1312

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 , and ending

Name of foundation: ELIZABETH B WETMORE - FXD/FUNDS

A Employer identification number: 52-6027591

Number and street (or P O box number if mail is not delivered to street address): P O BOX 1908 Room/suite

B Telephone number (see instructions): (202) 879-6263

City or town: ORLANDO State: FL ZIP code: 32802-1908

Foreign country name Foreign province/state/county Foreign postal code

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: ☐ 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)* ▶ $ 10,497,768

J Accounting method ☒ 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 ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	212,325	212,325		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	825,228			
	b	Gross sales price for all assets on line 6a 5,602,980				
	7	Capital gain net income (from Part IV, line 2)		825,228		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,037,553	1,037,553	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	53,631	26,816		26,815
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	300			300
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	2,899	2,899		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	56,830	29,715	0	27,115
	25	Contributions, gifts, grants paid	176,519			176,519
	26	**Total expenses and disbursements.** Add lines 24 and 25	233,349	29,715	0	203,634
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	804,204			
	b	**Net investment income** (if negative, enter -0-)		1,007,838		
	c	**Adjusted net income** (if negative, enter -0-)			0	

EO RECEIVED JUN 03 2015

SCANNED JUN 18 2015

614

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	338,318	304,085	304,085
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less· allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	8,251,534	9,087,260	10,193,683
	14	Land, buildings, and equipment basis ▶ Less. accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	8,589,852	9,391,345	10,497,768
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	8,589,852	9,391,345	
	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)	8,589,852	9,391,345	
	31	**Total liabilities and net assets/fund balances** (see instructions)	8,589,852	9,391,345	

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	8,589,852
2	Enter amount from Part I, line 27a	2	804,204
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	9,394,056
5	Decreases not included in line 2 (itemize) ▶ MUTUAL FUND TIMING DIFFERENCE	5	2,711
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	9,391,345

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

	(i) 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				0
b				0
c				0
d				0
e				0

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	825,228
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	234,815	8,837,078	0 026572
2011	236,709	8,608,706	0 027496
2010			0 000000
2009			0 000000
2008			0 000000

2	**Total** of line 1, column (d)	2	0 054068
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 027034
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	9,653,679
5	Multiply line 4 by line 3	5	260,978
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,078
7	Add lines 5 and 6	7	271,056
8	Enter qualifying distributions from Part XII, line 4	8	203,634

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	20,157
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	20,157
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	20,157
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	0
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	20,157
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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	N/A	
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) ▶ DC			
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)*

				Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	
	Website address ▶ N/A				
14	The books are in care of ▶ SUNTRUST BANK Telephone no ▶ (202) 879-6263				
	Located at ▶ P O BOX 1908 ORLANDO FL ZIP+4 ▶ 32802-1908				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐				
	and enter the amount of tax-exempt interest received or accrued during the year ▶	15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		16		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

				Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				
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 ▶ 20___, 20___, 20 12 , 20___				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b	X	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20___, 20___, 20___, 20___				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b		X

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

			Yes	No
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		X
	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		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	N/A	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUNTRUST BANKS, INC. P O BOX 1908 ORLANDO, FL 32802-1908	TRUSTEE AS REQ'D	53,631		

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes:		
a	Average monthly fair market value of securities	1a	9,497,318
b	Average of monthly cash balances	1b	303,371
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	9,800,689
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	9,800,689
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	147,010
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,653,679
6	**Minimum investment return.** Enter 5% of line 5	6	482,684

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	482,684
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a 20,157		
b	Income tax for 2013. (This does not include the tax from Part VI) — 2b		
c	Add lines 2a and 2b	2c	20,157
3	Distributable amount before adjustments Subtract line 2c from line 1	3	462,527
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	462,527
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	462,527

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	203,634
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	203,634
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	203,634

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				462,527
2	Undistributed income, if any, as of the end of 2013:				
a	Enter amount for 2012 only			376,279	
b	Total for prior years· 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2013.				
a	From 2008				
b	From 2009				
c	From 2010				
d	From 2011				
e	From 2012				
f	**Total** of lines 3a through e	0			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 203,634				
a	Applied to 2012, but not more than line 2a			203,634	
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				
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0			
b	Prior years' undistributed income Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
e	Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			172,645	
f	Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				462,527
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9.				
a	Excess from 2009				
b	Excess from 2010				
c	Excess from 2011				
d	Excess from 2012				
e	Excess from 2013				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

Check here ▶ ☒ 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*				
See Attached Statement				
Total			▶ 3a	176,519
b *Approved for future payment*				
NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	212,325	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	825,228	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		1,037,553	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,037,553

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

Barbara Allred | 5/13/2015 | TRUSTEE

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only				
Print/Type preparer's name: DONALD J ROMAN	Preparer's signature	Date: 5/13/2015	Check ☒ if self-employed	PTIN: P00364310
Firm's name ▶ PRICEWATERHOUSECOOPERS, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH PA 15219			Phone no 412-355-6000	

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

Recipient(s) paid during the year

Name
CHARLES & ELIZABETH WETMORE FOUNDATION

Street
1101 DEALERS AVENUE

City	State	Zip Code	Foreign Country
NEW ORLEANS	LA	70123	

Relationship	Foundation Status
NONE	POF

Purpose of grant/contribution	Amount
GENERAL CHARITABLE	176,519

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

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

	Amount
Long Term CG Distributions	105,627
Short Term CG Distributions	

Totals	Gross Sales	Cost Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	5,602,980	4,777,752	825 228
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	ADVISORS CAMBIAR SMALL C	0075W0593			3/28/2011		3/11/2013	25,039	22,986				0	2,053
2	X	CAMBIAR SMALL CAP-INS	0075W0593			3/28/2011		8/7/2013	131,448	110,537				0	20,911
3	X	DOUBLELINE TOTAL RETURN	258620103			8/6/2012		3/11/2013	64,359	64,075				0	284
4	X	FEDERATED STRATEGIC VAL	314172560			7/18/2011		3/11/2013	179,442	158,291				0	21,151
5	X	FEDERATED STRATEGIC VAL	314172560			12/5/2012		3/11/2013	363	348				0	15
6	X	FEDERATED STRATEGIC VAL	314172560			1/26/2011		3/11/2013	35,831	30,177				0	5,654
7	X	FEDERATED STRATEGIC VAL	314172560			1/26/2011		8/7/2013	17,867	14,084				0	3,783
8	X	GOLDMAN SACHS GROWTH C	38142Y401			12/5/2012		3/11/2013	14,620	13,038				0	1,582
9	X	GOLDMAN SACHS GROWTH C	38142Y401			11/3/2009		3/11/2013	3,111	2,153				0	958
10	X	GOLDMAN SACHS GRTH OPP	38142Y401			11/3/2009		8/7/2013	229,051	145,582				0	83,469
11	X	HARBOR CAP APPRECIATION	411511504			5/28/2010		3/11/2013	745,476	517,541				0	227,935
12	X	HARBOR CAP APPRECIATION	411511504			6/24/2010		3/11/2013	17,945	12,300				0	5,645
13	X	HARBOR CAP APPRECIATION	411511504			1/26/2011		3/11/2013	67,844	56,125				0	11,719
14	X	HARBOR CAP APPRECIATION	411511504			7/18/2011		3/11/2013	68,991	60 712				0	8,279
15	X	HARBOR CAP APPRECIATION	411511504			8/8/2011		3/11/2013	39,379	29,675				0	9,704
16	X	HARBOR CAP APPRECIATION	411511504			10/18/2011		3/11/2013	43,297	36,000				0	7,297
17	X	HARBOR CAP APPRECIATION	411511504			11/4/2011		3/11/2013	10,111	8,650				0	1,461
18	X	HARTFORD DIVIDEND & GRO	416645828			4/6/2010		3/11/2013	434,543	346,954				0	87,589
19	X	HARTFORD DIVIDEND & GRO	416645828			6/24/2010		3/11/2013	67,714	48,800				0	18,914
20	X	HARTFORD DIVIDEND & GRO	416645828			7/18/2011		3/11/2013	545,958	468,169				0	77,789
21	X	HARTFORD DIVIDEND & GRO	416645828			8/8/2011		3/11/2013	45,865	34,050				0	11,815
22	X	HARTFORD DIVIDEND & GRO	416645828			11/4/2011		3/11/2013	3,999	3,275				0	724
23	X	HARTFORD DIVIDEND & GRO	416645828			11/19/2012		3/11/2013	5,339	4,799				0	540
24	X	HARTFORD DIVIDEND & GRO	416645828			11/20/2012		3/11/2013	18,813	16,672				0	2,141
25	X	T ROWE PRICE INST L/C GRV	45775L408			3/11/2013		8/7/2013	124,913	110,572				0	14,341
26	X	T ROWE PRICE INST L/C GRV	45775L408			3/11/2013		10/7/2013	30,610	25,942				0	4,668
27	X	T ROWE PRICE INST L/C GRV	45775L408			2/6/2012		10/7/2013	110,597	81,531				0	29,066
28	X	JOHN HANCOCK III DISCPLN V	47803U640			3/11/2013		8/7/2013	104,758	93,553				0	11,205
29	X	JOHN HANCOCK III DISCPLN V	47803U640			3/11/2013		10/7/2013	77,023	69,585				0	7,438
30	X	JPMORGAN U S EQUITY FUN	4812A1142			3/11/2013		8/7/2013	62,311	56,497				0	5,814
31	X	JPMORGAN U S EQUITY FUN	4812A1142			3/11/2013		10/7/2013	166,676	151,234				0	15,442
32	X	MANNING & NAPIER WORLD C	563821545			7/18/2011		3/11/2013	42,600	45,610				0	-3,010
33	X	MANNING & NAPIER WORLD C	563821545			7/18/2011		8/7/2013	101,226	104,803				0	-3,577
34	X	MANNING & NAPIER WORLD C	563821545			7/18/2011		10/7/2013	19,827	19,760				0	67
35	X	NEUBERGER BERMAN HIGH I	64128K868			2/6/2012		3/11/2013	7,146	6,825				0	321
36	X	NEUBERGER BERMAN HIGH I	64128K868			8/6/2012		3/11/2013	47,073	46,139				0	934
37	X	NEUBERGER BERMAN HIGH I	64128K868			12/20/2012		3/11/2013	4,578	4,540				0	38
38	X	NEUBERGER BERMAN HIGH I	64128K868			8/8/2011		3/11/2013	82,886	77,608				0	5,278
39	X	NEUBERGER BERMAN HI IN E	64128K868			12/21/2011		8/7/2013	2,997	2,810				0	187
40	X	OPPENHEIMER DEVELOPING	683974505			11/19/2012		3/11/2013	6,906	6,391				0	515
41	X	OPPENHEIMER DEVELOPING	683974505			11/19/2012		8/7/2013	68,259	65,388				0	2,871
42	X	OPPENHEIMER DEVELOPING	683974505			11/19/2012		10/7/2013	135,993	121,201				0	14,792
43	X	PIMCO TOTAL RETURN FUND	693390700			12/23/2010		8/7/2013	272,996	271,986				0	1,010
44	X	PIMCO TOTAL RETURN FUND	693390700			2/6/2012		8/7/2013	242	249				0	-7
45	X	PIMCO TOTAL RETURN FUND	693390700			12/12/2012		8/7/2013	6,458	6,787				0	-329
46	X	PIMCO TOTAL RETURN FUND	693390700			3/11/2013		8/7/2013	25,231	26,118				0	-887
47	X	PIMCO INVT GRADE CORP BD	722005816			2/6/2012		3/11/2013	8,771	8,399				0	372
48	X	PIMCO INVT GRADE CORP BD	722005816			12/12/2012		3/11/2013	9,719	9,789				0	-70
49	X	PIMCO INVT GRADE CORP BD	722005816			1/26/2011		3/11/2013	45,682	43,251				0	2,431
50	X	VANGUARD SHORT TERM BO	921937827			11/4/2011		8/7/2013	181,821	184,642				0	-2,821
51	X	VANGUARD SHORT TERM BO	921937827			2/6/2012		8/7/2013	10,993	11,139				0	-146
52	X	VANGUARD SHORT TERM BO	921937827			3/11/2013		8/7/2013	15,807	15,939				0	-132
53	X	VANGUARD BD INDEX TOTAL	921937835			2/6/2012		3/11/2013	14,864	14,999				0	-135
54	X	VANGUARD BD INDEX TOTAL	921937835			8/6/2012		3/11/2013	48,494	49,582				0	-1,088
55	X	VANGUARD BD INDEX TOTAL	921937835			11/4/2011		3/11/2013	3,238	3,268				0	-30
56	X	VANGUARD TOTAL BOND MA	921937835			7/18/2011		8/7/2013	266,389	270,127				0	-3,738
57	X	VANGUARD TOTAL BOND MA	921937835			11/4/2011		8/7/2013	40,443	41,976				0	-1,533
58	X	VANGUARD M/B SECUR INDX	92206C755			8/6/2012		8/7/2013	277,223	284,390				0	-7,167
59	X	NEUBERGER BERMAN HI IN E	64128K868			8/8/2011		8/7/2013	91,616	87,054				0	4,562
60	X	NEUBERGER BERMAN HI IN E	64128K868			10/18/2011		8/7/2013	164,582	153,075				0	11,507

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

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		300	0	0	300
	Description				
1	TAX PREP FEES	300			300

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

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		2,899	2,899	0	0
	Description				
1	FOREIGN TAX WITHHELD	2,899	2,899		

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

			8,251,534	9,087,260	10,193,683
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	OTHER ASSETS			9,087,260	10,193,683

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

	Amount
Long Term CG Distributions	105,627
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						5,497,353	0	0	4,777,752	719,601	0	0	0	719,601
1	ADVISORS CAMBIAR SMALL CAP-I	0075W0593		3/28/2011	3/11/2013	25 039		0	22 986	2 053	0	0	0	2 053
2	CAMBIAR SMALL CAP-INS	0075W0593		3/28/2011	8/7/2013	131 448		0	110 537	20 911	0	0	0	-20 911
3	DOUBLELINE TOTAL RETURN BD-I	258620103		8/6/2012	3/11/2013	64 359		0	64 075	284	0	0	0	284
4	FEDERATED STRATEGIC VALUE I	314172560		7/18/2011	3/11/2013	179 442		0	158 291	21 151	0	0	0	21 151
5	FEDERATED STRATEGIC VALUE I	314172560		12/5/2012	3/11/2013	363		0	348	15	0	0	0	15
6	FEDERATED STRATEGIC VALUE-I	314172560		1/26/2011	3/11/2013	35 831		0	30 177	5 654	0	0	0	5 654
7	FEDERATED STRATEGIC VAL DIV IS	314172560		1/26/2011	8/7/2013	17 867		0	14 084	3 783	0	0	0	3 783
8	GOLDMAN SACHS GROWTH OPPTYS-I	38142Y401		12/5/2012	3/11/2013	14 620		0	13,038	1,582	0	0	0	1 582
9	GOLDMAN SACHS GROWTH OPPTYS-I	38142Y401		11/3/2009	3/11/2013	3 111		0	2 153	958	0	0	0	958
10	GOLDMAN SACHS GRTH OPPOR INS	38142Y401		11/3/2009	8/7/2013	229 051		0	145 582	83 469	0	0	0	83 469
11	HARBOR CAP APPRECIATION-I	411511504		5/28/2010	3/11/2013	745 476		0	517,541	227 935	0	0	0	227,935
12	HARBOR CAP APPRECIATION I	411511504		6/24/2010	3/11/2013	17 945		0	12 300	5,645	0	0	0	5,645
13	HARBOR CAP APPRECIATION I	411511504		1/26/2011	3/11/2013	67 844		0	56 125	11 719	0	0	0	11,719
14	HARBOR CAP APPRECIATION-I	411511504		7/18/2011	3/11/2013	68 991		0	60 712	8 279	0	0	0	8,279
15	HARBOR CAP APPRECIATION-I	411511504		8/8/2011	3/11/2013	39 379		0	29 675	9 704	0	0	0	9,704
16	HARBOR CAP APPRECIATION I	411511504		10/18/2011	3/11/2013	43 297		0	36,000	7,297	0	0	0	7,297
17	HARBOR CAP APPRECIATION-I	411511504		11/4/2011	3/11/2013	10 111		0	8 650	1 461	0	0	0	1 461
18	HARTFORD DIVIDEND & GROWTH-Y	416645828		4/6/2010	3/11/2013	434 543		0	346 954	87 589	0	0	0	87 589
19	HARTFORD DIVIDEND & GROWTH-Y	416645828		6/24/2010	3/11/2013	67 714		0	48 800	18 914	0	0	0	18,914
20	HARTFORD DIVIDEND & GROWTH-Y	416645828		7/18/2011	3/11/2013	545 958		0	468 169	77 789	0	0	0	77 789
21	HARTFORD DIVIDEND & GROWTH-Y	416645828		8/8/2011	3/11/2013	45 865		0	34 050	11 815	0	0	0	11 815
22	HARTFORD DIVIDEND & GROWTH-Y	416645828		11/4/2011	3/11/2013	3 999		0	3 275	724	0	0	0	724
23	HARTFORD DIVIDEND & GROWTH-Y	416645828		11/19/2012	3/11/2013	5 339		0	4 799	540	0	0	0	540
24	HARTFORD DIVIDEND & GROWTH-Y	416645828		11/20/2012	3/11/2013	18 813		0	16 672	2 141	0	0	0	2 141
25	T ROWE PRICE INST L/C GRWTH	45775L408		3/11/2013	8/7/2013	124 913		0	110 572	14 341	0	0	0	14 341
26	T ROWE PRICE INST L/C GRWTH	45775L408		3/11/2013	10/7/2013	30 610		0	25 942	4 668	0	0	0	4 668
27	T ROWE PRICE INST L/C GRWTH	45775L408		2/6/2012	10/7/2013	110 597		0	81 531	29 066	0	0	0	29 066
28	JOHN HANCOCK III DISCPLN V-I	47803U640		3/11/2013	8/7/2013	104 758		0	93 553	11,205	0	0	0	11 205
29	JOHN HANCOCK III DISCPLN V I	47803U640		3/11/2013	10/7/2013	77 023		0	69 585	7,438	0	0	0	7,438
30	JPMORGAN U S EQUITY FUND INST	4812A1142		3/11/2013	8/7/2013	62 311		0	56 497	5 814	0	0	0	5 814
31	JPMORGAN U S EQUITY FUND INST	4812A1142		3/11/2013	10/7/2013	166 676		0	151 234	15,442	0	0	0	15,442
32	MANNING & NAPIER WORLD OPPTYS-A	563821545		7/18/2011	3/11/2013	42 600		0	45 610	-3 010	0	0	0	-3 010
33	MANNING & NAPIER WORLD OPPOR	563821545		7/18/2011	8/7/2013	101 226		0	104 803	3 577	0	0	0	-3 577
34	MANNING & NAPIER WORLD OPPOR	563821545		7/18/2011	10/7/2013	19 827		0	19 760	67	0	0	0	67
35	NEUBERGER BERMAN HIGH INCOME B	64128K868		2/6/2012	3/11/2013	7 146		0	6,825	321	0	0	0	321
36	NEUBERGER BERMAN HIGH INCOME B	64128K868		8/6/2012	3/11/2013	47 073		0	46 139	934	0	0	0	934
37	NEUBERGER BERMAN HIGH INCOME B	64128K868		12/20/2012	3/11/2013	4 578		0	4 540	38	0	0	0	38
38	NEUBERGER BERMAN HIGH INCOME B	64128K868		8/8/2011	3/11/2013	82 886		0	77 608	5 278	0	0	0	5 278
39	NEUBERGER BERMAN HI IN B-INS	64128K868		12/21/2011	8/7/2013	2 997		0	2 810	187	0	0	0	187
40	OPPENHEIMER DEVELOPING MKTS INS	683974505		11/19/2012	3/11/2013	6 906		0	6 391	515	0	0	0	515
41	OPPENHEIMER DEVELOPING MKT-Y	683974505		11/19/2012	8/7/2013	68 259		0	65 388	2 871	0	0	0	2 871
42	OPPENHEIMER DEVELOPING MKT-Y	683974505		11/19/2012	10/7/2013	135 993		0	121 201	14 792	0	0	0	14 792
43	PIMCO TOTAL RETURN FUND-INST	693390700		12/23/2010	8/7/2013	272 996		0	271 986	1 010	0	0	0	1 010
44	PIMCO TOTAL RETURN FUND INST	693390700		2/6/2012	8/7/2013	242		0	249	-7	0	0	0	-7
45	PIMCO TOTAL RETURN FUND-INST	693390700		12/12/2012	8/7/2013	6 458		0	6 787	-329	0	0	0	-329
46	PIMCO TOTAL RETURN FUND-INST	693390700		3/11/2013	8/7/2013	25 231		0	26 118	-887	0	0	0	-887
47	PIMCO INVT GRADE CORP BD I	722005816		2/6/2012	3/11/2013	8 771		0	8 399	372	0	0	0	372
48	PIMCO INVT GRADE CORP BD-I	722005816		12/12/2012	3/11/2013	9 719		0	9 789	-70	0	0	0	-70
49	PIMCO INVT GRADE CORP BD I	722005816		1/26/2011	3/11/2013	45 682		0	43 251	2 431	0	0	0	2 431
50	VANGUARD SHORT TERM BOND ETF	921937827		11/4/2011	8/7/2013	181 821		0	184 642	-2 821	0	0	0	-2 821
51	VANGUARD SHORT TERM BOND ETF	921937827		2/6/2012	8/7/2013	10 993		0	11,139	-146	0	0	0	-146
52	VANGUARD SHORT TERM BOND ETF	921937827		3/11/2013	8/7/2013	15 807		0	15 939	-132	0	0	0	-132
53	VANGUARD BD INDEX TOTAL BD MKT E	921937835		2/6/2012	3/11/2013	14 864		0	14 999	-135	0	0	0	-135
54	VANGUARD BD INDEX TOTAL BD MKT E	921937835		8/6/2012	3/11/2013	48 494		0	49 582	-1,088	0	0	0	-1,088
55	VANGUARD BD INDEX TOTAL BD MKT E	921937835		11/4/2011	3/11/2013	3 238		0	3,268	-30	0	0	0	-30
56	VANGUARD TOTAL BOND MARKET	921937835		7/18/2011	8/7/2013	266 389		0	270 127	-3 738	0	0	0	-3 738
57	VANGUARD TOTAL BOND MARKET	921937835		11/4/2011	8/7/2013	40 443		0	41 976	-1,533	0	0	0	-1 533
58	VANGUARD M/B SECUR INDX-SIG	92206C755		8/6/2012	8/7/2013	277 223		0	284 390	-7,167	0	0	0	-7,167
59	NEUBERGER BERMAN HI IN B INS	64128K868		8/8/2011	8/7/2013	91,616		0	87,054	4,562	0	0	0	4,562
60	NEUBERGER BERMAN HI IN B-INS	64128K868		10/18/2011	8/7/2013	164 582		0	153 075	11 507	0	0	0	11,507

Part VII-A, Line 8b (990-PF) - Copy of Form 990-PF to Attorney General

THE DC ATTORNEY GENERAL DOES NOT REQUIRE A COPY OF THE RETURN TO BE FILED WITH THEIR OFFICE

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										53 631	0	0
1	SUNTRUST BANKS INC		P O BOX 1908	ORLANDO	FL	32802-1908		TRUSTEE	AS REQ D	53,631		

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

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	376,279
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	376,279

SUNTRUST

PORTFOLIO SUMMARY

ELIZABETH B WETMORE - TES TRUST
ACCOUNT NO. 7042398

AS OF 12/31/13

MAJOR INVESTMENT CLASS	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
PRINCIPAL PORTFOLIO						
PRINCIPAL CASH	37,790.44-	0.36-%	37,790.44-			
STIF & MONEY MARKET FUNDS	304,082.47	2.90 %	304,082.47	0.00	30	0.01 %
EQUITY SECURITIES	776,120.73	7.39 %	781,784.25	5,663.52-	3,786	0.49 %
MUTUAL FUNDS	9,417,565.67	89.71 %	8,305,478.55	1,112,087.12	158,488	1.68 %
MISCELLANEOUS ASSETS	0.00	0.00 %	0.00	0.00	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL	**10,459,978.43**	**99.64 %**	**9,353,554.83**	**1,106,423.60**	**162,304**	**1.55 %**
INCOME PORTFOLIO						
INCOME CASH	37,790.44	0.36 %	37,790.44			
TOTAL ASSETS	**10,497,768.87**	**100.00 %**	**9,391,345.27**	**1,106,423.60**	**162,304**	**1.55 %**

Form **2848** (Rev. July 2014) Department of the Treasury Internal Revenue Service

Power of Attorney and Declaration of Representative

▶ Information about Form 2848 and its instructions is at *www.irs.gov/form2848.*

OMB No. 1545-0150

For IRS Use Only
Received by:
Name ____
Telephone ____
Function ____
Date / /

Part I Power of Attorney

Caution: *A separate Form 2848 must be completed for each taxpayer. Form 2848 will not be honored for any purpose other than representation before the IRS.*

1 Taxpayer information. Taxpayer must sign and date this form on page 2, line 7.

Taxpayer name and address	Taxpayer identification number(s)	
Elizabeth B. Wetmore - FXD / FUNDS Post Office Box 1908 Orlando, Florida 32802-1908	52-6027591	
	Daytime telephone number: 202-879-6223	Plan number (if applicable)

hereby appoints the following representative(s) as attorney(s)-in-fact:

2 Representative(s) must sign and date this form on page 2, Part II.

Name and address	
W. Marshall Sanders, Alston & Bird LLP 1201 West Peachtree Street Atlanta, Georgia 30309-3424 Check if to be sent copies of notices and communications ☒	CAF No. 0301-44862R PTIN P01590648 Telephone No. 404-881-4448 Fax No. 404-253-8548 Check if new: Address ☐ Telephone No ☐ Fax No. ☐
R. Mark Williamson, Alston & Bird LLP 1201 West Peachtree Street Atlanta, Georgia 30309-3424 Check if to be sent copies of notices and communications ☐	CAF No. 6505-97377R PTIN ____ Telephone No. 404-881-7993 Fax No. 404-253-8380 Check if new: Address ☐ Telephone No ☐ Fax No. ☐
Name and address (Note. IRS sends notices and communications to only two representatives.)	CAF No. ____ PTIN ____ Telephone No. ____ Fax No ____ Check if new: Address ☐ Telephone No. ☐ Fax No. ☐
Name and address (Note. IRS sends notices and communications to only two representatives.)	CAF No. ____ PTIN ____ Telephone No. ____ Fax No. ____ Check if new: Address ☐ Telephone No. ☐ Fax No. ☐

to represent the taxpayer before the Internal Revenue Service and perform the following acts:

3 Acts authorized (you are required to complete this line 3). With the exception of the acts described in line 5b, I authorize my representative(s) to receive and inspect my confidential tax information and to perform acts that I can perform with respect to the tax matters described below. For example, my representative(s) shall have the authority to sign any agreements, consents, or similar documents (see instructions for line 5a for authorizing a representative to sign a return).

Description of Matter (Income, Employment, Payroll, Excise, Estate, Gift, Whistleblower, Practitioner Discipline, PLR, FOIA, Civil Penalty, Sec. 5000A Shared Responsibility Payment, Sec. 4980H Shared Responsibility Payment, etc.) (see instructions)	Tax Form Number (1040, 941, 720, etc.) (if applicable)	Year(s) or Period(s) (if applicable) (see instructions)
Excise	990-PF, 4720	2011-2014

4 Specific use not recorded on Centralized Authorization File (CAF). If the power of attorney is for a specific use not recorded on CAF, check this box. See the instructions for **Line 4. Specific Use Not Recorded on CAF** . . . . ▶ ☐

5a Additional acts authorized. In addition to the acts listed on line 3 above, I authorize my representative(s) to perform the following acts (see instructions for line 5a for more information):

☐ Authorize disclosure to third parties; ☒ Substitute or add representative(s); ☐ Sign a return; ____

☐ Other acts authorized: ____

b Specific acts not authorized. My representative(s) is (are) not authorized to endorse or otherwise negotiate any check (including directing or accepting payment by any means, electronic or otherwise, into an account owned or controlled by the representative(s) or any firm or other entity with whom the representative(s) is (are) associated) issued by the government in respect of a federal tax liability.

List any specific deletions to the acts otherwise authorized in this power of attorney (see instructions for line 5b): ____________

6 Retention/revocation of prior power(s) of attorney. The filing of this power of attorney automatically revokes all earlier power(s) of attorney on file with the Internal Revenue Service for the same matters and years or periods covered by this document. If you **do not** want to revoke a prior power of attorney, check here . . . . . ▶ ☐

YOU MUST ATTACH A COPY OF ANY POWER OF ATTORNEY YOU WANT TO REMAIN IN EFFECT.

7 Signature of taxpayer. If a tax matter concerns a year in which a joint return was filed, each spouse must file a separate power of attorney even if they are appointing the same representative(s). If signed by a corporate officer, partner, guardian, tax matters partner, executor, receiver, administrator, or trustee on behalf of the taxpayer, I certify that I have the authority to execute this form on behalf of the taxpayer.

▶ IF NOT COMPLETED, SIGNED, AND DATED, THE IRS WILL RETURN THIS POWER OF ATTORNEY TO THE TAXPAYER.

Signature	Date	Title (if applicable)
Quanda A. Allen	5-26-15	SunTrust, First Vice President

Print Name	Print name of taxpayer from line 1 if other than individual
Quanda Allen	Elizabeth B. Wetmore, FXD / FUNDS

Part II Declaration of Representative

Under penalties of perjury, by my signature below I declare that:

- I am not currently suspended or disbarred from practice before the Internal Revenue Service;
- I am subject to regulations contained in Circular 230 (31 CFR, Subtitle A, Part 10), as amended, governing practice before the Internal Revenue Service,
- I am authorized to represent the taxpayer identified in Part I for the matter(s) specified there; and
- I am one of the following:

a Attorney—a member in good standing of the bar of the highest court of the jurisdiction shown below.
b Certified Public Accountant—duly qualified to practice as a certified public accountant in the jurisdiction shown below.
c Enrolled Agent—enrolled as an agent by the Internal Revenue Service per the requirements of Circular 230.
d Officer—a bona fide officer of the taxpayer organization.
e Full-Time Employee—a full-time employee of the taxpayer.
f Family Member—a member of the taxpayer's immediate family (for example, spouse, parent, child, grandparent, grandchild, step-parent, step-child, brother, or sister).
g Enrolled Actuary—enrolled as an actuary by the Joint Board for the Enrollment of Actuaries under 29 U.S.C. 1242 (the authority to practice before the Internal Revenue Service is limited by section 10.3(d) of Circular 230).
h Unenrolled Return Preparer—Your authority to practice before the Internal Revenue Service is limited. You must have been eligible to sign the return under examination and have prepared and signed the return. **See Notice 2011-6 and *Special rules for registered tax return preparers and unenrolled return preparers* in the instructions (PTIN required for designation h).**
i Registered Tax Return Preparer—registered as a tax return preparer under the requirements of section 10 4 of Circular 230. Your authority to practice before the Internal Revenue Service is limited. You must have been eligible to sign the return under examination and have prepared and signed the return. **See Notice 2011-6 and *Special rules for registered tax return preparers and unenrolled return preparers* in the instructions (PTIN required for designation i).**
k Student Attorney or CPA—receives permission to represent taxpayers before the IRS by virtue of his/her status as a law, business, or accounting student working in an LITC or STCP. See instructions for Part II for additional information and requirements
r Enrolled Retirement Plan Agent—enrolled as a retirement plan agent under the requirements of Circular 230 (the authority to practice before the Internal Revenue Service is limited by section 10.3(e)).

▶ IF THIS DECLARATION OF REPRESENTATIVE IS NOT COMPLETED, SIGNED, AND DATED, THE IRS WILL RETURN THE POWER OF ATTORNEY. REPRESENTATIVES MUST SIGN IN THE ORDER LISTED IN PART I, LINE 2. See the instructions for Part II.

Note. For designations d-f, enter your title, position, or relationship to the taxpayer in the "Licensing jurisdiction" column. See the instructions for Part II for more information.

Designation—Insert above letter (a–r)	Licensing jurisdiction (state) or other licensing authority (if applicable)	Bar, license, certification, registration, or enrollment number (if applicable). See instructions for Part II for more information	Signature	Date
a	GA	626019	W. M. Snider	5-25-15
a	GA	765410	[signature]	5-25-15

THE LAST WILL AND TESTAMENT OF

ELIZABETH [illegible]

I, [illegible], widow, residing in the City of Washington, District of Columbia, do make, publish and declare this to be my Last Will and Testament, hereby revoking any and all wills, testaments and codicils by me at any time heretofore made and intending hereby to dispose of all my property, both real and personal, of which I may be seized or possessed or to which I may be in any wise entitled at the time of my decease, including any that I may hereafter acquire, as follows:

ITEM I. I give and bequeath unto my niece, Sarah Elizabeth [illegible], daughter of Pressley Eugene Gisland, my Indian necklace of pearls and other precious stones, requesting that, if she have no issue, she bequeath the same to my niece, Elizabeth [illegible] Owen, or, if she be deceased, to her eldest child, in case she shall have married and had a child or children. Unto my said niece, Sarah Elizabeth Gisland, I also give and bequeath [illegible] watch, which was [illegible] and the shoe buckles [illegible] great grandfather.

[illegible] persons next hereinafter [illegible] respectively:

To [illegible] clasp and pendant [illegible] spray.

To my [illegible], my diamond chain [illegible] on [illegible].

To my [illegible], [illegible] my amethyst and diamond brooch and pendant and amethyst chain to match, and diamond earrings.

To my niece, Elizabeth [illegible] Owen, all my rings, my [illegible] chain and my [illegible] and diamond pendant.

/s/ Elizabeth B. Wetmore

To my cousin, Cel[illegible] [illegible], my pink sapphire and silver necklace.

To my cousin, Josephine How, my platinum and diamond watch.

To my friend, Mrs. Maude Annalet Ohl, my aquamarine and gold brooch.

ITEM III. I give and bequeath unto Dr. Edward M. Merkley as a l[illegible]t mark of gratitude for his services in saving my husband's life, my silver lamp and silver flower basket, both yachting [illegible] on by my husband.

ITEM IV. All the [illegible] of my jewels, my lace, furs, and silver, [illegible], automobiles and articles of [illegible] (except such as have been herein specifically bequeathed [illegible] and bequeath unto [illegible] of my three sisters, Mary I. [illegible], [illegible] and [illegible] Diland Owen, as [illegible] the date of my decease, to be distributed [illegible] shall arrange by mutual agreement, requesting that they select and give to my [illegible] friends such articles as [illegible] suitable. But in the event that my said sisters [illegible] unable to agree upon [illegible] distribution among themselves of the effects [illegible] paragraph mentioned, I direct my Executor to make distribution among them, share and share alike, according to value.

ITEM V. I give and bequeath unto my godson, Nelson Miles, the sum of Five Thousand Dollars ($5,000.00), and in the event of my death before he shall have attained the age of twenty-one (21) years, the said sum shall be paid to his father, Sherman Miles, whose receipt for the same shall be a sufficient acquittance of my Executor for the payment of said legacy, without requirement that said Sherman Miles shall be legally appointed guardian of my said godson.

ITEM VI. I give and bequeath unto Jean Bentz, my godchild, the sum of Two Thousand Dollars ($2,000.00).

ITEM VII. I give and bequeath unto "The Woodlawn Cemetery", a corporation organized and existing under the laws of the State of New York, the sum of Fifteen Hundred Dollars ($1,500.00),

/s/ Elizabeth B. Wetmore

upon trust, however, to apply the income arising therefrom, under the direction of the Directors, to the repair, preservation or renewal of any tomb, monument, or other structure, and the planting and cultivating of trees, shrubs, flowers and plants, in and around Lot numbered eighty-one hundred and twenty-five (8125) in Section eighty-six (86) in the Cemetery grounds of said Corporation, situated in the City of New York and County of Bronx; and to apply the surplus of such income, if any, to the improvement and embellishment of said lot.

[illegible] and remainder of my estate, [illegible] and wheresoever situate, I [illegible] solely and in fee simple, unto the [illegible] Company of Washington, D. C., and [illegible] the following uses and trusts, [illegible]:

( ) [illegible] in trust for the purpose of [illegible] collecting the rents, issues, income, [illegible] thereof;

(b) To pay the said rents, issues, income, profits and revenues (after deducting any and all taxes, expenses, premiums and [illegible]) in quarterly installments unto such as may survive [illegible] of my three sisters, Mary L. Bisland, Margaret W. Bisland and [illegible] Bisland Owen, share and share alike, for their several support and enjoyment. If only one of my said sisters shall survive me, then all of said income shall be paid unto said surviving sister. Upon the death of any one of my said sisters, her share of the income is to be equally distributed between my surviving sisters, the whole of said net income to be paid to the last survivor.

(c) Upon the death of the last survivor of my said sisters (or upon my death if none of my said sisters shall survive me) then the net rents, issues, income and revenue of the said trust, up to the sum of Ten Thousand Dollars ($10,000.00) per year, shall be paid quarterly to my niece, Elizabeth Tallant

/s/ Elizabeth B. Wetmore

Owen, (in the name of my said sister, [illegible] Owen), if she shall be then surviving and shall not have become a member of the Roman Catholic Church, during her life or until she shall become a member of the Roman Catholic Church.

(d) Upon the death of my said niece, Elizabeth William Owen, (or, if she shall not be living at the death of the last survivor of my three sisters, aforesaid, then upon the death of the last survivor of my said three sisters), this trust shall cease and [illegible] said Trustee or the Trustee then acting in the [illegible] shall thereupon transfer, assign and pay [illegible] Hundred and Fifty Thousand Dollars ($250,000.00) of the trust [illegible], which shall vest and be vested, absolutely, [illegible] the then surviving issue of my said niece, Elizabeth William Owen, per stirpes (unless my said niece shall have become [illegible] of the Roman Catholic Church);

(e) In default of any such issue then surviving, then the entire [illegible] trust, thereafter to be known as the Charles and Elizabeth [illegible] Fund, shall thereafter be held by my said Trustee and its successor, perpetually in trust, to use and apply the net income therefrom in the care of indigent native sufferers from tubercular consumption in and about the City of New Orleans, Louisiana, the said net income to be paid to such organizations, institutions and associations engaged in said work and in such proportions as may be annually designated by the governing bodies of the First Methodist Church, the First Presbyterian Church and the Christ Church Cathedral situate in New Orleans, Louisiana, or by any one of them in the event the three bodies fail or refuse to act or to agree. In the event no one of said bodies takes action as contemplated hereby, my said Trustee or its successor, shall have full power to use or apply the net income as it shall deem wise toward the purposes herein specified. No part of this fund is to be used in the erection of buildings. After the death of the

/s/ Elizabeth B. Wetmore

last survivor of my said sisters, all the income of the said trust, after the yearly payment of the aforementioned sum of Ten Thousand Dollars ($10,000.00) to my niece, Elizabeth Tallant Owen, shall be applied yearly by my said Trustee or its successor for the purposes and under the conditions aforementioned until the Trust shall determine upon the death of my said niece, when all the trust fund remaining, after the payment of the aforementioned Two Hundred and Fifty Thousand Dollars ($250,000.00) to the issue of my niece, Elizabeth Tallant Owen, per stirpes, shall be vested in my said Trustee or its successor upon the same conditions.

(f) [illegible] my said niece, Elizabeth Tallant Owen, shall at any time become a member of the Roman Catholic Church, her interest, and that of her heirs or issue, in the income and corpus of the said trust fund and in any part of my estate (save the jewelry bequeathed to her by the second and third paragraphs of this will) shall thereupon cease and determine, and, if my said niece shall have become a member of said Church prior to the death of the survivor of my three sisters, then upon the death of such survivor; or, if she shall have joined said Church after the death of the survivor of my three sisters, then upon receiving evidence satisfactory to my said Trustee or its successor that my said niece has joined said church, the entire trust property and estate shall vest and be vested absolutely and in fee simple in my said Trustee or its successor to be used for the same purposes and in the same manner as hereinbefore provided, to the exclusion of my said niece and her issue from any interest, benefit, or participation therein.

(g) In the event that no one of my three sisters or my niece, Elizabeth Tallant Owen, shall survive me, and that my said niece shall not, during her life, have become a member of the Roman Catholic Church, I give and bequeath my residuary estate to the amount of Two Hundred and Fifty Thousand Dollars ($250,000.00)

/s/ Elizabeth B. Wetmore

absolutely unto the then surviving [illegible] of my said niece, Elizabeth Tallent Owen, [illegible], and in default of such issue, or in the event that my said niece had become a member of the Roman Catholic Church, then unto my said Trustee or its successor to be used in the manner hereinbefore mentioned.

ITEM [illegible]. It is my will and desire that my Trustee under the Eighth Item of this will appointed, or the Trustee acting in the administration of the trust in and by said item created, shall begin to pay to the immediate beneficiaries of said trust, the net income from the said trust fund, immediately after my decease, to the end that said beneficiaries may not be compelled to await the complete administration of my [illegible], the purpose of this provision being that [illegible] trust [illegible] operate for the benefit of said beneficiaries at once upon my decease, in order that the purpose of said [illegible] providing an income for said beneficiaries.

ITEM [illegible]. I [illegible] the bequests made by me [illegible] of my estate.

ITEM X. I direct that my remains be cremated and my ashes buried beside the body of my late husband, Charles W. Wetmore, at Woodlawn Cemetery, New York. And I hereby direct my Executor to pay the expenses of my last illness, cremation and funeral, in such amount as it may deem proper, notwithstanding any provision of law regulating the amount to be allowed for funeral expenses.

ITEM XII. I nominate, constitute and appoint the National Savings and Trust Company of Washington, District of Columbia, to be the Executor of this my Last Will and Testament, and I do direct that the Trustee appointed under the Eighth Item of this will or the Trustee acting in administration of the trust in and by said Item created, shall not sell any of the original investments of my Estate without securing the approval in writing of the then beneficiaries or

/s/ Elizabeth B. Wetmore

beneficiary of the income t [illegible].

I do further direct that so far as practicable investments and reinvestments made by my said Trustee or the Trustee acting as aforesaid, shall be in securities or property yielding an annual income of not less than six per cent (6%) if such yield can be obtained without jeopardizing the principal; and I do further authorize, empower and direct that my said Trustee or the Trustee acting as aforesaid buy common stocks, preferred stocks, bonds or [illegible] to notes without regard to rules of law regulating the investment of trust [illegible] and without liability for any loss which may occur to [illegible] through exercise in good faith of the authority, power and discretion hereby conferred.

I [illegible], I have hereunto set my hand and seal, [illegible] day of November A. D. 1928, to this my Last Will and Testament, typewritten upon eight pages which pages have been signed [illegible] me for the purpose of identifying the same.

/s/ Elizabeth Island Wetmore

SIGNED, SEALED, PUBLISHED AND DECLARED by the above-named Elizabeth Island Wetmore, as and for her Last Will and Testament, in the presence of us, who, at her request, in her presence, and in the presence of one another, have hereunto subscribed our names as witnesses this 25th day of November, A. D. 1928.

/s/ Frances H. Long — Charlottesville, Virginia

/s/ Belle Wellford — University, Virginia.

/s/ Elizabeth B. Wetmore

SUPERIOR COURT OF THE DISTRICT OF COLUMBIA
PROBATE DIVISION

Crestar Bank, N.A., et. al.,	)	October 30, 1990
Plaintiffs,	)	Fiduciary No. 359-88
vs.	)	
Robert R. Pegg, et. al.,	)	
Defendants.	)	

ORDER GRANTING MOTION FOR JUDGMENT ON PLEADINGS

BACKGROUND

Plaintiffs are the trustee and the Elizabeth Wetmore Foundation, Inc., (a non-profit corporation organized by the trustee). Defendants include heirs of the niece of the decedent who was a life income beneficiary under the trust created in the will dated November 25, 1928; the State of Louisiana, in its capacity as parens patriae for the charitable beneficiaries of the trust; and the District of Columbia, in its capacity as the governmental unit within which the charitable trust was established.

No Opposition to the relief sought by plaintiffs has been filed and defaults have been taken against defendants who have failed to answer the complaint. Plaintiffs, therefore move the Court for entry of an Order granting judgment against all defendants in favor of the plaintiffs interpreting the will of Elizabeth Bisland Wetmore to apply the cy pres doctrine.

EXHIBIT
E

By her last will and testament Elizabeth Bisland Wetmore (who died on January 26, 1929), after making certain specific bequests, devised and bequeathed the residue of her estate in trust. Under the terms of the testamentary trust the plaintiff was to pay the net income to the sisters of the decedent until the death of the last of them. Thereafter, plaintiff was to pay $10,000.00 per annum from the net income to testatrix' niece, Elizabeth Tallant Owen, who is Elizabeth Owen Sarolea. Upon the niece's death, the trust was to cease and determine and the trustee was to pay $250,000.00 of the trust property to the surviving issue of the niece. The balance of the net income was to be used and applied as follows:

> for the care of indigent native suffers from tubercular consumption in and about the City of New Orleans, Louisiana, the said net income to be paid to such organizations, institutions, and associations engaged in said work and in such proportions as may be annually designated by the governing bodies of the First Methodist Church, the First Presbyterian Church and the Christ Church Cathedral situate in New Orleans, Louisiana, or by any of them in the event the three bodies fail or refuse to act or to agree.

The trust further provides that,

> in the event no one of the said bodies [church] takes action as contemplated hereby, my said Trustee shall have full power to use or to apply the said net income as it shall deem wise toward the purposes herein specified.

The last of decedent's surviving sisters, Anna Lawrence Bisland, died in 1964. The decedent's niece, Elizabeth Owen Sarolea filed an action in the U. S. District Court for the District of Columbia to determine the validity of the charitable trust. An

Order of Summary Judgment was entered on May 24, 1967, upholding the charitable trust. See National Savings & Trust v. Sarolea, 269 F.Supp 7(1967).

The plaintiffs now set forth as justification for the amendment pursuant to the cy pres doctrine that in 1969 the trustee caused the incorporation of the Foundation in order that it might assist that trustee in distribution; and since 1969 the trust fund monies thus channelled through the Foundation have been utilized to assist the operation of the Wetmore Clinic for the diagnosis, treatment, and financial assistance of tubercular patients in the New Orleans area. Through the efforts of the trustee and foundation and the advancements made in the prevention and treatment generally, the number of cases of tuberculosis in Orleans parish has declined from 224 in 1967 to 124 in 1986. However, because of the drop in the incidence of tuberculosis the trust fund has increased in value substantially. Due to investments by the trustee and foundation, the foundation has accumulated a large surplus of income. The trustee, through the vehicle of the Foundation, has exercised all the discretion permitted it under the terms of the will and is still unable to distribute all the surplus net income each year due to the lack of qualified beneficiaries.

Plaintiff's propose that the first sentence of paragraph (e) of Item VIII be amended so that it shall read:

> In default of any such issue then surviving, then the entire trust estate, thereafter to be known as the Charles and Elizabeth Wetmore Fund shall thereafter be held by my said trustee and its successor, perpetually in trust to use and apply the net income

> therefrom in the care of indigent native sufferers from tubercular consumption, <u>and such other respiratory diseases and disorders as may be designated from time to time by the three governing bodies described below</u>, in and about the City of New Orleans, Louisiana, the said net income to be paid to such organizations, institutions and associations engaged in said work and in such properties as may be annually designated by the governing bodies of the First Methodist Church, the First Presbyterian Church and The Christ Church Cathedral situate in New Orleans, Louisiana, on or by any one of them in the event the three bodies fail or refuse to act or to agree.
>
> (new language requested is indicated by underlining).

<u>CY PRES INTERPRETATION</u>

The doctrine of cy pres is an equitable power which enables the court to carry out a testamentary trust established for a charitable purpose if the testator has expressed a general charitable intent, and for some reason his purpose cannot be accomplished in the manner specified in the Will. <u>Restatement Trusts, Second</u>, in elaborating upon this rule, states that courts are more ready to apply the doctrine of cy pres where the particular purpose fails at some time after the creation of the trust rather than at its outset, as is the case here.

> The court can fairly infer an exception on the part of the settlor that in the course of time, circumstances might so change that the particular purpose could no longer be carried out, and that in such a case the settlor would prefer a modification of his scheme rather than that the charitable trust should fail and the property distributed among his heirs who might be very numerous and only remotely related to him. (<u>Restatement Trusts, Second</u> p. 302)

: its present location. The court held that the application of)e cy pres doctrine was inappropriate and trustees were not uthorized to sell the property and use proceeds for building and aintaining another church in a different locality. Instead,)roperty was held to revert to grantor or his heirs.

ANALYSIS AND RECOMMENDATION

Based upon the relevant case law and authorities as mentioned in the above analysis, it is recommended that the Motion for Judgment on the Pleadings be granted. No Opposition to the proposed application of the doctrine of cy pres to this trust has been filed. This testamentary trust was established in 1928. The heirs of the decedent have received what the decedent intended that they should have. In her will, numerous bequests and provisions were made to family and friends creating a presumption that she "did not desire that they have more." No provision was made for a gift or reverter should the charitable trust fail.

The decedent could not have reasonably foreseen the impracticability of her charitable trust this many years into the future. These factors, taken together, establish that she possessed a dominant charitable intent in dispensing with the residuary of her estate. Therefore, the doctrine of cy pres should be employed to modify the terms of the trust so as to accomplish a purpose which would fall within her general charitable intent. The plaintiff's proposal is within the general charitable intent of the decedent.

Approval recommended,

Cecily B. Collier-Dean

~~Register of Wills~~

FILED

SUPERIOR COURT OF THE DISTRICT OF COLUMBIA
Probate Division

JAN 2 6 2001

DOCKETED

Register Of Wills
Clerk of the Probate Division

SUNTRUST BANK, N.A. et al.,	)	
Plaintiffs,	)	
	)	
v.	)	Civil Action No. TR-24-00
	)	
STATE OF LOUISIANA, et al.,	)	
	)	
Defendants.	)	

CONSENT ORDER

Upon consideration of the Joint Motion for Judgment on the Pleadings filed by the parties in this action, and it appearing to this Court that the relief requested is in the interests of justice, it is this 26th day of Jan., 2001,

ORDERED: That the said Joint Motion for Judgment on the Pleadings be, and it is hereby, granted; and it is

FURTHER ORDERED: That the Will of Elizabeth Bisland Wetmore, deceased, dated November 25, 1928, be, and it is hereby, interpreted cy pres; and it is

FURTHER ORDERED: That the charitable trust established by said Will be, and it is hereby, amended to conform to the first sentence of paragraph (e) of Item VIII of said Will being interpreted to mean the following:

> In default of any such issue then surviving, then the entire Trust Estate, thereafter to be known as the Charles and Elizabeth Wetmore Fund, shall thereafter be held by my said Trustee and its successor perpetually in trust, to use and apply the net income therefrom first, in the care of indigent native sufferers in and about the City of New Orleans, Louisiana from tubercular consumption and such other respiratory diseases and disorders as may be designated from time to time by the three governing bodies described below, and second, to fund medical research to obtain a cure or improved treatment for respiratory diseases or disorders that affect indigent native sufferers in and about the City of New Orleans, Louisiana, the said net income to be paid to such organizations, institutions and associations engaged in said work and in such proportions as may be annually designated by the governing bodies of the First Methodist Church, the First Presbyterian Church and the Christ Church Cathedral situated in

New Orleans, Louisiana, or by any one of them in the event the three bodies fail or refuse to act or to agree.

Judge

Mail copies to:

James Philip Head, Esq.
Williams, Mullen, Clark & Dobbins
8270 Greensboro Drive, Suite 700
McLean, Virginia 22102

Bennett Rushkoff
Senior Counsel
Office of the Corporation Counsel
441 4th Street, N.W., Suite 450-N
Washington, D.C. 20001

Isabel Wingerter, Esq.
Office of the Louisiana Attorney General
One American Place
301 Main Street, 6th Floor
Baton Rouge, Louisiana 70804

0679491 02