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Return of Private Foundation

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

► Do not enter Social Security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

THE CARSON FAMILY FOUNDATION
C/O BANK OF AMERICA, N.A.

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

P O BOX 26262

A Employer identification number

56-1953678

City or town, state or province, country, and ZIP or foreign postal code

GREENSBORO, NC 27402

G Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

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

I Fair market value of all assets at end of year **J Accounting method** Cash Accrual
(from Part II, col. (c), line 16) Other (specify) _____

► \$ 992,267. (Part I, column (d) must be on cash basis)

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			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	7.	7.		STATEMENT 1
4	Dividends and interest from securities	18,907.	18,907.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	35,742.			
b	Gross sales price for all assets on line 6a	529,531.			
7	Capital gain net income (from Part IV, line 2)		35,742.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold	RECEIVED			
c	Gross profit or (loss)				
11	Other income				
	MAY 15 2014				
12	Total. Add lines 1 through 11	54,656.	54,656.		
	IRS OSC				
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	STMT 3	2,050.	2,050.	0.
c	Other professional fees	STMT 4	8,954.	8,954.	0.
17	Interest				
18	Taxes	STMT 5	748.	748.	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		11,752.	11,752.	0.
25	Contributions, gifts, grants paid		46,950.		46,950.
26	Total expenses and disbursements. Add lines 24 and 25		58,702.	11,752.	46,950.
27	Subtract line 26 from line 12		<4,046.		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		42,904.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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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
	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments		22,769.	20,319.
	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		360.	360.
	9	Prepaid expenses and deferred charges			360.
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock	STMT 6	397,819.	454,066.
	c	Investments - corporate bonds	STMT 7	222,193.	185,372.
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other	STMT 8	206,835.	185,813.
	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)		849,976.	845,930.
	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			
	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		849,976.	845,930.
	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		849,976.	845,930.
	31	Total liabilities and net assets/fund balances		849,976.	845,930.

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	849,976.
2	Enter amount from Part I, line 27a	2	<4,046.>
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	845,930.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	845,930.

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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 SECURITIES - SEE ATTACHMENT #2					
b CAPITAL GAINS DIVIDENDS					
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 517,053.			493,789.	23,264.	
b 12,478.				12,478.	
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(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		
a				23,264.	
b				12,478.	
c					
d					
e					
2 Capital gain net income or (net capital loss)		If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	35,742.
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

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	45,685.	902,057.	.050645
2011	41,335.	927,476.	.044567
2010	38,600.	847,797.	.045530
2009	47,201.	777,280.	.060726
2008	54,136.	980,584.	.055208

2 Total of line 1, column (d)

2 .256676

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 .051335

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4 950,280.

5 Multiply line 4 by line 3

5 48,783.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 429.

7 Add lines 5 and 6

7 49,212.

8 Enter qualifying distributions from Part XII, line 4

8 46,950.

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

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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)	1	858.
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		
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	858.
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	858.
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	360.
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	360.
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	498.
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 ►	11	
	Refunded ►	

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?	Yes	No
1b 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>	1a	X
1c Did the foundation file Form 1120-POL for this year?	1b	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.	1c	X
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.		
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>	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?	4a	X
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>	4b	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?	5	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>	N/A	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► NC	6	X
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? <i>If "No," attach explanation</i>	7	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>	8b	X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	9	X
	10	X

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Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
14 The books are in care of ► BANK OF AMERICA, N.A. Telephone no ► 336-543-1350 Located at ► P O BOX 26262, GREENSBORO, NC ZIP+4 ► 27402		
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	Yes	No
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X 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"/> X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X 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"/> X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 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? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
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 ►	2b	
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"/> X No
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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?	4a	X
		4b	X

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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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► <input type="checkbox"/>		5b	
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b	X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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
PATRICIA L. CARSON 5402 WESTFIELD DRIVE GREENSBORO, NC 27410	PRESIDENT 0.00	0.	0.	0.
STEPHEN T. CARSON 5402 WESTFIELD DRIVE GREENSBORO, NC 27410	SEC/TREAS 0.00	0.	0.	0.
BANK OF AMERICA, N.A. P O BOX 26262 GREENSBORO, NC 27402	ASST. SEC. 0.00	0.	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

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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		
3		
Total. Add lines 1 through 3		0.

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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	951,442.
b	Average of monthly cash balances	1b	13,309.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	964,751.
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	964,751.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	14,471.
5	Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	950,280.
6	Minimum investment return Enter 5% of line 5	6	47,514.

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	47,514.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	858.	
b	Income tax for 2013 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b	2c	858.	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	46,656.	
4	Recoveries of amounts treated as qualifying distributions	4	0.	
5	Add lines 3 and 4	5	46,656.	
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	46,656.	

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		1a	46,950.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b		0.
b	Program-related investments - total from Part IX-B	2		
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a		
3	Amounts set aside for specific charitable projects that satisfy the	3b		
a	Suitability test (prior IRS approval required)	4	46,950.	
b	Cash distribution test (attach the required schedule)	5	0.	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	46,950.	
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			
6	Adjusted qualifying distributions. Subtract line 5 from line 4			

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

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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				46,656.
2 Undistributed income, if any, as of the end of 2013			44,769.	
a Enter amount for 2012 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 46,950.			44,769.	
a Applied to 2012, but not more than line 2a				
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	0.			2,181.
e Remaining amount distributed out of corpus	0.			0.
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		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				44,475.
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				

THE CARSON FAMILY FOUNDATION
C/O BANK OF AMERICA, N.A.

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

N/A

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

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

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

4942(j)(3) or 4942(l)(5)

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))

SEE STATEMENT 9

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.

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

c. Any submission deadlines

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

THE CARSON FAMILY FOUNDATION
C/O BANK OF AMERICA, N.A.

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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				
AIDS/LIFECYCLE 1035 MARKET ST., STE 400 SAN FRANCISCO, CA 94103	NONE	501(C)(3)	SUPPORT HIV/AIDS SERVICES	100.
AMIKIDS 5915 BENJAMIN CENTER DRIVE TAMPA, FL 33634	NONE	501(C)(3)	SUPPORT CHILDREN'S PROGRAMS.	1,000.
BRIGHTTEST HORIZONS CHILD DEV CTR 10320 GLADIOLUS DRIVE FORT MYERS, FL 33908	NONE	501(C)(3)	SUPPORT LOW INCOME CHILD CARE AND DEVELOPMENT	1,000.
CHRIST CHILD SOCIETY OF AKRON P O BOX 13411 AKRON, OH 44334	NONE	501(C)(3)	SUPPORT CHILDREN IN NEED	500.
CHRIST COMMUNITY CHURCH 811 JEFFERSON ROAD GREENSBORO, NC 27410	NONE	PUBLIC CHARITY	SUPPORT RELIGIOUS ACTIVITIES	10,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 46,950.
b Approved for future payment				
NONE				
Total				► 3b 0.

THE CARSON FAMILY FOUNDATION
C/O BANK OF AMERICA, N.A.

Form 990-PF (2013)

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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	7.
4 Dividends and interest from securities				14	18,907.
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	35,742.
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.		54,656.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	54,656.
(See worksheet in line 13 instructions to verify calculations)					

Relationship of Activities to the Accomplishment of Exempt Purposes

THE CARSON FAMILY FOUNDATION
C/O BANK OF AMERICA, N.A.

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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?

a Transfers from the reporting foundation to a noncharitable exempt organization of

- (1) Cash
- (2) Other assets

- b Other transactions**
 - (1) Sales of assets to a noncharitable exempt organization
 - (2) Purchases of assets from a noncharitable exempt organization
 - (3) Rental of facilities, equipment, or other assets
 - (4) Reimbursement arrangements
 - (5) Loans or loan guarantees
 - (6) Performance of services or membership or fundraising solicitation

6. Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule.

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

**Sign
Here**

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

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

Signature of officer or trustee

Dat

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name UBERT L. FROST	Preparer's signature 	Date MAY 01 2014	Check <input type="checkbox"/> if self-employed	PTIN P00439853
Firm's name ► BRESLOWSTARLINGFROSTWARNERBOGERHIATT			Firm's EIN ► 56-0593053	
Firm's address ► 3825 WEST MARKET STREET, SUITE 200 GREENSBORO, NC 27407			Phone no 336 292-6872	

THE CARSON FAMILY FOUNDATION
C/O BANK OF AMERICA, N.A.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
COOL BRANCH FIRE & RESCUE FUND PO BOX 76 PENHOOK, VA 24137	NONE	PUBLIC CHARITY	SUPPORT VOLUNTEER RESCUE PROGRAM	5,000.
DAUGHTERS OF DIVINE CHARITY 9850 HYLAN BLVD STATEN ISLAND, NY 10305	NONE	PUBLIC CHARITY	SUPPORT RELIGIOUS ACTIVITIES	4,500.
FOLDS OF HONOR 5800 N PATRIOT DRIVE OWASSO, OK 74055	NONE	501(C)(3)	SUPPORT MILITARY FAMILIES.	1,000.
GREENSBORO NATURAL SCIENCE CENTER 4301 LAWNDALE FRIVE GREENSBORO, NC 27455	NONE	PUBLIC CHARITY	SUPPORT SCIENCE CENTER	5,000.
GULF HARBOR MEMORIAL FOUNDATION 14501 OCEAN BLUFF DRIVE FORT MYERS, FL 33908	NONE	501(C)(3)	SUPPORT VARIOUS CHARITABLE ACTIVITIES	1,000.
HEIGHTS FOUNDATION 15570 HAGIE DRIVE FORT MYERS, FL 33908	NONE	501(C)(3)	SUPPORT PROGRAMS IN DISTRESSED COMMUNITY.	1,150.
INTERVAL BROTHERHOOD HOME 3445 S. MAIN STREET AKRON, OH 44319	NONE	501(C)(3)	SUPPORT RESIDENTIAL ADDICTION TREATMENT CENTER	500.
KIDS VOTING - GUILFORD COUNTY 338 N. ELM STREET, SUITE 110 GREENSBORO, NC 27401	NONE	501(C)(3)	SUPPORT EDUCATION OF YOUTH ABOUT VOTING	100.
LOVING PET INN ADOPTIONS 820 GALLIMORE DAIRY ROAD HIGH POINT, NC 27265	NONE	501(C)(3)	SUPPORT CARE OF HOMELESS PETS	1,000.
MAKE A WISH FOUNDATION PO BOX 29119 PHOENIX, AZ 85038	NONE	501(C)(3)	SUPPORT WISH-GRANTING FOR ILL CHILDREN	500.
Total from continuation sheets				34,350.

THE CARSON FAMILY FOUNDATION
C/O BANK OF AMERICA, N.A.

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Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NC ZOOLOGICAL SOCIETY 4403 ZOO PARKWAY ASHEBORO, NC 27205	NONE	501(C)(3)	SUPPORT NC ZOOLOGICAL PARK	1,000.
OREGON PUBLIC BROADCASTING 7140 SW MACADAM AVENUE PORTLAND, OR 97219	NONE	501(C)(3)	SUPPORT PUBLIC TELEVISION	1,000.
ORIANA HOUSE P O BOX 1501 AKRON, OH 44309	NONE	501(C)(3)	SUPPORT COMMUNITY CORRECTIONS FACILITY	500.
RED DOG FARM ANIMAL RESCUE 1219 NC HIGHWAY 150 SUMMERFIELD, NC 27358	NONE	501(C)(3)	SUPPORT ANIMAL RESCUE	10,000.
REELIN FOR RESEARCH 1852 BANKING STREET #9333 GREENSBORO, NC 27408	NONE	501(C)(3)	SUPPORT PEDIATRIC CANCER RESEARCH	2,000.
SMITH MOUNTAIN LAKE MARINE P O BOX 899 HARDY, VA 24101	NONE	PUBLIC CHARITY	SUPPORT VOLUNTEER FIRE DEPARTMENT	100.
Total from continuation sheets				

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

SOURCE	(A) REVENUE PER BOOKS	NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
U S TRUST	7.	7.	
TOTAL TO PART I, LINE 3	7.	7.	

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
U S TRUST - CAP GAIN DISTRIBUTIONS	12,478.	12,478.	0.	0.	
U S TRUST - DIVIDENDS	17,223.	0.	17,223.	17,223.	
U S TRUST - MISCELLANEOUS	869.	0.	869.	869.	
U S TRUST - MLP DISTRIBUTIONS	815.	0.	815.	815.	
TO PART I, LINE 4	31,385.	12,478.	18,907.	18,907.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	2,050.	2,050.		0.
TO FORM 990-PF, PG 1, LN 16B	2,050.	2,050.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	8,954.	8,954.		0.
TO FORM 990-PF, PG 1, LN 16C	8,954.	8,954.		0.
FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	414.	414.		0.
EXCISE TAX ON INVESTMENT INCOME	334.	334.		0.
TO FORM 990-PF, PG 1, LN 18	748.	748.		0.
FORM 990-PF	CORPORATE STOCK			STATEMENT 6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
SEE ATTACHMENT #1	454,066.	593,624.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	454,066.	593,624.		
FORM 990-PF	CORPORATE BONDS			STATEMENT 7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
SEE ATTACHMENT #1	185,372.	185,449.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	185,372.	185,449.		

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHMENT #1 - COMMODITIES INVESTMENTS	COST	32,562.	33,224.
SEE ATTACHMENT #1 - HEDGE FUNDS	COST	107,659.	118,861.
SEE ATTACHMENT #1 - REAL ESTATE INVESTMENT TRUSTS	COST	45,592.	40,430.
TOTAL TO FORM 990-PF, PART II, LINE 13		185,813.	192,515.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	9
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NAME OF MANAGER

PATRICIA L. CARSON
STEPHEN T. CARSON

Portfolio Detail

Account: 10-02-002-5848993 CARSON FAMILY FDN AGY							Oct 01, 2013 through Dec 31, 2013			
Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Gain/Loss	Estimated Annual Income	Cur Yld/ YTM		
Cash/Currency										
Cash Equivalents										
20,318.550	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT	994458719	\$20,318.55	\$0.70	\$20,318.55	\$0.00	\$0.00	\$12.19	0.06%	
	Total Cash Equivalents		\$20,318.55	\$0.70	\$20,318.55	\$0.00	\$0.00	\$12.19	0.06%	
	Total Cash/Currency		\$20,318.55	\$0.70	\$20,318.55	\$0.00	\$0.00	\$12.19	0.06%	
Equities										
Energy										
285.000	ETRACS ALERIAN MLP INFRA ETF	902641646	\$11,237.55	\$0.00	\$10,795.80	\$441.75	\$517.28	4.60%		
	Ticker: MLPI		39,430		37,880					
255.000	JPMORGAN ALERIAN MLP INDEX ETN	46625H365	11,819.25	0.00	8,746.35	3,072.90	558.20	4.72		
	Ticker: AMJ		46,350		34,299					
	Total Energy		\$22,056.80	\$0.00	\$19,542.15	\$3,514.65	\$1,075.48	4.66%		
Other Equities										
733.039	COLUMBIA ACORN INTERNATIONAL FUND CLASS Z SHARES	197199813	\$34,218.26	\$0.00	\$29,567.20	\$4,651.06	\$873.05	2.55%		
	Ticker: ACINX		46,680		40,335					
953.340	COLUMBIA CONVERTIBLE SECURITIES FUND CLASS Z SHARES	19765H727	17,350.79	0.00	14,872.10	2,478.69				
	Ticker: NCIAZ		18,200		15,600					
7,495.749	COLUMBIA SELECT LARGE CAP GROWTH FUND CLASS Z SHARES	19765Y688	144,218.21	0.00	89,903.71	54,314.50	0.00	0.00		
	Ticker: UMLGX		19,240		11,994					
2,606.751	EATON VANCE ATLANTA CAP SMID-CAP FUND CL I	277902698	64,360.68	0.00	34,662.71	29,697.97	0.00	0.00		
	Ticker: EISMX		24,690		13,297					

(1) Market Value in the Portfolio Detail section does not include Accrued Income

ATTACHMENT 1

Portfolio Detail

Oct. 01, 2013 through Dec. 31, 2013

Account: 10-02-002-5848993 CARSON FAMILY FDN AGY

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Annual Income	Estimated Cur Yld/	Cur Yld/ YTM
Equities (Cont.)									

Other Equities (cont)

845,000	ISHARES MSCI EMERGING MARKETS ETF Ticker: EEM	464287234	35,316.78 41,795	0.00	34,979.97 41,396	336.81	725.01	2.05	
610,000	ISHARES MSCI EMERGING MKTS MIN VOL ETF Ticker: EEMV	464286533	35,538.60 58,260	0.00	36,039.75 59,082	-501.15	890.60	2.50	
400,000	ISHARES RUSSELL 2000 ETF Ticker: IWM	464287655	46,144.00 115,360	0.00	42,640.56 106,601	3,503.44	565.60	1.22	
1,778,000	ISHARES SELECT DIVIDEND ETF Ticker: DVY	464287168	126,860.30 71,350	0.00	88,309.50 49,668	38,550.80	3,886.71	3.06	
1,220,000	VANGUARD FTSE DEVELOPED MARKETS ETF Ticker: VEA	921943858	50,849.60 41,680	0.00	49,641.31 40,690	1,208.29	1,321.26	2.59	
309,000	WISDOMTREE JAPAN HEDGED EQUITY FUND Ticker: DXJ	97717W851	15,709.56 50,840	0.00	13,907.14 45,007	1,802.42	190.96	1.21	
Total Other Equities			\$570,566.78	\$0.00	\$434,523.95	\$136,042.83	\$8,858.36	1.55%	
Total Equities									
Fixed Income									

Investment Grade Taxable

6,216,545	COLUMBIA STRATEGIC INCOME FUND CLASS Z SHARES	19761694	\$36,801.95 5,920	\$0.00	\$37,207.79 5,985	-\$405.84	\$1,647.38	4.47%
4,320,735	FEDERATED ADJUSTABLE RATE SECS SH BEN INT INSTL SHS	314092108	42,213.58 9,770	23.64	42,300.00 9,790	-86.42	237.64	0.56
560,000	ISHARES FLTG RATE BOND ETF	464298655	28,403.20 50,720	10.43	28,380.63 50,680	22.57	134.40	0.47
6,075,993	METRO WEST T/R BD CL I	592905509	64,101.73 10,550	97.16	63,615.65 10,470	486.08	2,102.29	3.28
Total Investment Grade Taxable			\$171,520.46	\$131.23	\$171,504.07	\$16.39	\$4,121.71	2.40%

Portfolio Detail

Oct. 01, 2013 through Dec. 31, 2013

Account:	10-02-002-5848993	CARSON FAMILY FDN AGY	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont'd)								
Global High Yield Taxable								
1,512,316	FRANKLIN FTG RATE DAILY ACCESS FUND CLAD	353612781	\$13,928.43 9.210	\$48.05	\$13,867.94 9.170	\$60.49	\$530.82	3.81%
	Total Global High Yield Taxable		\$13,928.43	\$48.05	\$13,867.94	\$60.49	\$530.82	3.81%
	Total Fixed Income		\$185,448.89	\$179.28	\$185,372.01	\$76.88	\$4,652.53	2.50%
Hedge Funds								
Hedge Funds Specific Strategy								
4,701,399	GOLDMAN SACHS ABSOLUTE RETURN TRACKER FUND CL	38145N220	\$43,817.04 9.320	\$0.00	\$43,205.86 9.190	\$611.18	\$103.43	0.23%
1,146,123	IVY ASSET STRATEGY FUND CL	466001864	36,996.85 32.280	0.00	31,818.16 27.762	5,178.69	222.35	0.60
2,636,643	ROBECO BOSTON PARTNERS LONG/ SHORT RES FUND	74925K581	38,046.76 14,430	0.00	32,634.96 12,377	5,411.80	0.00	0.00
	Total Hedge Funds Specific Strategy		\$118,860.65	\$0.00	\$107,658.98	\$11,201.67	\$325.78	0.27%
	Total Hedge Funds		\$118,860.65	\$0.00	\$107,658.98	\$11,201.67	\$325.78	0.27%
Public REITs								
3,110,018	COLUMBIA REAL ESTATE EQUITY FUND CLASS Z SHARES	19765P547	\$40,430.23 13,000	\$0.00	\$45,592.48 14,660	-\$5,162.25	\$1,079.18	2.66%
	Total Public REITs		\$40,430.23	\$0.00	\$45,592.48	-\$5,162.25	\$1,079.18	2.66%
	Total Real Estate		\$40,430.23	\$0.00	\$45,592.48	-\$5,162.25	\$1,079.18	2.66%

82191405100

Trade Date



Account: 10-02-002-5848993 CARSON FAMILY FDN AGY

Portfolio Detail

Oct. 01, 2013 through Dec. 31, 2013

Tangible Assets	Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Gain/Loss	Estimated	
								Cur Yld/ Annual Income	YTM
Commodities									
3,099,289	PIMCO COMMODITIESPLUS STRATEGY FUND INSTL CL	72201P175		\$33,224.38 10,720	\$0.00	\$32,561.90 10,506	\$662.48	\$123.97	0.37%
	Total Commodities			\$33,224.38	\$0.00	\$32,561.90	\$662.48	\$123.97	0.37%
Total Tangible Assets									
				\$991,906.28	\$179.98	\$845,570.02	\$146,336.26	\$16,127.49	1.62%
Total Portfolio									
					\$179.98				
	Accrued Income								
	Total				\$992,086.26				

Proceeds From Broker Transactions

We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. However, we have not made adjustments to the cost basis of all partnerships.

If applicable, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss. However, we have not made adjustments to the cost basis of all partnerships.

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	12/06/12	01/07/13	\$0.79	\$0.82	\$-0.03
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	08/16/12	01/07/13	\$1.05	\$1.03	\$0.02
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	01/24/12	01/07/13	\$1.05	\$1.06	\$-0.01
PIMCO TOTAL RETURN FUND	PTTR X	693390700	383.43	04/20/12	02/21/13	\$4,290.56	\$4,290.56	\$0.00
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	12/06/12	02/21/13	\$0.81	\$0.87	\$-0.06
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	08/16/12	02/21/13	\$1.09	\$1.12	\$-0.03
PIMCO FDS PAC INVT MGMT SER	PAUI X	72200Q182	1513.31	08/16/12	02/21/13	\$16,722.09	\$16,510.22	\$211.87
PERMANENT PORT FD INC PERMANENT PRPF X		714199106	43.39	12/06/12	02/21/13	\$2,101.83	\$2,101.83	\$0.00
MFS EMERGING MKTS DEBT FUND	MEDI X	55573E640	208.41	04/20/12	02/21/13	\$3,334.57	\$3,163.68	\$170.89
KINDER MORGAN MGMT LLC SHS	KMR	49455U100	55	12/06/12	02/21/13	\$4,465.81	\$3,993.14	\$472.67
ISHARES TR IBOXX \$ HIGH YIELD	HYG	461288513	50	04/20/12	02/21/13	\$4,669.50	\$4,515.30	\$154.20
ISHARES TR RUSSELL MIDCAP INDE	IWR	461287499	70	12/06/12	02/21/13	\$8,469.01	\$7,807.80	\$661.21
EATON VANCE ATLANTA CAP SMID-C EISM X		277902698	243.33	04/20/12	02/21/13	\$4,813.12	\$4,270.50	\$542.62
KINDER MORGAN MGMT LLC SHS	KMR	49455U100	0.9	12/06/12	03/04/13	\$74.27	\$65.34	\$8.93
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	08/16/12	03/12/13	\$1.05	\$1.06	\$-0.01
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	12/06/12	03/12/13	\$0.79	\$0.84	\$-0.05
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	02/21/13	03/12/13	\$0.79	\$0.78	\$0.01
THORNBURG INVT TR INTL VALUE F	TGVI X	883215566	365.1	02/25/13	04/08/13	\$10,448.49	\$10,342.32	\$106.17



Bank of America Private Wealth Management

CARSON FAMILY EDN AGY

Short term transactions

This category includes sales of assets held 12 months or less.

Total short term gain/loss from sales:

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
MFS EMERGING MKTS DEBT FUND	MEDI X	552735E640	50,35	01/24/12	02/21/13	\$805.62	\$737.14	\$68.48
PIMCO TOTAL RETURN FUND	PTTR X	693390700	1564.7	12/01/11	02/21/13	\$17,508.95	\$16,883.07	\$625.88
PIMCO TOTAL RETURN FUND	PTTR X	693390700	4544.02	01/24/12	02/21/13	\$50,847.55	\$49,756.99	\$1,090.56
PERMANENT PORT FD INC PERMANENT PRPF X	714199106	5.53	12/30/10	02/21/13	\$268.02	\$252.58		\$15.44
JPMORGAN ALERIAN MLP INDEX ETN AMJ	46625H65	100	08/05/11	02/21/13	\$4,296.52	\$3,429.94		\$866.58
PERMANENT PORT FD INC PERMANENT PRPF X	714199106	458.44	12/30/10	05/29/13	\$21,688.65	\$20,927.64		\$761.01
EATON VANCE ATLANTA CAP SMID-C EISM X	277902698	65.63	08/05/11	06/20/13	\$1,366.43	\$959.53		\$406.90
MFS EMERGING MKTS DEBT FUND	MEDI X	552735E640	94.2	01/24/12	06/20/13	\$1,383.72	\$1,379.02	\$4.70
MFS EMERGING MKTS DEBT FUND	MEDI X	552735E640	176.39	12/01/11	06/20/13	\$2,591.16	\$2,554.11	\$37.05
EATON VANCE ATLANTA CAP SMID-C EISM X	277902698	116.49	04/20/12	06/20/13	\$2,425.34	\$2,044.42		\$380.92
MFS EMERGING MKTS DEBT FUND	MEDI X	552735E640	597.31	12/15/09	06/20/13	\$8,774.44	\$8,386.19	\$388.25
ISHARES TR IBXX \$ HIGH YIELD HYG	464288513	20	01/24/12	06/25/13	\$1,803.17	\$1,798.18		\$4.99
ISHARES TR IBXX \$ HIGH YIELD HYG	464288513	115	09/09/11	06/25/13	\$10,368.24	\$9,951.23		\$417.01
ISHARES TR IBXX \$ HIGH YIELD HYG	464288513	15	12/01/11	06/25/13	\$1,352.38	\$1,290.83		\$61.55
PIMCO TOTAL RETURN FUND	PTTR X	693390700	4651.68	12/01/11	08/19/13	\$49,400.87	\$50,191.66	\$-790.79
PRINCIPAL PFD SECS FUND	PPSI X	74253Q416	1468.52	12/16/09	08/19/13	\$14,802.70	\$13,275.44	\$1,527.26
PRINCIPAL PFD SECS FUND	PPSI X	74253Q416	170.17	12/01/11	08/19/13	\$1,715.31	\$1,589.39	\$125.92
PRINCIPAL PFD SECS FUND	PPSI X	74253Q416	530.41	04/20/12	08/19/13	\$5,346.51	\$5,288.17	\$58.34
PRINCIPAL PFD SECS FUND	PPSI X	74253Q416	360.83	08/16/12	08/19/13	\$3,637.20	\$3,712.98	\$-75.78
THORNBURG INV TR INTL VALUE F TGVI X	885215566	20.75	08/16/12	11/01/13	\$640.85	\$549.12		\$91.73
THORNBURG INV TR INTL VALUE F TGVI X	885215566	80.85	08/05/11	11/01/13	\$2,496.68	\$2,162.77		\$333.91
THORNBURG INV TR INTL VALUE F TGVI X	885215566	949.8	07/30/10	11/01/13	\$29,329.90	\$23,783.05		\$5,546.85
THORNBURG INV TR INTL VALUE F TGVI X	885215566	109.9	09/13/11	11/01/13	\$3,393.77	\$2,682.71		\$711.06
PIMCO FDS PAC INV MGMT SER	PAUI X	72200Q182	3026.6	04/20/12	12/10/13	\$31,113.40	\$32,233.24	\$-1,119.84
PIMCO FDS PAC INV MGMT SER	PAUI X	72200Q182	1188.61	08/16/12	12/10/13	\$12,218.92	\$12,967.75	\$-748.83
Total long term gain/loss from sales:					\$279,576.30	\$268,787.15		\$10,789.15

Total long term gain/loss from sales:



Bank of America Private Wealth Management

CARSON FAMILY FDN AGY

2013 Tax Information Letter
Account Number 020025848993

Long term transactions for 28% gains and losses

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	07/28/10	01/07/13	\$4.20	\$2.96	\$1.24
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	07/28/10	02/21/13	\$4.34	\$3.19	\$1.15
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	01/24/12	02/21/13	\$1.09	\$1.15	\$-0.06
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	07/28/10	03/12/13	\$4.22	\$3.07	\$1.15
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	01/24/12	03/12/13	\$1.05	\$1.10	\$-0.05
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	07/28/10	04/09/13	\$4.32	\$3.18	\$1.14
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	01/24/12	04/09/13	\$1.08	\$1.14	\$-0.06
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	20	01/24/12	04/15/13	\$2,646.09	\$3,220.42	\$-574.33
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	80	07/28/10	04/15/13	\$10,584.35	\$8,982.39	\$1,601.96
Total long term 28% gain/loss:						\$13,250.74	\$12,218.60	\$1,032.14