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Return of Private Foundation

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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 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

, and ending

Name of foundation BYRON NEAL MORRIS & SARA JOSEPHINE MORRIS MEMORIAL TRUST FUND		A Employer identification number 55-6124041
Number and street (or P.O. box number if mail is not delivered to street address) UNITED BANK, INC. PO BOX 393	Room/suite	B Telephone number 304-348-8349
City or town, state or province, country, and ZIP or foreign postal code CHARLESTON, WV 25392		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 621,675.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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).)

(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
------------------------------------	---------------------------	-------------------------	---

Revenue
 MAY 29 2014
 SCANNED
 Operating and Administrative Expenses

1	Contributions, gifts, grants, etc., received			N/A	
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.	4.		STATEMENT 1
4	Dividends and interest from securities	11,819.	11,819.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	43,892.			
b	Gross sales price for all assets on line 6a	256,430.			
7	Capital gain net income (from Part IV, line 2)		43,892.		
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)				
11	Other income				
12	Total. Add lines 1 through 11	55,715.	55,715.		
13	Compensation of officers, directors, trustees, etc	6,561.	6,233.		328.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	1,525.	1,525.		0.
c	Other professional fees				
17	Interest				
18	Taxes	678.	0.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses				
24	Total operating and administrative expenses. Add lines 13 through 23	8,764.	7,758.		328.
25	Contributions, gifts, grants paid	23,549.			23,549.
26	Total expenses and disbursements. Add lines 24 and 25	32,313.	7,758.		23,877.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	23,402.			
b	Net investment income (if negative, enter -0-)		47,957.		
c	Adjusted net income (if negative, enter -0-)			N/A	

6-14 10

BYRON NEAL MORRIS & SARA JOSEPHINE

Form 990-PF (2013)

MORRIS MEMORIAL TRUST FUND

55-6124041

Page **2**

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	10,695.	14,407.	14,407.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Liabilities	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 5	503,846.	523,102.	607,268.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	514,541.	537,509.	621,675.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	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, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	514,541.	537,509.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	514,541.	537,509.	
	31 Total liabilities and net assets/fund balances	514,541.	537,509.	

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	514,541.
2 Enter amount from Part I, line 27a	2	23,402.
3 Other increases not included in line 2 (itemize) ▶ <u>2012 INTEREST POSTED IN 2013</u>	3	819.
4 Add lines 1, 2, and 3	4	538,762.
5 Decreases not included in line 2 (itemize) ▶ <u>2013 INTEREST POSTED IN 2014</u>	5	1,253.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	537,509.

Form **990-PF** (2013)

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				
b SEE ATTACHED STATEMENT				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 256,430.		212,538.	43,892.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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	
a			
b			
c			
d			
e			43,892.

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	43,892.
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). If (loss), enter -0- in Part I, line 8			{ }	3

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	28,982.	563,641.	.051419
2011	29,659.	578,966.	.051228
2010	22,274.	554,577.	.040164
2009	22,464.	494,845.	.045396
2008	35,163.	542,947.	.064763

2 Total of line 1, column (d)	2	.252970
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	.050594
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	592,125.
5 Multiply line 4 by line 3	5	29,958.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	480.
7 Add lines 5 and 6	7	30,438.
8 Enter qualifying distributions from Part XII, line 4	8	23,877.

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.

BYRON NEAL MORRIS & SARA JOSEPHINE

Form 990-PF (2013)

MORRIS MEMORIAL TRUST FUND

55-6124041

Page **4**

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	959.
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	959.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	959.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	520.	
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	520.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	439.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
			X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.	1b		X
c Did the foundation file Form 1120-POL for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ <u>0.</u> (2) On foundation managers. <input type="checkbox"/> \$ <u>0.</u>			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ <u>0.</u>			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> WV			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(i)(3) or 4942(i)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

N/A

Form **990-PF** (2013)

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 ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>UNITED BANK, INC., ATTN: JEFF CARMICHA</u> Telephone no. ► <u>304-348-8381</u> Located at ► <u>500 VIRGINIA ST., EAST 3RD FLOOR, CHARLESTON, WV</u> ZIP+4 ► <u>25301</u>			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	N/A	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	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. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	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)? ☐ 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ 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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

X

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?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
UNITED BANK, INC. PO BOX 393 CHARLESTON, WV 25392	TRUSTEE 1.00	6,561.	0.	0.

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

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

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

0

Part VIII

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

3

Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1	N/A	
2		
3		
4		

Part IX-B

Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1	N/A	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		0.

**BYRON NEAL MORRIS & SARA JOSEPHINE
MORRIS MEMORIAL TRUST FUND**
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	589,695.
b	Average of monthly cash balances	1b	11,447.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	601,142.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	601,142.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	9,017.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	592,125.
6	Minimum investment return. Enter 5% of line 5	6	29,606.

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	29,606.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	959.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	959.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	28,647.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	28,647.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	28,647.

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	23,877.
b	Program-related investments - total from Part IX-B	1b	0.
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	23,877.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	23,877.

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				28,647.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	1,596.			
b From 2009				
c From 2010				
d From 2011	1,083.			
e From 2012	1,772.			
f Total of lines 3a through e	4,451.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$	23,877.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				23,877.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	4,451.			4,451.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				319.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

- b 85% of line 2a**

- c** Qualifying distributions from Part XII,
line 4 for each year listed

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- e** Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

- 3** Complete 3a, b, or c for the alternative test relied upon:

- a "Assets" alternative test - enter:
(1) Value of all assets

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)**

- b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c "Support" alternative test - enter:**

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here ☒ 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:

N/A

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

N/A

- c Any submission deadlines:**

N/A

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

N/A

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a Paid during the year				
SHRINERS HOSPITAL FOR CHILDREN 2900 ROCKY POINT ROAD TAMPA, FL 33631-3356		PUBLIC	CHARITABLE	11,775.
UNIVERSITY OF CHARLESTON 2300 MACCORKLE AVE. SE CHARLESTON, WV 25304		PUBLIC	EDUCATIONAL	11,774.
Total				23,549.
b Approved for future payment				
NONE				
Total				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
	(a) Business code	(b) Amount	(c) Exclu- sion 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			14	4.		
4 Dividends and interest from securities			14	11,819.		
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	43,892.		
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.		55,715.		0.
13 Total. Add line 12, columns (b), (d), and (e)						

(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

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date 5/9/14

Trust Advisor
Title

May the IRS discuss this return with the preparer shown below (see instr.)?

**Paid
Preparer
Use Only**

Print/Type preparer's name

BRENDA PAULEY, CPA

Firm's name ► HAYFLICH CPAS

Firm's address ► 608 TENNESSEE AVENUE
CHARLESTON, WV 25302

Preparer's signature

Brenda L. Panley, CPA
S

Date _____

5/8/14

Check ☐ if self-employed

PTIN

P01320955

Firm's EIN ► 37-1496963

Phone no. (304) 343-5511

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 UNITED BANK STATEMENT 1045000326	P	06/30/13	12/31/13
b	SEE ATTACHED UNITED BANK STATEMENT 1045000326	P	VARIOUS	12/31/13
c	STEELPATH MLP ALPHA FUND CLASS Y - PRINCIPAL DIST	P	VARIOUS	12/31/13
d	TYCO LITIGATION DISTRIBUTION	P	VARIOUS	09/27/13
e	ENRON LITIGATION DISTRIBUTION	P	VARIOUS	10/28/13
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 72,687.		67,193.	5,494.
b 175,961.		145,345.	30,616.
c 526.			526.
d 259.			259.
e 147.			147.
f 6,850.			6,850.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			5,494.
b			30,616.
c			526.
d			259.
e			147.
f			6,850.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	43,892.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
UNITED BANK - SAVING INTEREST	4.	4.	
TOTAL TO PART I, LINE 3	4.	4.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
UNITED BANK	18,669.	6,850.	11,819.	11,819.	
TO PART I, LINE 4	18,669.	6,850.	11,819.	11,819.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HAYFLICH GRIGORACI PLLC	1,325.	1,325.		0.
UNITED BANK TAX FEE	200.	200.		0.
TO FORM 990-PF, PG 1, LN 16B	1,525.	1,525.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	678.	0.		0.
TO FORM 990-PF, PG 1, LN 18	678.	0.		0.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 5

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
DIAMOND HILLS FD L/S FD 11	COST	24,780.	30,458.
DRIEHAUS FUNDS ACTIVE INC	COST	30,073.	29,927.
FED STRAT. INCOME FD 653	COST	11,362.	11,257.
FED TOTAL RET INSTL SHS 328	COST	33,165.	33,400.
HARBOR INTL FUND	COST	36,393.	46,546.
HARDING LOEVNER EMRG MKTS	COST	28,006.	35,209.
HATTERAS ALPHA HEDGED STRAT.	COST	10,484.	11,903.
NATIXIS VAUGHN NELSON SMALL	COST	14,333.	18,352.
PIMCO ALL ASSET FD INST 34	COST	26,457.	30,058.
PIMCO TOTAL RETURN FUND	COST	33,278.	33,446.
RIVERPARK/WEDGEWOOD LARGE CAP FOCUS	COST	40,424.	56,739.
DOUBLELINE TOTAL RETURN BOND FD	COST	11,449.	11,010.
ING GLOBAL REAL ESTATE	COST	11,342.	12,024.
PRUDENTIAL JENNISON MID CAP	COST	17,062.	20,602.
TOUCHSTONE SMALL CAP CORE FD	COST	19,476.	27,042.
VANGUARD 500 INDEX FD	COST	47,503.	59,272.
WINSLOW OSTERWESI STRAT. INC.	COST	11,132.	11,141.
TEMPLETON GLOBAL BOND	COST	11,078.	11,454.
AQR FUNDS MANAGED FUTURES	COST	19,285.	19,983.
NORTHERN LIGHTS FUND SHS	COST	11,546.	12,670.
RS NATURAL RESOURCES Y CLASS	COST	6,024.	5,972.
VANGUARD HIGH YIELD DIV. INDEX	COST	49,473.	57,025.
WASATCH INTERNATIONAL GROWTH	COST	9,299.	10,656.
WESTCORE INTERNATIONAL SMALL CAP	COST	9,678.	11,122.
TOTAL TO FORM 990-PF, PART II, LINE 13		523,102.	607,268.

ACCOUNT # 1045000326
TAX ID 55-6124041
FROM 01/01/2013
TO 12/31/2013
FISCAL YEAR: 12/31

UNITED BANK, INC.
Gain and Loss Report
UB TRUSTEE BYRON N & SARA J
MORRIS MEMORIAL

PAGE 1
AS OF 02/13/2014
RUN FEB 13 2014

GAIN AND LOSS DETAIL					
CUSIP #/ PROPERTY DESCRIPTION -----	DATE SOLD/ ACQUIRED -----	PROCEEDS OF SALE -----	COST -----	GAIN OR LOSS -----	REG COVERED -----
SHORT TERM CAPITAL GAIN (LOSS) -----					
373.59 SHARES OF HARDING LOEVNER GLOBAL EQUITY	02/21/2013 02/22/2012	9,963.61	9,231.41	732.20	65 C
339 SHARES OF TFS MARKET NEUTRAL FUND	02/21/2013 02/22/2012	5,407.02	5,037.54	369.48	65 C
1014.7 SHARES OF FEDERATED STRATEGIC VALUE DIVIDEND FUND IS #662	03/05/2013 08/23/2012	5,327.18	5,154.68	172.50	60 C
1156.403 SHARES OF ALTEGRIS MANAGED FUTURES STRATEGY CLASS I	03/05/2013 06/15/2012	11,043.65	11,309.68	(266.03)	65 C
342.226 SHARES OF VANGUARD DIVIDEND GROWTH FUND CLASS I	03/05/2013 06/26/2012	6,177.18	5,438.02	739.16	65 C
38.44 SHARES OF ING GLOBAL REAL ESTATE CLASS I	03/05/2013 08/23/2012	716.52	663.86	52.66	65 C
76.246 SHARES OF STEELPATH MLP ALPHA FUND CLASS Y	03/05/2013 08/23/2012	889.03	812.78	76.25	65 C
128.507 SHARES OF NORTHERN LIGHTS FUND TRUST MACRO STRATEGY CLASS I	06/28/2013 03/05/2013	1,112.87	1,132.14	(19.27)	65 C

Part IV- 1

ACCOUNT # 1045000326
TAX ID 55-6124041
FROM 01/01/2013
TO 12/31/2013
FISCAL YEAR: 12/31

UNITED BANK, INC.
Gain and Loss Report
UB TRUSTEE BYRON N & SARA J
MORRIS MEMORIAL

PAGE 2
AS OF 02/13/2014
RUN FEB 13 2014

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG	COVERED
-----	-----	-----	-----	-----	---	-----
SHORT TERM CAPITAL GAIN (LOSS) - CONTINUED						
50.16 SHARES OF PRUDENTIAL JENNISON MID CAP GROWTH SHARE CLASS Z CLOSED TO NEW INVESTORS	08/21/2013 12/27/2012	1,855.92	1,612.66	243.26	65	C
184.62 SHARES OF VANGUARD HIGH YIELD DIVIDEND INDEX INV	08/21/2013 03/05/2013	4,152.11	3,954.56	197.55	65	C
44.244 SHARES OF VANGUARD 500 INDEX FUND SIGNAL CLASS	08/21/2013 12/20/2012	5,550.85	4,892.96	657.89	65	C
31.612 SHARES OF WASATCH INTERNATIONAL GROWTH INV	08/21/2013 03/05/2013	857.95	801.36	56.59	65	C
22.816 SHARES OF WESTCORE INTERNATIONAL SMALL CAP	08/21/2013 03/05/2013	431.45	422.10	9.35	65	C
992.695 SHARES OF STEELPATH MLP ALPHA FUND CLASS Y	08/21/2013 08/23/2012	11,823.00	10,582.13	1,240.87	65	C
24.944 SHARES OF PRUDENTIAL JENNISON MID CAP GROWTH SHARE CLASS Z CLOSED TO NEW INVESTORS	12/10/2013 12/27/2012	993.00	801.96	191.04	65	C
110.929 SHARES OF VANGUARD HIGH YIELD DIVIDEND INDEX INV	12/10/2013 03/05/2013	2,693.00	2,376.10	316.90	65	C

ACCOUNT # 1045000326
TAX ID 55-6124041
FROM 01/01/2013
TO 12/31/2013
FISCAL YEAR: 12/31

UNITED BANK, INC.
Gain and Loss Report
UB TRUSTEE BYRON N & SARA J
MORRIS MEMORIAL

PAGE 3
AS OF 02/13/2014
RUN FEB 13 2014

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG	COVERED
-----	-----	-----	-----	-----	---	----
SHORT TERM CAPITAL GAIN (LOSS) - CONTINUED						

26.845 SHARES OF VANGUARD 500 INDEX FUND SIGNAL CLASS	12/10/2013 12/20/2012	3,693.00	2,968.80	724.20	65	C
TOTAL SHORT TERM CAPITAL GAIN (LOSS)		72,687.34	67,192.74	5,494.60		

ACCOUNT # 1045000326
TAX ID 55-6124041
FROM 01/01/2013
TO 12/31/2013
FISCAL YEAR: 12/31

UNITED BANK, INC.
Gain and Loss Report
UB TRUSTEE BYRON N & SARA J
MORRIS MEMORIAL

PAGE 4
AS OF 02/13/2014
RUN FEB 13 2014

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION -----	DATE SOLD/ ACQUIRED -----	PROCEEDS OF SALE -----	COST -----	GAIN OR LOSS -----	REG ---	COVERED ----
LONG TERM CAPITAL GAIN (LOSS) -----						
725.43 SHARES OF HARDING LOEVNER GLOBAL EQUITY	02/21/2013 03/04/2010	19,347.15	15,633.02	3,714.13	65	
64.562 SHARES OF HARDING LOEVNER GLOBAL EQUITY	02/21/2013 08/24/2011	1,721.87	1,445.54	276.33	65	
407.87 SHARES OF TFS MARKET NEUTRAL FUND	02/21/2013 02/16/2011	6,505.49	6,248.57	256.92	65	
228.022 SHARES OF FEDERATED STRATEGIC INCOME FUND #653 CLASS I	03/05/2013 02/16/2011	2,132.00	2,079.56	52.44	60	
430.661 SHARES OF FEDERATED TOTAL RETURN INSTL SHS #328	03/05/2013 08/28/2008	4,900.92	4,513.33	387.59	60	
3447.021 SHARES OF FEDERATED STRATEGIC VALUE DIVIDEND FUND IS #662	03/05/2013 08/20/2009	18,096.86	12,857.39	5,239.47	60	
979.16 SHARES OF FEDERATED STRATEGIC VALUE DIVIDEND FUND IS #662	03/05/2013 03/04/2010	5,140.59	3,906.85	1,233.74	60	
1575.492 SHARES OF FEDERATED STRATEGIC VALUE DIVIDEND FUND IS #662	03/05/2013 02/16/2011	8,271.33	7,042.45	1,228.88	60	

ACCOUNT # 1045000326
TAX ID 55-6124041
FROM 01/01/2013
TO 12/31/2013
FISCAL YEAR: 12/31

UNITED BANK, INC.
Gain and Loss Report
UB TRUSTEE BYRON N & SARA J
MORRIS MEMORIAL

PAGE 5
AS OF 02/13/2014
RUN FEB 13 2014

GAIN AND LOSS DETAIL									
CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG	COVERED			
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED									
648.473 SHARES OF VANGUARD DIVIDEND GROWTH FUND CLASS I	03/05/2013 08/25/2010	11,704.94	8,138.33	3,566.61	65				
1299.155 SHARES OF VANGUARD DIVIDEND GROWTH FUND CLASS I	03/05/2013 02/16/2011	23,449.75	19,500.32	3,949.43	65				
35.388 SHARES OF VANGUARD DIVIDEND GROWTH FUND CLASS I	03/05/2013 08/24/2011	638.75	501.44	137.31	65				
187.663 SHARES OF DOUBLELINE TOTAL RETURN BOND FUND CLASS I	03/05/2013 02/22/2012	2,131.85	2,105.58	26.27	65	C			
60.99 SHARES OF HATTERAS ALPHA HEDGED STRATEGIES	03/05/2013 08/24/2011	670.28	633.69	36.59	65				
224.072 SHARES OF NATIXIS VAUGHAN NELSON SMALL CAP VALUE FUND CLASS Y CLOSED TO NEW INVESTORS	03/05/2013 02/25/2009	4,689.82	3,358.84	1,330.98	65				
679.808 SHARES OF PIMCO TOTAL RETURN FUND	03/05/2013 02/25/2009	7,641.04	6,804.88	836.16	65				
257.189 SHARES OF TOUCHSTONE SMALL CAP CORE FUND	03/05/2013 02/22/2012	4,691.13	3,906.70	784.43	65	C			

ACCOUNT # 1045000326
TAX ID 55-6124041
FROM 01/01/2013
TO 12/31/2013
FISCAL YEAR: 12/31

UNITED BANK, INC.
Gain and Loss Report
UB TRUSTEE BYRON N & SARA J
MORRIS MEMORIAL

PAGE 6
AS OF 02/13/2014
RUN FEB 13 2014

GAIN AND LOSS DETAIL					
CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG COVERED
-----	-----	-----	---	-----	-----
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED					
1180.34 SHARES OF NORTHERN LIGHTS FUND TRUST MACRO STRATEGY CLASS I	06/28/2013 06/15/2012	10,221.72	11,413.94	(1,192.22)	65 C
884.885 SHARES OF FEDERATED TOTAL RETURN INSTL SHS #328	08/21/2013 08/28/2008	9,601.00	9,273.60	327.40	60
42.494 SHARES OF HARBOR INTERNATIONAL FUND	08/21/2013 08/28/2008	2,820.75	2,572.15	248.60	65
1.469 SHARES OF HATTERAS ALPHA HEDGED STRATEGIES	08/21/2013 08/24/2011	16.51	15.26	1.25	65
125.107 SHARES OF NATIXIS VAUGHAN NELSON SMALL CAP VALUE FUND CLASS Y CLOSED TO NEW INVESTORS	08/21/2013 02/25/2009	2,881.22	1,875.35	1,005.87	65
876.33 SHARES OF PIMCO TOTAL RETURN FUND	08/21/2013 02/25/2009	9,297.86	8,772.06	525.80	65
408.85 SHARES OF RIVERPARK/WEDGEWOOD LARGE CAP FOCUSED GROWTH FUND SHARE CLASS I	08/21/2013 08/24/2011	6,496.62	4,317.46	2,179.16	65
122.078 SHARES OF TOUCHSTONE SMALL CAP CORE FUND	08/21/2013 02/22/2012	2,326.81	1,854.37	472.44	65 C

ACCOUNT # 1045000326
TAX ID 55-6124041
FROM 01/01/2013
TO 12/31/2013
FISCAL YEAR: 12/31

UNITED BANK, INC.
Gain and Loss Report
UB TRUSTEE BYRON N & SARA J
MORRIS MEMORIAL

PAGE 7
AS OF 02/13/2014
RUN FEB 13 2014

GAIN AND LOSS DETAIL						
CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG	COVERED
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED						
14.31 SHARES OF HARBOR INTERNATIONAL FUND	12/10/2013 08/28/2008	993.00	866.18	126.82	65	
40.04 SHARES OF HARDING LOEVNER EMERGING MARKET PORT ADVISOR CLASS	12/10/2013 02/25/2009	1,993.00	923.72	1,069.28	65	
50.94 SHARES OF NATIXIS VAUGHAN NELSON SMALL CAP VALUE FUND CLASS Y CLOSED TO NEW INVESTORS	12/10/2013 02/25/2009	1,293.00	763.59	529.41	65	
245.714 SHARES OF RIVERPARK/WEDGEWOOD LARGE CAP FOCUSED GROWTH FUND SHARE CLASS I	12/10/2013 08/24/2011	4,293.00	2,594.74	1,698.26	65	
93.853 SHARES OF TOUCHSTONE SMALL CAP CORE FUND	12/10/2013 02/22/2012	1,993.00	1,425.63	567.37	65	C
TOTAL LONG TERM CAPITAL GAIN (LOSS)		175,961.26	145,344.54	30,616.72		

ACCOUNT # 1045000326
TAX ID 55-6124041
FROM 01/01/2013
TO 12/31/2013
FISCAL YEAR: 12/31

UNITED BANK, INC.
Gain and Loss Report
UB TRUSTEE BYRON N & SARA J
MORRIS MEMORIAL

PAGE 8
AS OF 02/13/2014
RUN FEB 13 2014

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION -----	DATE SOLD/ ACQUIRED -----	PROCEEDS OF SALE -----	COST -----	GAIN OR LOSS -----	REG ---	COVERED -----
SHORT TERM CAPITAL GAINS DIVIDENDS -----						
983.448 BASIS SHARES OF NATIXIS VAUGHAN NELSON SMALL CAP VALUE FUND CLASS Y CLOSED TO NEW INVESTORS				131.68	65	
3128.717 BASIS SHARES OF PIMCO TOTAL RETURN FUND				35.97	65	
3214.652 BASIS SHARES OF RIVERPARK/WEDGEWOOD LARGE CAP FOCUSED GROWTH FUND SHARE CLASS I				235.63	65	
941 BASIS SHARES OF WINSLOW OSTERWEIS STRATEGIC INCOME FUND				7.84	65	
508.825 BASIS SHARES OF PRUDENTIAL JENNISON MID CAP GROWTH SHARE CLASS Z CLOSED TO NEW INVESTORS				170.54	65	
167 BASIS SHARES OF RS NATURAL RESOURCES Y CLASS				56.55	65	
807.401 BASIS SHARES OF NATIXIS VAUGHAN NELSON SMALL CAP VALUE FUND CLASS Y CLOSED TO NEW INVESTORS				610.23	65	

ACCOUNT # 1045000326
TAX ID 55-6124041
FROM 01/01/2013
TO 12/31/2013
FISCAL YEAR: 12/31

UNITED BANK, INC.
Gain and Loss Report
UB TRUSTEE BYRON N & SARA J
MORRIS MEMORIAL

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION -----	DATE SOLD/ ACQUIRED -----	PROCEEDS OF SALE -----	COST -----	GAIN OR LOSS -----	REG ---	COVERED -----
SHORT TERM CAPITAL GAINS DIVIDENDS - CONTINUED						
1887 BASIS SHARES OF AQR FUNDS MANAGED FUTURES STRATEGY CLASS I				21.17	65	
TOTAL SHORT TERM CAPITAL GAINS DIVIDENDS			0.00	1,269.61		

ACCOUNT # 1045000326
TAX ID 55-6124041
FROM 01/01/2013
TO 12/31/2013
FISCAL YEAR: 12/31

UNITED BANK, INC.
Gain and Loss Report
UB TRUSTEE BYRON N & SARA J
MORRIS MEMORIAL

PAGE 10
AS OF 02/13/2014
RUN FEB 13 2014

GAIN AND LOSS DETAIL						
CUSIP #/ PROPERTY DESCRIPTION -----	DATE SOLD/ ACQUIRED -----	PROCEEDS OF SALE -----	COST -----	GAIN OR LOSS -----	REG -----	COVERED -----
LONG TERM CAPITAL GAINS DIVIDENDS -----						
983.448 BASIS SHARES OF NATIXIS VAUGHAN NELSON SMALL CAP VALUE FUND CLASS Y CLOSED TO NEW INVESTORS				368.20	65	
3128.717 BASIS SHARES OF PIMCO TOTAL RETURN FUND				188.22	65	
1282.204 BASIS SHARES OF TOUCHSTONE SMALL CAP CORE FUND				378.13	65	
3214.652 BASIS SHARES OF RIVERPARK/WEDGEWOOD LARGE CAP FOCUSED GROWTH FUND SHARE CLASS I				595.03	65	
508.825 BASIS SHARES OF PRUDENTIAL JENNISON MID CAP GROWTH SHARE CLASS Z CLOSED TO NEW INVESTORS				336.06	65	
875 BASIS SHARES OF TEMPLETON GLOBAL BOND FUND				2.71	65	
721.947 BASIS SHARES OF HARDING LOEVNER EMERGING MARKET PORT ADVISOR CLASS				928.06	65	
167 BASIS SHARES OF RS NATURAL RESOURCES Y CLASS				162.32	65	

ACCOUNT # 1045000326
TAX ID 55-6124041
FROM 01/01/2013
TO 12/31/2013
FISCAL YEAR: 12/31

UNITED BANK, INC.
Gain and Loss Report
UB TRUSTEE BYRON N & SARA J
MORRIS MEMORIAL

PAGE 11
AS OF 02/13/2014
RUN FEB 13 2014

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG	COVERED
LONG TERM CAPITAL GAINS DIVIDENDS - CONTINUED						
807.401 BASIS SHARES OF NATIXIS VAUGHAN NELSON SMALL CAP VALUE FUND CLASS Y CLOSED TO NEW INVESTORS				2,033.84	65	
366.807 BASIS SHARES OF WASATCH INTERNATIONAL GROWTH INV				262.39	65	
3067.04 BASIS SHARES OF FEDERATED TOTAL RETURN INSTL SHS #328				143.80	60	
1887 BASIS SHARES OF AQR FUNDS MANAGED FUTURES STRATEGY CLASS I				181.47	65	
TOTAL LOSS FROM PARTNERSHIPS, S CORPORATIONS, OR OTHER FIDUCIARIES		(1.02)	0.00	(1.02)		
TOTAL LONG TERM CAPITAL GAINS DIVIDENDS		(1.02)	0.00	5,579.21		

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TAX ID 55-6124041
FROM 01/01/2013
TO 12/31/2013
FISCAL YEAR: 12/31

UNITED BANK, INC.
Gain and Loss Report
UB TRUSTEE BYRON N & SARA J
MORRIS MEMORIAL

PAGE 12
AS OF 02/13/2014
RUN FEB 13 2014

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION -----	DATE SOLD/ ACQUIRED -----	PROCEEDS OF SALE -----	COST -----	GAIN OR LOSS -----	REG ---	COVERED -----
SEC 1250 CAPITAL GAINS DIVIDENDS -----						
TOTAL GAIN FROM PARTNERSHIPS, S CORPORATIONS, OR OTHER FIDUCIARIES		1.02	0.00	1.02		
TOTAL SEC 1250 CAPITAL GAINS DIVIDENDS		1.02	0.00	1.02		

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TAX ID 55-6124041
FROM 01/01/2013
TO 12/31/2013
FISCAL YEAR: 12/31

UNITED BANK, INC.
Gain and Loss Report
UB TRUSTEE BYRON N & SARA J
MORRIS MEMORIAL

PAGE 13
AS OF 02/13/2014
RUN FEB 13 2014

SUMMARY OF CAPITAL GAINS AND LOSSES

TOTAL SHORT TERM CAPITAL GAIN (LOSS)	5,494.60	
TOTAL SHORT TERM CAPITAL GAINS DIVIDENDS	1,269.61	
NET SHORT TERM CAPITAL GAIN (LOSS)	<u>6,764.21</u>	6,764.21
TOTAL LONG TERM CAPITAL GAIN (LOSS)	30,616.72	
TOTAL LONG TERM CAPITAL GAINS DIVIDENDS	5,579.21	
TOTAL 28% RATE CAPITAL GAINS DIVIDENDS	0.00	
TOTAL SEC 1250 CAPITAL GAINS DIVIDENDS	1.02	
TOTAL SEC 1202 CAPITAL GAINS DIVIDENDS	0.00	
NET LONG TERM CAPITAL GAIN (LOSS)	<u>36,196.95</u>	36,196.95
NET CAPITAL GAIN (LOSS)		<u>42,961.16</u>
TOTAL GAIN/LOSS FROM SALES WITH UNKNOWN COST/ACQUISITION DATE		0.00