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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
Assets	1	Cash—non-interest-bearing	8,130	
	2	Savings and temporary cash investments	164,623	86,775
	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)	1,813,368	
	c	Investments—corporate bonds (attach schedule)		
Liabilities	11	Investments—land, buildings, and equipment: basis ►		
		Less accumulated depreciation (attach schedule) ►		
	12	Investments—mortgage loans		
	13	Investments—other (attach schedule)	981,014	2,857,489
	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)	2,967,135	2,944,264
				3,868,054
	17	Accounts payable and accrued expenses		
Net Assets or Fund Balances	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
		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	2,967,135	2,944,264
	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)	2,967,135	2,944,264
	31	Total liabilities and net assets/fund balances (see instructions)	2,967,135	2,944,264

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	2,967,135
2	Enter amount from Part I, line 27a	2	-21,565
3	Other increases not included in line 2 (itemize) ► MUTUAL FUND & CTF INCOME ADDITIONS	3	2,795
4	Add lines 1, 2, and 3	4	2,948,365
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	4,101
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,944,264

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
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	127,615
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?
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part Yes No

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	49,377	3,477,105	0.014201
2011	203,486	3,536,991	0.057531
2010	239,758	3,442,036	0.069656
2009	130,750	2,908,127	0.044960
2008	200,710	3,976,303	0.050477
2	Total of line 1, column (d)		2 0.236825
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 0.047365
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5		4 3,693,393
5	Multiply line 4 by line 3		5 174,938
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 1,723
7	Add lines 5 and 6		7 176,661
8	Enter qualifying distributions from Part XII, line 4		8 191,264
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

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-

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only) Others enter -0-

5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments:

a 2013 estimated tax payments and 2012 overpayment credited to 2013 6a 2,263

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 2,263

8 Enter any **penalty** for underpayment of estimated tax. Check here if Form 2220 is attached

9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ► 9 0

10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ► 10 540

11 Enter the amount of line 10 to be **Credited to 2014 estimated tax** ► 540 Refunded ► 11 0

1	1,723	
2	0	
3	1,723	
4		
5	1,723	
7	2,263	
8		
9	0	
10	540	
11	0	

Part VII-A Statements Regarding Activities

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 Yes X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 1b Yes 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 Yes 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? 2 Yes X

If "Yes," attach a detailed description of the activities

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 Yes X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4a Yes X

b If "Yes," has it filed a tax return on Form 990-T for this year? 4b N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 5 Yes X

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: 6 Yes X

- 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?

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 Yes X

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► 8a Yes X

NJ

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 Yes 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 Yes X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 Yes 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? Website address ► N/A	13	X
14	The books are in care of ► WELLS FARGO BANK N.A. Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC	Telephone no ► 888-730-4933 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input 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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			5b N/A
c	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870				6b X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?				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 27101	TRUSTEE	4.00	59,730	

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 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	3,638,465
b	Average of monthly cash balances	1b	111,173
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,749,638
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	3,749,638
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	56,245
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,693,393
6	Minimum investment return. Enter 5% of line 5	6	184,670

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	184,670
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,723
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,723
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	182,947
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	182,947
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	182,947

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	191,264
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	191,264
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	1,723
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	189,541

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				182,947
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only				0
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	53,927			
d From 2011	28,263			
e From 2012				
f Total of lines 3a through e	82,190			
4 Qualifying distributions for 2013 from Part XII, line 4. ► \$ 191,264				
a Applied to 2012, but not more than line 2a				
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				182,947
e Remaining amount distributed out of corpus	8,317			
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	90,507			
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				0
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	90,507			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010	53,927			
c Excess from 2011	28,263			
d Excess from 2012				
e Excess from 2013	8,317			

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 ►				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)
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				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				0
	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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
See Attached Statement				
Total				► 3a 175,731
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income	Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions)	
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount
1	Program service revenue:				
a					
b					
c					
d					
e					
f					
g	Fees and contracts from government agencies				
2	Membership dues and assessments				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities				
5	Net rental income or (loss) from real estate			14	90,993
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	127,615
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)		0		218,608
13	Total. Add line 12, columns (b), (d), and (e)			13	218,608
(See worksheet in line 13 instructions to verify calculations.)					

Part XVI, B. Relationship of Activities to the App

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash 1a
 (2) Other assets 1a

b Other transactions.

(1) Sales of assets to a noncharitable exempt organization 1b
 (2) Purchases of assets from a noncharitable exempt organization 1b
 (3) Rental of facilities, equipment, or other assets 1b
 (4) Reimbursement arrangements 1b
 (5) Loans or loan guarantees 1b
 (6) Performance of services or membership or fundraising solicitations 1b

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

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

▶ *John S. Lento*, SVP Wells Fargo Bank N.A.

4/10/2014

► 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 JOSEPH J. CASTRIANO	Preparer's signature 	Date 4/10/2014	Check <input checked="" type="checkbox"/> if self-employed	PTIN 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		

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

Recipient(s) paid during the year

Name

BERON JEWISH OLDER ADULT SERVICES OF ATLANTIC & CAPE MAY COUNTIES

Street

1102 ATLANTIC AVENUE

City ATLANTIC CITY	State NJ	Zip Code 08401	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 60,000
--	------------------

Name

BOARD OF JEWISH EDUCATION OF ATLANTIC & CAPE MAY COUNTIES

Street

501 N JEROME AVENUE

City MARGATE	State NJ	Zip Code 08402	Foreign Country
-----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 20,000
--	------------------

Name

JEWISH FAMILY SERVICE OF ATLANTIC & CAPE MAY COUNTIES

Street

607 N JEROME AVENUE

City MARGATE	State NJ	Zip Code 08402-1527	Foreign Country
-----------------	-------------	------------------------	-----------------

Relationship NONE	Foundation Status PC		
----------------------	-------------------------	--	--

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 20,000
--	------------------

Name

MILTON AND BETTY KATZ JEWISH COMMUNITY OF ATLANTIC COUNTY

Street

501 N JEROME AVENUE

City MARGATE	State NJ	Zip Code 08402	Foreign Country
-----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC		
----------------------	-------------------------	--	--

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 55,731
--	------------------

Name

SEASHORE GARDENS LIVING CENTER

Street

22 WEST JIMMIE LEEDS ROAD

City GALLOWAY TOWNSHIP	State NJ	Zip Code 08205	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 20,000
--	------------------

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status		
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Purpose of grant/contribution	Amount
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to indicate 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	Capital Gains/Losses		Cost, Other Basis and Expenses	Net Gain or Loss
											Other Sales	Expense of Sale and Cost of Improvements	Depreciation	
1 X	AETNA INC-NEW	00817Y08			7/1/2007		4/29/2013	26,259	23,145					0
2 X	BANK OF AMERICA CORP	060505104			7/1/2002		4/29/2013	9,888	28,280					0
3 X	BANK OF AMERICA CORP	060505104			14/4/2010		4/29/2013	12,312	23,925					0
4 X	BRISTOL MYERS SQUIBB CO	110122108			12/1/2009		6/3/2013	29,214	14,862					14,132
5 X	DOWN CHEMICAL CO	260543103			6/21/2011		6/3/2013	15,286	16,252					-966
6 X	DREYFUS/THE BOSTON CA S	26203E851			12/14/2007		6/5/2013	6,988	5,127					0
7 X	DREYFUS/THE BOSTON CA S	26203E851			12/14/2007		6/5/2013	2,117	2,117					0
8 X	DREYFUS/THE BOSTON CA S	26203E851			7/13/2007		6/5/2013	70,343	64,820					5,523
9 X	DREYFUS/THE BOSTON CA S	26203E851			12/13/2012		6/5/2013	687	590					0
10 X	FEDEX CORPORATION	31428BX06			1/25/2002		6/3/2013	29,103	15,725					13,378
11 X	GENERAL ELECTRIC CO	3698604103			4/28/1986		6/3/2013	9,372	1,352					8,020
12 X	GENERAL MILLS INC	370334104			6/3/2013		6/3/2013	23,665	11,652					0
13 X	HEWLETT PACKARD CO	428236103			1/25/2002		4/29/2013	18,459	17,487					0
14 X	INTERNATIONAL BUSINESS M	459200101			12/6/2001		6/3/2013	31,195	18,158					13,037
15 X	JOHNSON & JOHNSON	478160104			12/6/2001		6/3/2013	16,868	11,240					5,628
16 X	LINCOLN NATL CORP IND	534187109			12/28/2007		4/29/2013	14,718	26,288					-11,570
17 X	OPPENHEIMER COM STR TR	68380Y409			2/17/2008		12/9/2013	35,308	40,000					-4,692
18 X	PEPSICO INC	713448108			1/25/2002		6/3/2013	20,345	10,390					9,955
19 X	PHILLIPS 66	718546104			1/25/2002		4/29/2013	20,921	3,757					17,164
20 X	PIMCO COMMODITY REAL RE	722005667			12/9/2009		12/9/2013	25,102	36,000					-10,988
21 X	PIMCO COMMODITY REAL RE	722005667			12/9/2009		12/9/2013	442	634					-192
22 X	PIMCO COMMODITY REAL RE	722005667			12/17/2008		12/9/2013	35,988	40,000					-4,032
23 X	PIMCO COMMODITY REAL RE	722005667			12/27/2011		12/9/2013	1,462	1,974					-512
24 X	PIMCO COMMODITY REAL RE	722005667			1/21/2012		12/9/2013	684	777					-133
25 X	PIMCO COMMODITY REAL RE	722005667			1/26/2012		12/9/2013	0	0					0
26 X	TEXAS INSTRUMENTS INC	802568104			1/25/2002		6/3/2013	32,337	17,577					14,760
27 X	TEXUS GROUP	91529Y106			12/1/2009		4/29/2013	19,550	13,561					5,989
28 X	VANGUARD S/T BOND INDEX	921937207			12/17/2008		6/7/2013	41	40					1
29 X	VANGUARD S/T BOND INDEX	921937207			12/24/2012		6/7/2013	0	0					0
30 X	VANGUARD S/T BOND INDEX	921937207			1/21/2012		6/7/2013	0	0					0
31 X	VANGUARD S/T BOND INDEX	921937207			3/28/2013		6/7/2013	0	0					0
32 X	WELLS FARGO ADV INTL EQ	94984B348			1/16/2002		10/4/2013	84,009	58,700					24,309
33 X	WELLS FARGO ADV INTL EQ	94984B348			12/6/2001		10/4/2013	18,656	15,000					3,696
34 X	WELLS FARGO ADV INTL EQ	94984B348			12/6/2006		10/4/2013	11,245	14,389					-3,144
35 X	WELLS FARGO ADV INTL EQ	94984B348			12/7/2005		10/4/2013	7,199	8,389					-1,190
36 X	WELLS FARGO ADV INTL EQ	94984B348			12/6/2006		10/4/2013	3,592	4,596					-1,004
37 X	WELLS FARGO ADV INTL EQ	94984B348			12/7/2005		10/4/2013	784	925					-131
38 X	WELLS FARGO ADV INTL EQ	94984B348			7/13/2004		10/4/2013	85,614	86,000					5,614

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

		600	0	0	600
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	600			600

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

	4,112	1,214	0	0
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1 FOREIGN TAXES PAID	1,214	1,214		
2 PY EXCISE TAXES PAID	635			
3 ESTIMATED EXCISE TAXES PAID	2,263			

Part II, Line 10b (990-PF) - Investments - Corporate Stock

				1,813,368	0	0	0
	Description	Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year	0
1				1,813,368			

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	UNITED TECHNOLOGIES CORP		981,014	0	91,040
2	DREYFUS THE BOSTON CO SC - 6941		0	25,964	101,078
3	EXXON MOBIL CORPORATION		0	1,687	101,200
4	TARGET CORP		0	15,009	25,308
5	UNITEDHEALTH GROUP INC		0	13,507	16,942
6	ARTIO TOTAL RETURN BD FD CLI 1524		0	143,773	144,301
7	COACH INC		0	13,466	12,910
8	T ROWE PRICE REAL ESTATE FD 122		0	181,125	277,295
9	JPMORGAN CHASE & CO		0	21,257	30,702
10	US BANCORP DEL NEW		0	11,359	13,736
11	AFLAC INC		0	15,282	22,044
12	APPLE COMPUTER INC COM		0	28,079	36,466
13	MERCK & CO INC NEW		0	26,790	30,030
14	ISHARES TR RUSSELL MIDCAP INDEX FD		0	40,000	38,382
15	ABERDEEN EMERG MARKETS-INST 840		0	55,768	235,619
16	PIMCO EMERGING LOCAL BOND IS 332		0	180,000	163,049
17	CONOCOPHILLIPS		0	12,660	47,689
18	PRINCIPAL MIDCAP BLEND FD-IN 4749		0	30,000	34,514
19	E-TRACS ALERIAN MLP INFRASTRUCTUR		0	40,016	41,402
20	VANGUARD INFLAT-PROT SEC'S-ADM 511		0	71,417	80,845
21	AT & T INC		0	3,099	49,224
22	SSGA EMERGING MARKETS FD S 1510		0	113,578	93,599
23	MONSTER BEVERAGE CORP		0	13,289	15,926
24	OPPENHEIMER DEVELOPING MKT-Y 788		0	150,000	187,488
25	PUTNAM FLOATING RATE INC FUND 1857		0	100,000	103,326
26	VANGUARD BD INDEX FD INC		0	74,486	76,173
27	GOLDMAN SACHS COMM STRATEGY INS		0	58,000	58,412
28	JOHCM INTERNATIONAL SEL-I #180		0	150,000	162,375
29	KEELEY SMALL CAP VAL FD CLI 2251		0	81,000	95,313
30	CISCO SYSTEMS INC		0	11,605	12,336
31	DELAWARE POOLED TR INT'L EQUITY 31		0	247,263	199,225
32	GENERAL ELECTRIC CO		0	4,665	44,848
33	GILEAD SCIENCES INC		0	12,802	18,775
34	OAKMARK INTERNATIONAL FD 109		0	130,000	140,146
35	HOME DEPOT INC		0	16,830	49,404
36	INTERNATIONAL BUSINESS MACH'S COR		0	43,918	84,406
37	JOHNSON & JOHNSON		0	30,644	54,954
38	JOHNSON CONTROLS INC		0	16,698	61,560
39	MCDONALDS CORP		0	17,512	26,683
40	MICROSOFT CORP		0	25,019	39,280
41	ORACLE CORPORATION		0	33,159	80,346
42	PIMCO TOTAL RET FD-INST 35		0	222,990	237,288
43	PIMCO HIGH YIELD FD-INST 108		0	100,163	154,926
44	PIMCO FOREIGN BD USD H-INST 103		0	90,000	87,586
45	PEPSICO INC		0	12,468	24,882

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

		981,014	2,857,489	3,781,279
	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year
47	PROCTER & GAMBLE CO		0	2,074
48	UNION PACIFIC CORP		0	25,849
				29,400

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

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

1 MUTUAL FUND & CTF INCOME ADDITIONS	1	2,795
2 Total	2	2,795

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

1 COST BASIS ADJUSTMENT	1	515
2 MUTUAL FUND & CTF INCOME SUBTRACTION	2	2,587
3 PY RETURN OF CAPITAL ADJUSTMENT	3	999
4 Total	4	4,101

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

Annual										Gains Minus Losses of FINV Over Adjusted Basis or Losses	
Long Term CG Distributions		35,835		0		721,843		0		0	
Short Term CG Distributions		0		0		0		0		0	
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date	Date Sales Price	Gross Sales Price	Depreciation Allowed	Adjustments	Expense of Sale	F MV as of 12/31/09	Adjusted Basis as of 12/31/09
1 AETNA INC-NEW	008177Y108		7/11/2007	4/29/2013	20,269	20,269		0	25,145	3,124	
2 BANK OF AMERICA CORP	0805051014		1/4/2000	4/29/2013	9,898	9,898		0	28,280	-18,312	0
3 BANK OF AMERICA CORP	0805051014		12/1/2009	4/29/2013	12,372	12,372		0	23,925	-11,553	0
4 BRISTOL MYERS SQUIBB CO				6/26/2013	20,214	20,214		0	14,862	14,327	0
5 DOW CHEMICAL CO	360534103		6/21/2011	4/29/2013	15,288	15,288		0	16,952	966	0
6 DREYFUS LIFE BOSTON CA SIG - 14634	282035851		12/14/2007	6/5/2013	0,998	0,998		0	5,127	1,871	0
7 DREYFUS LIFE BOSTON CA SIG - #8134	282035851		7/13/2007	6/5/2013	2,117	2,117		0	1,551	566	0
8 DREYFUS LIFE BOSTON CA SIG - #8134	282035851		7/13/2007	6/5/2013	70,343	70,343		0	64,320	5,523	0
9 DREYFUS LIFE BOSTON CA SIG - #8134	282035851		12/1/2012	6/5/2013	687	687		0	590	97	0
10 FIDEX CORPORATION	51428X106		11/25/2002	6/5/2013	28,101	28,101		0	15,725	13,318	0
11 GENERAL ELECTRIC CO	368604103		4/29/1986	6/5/2013	9,372	9,372		0	1,152	6,030	0
12 GENERAL MILLS INC	370334104		7/6/2004	6/5/2013	23,685	23,685		0	11,052	12,013	0
13 HEWLETT PACKARD CO	420226103		11/25/2002	4/29/2013	18,459	18,459		0	17,487	972	0
14 INTERNATIONAL BUSINESS MACHINES CO	4703160101		12/6/2001	6/5/2013	31,155	31,155		0	18,158	13,037	0
15 JOHNSON & JOHNSON	4703160104		12/6/2001	6/5/2013	16,868	16,868		0	11,240	5,628	0
16 LINCOLN NATIONAL CORP IND	534187109		12/26/2007	4/29/2013	14,718	14,718		0	28,288	-11,510	0
17 OPPENHEIMER COM STR TR FUND	473948866		12/17/2008	4/29/2013	39,398	39,398		0	40,860	-4,692	0
18 PEPSICO INC	713446108		11/25/2002	6/5/2013	20,345	20,345		0	10,390	9,955	0
19 PHILLIPS 66	71546104		11/25/2002	4/29/2013	25,921	25,921		0	3,157	17,164	0
20 PIMCO COMMODITY REAL RET STRAT	7220505687		12/26/2009	12/26/2013	25,102	25,102		0	36,000	-10,898	0
21 PIMCO COMMODITY REAL RET STRAT	7220505687		12/27/2009	12/26/2013	442	442		0	634	-192	0
22 PIMCO COMMODITY REAL RET STRAT	7220505687		12/27/2008	12/26/2013	35,958	35,958		0	40,000	-4,032	0
23 PIMCO COMMODITY REAL RET STRAT	7220505687		12/7/2011	12/26/2013	1,432	1,432		0	1,874	512	0
24 PIMCO COMMODITY REAL RET STRAT	7220505687		12/12/2012	12/26/2013	644	644		0	777	-133	0
25 PIMCO COMMODITY REAL RET STRAT	7220505687		12/12/2012	12/26/2013	0	0		0	0	0	0
26 TEXAS INSTRUMENTS INC	885308104		11/25/2002	6/5/2013	32,337	32,337		0	17,577	14,760	0
27 UNION GROUP	91528Y106		12/1/2009	4/29/2013	19,560	19,560		0	13,561	5,999	0
28 VANGUARD SHORT BOND INDEX FUND #13	921937207		12/17/2008	6/7/2013	41	41		0	40	1	0
28 VANGUARD SHORT BOND INDEX FUND #13	921937207		12/21/2012	6/7/2013	0	0		0	0	0	0
30 VANGUARD SHORT BOND INDEX FUND #13	921937207		12/21/2012	6/7/2013	0	0		0	0	0	0
31 VANGUARD SHORT BOND INDEX FUND #13	921937207		3/28/2013	6/7/2013	0	0		0	55,700	24,309	0
32 WELLS FARGO ADV INTL EQ FUND #4	34984B348		11/25/2012	10/4/2013	84,009	84,009		0	15,000	3,698	0
34 WELLS FARGO ADV INTL EQ FUND #4	34984B348		12/6/2001	10/4/2013	18,698	18,698		0	14,389	3,144	0
35 WELLS FARGO ADV INTL EQ FUND #4	34984B348		12/7/2005	10/4/2013	7,199	7,199		0	6,389	-1,190	0
36 WELLS FARGO ADV INTL EQ FUND #4	34984B348		12/6/2008	10/4/2013	3,522	3,522		0	4,569	-1,004	0
37 WELLS FARGO ADV INTL EQ FUND #4	34984B348		12/7/2005	10/4/2013	734	734		0	925	-131	0
38 WELLS FARGO ADV INTL EQ FUND #4	34984B348		7/13/2004	10/4/2013	85,614	85,614		0	80,000	5,814	0

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

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

	Date	Amount
	1	2
1 Credit from prior year return	5/7/2013	566
2 First quarter estimated tax payment	6/12/2013	566
3 Second quarter estimated tax payment	9/9/2013	565
4 Third quarter estimated tax payment	12/10/2013	566
5 Fourth quarter estimated tax payment	6	
6 Other payments	7	
7 Total	2,263	

990PF, PART VII-A LINE 8B - EXPLANATION OF NON-FILING WITH A.G. STMT

NJ does not require a copy of Form 990-PF to be filed if gross contributions are less than \$10,000