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Form **990-PF**

Return of Private Foundation

OMB No 1545-0052

2013

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

Open to Public Inspection

For calendar year **2013** or tax year beginning **2013**, and ending **20**

Name of foundation **ESTHER M & FREEMAN E EVERETT CHARITABLE** A Employer identification number **52-7246146**
R72670004 B Telephone number (see instructions) **866-888-5157**
 Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
10 S DEARBORN IL1-0117 C If exemption application is pending, check here
 City or town, state or province, country, and ZIP or foreign postal code D **1** Foreign organizations, check here
CHICAGO, IL 60603 D **2** Foreign organizations meeting the 85% test, check here and attach computation
 G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change
 H Check type of organization: Section 501(c)(3) exempt private foundation E If private foundation status was terminated under section 507(b)(1)(A), check here
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here
 I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 3,088,223** J Accounting method: Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis)

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)
1	Contributions, gifts, grants, etc. received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	60,461.	58,987.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	161,395.			
b	Gross sales price for all assets on line 6a	1,198,690.			
7	Capital gain net income (from Part IV, line 2)		161,395.		
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)	-701.			STMT 1
12	Total. Add lines 1 through 11	221,155.	220,382.		
13	Compensation of officers, directors, trustees, etc.	29,469.	22,102.		7,367.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
	Other professional fees (attach schedule)				
	Interest				
	Taxes (attach schedule) (see instructions)	586.	586.		STMT 2
17	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23	30,055.	22,688.	NONE	7,367.
25	Contributions, gifts, grants paid	222,893.			222,893.
26	Total expenses and disbursements. Add lines 24 and 25	252,948.	22,688.	NONE	230,260.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-31,793.			
b	Net investment income (if negative, enter -0-)		197,694.		
c	Adjusted net income (if negative, enter -0-)				

REVELOPE POSTMARK DATE OCT 11 2013

SCANNED OCT 20 2014

Operating and Administrative Expenses

RECEIVED
 OCT 20 2014
 DEPARTMENT OF THE TREASURY
 INTERNAL REVENUE SERVICE

y A R

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	23,187.	43,632.	43,632.
	2	Savings and temporary cash investments	50,067.	150,902.	150,902.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			NONE
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	1,215,767.	1,226,679.	1,633,267.
	c	Investments - corporate bonds (attach schedule)	978,628.	794,156.	798,679.
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	437,824.	464,736.	461,743.
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,705,473.	2,680,105.	3,088,223.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)			NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	2,705,473.	2,680,105.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	2,705,473.	2,680,105.		
31	Total liabilities and net assets/fund balances (see instructions)	2,705,473.	2,680,105.		

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1 2,705,473.
2	Enter amount from Part I, line 27a	2 -31,793.
3	Other increases not included in line 2 (itemize) ▶ RECOVERY	3 6,500.
4	Add lines 1, 2, and 3	4 2,680,180.
5	Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5 75.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 2,680,105.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)				(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a 1,198,690.		1,037,295.	161,395.			
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			161,395.			
b						
c						
d						
e						
2 Capital gain net income or (net capital loss)				2	161,395.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }						
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):				3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8						

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	274,360.	3,013,840.	0.091033
2011	492,923.	3,323,605.	0.148310
2010	302,390.	3,437,853.	0.087959
2009	243,433.	3,264,862.	0.074561
2008	209,041.	3,743,973.	0.055834
2 Total of line 1, column (d)			2 0.457697
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 0.091539
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 2,998,320.
5 Multiply line 4 by line 3			5 274,463.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,977.
7 Add lines 5 and 6			7 276,440.
8 Enter qualifying distributions from Part XII, line 4			8 230,260.

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)

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 3,318.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, tax returns, and substantial contributors. Includes handwritten 'CO' in row 8a.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of JPMORGAN CHASE BANK, NA Telephone no. (866) 888-5157
Located at 10 S DEARBORN IL1-0117, CHICAGO, IL ZIP+4 60603
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
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 Yes No 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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X 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 X 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 X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X 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 VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE

Total number of others receiving over \$50,000 for professional services **NONE**

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,940,455.
b	Average of monthly cash balances	1b	103,525.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,043,980.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,043,980.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	45,660.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,998,320.
6	Minimum investment return. Enter 5% of line 5	6	149,916.

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	149,916.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,954.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,954.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	145,962.
4	Recoveries of amounts treated as qualifying distributions	4	6,500.
5	Add lines 3 and 4	5	152,462.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	152,462.

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	230,260.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	230,260.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	230,260.

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				152,462.
2 Undistributed income, if any, as of the end of 2013.				
a Enter amount for 2012 only			NONE	
b Total for prior years 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008	23,678.			
b From 2009	81,222.			
c From 2010	134,713.			
d From 2011	331,587.			
e From 2012	125,210.			
f Total of lines 3a through e	696,410.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>230,260.</u>				
a Applied to 2012, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				152,462.
e Remaining amount distributed out of corpus	77,798.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	774,208.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	23,678.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	750,530.			
10 Analysis of line 9				
a Excess from 2009	81,222.			
b Excess from 2010	134,713.			
c Excess from 2011	331,587.			
d Excess from 2012	125,210.			
e Excess from 2013	77,798.			

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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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 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.

SEE STATEMENT 3

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines.

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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
<p><i>a Paid during the year</i></p> <p>SEE STATEMENT 19</p>				<p>222,893.</p>
<p>Total ▶ 3a</p>				<p>222,893.</p>
<p><i>b Approved for future payment</i></p>				
<p>Total ▶ 3b</p>				

FORM 990PF, PART I - OTHER INCOME

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DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
DEFERRED INCOME	-701.

TOTALS	-701.
	=====

FORM 990PF, PART I - TAXES

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES ON QUALIFIED FOR	545.	545.
FOREIGN TAXES ON NONQUALIFIED	41.	41.
TOTALS	586.	586.

=====

RECIPIENT NAME:

PIKES PEAK COMMUNITY FOUNDATION

ADDRESS:

730 N. NEVADA AVE.

COLORADO SPRINGS, CO 80903

RECIPIENT'S PHONE NUMBER: 719-389-1251

FORM, INFORMATION AND MATERIALS:

WRITTEN REQUEST AND PROOF OF TAX EXEMPT STATUS UNDER IRC 501(C)(3)

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

MUST BE IN FURTHERANCE OF TAX EXEMPT PURPOSE

RECIPIENT NAME:
Project Angel Heart
ADDRESS:
4950 WASHINGTON STREET
Denver, CO 80216
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:
TEENS OF PROMISE
ADDRESS:
PO BOX 192802
Little Rock, AR 72219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
PEAK VISTA COMMUNITY HEALTH
CENTERS FOUNDATION
ADDRESS:
340 PRINTERS PKWY
Colorado Spgs, CO 80910
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:
COMMUNITY PARTNERSHIP FOR CHILD
DEVELOPMENT
ADDRESS:
2330 ROBINSON ST
Colorado Spgs, CO 80904
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 8,000.

RECIPIENT NAME:
CATAMOUNT INSTITUTE
ADDRESS:
740 W CARAMILLO ST
Colorado Spgs, CO 80907
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
HUMANE SOCIETY OF THE PIKES
PEAK REGION
ADDRESS:
610 ABBOT LN
Colorado Spgs, CO 80905
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
COLORADO COLLEGE
ADDRESS:
14 E CACHE LA POUFRE
Colorado Springs, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
THE TRUST FOR PUBLIC LAND
ATN: MR. TIM WOHLGENANT
ADDRESS:
1410 GRANT, D-210
DENVER, CO 80203
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
CONCRETE COUCH
ATTN MR STVE J WOOD
ADDRESS:
211 ILLINOIS AVE
Manitou Spgs, CO 80829
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
COOL SCIENCE COMPANY
ADDRESS:
PO BOX 50015
Colorado Spgs, CO 80949
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
BUSINESS OF ARTS CENTER
ADDRESS:
513 MANITOU AVE
Manitou Spgs, CO 80829
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
COLORADO SPRINGS CHILDRENS CHORALE
ADDRESS:
3022 N EL PASO ST
Colorado Spgs, CO 80907
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
ACTS 19 11 PIKES PEAK THERAPEUTIC
RIDING CENTER
ADDRESS:
13620 HALLELUIAH TRAIL
Elbert, CO 80106
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
INNOVATIONS IN AGING
ADDRESS:
1661 MESA AVE
Colorado Spgs, CO 80906
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
KIDPOWER OF COLORADO SPRINGS
ADDRESS:
10 BOULDER CRESCENT SUITE 100
Colorado Springs, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
GIRLS ON THE RUN OF THE ROCKIES
ADDRESS:
2775 CROSSROADS BLVD
Grand Jct, CO 81506
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
MERCYS GATE
ADDRESS:
1990 E PRINCE RD
Tucson, AZ 85719
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
HIGH PLAINS HELPING HANDS INC
ADDRESS:
7375 ADVENTURE WAY
Colorado Springs, CO 80923 5000
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
PROSPECT HOME CARE HOSPICE INC
ADDRESS:
321 W. HENRIETTA
Woodland Park, CO 80866
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
UNIVERSITY OF COLORADO FOUNDATION
ADDRESS:
1420 AUSTIN BLUFFS PARKWAY
COLORADO SPRINGS, CO 80918
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
HOMeward PIKES PEAK
ADDRESS:
518 N. NEVADA
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
ASSISTANCE LEAGUE
ADDRESS:
211 E. COSTILLA
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
SILVER KEY SENIOR SERVICES
ADDRESS:
2250 BOTT AVE.
COLORADO SPRINGS, CO 80904
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
BIG BROTHERS BIG SISTERS
ADDRESS:
111 SOUTH TEJON, STE. 302
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:
COURT CARE FOR THE PIKES PEAK
REGION
ADDRESS:
PO BOX 68
COLORADO SPRINGS, CO 80901
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
NATIONAL ALLIANCE ON MENTAL ILLNESS
ADDRESS:
510 E. WILLAMETTE # A
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
BOYS AND GIRLS CLUB PIKES PEAK
REGION
ADDRESS:
102E. PIKES PEAK AVE. # 500
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
GOODWILL INDUSTRIES OF COLORADO
SPRINGS
ADDRESS:
PO BOX 6300
COLORADO SPRINGS, CO 80934
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
RESOURCE EXCHANGE
ADDRESS:
418 SOUTH WEBER STREET
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
EARLY CONNECTIONS LEARNING CENTERS
ADDRESS:
104 E. RIO GRANDE
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
CARE AND SHARE
ADDRESS:
2605 PREAMBLE POINT
COLORADO SPRINGS, CO 80915
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
TESSA
ADDRESS:
435 GOLD PASS HEIGHTS
COLORADO SPRINGS, CO 80901
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
LUTHERAN FAMILY SERVICES
ADDRESS:
363 SOUTH HARLAN STE. 200
LAKEWOOD, CO 80226-3552
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:
ROCKY MOUNTAIN COMMUNITY LAND TRUST
ADDRESS:
1212 WEST COLORADO AVE.
COLORADO SPRINGS, CO 80904
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
ENERGY RESOURCE CENTER
ADDRESS:
5920 PAONIA CT.
COLORADO SPRINGS, CO 80915
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 9,500.

RECIPIENT NAME:
ECUMENICAL SOCIAL MINISTRIES
ADDRESS:
201 N. WEBER ST.
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
GRECCIO HOUSING OPPORTUNITY CENTER
ADDRESS:
1808 W. COLORADO AVE
COLORADO SPRINGS, CO 80904
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
PARTNERS IN HOUSING
ADDRESS:
455 GOLD PASS HEIGHTS
COLORADO SPRINGS, CO 80906
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
CHILDREN'S LITERACY CENTER
ADDRESS:
2928 STRAUS LANE, STE. 100
COLORADO SPRINGS, CO 80907
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
SAFE PASSAGE
ADDRESS:
423 SOUTH CASCADE AVENUE
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
COLORADO SPRINGS TEEN COURT
ADDRESS:
PO BOX 2169
COLORADO SPRINGS, CO 80901
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:
PIKES PEAK COMMUNITY FOUNDATION
ADDRESS:
730 N. NEVADA AVE.
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 27,143.

RECIPIENT NAME:
PILLAR INSTITUTE FOR LIFELONG
LEARNING
ADDRESS:
202 E. CHEYENNE MTN. BLVD. STE1
COLORADO SPRINGS, CO 80906
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
PIKES PEAK HOSPICE FOUNDATION
ADDRESS:
825 E. PIKES PEAK AVE STE 600
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
URBAN PEAK
ADDRESS:
423 S. CUCHARRAS
COLORADO SPRINGS, CO 80903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
BETH-EL COLLEGE OF NURSING & HEALTH
SCIENCES
ADDRESS:
1420 AUSTIN BLUFFS PKWY, PO BOX 7150
COLORADO SPRINGS, CO 80933-7150
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 11,250.

RECIPIENT NAME:
KIDS IN NEED OF DENTISTRY
ADDRESS:
2465 SOUTH DOWNING, SUITE 207
DENVER, CO 80210
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
REACH OUT AND READ COLORADO
ADDRESS:
4380 S. SYRACUSE STREET
DENVER, CO 80237
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

TOTAL GRANTS PAID: 222,893.
=====

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at www.irs.gov/form1041

OMB No. 1545-0092

2013

Name of estate or trust ESTHER M & FREEMAN E EVERETT CHARITABLE	Employer identification number 52-7246146
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Note: Form 5227 filers need to complete *only* Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked	110,669.	118,873.		-8,204.
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824				4
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts				5
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet				6 ()
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ▶				7 -8,204.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked	1,058,366.	918,422.		139,944.
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824				11
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts				12
13 Capital gain distributions				13 29,655.
14 Gain from Form 4797, Part I				14
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet				15 ()
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back ▶				16 169,599.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2013

JSA
3F1210 1 000

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
17	Net short-term gain or (loss)	17		-8,204.
18	Net long-term gain or (loss):			
	a Total for year	18a		169,599.
	b Unrecaptured section 1250 gain (see line 18 of the wrksh.)	18b		
	c 28% rate gain	18c		14,653.
19	Total net gain or (loss). Combine lines 17 and 18a. ▶	19		161,395.

Note: If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and do not complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:
a The loss on line 19, column (3) or **b** \$3,000 **20** ()

Note: If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero.

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34).	21		
22	Enter the smaller of line 18a or 19 in column (2) but not less than zero. 22			
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) 23			
24	Add lines 22 and 23 24			
25	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶ 25			
26	Subtract line 25 from line 24. If zero or less, enter -0- 26			
27	Subtract line 26 from line 21. If zero or less, enter -0- 27			
28	Enter the smaller of the amount on line 21 or \$2,450 28			
29	Enter the smaller of the amount on line 27 or line 28 29			
30	Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ▶ 30			
31	Enter the smaller of line 21 or line 26 31			
32	Subtract line 30 from line 26. 32			
33	Enter the smaller of line 21 or \$11,950 33			
34	Add lines 27 and 30 34			
35	Subtract line 34 from line 33. If zero or less, enter -0- 35			
36	Enter the smaller of line 32 or line 35 36			
37	Multiply line 36 by 15%. ▶ 37			
38	Enter the amount from line 31 38			
39	Add lines 30 and 36 39			
40	Subtract line 39 from line 38. If zero or less, enter -0- 40			
41	Multiply line 40 by 20% ▶ 41			
42	Figure the tax on the amount on line 27. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) 42			
43	Add lines 37, 41, and 42 43			
44	Figure the tax on the amount on line 21. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) 44			
45	Tax on all taxable income. Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶ 45			

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)	Social security number or taxpayer identification number
ESTHER M & FREEMAN E EVERETT CHARITABLE	52-7246146

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part II Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	DELL INC		01/16/2013	4.00				4.00
	25000 DB 95% PPN FX BASKE	07/29/2011	02/01/2013	23,750.00	25,017.00			-1,267.00
	1389 383 EATON VANCE MUT F	02/17/2009	02/08/2013	12,727.00	9,295.00			3,432.00
	3303 15 FMI FDS INC	10/10/2008	02/08/2013	60,811.00	36,368.00			24,443.00
	870.432 JPMORGAN HIGH YIEL	12/24/2007	02/08/2013	7,129.00	6,788.00			341.00
	2932.276 JPMORGAN SHORT DU FUND	VAR	02/08/2013	32,226.00	31,741.00			485.00
	529 272 MATTHEWS PACIFIC T FUND	06/15/2010	02/08/2013	13,174.00	10,181.00			2,993.00
	HEWLETT PACKARD CO		02/12/2013	37.00				37.00
	5721 189 BLACKROCK FDS HI INSTL	04/11/2011	03/05/2013	46,857.00	45,140.00			1,717.00
	217.217 DREYFUS/LAUREL FDS	04/22/2010	03/05/2013	3,345.00	3,067.00			278.00
	504.429 GATEWAY TR GATEWAY	01/31/2011	03/05/2013	14,094.00	13,251.00			843.00
	1283.765 HIGHBRIDGE DYNAMI COMMODITIES	06/15/2010	03/05/2013	17,613.00	18,101.00			-488.00
	30000 FANNIE MAE	VAR	03/15/2013	30,000.00	32,346.00			-2,346.00
	749 126 EATON VANCE MUT FD	10/19/2010	03/28/2013	7,401.00	7,688.00			-287.00
<p>2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

ESTHER M & FREEMAN E EVERETT CHARITABLE

52-7246146

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

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Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	308.152 JPMORGAN INTREPID SELECT CL	04/19/2011	03/28/2013	8,906.00	7,460.00			1,446.00
	488.152 VANGUARD FXD INCM CORP*	10/19/2010	03/28/2013	4,974.00	5,106.00			-132.00
	55000 CS CONT BUFF EQ SPX	03/16/2012	04/04/2013	61,189.00	54,450.00			6,739.00
	1127.583 HIGHBRIDGE DYNAMI COMMODITIES	06/15/2010	04/15/2013	14,185.00	15,899.00			-1,714.00
	351.75 ARTISAN INTL VALUE	01/31/2011	04/16/2013	11,573.00	9,596.00			1,977.00
	1279.211 LEGG MASON PARTNE APPRECIATION	10/19/2010	04/22/2013	22,079.00	16,591.00			5,488.00
	30000 HSBC BREN EAFE 04/2	04/05/2012	04/24/2013	34,688.00	29,700.00			4,988.00
	30000. U S A NOTES	03/02/2009	05/15/2013	30,000.00	32,453.00			-2,453.00
	365. SPDR GOLD TRUST	02/17/2009	06/06/2013	49,501.00	34,868.00	C		14,633.00
	30000. GS BREN EAFE 06/12/	05/25/2012	06/12/2013	36,540.00	29,700.00			6,840.00
	30000. BNP DELTA ONE MSCI 6/14/13	05/25/2012	06/14/2013	37,800.00	29,700.00			8,100.00
	30000 HSBC DELTA ONE MSCI 6/14/13	05/25/2012	06/14/2013	37,800.00	29,700.00			8,100.00
	. TYCO INTL LTD NEW		07/08/2013	25.00				25.00
	30000. BNP BREN EAFE 07/	06/22/2012	07/10/2013	36,780.00	29,700.00			7,080.00
<p>2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

ESTHER M & FREEMAN E EVERETT CHARITABLE

52-7246146

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part II Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
10000	USA TREAS NOTES	05/20/2011	07/15/2013	10,000.00	10,085.00			-85.00
6712 268	EATON VANCE MUT F	VAR	08/16/2013	61,552.00	46,385.00			15,167.00
2643.014	VANGUARD FXD INCM CORP*	10/19/2010	08/16/2013	25,664.00	27,646.00			-1,982.00
	WASHINGTON MUT INC		08/29/2013	10.00				10.00
1326.462	JPMORGAN INTERNAT CURRENCY	03/22/2010	09/06/2013	14,538.00	14,372.00			166.00
1354 411	DREYFUS/LAUREL FD	04/22/2010	09/09/2013	18,542.00	19,124.00			-582.00
25000	BARC 93% PPN CURREN 9/13/13	09/09/2011	09/13/2013	23,250.00	25,752.00			-2,502.00
2005.029	JPMORGAN US REAL	09/16/2010	09/23/2013	32,702.00	29,835.00			2,867.00
30000	UBS CONT BUFF EQ SP	10/05/2012	10/23/2013	34,500.00	29,700.00			4,800.00
969.542	JPMORGAN INTREPID SELECT CL	04/19/2011	11/04/2013	31,966.00	23,473.00			8,493.00
1196.995	JPMORGAN LARGE CA FUND	04/19/2011	11/04/2013	35,778.00	25,963.00			9,815.00
1971 675	JPMORGAN MARKET E INDEX FUND	04/24/2009	11/04/2013	27,209.00	12,895.00			14,314.00
30000	SG PARTICIPATING GO 11/08/13	10/26/2012	11/08/2013	22,845.00	29,700.00			-6,855.00
30000.	U S A TREASURY NOTE	03/02/2009	11/18/2013	30,102.00	29,886.00			216.00
<p>2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return. (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

ESTHER M & FREEMAN E EVERETT CHARITABLE

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1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
30000	SG CONT BUFF EQ SPX	11/09/2012	11/27/2013	34,500.00	29,700.00			4,800.00
2 Totals.	Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►			1,058,366	918,422.			139,944

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.



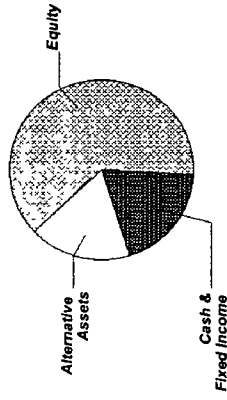
EM & FE EVERETT CHARITABLE TRUST ACCT R72670004
For the Period 10/1/13 to 12/31/13

Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	1,665,956 02	1,633,266 83	(32,689 19)	18,924 00	63%
Alternative Assets	418,605 52	461,743 07	43,137 55	6,098 44	18%
Cash & Fixed Income	467,540 97	482,150 08	14,609 11	11,385 60	19%
Market Value	\$2,552,102.51	\$2,577,159.98	\$25,057.47	\$36,408.04	100%

Asset Allocation



INCOME

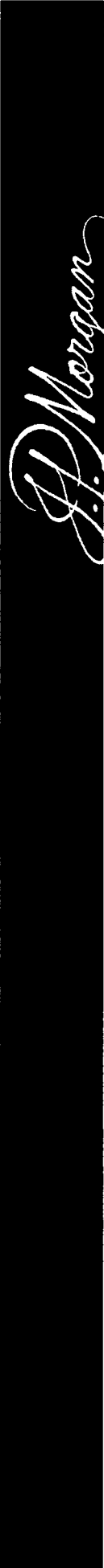
Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	2,094 43	43,500 78	41,406 35
Accruals	1,332 56	594 11	(738 45)
Market Value	\$3,426 99	\$44,094.89	\$40,667.90

PRINCIPAL

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	2,552,102.51	2,482,276.66
Additions		3,774 13
Withdrawals & Fees	(83,310 20)	(211,413 37)
Net Additions/Withdrawals	(\$83,310.20)	(\$207,639.24)
Income	43 10	572 38
Change In Investment Value	108,324 57	301,950 18
Ending Market Value	\$2,577,159.98	\$2,577,159.98
Accruals	--	--
Market Value with Accruals	--	--

INCOME

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	2,094.43	8,230.83
Additions	110,430.21	233,853.09
Withdrawals & Fees	(91,424.95)	(243,001.32)
Net Additions/Withdrawals	\$19,005.26	(\$9,148.23)
Income	22,401.09	44,418.18
Change In Investment Value	\$43,500.78	\$43,500.78
Accruals	594.11	594.11
Market Value with Accruals	\$44,094.89	\$44,094.89



EM & FE EVERETT CHARITABLE TRUST ACCT R72670004
 For the Period 10/1/13 to 12/31/13

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	22,392.70	44,396.81
Interest Income	8.39	21.37
Original Issue Discount	43.10	572.38
Taxable Income	\$22,444.19	\$44,990.56

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions	29,346.83	29,575.41
ST Realized Gain/Loss		(8,203.95)
LT Realized Gain/Loss	35,368.18	144,550.50
Realized Gain/Loss	\$64,715.01	\$165,921.96

Unrealized Gain/Loss To-Date Value
\$415,219.97

Cost Summary	Cost
Equity	1,226,679.24
Cash & Fixed Income	470,524.30
Total	\$1,697,203.54

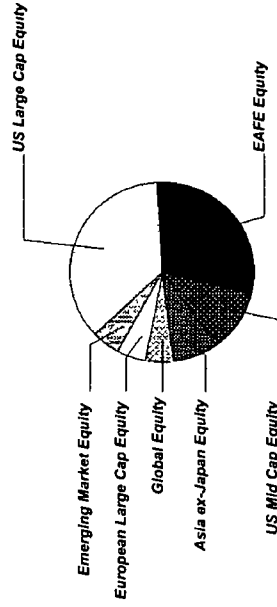


EM & FE EVERETT CHARITABLE TRUST ACCT. R72670004
For the Period 10/1/13 to 12/31/13

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	721,095 42	631,196 07	(89,899 35)	23%
US Mid Cap Equity	202,399 94	186,849 32	(15,550 62)	7%
EAFE Equity	460,363 28	490,509 24	30,145 96	19%
European Large Cap Equity	34,078 50	67,777 80	33,699 30	3%
Asia ex-Japan Equity	120,269 67	122,177 94	1,908 27	5%
Emerging Market Equity	63,639 93	66,268 24	2,628 31	3%
Global Equity	64,109 28	68,488 22	4,378 94	3%
Total Value	\$1,665,956.02	\$1,633,266.83	(\$32,689.19)	63%

Asset Categories



Equity as a percentage of your portfolio - 63 %

Market Value/Cost	Current Period Value
Market Value	1,633,266 83
Tax Cost	1,226,679 24
Unrealized Gain/Loss	406,587 59
Estimated Annual Income	18,924 00
Yield	1.15 %



EM & FE EVERETT CHARITABLE TRUST ACCT R72670004
For the Period 10/1/13 to 12/31/13

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
BARC REN SPX 09/04/14 2 XLEV- 7 85%CAP- 15 70% MAXPYMT INITIAL LEVEL-08/16/13 SPX 1655 83 06741T-D4-6	109 43	30,000 000	32,829 00	29,700 00	3,129 00		
CLEARBRIDGE APPRECIATION-I 52468E-40-2 SAPY X	19 23	8,296 373	159,539 25	107,603 95	51,935 30	1,957 94	1 23 %
FMI LARGE CAP FUND LARGE CAP FD 302933-20-5 FMIH X	20 86	2,006 218	41,849 71	22,088 46	19,761 25	355 10	0 85 %
HARTFORD CAPITAL APPREC-I 416649-30-9 ITHI X	46 69	1,516 527	70,806 65	36,199 50	34,607 15	332 11	0 47 %
JPM INTREPID VALUE FD - SEL FUND 1136 4812A2-30-6 JPIV X	34 69	1,863 742	64,653 21	44,273 36	20,379 85	792 09	1 23 %
JPM LARGE CAP GROWTH FD - SEL FUND 3118 4812C0-53-0 SEEG X	31 78	2,039 811	64,825 19	44,243 51	20,581 68		
MS REN SPX 04/16/14 2 XLEV- 7 55%CAP- 15 1%MAXPYMT INITIAL LEVEL-03/28/13 SPX 1569 19 61761J-EM-7	112 91	30,000 000	33,871 50	29,700 00	4,171 50		
NEUBERGER BER MU/C OPP-INS 64122Q-30-9 NMUL X	15 35	2,846 678	43,696 51	35,754 27	7,942 24	307 44	0 70 %

J.P.Morgan



EM & FE EVERETT CHARITABLE TRUST ACCT R72670004
 For the Period 10/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
US Large Cap Equity							
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	184.69	645,000	119,125.05	87,853.45	31,271.60	2,161.39	1.81%
Total US Large Cap Equity			\$631,196.07	\$437,416.50	\$193,779.57	\$5,906.07	0.94%
US Mid Cap Equity							
ISHARES CORE S&P MID-CAP ETF 464287-50-7 IJH	133.81	1,100,000	147,191.00	77,847.00	69,344.00	1,900.80	1.29%
JPM MKT EXP ENH INDEX FD - SEL FUND 3708	13.13	3,020,436	39,658.32	23,204.86	16,453.46	362.45	0.91%
4812C1-63-7 PGMI X							
Total US Mid Cap Equity			\$186,849.32	\$101,051.86	\$85,797.46	\$2,263.25	1.21%
EAFE Equity							
ARTISAN INTL VALUE FUND-INV 04314H-88-1 ARTK X	36.77	4,863,611	178,834.98	131,894.64	46,940.34	4,489.11	2.51%
CAPITAL PRIVATE CLIENT SVCS CAP NON US EQT 14042Y-60-1 CNUS X	11.93	9,575,168	114,231.75	107,390.86	6,840.89	861.76	0.75%
CS LEV CONT BUFF EQ MXEA 9/4/14 90% CONTIN BARRIER- 8%CAP 2X LEV - 16 % MAXPYMT INITIAL LEVEL-08/16/13 MXEA 1765 470 22547Q-7K-6	107.34	30,000,000	32,200.50	29,700.00	2,500.50		



EM & FE EVERETT CHARITABLE TRUST ACCT R72670004
For the Period 10/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
EAFE Equity							
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	67 10	1,958 000	131,372 01	109,576 81	21,795 20	3,334 47	2 54 %
SG REN MXEA 06/25/14 2 XLEV- 11 05%CAP- 22 1%MAXPYMT INITIAL LEVEL-06/07/13 MXEA 1682 78 78423E-HE-7	112 90 12/30/13	30,000 000	33,870 00	29,700 00	4,170 00		
Total EAFE Equity			\$490,509.24	\$408,262.31	\$82,246.93	\$8,685.34	1.77 %
European Large Cap Equity							
DB MARKET PLUS SX5E 03/19/14 80% CONTIN BARRIER- 7 6%CPN ,UNCAPPED INITIAL LEVEL-09/14/12 SX5E:2594 56 2515A1-LR-0	120 09	30,000 000	36,025 80	29,625 00	6,400 80		
VANGUARD FTSE EUROPE ETF 922042-87-4 VGK	58 80	540 000	31,752 00	30,616 54	1,135 46	879 66	2 77 %
Total European Large Cap Equity			\$67,777.80	\$60,241.54	\$7,536.26	\$879.66	1.30 %
Asia ex-Japan Equity							
MATTHEWS PACIFIC TIGER FD-IS 577130-83-4 MIPT X	24 97	4,892 989	122,177 94	100,678 70	21,499 24		



EM & FE EVERETT CHARITABLE TRUST ACCT R72670004
For the Period 10/1/13 to 12/31/13

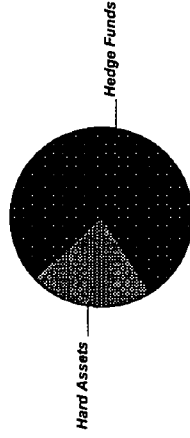
	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
Emerging Market Equity							
DELAWARE EMERGING MARKETS-I 245914-81-7 DEMI X	16 27	2,037 870	33,156 14	29,956 69	3,199 45	313 83	0 95%
JPM CHINA REGION FD - SEL FUND 3810 4812A3-52-8 JCHS X	21 24	1,558 950	33,112 10	28,841 96	4,270 14	165 24	0 50%
Total Emerging Market Equity			\$66,268.24	\$58,798.65	\$7,469.59	\$479.07	0.73%
Global Equity							
JPM GLOBAL RES ENH INDEX FD - SEL FUND 3457 46637K-51-3 JEIT X	17 83	3,841 179	68,488 22	60,229 68	8,258 54	710 61	1 04%



EM & FE EVERETT CHARITABLE TRUST ACCT R72670004
For the Period 10/1/13 to 12/31/13

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	289,129.13	355,084.48	65,955.35	14%
Hard Assets	129,476.39	106,658.59	(22,817.80)	4%
Total Value	\$418,605.52	\$461,743.07	\$43,137.55	18%



Alternative Assets Detail

Alternative Assets as a percentage of your portfolio - 18%

Hedge Funds	Price	Quantity	Estimated Value	Cost
EATON VANCE GLOBAL MACRO-I 277923-72-8 EIGM X	9.42	6,121.034	57,660.14	63,230.28
GATEWAY FUND-Y 367829-88-4 GTEY X	28.99	3,059.047	88,681.77	79,222.07



EM & FE EVERETT CHARITABLE TRUST ACCT R72670004
For the Period 10/1/13 to 12/31/13

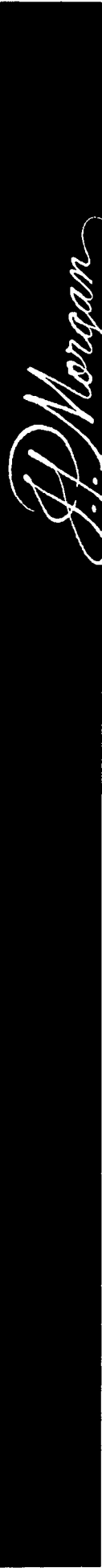
	Price	Quantity	Estimated Value	Cost
Hedge Funds				
GOLDMAN SACHS TR STRG INCM INST 38145C-64-6 GSZIX	10 66	3,664 964	39,068 52	38,592 07
INV BALANCED-RISK ALLOC-Y 00141V-69-7 ABRY X	11 89	7,172 440	85,280 31	90,038 50
PIMCO UNCONSTRAINED BOND-P 72201M-45-3 PUCP X	11 09	7,609 895	84,393 74	88,762 83
Total Hedge Funds			\$355,084.48	\$359,845.75

	Price	Quantity	Estimated Value	Cost	Est Annual Income	Accrued Income
Hard Assets						
BARC BEN BRENT 09/29/14 LNKD TO CO1 85% BARRIER- 5 47%CPN 15%CAP INITIAL LEVEL-09/13/13 '112 63 06741T-K8-9	101 65	15,000 000	15,247 50	14,850 00		
BARC CBEN BROAD COMMODITY 06/12/14 LKD TO CO1, C1, LOCADY & PLDMLNPM 75% BARRIER, 5 00% CPN, 11 00% CAP 12/07/12, CO1 107 02 C1 732 75 LOCADY 7965 5 PLDMLNPM 698 06741T-LH-8	102 33	30,000 000	30,699 00	29,625 00		



EM & FE EVERETT CHARITABLE TRUST ACCT R72670004
For the Period 10/1/13 to 12/31/13

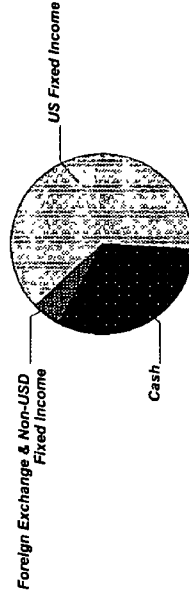
	Price	Quantity	Estimated Value	Cost	Est Annual Income Accrued Income
Hard Assets					
PIMCO COMMODITYPL STRAT-P 72201P-16-7 PCLP X	10.67	5,689,980	60,712.09	60,415.72	193.45
Total Hard Assets			\$106,658.59	\$104,890.72	\$193.45



EM & FE EVERETT CHARITABLE TRUST ACCT R72670004
For the Period 10/1/13 to 12/31/13

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	132,842.43	147,622.72	14,780.29	6%
US Fixed Income	303,930.26	303,901.04	(29.22)	12%
Complementary Structured Strategies	23,085.00	0.00	(23,085.00)	
Foreign Exchange & Non-USD Fixed Income	7,683.28	30,626.32	22,943.04	1%
Total Value	\$467,540.97	\$482,150.08	\$14,609.11	19%



Market Value/Cost	Current Period Value
Market Value	482,150.08
Tax Cost	470,524.30
Unrealized Gain/Loss	11,625.78
Estimated Annual Income	11,385.60
Accrued Interest	594.11
Yield	2.36%

Cash & Fixed Income as a percentage of your portfolio - 19%

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months ¹	482,150.08	100%

¹ The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity.

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	147,622.72	30%
Mutual Funds	311,549.86	66%
Other	22,977.50	4%
Total Value	\$482,150.08	100%



EM & FE EVERETT CHARITABLE TRUST ACCT R72670004
For the Period 10/1/13 to 12/31/13

Note O - Bonds purchased at a discount show accretion
 1 This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1.00	147,622.72	147,622.72	147,622.72		44.28 4.47	0.03% ¹
US Fixed Income							
EATON VANCE FLOATING RATE-I 277911-49-1	9.19	3,246.02	29,830.89	28,402.64	1,428.25	1,165.31	3.91%
JPM STRAT INCOME OPPORT FD - SEL FUND 3844 4812A4-35-1	11.89	6,399.42	76,089.07	64,186.15	11,902.92	1,977.41 172.78	2.60%
JPM HIGH YIELD FD - SEL FUND 3580 4812C0-80-3	7.98	7,435.28	59,333.57	58,527.18	806.39	3,732.51 356.89	6.29%
JPM INFLATION MGD BOND FD - SEL FUND 2037 48121A-56-3	10.38	5,997.14	62,250.33	64,409.30	(2,158.97)	683.67 59.97	1.10%
RIDGEWORTH SEIX FLOATING-I 76628T-67-8	9.06	5,057.16	45,817.84	45,615.56	202.28	1,916.66	4.18%



EM & FE EVERETT CHARITABLE TRUST ACCT. R72670004
For the Period 10/1/13 to 12/31/13

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
US Fixed Income							
BLACKROCK HIGH YIELD BOND 091929-63-8	8 21	3,724 65	30,579 34	29,387 45	1,191 89	1,862 32	6 09%
Total US Fixed Income			\$303,901.04	\$290,528.28	\$13,372.76	\$11,337.88 \$589 64	3.73 %
Foreign Exchange & Non-USD Fixed Income							
JPM INTL CURR INCOME FD - SEL FUND 3831 4812A3-29-6	11 10	689 08	7,648 82	7,469 66	179 16	3 44	0 05%
Total Foreign Exchange & Non-USD Fixed Income			\$30,626.32	\$32,373.30 \$32,219 66	(\$1,746.98)	\$3.44	0.01 %



EM & FE EVERETT CHARITABLE TRUST ACCT R72670004
For the Period 10/1/13 to 12/31/13

Portfolio Activity Summary

	PRINCIPAL		INCOME	
	Current Period Value	Year-To-Date Value*	Current Period Value	Year-To-Date Value*
Transactions				
Beginning Cash Balance	132,842.43	--	2,094.43	--
INFLOWS				
Income			22,401.09	44,418.18
Contributions		3,774.13	110,430.21	233,853.09
Total Inflows	\$0.00	\$3,774.13	\$132,831.30	\$278,271.27
OUTFLOWS **				
Withdrawals	(79,756.20)	(196,679.08)	(87,870.92)	(219,998.74)
Fees & Commissions	(3,554.00)	(14,734.29)	(3,554.03)	(14,734.44)
Tax Payments				(1,600.00)
Expenses				(6,668.14)
Total Outflows	(\$83,310.20)	(\$211,413.37)	(\$91,424.95)	(\$243,001.32)
TRADE ACTIVITY				
Settled Sales/Maturities/Redemptions	216,145.19	1,098,504.51		
Settled Securities Purchased	(118,054.70)	(781,332.46)		
Total Trade Activity	\$98,090.49	\$317,172.05	\$0.00	\$0.00
Ending Cash Balance	\$147,622.72	--	\$43,500.78	--