See a Social Security Number? Say Something!
Report Privacy Problems to https://public.resource.org/privacy
Or call the IRS Identity Theft Hotline at 1-800-908-4490

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Or call the IRS Identity Theft Hotline at 1-800-908-4490

SUPERSEDING RETURN

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 , 2013, and ending , 20

Name of foundation: THE CLAUDE MOORE CHARITABLE FOUNDATION

A Employer identification number: 52-1558571

Number and street (or P.O. box number if mail is not delivered to street address): 11350 RANDOM HILLS ROAD — Room/suite: 520

B Telephone number (see instructions): (703) 934-1147

City or town, state or province, country, and ZIP or foreign postal code: FAIRFAX, VA 22030

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ 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) ▶ $ 135,921,889.

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).)*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ [X] if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	3,741,716.	3,740,550.		ATCH 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	951,104.			
	b	Gross sales price for all assets on line 6a 14,320,742.				
	7	Capital gain net income (from Part IV, line 2)		951,104.		
	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) ATCH 2	-115,029.	6,124.		
	12	**Total.** Add lines 1 through 11	4,577,791.	4,697,778.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	599,707.	202,701.		397,006.
	14	Other employee salaries and wages	441,708.	149,298.		292,410.
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) ATCH 3	354,290.	346,797.		7,493.
	b	Accounting fees (attach schedule) ATCH 4	150,090.	37,523.		112,567.
	c	Other professional fees (attach schedule) *	194,664.	192,664.		2,000.
	17	Interest ATCH 6	947.			
	18	Taxes (attach schedule) (see instructions) ATCH 7	1,610,260.	207,822.		1,356,201.
	19	Depreciation (attach schedule) and depletion	304.	304.		
	20	Occupancy	173,662.	58,697.		114,965.
	21	Travel, conferences, and meetings	49,697.	16,797.		32,900.
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 8	266,548.	77,955.		188,275.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	3,841,877.	1,290,558.		2,503,817.
	25	Contributions, gifts, grants paid	1,966,866.			1,966,866.
	26	**Total expenses and disbursements.** Add lines 24 and 25	5,808,743.	1,290,558.	0	4,470,683.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-1,230,952.			
	b	**Net investment income** (if negative, enter -0-)		3,407,220.		
	c	**Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	4,227,745.	9,287,427.	9,287,428.
	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) ▶ *		* 27,677,500.	ATCH 9
		Less: allowance for doubtful accounts ▶ 27,657,500.		20,000.	20,000.
	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) ATCH 10	11,659,468.	20,070,803.	20,070,803.
	c	Investments - corporate bonds (attach schedule) ATCH 11	26,344,699.	14,915,243.	14,915,243.
	11	Investments - land, buildings, and equipment basis ▶ 87,058,975.			
		Less accumulated depreciation (attach schedule) ▶	81,000,000.	87,058,975.	87,058,975.
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 12	2,040,906.	4,501,564.	4,501,564.
	14	Land, buildings, and equipment basis ▶ 167,176.			ATCH 13
		Less accumulated depreciation (attach schedule) ▶ 145,046.	27,030.	22,130.	22,130.
	15	Other assets (describe ▶ ATCH 14)	33,048.	45,746.	45,746.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	125,332,896.	135,921,888.	135,921,889.
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 ▶ ATCH 15)	455.	2,529.	
	23	**Total liabilities** (add lines 17 through 22)	455.	2,529.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	125,332,441.	135,919,359.	
	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			
	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)	125,332,441.	135,919,359.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	125,332,896.	135,921,888.	

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	125,332,441.
2	Enter amount from Part I, line 27a	2	-1,230,952.
3	Other increases not included in line 2 (itemize) ▶ ATCH 16	3	13,000,924.
4	Add lines 1, 2, and 3	4	137,102,413.
5	Decreases not included in line 2 (itemize) ▶ ATCH 17	5	1,183,054.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	135,919,359.

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 PART IV SCHEDULE			
b				
c				
d				
e				

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

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

	(i) 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				
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	951,104.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	4,348,537.	48,517,192.	0.089629
2011	4,201,626.	52,512,380.	0.080012
2010	5,766,036.	55,463,507.	0.103961
2009	9,156,591.	91,421,816.	0.100158
2008	9,098,857.	117,678,777.	0.077319

2 **Total** of line 1, column (d)	2	0.451079
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	0.090216
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	61,040,834.
5 Multiply line 4 by line 3	5	5,506,860.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	34,072.
7 Add lines 5 and 6	7	5,540,932.
8 Enter qualifying distributions from Part XII, line 4	8	4,470,683.

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	68,144.
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	68,144.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	68,144.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 108,891.		
b	Exempt foreign organizations - tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 30,000.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	138,891.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	70,747.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 70,747. **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) ▶ VA,			
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*	10		X

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

		Line	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 ▶ WWW.CLAUDEMOOREFOUNDATION.ORG

14 The books are in care of ▶ J HAMILTON LAMBERT Telephone no. ▶ (703)934-1147

Located at ▶ 11350 RANDOM HILLS ROAD #520 FAIRFAX, VA ZIP+4 ▶ 22030

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

		Line	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.

			Line	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		
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
ATCH 18		599,707.	0	0

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 19		397,041.	0	0

Total number of other employees paid over $50,000 ▶ 3

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
ATCH 20		1,342,348.
Total number of others receiving over $50,000 for professional services . . . ▶		3

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, THE FOUNDATION MAKES GRANTS TO PUBLIC CHARITIES	
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	35,784,061.
b	Average of monthly cash balances	1b	8,884,901.
c	Fair market value of all other assets (see instructions)	1c	17,301,428.
d	**Total** (add lines 1a, b, and c)	1d	61,970,390.
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	61,970,390.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	929,556.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	61,040,834.
6	**Minimum investment return.** Enter 5% of line 5	6	3,052,042.

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	3,052,042.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	68,144.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	68,144.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,983,898.
4	Recoveries of amounts treated as qualifying distributions			4	1,825,416.
5	Add lines 3 and 4			5	4,809,314.
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	4,809,314.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	4,470,683.
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	4,470,683.
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,470,683.

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				4,809,314.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only				
b Total for prior years: 20 11 ,20 10 ,20 09				
3 Excess distributions carryover, if any, to 2013:				
a From 2008 . . . 3,329,290.				
b From 2009 . . . 4,651,096.				
c From 2010 . . . 3,069,417.				
d From 2011 . . . 1,662,204.				
e From 2012 . . . 1,996,324.				
f Total of lines 3a through e	14,708,331.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 4,470,683.				
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				4,470,683.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	338,631.			338,631.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	14,369,700.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				
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)	2,990,659.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	11,379,041.			
10 Analysis of line 9:				
a Excess from 2009 . . . 4,651,096.				
b Excess from 2010 . . . 3,069,417.				
c Excess from 2011 . . . 1,662,204.				
d Excess from 2012 . . . 1,996,324.				
e Excess from 2013 . . .				

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).)

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 ▶ [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* ATCH 21				
Total . . . . ▶ **3a**				1,966,866.
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	523000	1,366.	14	3,740,350.	
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			14	2,029.	
8 Gain or (loss) from sales of assets other than inventory			18	951,104.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b ATCH 22		-121,153.		4,095.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		-119,787.		4,697,578.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 4,577,791.

(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.)

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
	N/A		N/A

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: 11.13.14 Title: Trustee

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
ANNA S RUSSELL	[signature]	11.13.2014		P00851112
Firm's name ▶ RUSSELL, EVANS & THOMPSON, PLLC			Firm's EIN ▶ 54-1341318	
Firm's address ▶ 299 HERNDON PARKWAY, SUITE 206 HERNDON, VA 20170-4467			Phone no 703-478-0320	

Form **990-PF** (2013)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					390.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					5,064.	
		PUB TRADED SECURITIES PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
2,427,974.		2,407,126.					20,848.	
		PUB TRADED SECURITIES PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
1,905,850.		1,389,319.					516,531.	
		PUB TRADED SECURITIES PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
9,986,918.		9,578,647.					408,271.	
TOTAL GAIN(LOSS)							951,104.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST AND DIVIDENDS - INVESTMENTS	1,423,985.	1,423,985.
INTEREST AND DIVIDENDS - PARTNERSHIPS	5,427.	5,427.
LESS UBTI - INT & DIV - PARTNERSHIPS		-1,366.
ACCRUED OID INTEREST ON NOTES REC. - CTD	2,312,304.	2,312,504.
TOTAL	3,741,716.	3,740,550.

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME	2,029.	2,029.
ORDINARY LOSS FROM INVESTMENT IN PSHIPS	-117,058.	-117,058.
LESS ORDINARY UBTI LOSSES FROM INVESTMENT IN PSHIPS		121,153.
TOTALS	-115,029.	6,124.

ATTACHMENT 3

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	354,290.	346,797.		7,493.
TOTALS	354,290.	346,797.		7,493.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
AUDIT AND TAX SERVICES	150,090.	37,523.		112,567.
TOTALS	150,090.	37,523.		112,567.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	192,164.	192,164.	
ADVISORY COMMITTEE	2,500.	500.	2,000.
TOTALS	194,664.	192,664.	2,000.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST EXPENSE-PASS THROUGH	947.	947.
LESS UBTI INT EXP - PTE		-947.
TOTALS	947.	

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
REAL ESTATE TAXES	1,519,901.	190,713.	1,329,188.
PAYROLL TAXES	40,805.	13,792.	27,013.
FOREIGN TAXES	3,317.	3,317.	
FEDERAL EXCISE TAX	46,237.		
TOTALS	1,610,260.	207,822.	1,356,201.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OFFICE EXPENSE	48,484.	16,388.	32,096.
MEMBERSHIPS & SUBSCRIPTIONS	13,097.	4,426.	8,671.
PAYROLL SERVICE FEES	7,918.	2,677.	5,241.
INSURANCE	51,397.	17,372.	34,025.
REAL ESTATE LAND MAINT.	101,984.	25,936.	76,048.
DEPREC, CHARITABLE FURN&EQUIP	12,424.		12,424.
ADMINISTRATIVE CONTRACTOR	225.		225.
PASS-THROUGH NONDEDUCT EXPENSE	318.		
ADMINISTRATIVE FEES	45.	15.	30.
MISCELLANEOUS EXPENSES	2,146.	725.	1,421.
TELEPHONE AND INTERNET	19,779.	6,685.	13,094.
REAL ESTATE CONSULTANT	5,000.		5,000.
INTANGIBLE DRILLING COST - PTE	3,731.	3,731.	
TOTALS	266,548.	77,955.	188,275.

ATTACHMENT 9

FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER:	CTD MOOREFIELD RETAIL, LLC
ORIGINAL AMOUNT:	30,000,000.
INTEREST RATE:	7.000000
DATE OF NOTE:	12/08/2005
MATURITY DATE:	12/20/2025
REPAYMENT TERMS:	INT ONLY AT 5% TO 3/31/09, 7% AFTER, DUE MONTHLY
SECURITY PROVIDED:	1ST LIEN ON THE CONVEYED LAND SUBORDINATED TO BANK
PURPOSE OF LOAN:	FINANCE SALE
DESCRIPTION AND FMV OF CONSIDERATION:	SOLD LAND FOR $33,000,000., REC. PRIN. $3,000,000 30,000,000.

BEGINNING BALANCE DUE .... 38,386,277.

ENDING BALANCE DUE .... 27,677,500.

BORROWER:	CTD OFFSITE, LLC
ORIGINAL AMOUNT:	819,200.
INTEREST RATE:	5.000000
DATE OF NOTE:	06/16/2008
MATURITY DATE:	05/30/2018
REPAYMENT TERMS:	PRINCIPAL AND INTEREST BALLOON PAYMT ON MATURITY.
SECURITY PROVIDED:	DEED OF TRUST CONVEYED LAND - SUBORDINATED TO BANK
PURPOSE OF LOAN:	FINANCE SALE
DESCRIPTION AND FMV OF CONSIDERATION:	SOLD LAND 819,200.

BEGINNING BALANCE DUE .... 983,040.

ENDING BALANCE DUE ....

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE 39,369,317.

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 27,677,500.

CLAUDE MOORE CHARITABLE FOUNDATION
EIN: 52-1558571
FORM 990-PF
DECEMBER 31, 2013

THE FOUNDATION SOLD LAND FOR A TOTAL OF $33,000,000. $3 MILLION OF THE PRINCIPAL AMOUNT WAS RECEIVED IN PRIOR YEARS AND $2,714,341 WAS RECEIVED IN 2013. THE CURRENT OUTSTANDING BALANCE ON THE NOTE IS $27,285,659.

IN ADDITION, INTEREST HAS ACCRUED ON THE NOTES THROUGH DECEMBER 31, 2013 IN THE AMOUNT OF $391,841.

THE VALUE OF THE NOTE IS IMPAIRED. ACCORDINGLY, THE FOUNDATION IS VALUING THE NOTE AND ACCRUED INTEREST AT $20,000, WHICH IS THE ANTICIPATED ADDITIONAL AMOUNT TO BE RECOVERED.

SEE ATTACHMENT 16 REGARDING THE CURRENT YEAR ADJUSTMENT TO THE VALUATION ALLOWANCE FOR THE NOTE AND ACCRUED INTEREST.

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE THE ATTACHED INVESTMENT SUMMARY SCHEDULE	20,070,803.	20,070,803.
TOTALS	20,070,803.	20,070,803.

ATTACHMENT 11

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE THE ATTACHED INVESTMENT SUMMARY SCHEDULE	14,915,243.	14,915,243.
TOTALS	14,915,243.	14,915,243.

ATTACHMENT 12

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE THE ATTACHED INVESTMENT SUMMARY SCHEDULE		
ALTERNATIVE INVESTMENTS	2,086,900.	2,086,900.
PREFERRED STOCK	2,414,664.	2,414,664.
TOTALS	4,501,564.	4,501,564.

CLAUDE MOORE CHARITABLE FOUNDATION
EIN: 52-1558571
SUMMARY OF INVESTMENTS
FORM 990 PF, PART II, LINES 10 AND 13
DECEMBER 31, 2013

	STOCK		BONDS			
SCHEDULE	COMMON, ETF & OPT	PREFERRED	INTERNATIONAL	CORPORATE	TOTAL	OTHER
1	-	-	251,832.50	6,284,652.50	6,536,485.00	-
2	9,705,893.50	1,026,784.00	-	-	-	707,800.00
3	-	-	468,235.00	4,568,104.00	5,036,339.00	-
4	10,364,909.50	1,387,880.00	-	3,342,419.47	3,342,419.47	1,379,100.00
	20,070,803.00	2,414,664.00	720,067.50	14,195,175.97	14,915,243.47	2,086,900.00
	LINE 10 b	LINE 13			LINE 10 c	LINE 13

PREFERRED STOCK	2,414,664.00
OTHER	2,086,900.00
	4,501,564.00
	LINE 13

A COPY OF THE DETAILED ASSETS HELD IN THE ABOVE MENTIONED ACCOUNTS IS ATTACHED.

SUPPORT FOR ATTACHMENTS 10, 11 AND 12

G:\123WORK\NONPROF\Claude Moore\2013\Tax\2013 Tax Workpapers.xlsx

THE CLAUDE MOORE CHARITABLE FOUNDATION
EIN: 52-1558571
DECEMBER 31, 2013
INVESTMENTS SCHEDULE 1

Fixed Income Securities

Corporate Bonds

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ANNUAL YIELD (%)
UNITED PARCEL SERVICE SR UNSECURED NOTES CPN 3.875% DUE 04/01/14 DTD 03/24/09 FC 10/01/09 Moody AA3 , S&P A+ CUSIP 911312AL0 Acquired 05/05/09 L nc	7.30	500,000	104.06	520,345.00	100.9050	504,525.00	-15,820.00	4,843.75	19,375.00	3.84
GENERAL ELEC CAP CORP MEDIUM TERM NOTES SERIES A CPN 5.000% DUE 01/08/16 DTD 01/09/06 FC 07/08/06 Moody A1 , S&P AA+ CUSIP 36962GU69 Acquired 07/26/12 L nc	3.91	250,000	112.13	280,342 50	108.1560	270,390.00	-9,952.50	6,006.94	12,500.00	4.62
FORTUNE BRANDS INC NOTES CPN 5 375% DUE 01/15/16 DTD 01/12/06 FC 07/15/06 Moody BAA2 , S&P BBB- CUSIP 349631AL5 Acquired 11/09/10 L nc	7.82	500,000	106 60	533,000.00	108 0360	540,180.00	7,180.00	12,392.36	26,875 00	4.97
PITNEY BOWES INC MEDIUM TERM NOTES CPN 4.750% DUE 01/15/16 DTD 07/13/05 FC 01/15/06 Moody BAA2 , S&P BBB CUSIP 72447XAA5 Acquired 04/14/10 L nc	3.83	250,000	106.87	267,182.50	105.8450	264,612.50	-2,570.00	5,475.69	11,875.00	4.48

THE CLAUDE MOORE CHARITABLE FOUNDATION
EIN: 52-1558571
DECEMBER 31, 2013
INVESTMENTS SCHEDULE 1

Fixed Income Securities

Corporate Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ANNUAL YIELD (%)
BERKSHIRE HATHAWAY INC SR UNSECURED CPN 2.200% DUE 08/15/16 DTD 08/15/11 FC 02/15/12 Moody AA2 , S&P AA CUSIP 084670BB3 Acquired 07/26/12 L nc	3.75	250,000	105.57	263,932.50	103.5760	258,940.00	-4,992.50	2,077.78	5,500.00	2.12
TOYOTA MOTOR CREDIT CORP MEDIUM TERM NOTES SR UNSECURED CPN 2.050% DUE 01/12/17 DTD 01/12/12 FC 07/12/12 Moody AA3 , S&P AA- CUSIP 89233P5S1 Acquired 07/26/12 L nc	3.70	250,000	104 70	261,755 00	102 1930	255,482.50	-6,272.50	2,405.90	5,125.00	2.00
AFLAC INC SR UNSECURED CPN 2.650% DUE 02/15/17 DTD 02/10/12 FC 08/15/12 Moody A3 , S&P A- CUSIP 001055AH5 Acquired 09/24/12 L nc	3.73	250,000	106.03	265,085 00	103 2180	258,045.00	-7,040.00	2,502.78	6,625.00	2.56
BANK OF AMERICA NA MEDIUM TERM BANK NOTES SUBORDINATE CPN 5 300% DUE 03/15/17 DTD 03/13/07 FC 09/15/07 Moody BAA1 , S&P A- CUSIP 06050TKN1 Acquired 04/12/10 L nc	4.00	250,000	100.65	251,652.50	110 5640	276,410.00	24,757.50	3,901.39	13,250.00	4.79

Fixed Income Securities

Corporate Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ANNUAL YIELD (%)
LOWE'S COMPANIES INC SR UNSECURED CALLABLE CPN 1.625% DUE 04/15/17 DTD 04/23/12 FC 10/15/12 CALL 03/15/17 @ 100.000 Moody A3 , S&P A- CUSIP 548661CY1 Acquired 07/26/12 L nc	3.64	250,000	103.14	257,865.00	100.5770	251,442.50	-6,422.50	857.64	4,062.50	1.61
MERRILL LYNCH & CO SUBORDINATE NOTES CPN 5.700% DUE 05/02/17 DTD 05/02/07 FC 11/02/07 Moody BAA3 , S&P BBB+ CUSIP 59022CCS0 Acquired 04/12/10 L nc	8.03	500,000	101.30	506,520.00	110.9660	554,830.00	48,310.00	4,670 83	28,500.00	5.13
AT&T INC SR UNSECURED CPN 1 700% DUE 06/01/17 DTD 06/14/12 FC 12/01/12 Moody A3 , S&P A- CUSIP 00206RBF8 Acquired 07/26/12 L nc	3.64	250,000	103.70	259,270.00	100.5310	251,327.50	-7,942.50	354.17	4,250.00	1.69
CITIGROUP INC NOTES CPN 6.000% DUE 08/15/17 DTD 08/15/07 FC 02/15/08 Moody BAA2 , S&P A- CUSIP 172967EH0 Acquired 04/12/10 L nc	4.13	250,000	103.99	259,992.50	114.0680	285,170.00	25,177.50	5,666.67	15,000.00	5 26
AT&T INC SENIOR GLOBAL NOTES CALLABLE CPN 5 600% DUE 05/15/18 DTD 05/13/08 FC 11/15/08 Moody A3 , S&P A- CUSIP 00206RAM4 Acquired 01/20/12 L nc	4.12	250,000	119.56	298,927.50	113.9260	284,815.00	-14,112.50	1,788.89	14,000.00	4 91

THE CLAUDE MOORE CHARITABLE FOUNDATION
EIN: 52-1558571
DECEMBER 31, 2013
INVESTMENTS SCHEDULE 1

Fixed Income Securities

Corporate Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
THE WESTERN UNION CO SR UNSECURED CPN 3 650% DUE 08/22/18 DTD 08/22/11 FC 02/22/12 Moody BAA2 , S&P BBB+ CUSIP 959802AP4 Acquired 01/20/12 L nc	3.70	250,000	104.44	261,127.50	102.4030	256,007.50	-5,120.00	3,269.79	9,125.00	3.56
GOLDMAN SACHS CAPITAL II FIX TO FLOATING RATE BONDS PERP/CALLABLE CPN 4.000% DUE 06/01/43 DTD 05/15/07 FC 12/01/07 CALL 06/01/14 @ 100 000 Moody BA2 , S&P BB+ CUSIP 381427AA1 Acquired 03/25/13 S nc	2.55	250,000	85.87	214,693.50	70 5770	176,442.50	-38,251.00	N/A	10,000.00	5.66
CHARLES SCHWAB CORP JR SUBORDINATED FIX TO FLT SER A PERP CALLABLE CPN 7.000% DUE 02/28/49 DTD 01/26/12 FC 08/01/12 CALL 02/01/22 @ 100.000 Moody BAA2 , S&P BBB+ CUSIP 808513AE5 Acquired 09/03/13 S nc	3 97	250,000	113.47	283,693.50	109.8080	274,520.00	-9,173.50	N/A	17,500.00	6.37
GENERAL ELEC CAP CORP SUBORDINATED BONDS PERP FIX TO FLOAT CALLABLE A CPN 7 125% DUE 12/15/49 DTD 06/12/12 FC 12/15/12 CALL 06/15/22 @ 100.000 S&P AA- CUSIP 369622SN6 Acquired 06/14/12 L nc Acquired 06/14/13 S nc		500,000 300,000	105.87 113 87	529,380.00 341,631.00		559,750.00 335,850.00	30,370.00 -5,781.00			
Total	**12.96**	**800,000**		**$871,011.00**	**111.9500**	**$895,600.00**	**$24,589.00**	**N/A**	**$57,000.00**	**6.36**

THE CLAUDE MOORE CHARITABLE FOUNDATION
EIN: 52-1558571
DECEMBER 31, 2013
INVESTMENTS SCHEDULE 1

Fixed Income Securities

Corporate Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
JPMORGAN CHASE & CO JR SUBORDINATED FIX TO FLOAT PERPETUAL CALLABLE CPN 6 000% DUE 12/29/49 DTD 07/29/13 FC 02/01/14 CALL 08/01/23 @ 100.000 Moody BA1 , S&P BBB CUSIP 48126HAA8 Acquired 09/04/13 S nc	3.46	250,000	97.16	242,906.00	95.6150	239,037 50	-3,868 50	N/A	15,000.00	6.27
BAC CAPITAL TRUST XIV FIX TO FLOAT NOTES PERPETUAL CALLABLE CPN 4 000% DUE 12/31/49 DTD 02/16/07 FC 09/15/07 Moody BA3 , S&P BB+ CUSIP 05518VAA3 Acquired 03/25/13 S nc	2.70	250,000	88.75	221,881.00	74.7500	186,875.00	-35,006.00	N/A	10,000.00	5.35
Total Corporate Bonds	**90.95**	**6,050,000**		**$6,321,182.50**		**$6,284,652.50**	**($36,530.00)**			

THE CLAUDE MOORE CHARITABLE FOUNDATION
EIN: 52-1558571
DECEMBER 31, 2013
INVESTMENTS SCHEDULE 1

Fixed Income Securities

Foreign Bonds

Foreign Fixed Income securities may be denominated in currencies other than US dollars If you own securities denominated in a foreign currency, the figures displayed for "Estimated Accrued Interest" and "Estimated Annual Income" below are in the foreign currency, not US dollars. As a result, the figures shown in "Estimated Annual Yield" are not accurate for bonds denominated in foreign currency. Please contact Your Financial Advisor if you own a Foreign Fixed Income security that is denominated in other than US dollars and have additional questions.

								ESTIMATED		
DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
WESTPAC BANKING CORP SR UNSECURED CPN 2.000% DUE 08/14/17 DTD 08/14/12 FC 02/14/13 Moody AA2 , S&P AA- CUSIP 961214BV4 Acquired 09/24/12 L nc	3.64	250,000	102.21	255,530.00	100.7330	251,832.50	-3,697.50	1,902.78	5,000.00	1.98
Total Foreign Bonds	**3.64**	**250,000**		**$255,530.00**		**$251,832.50**	**-$3,697.50**	**$1,902.78**	**$5,000.00**	**1.99**
Total Fixed Income Securities	**94.59**			**$6,576,712.50**		**$6,536,485.00**	**($40,227.50)**			

THE CLAUDE MOORE CHARITABLE FOUNDATION
EIN: 52-1558571
DECEMBER 31, 2013
INVESTMENTS SCHEDULE 2

Stocks, options & ETFs

Stocks and ETFs

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
AMERICAN WATER WORKS CO INC AWK									
Acquired 10/26/09 L nc		6,200	19.23	119,275.60		262,012.00	142,736.40		
Acquired 10/26/09 L nc		1,600	19.24	30,784.00		67,616.00	36,832.00		
Acquired 10/26/09 L nc		700	19.21	13,453.30		29,582.00	16,128.70		
Acquired 10/26/09 L nc		300	19.22	5,768 70		12,678.00	6,909.30		
Acquired 10/26/09 L nc		200	19.23	3,846.00		8,452.00	4,606.00		
Acquired 10/29/09 L nc		800	19.07	15,256.00		33,808.00	18,552.00		
Acquired 10/29/09 L nc		200	19.06	3,812.00		8,452.00	4,640.00		
Acquired 11/03/09 L nc		1,000	19.23	19,238.00		42,260.00	23,022.00		

THE CLAUDE MOORE CHARITABLE FOUNDATION
EIN: 52-1558571
DECEMBER 31, 2013
INVESTMENTS SCHEDULE 2

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 04/13/10 L nc		2,257	21.42	48,357.80		95,380.82	47,023.02		
Acquired 04/13/10 L nc		100	21.41	2,141.91		4,226.00	2,084.09		
Acquired 04/13/10 L nc		100	21.41	2,141.99		4,226.00	2,084.01		
Acquired 04/13/10 L nc		43	21.41	921.03		1,817.18	896.15		
Total	**4.94**	**13,500**		**$264,996.33**	**42.2600**	**$570,510.00**	**$305,513.67**	**$15,120.00**	**2.65**
AQUA AMERICA INC									
WTR									
Acquired 08/08/13 S		12,375	26.00	321,839.10		291,926.25	-29,912.85		
Acquired 08/08/13 S		5,625	26.00	146,295.00		132,693.75	-13,601.25		
Acquired 08/08/13 S		750	26.00	19,506.00		17,692.50	-1,813.50		
Total	**3.83**	**18,750**		**$487,640.10**	**23.5900**	**$442,312.50**	**-$45,327.60**	**$11,400.00**	**2.58**
BK NOVA SCOTIA HALIFAX									
BNS									
Acquired 09/27/13 S		4,300	57 31	246,433.00		268,965.00	22,532.00		
Acquired 09/27/13 S		3,600	57.32	206,352.00		225,180.00	18,828.00		
Acquired 09/27/13 S		1,300	57.30	74,490.00		81,315.00	6,825.00		
Acquired 09/27/13 S		800	57.33	45,864.00		50,040.00	4,176.00		
Total	**5.42**	**10,000**		**$573,139.00**	**62.5500**	**$625,500.00**	**$52,361.00**	**$22,866.00**	**3.66**
COCA-COLA COMPANY									
KO									
Acquired 12/10/10 L nc		5,800	32 29	187,305 20		239,598.00	52,292.80		
Acquired 12/10/10 L nc		200	32.29	6,459.00		8,262.00	1,803.00		
Total	**2.15**	**6,000**		**$193,764.20**	**41.3100**	**$247,860.00**	**$54,095.80**	**$6,720.00**	**2.71**
CONOCOPHILLIPS									
COP									
Acquired 12/03/08 L nc		1,000	37.34	37,345.95		70,650.00	33,304.05		
Acquired 01/29/09 L nc		1,000	37.23	37,238.33		70,650.00	33,411.67		
Acquired 10/26/09 L nc		1,000	39.02	39,029.13		70,650.00	31,620.87		
Acquired 10/29/09 L nc		1,000	38.72	38,728.02		70,650.00	31,921.98		
Acquired 11/03/09 L nc		500	38.98	19,491.44		35,325.00	15,833.56		
Acquired 04/14/10 L nc		1,000	43 09	43,091.00		70,650.00	27,559.00		
Total	**3.37**	**5,500**		**$214,923.87**	**70.6500**	**$388,575.00**	**$173,651.13**	**$15,180.00**	**3.91**
COSTCO WHSL CORP NEW									
COM									
COST									
Acquired 04/21/09 L nc		1,000	46.43	46,436.90		119,020.00	72,583.10		
Acquired 10/26/09 L nc		1,000	57.75	57,756.00		119,020.00	61,264 00		

THE CLAUDE MOORE CHARITABLE FOUNDATION
EIN: 52-1558571
DECEMBER 31, 2013
INVESTMENTS SCHEDULE 2

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 10/28/09 L nc		1,500	56.89	85,347.00		178,530.00	93,183.00		
Acquired 04/13/10 L nc		1,000	59.91	59,916.50		119,020.00	59,103.50		
Acquired 09/27/13 S		1,500	115.85	173,775.15		178,530.00	4,754.85		
Total	**6.19**	**6,000**		**$423,231.55**	**119.0200**	**$714,120.00**	**$290,888.45**	**$7,440.00**	**1.04**
DOMINION RES INC VA NEW D									
Acquired 11/12/08 L nc		1,800	34.10	61,390.44		116,442.00	55,051.56		
Acquired 12/04/08 L nc		1,100	35 81	39,391.00		71,159.00	31,768.00		
Acquired 12/04/08 L nc		500	35.81	17,907.80		32,345.00	14,437.20		
Acquired 12/04/08 L nc		400	35.79	14,316 00		25,876.00	11,560.00		
Acquired 12/31/08 L nc		200	35.47	7,095.20		12,938 00	5,842.80		
Acquired 03/10/09 L nc		2,500	27.49	68,738.25		161,725.00	92,986.75		
Acquired 03/10/09 L nc		1,500	27.47	41,205.00		97,035.00	55,830.00		
Acquired 03/10/09 L nc		1,100	27.48	30,228.00		71,159 00	40,931.00		
Acquired 03/10/09 L nc		600	27.46	16,479.00		38,814.00	22,335.00		
Acquired 03/10/09 L nc		200	27 49	5,498.00		12,938.00	7,440.00		
Acquired 03/10/09 L nc		100	27.50	2,750.00		6,469.00	3,719.00		
Acquired 08/10/10 L nc		1,041	43.78	45,574.98		67,342.29	21,767.31		
Acquired 08/10/10 L nc		959	43.79	41,994.61		62,037.71	20,043.10		
Acquired 11/15/11 L		2,000	51 71	103,420.00		129,380.00	25,960 00		
Acquired 01/25/12 L		500	50 10	25,050.00		32,345.00	7,295.00		
Acquired 01/25/12 L		500	50.09	25,047.50		32,345.00	7,297.50		
Acquired 10/10/12 L		4,000	53.10	212,410.80		258,760.00	46,349.20		
Acquired 09/27/13 S		3,100	62 11	192,541.00		200,539.00	7,998 00		
Acquired 09/27/13 S		2,900	62.10	180,090.00		187,601.00	7,511.00		
Total	**14.01**	**25,000**		**$1,131,127.58**	**64.6900**	**$1,617,250.00**	**$486,122.42**	**$56,250.00**	**3.48**
J M SMUCKER CO SJM									
Acquired 10/28/09 L nc		700	52.31	36,622.60		72,534.00	35,911.40		
Acquired 10/28/09 L nc		200	52.29	10,459.60		20,724 00	10,264.40		
Acquired 10/28/09 L nc		100	52.30	5,230.80		10,362.00	5,131.20		
Acquired 04/13/10 L nc		1,700	62.45	106,175.20		176,154.00	69,978.80		
Acquired 04/13/10 L nc		300	62.45	18,737.70		31,086.00	12,348.30		
Acquired 06/14/13 S		1,600	102.56	164,101.60		165,792.00	1,690.40		
Acquired 06/14/13 S		300	102.56	30,770.97		31,086.00	315.03		
Acquired 06/14/13 S		100	102.56	10,256.50		10,362.00	105.50		
Total	**4.49**	**5,000**		**$382,354.97**	**103.6200**	**$518,100.00**	**$135,745.03**	**$11,600.00**	**2.24**

THE CLAUDE MOORE CHARITABLE FOUNDATION
EIN: 52-1558571
DECEMBER 31, 2013
INVESTMENTS SCHEDULE 2

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
METLIFE INC MET									
Acquired 07/17/12 L		9,700	30.63	297,164.35		523,024.00	225,859.65		
Acquired 07/17/12 L		100	30.63	3,063.89		5,392.00	2,328.11		
Acquired 08/08/13 S		3,000	49.74	149,247.90		161,760.00	12,512.10		
Total	**5.98**	**12,800**		**$449,476.14**	**53.9200**	**$690,176.00**	**$240,699.86**	**$14,080.00**	**2.04**
NESTLE S A REG ADR NSRGY									
Acquired 08/10/10 L nc		6,000	48.47	290,820.00		441,540.00	150,720.00		
Acquired 07/12/12 L		1,500	59.64	89,460.00		110,385 00	20,925.00		
Acquired 07/12/12 L		500	59 63	29,819.50		36,795 00	6,975.50		
Acquired 07/12/12 L		500	59.63	29,819.50		36,795.00	6,975.50		
Acquired 07/12/12 L		500	59.64	29,820.00		36,795.00	6,975.00		
Acquired 08/08/13 S		2,500	69 06	172,650.00		183,975.00	11,325.00		
Acquired 08/08/13 S		500	69.05	34,535.50		36,795.00	2,259.50		
Total	**7.65**	**12,000**		**$676,924.50**	**73.5900**	**$883,080.00**	**$206,155.50**	**$21,792.00**	**2.47**
ORACLE CORPORATION ORCL									
Acquired 08/25/09 L nc	1.49	4,500	22.48	101,204.55	38.2600	172,170.00	70,965.45	2,160.00	1.25
P P G INDUSTRIES INC PPG									
Acquired 07/28/09 L nc		2,017	52.45	105,795.67		382,544.22	276,748.55		
Acquired 07/28/09 L nc		883	52.45	46,318.65		167,469.78	121,151.13		
Acquired 07/28/09 L nc		100	52.45	5,245.94		18,966 00	13,720.06		
Acquired 04/13/10 L nc		500	69.35	34,678.15		94,830.00	60,151.85		
Total	**5.75**	**3,500**		**$192,038.41**	**189.6600**	**$663,810.00**	**$471,771.59**	**$8,540.00**	**1.29**
PHILIP MORRIS INTERNATIONAL INC PM									
Acquired 01/13/09 L nc		1,600	42.27	67,632.00		139,408.00	71,776.00		
Acquired 01/13/09 L nc		300	42.23	12,669.00		26,139 00	13,470.00		
Acquired 01/13/09 L nc		100	42.23	4,223.50		8,713.00	4,489.50		
Acquired 10/26/09 L nc		500	48.91	24,459.00		43,565.00	19,106.00		
Acquired 10/26/09 L nc		400	48.92	19,571.20		34,852.00	15,280.80		
Acquired 10/26/09 L nc		100	48.93	4,893.00		8,713.00	3,820.00		
Acquired 10/28/09 L nc		900	49.11	44,199.00		78,417.00	34,218.00		
Acquired 10/28/09 L nc		100	49 10	4,910.90		8,713.00	3,802.10		
Acquired 11/03/09 L nc		500	47.69	23,849.00		43,565.00	19,716.00		

THE CLAUDE MOORE CHARITABLE FOUNDATION
EIN: 52-1558571
DECEMBER 31, 2013
INVESTMENTS SCHEDULE 2

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 04/13/10 L nc		1,500	52.47	78,714.45		130,695.00	51,980.55		
Acquired 10/15/10 L nc		1,000	58.29	58,296.20		87,130 00	28,833.80		
Acquired 07/12/12 L		2,000	90.48	180,969.60		174,260.00	-6,709.60		
Total	**6.79**	**9,000**		**$524,386.85**	**87.1300**	**$784,170.00**	**$259,783.15**	**$33,840.00**	**4.32**
SEMPRA ENERGY									
SRE									
Acquired 03/19/09 L nc		1,000	43.31	43,310.00		89,760.00	46,450 00		
Acquired 03/19/09 L nc		460	43 33	19,931 80		41,289.60	21,357.80		
Acquired 03/19/09 L nc		340	43 31	14,725.81		30,518.40	15,792.59		
Acquired 03/19/09 L nc		100	43.30	4,330.96		8,976.00	4,645.04		
Acquired 03/19/09 L nc		100	43.29	4,329.00		8,976.00	4,647 00		
Acquired 07/28/09 L nc		1,900	51.85	98,518.80		170,544.00	72,025.20		
Acquired 07/28/09 L nc		700	51.83	36,281.00		62,832.00	26,551.00		
Acquired 07/28/09 L nc		200	51.84	10,368.00		17,952.00	7,584.00		
Acquired 07/28/09 L nc		100	51.82	5,182.00		8,976 00	3,794.00		
Acquired 07/28/09 L nc		100	51.85	5,185.00		8,976.00	3,791 00		
Acquired 05/24/10 L nc		1,000	45.78	45,788.00		89,760.00	43,972.00		
Total	**4.66**	**6,000**		**$287,950.37**	**89.7600**	**$538,560.00**	**$250,609.63**	**$15,120.00**	**2.81**
TRANSCANADA CORP									
TRP									
Acquired 09/27/13 S		6,500	44.11	286,715 00		296,790.00	10,075.00		
Acquired 09/27/13 S		1,496	44.10	65,987 06		68,307 36	2,320.30		
Acquired 09/27/13 S		1,200	44.09	52,918.80		54,792.00	1,873.20		
Acquired 09/27/13 S		304	44.10	13,406.40		13,880.64	474.24		
Acquired 09/27/13 S		300	44.09	13,229.67		13,698.00	468.33		
Acquired 09/27/13 S		100	44.09	4,409.00		4,566.00	157 00		

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 09/27/13 S		100	44.10	4,410.89		4,566.00	155.11		
Total	**3.95**	**10,000**		**$441,076.82**	**45.6600**	**$456,600.00**	**$15,523.18**	**$16,965.00**	**3.72**
VODAFONE GROUP PLC SPONSORED ADR NEW VOD									
Acquired 04/19/12 L		6,000	27.67	166,056.00		235,860.00	69,804.00		
Acquired 02/07/13 S		3,902	27.09	105,730.54		153,387.62	47,657.08		
Acquired 02/07/13 S		98	27 09	2,655.31		3,852.38	1,197.07		
Total	**3.40**	**10,000**		**$274,441.85**	**39.3100**	**$393,100.00**	**$118,658.15**	**$15,900.00**	**4.04**
Total Stocks and ETFs	**90.2**			**$6,618,677.09**		**$9,705,893.00**	**$3,087,216.41**		

Preferreds/Fixed Rate Cap Securities

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
BARCLAYS BK PLC 7 1O% NON-CUM PERPETUAL PFD CALL STARTING 12/15/2012 BCS'A									
Acquired 05/19/09 L nc		4,000	17.30	69,200.00		100,680.00	31,480.00		
Acquired 05/19/09 L nc		900	17.28	15,552.00		22,653.00	7,101.00		
Acquired 05/19/09 L nc		100	17.29	1,729.00		2,517.00	788.00		
Acquired 06/09/09 L nc		1,000	17.88	17,880.00		25,170.00	7,290.00		
Total	**1.31**	**6,000**		**$104,361.00**	**25.1700**	**$151,020.00**	**$46,659.00**	**$10,650.00**	**7.05**

THE CLAUDE MOORE CHARITABLE FOUNDATION
EIN: 52-1558571
DECEMBER 31, 2013
INVESTMENTS SCHEDULE 2

Preferreds/Fixed Rate Cap Securities

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
CITIGROUP CAP TR XIII 7.875% FIXED TO FLT CALL 10/30/15 MAT 10/30/40 C'N									
Acquired 09/04/13 S		6,500	27.39	178,035.00		177,125.00	-910.00		
Acquired 09/04/13 S		1,200	27.35	32,830.80		32,700.00	-130.80		
Acquired 09/04/13 S		800	27.38	21,904.00		21,800.00	-104.00		
Acquired 09/04/13 S		400	27.36	10,944.00		10,900.00	-44.00		
Acquired 09/04/13 S		100	27.37	2,737.00		2,725.00	-12.00		
Total	**2.12**	**9,000**		**$246,450.80**	**27.2500**	**$245,250.00**	**-$1,200.80**	**$17,721.00**	**7.23**
DEUTSCHE BANK 6 625% PFD PERP NON-CUM CAP IX CALL STARTING 08/20/12 DTT									
Acquired 05/12/09 L nc		2,300	17.12	39,376.00		57,178.00	17,802.00		
Acquired 05/12/09 L nc		1,000	17.06	17,060 00		24,860.00	7,800.00		
Acquired 05/12/09 L nc		1,000	17.09	17,090.00		24,860.00	7,770.00		
Acquired 05/12/09 L nc		500	17.13	8,565.00		12,430.00	3,865.00		
Acquired 05/12/09 L nc		200	17.11	3,422.00		4,972.00	1,550.00		
Acquired 06/09/09 L nc		800	17.48	13,984.00		19,888.00	5,904.00		
Acquired 06/09/09 L nc		200	17.49	3,498.00		4,972.00	1,474.00		
Total	**1.29**	**6,000**		**$102,995.00**	**24.8600**	**$149,160.00**	**$46,165.00**	**$9,936.00**	**6.66**
MERRILL LYNCH 6 45% CAP TR DUE 12/15/2066 CALL STARTING 12/15/11 MER'K									
Acquired 12/12/12 L nc		2,000	24.90	49,800.00		49,410.80	-389.20		
Acquired 08/29/13 S nc		6,500	24.96	162,240.00		160,585.10	-1,654.90		
Acquired 08/29/13 S nc		951	24.93	23,708.43		23,494.84	-213.59		
Acquired 08/29/13 S nc		500	24.95	12,475.00		12,352.70	-122 30		
Acquired 08/29/13 S nc		49	24.95	1,223.03		1,210.56	-12.47		
Total	**2.14**	**10,000**		**$249,446.46**	**24.7054**	**$247,054.00**	**-$2,392.46**	**$16,120.00**	**6.52**
QWEST CORP 7 5% PFD PREFERRED-SR UNSECURED MTY 09/15/51 CALL9/15/16 CTW									
Acquired 08/29/13 S nc		247	25.34	6,258.98		5,787.21	-471.77		
Acquired 08/29/13 S nc		200	25.40	5,080.00		4,686.00	-394.00		
Acquired 08/29/13 S nc		200	25.45	5,090.00		4,686.00	-404.00		
Acquired 08/29/13 S nc		100	25.37	2,537.00		2,343.00	-194.00		

THE CLAUDE MOORE CHARITABLE FOUNDATION
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INVESTMENTS SCHEDULE 2

Preferreds/Fixed Rate Cap Securities

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 08/30/13 S nc		5,100	25.45	129,785.00		119,493.00	-10,302.00		
Acquired 08/30/13 S nc		3,910	25.55	99,900.50		91,611.30	-8,289.20		
Acquired 08/30/13 S nc		243	25.59	6,220.68		5,693.49	-527.19		
Total	2.03	10,000		$254,882.16	23.4300	$234,300.00	-$20,582.16	$18,750.00	8.00
Total Preferreds/Fixed Rate Cap Securities	8.89			$958,135.42		$1,026,784.00	$68,648.58	$73,177.00	7.13

Other Investments

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
SPECTRA ENERGY PARTNERS LP SEP									
Acquired 09/27/13 S nc		4,300	42.96	184,766.70		195,005.00	10,238.30		
Acquired 09/27/13 S nc		1,900	42.82	81,375.10		86,165.00	4,789.90		
Acquired 09/27/13 S nc		1,900	42.88	81,472.00		86,165.00	4,693.00		
Acquired 09/27/13 S nc		1,200	42.97	51,564.00		54,420.00	2,856.00		
Acquired 09/27/13 S nc		400	42.83	17,132.00		18,140.00	1,008.00		
Acquired 09/27/13 S nc		256	42.87	10,977.02		11,609.60	632.58		
Acquired 09/27/13 S nc		44	42.82	1,884.08		1,995.40	111.32		
Total	3.93	10,000		$429,170.90	45.3500	$453,500.00	$24,329.10	$20,650.00	4.55
WILLIAMS PARTNERS LP WPZ									
Acquired 09/27/13 S nc		3,000	52.32	156,960.00		152,580.00	-4,380.00		
Acquired 09/27/13 S nc		2,000	52.30	104,600.00		101,720.00	-2,880.00		
Total	2.20	5,000		$261,560.08	50.8600	$254,300.00	-$7,260.00	$17,550.00	6.90

Spectra Energy PTRS	429,170.90	453,500.00	24,329.10
Williams PTRS LP	261,560.00	254,300.00	-7,260.00
Total Other Investments	$690,730.90	$707,800.00	$17,069.10

THE CLAUDE MOORE CHARITABLE FOUNDATION
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INVESTMENTS SCHEDULE 3

CORPORATE FIXED INCOME

CORPORATE BONDS

Security Description	Trade Date	Face Value	Orig. Unit Cost / Adj. Unit Cost	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
HARTFORD FINL SVCS GROUP	2/24/10	250,000.000	$103.434	$258,585.00			$11,875.00	4.72
CUSIP 416515AM6			$100.153	$250,381.83	**$251,497.50**	$1,115.67 LT	$3,958.33	
ELI LILLY & CO	4/22/09	250,000.000	104.756	261,890.00				
CUSIP 532457BE7			100.189	250,472.40	251,645.00	1,172.60 LT		
	4/23/09	250,000.000	104.685	261,712.50				
			100.186	250,465.73	251,645.00	1,179.27 LT		
	4/28/09	250,000.000	105.621	264,052.50				
			100.223	250,557.29	251,645.00	1,087.71 LT		
	Total	750,000.000		787,655.00			31,500.00	4.17
				751,495.42	**754,935.00**	3,439.58 LT	10,062.49	
MORGAN STANLEY	8/7/09	250,000.000	99.997	249,992.50			11,875.00	4.71
CUSIP 61748AAE6			99.997	249,992.50	**251,987.50**	1,995.00 LT	2,968.75	
BB&T CORPORATION	8/7/09	250,000.000	105.640	264,100.00			14,250.00	5.60
CUSIP 05531FAA1			100.432	251,079.67	**254,310.00**	3,230.33 LT	2,375.00	
METLIFE INC	4/27/09	100,000.000	98.630	98,630.00				
CUSIP 59156RAH1			98.630	98,630.00	102,220.00	3,590.00 LT		
	4/27/09	150,000.000	100.434	150,651.00				
			100.044	150,065.25	153,330.00	3,264.75 LT		
	8/5/09	35,000.000	104.657	36,630.00				
			100.480	35,168.13	35,777.00	608.87 LT		
	8/5/09	215,000.000	104.943	225,627.45				
			100.509	216,094.72	219,773.00	3,678.28 LT		
	Total	500,000.000		511,538.45			27,500.00	5.38
				499,958.10	**511,100.00**	11,141.90 LT	1,222.22	
Uni								
CITIGROUP INC	11/16/09	150,000.000	103.409	155,113.50				
CUSIP 172967EZ0			100.601	150,901.44	155,572.50	4,671.06 LT		
	2/24/10	250,000.000	103.859	259,647.50				
			100.716	251,788.76	259,287.50	7,498.74 LT		
	Total	400,000.000		414,761.00			22,000.00	5.30
				402,690.20	**414,860.00**	12,169.80 LT	4,644.44	

THE CLAUDE MOORE CHARITABLE FOUNDATION
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INVESTMENTS SCHEDULE 3

CORPORATE BONDS (CONTINUED)

Security Description	Trade Date	Face Value	Orig. Unit Cost / Adj. Unit Cost	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
BLACKROCK INC	12/10/09	250,000.000	101.431	253,577.50				
CUSIP 09247XAD3			100.288	250,719.24	257,305.00	6,585.76 LT		
	12/10/09	250,000.000	101.441	253,602.50				
			100.290	250,724.22	257,305.00	6,580.78 LT		
	Total	500,000.000		507,180.00			17,500.00	3.40
				501,443.46	514,610.00	13,166.54 LT	1,020.83	
NOMURA HOLDINGS INC	7/6/11	250,000.000	106.930	267,325.00			12,500.00	4.78
CUSIP 65535HAA7			102.313	255,781.69	261,075.00	5,293.31 LT	4,062.50	
ROYAL BK OF SCOTLAND PLC	7/6/11	275,000.000	101.957	280,381.75			10,862.50	3.77
CUSIP 78010XAG6			100.837	277,301.51	288,021.25	10,719.74 LT	3,047.53	
MORGAN STANLEY	6/11/12	250,000.000	101.952	254,880.00			13,437.50	4.99
CUSIP 61746SBR9			101.083	252,708.25	268,892.50	16,184.25 LT	2,836.80	
TRANSATLANTIC HOLDINGS SR NT	7/6/11	115,000.000	108.546	124,827.90				
CUSIP 893521AA2			103.939	119,529.71	124,658.85	5,129.14 LT		
	7/6/11	110,000.000	108.532	119,385.20				
			103.933	114,325.82	119,238.90	4,913.08 LT		
	Total	225,000.000		244,213.10			12,937.50	5.30
				233,855.53	243,897.75	10,042.22 LT	610.93	
LLOYDS TSB BANK PLC	7/6/11	250,000.000	104.448	261,120.00			12,187.50	4.55
CUSIP 539473AG3			102.113	255,282.12	267,287.50	12,005.38 LT	5,416.66	
MORGAN STANLEY	6/11/12	250,000.000	102.428	256,070.00			14,875.00	5.20
CUSIP 61744YAD0			101.821	254,551.27	285,630.00	31,078.73 LT	123.95	

THE CLAUDE MOORE CHARITABLE FOUNDATION
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INVESTMENTS SCHEDULE 3

	Face Value Percentage of Assets %	Orig. Total Cost Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
CORPORATE FIXED INCOME	4,400,000.000	$4,557,801.80			$213,300.00	4.67%
		$4,436,521.55	$4,568,104.00	$131,582.45 LT	$42,350.43	

GOVERNMENT SECURITIES

SOVEREIGN SECURITIES

Security Description	Trade Date	Face Value	Orig. Unit Cost Adj. Unit Cost	Orig. Total Cost Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
AUSTRALIAN GOVT	10/14/09	250,000.000	$97.388	$243,469.80				
CUSIP Q0819ACJ7			$97.388	$243,469.80	$234,117.50	$(9,352.30) LT		
	10/26/09	250,000.000	97.420	243,549.91				
			97.420	243,549.91	234,117.50	(9,432.41) LT		
	Total	500,000.000		487,019.71			27,957.95	5.97
				487,019.71	468,235.00	(18,784.71) LT	5,914.17	
FX Rate .8946544 AUD	—	—	—	—	523,369.67	—	31,249.99	
							6,610.56	

	Face Value Percentage of Assets %	Orig. Total Cost Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
GOVERNMENT SECURITIES	500,000.000	$487,019.71			$27,957.95	5.97%
		$487,019.71	$468,235.00	$(18,784.71) LT	$5,914.17	
TOTAL		$4,923,541.26	$5,036,339.00	$112,797.74		

THE CLAUDE MOORE CHARITABLE FOUNDATION
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INVESTMENTS SCHEDULE 4

STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ALTRIA GROUP INC (MO)	10/18/10	5,000.000	$24.948	$124,740.00	$191,950.00	$67,210.00 LT		
	10/18/10	1,750.000	24.949	43,660.93	67,182.50	23,521.57 LT		
	12/10/10	3,000.000	24.839	74,516.64	115,170.00	40,653.36 LT		
	Total	9,750.000		242,917.57	374,302.50	131,384.93 LT	18,720.00	5.00
AUTOMATIC DATA PROCESSING INC (ADP)	7/28/09	500.000	37.205	18,602.55	40,399.50	21,796.95 LT		
	4/15/10	1,000.000	44.438	44,438.00	80,799.00	36,361.00 LT		
	8/5/10	1,000.000	41.948	41,948.00	80,799.00	38,851.00 LT		
	2/9/11	1,000.000	49.038	49,038.00	80,799.00	31,761.00 LT		
	3/1/11	1,000.000	49.398	49,398.00	80,799.00	31,401.00 LT		
	6/14/13	1,500.000	68.200	102,300.00	121,198.50	18,898.50 ST		
	8/7/13	4,000.000	72.030	288,120.00	323,196.00	35,076.00 ST		
	Total	10,000.000		593,844.55	807,990.00	160,170.95 LT 53,974.50 ST	19,200.00	2.37
BANKUNITED INC (BKU)	6/24/13	8,000.000	25.600	204,800.00	263,360.00	58,560.00 ST	6,720.00	2.55
BB & T CORP (BBT)	6/24/13	6,000.000	33.310	199,859.40	223,920.00	24,060.60 ST	5,520.00	2.46
CATERPILLAR INC (CAT)	4/18/11	500.000	102.807	51,403.25	45,405.00	(5,998.25) LT		
	4/19/11	500.000	105.497	52,748.25	45,405.00	(7,343.25) LT		
	4/19/11	1,000.000	105.216	105,216.20	90,810.00	(14,406.20) LT		
	Total	2,000.000		209,367.70	181,620.00	(27,747.70) LT	4,800.00	2.64
CHEVRON CORP (CVX)	8/19/10	700.000	75.757	53,029.90	87,437.00	34,407.10 LT		
	4/18/11	500.000	103.857	51,928.60	62,455.00	10,526.40 LT		
	4/19/11	1,000.000	105.440	105,440.00	124,910.00	19,470.00 LT		
	4/19/11	500.000	105.548	52,774.00	62,455.00	9,681.00 LT		
	4/19/11	90.000	105.620	9,505.80	11,241.90	1,736.10 LT		
	4/19/11	410.000	105.580	43,287.80	51,213.10	7,925.30 LT		
	Total	3,200.000		315,966.10	399,712.00	83,745.90 LT	12,800.00	3.20

THE CLAUDE MOORE CHARITABLE FOUNDATION
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INVESTMENTS SCHEDULE 4

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
CHINA MOBILE LTD (CHL)	10/17/13	5,000.000	54.636	273,178.00	**261,450.00**	(11,728.00) ST	10,075.00	3.85
CONAGRA FOODS INC (CAG)	10/28/09	1,000.000	21.148	21,148.00	33,700.00	12,552.00 LT		
	10/30/09	1,000.000	21.386	21,386.00	33,700.00	12,314.00 LT		
	4/15/10	1,000.000	25.097	25,097.00	33,700.00	8,603.00 LT		
	10/18/10	2,000.000	22.669	45,337.20	67,400.00	22,062.80 LT		
	12/10/10	1,000.000	22.178	22,178.00	33,700.00	11,522.00 LT		
	6/14/13	2,250.000	34.200	76,950.00	75,825.00	(1,125.00) ST		
	8/7/13	3,000.000	36.799	110,397.30	101,100.00	(9,297.30) ST		
	Total	11,250.000		322,493.50	**379,125.00**	67,053.80 LT (10,422.30) ST	11,250.00	2.96
CVS CAREMARK CORP (CVS)	6/7/12	2,000.000	44.550	89,100.00	143,140.00	54,040.00 LT		
	6/7/12	2,500.000	44.545	111,362.25	178,925.00	67,562.75 LT		
	Total	4,500.000		200,462.25	**322,065.00**	121,602.75 LT	4,950.00	1.53
DU PONT EI DE NEMOURS & CO (DD)	1/6/09	50.000	27.967	1,398.37	3,248.50	1,850.13 LT		
	3/24/09	200.000	23.039	4,607.80	12,994.00	8,386.20 LT		
	7/28/09	2,000.000	29.899	59,797.40	129,940.00	70,142.60 LT		
	10/27/09	2,000.000	33.140	66,279.80	129,940.00	63,660.20 LT		
	4/19/11	2,000.000	54.093	108,186.40	129,940.00	21,753.60 LT		
	4/19/11	2,000.000	54.520	109,039.20	129,940.00	20,900.80 LT		
	Total	8,250.000		349,308.97	**536,002.50**	186,693.53 LT	14,850.00	2.77
FORD MOTOR CO NEW (F)	10/17/13	15,000.000	17.460	261,900.00	**231,450.00**	(30,450.00) ST	6,000.00	2.59
GENERAL ELECTRIC CO (GE)	12/23/13	10,000.000	27.490	274,900.00	**280,300.00**	5,400.00 ST	8,800.00	3.13
GENERAL MTRS CO (GM)	12/30/13	5,000.000	40.890	204,450.00	**204,350.00**	(100.00) ST	—	—

THE CLAUDE MOORE CHARITABLE FOUNDATION
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STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
HALLIBURTON CO (HAL)	9/27/13	6,022.000	48.370	291,284.14	305,616.50	14,332.36 ST		
	10/2/13	3,978.000	49.057	195,147.15	201,883.50	6,736.35 ST		
	Total	10,000.000		486,431.29	**507,500.00**	21,068.71 ST	6,000.00	1.18
HOME DEPOT INC (HD)	12/3/08	1,000.000	22.168	22,168.40	82,340.00	60,171.60 LT		
	12/4/08	500.000	23.950	11,974.95	41,170.00	29,195.05 LT		
	12/5/08	500.000	23.258	11,629.05	41,170.00	29,540.95 LT		
	12/8/08	300.000	24.780	7,433.97	24,702.00	17,268.03 LT		
	12/17/08	200.000	24.787	4,957.40	16,468.00	11,510 60 LT		
	12/24/08	500.000	23.899	11,949.50	41,170.00	29,220.50 LT		
	10/27/09	2,000.000	26.168	52,336.00	164,680.00	112,344.00 LT		
	10/29/09	1,000.000	25.829	25,828.50	82,340.00	56,511.50 LT		
	10/18/10	2,000.000	30.438	60,875.00	164,680.00	103,805.00 LT		
	Total	8,000.000		209,152.77	**658,720.00**	449,567.23 LT	12,480.00	1.89
INTUIT INC (INTU)	4/23/10	1,000.000	35.927	35,926.90	76,320.00	40,393.10 LT		
	8/9/10	1,000.000	40.668	40,667.80	76,320.00	35,652.20 LT		
	10/18/10	1,000.000	46.036	46,035.90	76,320.00	30,284.10 LT		
	Total	3,000.000		122,630.60	**228,960.00**	106,329.40 LT	2,280.00	0.99
KIMBERLY CLARK CORP (KMB)	11/18/08	1,000.000	56.503	56,503 30	104,460.00	47,956.70 LT		
	11/26/08	100.000	55.836	5,583.55	10,446.00	4,862.45 LT		
	12/9/08	100.000	54.466	5,446.60	10,446.00	4,999.40 LT		
	1/2/09	100.000	53.002	5,300.19	10,446.00	5,145.81 LT		
	3/19/09	1,700.000	46.628	79,267.60	177,582.00	98,314.40 LT		
	10/27/09	1,000.000	61.260	61,259.90	104,460.00	43,200 10 LT		
	10/18/10	1,000.000	66.828	66,828.00	104,460.00	37,632.00 LT		
	Total	5,000.000		280,189.14	**522,300.00**	242,110.86 LT	16,200.00	3.10

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STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
KINDER MORGAN INCORP (KMI)	8/9/13	1,100.000	37.640	41,403.89	39,600.00	(1,803.89) ST		
	8/9/13	1,900.000	37.625	71,487.69	68,400.00	(3,087.69) ST		
	Total	3,000.000		112,891.58	**108,000.00**	(4,891.58) ST	4,920.00	4.55
MARATHON PETROLEUM CORP (MPC)	8/19/10	200.000	25.847	5,169.32	18,346.00	13,176.68 LT		
	11/4/10	500.000	27.000	13,499.90	45,865.00	32,365.10 LT		
	4/19/11	1,000.000	40.930	40,930.23	91,730.00	50,799.77 LT		
	Total	1,700.000		59,599.45	**155,941.00**	96,341.55 LT	2,856.00	1.83
MONSANTO CO/NEW (MON)	8/9/13	1,400.000	96.075	134,505.00	163,170.00	28,665.00 ST		
	8/9/13	1,600.000	96.067	153,707.84	186,480.00	32,772.16 ST		
	Total	3,000.000		288,212.84	**349,650.00**	61,437.16 ST	5,160.00	1.47
NATIONAL RETAIL PROPERTIES I (NNN)	12/23/13	3,000.000	30.630	91,889.70	90,990.00	(899.70) ST		
	12/23/13	3,000.000	30.613	91,840.20	90,990.00	(850.20) ST		
	12/23/13	2,000.000	30.600	61,200.40	60,660.00	(540.40) ST		
	Total	8,000.000		244,930.30	**242,640.00**	(2,290.30) ST	12,960.00	5.34
NIKE INC B (NKE)	4/13/10	2,800.000	37.580	105,224.00	220,192.00	114,968.00 LT		
	10/18/10	1,000.000	40.846	40,846.00	78,640.00	37,794.00 LT		
	Total	3,800.000		146,070.00	**298,832.00**	152,762.00 LT	3,648.00	1.22
NOVARTIS AG ADR (NVS)	12/23/13	1,600.000	78.856	126,170.08	128,608.00	2,437.92 ST		
	12/23/13	1,400.000	78.840	110,376.28	112,532.00	2,155.72 ST		
	Total	3,000.000		236,546.36	**241,140.00**	4,593.64 ST	6,171.00	2.55
PFIZER INC (PFE)	4/12/12	9,000.000	21.919	197,271.00	275,670.00	78,399.00 LT		
	4/12/12	9,000.000	21.918	197,257.50	275,670.00	78,412.50 LT		
	Total	18,000.000		394,528.50	**551,340.00**	156,811.50 LT	18,720.00	3.39
SCHLUMBERGER LTD (SLB)	10/2/13	2,800.000	89.727	251,234.20	252,308.00	1,073.80 ST		
	10/2/13	2,200.000	89.659	197,250.68	198,242.00	991.32 ST		

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STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	5,000.000		448,484.88	450,550.00	2,065.12 ST	6,250.00	1.38
SOUTHERN CO (SO)	1/22/13	1,000.000	43.808	43,807.90	41,110.00	(2,697.90) ST		
	2/11/13	2,000.000	44.026	88,052.60	82,220.00	(5,832.60) ST		
	Total	3,000.000		131,860.50	123,330.00	(8,530.50) ST	6,090.00	4.93
UNION PACIFIC CORP (UNP)	10/17/13	2,000.000	151.934	303,867.60	336,000.00	32,132.40 ST	6,320.00	1.88
VERIZON COMMUNICATIONS (VZ)	1/5/09	200.000	30.849	6,169.72	9,828.00	3,658.28 LT		
	1/5/09	1,000.000	30.079	30,079.43	49,140.00	19,060.57 LT		
	1/26/09	100.000	29.168	2,916.77	4,914.00	1,997.23 LT		
	3/19/09	1,700.000	28.337	48,172.30	83,538.00	35,365.70 LT		
	10/28/09	1,000.000	27.939	27,939.03	49,140.00	21,200.97 LT		
	10/18/10	2,000.000	32.608	65,216.00	98,280.00	33,064.00 LT		
	Total	6,000.000		180,493.25	294,840.00	114,346.75 LT	12,720.00	4.31
VISA INC CL A (V)	10/29/09	1,400.000	76.497	107,095.80	311,752.00	204,656.20 LT		
	4/14/10	500.000	93.328	46,664.00	111,340.00	64,676.00 LT		
	10/18/10	500.000	77.718	38,859.00	111,340.00	72,481.00 LT		
	Total	2,400.000		192,618.80	534,432.00	341,813.20 LT	3,840.00	0.71
WAL MART STORES INC (WMT)	3/19/09	1,750.000	50.098	87,671.50	137,707.50	50,036.00 LT		
	10/28/09	1,000.000	50.248	50,248.00	78,690.00	28,442.00 LT		
	4/23/10	1,000.000	54.167	54,167.00	78,690.00	24,523.00 LT		
	Total	3,750.000		192,086.50	295,087.50	103,001.00 LT	7,050.00	2.38
COMMON STOCKS				$7,684,042.40	$10,364,909.50	$2,680,867.10	$347,550.00 $0.00	2.96%

PREFERRED STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
CITIGROUP INC 5.80% SERIES C (C.C)	3/22/13	8,000.000	$25.101	$200,806.50	$169,920.00	$(30,886.50) ST		
	6/24/13	4,000.000	22.601	90,403.25	84,960.00	(5,443.25) ST		
	6/24/13	4,000.000	22.601	90,403.25	84,960.00	(5,443.25) ST		
	Total	16,000.000		381,613.00	339,840.00	(41,773.00) ST	23,200.00	6.82

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STOCKS

PREFERRED STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ENDURANCE SPEC 7.7500 SERIES (ENH.A)	6/15/10	2,000.000	23.440	46,879.00	51,160.00	4,281.00 LT		
	6/17/10	500.000	23.540	11,770.00	12,790.00	1,020.00 LT		
	6/17/10	500.000	23.548	11,774.00	12,790.00	1,016.00 LT		
	Total	3,000.000		70,423.00	76,740.00	6,317.00 LT	5,814.00	7.57
METLIFE INC 6.5000% SER B (MET.B)	4/20/09	1,000.000	17.000	17,000.00	24,900.00	7,900.00 LT		
	4/20/09	621.000	16.963	10,534.15	15,462.90	4,928.75 LT		
	4/20/09	379.000	17.000	6,443.00	9,437.10	2,994.10 LT		
	4/20/09	1,000.000	Other Investments	)	24,900.00	7,940.00 LT		
	4/20/09	1,000.000		)	24,900.00	7,900.00 LT		
	4/20/09	1,000.000		)	24,900.00	7,940.00 LT		
	4/20/09	500.000		)	12,450.00	3,950.20 LT		
	4/21/09	200.000		)	4,980.00	1,685.20 LT		
	4/21/09	300.000		)	7,470.00	2,529.60 LT		
	7/28/09	1,000.000		)	24,900.00	2,668.80 LT		
	9/22/09	1,000.000		)	24,900.00	2,250.00 LT		
	8/29/13	1,500.000		)	37,350.00	300.00 ST		
	8/29/13	1,000.000	24.700	24,700.00	24,900.00	200.00 ST		
	8/29/13	1,500.000	24.670	37,005.00	37,350.00	345.00 ST		
	Total	12,000.000		245,268.35	298,800.00	52,686.65 LT 845.00 ST	19,500.00	6.52
PNC FINL-P 6.125% FLTS 5/01/22 (PNC.P)	6/1/12	5,000.000	25.050	125,250.00	126,250.00	1,000.00 LT		
	6/1/12	5,000.000	25.048	125,239.50	126,250.00	1,010.50 LT		
	Total	10,000.000		250,489.50	252,500.00	2,010.50 LT	15,310.00	6.06
SUNTRUST BANKS INC 5.875%-E (STI.E)	12/13/12	20,000.000	25.000	500,000.00	420,000.00	(80,000.00) LT	29,380.00	6.99
PREFERRED STOCKS				$1,447,793.85	$1,387,880.00	$(18,985.85) LT $(40,928.00) ST	$93,204.00 $0.00	6.72%

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
STOCKS	78.9%	$9,131,836.25	$11,752,789.50	$2,620,953.25	$440,754.00 $0.00	3.36%

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CORPORATE FIXED INCOME

CORPORATE BONDS

Security Description	Trade Date	Face Value	Orig. Unit Cost / Adj. Unit Cost	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
BANK OF AMERICA 8.125% FIXED D IV TO	6/1/12	250,000.000	$100.500	$251,250.00			$20,312.50	7.26
5/2018 FLOATS THEREAFTER			$100.496	$251,241.11	**$279,687.50**	$28,446.39 LT	$2,595.48	
CUSIP 060505DT8								
PRUDENTIAL FINL INC 5.875% FIX	8/8/12	100,000.000	101.850	101,850.00				
ED-TO-9/15/22 FLTS THEREAFTER			101.816	101,816.41	101,625.00	(191.41) LT		
CUSIP 744320AL6	8/29/13	150,000.000	98.250	147,375.00				
			98.250	147,375.00	152,437.50	5,062.50 ST		
	Total	250,000.000		249,225.00			14,687.50	5.78
				249,191.41	**254,062.50**	(191.41) LT	4,324.65	
						5,062.50 ST		
GOLDMAN SACHS CAPT II 4.0% FXD TO	6/1/12	500,000.000	68.850	344,250.00			20,000.00	5.68
03/03/14 FLOATS THEREAFTER			68.850	344,250.00	**351,500.00**	7,250.00 LT	1,611.11	
CUSIP 381427AA1								
BARCLAYS BK PLC A 6.278% FIXED TO	6/14/12	325,000.000	76.000	247,000.00				
12/2034 FLOATS THEREAFTER			76.000	247,000.00	314,236.00	67,236.00 LT		
CUSIP 06738C828	8/29/13	100,000.000	92.500	92,500.00				
			92.500	92,500.00	96,688.00	4,188.00 ST		
	Total	425,000.000		339,500.00			26,681.50	6.49
				339,500.00	**410,924.00**	67,236.00 LT	1,185.84	
						4,188.00 ST		
BAC CAPITAL TR XIV 5.63% FIXED TO	4/19/12	250,000.000	69.125	172,812.50			10,000.00	5.43
3/15/12 FLOATS THEREAFTER			69.125	172,812.50	**183,875.00**	11,062.50 LT	444.44	
CUSIP 05518VAA3								
AMERICAN INTL GROUP 8.175% FIX ED TO	6/14/12	235,000.000	105.250	247,337.50			19,211.20	6.75
5/2038 FLOATS THEREAFTER			105.230	247,289.52	**284,350.00**	37,060.48 LT	2,454.77	
CUSIP 026874BS5								

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CORPORATE BONDS		1,910,000.000		$1,604,375.00			$110,892.70	6.28%
				$1,604,284.54	$1,764,399.00	$150,863.96 LT	$12,616.29	
						$9,250.50 ST		

CORPORATE FIXED INCOME

FIXED-RATE CAPITAL SECURITIES

Security Description	Trade Date	Face Value	Orig. Unit Cost / Adj. Unit Cost	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
AES TRUST III (AES.C)	2/12/13	1,000.000	$50.150	$50,150.00				
			$50.142	$50,142.10	$50,180.00	$37.90 ST		
	2/12/13	1,100.000	50.148	55,163.02				
			50.140	55,154.44	55,198.00	43.56 ST		
	2/12/13	900.000	50.120	45,108.00				
			50.114	45,102.31	45,162.00	59.69 ST		
	2/12/13	1,000.000	50.100	50,100.00				
			50.095	50,094.73	50,180.00	85.27 ST		
	Total	4,000.000		200,521.02			13,500.00	6.72
				200,493.58	200,720.00	226.42 ST	—	
HARTFORD FINL SVC GRP 7.875% TO 4/15/22 FLOATS AFTER (HGH) (HGH)	6/1/12	2,500.000	25.694	64,234.37				
			25.694	64,234.37	71,650.00	7,415.63 LT		
	6/1/12	2,000.000	25.652	51,303.50				
			25.652	51,303.50	57,320.00	6,016.50 LT		
	6/1/12	3,000.000	25.644	76,931.25				
			25.644	76,931.25	85,980.00	9,048.75 LT		
	6/1/12	2,000.000	25.644	51,287.50				
			25.644	51,287.50	57,320.00	6,032.50 LT		
	8/29/13	2,100.000	27.461	57,667.34				
			27.461	57,667.34	60,186.00	2,518.66 ST		
	8/29/13	2,100.000	27.460	57,666.92				
			27.460	57,666.92	60,186.00	2,519.08 ST		
	8/29/13	300.000	27.445	8,233.39				
			27.445	8,233.39	8,598.00	364.61 ST		
	Total	14,000.000		367,324.27			27,561.80	6.86
				367,324.27	401,240.00	28,513.38 LT	—	
						5,402.35 ST		

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FIXED-RATE CAPITAL SECURITIES (CONTINUED)

Security Description	Trade Date	Face Value	Orig. Unit Cost / Adj. Unit Cost	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
MORGAN STANLEY CAPITAL TRUST VI (MSJ)	5/8/09	4,000.000	17.900	71,600.80				
			17.900	71,600.80	98,200.00	26,599.20 LT		
	5/8/09	1,000.000	17.840	17,839.80				
			17.840	17,839.80	24,550.00	6,710.20 LT		
	5/27/09	1,000.000	18.360	18,360.00				
			18.360	18,360.00	24,550.00	6,190.00 LT		
	7/28/09	1,000.000	20.506	20,505.50				
			20.506	20,505.50	24,550.00	4,044.50 LT		
	Total	7,000.000		128,306.10			11,550.00	6.72
				128,306.10	**171,850.00**	43,543.90 LT	—	
ML PFD CAPITAL TRUST V (MER.F)	1/20/12	3,000.000	23.493	70,478.70				
			23.493	70,478.70	75,480.00	5,001.30 LT		
	1/20/12	2,000.000	23.514	47,027.60				
			23.514	47,027.60	50,320.00	3,292.40 LT		
	1/20/12	2,000.000	23.599	47,198.60				
			23.599	47,198.60	50,320.00	3,121.40 LT		
	Total	7,000.000		164,704.90			12,740.00	7.23
				164,704.90	**176,120.00**	11,415.10 LT	—	
AFLAC INC 5.5% (AFSD)	9/19/12	10,000.000	25.000	250,000.00			13,750.00	6.47
			25.000	250,000.00	**212,200.00**	(37,800.00) LT	—	
PRUDENTIAL FINANCIAL INC 5.75% (PJH)	11/27/12	8,000.000	25.000	200,000.00			11,500.00	6.80
			25.000	200,000.00	**168,960.00**	(31,040.00) LT	—	

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CORPORATE FIXED INCOME

FIXED-RATE CAPITAL SECURITIES (CONTINUED)

Security Description	Trade Date	Face Value	Orig. Unit Cost / Adj. Unit Cost	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
MERRILL LYNCH CAP TRUST I 6.45 EXT TO	11/16/12	2,932.000	24.793	72,694.05				
12/15/2086 (MER.K) (MER.K)			24.793	72,694.05	72,436.23	(257.82) LT		
	11/16/12	2,000.000	24.792	49,583.07				
			24.792	49,583.07	49,410.80	(172.27) LT		
	11/16/12	2,597.000	24.763	64,310.38				
			24.763	64,310.38	64,159.92	(150.46) LT		
	11/16/12	403.000	24.743	9,971.56				
			24.743	9,971.56	9,956.28	(15.28) LT		
	11/19/12	2,063.000	24.830	51,224.08				
			24.830	51,224.08	50,967.24	(256.84) LT		
	Total	9,995.000		247,783.14			16,116.94	6.52
				247,783.14	246,930.47	(852.67) LT	—	
FIXED-RATE CAPITAL SECURITIES		—		$1,558,639.43			$106,718.74	6.76%
				$1,558,611.99	$1,578,020.47	$13,779.71 LT	$0.00	
						$5,628.77 ST		

	Face Value Percentage of Assets %	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
CORPORATE FIXED INCOME	1,910,000.000	$3,163,014.43			$217,611.44	6.51%
		$3,162,896.53	$3,342,419.47	$164,643.67 LT	$12,618.29	
				$14,879.27 ST		

Other Investments

Security Description	Trade Date	Face Value	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Yield %
ENERGY TRANSFER PARTNERS L P (ETP)	1/22/13	2,000.000	47.920	95,840.00	114,500.00	18,660.00 ST		
	2/11/13	2,000.000	46.586	93,171.40	114,500.00	21,328.60 ST		
	8/7/13	2,000.000	50.960	101,919.60	114,500.00	12,580.40 ST		
	10/17/13	4,000.000	51.921	207,684.00	229,000.00	21,316.00 ST		
	Total	10,000.000		498,615.00	572,600.00	73,885.00 ST	36,200.00	6.32
KINDER MORGAN ENERGY PTRS LP (KMP)	1/19/11	825.000	71.845	59,272.13	66,544.50	7,272.37 LT		
	2/9/11	1,000.000	71.927	71,926.60	80,660.00	8,733.40 LT		
	3/1/11	1,000.000	72.797	72,796.50	80,660.00	7,863.50 LT		
	4/19/11	1,500.000	74.878	112,317.00	120,990.00	8,673.00 LT		
	6/14/13	675.000	82.600	55,754.93	54,445.50	(1,309.43) ST		
	10/17/13	5,000.000	80.500	402,501.00	403,300.00	799.00 ST		
	Total	10,000.000		774,568.16	806,600.00	32,542.27 LT	54,000.00	6.69
						(510.43) ST		

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Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
OTHER INVESTMENTS								
Energy Transfers				$ 498,615.00	$ 572,500.00	$ 73,885.00		
Kinder Morgan				774,568.16	806,600.00	32,031.84		
TOTAL OTHER INVESTMENTS				$1,273,183.16	$1,379,100.00	$105,916.84		

	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
TOTAL MARKET VALUE	**$13,567,916.94**	**$16,474,308.97**	**$2,906,393.03**		

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 13

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	ACCUMULATED DEPRECIATION DETAIL BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
FURNITURE	SL	12,270.			12,270.	12,270.			12,270.
STORAGE ROOM FILES	SL	1,048.			1,048.	1,048.			1,048.
2 DELL 380 COMPUTE	SL	4,000.			4,000.	4,000.			4,000.
24 " MONITOR	SL	761.			761.	761.			761.
HP 5550 N PRINTER	SL	4,619.			4,619.	4,619.			4,619.
CARPET - STORAGE	SL	1,689.			1,689.	1,667.	22.		1,689.
SYS FURN - TITUS	SL	11,719.			11,719.	11,160.	559.		11,719.
SHELVING STORAGE	SL	713.			713.	697.	16.		713.
PINFILE # 600	SL	2,082.			2,082.	1,980.	102.		2,082.
DATA TABLE	SL	1,250.			1,250.	1,074.	176.		1,250.
WEBSITE DESIGN	SL	2,625.			2,625.	2,625.			2,625.
OFFICE FURNITURE	SL	2,618.			2,618.	1,839.	374.		2,213.
DISH EQUIPMENT	SL	1,291.			1,291.	1,269.	22.		1,291.
MACBOOK MA895LL/A	SL	2,231.		2,231.		2,193.	38.	2,231.	
TV & PHONE SYSTEM	SL	35,303.			35,303.	34,716.	587.		35,303.
POLYCOM VIDEO CONF	SL	3,000.			3,000.	2,900.	100.		3,000.
OFFICE FURNITURE	SL	39,135.			39,135.	26,557.	5,591.		32,148.
DELL PWREDGE 2950	SL	13,190.			13,190.	12,531.	659.		13,190.

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 13 (CONT'D)

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL: BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	ACCUMULATED DEPRECIATION DETAIL: BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
DELL OPTIPLEX 1/2	SL	894.			894.	850.	44.		894.
DELL OPTIPLEX 2/2	SL	894.			894.	850.	44.		894.
WIN 2003 SERVER	SL	602.		602.		570.	32.	602.	
WEBSITE DESIGN	SL	2,625.			2,625.	2,625.			2,625.
MACBK PRO W881146	SL	2,799.			2,799.	2,473.	326.		2,799.
HP LSRJT 3600N 1/2	SL	314.			314.	278.	36.		314.
HP LSRJT 3600N 2/2	SL	314.			314.	278.	36.		314.
PHOTOSMART (MAC)	SL	449.		449.		397.	52.	449.	
DELL E6410 (KATHY)	SL	2,650.			2,650.	1,104.	530.		1,634.
DELL E6410 (GALE)	SL	2,650.			2,650.	1,104.	530.		1,634.
IPAD WI-FI 32 GB	SL	678.			678.	238.	136.		374.
IPAD WI-FI 64 GB	SL	908.			908.	318.	182.		500.
SERVER AND WORKSTA	SL	7,309.			7,309.	609.	1,462.		2,071.
SERVER	SL		5,500.		5,500.		1,008.		1,008.
IPADS (2)	SL		1,593.		1,593.		27.		27.
APPLE LAPTOP	SL		735.		735.		37.		37.
TOTALS		162,630.			167,176.	135,600.			145,046.

ATTACHMENT 14

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DEPOSITS	42,378.	42,378.
PURCHASED INTEREST	3,368.	3,368.
TOTALS	45,746.	45,746.

ATTACHMENT 15

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION	ENDING BOOK VALUE
FLEX PLAN WITHHOLDINGS	2,529.
TOTALS	2,529.

ATTACHMENT 16

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

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON SECURITIES	1,289,107.
VALUATION ALLOWANCE - THE VALUE OF THE NOTE PLUS ACCRUED OID INTEREST IS IMPAIRED AND THE VALUE REASONABLY DETERMINED IS $20,000. ACCORDINGLY, THE FOUNDATION IS VALUING THE RECEIVABLE, INCLUDING ACCRUED OID INTEREST, AT THE EXPECTED AMOUNT TO BE RECEIVED.	11,711,817.
TOTAL	13,000,924.

ATTACHMENT 17

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

DESCRIPTION	AMOUNT
UNREALIZED LOSS ON LAND HELD FOR EXEMPT PURPOSES(BASED ON APPRAISAL)	1,183,054.
TOTAL	1,183,054.

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

ATTACHMENT 18

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
LEIGH B. MIDDLEDITCH, JR 11350 RANDOM HILLS ROAD 520 FAIRFAX, VA 22030	TRUSTEE	48,000.	0	0
PETER ARNTSON 11350 RANDOM HILLS ROAD 520 FAIRFAX, VA 22030	TRUSTEE	54,000.	0	0

PETER ARNTSON IS ASSOCIATED WITH THE FIRM OF MCCANDLISH & LILLARD. THE FIRM PROVIDES LEGAL AND CONSULTING SERVICES TO THE FOUNDATION. FEES CHARGED ARE CONSIDERED COMMENSURATE WITH THE SERVICES PROVIDED. (SEE ATTACHMENT 20).

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
J HAMILTON LAMBERT 11350 RANDOM HILLS ROAD 520 FAIRFAX, VA 22030	EXEC DIR	401,707.	0	0
GUY GRAVETT 11350 RANDOM HILLS ROAD 520 FAIRFAX, VA 22030	TRUSTEE	48,000.	0	0

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

ATTACHMENT 18 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
GARY W BROWN 11350 RANDOM HILLS ROAD SUITE 520 FAIRFAX, VA 22030	TRUSTEE	48,000.	0	0
	GRAND TOTALS	599,707.	0	0

GARY BROWN IS ASSOCIATED WITH THE FIRM OF MCCANDLISH & LILLARD. THE FIRM PROVIDES LEGAL AND CONSULTING SERVICES TO THE FOUNDATION. FEES CHARGED ARE CONSIDERED COMMENSURATE WITH THE SERVCIES PROVIDED. (SEE ATTACHMENT 20).

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 19

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
RANDOLPH A SUTLIFF 11350 RANDOM HILLS ROAD SUITE 520 FAIRFAX, VA 22030	DEP EX DIR&GEN COUNS 40.00	207,414.	0	0
KAREN L TADLOCK 11350 RANDOM HILLS ROAD SUITE 520 FAIRFAX, VA 22030	DEP EX DIR FOR GIVIN 30.00	110,000.	0	0
GALE MORGAN 11350 RANDOM HILLS ROAD FAIRFAX, VA 22030	DIRECTOR OF ADMINIST 30.00	79,627.	0	0
	TOTAL COMPENSATION	397,041.	0	0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 20

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
MCCANDLISH & LILLARD 11350 RANDOM HILLS RD, ST 500 FAIRFAX, VA 22030 FEES CHARGED ARE COMMENSURATE WITH THE SERVICES PROVIDED.	LEGAL/CONSULT-DESIGN	354,266.
RUSSELL, EVANS & THOMPSON, PLLC 299 HERNDON PKWY, #206 HERNDON, VA 20170	ACCOUNTING/AUDIT	150,090.
PENNONI ASSOCIATES INC. 14532 LEE ROAD CHANTILLY, VA 20151	ENGINEERING	234,693.
WETLAND STUDIES AND SOLUTIONS 5300 WELLINGTON BRANCH DR #100 GAINSVILLE, VA 20155	ENGINEERING	475,026.
DEWBERRY CONSULTANTS LLC 8401 ARLINGTON BLVD FAIRFAX, VA 22031	ENGINEERING	128,273.
	TOTAL COMPENSATION	1,342,348.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 21

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHMENT 21A	THERE ARE NO GRANTS TO INDIVIDUALS. SEE ATTACHMENT 21A.	SEE ATTACHMENT 21A.	1,844,651.
LOUDOUN COUNTY PUBLIC SCHOOLS SYSTEM LEESBURG, VA 20176	NONE 509(A)(1)OR(2)PUB CHAR	FUNDING FOR CLAUDE MOORE SCHOLARS MEDICAL EDUCATION CENTER TO PROVIDE LEASED FACILITIES AT UNITS 209 & 305, 224-D CORNWALL STREET, LEESBURG, VA 20176. AMOUNT PAID INCLUDES ANNUAL RENT AND INCIDENTAL EXPENSES.	122,215.
		TOTAL CONTRIBUTIONS PAID	1,966,866.

The Claude Moore Charitable Foundation
2013 Form 990PF, Part XV Supplementary Information
Line 3a - Grants and Contributions Paid During 2013

ORGANIZATION		PURPOSE OF GRANT	AMOUNT	ADDRESS	CITY	STATE	ZIP
American Bar Association Rule of Law Initiative	PC [509(a)(1) or (2) Public Charity]	ROLI Awards	$ 10,000	740 15th Street, NW	Washington	DC	20005
The Arc of Loudoun (LARC), Paxton Campus	PC [509(a)(1) or (2) Public Charity]	General Support	$ 50,000	601 Catoctin Circle NE	Leesburg	VA	20176
The Arc of Loudoun (LARC), Paxton Campus	PC [509(a)(1) or (2) Public Charity]	General Support	$ 2,500	13505 Hillendale Drive	Dale City	VA	22193
Arlington Academy of Hope, Inc.	PC [509(a)(1) or (2) Public Charity]	Uganda School support	$ 10,000	PO Box 7694	Arlington	VA	22207
Arts Council of Fairfax County	PC [509(a)(1) or (2) Public Charity]	2013 Awards	$ 4,450	10604 Judicial Drive	Fairfax	VA	22030
Boy Scouts of America	PC [509(a)(1) or (2) Public Charity]	Good Scout Award	$ 2,500	9190 Rockville Pike	Bethesda	MD	20814
Boy Scouts of America	PC [509(a)(1) or (2) Public Charity]	Lease Adjustment	$ 141,700	9190 Rockville Pike	Bethesda	MD	20814
Center for Excellence in Education	PC [509(a)(1) or (2) Public Charity]	Event Support	$ 25,000	8201 Greensboro Drive, Suite 215	McLean	VA	22102
Charlottesville Tomorrow	PC [509(a)(1) or (2) Public Charity]	Education Funding-Matching	$ 12,500	PO Eton 1591	Charlottesville	VA	22902
The Community Foundation for Northern Virginia	PC [509(a)(1) or (2) Public Charity]	Loudoun Impact Fund	$ 30,000	2940 Hunter Mill Road, Suite 201	Oakton	VA	22124
The Community Foundation for Northern Virginia	PC [509(a)(1) or (2) Public Charity]	Future Fund Gala	$ 2,500	2940 Hunter Mill Road, Suite 201	Oakton	VA	22124
The Community Foundation for Northern Virginia	PC [509(a)(1) or (2) Public Charity]	Sweet Home Virginia Gala	$ 23,000	2940 Hunter Mill Road, Suite 201	Oakton	VA	22124
Computer CORE	PC [509(a)(1) or (2) Public Charity]	Intro to Computers Course	$ 15,000	3846 King Street	Alexandria	VA	22302
Cornwall Pavilion, LP	PC [509(a)(1) or (2) Public Charity]	Annual Rent - Claude Moore Scholars	$ 122,215	224-D Cornwall Street, Suite 201.	Leesburg	VA	22 176
ECHO	PC [509(a)(1) or (2) Public Charity]	Student Support	$ 26,000	PO Box 2277	Leesburg	VA	20177
Fair View Foundation	PC [509(a)(1) or (2) Public Charity]	General Care of Cemetery	$ 1,000	PO Box 6231	Roanoke	VA	24017
Fairfax County Park Foundation	PC [509(a)(1) or (2) Public Charity]	PACT Program	$ 10,000	12055 Government Center Parkway, Suite 404	Fairfax	VA	20035
Fairfax Symphony Orchestra	PC [509(a)(1) or (2) Public Charity]	Community Outreach	$ 10,000	3905 Railroad Avenue, Suite 202N	Fairfax	VA	22030
Five Stones Institute	PC [509(a)(1) or (2) Public Charity]	Program Support	-$ 20,000	116-Q Edwards Ferry Road, NE	Leesburg	VA	20176
Focused Ultrasound Foundation	PC [509(a)(1) or (2) Public Charity]	Internship Support	$ 5,000	1230 Cedars Court, Suite F	Charlottesville	VA	22903

ATTACHMENT 21A

The Claude Moore Charitable Foundation
2013 Form 990PF, Part XV Supplementary Information
Line 3a - Grants and Contributions Paid During 2013

ORGANIZATION		PURPOSE OF GRANT	AMOUNT	ADDRESS	CITY	STATE	ZIP
Friends of The Claude Moore Colonial Farm at Turkey Run, Inc.	PC [509(a)(1) or (2) Public Charity]	Program Support & Marketing/Publicity	$ 25,000	6310 Georgetown Pike	McLean	VA	22101
Friends of Loudoun Mental Health, Inc.	PC [509(a)(1) or (2) Public Charity]	General Support	$ 5,000	PO Box 4452	Leesburg	VA	20177
George Mason University Foundation	PC [509(a)(1) or (2) Public Charity]	Center on Public Services Program Support	$ 10,000	4400 University Drive, MS 1A3	Fairfax	VA	2030-4444
HBAV Foundation	PC [509(a)(1) or (2) Public Charity]	Stewart-Lee House Renovation Support	$ 10,000	707 East Franklin Street, c/o Michael L Toalson	Richmond	VA	23219
Inova Health System Foundation	PC [509(a)(1) or (2) Public Charity]	Nursing Scholarship	$ 150,000	8110 Gatehouse Road, Suite 200E	Falls Church	VA	22042
Inova Loudoun Hospital	PC [509(a)(1) or (2) Public Charity]	Mission Matters Gala	$ 5,000	44035 Riverside Parkway, Suite 420	Leesburg	VA	20176
James Madison's Montpelier Foundation	PC [509(a)(1) or (2) Public Charity]	Campaign Finance Program Support	$ 15,000	PO Box 911	Orange	VA	22960
James Madison's Montpelier Foundation	PC [509(a)(1) or (2) Public Charity]	Claude Moore Lecture Series	$ 25,000	PO Box 911	Orange	VA	22960
L'Arche of Greater Washington	PC [509(a)(1) or (2) Public Charity]	General Support	$ 20,000	PO Box 21471	Washington	DC	20009
LEAD Virginia	PC [509(a)(1) or (2) Public Charity]	Program Support	$ 25,000	707 East Main Street, Suite 1035	Richmond	VA	23219
Leadership Fairfax, Inc	PC [509(a)(1) or (2) Public Charity]	NVLA Luncheon	$ 750	8230 Old Courthouse Road, Suite 350	Vienna	VA	22182
Lex:LEAD	PC [509(a)(1) or (2) Public Charity]	Scholarship	$ 500	676A Ninth Avenue, #1109	New York	New)	10036
Literacy Volunteer of Fauquier County	PC [509(a)(1) or (2) Public Charity]	General Support	$ 12,500	320 Hospital Drive, Suite 10	Warrenton	VA	20186
Literacy Volunteer of Fauquier County	PC [509(a)(1) or (2) Public Charity]	Workforce in Literacy	$ 7,500	320 Hospital Drive, Suite 10	Warrenton	VA	20186
Loudoun Cares	PC [509(a)(1) or (2) Public Charity]	Claude Moore Community Builders Program	$ 50,000	PO Box 83	Leesburg	VA	20178
Loudoun Chamber of Commerce	PC [509(a)(1) or (2) Public Charity]	2013 Membership	$ -	19301 Winmeade Drive, Suite 210	Lansdowne	VA	20176
Loudoun Education Foundation	PC [509(a)(1) or (2) Public Charity]	Excellence In Education	$ 2,500	21000 Education Court	Ashburn	VA	20148
Loudoun Education Foundation	PC [509(a)(1) or (2) Public Charity]	Odessey of the Mind	$ 5,000	21000 Education Court	Ashburn	VA	20148
Loudoun Education Foundation	PC [509(a)(1) or (2) Public Charity]	Student Support-National Competion	$ 7,000	21000 Education Court	Ashburn	VA	20148
Loudoun Education Foundation	PC [509(a)(1) or (2) Public Charity]	Teacher Recognition Dinner	$ 3,000	21000 Education Court	Ashburn	VA	20148

ORGANIZATION		PURPOSE OF GRANT	AMOUNT	ADDRESS	CITY	STATE	ZIP
Loudoun Education Foundation	PC [509(a)(1) or (2) Public Charity]	Teachers Endorsment Scholarship Program	$ 27,000	21000 Education Court	Ashburn	VA	20148
Loudoun Education Foundation	PC [509(a)(1) or (2) Public Charity]	Graduation Party	$ 38,000	21000 Education Court	Ashburn	VA	20148
Loudoun Education Foundation	PC [509(a)(1) or (2) Public Charity]	Reality Store	$ 8,000	21000 Education Court	Ashburn	VA	20148
Loudoun Education Foundation	PC [509(a)(1) or (2) Public Charity]	Program Support-Claude Moore Scholars Program	$ 25,000	21000 Education Court	Ashburn	VA	20148
Loudoun Education Foundation	PC [509(a)(1) or (2) Public Charity]	Future Leaders	$ 25,000	21000 Education Court	Ashburn	VA	20148
Loudoun Education Foundation	PC [509(a)(1) or (2) Public Charity]	Business Partnership Breakfast	$ 400	21000 Education Court	Ashburn	VA	20148
Loudoun Literacy Council	PC [509(a)(1) or (2) Public Charity]	Familly Literacy Program Support	$ 40,000	PO Box 1932	Leesburg	VA	20177
Loudoun Youth, Inc	PC [509(a)(1) or (2) Public Charity]	4 Youth Programs	$ 10,000	PO Box 1732	Leesburg	VA	20177
Marymount University	PC [509(a)(1) or (2) Public Charity]	Nursing Leadership Program	$ 10,000	2807 N. Glebe Road	Arlington	VA	22207
Medical Care for Children Partnership	PC [509(a)(1) or (2) Public Charity]	2013 Dress Up w/Grown Ups	$ 2,245	1616 Anderson Road	McLean	VA	22102
Medical Care for Children Partnership	PC [509(a)(1) or (2) Public Charity]	2014 Dress Up w/Grown Ups	$ 10,000	1616 Anderson Road	McLean	VA	22102
Meherrin Tribe of North Carolina	PC [509(a)(1) or (2) Public Charity]	School Day Program support	$ 15,000	852 Highway 11 North	Ahoskie	NC	27910
Miller Center Foundation	PC [509(a)(1) or (2) Public Charity]	Fall Lecture Series	$ 5,000	PO Box 400406	Charlottesville	VA	22904
National Center for Children & Families - Neediest Kids	PC [509(a)(1) or (2) Public Charity]	Bridge to Success	$ 25,000	6301 Greentree Road	Bethesda	MD	20817
National Multiple Sclerosis Foundation	PC [509(a)(1) or (2) Public Charity]	Blue Ridge Chapter Support	$ 7,000	1020 Carrington Place	Charlottesville	VA	22901
Northern Virginia Family Service	PC [509(a)(1) or (2) Public Charity]	Road to Independence	$ 4,000	10455 White Granite Drive, Suite 100	Oakton	VA	22124
Philanthropy Roundtable	PC [509(a)(1) or (2) Public Charity]	2013 Dues	$ 1,000	1730 M Street, NW Suite 601	Washington	DC	20036
Salvatiron Army-National Capital Area	PC [509(a)(1) or (2) Public Charity]	Red Kettle Campaign	$ 10,000	2626 Pennsylvania Avenue	Washington	DC	20037
Shenandoh University	PC [509(a)(1) or (2) Public Charity]	Program Support-CM Center for Literacy	$ 46,245	1460 Universtiy Drive	Winchester	VA	22601
Smithsonian Institution	PC [509(a)(1) or (2) Public Charity]	2013 Trophy Dinner	$ 10,000	PO Box 37012 MRC 321	Washington	DC	20013

The Claude Moore Charitable Foundation
2013 Form 990PF, Part XV Supplementary Information
Line 3a - Grants and Contributions Paid During 2013

ORGANIZATION		PURPOSE OF GRANT	AMOUNT	ADDRESS	CITY	STATE	ZIP
Smithsonian Institution	PC [509(a)(1) or (2) Public Charity]	Summer Concert Series	$ 5,000	PO Box 37012 MRC 321	Washington	DC	20013
Sorensen Institute	PC [509(a)(1) or (2) Public Charity]	Future Leaders Training	$ 25,000	PO Box 400206	Charlottesville	VA	22904
Sorensen Institute	PC [509(a)(1) or (2) Public Charity]	2013 Gala	$ 9,000	PO Box 400206	Charlottesville	VA	22904
Sorensen Institute	PC [509(a)(1) or (2) Public Charity]	Autumn Gala	$ 5,000	PO Box 400206	Charlottesville	VA	22904
University of Virginia Health Foundation	PC [509(a)(1) or (2) Public Charity]	Commitment	$ 500,000	P O Box 800773	Charlottesville	VA	22908
Virginia Chamber Orchestra	PC [509(a)(1) or (2) Public Charity]	Multimedia Educational Program	$ 4,000	P.O Box 7484	Alexandria	VA	22307
Virginia High School League Foundation	PC [509(a)(1) or (2) Public Charity]	Student Leadership Conference Support	$ 10,000	1642 State Farm Boulevard	Charlottesville	VA	22911
Virginia Mentoring Partnership	PC [509(a)(1) or (2) Public Charity]	Pilot Program Support-Quality Basted Mentorying	$ 75,000	2500 West Broad Street, 3rd Floor	Richmond	VA	23219
Virginia Regional Transit	PC [509(a)(1) or (2) Public Charity]	Golf/Porker Tourney	$ 3,500	109 N Bailey Land	Purcellville	VA	20132
Wakefiled High School Foundation	PC [509(a)(1) or (2) Public Charity]	Scholarship	$ 16,000	PO Box 41675	Arlington	VA	22204
Wakefield School	PC [509(a)(1) or (2) Public Charity]	Scholarship	$ 35,000	4439 Tavern Road	The Plains	VA	20198
Washington Grantmakers	PC [509(a)(1) or (2) Public Charity]	2013 Dues	$ 9,350	1400 16th Street, NW Suite 740	Washington	DC	20036
Washington Grantmakers	PC [509(a)(1) or (2) Public Charity]	2013 Annual Meeting	$ 14,000	1400 16th Street, NW Suite 740	Washington	DC	20036
WETA	PC [509(a)(1) or (2) Public Charity]	Ready to Learn Program	$ 35,000	3939 Campbell Avenue	Arlington	VA	22206
From Schedules K-1			$ 11				
Total			$ 1,966,866				

ATTACHMENT 21A

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 22

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
ORDINARY UNRELATED BUSINESS LOSS - PARTNERSHIPS	523000	-121,153.	14	4,095.	
TOTALS		-121,153.		4,095.	

FEDERAL FOOTNOTES

2013 OFFICE AND FURNITURE DEPRECIATION EXPENSE OF $12,728 HAS BEEN ALLOCATED TO INVESTMENT RELATED AND TO CHARITABLE RELATED BASED UPON FACTORS WHICH ARE CONSISTENTLY APPLIED TO ADMINISTRATIVE EXPENSE. THE CHARITABLE RELATED PORTION IS SHOWN AS A CHARITABLE DISTRIBUTION EXPENSE SINCE THE ORIGINAL INVESTMENT IN THE PROPERTY WAS NOT DIRECLTY CHARGED AS A CHARITABLE DISTRIBUATION VIA PART XII LINE 2.

DEPRECIATION IS REPORTED AS FOLLOWS:

PART I LINE 19, INVESTMENT RELATED,	304
PART 1 LINE 23, CHARITABLE RELATED,	12,424
TOTAL DEPRECIATION	12,728

FEDERAL FOOTNOTES

FORM 990-PF, PART II, LINE 11

INVESTMENT-LAND DECEMBER 31, 2013-INCLUDED IN THE TOTAL VALUE OF LAND IS $49,208,160 REPRESENTING THE VALUE OF THE LAND UNDER LEASE WITH THE BOY SCOUTS OF AMERICA. THIS LAND IS CONSIDERED HELD FOR USE DIRECTLY IN CARRYING OUT THE FOUNDATION'S EXEMPT PURPOSE. ACCORDINGLY, IT IS EXCLUDED FROM THE COMPUTATION OF THE MINIMUM INVESTMENT RETURN (PART X, PAGE 8 OF FORM 990-PF) AS PROVIDED IN PRIVATE LETTER RULING DATED SEPTEMBER 2, 1992 (SEE COPY ATTACHED).

FORM 990-PF, PART 1, LINE 18 AND 23

EXPENSES RELATED TO THE PROPERTY UNDER LEASE BY THE BOY SCOUTS OF AMERICA ARE TREATED AS QUALIFYING DISTRIBUTIONS AS STIPULATED IN THE AFOREMENTIONED PRIVATE LETTER RULING. THE EXPENSES ARE:

REAL ESTATE TAXES	$1,329,188
INSURANCE	34,025
REAL ESTATE MAINTENANCE	76,048

The Claude Moore Charitable Foundation
EIN: 52-1558571
Part XI Recoveries, Line 4
Page 7, Form 990PF
December 31, 2013

The Foundation has an existing lease with the National Capital Counsel of the Boy Scouts of America. The land is for the use of the Scout's camping and other Scouting activities and was approved as a charitable grant in a private ruling issued September 2, 1992. As part of the lease agreement, the Foundation can withdraw land from the lease. In September of 2013 the Foundation withdrew 141.7 acres from the 388 acres that were under the lease.

The Foundation is recapturing the qualifying distributions that were actually used to satisfy the required distributions in prior years relating to the portion of the land under lease that was recaptured. The recapture only applies to qualifying distributions utilized to satisfy the Foundation's minimum distribution requirements in a prior year, and does not apply to qualifying distributions expired or unused at the time land is withdrawn from the lease.

<u>Recapturable amounts are summarized as follows:</u>

In 1997 land was put under lease with the Boy Scouts and treated as a qualifying distribution. The amounts used in 1997 and subsequent years to satisfy the Foundation's required distributions was $4,596,198.

In 2000 additional land was put under lease and allowed as a qualifying distribution in the amount of $404,180.

Accordingly, as of January 1, 2013 the Foundation had the following qualifying distributions relating to the land lease that are recapturable:

Year of Grant	Amount
1997	$4,596,198
2000	404,180
Total	$5,000,378

ATTACHMENT 25

The Claude Moore Charitable Foundation
EIN: 52-1558571
Part XI Recoveries, Line 4
Page 7, Form 990PF
December 31, 2013

The amount recaptured during 2013 is computed as follows:

	Acres
Total acreage under lease	388.16
Portion of land removed from lease during 2013	(141.70)
Net remaining acreage under lease	246.46
Percent of land removed from lease (141.7/388.16)	36.5056%
Net recoverable amount for 2013 (5,000,378 x 36.5056%)	$1,825,416

Ref 700

Claude Moore
CHARITABLE FOUNDATION

June 3, 2013

Dear:

The Claude Moore Charitable Foundation is continuing our grant application procedure to only accept and review invited proposals. We continue to be restricted with our grant amounts in 2014.

Your organization is receiving this notification because we funded your organization in the past and you have been selected to submit an application for 2014 for funding consideration.

We are using the Washington Regional Association of Grantmakers Common Grant Application. A link is provided on our website. We hope you find this efficient.

The time frame for **REQUESTED PROPOSALS** submission begins **August 1, 2013 and all submissions must be in our office no later than 5:00 p.m. on Tuesday, September 3, 2013.**

Applicants will receive a postcard acknowledging receipt of their grant application. Acceptance of your funding request does not ensure your request will be funded.

Schedule for Trustees decision on funding is as follows:

- October 2013 – Grant processing and review
- November 2013 – Grant funding determination
- December 2013 – Notification of funding status
- January 2014 – Grant distributions

Trustees
Peter A. Arntson
Gary W. Brown
Guy M. Gravett
Leigh B. Middleditch, Jr.

Executive Director
J. Hamilton Lambert

Deputy Executive Director of Operations
Randolph Sutliff

Deputy Executive Director of Giving
K. Lynn Tadlock

11350 Random Hills Road, Suite 520
Fairfax, VA 22030-7429
Phone: (703) 934-1147
Fax: (703) 273-0152
www.claudemoorefoundation.org

You are encouraged to visit our website for more details about the application procedure or call our office at 703-934-1147.

Sincerely,

K. Lynn Tadlock
Deputy Executive of Giving

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

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print		
Type or print	Name of exempt organization or other filer, see instructions. THE CLAUDE MOORE CHARITABLE FOUNDATION	Employer identification number (EIN) or 52-1558571
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 11350 RANDOM HILLS ROAD	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. FAIRFAX, VA 22030	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

• The books are in the care of ▶ J HAMILTON LAMBERT

Telephone No. ▶ 703 934-1147 Fax No. ▶

• If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box . . . . . . ▶ [ ] . If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 11/17 , 20 14 .

5 For calendar year 2013 , or other tax year beginning ________ , 20 ____ , and ending ________ , 20 ____

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension ALL INFORMATION NEEDED TO FILE A COMPLETE AND ACCURATE RETURN IS NOT AVAILABLE. ACCORDINGLY, ADDITIONAL TIME IS NEEDED TO FILE THE RETURN.

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 138,891.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 138,891.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Jana Russell Title ▶ CPA Date ▶ 7/24/2014

Form **8868** (Rev January 2014) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.
▶ Information about Form 8868 and its instructions is at *www.irs.gov/form8868*.

OMB No. 1545-1709

4a-VX
C

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMCs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions. THE CLAUDE MOORE CHARITABLE FOUNDATION	Employer identification number (EIN) or 52-1558571
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 11350 RANDOM HILLS ROAD	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. FAIRFAX, VA 22030	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ J HAMILTON LAMBERT

Telephone No. ▶ 703 934-1147 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 14, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 20 13 or
▶ [ ] tax year beginning ______, 20__, and ending ______, 20__.

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 138,891.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 108,891.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 30,000.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 1-2014)

s/w: 5/8/2014 Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0045; 7013 1090 0001 1195 4400

nB