	GENERAL ELEC CAP CORP SERIES MTN 3.35% 10/17/2016	100,000.000	106.234	100,260.96	106,234.00	3,350.00	1.75
HYFAX	HARBOR HIGH-YIELD BOND FUND - CLASS I	9,344.152	10.810	101,493.71	101,010.28	5,849.44	1.66
	HEWLETT PACKARD CO 3.75% 12/01/2020	50,000.000	99.782	51,974.36	49,891.00	1,875.00	0.82
	JP MORGAN CHASE & CO 3.15% 07/05/2016	100,000.000	104.838	100,306.31	104,838.00	3,150.00	1.72
	JOHNSON CTLS INC 5% 03/30/2020	50,000.000	109.244	53,667.92	54,622.00	2,500.00	0.90
	OHIO ST HSG FIN AGY SF MTGE REVENUE SER 3 EHN:	50,000.000	100.358	50,000.00	50,179.00	675.00	0.83

	GNMA/FNMA/FHLMC 1.35% 11/01/2014						
PTLDX	PIMCO LOW DURATION FUND - INSTITUTIONAL CLASS	35,355.101	10.330	375,536.24	365,218.19	7,000.31	6.00
	PACCAR FINANCIAL CORP SERIES MTN 1.55% 09/29/2014	100,000.000	100.839	100,188.41	100,839.00	1,550.00	1.66
PGX	POWERSHARES PREFERRED PORTFOLIO	7,350.000	13.440	105,324.37	98,784.00	6,703.20	1.62
TPINX	FRANKLIN TEMPLETON GLOBAL BOND FUND - CLASS A	19,208.690	13.140	261,361.68	252,402.19	9,220.17	4.15
VSGBX	VANGUARD SHORT TERM FEDERAL FUND - INVESTOR SHARES	3,734.827	10.700	40,000.00	39,962.65	209.15	0.66
	TOTAL FOR FIXED INCOME			1,996,385.32	1,986,533.31	57,257.27	32.68
	MISCELLANEOUS						
	ST JOHN'S EVANGELICAL LUTHERN CH $84,697.64 DEMAND NT DTD 5/3/10 ON DEMAND MTG RECORDED MAHONING COUNTY 0%	79,513.640		79,513.64	79,513.64		1.31
	TOTAL FOR MISCELLANEOUS			79,513.64	79,513.64		1.31
	TOTAL PORTFOLIO			4,838,390.19	6,078,878.24	136,723.24	100.00

TRANSACTION SCHEDULE

Settle Date	Transaction	Cash	Book Value
12/31/2013	BEGINNING BALANCE		4,872,609.01
12/31/2013	DIVIDEND ON 1,000 SHS TRAVELERS COS INC AT 0.50 PER SHARE PAYABLE 12/31/2013 EX DATE 12/06/2013	500.00	
12/31/2013	DIVIDEND ON 1,470 SHS VIACOM INC CLASS B AT 0.30 PER SHARE PAYABLE 12/31/2013 EX DATE 12/11/2013	441.00	
12/31/2013	DIVIDEND ON 7,350 UNITS POWERSHARES PREFERRED PORTFOLIO AT .07385 PER SHARE PAYABLE 12/31/2013 EX DATE 12/13/2013	542.80	
12/31/2013	DEPOSIT HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	1,483.80-	1,483.80
12/31/2013	WITHDRAWAL HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	35,702.62	35,702.62-
12/31/2013	CHARITABLE DISTRIBUTION KEY BANK-CLEVELAND, OH CHECKING ACCT INCOME DISTRIBUTION AS OF 12/31/2013 TO ST. JOHN'S EVANGELICAL LUTHERN CHURCH	35,702.62-	
12/31/2013	ENDING BALANCE		4,838,390.19

[redacted] [redacted] [redacted]