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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- 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.

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

C J. ROBINSON TRUST T U W RESIDUARY

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

P O BOX 1908

City or town

State

ZIP code

ORLANDO

FL

32802-1908

Foreign country name

Foreign province/state/county

Foreign postal code

A Employer identification number

54-6209842

B Telephone number (see instructions)

(877) 206-5712

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
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at
end of year (from Part II, col (c),
line 16) ▶ \$ 18,554,857

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,
check here and attach computation ☐E If private foundation status was terminated under
section 507(b)(1)(A), check here ☐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				
4 Dividends and interest from securities	347,416	346,083		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,017,311			
b Gross sales price for all assets on line 6a 7,063,618				
7 Capital gain net income (from Part IV, line 2)		1,017,311		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	1,364,727	1,363,394	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	146,178	73,089		73,089
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	2,500			2,500
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	30,913	6,589		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	7,551			7,551
24 Total operating and administrative expenses. Add lines 13 through 23	187,142	79,678	0	83,140
25 Contributions, gifts, grants paid	828,672			828,672
26 Total expenses and disbursements. Add lines 24 and 25	1,015,814	79,678	0	911,812
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	348,913			
b Net investment income (if negative, enter -0-)		1,283,716		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

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Form 990-PF (2013)

C J. ROBINSON TRUST T U W RESIDUARY

54-6209842

Page 2

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	487,767	541,942	541,942
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	4,618,844	3,655,005	6,812,082
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	9,885,209	11,142,275	11,200,833
	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)	14,991,820	15,339,222	18,554,857
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	14,991,820	15,339,222	
	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)	14,991,820	15,339,222	
	31 Total liabilities and net assets/fund balances (see instructions)	14,991,820	15,339,222	

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	14,991,820
2 Enter amount from Part I, line 27a	2	348,913
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	15,340,733
5 Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	1,511
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15,339,222

Form 990-PF (2013)

Form 990-PF (2013)

C J ROBINSON TRUST T U W RESIDUARY

54-6209842

Page 3

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			0
b			0
c			0
d			0
e			0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,017,311
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.

(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	892,109	16,561,129	0.053868
2011	880,343	16,509,784	0.053323
2010	894,080	15,900,074	0.056231
2009	918,944	14,588,072	0.062993
2008	1,090,421	17,551,962	0.062125

2 Total of line 1, column (d)	2	0.288540
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	0.057708
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	17,537,123
5 Multiply line 4 by line 3	5	1,012,032
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,837
7 Add lines 5 and 6	7	1,024,869
8 Enter qualifying distributions from Part XII, line 4 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	8	911,812

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	25,674	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0	
3	Add lines 1 and 2	3	25,674	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	25,674	
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	20,260	
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	20,260	
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	5,414	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ Refunded ☐	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		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? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► VA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ SUNTRUST BANK Telephone no. ▶ (877) 206-5712 Located at ▶ P.O. BOX 1908 ORLANDO FL ZIP+4 ▶ 32802-1908			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ▶ 20 , 20 , 20 , 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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)? ☐ Yes ☒ No 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? ☐ Yes ☒ No 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? ☐ Yes ☒ No	5b N/A 6b X 7b N/A
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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUNTRUST BANKS, INC. P.O. BOX 1908 ORLANDO, FL 32802-1908	TRUSTEE AS REQ'D	146,178		

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 ☐

Form 990-PF (2013)

C J ROBINSON TRUST T U W RESIDUARY

54-6209842

Page 7

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

0

Form 990-PF (2013)

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	17,248,398
b	Average of monthly cash balances	1b	555,788
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	17,804,186
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	17,804,186
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	267,063
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,537,123
6	Minimum investment return. Enter 5% of line 5	6	876,856

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	876,856
2a	Tax on investment income for 2013 from Part VI, line 5	2a	25,674
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	25,674
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	851,182
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	851,182
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	851,182

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	911,812
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	911,812
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	911,812

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				851,182
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008	237,631			
b From 2009	196,970			
c From 2010	115,947			
d From 2011	77,996			
e From 2012	77,582			
f Total of lines 3a through e	706,126			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 911,812				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				851,182
e Remaining amount distributed out of corpus	60,630			
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	766,756			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	237,631			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	529,125			
10 Analysis of line 9				
a Excess from 2009	196,970			
b Excess from 2010	115,947			
c Excess from 2011	77,996			
d Excess from 2012	77,582			
e Excess from 2013	60,630			

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

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

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

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

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

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

N/A

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

N/A

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

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

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

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

- c** Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total			▶ 3a	828,672
b Approved for future payment NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	347,416	
5	Net rental income or (loss) from real estate.					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	1,017,311	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e) . . .		0		1,364,727	0
13	Total. Add line 12, columns (b), (d), and (e)				13	1,364,727

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | | | |
|--|--------------|------------|-----------|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| 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 | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true and correct. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Barbara Allred
Signature of officer or trustee

5/5/2014
Date

▶ TRUSTEE
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

DONALD J ROMAN

Preparer's signature

[Signature]

Date

5/5/2014

Check ☒ if self-employed

PTIN

P00364310

Firm's name ► PRICEWATERHOUSECOOPERS, LLP

Firm's EIN ► 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH PA 15219

Phone no	412-355-6000
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C J ROBINSON TRUST T U W RESIDUARY

54-6209842 Page 1 of 1

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

Recipient(s) paid during the year

Name

CHURCH SCHOOLS IN DIOCESE OF VA

Street

8727 RIVER ROAD

City

RICHMOND

State

VA

Zip Code

23229

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

UNRESTRICTED GIFT

Amount

207,168

Name

EPISCOPAL DIOC VA FDS TTEES

Street

110 WEST FRANKLIN STREET

City

RICHMOND

State

VA

Zip Code

23220

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

UNRESTRICTED GIFT

Amount

103,584

Name

PROTESTANT EPISCOPAL SEMINARY OF VA

Street

3737 SEMINARY ROAD

City

ALEXANDRIA

State

VA

Zip Code

22304

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

UNRESTRICTED GIFT

Amount

103,584

Name

GEORGE MASON UNIVERSITY FDN

Street

4400 UNIVERSITY DR

City

FAIRFAX

State

VA

Zip Code

22030

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

UNRESTRICTED GIFT

Amount

414,336

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

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

Check "x" to include in Part IV	Description	CUSIP #	Purchaser	Check "x" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			Cost, Other Basis and Expenses			Net Gain or Loss					
								Capital Gains/Losses		Other sales	Gross Sales		Valuation Method		Expense of Sale and Cost of Improvements	Depreciation	Adjustments		
								Gross Sales	Cost or Other Basis		Gross Sales	Price							
Long Term CG Distributions								Amount		87,673		7,063,618			6,046,307		1,017,311		
Short Term CG Distributions												0			0			0	
1	X	EMC CORP MASS	268648102		8/23/2013		10/7/2013	18,241	19,048					0			-807		
2	X	EATON VANCE ATLANTA CAP	277902698		3/13/2013		7/29/2013	11,463	10,649					0			814		
3	X	EATON VANCE ATLANTA CAP	277902698		3/13/2013		10/7/2013	6,385	5,778					0			607		
4	X	ECOLAB INC COM	278865100		3/6/2012		3/11/2013	3,907	2,968					0			939		
5	X	ECOLAB INC	278865100		3/6/2012		7/29/2013	4,179	2,872					0			1,507		
6	X	ECOLAB INC	278865100		3/6/2012		10/7/2013	14,225	8,608					0			5,817		
7	X	EMERSON ELEC CO COM	291011104		4/30/2007		3/11/2013	5,444	4,509					0			935		
8	X	GOLDMAN SACHS GROUP INC	38141G104		5/13/2009		3/11/2013	4,985	3,907					0			878		
9	X	GOLDMAN SACHS GROUP INC	38141G104		5/13/2009		7/29/2013	4,939	3,907					0			1,032		
10	X	GOLDMAN SACHS GROUP INC	38141G104		5/13/2009		10/7/2013	13,971	11,722					0			2,249		
11	X	GOOGLE INC CL A COM	38259P508		12/5/2006		3/11/2013	12,480	7,304					0			5,176		
12	X	GOOGLE INC CL A	38259P508		12/5/2006		7/29/2013	8,849	4,869					0			3,980		
13	X	GOOGLE INC CL A	38259P508		12/5/2006		10/7/2013	28,022	14,508					0			11,414		
14	X	HARTFORD FINL SVCS GROU	416515104		4/29/2010		3/11/2013	4,947	5,768					0			-921		
15	X	HARTFORD FINL SVCS GROU	416515104		12/1/2011		3/11/2013	1,015	1,113					0			-98		
16	X	FLUOR CORP	343412102		9/10/2013		10/7/2013	17,779	16,817					0			1,182		
17	X	FLOWERVE CORP COM	34354P105		6/8/2010		3/11/2013	7,401	3,696					0			3,705		
18	X	FLOWERVE CORP COM	34354P105		6/8/2010		4/9/2013	17,083	8,624					0			8,459		
19	X	FLOWERVE CORP	34354P105		6/8/2010		7/29/2013	3,108	1,506					0			1,602		
20	X	FLOWERVE CORP	34354P105		6/8/2010		10/7/2013	12,805	5,749					0			7,056		
21	X	FORTUNE BRANDS HOME & S	34964C106		5/15/2013		10/7/2013	14,815	15,368					0			-553		
22	X	FREEPORT-MCMORAN COPP	35671D857		10/10/2008		3/11/2013	1,488	784					0			704		
23	X	FREEPORT-MCMORAN COPP	35671D857		5/8/2013		7/29/2013	2,774	2,663					0			111		
24	X	HARTFORD FINL SVCS GROU	416515104		5/8/2013		10/7/2013	18,040	17,162					0			878		
25	X	HARTFORD FINL SVCS GROU	416515104		4/25/2013		7/29/2013	1,130	1,293					0			-163		
26	X	HOLLYFRONTIER CORPORAT	435106108		4/25/2013		10/7/2013	5,131	6,464					0			-1,333		
27	X	HOLLYFRONTIER CORPORAT	435106108		9/30/2008		3/11/2013	3,919	1,375					0			2,544		
28	X	HOME DEPOT INC COM	437076102		10/10/2008		4/9/2013	33,403	17,186					0			16,217		
29	X	FREEPORT-MCMORAN COPP	35671D857		10/10/2008		3/11/2013	6,400	9,509					0			-3,128		
30	X	GENERAL ELECTRIC CO COM	369604103		11/4/2004		7/25/2013	17,416	24,765					0			-7,349		
31	X	GENERAL ELECTRIC CORP	369604103		5/1/2006		7/25/2013	22,256	31,185					0			-8,929		
32	X	GENERAL ELECTRIC CORP	369604103		5/1/2006		10/7/2013	238	344					0			-106		
33	X	GENERAL ELECTRIC CORP	369604103		8/2/2012		10/7/2013	14,047	12,024					0			2,023		
34	X	GOLDMAN SACHS GROUP INC	38141G104		5/24/2010		3/11/2013	3,821	3,549					0			272		
35	X	EMERSON ELEC CO	291011104		4/30/2007		7/29/2013	3,575	2,848					0			727		
36	X	EMERSON ELEC CO	291011104		4/30/2007		10/7/2013	11,390	8,544					0			2,846		
37	X	EXPRESS SCRIPTS HLDG CO	30219G108		10/17/2007		3/11/2013	7,034	3,487					0			3,547		
38	X	EXPRESS SCRIPTS HLDG CO	30219G108		10/17/2007		5/8/2013	31,084	14,761					0			16,323		
39	X	EXPRESS SCRIPTS HLDG CO	30219G108		10/16/2007		5/8/2013	2,876	1,364					0			1,512		
40	X	EXPRESS SCRIPTS HLDG CO	30219G108		10/16/2007		5/15/2013	62,991	29,923					0			33,068		
41	X	EXPRESS SCRIPTS HLDG CO	30219G108		11/20/2009		3/11/2013	5,440	3,754					0			1,686		
42	X	FLUOR CORP COM NEW	343412102		11/20/2009		7/29/2013	3,373	2,429					0			944		
43	X	FLUOR CORP	343412102		4/29/2010		3/11/2013	5,819	8,468					0			-2,649		
44	X	TEVA PHARMACEUTICAL IND	881624209		4/29/2010		4/9/2013	4,579	6,891					0			-2,312		
45	X	TEVA PHARMACEUTICAL IND	881624209		5/24/2010		4/9/2013	14,357	20,357					0			-6,000		
46	X	TEVA PHARMACEUTICAL IND	881624209		10/25/2010		4/9/2013	3,880	5,280					0			-1,400		
47	X	TEVA PHARMACEUTICAL IND	881624209		5/13/2011		4/9/2013	26,387	34,030					0			-7,643		
48	X	TEVA PHARMACEUTICAL IND	881624209		7/18/2011		4/9/2013	18,626	22,873					0			-4,247		
49	X	TEVA PHARMACEUTICAL IND	881624209		8/15/2011		4/9/2013	3,880	3,965					0			-85		
50	X	JP MORGAN CHASE & CO	46623H100		5/23/2006		10/7/2013	5,993	4,892					0			1,101		
51	X	JANUS PERKINS SMALL CAP	47103C183		8/15/2011		3/11/2013	322,399	280,767					0			41,632		
52	X	JANUS PERKINS SMALL CAP	47103C183		8/15/2011		3/11/2013	14,275	14,083					0			192		
53	X	JANUS PERKINS SMALL CAP	47103C183		2/6/2012		3/11/2013	25,966	24,845					0			1,321		
54	X	KLA-TENCOR CORP	482480100		6/25/2013		7/29/2013	1,759	1,663					0			96		
55	X	KLA-TENCOR CORP	482480100		6/25/2013		10/7/2013	12,940	11,921					0			1,019		
56	X	LEAR CORP	521865204		9/10/2013		10/7/2013	17,460	17,101					0			359		
57	X	LILLY ELI & CO	532457108		4/9/2013		7/29/2013	1,860	1,990					0			-130		
58	X	LILLY ELI & CO	532457108		4/9/2013		10/7/2013	6,955	8,243					0			-1,288		
59	X	LILLY ELI & CO	532457108		4/9/2013		10/15/2013	38,576	44,308					0			-6,332		
60	X	MACY'S INC COM	55616P104		9/9/2011		3/11/2013	6,624	4,012					0			2,612		
61	X	MACY'S INC	55616P104		9/9/2011		7/29/2013	7,230	3,762					0			3,468		
62	X	MACY'S INC	55616P104		9/9/2011		10/7/2013	19,695	11,410					0			8,285		
63	X	MANNING & NAPIER WORLD C	563821545		10/26/2009		3/11/2013	95,085	93,116					0			1,969		
64	X	MANNING & NAPIER WORLD C	563821545		10/26/2009		7/29/2013	46,071	43,940					0			2,131		
65	X	MANNING & NAPIER WORLD C	563821545		10/26/2009		10/7/2013	101,317	92,357					0			8,960		
66	X	MATTTEL INC COM	577081102		13/02/2012		3/11/2013	5,155	3,653					0			1,502		
67	X	MATTTEL INC	577081102		1/30/2012		7/29/2013	4,257	2,886					0			1,371		
68	X	MATTTEL INC	577081102		1/30/2012		7/30/2013	81,575	55,853					0			25,722		

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			Capital Gains/Losses			Cost, Other Basis and Expenses			Net Gain or Loss	
								Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	Net Gain or Loss	Net Gain or Loss	Net Gain or Loss	Net Gain or Loss
69	X	MERCK & CO INC COM			13/02/2012		31/12/2013	13,322	12,028					1,294			1,294	
70	X	MERCK & CO INC			3/22/2013		10/12/2013	10,612	9,859					753			753	
71	X	MERCK & CO INC			3/22/2013		10/12/2013	22,725	20,855					1,870			1,870	
72	X	MERCK & CO INC			3/22/2013		10/12/2013	6,937	5,826					1,111			1,111	
73	X	MICROSOFT CORP COM			4/27/2012		31/12/2013	5,853	6,727					-874			-874	
74	X	MICROSOFT CORP			4/27/2012		7/29/2013	6,282	6,406					-124			-124	
75	X	MICROSOFT CORP			4/27/2012		10/12/2013	20,555	19,700					855			855	
76	X	MORGAN STANLEY COM			4/22/2009		31/12/2013	4,717	4,767					-50			-50	
77	X	MORGAN STANLEY			4/22/2009		7/29/2013	5,492	4,651					841			841	
78	X	MORGAN STANLEY			4/22/2009		10/12/2013	12,849	11,209					1,640			1,640	
79	X	MORGAN STANLEY			7/18/2011		10/12/2013	2,878	2,242					637			637	
80	X	NATIONAL OILWELL VARCO INC			5/17/2011		2/6/2013	56,829	55,882					947			947	
81	X	NATIONAL OILWELL VARCO INC			5/17/2011		2/6/2013	30,973	29,621					1,352			1,352	
82	X	NEUBERGER BERMAN HIGH			8/6/2012		31/12/2013	231,856	227,258					4,598			4,598	
83	X	NEUBERGER BERMAN HI IN B			9/12/2011		7/29/2013	412,193	385,235					26,958			26,958	
84	X	NEUBERGER BERMAN HI IN B			2/6/2012		7/29/2013	19,423	18,747					676			676	
85	X	NEUBERGER BERMAN HI IN B			8/6/2012		7/29/2013	5,604	5,550					54			54	
86	X	OCCIDENTAL PETROLEUM CO			9/29/2009		31/12/2013	5,349	5,096					253			253	
87	X	OCCIDENTAL PETE CORP			9/29/2009		7/29/2013	4,517	3,920					597			597	
88	X	OCCIDENTAL PETE CORP			9/29/2009		10/12/2013	5,678	4,704					974			974	
89	X	OCCIDENTAL PETE CORP			9/10/2008		10/12/2013	8,990	6,807					2,183			2,183	
90	X	ORACLE CORP COM			1/19/2010		31/12/2013	1,925	1,361					564			564	
91	X	ORACLE CORP COM			8/15/2011		31/12/2013	535	416					119			119	
92	X	ORACLE CORP COM			9/24/2010		31/12/2013	4,135	2,568					1,567			1,567	
93	X	HOME DEPOT INC			9/30/2008		7/29/2013	6,294	2,000					4,294			4,294	
94	X	HOME DEPOT INC			9/30/2008		10/12/2013	19,605	6,500					13,105			13,105	
95	X	INTEL CORP COM			12/20/2012		31/12/2013	3,450	3,365					85			85	
96	X	INTEL CORP			6/5/2012		7/29/2013	1,850	1,993					-143			-143	
97	X	INTERNATIONAL BUSINESS M			6/5/2012		10/12/2013	21,389	23,944					-2,555			-2,555	
98	X	INTERNATIONAL BUSINESS M			8/18/2011		31/12/2013	8,401	6,510					1,891			1,891	
99	X	INTERNATIONAL BUSINESS M			8/18/2011		6/25/2013	109,789	91,627					18,162			18,162	
100	X	INTUIT INC COM			10/14/2010		31/12/2013	5,691	4,006					1,685			1,685	
101	X	INTUIT INC COM			10/14/2010		5/15/2013	63,128	49,720					13,408			13,408	
102	X	INTUIT INC COM			4/12/2013		5/15/2013	5,684	4,045					1,639			1,639	
103	X	ISHARES BARCLAYS 3 7 YEAR			7/29/2013		10/12/2013	1,819	1,816					3			3	
104	X	JP MORGAN CHASE & CO CO			5/23/2006		31/12/2013	14,325	12,123					2,202			2,202	
105	X	JP MORGAN CHASE & CO			6/5/2013		7/29/2013	2,518	2,395					123			123	
106	X	JP MORGAN CHASE & CO			6/5/2013		10/12/2013	22,146	22,820					-674			-674	
107	X	PIMCO LOW DURATION-I			2/23/2012		31/12/2013	475,778	472,598					3,180			3,180	
108	X	PIMCO LOW DURATION-I			2/6/2012		31/12/2013	9,971	9,933					38			38	
109	X	PNC FINL SVCS GROUP INC C			12/1/2011		7/29/2013	7,153	6,659					494			494	
110	X	PNC FINANCIAL SERVICES G			12/1/2011		7/29/2013	6,447	5,145					1,302			1,302	
111	X	PNC FINANCIAL SERVICES G			12/1/2011		10/12/2013	17,993	15,134					2,859			2,859	
112	X	PACCAR INC COM			7/22/2011		31/12/2013	4,780	4,765					15			15	
113	X	PACCAR INC			7/22/2011		7/29/2013	3,078	2,758					320			320	
114	X	PACCAR INC			7/22/2011		10/12/2013	8,769	8,025					744			744	
115	X	PEPSICO INC COM			7/28/2006		31/12/2013	4,626	3,788					838			838	
116	X	PEPSICO INC			6/5/2013		7/29/2013	1,277	1,218					59			59	
117	X	PEPSICO INC			6/5/2013		10/12/2013	14,653	15,025					-372			-372	
118	X	PFIZER INC COM			10/19/2011		31/12/2013	4,355	2,937					1,418			1,418	
119	X	PFIZER INC COM			9/30/2011		31/12/2013	7,165	4,802					2,363			2,363	
120	X	PFIZER INC			4/9/2013		7/29/2013	7,322	7,322					0			0	
121	X	PFIZER INC			4/9/2013		10/12/2013	17,062	17,425					-363			-363	
122	X	PFIZER INC			3/22/2013		10/12/2013	14,481	14,323					158			158	
123	X	PHILIP MORRIS INTL INC COM			1/15/2008		31/12/2013	10,473	6,271					4,202			4,202	
124	X	PHILIP MORRIS INTL INC COM			1/15/2008		6/5/2013	18,058	10,851					7,207			7,207	
125	X	PHILIP MORRIS INTL INC COM			1/16/2008		6/5/2013	17,967	10,762					7,205			7,205	
126	X	PHILIP MORRIS INTL INC COM			12/23/2009		6/5/2013	85,842	46,265					39,577			39,577	
127	X	PHILIP MORRIS INTL INC COM			5/24/2010		6/5/2013	46,278	22,366					23,912			23,912	
128	X	PIMCO INV. GRADE CORP B			2/22/2011		31/12/2013	18,821	17,905					916			916	
129	X	PIMCO INV. GRADE CORP B			5/18/2009		31/12/2013	109,600	99,618					9,982			9,982	
130	X	PRAXAIR INC COM			10/10/2008		31/12/2013	5,666	2,965					2,701			2,701	
131	X	QUANTA SERVICES INCORP			4/4/2011		7/29/2013	3,284	2,728					556			556	
132	X	QUANTA SERVICES INCORP			7/18/2011		9/10/2013	39,088	34,098					4,970			4,970	
133	X	QUANTA SERVICES INCORP			7/18/2011		9/10/2013	15,487	11,356					4,141			4,141	
134	X	QUANTA SERVICES INCORP			2/6/2012		9/10/2013	6,902	5,902					1,000			1,000	
135	X	RIDGEWORTH INTERMEDIAT			4/18/2007		7/29/2013	759,060	744,708					14,352			14,352	
136	X	RIDGEWORTH INTERMEDIAT			6/22/2007		7/29/2013	20,431	19,804					627			627	

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

Check "X" to include in Part IV		Amount		Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
		Long Term CG Distributions	Short Term CG Distributions									Capital Gains/Losses	Other sales	Gross Sales	7,063,618	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
137	X			RIDGEWORTH INTERMEDIATE	76628702			3/11/2013		7/29/2013	90,390	91,822			0			-1,432	
138	X			T ROWE PRICE DIVERS S&P	77991703			9/4/2012		3/11/2013	29,244	26,305			0			2,939	
139	X			T ROWE PRICE DIVERS S/C G	77991703			9/4/2012		7/29/2013	34,914	28,338			0			6,576	
140	X			T ROWE PRICE DIVERS S/C G	77991703			9/4/2012		10/7/2013	27,153	20,725			0			6,428	
141	X			SCHLUMBERGER LTD COM	80685708			7/18/2011		3/11/2013	5,047	5,689			0			-642	
142	X			SCHLUMBERGER LTD COM	80685708			9/18/2008		3/11/2013	3,862	4,048			0			-168	
143	X			SCHLUMBERGER LTD	80685708			9/18/2008		7/29/2013	4,477	4,453			0			24	
144	X			SCHLUMBERGER LTD	80685708			9/18/2008		10/7/2013	6,424	5,829			0			595	
145	X			SCHLUMBERGER LTD	80685708			8/15/2011		10/7/2013	14,721	13,078			0			1,643	
146	X			SCHLUMBERGER LTD	80685708			2/6/2012		10/7/2013	1,160	1,017			0			143	
147	X			TERADATA CORP DEL COM	88076W103			3/18/2011		3/11/2013	5,587	4,701			0			886	
148	X			TERADATA CORP DEL COM	88076W103			3/18/2011		3/22/2013	68,949	59,878			0			9,071	
149	X			ORACLE CORPORATION	68389X105			5/24/2010		7/29/2013	6,142	4,207			0			1,935	
150	X			ORACLE CORPORATION	68389X105			5/24/2010		10/7/2013	16,389	11,048			0			5,341	
151	X			ORACLE CORPORATION	68389X105			7/26/2007		10/7/2013	2,496	1,517			0			979	
152	X			ORACLE CORPORATION	68389X105			7/26/2007		12/18/2013	106,241	62,554			0			43,687	
153	X			OPPENHEIMER DEVELOPING	683974505			10/25/2010		3/11/2013	19,837	19,148			0			689	
154	X			OPPENHEIMER DEVELOPING	683974505			10/25/2010		7/29/2013	46,833	46,269			0			564	
155	X			OPPENHEIMER DEVELOPING	683974505			10/25/2010		10/7/2013	175,872	163,483			0			12,389	
156	X			OPPENHEIMER DEVELOPING	683974505			2/23/2011		10/7/2013	47,862	43,418			0			4,444	
157	X			OPPENHEIMER DEVELOPING	683974505			11/2/2012		10/7/2013	30,730	27,612			0			3,118	
158	X			PRAXAIR INC	74005P104			10/10/2008		7/29/2013	3,567	1,779			0			1,788	
159	X			PRAXAIR INC	74005P104			10/10/2008		10/7/2013	11,420	5,633			0			5,787	
160	X			PROCTER & GAMBLE CO COM	742718109			9/21/1995		3/11/2013	4,235	1,040			0			3,195	
161	X			PROCTER & GAMBLE CO	742718109			9/21/1995		7/29/2013	4,807	1,135			0			3,672	
162	X			PROCTER & GAMBLE CO	742718109			9/21/1995		10/7/2013	12,842	3,215			0			9,627	
163	X			QUALCOMM CORP COM	747525103			6/14/2011		3/11/2013	7,336	6,130			0			1,206	
164	X			QUALCOMM CORP COM	747525103			6/14/2011		7/29/2013	4,820	4,180			0			640	
165	X			QUALCOMM INC	747525103			6/14/2011		10/7/2013	14,296	11,982			0			2,314	
166	X			QUANTA SVCS INC COM	74762E102			4/1/2011		3/11/2013	4,781	3,686			0			1,095	
167	X			QUANTA SVCS INC COM	74762E102			4/1/2011		10/7/2013	89	68			0			21	
168	X			CVS CAREMARK CORP	126650100			8/15/2011		10/7/2013	5,925	3,516			0			2,409	
169	X			CHEVRON CORPORATION	166764100			3/12/2013		7/29/2013	10,185	9,326			0			859	
170	X			CHEVRON CORPORATION	166764100			3/12/2013		10/7/2013	28,805	28,562			0			243	
171	X			COACH INC COM	189754104			9/28/2009		2/13/2013	77,564	51,598			0			25,966	
172	X			COMCAST CORP-CL A	20030N101			2/13/2013		7/29/2013	8,479	7,984			0			495	
173	X			COMCAST CORP-CL A	20030N101			2/13/2013		10/7/2013	23,948	21,699			0			2,249	
174	X			CORNING INC	219350105			5/15/2013		7/29/2013	1,828	1,881			0			-53	
175	X			CORNING INC	219350105			5/15/2013		10/7/2013	11,328	12,304			0			-976	
176	X			DARDEN RESTAURANTS INC	237194105			10/14/2010		3/5/2013	61,949	59,501			0			2,448	
177	X			WALT DISNEY CO COM	254687106			4/1/2004		3/11/2013	6,312	2,743			0			3,569	
178	X			DISNEY WALT CO NEW	254687106			4/1/2004		7/29/2013	7,445	2,868			0			4,577	
179	X			DISNEY WALT CO NEW	254687106			4/1/2004		10/7/2013	21,680	8,354			0			13,326	
180	X			DOUBLELINE TOTAL RETURN	258620103			11/19/2012		3/11/2013	96,410	99,019			0			-609	
181	X			EMC CORP COM	268648102			5/15/2008		7/29/2013	6,672	4,846			0			1,826	
182	X			EMC CORP MASS	268648102			5/15/2008		7/29/2013	4,479	2,996			0			1,483	
183	X			TEVA PHARMACEUTICAL IND	881624209			2/6/2012		4/9/2013	2,716	3,182			0			-468	
184	X			UNION PACIFIC CORP COM	907818108			5/24/2010		3/11/2013	4,856	2,438			0			2,418	
185	X			UNION PAC CORP	907818108			5/24/2010		10/7/2013	9,774	4,458			0			5,316	
186	X			UNITED PARCEL SVC INC CL	911312106			6/22/2009		10/7/2013	3,207	1,040			0			2,167	
187	X			UNITED PARCEL SVC INC CL	911312106			10/29/2008		3/11/2013	4,215	2,459			0			1,758	
188	X			UNITED PARCEL SERVICE CL	911312106			10/29/2008		7/29/2013	3,036	1,721			0			1,315	
189	X			UNITED PARCEL SERVICE CL	911312106			10/29/2008		10/7/2013	10,352	5,655			0			4,697	
190	X			VANGUARD M/B SECUR INDX	92206C755			3/11/2013		7/29/2013	347,516	353,465			0			-5,949	
191	X			VERIZON COMMUNICATIONS	92343V104			11/3/2010		3/11/2013	8,856	6,097			0			2,759	
192	X			VERIZON COMMUNICATIONS	92343V104			11/3/2010		7/29/2013	6,369	4,120			0			2,249	
193	X			VERIZON COMMUNICATIONS	92343V104			11/3/2010		10/7/2013	937	659			0			278	
194	X			VERIZON COMMUNICATIONS	92343V104			12/6/2006		10/7/2013	16,860	11,691			0			5,169	
195	X			VISA INC CL A COM	92826C839			9/28/2010		3/11/2013	8,042	3,668			0			4,374	
196	X			VISA INC CL A COM	92826C839			9/28/2010		5/8/2013	35,707	14,972			0			21,035	
197	X			VISA INC CL A	92826C839			9/28/2010		7/29/2013	3,856	1,467			0			2,389	
198	X			VISA INC CL A	92826C839			9/28/2010		8/23/2013	6,244	2,568			0			3,676	
199	X			VISA INC CL A	92826C839			5/26/2009		8/23/2013	24,083	8,955			0			15,128	
200	X			VISA INC CL A	92826C839			5/26/2009		10/7/2013	15,913	5,638			0			10,275	
201	X			WAL-MART STORES INC COM	931142103			8/17/2012		3/11/2013	2,557	2,528			0			-29	
202	X			WAL-MART STORES INC	931142103			6/5/2013		7/29/2013	1,555	1,509			0			-46	
203	X			WAL-MART STORES INC	931142103			6/5/2013		7/29/2013	15,553	16,221			0			-668	
204	X			WASATCH LONG/SHORT FUN	936793769			8/6/2012		7/29/2013	26,970	23,011			0			3,959	

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

Long Term CG Distributions										Amount		Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions										87,673		Capital Gains/Losses		7,063,618		6,046,307		1,017,311	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss					
205	X WASATCH LONG/SHORT FUN	936793769			8/6/2012		10/7/2013	25,686	21,545				0	4,141					
206	X WASATCH LONG/SHORT FD	936793835			8/6/2012		3/11/2013	64,961	57,253				0	7,708					
207	X WELLS FARGO & CO	949746101			3/5/2013		7/29/2013	9,548	7,901				0	1,647					
208	X WELLS FARGO & CO	949746101			3/5/2013		10/7/2013	15,266	13,467				0	1,799					
209	X WELLS FARGO & CO	949746101			3/26/2008		10/7/2013	9,159	6,882				0	2,277					
210	X WILLIAMS COS INC COM	969457100			3/1/2010		3/1/2013	6,062	3,152				0	2,910					
211	X WILLIAMS COS INC COM	969457100			3/1/2010		6/5/2013	59,717	31,481				0	28,236					
212	X WILLIAMS COS INC COM	969457100			5/24/2010		6/5/2013	22,035	10,168				0	11,867					
213	X WILLIAMS COS INC COM	969457100			10/25/2010		6/5/2013	9,053	4,613				0	4,440					
214	X DELPHI AUTOMOTIVE PLC	G27823106			6/25/2013		7/29/2013	2,217	1,960				0	257					
215	X DELPHI AUTOMOTIVE PLC	G27823106			6/25/2013		10/7/2013	16,044	13,719				0	2,325					
216	X INVECO LTD BERMUDA COM	G49181108			5/23/2008		3/1/2013	3,776	3,664				0	112					
217	X INVECO LTD BERMUDA COM	G49181108			5/23/2008		7/29/2013	3,259	2,714				0	545					
218	X INVECO LTD BERMUDA COM	G49181108			5/23/2008		10/7/2013	10,091	8,550				0	1,541					
219	X UNION PAC CORP	907818108			5/24/2010		7/29/2013	4,750	2,090				0	2,660					
220	X ABBOTT LABS COM	002824100			10/26/2007		3/1/2013	5,353	4,030				0	1,323					
221	X ABBOTT LABS	002824100			10/26/2007		7/29/2013	3,660	2,600				0	1,060					
222	X ABBOTT LABS	002824100			10/26/2007		10/7/2013	10,615	8,319				0	2,296					
223	X ABBVIE INC COM	00287Y109			10/26/2007		3/11/2013	5,390	4,088				0	1,302					
224	X ABBVIE INC	00287Y109			10/26/2007		7/29/2013	4,698	2,960				0	1,738					
225	X ABBVIE INC	00287Y109			10/26/2007		10/7/2013	14,824	9,022				0	5,802					
226	X ABERDEEN-BOY LONG SHOR	003020336			3/11/2013		7/29/2013	10,414	10,093				0	321					
227	X CAMBIAR SMALL CAP-INS	0075W0593			3/11/2013		7/29/2013	27,212	25,038				0	2,174					
228	X CAMBIAR SMALL CAP-INS	0075W0593			3/11/2013		10/7/2013	12,634	11,328				0	1,306					
229	X ALLSTATE CORP COM	020002101			9/7/2012		3/11/2013	3,790	3,079				0	711					
230	X ALLSTATE CORP	020002101			9/7/2012		7/29/2013	3,862	2,866				0	976					
231	X ALLSTATE CORP	020002101			9/7/2012		10/7/2013	11,900	8,851				0	3,049					
232	X AMGEN INC COM	031162100			7/18/2011		3/11/2013	9,769	5,785				0	3,984					
233	X AMGEN INC	031162100			7/18/2011		7/29/2013	7,669	3,857				0	3,812					
234	X AMGEN INC	031162100			7/18/2011		10/7/2013	16,141	7,989				0	8,152					
235	X AMGEN INC	031162100			5/24/2010		10/7/2013	5,566	2,606				0	2,960					
236	X APACHE CORP COM	037411105			12/5/2006		3/11/2013	4,902	4,507				0	395					
237	X APACHE CORP COM	037411105			12/5/2006		4/25/2013	62,590	59,771				0	2,819					
238	X APPLE INC COM	037833100			1/19/2010		3/11/2013	5,586	2,709				0	2,877					
239	X APPLE INC COM	037833100			1/19/2010		7/29/2013	7,304	3,059				0	4,245					
240	X APPLE INC	037833100			1/19/2010		10/7/2013	11,009	4,499				0	6,510					
241	X APPLE INC	037833100			1/19/2010		7/29/2013	38,914	14,396				0	24,518					
242	X BB&T CORP COM	054937107			8/17/2010		3/11/2013	6,113	4,661				0	1,452					
243	X BB&T CORPORATION	054937107			8/17/2010		7/29/2013	3,209	2,151				0	1,058					
244	X BB&T CORPORATION	054937107			8/17/2010		10/7/2013	9,330	6,893				0	2,437					
245	X BANK OF AMERICA CORP CO	060505104			2/21/2013		3/11/2013	5,066	4,855				0	211					
246	X BANK OF AMERICA CORP	060505104			6/5/2013		7/29/2013	2,268	2,037				0	231					
247	X BANK OF AMERICA CORP	060505104			6/5/2013		10/7/2013	24,817	23,521				0	1,296					
248	X BAXTER INTL INC COM	071813109			7/18/2011		3/11/2013	621	547				0	74					
249	X BAXTER INTL INC COM	071813109			11/6/2008		3/11/2013	7,034	5,902				0	1,132					
250	X BAXTER INTL INC	071813109			11/6/2008		7/29/2013	4,744	3,798				0	846					
251	X BAXTER INTL INC	071813109			11/6/2008		10/7/2013	11,959	10,811				0	1,148					
252	X BIE AEROSPACE INC COM	073302101			5/18/2011		3/1/2013	9,290	6,724				0	2,566					
253	X BIE AEROSPACE INC COM	073302101			3/4/2011		7/29/2013	3,914	2,633				0	1,281					
254	X BIE AEROSPACE INC	073302101			3/4/2011		7/29/2013	5,860	2,984				0	2,876					
255	X BIE AEROSPACE INC COM	073302101			5/17/2011		3/1/2013	33,507	23,670				0	9,837					
256	X TE CONNECTIVITY LIMITED	H84989104			8/23/2013		10/7/2013	10,808	10,512				0	296					
257	X LYONDELLBASELL INDS NV C	N53745100			2/6/2013		3/11/2013	2,530	2,433				0	97					
258	X LYONDELLBASELL INDUSTRIE	N53745100			2/6/2013		7/29/2013	2,358	2,128				0	230					
259	X LYONDELLBASELL INDUSTRIE	N53745100			2/6/2013		10/7/2013	17,521	14,291				0	3,230					
260	X CVS CAREMARK CORP	126650100			5/1/2008		10/7/2013	8,464	4,493				0	3,971					
261	X CAMERON INTL CORP COM	13342B105			8/17/2010		3/11/2013	3,585	2,136				0	1,449					
262	X CAMERON INTERNATIONAL C	13342B105			8/17/2010		7/29/2013	3,120	2,136				0	984					
263	X CAMERON INTERNATIONAL C	13342B105			8/17/2010		10/7/2013	10,011	6,408				0	3,603					
264	X CAPITAL ONE FINL CORP CO	14040H105			1/19/2010		2/21/2013	28,218	22,899				0	5,319					
265	X CAPITAL ONE FINL CORP CO	14040H105			5/24/2010		3/1/2013	24,462	19,578				0	4,884					
266	X CAPITAL ONE FINL CORP CO	14040H105			5/24/2010		7/29/2013	2,712	2,087				0	625					
267	X CAPITAL ONE FINL CORP CO	14040H105			5/24/2010		10/7/2013	68	42				0	26					
268	X CAPITAL ONE FINL CORP CO	14040H105			10/25/2010		7/29/2013	4,375	2,528				0	1,847					
269	X CAPITAL ONE FINL CORP CO	14040H105			10/25/2010		10/7/2013	9,423	5,371				0	4,052					
270	X CAPITAL ONE FINL CORP CO	14040H105			3/1/2010		10/7/2013	3,395	1,831				0	1,564					
271	X CHEVRON CORP COM	166764100			3/1/2010		3/11/2013	2,375	2,332				0	43					
272	X BIE AEROSPACE INC	073302101			3/4/2011		10/7/2013	15,006	7,021				0	7,985					

[illegible]

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

		2,500	0	0	2,500
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,500			2,500

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

		30,913	6,589	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FEDERAL ESTIMATED TAX PAYMENTS	20,260			
2	FOREIGN TAXES PAID	6,589	6,589		
3	PY EXCISE TAX DUE	4,064			

Part I, Line 23 (990-PF) - Other Expenses

		7,551	0	0	7,551
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	COA FEES	7,551			7,551

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

		4,618,844	3,655,005	0	6,812,082
		Book Value	Book Value	FMV	FMV
		Beg of Year	End of Year	Beg of Year	End of Year
1	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV End of Year
2	ABBOTT LABS COM	0		41,344	0
3	ALLSTATE CORP COM	0		47,910	0
4	AMGEN INC COM	0		57,347	0
5	APPLE INC COM	0		69,988	0
6	BB&T CORP COM	0		34,976	0
7	BANK OF AMERICA CORP COM	0		102,894	0
8	BAXTER INTL INC COM	0		56,993	0
9	B/E AEROSPACE INC COM	0		42,476	0
10	CVS CAREMARK CORP COM	0		66,958	0
11	CAPITAL ONE FINL CORP COM	0		38,199	0
12	CELGENE CORP COM	0		54,411	0
13	CHEVRON CORP COM	0		102,010	0
14	COMCAST CORP COM CL A	0		110,207	0
15	CORNING INC COM	0		65,610	0
16	WALT DISNEY CO COM	0		43,921	0
17	EMC CORP COM	0		89,801	0
18	ECOLAB INC COM	0		45,713	0
19	EMERSON ELEC CO COM	0		46,929	0
20	FLUOR CORP COM NEW	0		63,064	0
21	FLOWERVE CORP COM	0		31,757	0
22	GENERAL ELEC CO COM	0		56,050	0
23	GOLDMAN SACHS GROUP INC COM	0		53,383	0
24	GOOGLE INC CL A COM	0		75,974	0
25	HARTFORD FINL SVCS GROUP INC COM	0		85,787	0
26	HOME DEPOT INC COM	0		30,019	0
27	INTEL CORP COM	0		108,849	0
28	JP MORGAN CHASE AND COM	0		117,467	0
29	KLA TENCOR CORP COM	0		86,192	0
30	MICROSOFT CORP COM	0		99,424	0
31	MORGAN STANLEY COM	0		51,356	0
32	OCCIDENTAL PETE CORP COM	0		58,277	0
33	PNC FINL SVCS GROUP INC COM	0		77,540	0
34	PACCAR INC COM	0		42,339	0
35	PEPSICO INC COM	0		67,336	0
36	PFIZER INC COM	0		120,132	0
37	PRAXAIR INC COM	0		30,421	0
38	PROCTER & GAMBLE CO COM	0		17,491	0
39	QUALCOMM CORP COM	0		64,651	0
40	SCHLUMBERGER LTD COM	0		103,162	0
41	TIBCO SOFTWARE INC COM	0		55,366	0
42	UNION PACIFIC CORP COM	0		22,642	0
43	UNITED PARCEL SVC INC CL B COM	0		30,191	0
44	VERIZON COMMUNICATIONS COM	0		64,777	0
45	WAL-MART STORES INC COM	0		85,989	0
46	WELLS FARGO & CO COM NEW	0		89,559	0

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

		4,618,844		3,655,005		0		6,812,082	
	Description	Num. Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year			
47	CAMERON INTL CORP COM	0		35,457				0	
48	MACY'S INC COM	0		62,567				0	
49	INVESCO LTD BERMUDA COM	0		36,261				0	
50	VISA INC CL A COM	0		29,518				0	
51	MERCK AND INC COM	0		111,260				0	
52	LEAR CORP COM NEW	0		85,819				0	
53	LYONDELLBASELL INDS NV CL A COM	0		77,888				0	
54	TE CONNECTIVITY LTD COM	0		54,560				0	
55	HOLLYFRONTIER CORP COM PAR 01	0		53,390				0	
56	FORTUNE BRANDS HOME & SEC INC COM	0		81,778				0	
57	DELPHI AUTOMOTIVE PLC SHS	0		74,646				0	
58	ABBVIE INC COM	0		44,979				0	

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

		9,885,209		11,142,275	11,200,833
		Book Value	Book Value	Book Value	FMV
		Beg. of Year	End of Year	End of Year	End of Year
1	Asset Description	Basis of Valuation			
2	EATON VANCE ATLANTA CAP SMID-CAP-I		0	160,339	0
3	FORUM ABSOLUTE STRATEGIES-I		0	869,393	0
4	MANNING & NAPIER WORLD OPPTYS-A		0	1,913,012	0
5	EATON VANCE FLTGT-RT-I		0	447,824	0
6	PIMCO INVT GRADE CORP BD-I		0	340,112	0
7	ABERDEEN EQUITY LONG SHORT-I		0	486,129	0
8	OPPENHEIMER DEVELOPING MKTS INST		0	886,272	0
9	DOUBLELINE TOTAL RETURN BD-I		0	919,894	0
10	PIMCO EMERGING LOCAL BD-I		0	392,701	0
11	MAINSTAY ICAP INTL-I		0	1,147,306	0
12	ADVISORS CAMBIAR SMALL CAP-I		0	317,098	0
13	PIMCO 1-5 YR US TIPS INDEX ETF		0	358,654	0
14	ISHARES BARCLAYS 3-7 YR TREAS BD ET		0	536,070	0
15	GOLDMAN SACHS LOCAL EMRG MKTS DB		0	394,581	0
16	T ROWE PRICE DIVRSFD SMALLCAP GRC		0	268,450	0
17	OSTERWEIS STRATEGIC INCOME-I		0	448,309	0
18	WASATCH LONG/SHORT-I		0	895,275	0
19	WESTERN ASSET MTG BKD SEC-I		0	360,856	0

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

Long Term CG Distributions		Short Term CG Distributions		Amount		87,673		0		6,975,945		0		0		6,046,307		929,638		0		0		Gain Minus Excess of FMV Over Adjusted Basis or Losses	
Description of Property Sold		CUSIP #		How Acquired		Date Acquired		Date Sold		Gross Sales Price		Depreciation Allowed		Adjustments		Cost or Other Basis Plus Expense of Sale		F M V as of 12/31/89		Adjusted Basis as of 12/31/89		Excess of FMV Over Adj Basis			
1	EMC CORP MASS	268648102				8/23/2013	10/7/2013	18,241		0	19,048					0	19,048							-807	
2	EATON VANCE ATLANTA CAPITAL SMIL	277902698				3/13/2013	7/29/2013	11,463			10,649					0	10,649							-814	
3	EATON VANCE ATLANTA CAPITAL SMIL	277902698				3/13/2013	10/7/2013	6,385			5,778					0	5,778							-607	
4	ECOLAB INC COM	278865100				3/6/2012	3/11/2013	3,907			2,968					0	2,968							-939	
5	ECOLAB INC	278865100				3/6/2012	7/29/2013	4,179			2,672					0	2,672							-1,507	
6	ECOLAB INC	278865100				3/6/2012	10/7/2013	14,225			8,608					0	8,608							-5,617	
7	EMERSON ELEC CO COM	281011104				4/30/2007	3/11/2013	5,444			4,509					0	4,509							-935	
8	GOLDMAN SACHS GROUP INC COM	38141G104				5/13/2009	7/29/2013	4,585			3,907					0	3,907							-878	
9	GOLDMAN SACHS GROUP INC COM	38141G104				5/13/2009	10/7/2013	4,939			3,907					0	3,907							-1,032	
10	GOLDMAN SACHS GROUP INC COM	38141G104				12/5/2006	3/11/2013	13,971			11,722					0	11,722							-2,249	
11	GOOGLE INC CL A COM	38259P508				12/5/2006	7/29/2013	12,480			7,304					0	7,304							-5,176	
12	GOOGLE INC CL A	38259P508				12/5/2006	10/7/2013	8,849			4,869					0	4,869							-3,980	
13	GOOGLE INC CL A	38259P508				12/5/2006	3/11/2013	26,022			14,608					0	14,608							-11,414	
14	HARTFORD FINL SVCS GROUP INC COM	416515104				4/29/2010	3/11/2013	4,947			5,768					0	5,768							-821	
15	HARTFORD FINL SVCS GROUP INC COM	416515104				12/1/2011	3/11/2013	1,015			1,113					0	1,113							-98	
16	FLUOR CORP	343412102				9/10/2013	10/7/2013	17,779			16,617					0	16,617							-1,162	
17	FLOWERVE CORP COM	34354P105				6/6/2010	3/11/2013	7,401			3,696					0	3,696							-3,705	
18	FLOWERVE CORP COM	34354P105				6/6/2010	4/9/2013	17,083			8,624					0	8,624							-8,459	
19	FLOWERVE CORP COM	34354P105				6/6/2010	7/29/2013	3,108			1,506					0	1,506							-1,602	
20	FLOWERVE CORP COM	34354P105				6/6/2010	10/7/2013	12,805			5,748					0	5,748							-7,056	
21	FORTUNE BRANDS HOME & SECURITY	34396AC106				5/15/2013	10/7/2013	14,815			15,368					0	15,368							-553	
22	FREEMONT-MCMORAN COPPER & GOLD	35671D857				10/10/2008	3/11/2013	1,488			764					0	764							-704	
23	HARTFORD FINL SVCS GROUP INC COM	416515104				5/6/2013	7/29/2013	2,774			2,663					0	2,663							-111	
24	HARTFORD FINL SVCS GROUP INC COM	416515104				4/25/2013	10/7/2013	18,040			17,162					0	17,162							-878	
25	HOLLYFRONTIER CORPORATION	438108108				4/25/2013	7/29/2013	1,130			1,293					0	1,293							-163	
26	HOLLYFRONTIER CORPORATION	438108108				9/5/2008	10/7/2013	5,131			6,464					0	6,464							-1,333	
27	HOLLYFRONTIER CORPORATION	438108108				9/5/2008	3/11/2013	3,919			1,375					0	1,375							-2,544	
28	HOME DEPOT INC COM	437076102				10/10/2008	4/9/2013	33,403			17,186					0	17,186							-16,217	
29	PREPOT-MCMORAN COPPER & GOLD	35671D857				11/4/2004	3/11/2013	9,480			9,606					0	9,606							-126	
30	GENERAL ELECTRIC CO COM	368604103				5/1/2006	7/29/2013	22,258			24,785					0	24,785							-2,527	
31	GENERAL ELECTRIC CORP	368604103				5/1/2006	10/7/2013	22,258			31,185					0	31,185							-9,927	
32	GENERAL ELECTRIC CORP	368604103				8/22/2012	10/7/2013	14,047			12,024					0	12,024							-2,023	
33	GENERAL ELECTRIC CORP	368604103				5/24/2010	3/11/2013	3,821			3,549					0	3,549							-272	
34	GOLDMAN SACHS GROUP INC COM	38141G104				4/30/2007	7/29/2013	3,575			2,846					0	2,846							-629	
35	EMERSON ELEC CO	291011104				4/30/2007	10/7/2013	11,390			8,441					0	8,441							-2,949	
36	EMERSON ELEC CO	291011104				10/17/2007	3/11/2013	7,034			3,487					0	3,487							-3,547	
37	EXPRESS SCRIPTS HLDG CO COM	30219C108				10/17/2007	5/6/2013	1,084			14,761					0	14,761							-13,677	
38	EXPRESS SCRIPTS HLDG CO COM	30219C108				10/16/2007	5/6/2013	2,876			1,364					0	1,364							-1,512	
39	EXPRESS SCRIPTS HLDG CO COM	30219C108				10/16/2007	10/7/2013	62,961			29,923					0	29,923							-33,038	
40	EXPRESS SCRIPTS HLDG CO COM	30219C108				11/20/2009	7/29/2013	5,440			3,754					0	3,754							-1,686	
41	FLUOR CORP COM NEW	343412102				4/29/2010	3/11/2013	5,819			6,468					0	6,468							-844	
42	FLUOR CORP	343412102				5/24/2010	4/9/2013	14,357			20,357					0	20,357							-6,000	
43	TEVA PHARMACEUTICAL INDLS LTD ADP	81624209				5/13/2011	4/9/2013	26,337			5,280					0	5,280							-21,057	
44	TEVA PHARMACEUTICAL INDLS LTD ADP	81624209				8/15/2011	4/9/2013	18,626			34,030					0	34,030							-15,404	
45	TEVA PHARMACEUTICAL INDLS LTD ADP	81624209				8/15/2011	4/9/2013	3,880			22,873					0	22,873							-19,000	
46	TEVA PHARMACEUTICAL INDLS LTD ADP	81624209				5/23/2006	10/7/2013	5,953			4,892					0	4,892							-1,061	
47	TEVA PHARMACEUTICAL INDLS LTD ADP	81624209				10/26/2008	3/11/2013	322,389			280,767					0	280,767							-41,622	
48	TEVA PHARMACEUTICAL INDLS LTD ADP	81624209				8/15/2011	3/11/2013	14,275			14,083					0	14,083							-192	
49	TEVA PHARMACEUTICAL INDLS LTD ADP	81624209				26/2012	3/11/2013	25,966			24,645					0	24,645							-1,321	
50	JP MORGAN CHASE & CO	46625H100				6/25/2013	7/29/2013	1,759			1,063					0	1,063							-696	
51	JANUS PERKINS SMALL CAP VALUE I	47103C183				9/10/2013	10/7/2013	12,940			11,921					0	11,921							-1,019	
52	JANUS PERKINS SMALL CAP VALUE I	47103C183				4/9/2013	7/29/2013	1,860			1,900					0	1,900							-130	
53	JANUS PERKINS SMALL CAP VALUE I	47103C183				4/9/2013	10/7/2013	6,955			8,243					0	8,243							-1,288	
54	KLA-TENCOR CORP	482480100				4/9/2013	7/29/2013	38,576			44,908					0	44,908							-6,332	
55	LEAR CORP	521865204				9/9/20																			

168 CVS CAREMARK CORP

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

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

Name		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week AS REQD	Compensation	Benefits	Expense Account
1	SUNTRUST BANKS, INC		P O BOX 1908	ORLANDO	FL	32802-1908		TRUSTEE		146,178		
										146,178	0	0

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

	Date	Amount
1 Credit from prior year return		0
2 First quarter estimated tax payment	5/13/2013	3,382
3 Second quarter estimated tax payment	6/13/2013	8,007
4 Third quarter estimated tax payment	9/10/2013	5,061
5 Fourth quarter estimated tax payment	12/11/2013	3,810
6 Other payments		
7 Total		20,260