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 W.R. WINSLOW RESIDUARY TRUST
C/O WELLS FARGO BANK, NA (EIN: 94-3080771)

A Employer identification number: 52-6144289

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
IFS FIDUCIARY TAX SERVICE
1 WEST 4TH ST, MAC D4000-041

B Telephone number (see instructions): (703) 760-6924

City or town, state or province, country, and ZIP or foreign postal code
WINSTON-SALEM, NC 27101

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)* ▶ $ 19,826,159.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) ______ *(Part I, column (d) must be on cash basis.)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	100.	100.		ATCH 1
	4 Dividends and interest from securities	399,448.	399,448.		ATCH 2
	5a Gross rents	126,175.	126,175.		
	b Net rental income or (loss) 105,488.				
	6a Net gain or (loss) from sale of assets not on line 10	-212,829.			
	b Gross sales price for all assets on line 6a 4,073,486.				
	7 Capital gain net income (from Part IV, line 2)				
	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	312,894.	525,723.	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	13,318.	7,991.		5,327.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 3	9,036.	5,422.		3,614.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 4	15,442.	5,332.		
	19 Depreciation (attach schedule) and depletion	449.	449.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 5	20,317.	20,285.		32.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	58,562.	39,479.		8,973.
	25 Contributions, gifts, grants paid	699,999.			699,999.
	26 Total expenses and disbursements. Add lines 24 and 25	758,561.	39,479.	0	708,972.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-445,667.			
	b **Net investment income** (if negative, enter -0-)		486,244.		
	c **Adjusted net income** (if negative, enter -0-)			0	

ENVELOPE POSTMARK DATE MAY 0 7 2014

SCANNED MAY 1 9 2014

RECEIVED MAY 1 4 2014 OGDEN, UT IRS-OSC

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	259,145.	470,669.	470,669.
	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			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 6	3,274,619.	3,262,592.	5,493,922.
	c Investments - corporate bonds (attach schedule) ATCH 7	594.	556.	562.
	11 Investments - land, buildings, and equipment basis ▶ 126,863.			ATCH 8
	Less accumulated depreciation (attach schedule) ▶ 8,163.	119,149.	118,700.	1,215,360.
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 9	11,903,770.	11,381,909.	12,613,076.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ ATCH 10)	155,388.	32,570.	32,570.
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	15,712,665.	15,266,996.	19,826,159.
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 11)	5,542.	5,542.	
	23 **Total liabilities** (add lines 17 through 22)	5,542.	5,542.	
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. ▶ [X]			
	27 Capital stock, trust principal, or current funds	16,739,192.	16,739,192.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	-1,032,069.	-1,477,738.	
	30 **Total net assets or fund balances** (see instructions)	15,707,123.	15,261,454.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	15,712,665.	15,266,996.	

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	15,707,123.
2	Enter amount from Part I, line 27a	2	-445,667.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	15,261,456.
5	Decreases not included in line 2 (itemize) ▶ ATCH 12	5	2.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,261,454.

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	-212,829.
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	776,835.	17,705,585.	0.043875
2011	776,943.	17,642,464.	0.044038
2010	712,967.	16,597,675.	0.042956
2009	682,088.	14,210,093.	0.048000
2008	1,004,727.	17,597,568.	0.057095

2	**Total** of line 1, column (d)	2	0.235964
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	0.047193
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	18,689,557.
5	Multiply line 4 by line 3	5	882,016.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,862.
7	Add lines 5 and 6	7	886,878.
8	Enter qualifying distributions from Part XII, line 4	8	708,972.

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	9,725.
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	9,725.
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	9,725.
6	Credits/Payments.		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 14,800.		
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	14,800.
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	5,075.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 5,075. **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)? *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*	1b		X
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) ▶ 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 ▶ WELLS FARGO BANK, NA Telephone no ▶ 703-760-6924

Located at ▶ ATTACHMENT 13 ZIP+4 ▶ 27101

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ________ , ________ , ________ , ________			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
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 14		13,318.	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
NONE				

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

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		0

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
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	17,202,786.
b	Average of monthly cash balances	1b	523,454.
c	Fair market value of all other assets (see instructions)	1c	1,247,930.
d	**Total** (add lines 1a, b, and c)	1d	18,974,170.
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	18,974,170.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	284,613.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	18,689,557.
6	**Minimum investment return.** Enter 5% of line 5	6	934,478.

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	934,478.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	9,725.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	9,725.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	924,753.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	924,753.
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	924,753.

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	708,972.
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	708,972.
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	708,972.

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				924,753.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			165,866.	
b Total for prior years 20 11 ,20 10 ,20 09				
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. ▶ $ 708,972.				
a Applied to 2012, but not more than line 2a			165,866.	
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				543,106.
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				
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				381,647.
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	0			
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) NOT APPLICABLE

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 15				
Total . . . . . . ▶ **3a**				699,999.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
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			14	100.	
4 Dividends and interest from securities			14	399,448.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	126,175.	
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	-212,829.	
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)				312,894.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 312,894.

(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
N/A		

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 | Date 5/7/2014 | Title AVP, Trust Officer

Wells Fargo Bank, NA 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
W.CRAIG THOMPSON		4/21/14		P00295094

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 - 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 CAPITAL GAIN DISTRIBUTIONS					36,572.	
		LT GAIN FROM PUBLICLY TRADED SALES OF SE				P	VARIOUS	VARIOUS
		PROPERTY TYPE: SECURITIES						
4,036,914.		4,286,315.					-249,401.	
TOTAL GAIN(LOSS)							-212,829.	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT A/C # 1078		100.	100.
	TOTAL	100.	100.

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT A/C # 1078		399,448.	399,448.
	TOTAL	399,448.	399,448.

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
W.R. WINSLOW RESIDUARY TRUST	52-6144289

DESCRIPTION OF PROPERTY

5608 CONNECTICUT AVE, NW, WASHINGTON, DC

[ ] Yes [ ] No Did you actively participate in the operation of the activity during the tax year?

TYPE OF PROPERTY: REAL RENTAL INCOME			
OTHER INCOME: GROSS RENTS		126,175.	
TOTAL GROSS INCOME			126,175.
OTHER EXPENSES: SEE ATTACHMENT			
DEPRECIATION (SHOWN BELOW)	449.		
LESS: Beneficiary's Portion			
AMORTIZATION			
LESS: Beneficiary's Portion			
DEPLETION			
LESS: Beneficiary's Portion			
TOTAL EXPENSES			20,687.
TOTAL RENT OR ROYALTY INCOME (LOSS)			105,488.
Less Amount to			
Rent or Royalty			
Depreciation			
Depletion			
Investment Interest Expense			
Other Expenses			
Net Income (Loss) to Others			
Net Rent or Royalty Income (Loss)			105,488.
Deductible Rental Loss (if Applicable)			

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
SEE ATTACHMENT									
Totals									

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME	
GROSS RENTS	126,175.
	126,175.
OTHER DEDUCTIONS	
INSURANCE	756.
TAXES	19,482.
	20,238.

RENT AND ROYALTY SUMMARY

PROPERTY	TOTAL INCOME	DEPLETION/ DEPRECIATION	OTHER EXPENSES	ALLOWABLE NET INCOME
5608 CONNECTICUT AVE	126,175.	449.	20,238.	105,488.
TOTALS	126,175.	449.	20,238.	105,488.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
RUSSELL EVANS & THOMPSON	9,036.	5,422.		3,614.
TOTALS	9,036.	5,422.		3,614.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	5,332.	5,332.
FEDERAL EXCISE TAX	10,110.	
TOTALS	15,442.	5,332.

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
RENT AND ROYALTY EXPENSES	20,238.	20,238.	
OTHER ADMIN EXPENSES	79.	47.	32.
TOTALS	20,317.	20,285.	32.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE 1 FOR ASSET DETAIL	3,262,592.	5,493,922.
TOTALS	3,262,592.	5,493,922.

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
DECEMBER 31, 2013
FORM 990-PF PART II INVESTMENT DETAIL
SCHEDULE 1

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Current Yield	Accrued Income
Equities							
CONSUMER DISCRETIONARY							
COMCAST CORP CLASS A SYMBOL: CMCSA CUSIP: 20030N101	3,340.000	$51.965	$173,563.10	$82,937.54	$90,625.56	1.50%	$651.30
HOME DEPOT INC SYMBOL: HD CUSIP: 437076102	740.000	82.340	60,931.60	18,744.20	42,187.40	1.89	0.00
JOHNSON CONTROLS INC SYMBOL: JCI CUSIP: 478366107	3,720.000	51.300	190,836.00	116,238.10	74,597.90	1.71	818.40
MCDONALDS CORP SYMBOL: MCD CUSIP: 580135101	1,000.000	97.030	97,030.00	66,357.04	30,672.96	3.34	0.00
TARGET CORP SYMBOL: TGT CUSIP: 87612E106	1,275.000	63.270	80,669.25	69,710.89	10,958.36	2.72	0.00
WALT DISNEY CO SYMBOL: DIS CUSIP: 254687106	2,710.000	76.400	207,044.00	135,866.93	71,177.07	1.13	2,330.60
Total Consumer Discretionary			**$810,073.95**	**$489,854.70**	**$320,219.25**	**1.83%**	**$3,800.30**
CONSUMER STAPLES							
COCA COLA CO SYMBOL: KO CUSIP: 191216100	2,410.000	$41.310	$99,557.10	$76,565.34	$22,991.76	2.71%	$0.00
CVS/CAREMARK CORPORATION SYMBOL: CVS CUSIP: 126650100	560.000	71.570	40,079.20	25,916.74	14,162.46	1.54	0.00
KRAFT FOODS GROUP INC SYMBOL: KRFT CUSIP: 50076Q106	720.000	53.910	38,815.20	20,501.49	18,313.71	3.89	378.00
MONDELEZ INTERNATIONAL INC SYMBOL: MDLZ CUSIP: 609207105	2,160.000	35.300	76,248.00	37,923.96	38,324.04	1.59	302.40
PROCTER & GAMBLE CO SYMBOL: PG CUSIP: 742718109	1,207.000	81.410	98,261.87	51,087.92	47,173.95	2.95	0.00
Total Consumer Staples			**$352,961.37**	**$211,995.45**	**$140,965.92**	**2.53%**	**$680.40**

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
DECEMBER 31, 2013
FORM 990-PF PART II INVESTMENT DETAIL
SCHEDULE 1

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Current Yield	Accrued Income
Equities *(continued)*							
ENERGY							
APACHE CORP SYMBOL: APA CUSIP: 037411105	1,085.000	$85.940	$93,244.90	$96,575.74	- $3,330.84	0.93%	$0.00
CHEVRON CORP SYMBOL: CVX CUSIP: 166764100	715.000	124.910	89,310.65	55,139.51	34,171.14	3.20	0.00
CONOCOPHILLIPS SYMBOL: COP CUSIP: 20825C104	1,000.000	70.650	70,650.00	4,667.64	65,982.36	3.91	0.00
EXXON MOBIL CORPORATION SYMBOL: XOM CUSIP: 30231G102	1,070.000	101.200	108,284.00	43,555.69	64,728.31	2.49	0.00
Total Energy			**$361,489.55**	**$199,938.58**	**$161,550.97**	**2.54%**	**$0.00**
FINANCIALS							
AFFILIATED MANAGERS GROUP, INC COM SYMBOL: AMG CUSIP: 008252108	760.000	$216.880	$164,828.80	$88,625.50	$76,203.30	0.00%	$0.00
BERKSHIRE HATHAWAY INC. SYMBOL: BRK.B CUSIP: 084670702	1,650.000	118.560	195,624.00	139,465.43	56,158.57	0.00	0.00
CAPITAL ONE FINANCIAL CORP SYMBOL: COF CUSIP: 14040H105	1,920.000	76.610	147,091.20	89,146.79	57,944.41	1.57	0.00
CME GROUP INCE SYMBOL: CME CUSIP: 12572Q105	1,815.000	78.460	142,404.90	98,754.52	43,650.38	2.29	4,719.00
JPMORGAN CHASE & CO SYMBOL: JPM CUSIP: 46625H100	1,440.000	58.480	84,211.20	61,646.11	22,565.09	2.60	0.00
US BANCORP DEL NEW SYMBOL: USB CUSIP: 902973304	3,215.000	40.400	129,886.00	103,426.23	26,459.77	2.28	739.45
Total Financials			**$864,046.10**	**$581,064.58**	**$282,981.52**	**1.24%**	**$5,458.45**

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
DECEMBER 31, 2013
FORM 990-PF PART II INVESTMENT DETAIL
SCHEDULE 1

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Current Yield	Accrued Income
Equities *(continued)*							
HEALTH CARE							
AMGEN INC SYMBOL: AMGN CUSIP: 031162100	680.000	$114.080	$77,574.40	$40,547.08	$37,027.32	2.14%	$0.00
GILEAD SCIENCES INC SYMBOL: GILD CUSIP: 375558103	3,688.000	75.100	276,968.80	75,243.68	201,725.12	0.00	0.00
JOHNSON & JOHNSON SYMBOL: JNJ CUSIP: 478160104	1,345.000	91.590	123,188.55	32,972.67	90,215.88	2.88	0.00
MCKESSON CORP SYMBOL: MCK CUSIP: 58155Q103	933.000	161.400	150,586.20	58,551.44	92,034.76	0.59	223.92
THERMO FISHER SCIENTIFIC INC SYMBOL: TMO CUSIP: 883556102	1,435.000	111.350	159,787.25	107,253.19	52,534.06	0.54	215.25
UNITEDHEALTH GROUP INC SYMBOL: UNH CUSIP: 91324P102	1,641.000	75.300	123,567.30	61,324.17	62,243.13	1.49	0.00
Total Health Care			**$911,672.50**	**$375,892.23**	**$535,780.27**	**0.97%**	**$439.17**
INDUSTRIALS							
GENERAL ELECTRIC CO SYMBOL: GE CUSIP: 369604103	4,160.000	$28.030	$116,604.80	$65,561.18	$51,043.62	3.14%	$915.20
UNION PACIFIC CORP SYMBOL: UNP CUSIP: 907818108	1,290.000	168.000	216,720.00	153,337.02	63,382.98	1.88	1,019.10
UNITED TECHNOLOGIES CORP SYMBOL: UTX CUSIP: 913017109	1,105.000	113.800	125,749.00	31,326.75	94,422.25	2.07	0.00
3M CO COM SYMBOL: MMM CUSIP: 88579Y101	1,040.000	140.250	145,860.00	93,079.90	52,780.10	2.44	0.00
Total Industrials			**$604,933.80**	**$343,304.85**	**$261,628.95**	**2.30%**	**$1,934.30**

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
DECEMBER 31, 2013
FORM 990-PF PART II INVESTMENT DETAIL
SCHEDULE 1

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Current Yield	Accrued Income
Equities *(continued)*							
INFORMATION TECHNOLOGY							
APPLE INC SYMBOL: AAPL CUSIP: 037833100	297.000	$561.020	$166,622.94	$83,139.56	$83,483.38	2.17%	$0.00
CISCO SYSTEMS INC SYMBOL: CSCO CUSIP: 17275R102	2,760.000	22.430	61,906.80	67,288.80	- 5,382.00	3.03	0.00
GOOGLE INC CL A SYMBOL: GOOG CUSIP: 38259P508	70.000	1,120.710	78,449.70	48,113.10	30,336.60	0.00	0.00
INTEL CORP COMM SYMBOL: INTC CUSIP: 458140100	3,190.000	25.955	82,796.45	81,044.98	1,751.47	3.47	0.00
INTERNATIONAL BUSINESS MACHS CORP COM SYMBOL: IBM CUSIP: 459200101	510.000	187.570	95,660.70	54,665.62	40,995.08	2.03	0.00
MICROSOFT CORP SYMBOL: MSFT CUSIP: 594918104	2,560.000	37.410	95,769.60	1,570.91	94,198.69	2.99	0.00
ORACLE CORPORATION SYMBOL: ORCL CUSIP: 68389X105	2,615.000	38.260	100,049.90	75,259.18	24,790.72	1.25	0.00
Total Information Technology			**$681,256.09**	**$411,082.15**	**$270,173.94**	**2.12%**	**$0.00**
MATERIALS							
ECOLAB INC SYMBOL: ECL CUSIP: 278865100	1,345.000	$104.270	$140,243.15	$75,789.40	$64,453.75	1.05%	$369.88
Total Materials			**$140,243.15**	**$75,789.40**	**$64,453.75**	**1.05%**	**$369.88**

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
DECEMBER 31, 2013
FORM 990-PF PART II INVESTMENT DETAIL
SCHEDULE 1

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Current Yield	Accrued Income
Equities *(continued)*							
INTERNATIONAL EQUITIES							
ACE LIMITED CUSIP: H0023R105	1,354.000	$103.530	$140,179.62	$73,492.01	$66,687.61	2.43%	$0.00
ANHEUSER-BUSCH INBEV SPN CUSIP: 03524A108	1,290.000	106.460	137,333.40	77,029.12	60,304.28	2.35	0.00
DIAGEO PLC - ADR SPONSORED ADR CUSIP: 25243Q205	900.000	132.420	119,178.00	102,744.00	16,434.00	2.26	0.00
EATON CORP PLC CUSIP: G29183103	1,235.000	76.120	94,008.20	73,769.81	20,238 39	2.21	0.00
HSBC - ADR SPONSORED ADR CUSIP: 404280406	1,020.000	55.130	56,232.60	55,655.38	577.22	4.35	0.00
NESTLE S.A. REGISTERED SHARES - ADR SPONSORED ADR CUSIP: 641069406	610.000	73.590	44,889.90	42,700.00	2,189.90	2.47	0.00
SCHLUMBERGER LTD CUSIP: 806857108	1,600.000	90.110	144,176.00	118,833.60	25,342.40	1.39	500.00
TOTAL S.A. - ADR SPONSORED ADR CUSIP: 89151E109	510.000	61.270	31,247.70	29,446.23	1,801.47	4.29	0.00
Total International Equities			**$767,245.42**	**$573,670.15**	**$193,575.27**	**2.39%**	**$500.00**
Total Equities			**$5,493,921.93**	**$3,262,592.09**	**$2,231,329.84**		

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
200,000 GNMA POOL #332494 7.5% 01/15/2023	556.	562.
TOTALS	556.	562.

INVESTMENTS - LAND, BUILDINGS, EQUIPMENT

ATTACHMENT 8

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
ORIGINAL COST	L	109,342.			109,342.				
CAPITAL IMPROV.	M39	5,841.			5,841.	2,594.	150.		2,744.
CAPITAL IMPROV.	M39	11,680.			11,680.	5,120.	299.		5,419.
TOTALS		126,863.			126,863.	7,714.			8,163.

ATTACHMENT 9

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
EQUITY MUTUAL FUNDS - SEE ATTACHED SCHEDULE 2 FOR ASSET DETAIL	5,439,284.	6,583,361.
FIXED INCOME MUTUAL FUNDS - SEE ATTACHED SCHEDULE 3 FOR ASSET DETAIL	3,965,391.	4,029,615.
REAL ASSET FUNDS - SEE ATTACHED SCHEDULE 4 FOR ASSET DETAIL	1,977,234.	2,000,100.
TOTALS	11,381,909.	12,613,076.

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SCHEDULE 2

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Current Yield	Accrued Income
Equities *(continued)*							
DOMESTIC MUTUAL FUNDS							
ARTISAN FDS INC SMALL CAP FD SYMBOL: ARTSX CUSIP: 04314H105	6,132.282	$29.620	$181,638.19	$140,000.00	$41,638.19	0.00%	$0.00
ISHARES RUSSELL MID-CAP GROWTH SYMBOL: IWP CUSIP: 464287481	16,705.000	84.360	1,409,233.80	924,126.70	485,107.10	0.79	0.00
ISHARES RUSSELL MID-CAP VALUE SYMBOL: IWS CUSIP: 464287473	21,050.000	65.710	1,383,195.50	970,021.05	413,174.45	1.71	0.00
ISHARES RUSSELL 2000 ETF SYMBOL: IWM CUSIP: 464287655	4,609.000	115.360	531,694.24	422,322.67	109,371.57	1.23	0.00
KEELEY SMALL CAP VALUE FUND CLASS I #2251 SYMBOL: KSCIX CUSIP: 487300808	4,394.225	38.690	170,012.57	140,000.00	30,012.57	0.42	0.00
Total Domestic Mutual Funds			**$3,675,774.30**	**$2,596,470.42**	**$1,079,303.88**	**1.14%**	**$0.00**
INTERNATIONAL MUTUAL FUNDS							
ABERDEEN EMERGING MARKETS INSTITUTIONAL FUND #5840 SYMBOL: ABEMX CUSIP: 003021714	35,264.484	$14.470	$510,277.08	$560,000.00	- $49,722.92	1.40%	$0.00
DELAWARE POOLED TR INTL EQUITY PORTFOLIO #31 SYMBOL: DPIEX CUSIP: 246248306	56,003.869	15.150	848,458.62	792,813.86	55,644.76	2.77	0.00
OAKMARK FUNDS- THE OAKMARK INTERNATIONAL FUND #109 SYMBOL: OAKIX CUSIP: 413838202	30,959.752	26.320	814,860 67	800,000.00	14,860.67	1 66	0.00
OPPENHEIMER DEVELOPING MKT-Y #788 SYMBOL: ODVYX CUSIP: 683974505	15,952.659	37.560	599,181.87	565,000.00	34,181.87	0.43	0.00
TEMPLETON FRONTIER MARKETS FUND CLASS AD #674 SYMBOL: FFRZX CUSIP: 88019R641	7,374.631	18.280	134,808.25	125,000.00	9,808.25	1.98	0.00
Total International Mutual Funds			**$2,907,586.49**	**$2,842,813.86**	**$64,772.63**	**1.70%**	**$0.00**
Total Equities Mutual Funds			**$6,583,360.79**	**$5,439,284.28**	**$1,144,076.51**		

W.R. WINSLOW RESIDUARY TRUST
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SCHEDULE 3

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/13	Cost Basis	Unrealized Gain/Loss	Current Yield	Accrued Income
Fixed Income							
DOMESTIC MUTUAL FUNDS							
ISHARES TIPS BOND ETF SYMBOL: TIP CUSIP: 464287176	1,600.000	$109.900	$175,840.00	$161,158.48	$14,681.52	1.15%	$0.00
PIMCO HIGH YIELD FUND INSTITUTIONAL SHARES #108 SYMBOL: PHIYX CUSIP: 693390841	97,189.615	9.610	933,992.20	964,876.81	- 30,884.61	5.95	0.00
PIMCO TOTAL RETURN FUND INSTITUTIONAL SHARES #35 SYMBOL: PTTRX CUSIP: 693390700	95,515.983	10.690	1,021,065.86	1,024,999.07	- 3,933.21	2.58	0.00
VANGUARD SHORT TERM BOND ETF SYMBOL: BSV CUSIP: 921937827	11,237.000	79.930	898,173.41	871,015.69	27,157.72	1.19	0.00
VANGUARD SHORT-TERM BOND INDEX SIGNAL #1349 SYMBOL: VBSSX CUSIP: 921937850	6.068	10.490	63.65	61.29	2.36	1.22	0.00
Total Domestic Mutual Funds			**$3,029,135.12**	**$3,022,111.34**	**$7,023.78**	**3.12%**	**$0.00**
INTERNATIONAL MUTUAL FUNDS							
PIMCO EMERGING LOCAL BOND FUND INST #332 SYMBOL: PELBX CUSIP: 72201F516	27,397.260	$9.330	$255,616.44	$300,000.00	- $44,383.56	5.12%	$0.00
PIMCO EMERGING MARKETS BOND FUND- INSTL #137 SYMBOL: PEBIX CUSIP: 693391559	40,626.039	10.700	434,698.62	343,436.44	91,262.18	5.46	0.00
PIMCO FOREIGN BOND FUND USD HEDGED INSTL #103 SYMBOL: PFORX CUSIP: 693390882	29,483 388	10.520	310,165.24	299,843.12	10,322.12	2.33	0.00
Total International Mutual Funds			**$1,000,480.30**	**$943,279.56**	**$57,200.74**	**4.40%**	**$0.00**
Total Fixed Income Mutual Funds			**$4,029,615.42**	**$3,965,390.90**	**$64,224.52**		

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SCHEDULE 4

ASSET DETAIL

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Real Assets							
REAL ASSET FUNDS							
ING INTERNATIONAL REAL ESTATE FUND CLASS I #2664 SYMBOL: IIRIX CUSIP: 44980Q518	43,520.682	$9.130	$397,343.83	$378,831.42	$18,512.41	6.95%	$0.00
ING REAL ESTATE FUNDN CLASS-I #2190 SYMBOL: CRARX CUSIP: 44981V706	51,641.949	17.340	895,471.40	724,676.31	170,795.09	2.46	0.00
PIMCO COMMODITY REAL RETURN STRATEGY FUND-CLASS I #45 SYMBOL: PCRIX CUSIP: 722005667	128,831.423	5.490	707,284.51	873,726.51	- 166,442.00	1.51	0.00
Total Real Asset Funds			**$2,000,099.74**	**$1,977,234.24**	**$22,865.50**	**3.02%**	**$0.00**

ATTACHMENT 10

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DUE FROM BROKER, DIV INT	32,570.	32,570.
TOTALS	32,570.	32,570.

ATTACHMENT 11

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION	ENDING BOOK VALUE
SECURITY DEPOSIT	5,542.
TOTALS	5,542.

ATTACHMENT 12

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

DESCRIPTION		AMOUNT
ROUNDING		2.
	TOTAL	2.

ATTACHMENT 13

FORM 990PF, PART VII-A, LINE 14 - LOCATION OF BOOKS

IFS FID TAX SVC, 1 W. 4TH STREET, MAC D4000-041
WINSTON-SALEM, NC

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

ATTACHMENT 14

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WELLS FARGO BANK, NA IFS FIDUCIARY TAX SERVICE 1 WEST 4TH ST, MAC D4000-041 WINSTON-SALEM, NC 27101 THE FEES CHARGED ARE REASONABLE AND COMMENSURATE WITH THE SERVICES PROVIDED.	TRUSTEE 40.00	13,318.	0	0
	GRAND TOTALS	13,318.	0	0

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

ATTACHMENT 15

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GEORGETOWN UNIVERSITY SCHOOL OF MEDECINE 3300 WHITEHAVEN STREET, NW STE 4000 WASHINGTON, DC 20007	NONE PC	MEDICAL SCHOLARSHIPS	35,875.
JOHNS HOPKINS AT KESWICK 3910 KESWICK AVENUE NORTH BLDG TREASURY OPERATIONS 5TH FLOOR BALTIMORE, MD 21211	NONE PC	MEDICAL SCHOOL SCHOLARSHIPS	35,875.
UNIVERSITY OF MARYLAND 655 W BALTIMORE STREET, SUITE 14-002 BALTIMORE, MD 21201	NONE PC	MEDICAL SCHOOL SCHOLARSHIPS, COLLEGE PARK, MD 20742	35,875.
NORTH CAROLINA STATE UNIVERSITY NC AGRICULTURAL FOUNDATION, INC CAMPUS BOX 7645 RALEIGH, NC 27695	NONE PC	AG & VET SCHOLARSHIPS	47,833
VIRGINIA TECH FOUNDATION, INC 902 PRICES FORK ROAD BLACKSBURG, VA 24061	NONE PC	AG & VET SCHOLARSHIPS	47,833.
UNIVERSITY OF MARYLAND FOUNDATION INC. 655 W BALTIMORE ST, STE 14-002 BALTIMORE, MD 21201	NONE PC	AG & VET SCHOLARSHIPS	47,833.

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

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHILDREN'S NATIONAL MEDICAL CENTER 111 MICHIGAN AVE NW WASHINGTON, DC 20010	NONE PC	GENERAL PURPOSES	95,667.
LITTLE SISTERS OF THE POOR 4200 HAREWOOD RD NE WASHINGTON, DC 20017-1554	NONE PC	CARE OF SICK & POOR PEOPLE IN WASH, DC.	47,833.
LITTLE SISTERS OF THE POOR 601 MAIDEN CHOICE LN BALTIMORE, MD 21228-3630	NONE PC	CARE OF ELDERLY & INDIGENT IN BALTIMORE	47,833.
SALVATION ARMY TRUST 2626 PENNSYLVANIA AVE., NW WASHINGTON, DC 20037	NONE PC	GENERAL PURPOSES IN DC AND MD.	31,889.
METHODIST HOME OF THE DISTRICT OF COLUMBIA 4901 CONNECTICUT AVE NW WASHINGTON, DC 20008	NONE PC	GENERAL PURPOSES	31,889.
FLORENCE CRITTENTON HOME,INC OF WASHINGTON, D.C. 815 SILVER SPRING AVENUE SILVER SPRING, MD 20910	NONE PC	GENERAL PURPOSES	31,889.

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

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GEORGE WASHINGTON UNIVERSITY 2100 M STREET, NW SUITE 310 WASHINGTON, DC 20037	NONE PC	MEDICAL SCHOOL SCHOLARSHIPS	35,875.
CAROLINA ADVENTIST RETIREMENT SYSTEMS INC 95 HOLCOMBE COVE ROAD CHANDLER, NC 28715	NONE PC	FOR W. R. WINSLOW MEMORIAL HOME, INC.	126,000.
		TOTAL CONTRIBUTIONS PAID	699,999.