Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf*

OMB No. 1545-0052

2013

Open to Public Inspection

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

Name of foundation: SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH BANKING & TRUST

A Employer identification number: 56-6042630

Number and street (or P O box number if mail is not delivered to street address): PO BOX 2907 - TRUST TAX DEPT

Room/suite

B Telephone number (see instructions): 704-954-1125

City or town, state or province, country, and ZIP or foreign postal code: WILSON, NC 27894-2907

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 5,855,168.

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

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

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	53,684.			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	7,801.	7,801.		STMT 1
	4	Dividends and interest from securities	157,477.	157,477.		STMT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	228,539.			
	b	Gross sales price for all assets on line 6a 1,982,536.				
	7	Capital gain net income (from Part IV, line 2)		228,539.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	163.	163.		STMT 3
	12	**Total.** Add lines 1 through 11	447,664.	393,980.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	59,638.	52,780.		6,858.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) STMT 4	20.	20.		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 5	5,015.	2,549.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 6	4.	4.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	64,677.	55,353.	NONE	6,858.
	25	Contributions, gifts, grants paid	282,687.			282,687.
	26	**Total expenses and disbursements** Add lines 24 and 25	347,364.	55,353.	NONE	289,545.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	100,300.			
	b	**Net investment income** (if negative, enter -0-)		338,627.		
	c	**Adjusted net income** (if negative, enter -0-).				

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	96,398.	74,537.	74,537.
	2 Savings and temporary cash investments	139,229.	136,946.	136,946.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶		NONE	
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶		NONE	
	5 Grants receivable		NONE	
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)		NONE	
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶ NONE		NONE	
	8 Inventories for sale or use		NONE	
	9 Prepaid expenses and deferred charges		NONE	
	10 a Investments - U S and state government obligations (attach schedule)		NONE	
	b Investments - corporate stock (attach schedule)		NONE	
	c Investments - corporate bonds (attach schedule)		NONE	
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans		NONE	
	13 Investments - other (attach schedule)	4,767,788.	4,887,943.	5,643,685.
	14 Land, buildings, and equipment basis ▶			
	Less. accumulated depreciation (attach schedule) ▶		NONE	
	15 Other assets (describe ▶)		NONE	
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,003,415.	5,099,426.	5,855,168.
Liabilities	17 Accounts payable and accrued expenses		NONE	
	18 Grants payable		NONE	
	19 Deferred revenue		NONE	
	20 Loans from officers, directors, trustees, and other disqualified persons		NONE	
	21 Mortgages and other notes payable (attach schedule)		NONE	
	22 Other liabilities (describe ▶)		NONE	
	23 **Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, ▶ [X] check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	5,003,415.	5,099,426.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	5,003,415.	5,099,426.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	5,003,415.	5,099,426.	

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	5,003,415.
2	Enter amount from Part I, line 27a	2	100,300.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	1,125.
4	Add lines 1, 2, and 3	4	5,104,840.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	5,414.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,099,426.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,982,536.		1,753,997.	228,539.
b				
c				
d				
e				

	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				228,539.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 228,539.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 3

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	312,143.	5,345,347.	0.058395
2011	320,583.	5,361,923.	0.059789
2010	278,204.	5,155,471.	0.053963
2009	280,147.	4,702,641.	0.059572
2008	278,141.	5,198,160.	0.053508

2	**Total** of line 1, column (d)	2	0.285227
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.057045
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	5,577,011.
5	Multiply line 4 by line 3	5	318,141.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,386.
7	Add lines 5 and 6	7	321,527.
8	Enter qualifying distributions from Part XII, line 4	8	289,545.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	6,773.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	6,773.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	6,773.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 2,568.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	2,568.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	4,205.
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** ▶ NONE **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ BRANCH BANKING AND TRUST Telephone no ▶ (704)954-1125 Located at ▶ 200 S COLLEGE ST-TRUST DEPT, CHARLOTTE, NC ZIP+4 ▶ 28202			
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			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BRANCH BANKING AND TRUST COMPANY 200 S COLLEGE ST- WEALTH MANAGEMENT, CHARLOTTE, NC 28	TRUSTEE 10	52,438.	-0-	-0-
JOE E GADDY 207 WHITE STORE AVENE, WADESBORO, NC 28170	DIRECTOR 1	2,400.	-0-	-0-
JOANNE HUNTLEY 216 LEAH AVENUE, WADESBORO, NC 28170	DIRECTOR 1	2,400.	-0-	-0-
FRANK F MILLS 704 PEACH STREET, WADESBORO, NC 28170	DIRECTOR 1	2,400.	-0-	-0-

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

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

Total number of other employees paid over $50,000 ▶ NONE

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

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

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

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5,473,695.
b	Average of monthly cash balances	1b	188,245.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	5,661,940.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	5,661,940.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	84,929.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,577,011.
6	**Minimum investment return.** Enter 5% of line 5	6	278,851.

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	278,851.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	6,773.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	6,773.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	272,078.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	272,078.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	272,078.

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	289,545.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	289,545.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	289,545.

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				272,078.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			NONE	
b Total for prior years 20 11 ,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008 NONE				
b From 2009 NONE				
c From 2010 NONE				
d From 2011 NONE				
e From 2012 NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 289,545.				
a Applied to 2012, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				272,078.
e Remaining amount distributed out of corpus	17,467.			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	17,467.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	17,467.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2009 NONE				
b Excess from 2010 NONE				
c Excess from 2011 NONE				
d Excess from 2012 NONE				
e Excess from 2013 NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 17				282,687.
Total ▶ 3a				282,687.
b *Approved for future payment*				
Total ▶ 3b				

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 (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	7,801.	
4 Dividends and interest from securities			14	157,477.	
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	228,539.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b LITIGATION PROCEED			14	163.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				393,980.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 393,980.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

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

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ [signature] | 03/17/2014 | ▶ AVP - WEALTH TAX

Signature of officer or trustee | Date | Title

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

BRANCH BANKING & TRUST CO

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**
▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990***

OMB No. 1545-0047
2013

Name of the organization	**Employer identification number**
SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH	56-6042630

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $ _______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization: SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH

Employer identification number: 56-6042630

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	GENERAL WILLIAM SMITH XXI TRUST C/O BRANCH BANKING AND TRUST CHARLOTTE, NC 28202	$ 43,623.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
2	GENERAL WILLIAM SMITH TRUST U/W C/O BANK OF AMERICA CHARLOTTE, NC, NC 28202	$ 7,410.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	7,801.	7,801.
TOTAL	7,801.	7,801.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	356.	356.
FOREIGN DIVIDENDS	25,375.	25,375.
NONDIVIDEND DISTRIBUTIONS	294.	294.
DOMESTIC DIVIDENDS	32,167.	32,167.
CORPORATE INTEREST	43,469.	43,469.
FOREIGN INTEREST	5,439.	5,439.
U.S. GOVERNMENT INTEREST - FEDERAL & STA	16,930.	16,930.
FEDERALLY TAXABLE MUNICIPAL INTEREST	7,477.	7,477.
NONQUALIFIED FOREIGN DIVIDENDS	3,081.	3,081.
NONQUALIFIED DOMESTIC DIVIDENDS	22,889.	22,889.
TOTAL	157,477.	157,477.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME	46.	46.
NONDISTRIBUTIVE OTHER INCOME	117.	117.
TOTALS	163.	163.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER NON-ALLOCABLE EXPENSE -	10.	10.
OTHER NON-ALLOCABLE EXPENSE -	10.	10.
TOTALS	20.	20.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	463.	463.
FEDERAL ESTIMATES - PRINCIPAL	2,466.	
FOREIGN TAXES ON QUALIFIED FOR	1,470.	1,470.
FOREIGN TAXES ON NONQUALIFIED	616.	616.
TOTALS	5,015.	2,549.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER ALLOCABLE EXPENSES - 2%	4.	4.
TOTALS	4.	4.

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

DESCRIPTION	AMOUNT
DIFF MUTUAL FUND REPORTED/RECEIVED	317.
ACCRUED INTEREST PAID PRIOR YEAR	808.
TOTAL	1,125.

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

DESCRIPTION		AMOUNT
ACCRUED INTEREST PAID CURRENT YEAR		470.
WASH SALE ADJUSTMENT		4,144.
TIPS INFLATION ADJUSTMENT		770.
ROUNDING		30.
	TOTAL	5,414.

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

MONTH	LINE 1a-FMV SECURITIES	LINE 1b-FMV CASH BALANCES	LINE 1c-FMV OTHER ASSETS
JANUARY	5,363,524.	265,123.	
FEBRUARY	5,425,373.	192,113.	
MARCH	5,511,094.	180,746.	
APRIL	5,565,660.	87,593.	
MAY	5,444,051.	213,456.	
JUNE	5,317,158.	201,239.	
JULY	5,383,524.	206,023.	
AUGUST	5,317,453.	229,791.	
SEPTEMBER	5,506,026.	171,257.	
OCTOBER	5,590,740.	187,144.	
NOVEMBER	5,616,052.	187,510.	
DECEMBER	5,643,685.	136,946.	
TOTAL	65,684,340.	2,258,941.	
AVERAGE FMV	5,473,695.	188,245.	

RECIPIENT NAME:
BRANCH BANKING & TRUST
ADDRESS:
200 S COLLEGE STREET-WEALTH MANAGEMENT
CHARLOTTE, NC 28202
RECIPIENT'S PHONE NUMBER: 704-954-1125
FORM, INFORMATION AND MATERIALS:
NO SPECIFIC REQUIREMENTS
SUBMISSION DEADLINES:
DECEMBER 31
RESTRICTIONS OR LIMITATIONS ON AWARDS:
NONE

RECIPIENT NAME:
TOWN OF WADESBORO
ADDRESS:
P O BOX 697
WADESBORO, NC 28170
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 8,000.

RECIPIENT NAME:
THE PENICK VILLAGE FDN
ADDRESS:
P O BOX 2001
SOUTHERN PINES, NC 28388
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
BSA CENTRAL NC COUNCIL
ADDRESS:
PO BOX 250
ALBEMARLE, NC 28002
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
BURNSVILLE RECREATION & LEARNING
CENTER, INC.
ADDRESS:
1961 WIGHTMAN CHURCH ROAD
POLKTON, NC 28135
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
AMERICAN RED CROSS
UNION COUNTY CHAPTER
ADDRESS:
608 E FRANKLIN STREET
MONROE, NC 28112
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
LEADERSHIP ANSON OVERSIGHT
COMMITTEE
ADDRESS:
P O BOX 305
WADESBORO, NC 28170
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 2,600.

RECIPIENT NAME:
ANSON UNITED WAY
ADDRESS:
PO BOX 179
WADESBORO, NC 28170
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,750.

RECIPIENT NAME:
ANSON COUNTY ARTS COUNCIL
ADDRESS:
PO BOX 332
WADESBORO, NC 28170
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
ANSON COUNTY WRITERS CLUB
ATTN RUFUS GETZEN, PRESIDENT
ADDRESS:
P O BOX 363
WADESBORO, NC 28170
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 1,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
ANSON CRISIS MINISTRY
ADDRESS:
117 NORTH RUTHERFORD ST
WADESBORO, NC 28170
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
CENTRAL PARK NC
ADDRESS:
P. O. BOX 159
STAR, NC 27356
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
SOUTH PIEDMONT COMMUNITY COLLEGE
ADDRESS:
PO BOX 126
POLKTON, NC 28135-0126
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
ANSON CO PARTNERSHIP FOR
CHILDREN
ADDRESS:
303 EAST VIEW STREET
WADESBORO, NC 28170
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
ANSON COOPERATIVE EXTENSION
ADDRESS:
P. O. BOX 633
WADESBORO, NC 28170
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
ANSON COUNTY SCHOOLS
ADDRESS:
320 CAMDEN ROAD
WADESBORO, NC 28170
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 103,837.

RECIPIENT NAME:
CENTER FOR THE STUDY OF THE
AMERICAN SOUTH AT UNC-CH
ADDRESS:
410 EAST FRANKLIN STREET
CHAPEL HILL, NC 27599
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
CALVARY EPISCOPAL CHURCH
ADDRESS:
P O BOX 942
WADESBORO, NC 28170
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 102,000.

RECIPIENT NAME:
ANSON COUNTY HISTORICAL SOCIETY
ADDRESS:
206 E WADE ST
WADESBORO, NC 28170
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
UNC-TV
ADDRESS:
PO BOX 14900
RESEARCH TRIANGLE PARK, NC 27709-4900
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
ALL SOULS EPISCOPAL CHURCH
ADDRESS:
211 CAMDEN RD
WADESBORO, NC 28170
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

TOTAL GRANTS PAID: 282,687.

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2013

Name of estate or trust: SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH

Employer identification number: 56-6042630

Note: *Form 5227 filers need to complete only Parts I and II.*

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

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked				
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	797,496.	781,132.	731.	17,095.

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ▶	7	17,095.

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

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked				
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked				
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	1,315,202.	1,108,552.	4,792.	211,442.

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	12	
13 Capital gain distributions	13	2.
14 Gain from Form 4797, Part I	14	
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back ▶	16	211,444.

Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			17,095.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			211,444.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b			
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			228,539.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949.*

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return: SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH

Social security number or taxpayer identification number: 56-6042630

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

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

[ ] **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

[ ] **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

[X] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr.)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
210. POTASH CORP SASKATCHE	VAR	01/11/2013	8,990.00	8,432.00			558.00
70. TE CONNECTIVITY LTD	07/25/2012	01/11/2013	2,656.00	2,206.00			450.00
810. DELL INC	VAR	01/16/2013	10,187.00	8,799.00			1,388.00
50. RYDER SYSTEMS, INC.	03/06/2012	01/24/2013	2,795.00	2,591.00			204.00
92625.35 US TREASURY INFLA DTD 04/30/08	11/13/2012	01/28/2013	92,886.00	92,669.00			217.00
35000. ONEOK PARTNERS LP D 09/13/2012 CALLABL	VAR	01/30/2013	35,207.00	35,115.00			92.00
60. AGILENT TECHNOLOGIES	08/20/2012	02/01/2013	2,729.00	2,198.00			531.00
10. MONDELEZ INTERNATIONAL	12/28/2012	02/01/2013	282.00	254.00			28.00
20. NUANCE COMMUNICATIONS	12/28/2012	02/01/2013	483.00	443.00			40.00
140. ARCHER DANIELS MIDLAN	VAR	02/12/2013	4,241.00	3,953.00			288.00
100. SPECTRA ENERGY CORPOR	12/31/2012	02/12/2013	2,978.00	2,704.00			274.00
50. ENSCO PLC	05/29/2012	02/12/2013	3,190.00	2,470.00			720.00
100. GENERAL MILLS, INCORP	03/06/2012	02/22/2013	4,546.00	3,839.00			707.00
10. RYDER SYSTEMS, INC.	03/06/2012	02/22/2013	561.00	518.00			43.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

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

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

▶File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2013

Attachment Sequence No 12A

Name(s) shown on return: SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH

Social security number or taxpayer identification number: 56-6042630

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

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

[ ] **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

[ ] **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

[X] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
40. UNITED PARCEL SERVICES	10/03/2012	02/22/2013	3,321.00	2,915.00			406.00
30000. WAL-MART STORES INC STORES INC DTD 04/05/07	VAR	03/04/2013	35,416.00	35,500.00			-84.00
50. PAYCHEX INC	10/03/2012	03/08/2013	1,697.00	1,663.00			34.00
120. TE CONNECTIVITY LTD	07/25/2012	03/08/2013	5,039.00	3,781.00			1,258.00
40. RYDER SYSTEMS, INC.	05/29/2012	03/15/2013	2,419.00	1,765.00			654.00
1464.844 STERLING CAPITAL OPPORTUNITI	12/14/2012	03/15/2013	14,868.00	15,000.00			-132.00
30. MONDELEZ INTERNATIONAL	12/28/2012	04/01/2013	911.00	760.00			151.00
51.61 KINDER MORGAN MANAGE	VAR	04/09/2013	4,520.00	3,693.00			827.00
30. TIME WARNER CABLE INC	02/12/2013	04/09/2013	2,854.00	2,630.00			224.00
290. ACTIVISION BLIZZARD I	VAR	04/29/2013	4,328.00	3,339.00			989.00
530. SOUTHERN COMPANY	12/28/2012	04/29/2013	25,529.00	22,652.00			2,877.00
490. TE CONNECTIVITY LTD	07/25/2012	04/29/2013	20,900.00	15,440.00			5,460.00
30000. US TREASURY NOTE DT 3.75% 11	VAR	05/06/2013	34,740.00	34,760.00			-20.00
20000. US TREASURY NOTE DT 3.125% 05	01/31/2013	05/06/2013	22,608.00	22,288.00			320.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

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

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

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▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return: SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH

Social security number or taxpayer identification number: 56-6042630

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

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

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☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

X **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
40. DIRECTV COMMON	11/20/2012	05/13/2013	2,552.00	1,962.00			590.00
180. DOLE FOOD COMPANY INC	VAR	05/13/2013	2,036.00	1,865.00			171.00
10. MYRIAD GENETICS INC CO	02/12/2013	05/13/2013	331.00	245.00			86.00
70000. US TREASURY NT DTD 2% 11/30/2	VAR	05/16/2013	70,719.00	71,450.00	W	731.00	
20. YUM! BRANDS, INC. COMM	01/16/2013	05/16/2013	1,400.00	1,320.00			80.00
5000. HOME DEPOT INC HOME DTD 03/24/	11/05/2012	05/17/2013	5,653.00	5,770.00			-117.00
90. METLIFE COMMON	10/03/2012	06/12/2013	4,003.00	3,083.00			920.00
80. MYRIAD GENETICS INC CO	02/12/2013	06/12/2013	2,726.00	1,958.00			768.00
50. AKAMAI TECHNOLOGIES CO	03/15/2013	06/18/2013	2,140.00	1,749.00			391.00
20. MONDELEZ INTERNATIONAL	12/28/2012	06/18/2013	610.00	507.00			103.00
10. NUANCE COMMUNICATIONS	12/28/2012	06/18/2013	189.00	221.00			-32.00
10. XYLEM INC COMMON	10/26/2012	06/18/2013	274.00	236.00			38.00
30. CME GROUP INC COMMON	VAR	07/02/2013	2,272.00	1,717.00			555.00
35000. NEWMONT MINING CORP 03/08/2012 CALLA	08/06/2012	07/02/2013	30,382.00	35,616.00			-5,234.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

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

For Paperwork Reduction Act Notice, see your tax return instructions.

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

▶File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2013

Attachment Sequence No 12A

Name(s) shown on return: SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH

Social security number or taxpayer identification number: 56-6042630

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

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

[ ] **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

[ ] **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

[X] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh. XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
110. SCHWAB CHARLES CORP N	10/03/2012	07/02/2013	2,372.00	1,410.00			962.00
100. SPECTRA ENERGY CORPOR	12/31/2012	07/02/2013	3,461.00	2,704.00			757.00
40. TIME WARNER CABLE INC	02/12/2013	07/02/2013	4,400.00	3,506.00			894.00
80. SPECTRA ENERGY CORPORA	12/31/2012	07/12/2013	2,822.00	2,163.00			659.00
30. WELLPOINT INC	03/08/2013	07/12/2013	2,560.00	1,895.00			665.00
15000. FED HOME LOAN MTG C 1/16/04 4.5%	11/02/2012	07/30/2013	15,300.00	15,761.00			-461.00
10. MERCK & CO INC	07/12/2013	08/06/2013	483.00	485.00			-2.00
50. METLIFE COMMON	10/03/2012	08/06/2013	2,483.00	1,713.00			770.00
700. NUANCE COMMUNICATIONS	VAR	08/06/2013	13,226.00	14,999.00			-1,773.00
40. TIME WARNER CABLE INC	02/12/2013	08/06/2013	4,559.00	3,506.00			1,053.00
180000. US TREASURY NT DTD 2% 11/30/2	VAR	08/14/2013	181,019.00	182,787.00			-1,768.00
40. QUALCOMM INC COMMON	04/29/2013	08/15/2013	2,660.00	2,474.00			186.00
10. APPLE COMPUTER CORPORA	02/01/2013	08/28/2013	4,920.00	4,519.00			401.00
30. WILLIAMS COS INC	01/24/2013	08/28/2013	1,090.00	1,042.00			48.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

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

Form 8949 — Sales and Other Dispositions of Capital Assets

Department of the Treasury
Internal Revenue Service

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▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2013

Attachment Sequence No 12A

Name(s) shown on return: SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH

Social security number or taxpayer identification number: 56-6042630

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[ ] **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

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[X] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example: 100 sh. XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
830. POTASH CORP SASKATCHE	VAR	09/30/2013	25,995.00	31,502.00			-5,507.00
15000. US TREASURY NOTE DT .625% 07	08/14/2013	11/04/2013	15,053.00	15,066.00			-13.00
340. ADT CORP COMMON	VAR	11/15/2013	14,632.00	13,356.00			1,276.00
80. TIME WARNER CABLE INC	02/12/2013	11/15/2013	9,660.00	7,012.00			2,648.00
160. XYLEM INC COMMON	VAR	11/15/2013	5,482.00	4,208.00			1,274.00
6. APPLE COMPUTER CORPORAT	02/01/2013	12/12/2013	3,369.00	2,711.00			658.00
10. RYDER SYSTEMS, INC.	07/12/2013	12/31/2013	736.00	611.00			125.00
590. YAMANA GOLD INC	VAR	12/31/2013	5,046.00	7,626.00			-2,580.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			797,496.	781,132.		731.	17,095.

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

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH	56-6042630

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

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

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

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

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

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
30. ISHARES TR S&P MIDCAP GROWTH	06/27/2006	01/11/2013	3,561.00	2,231.00			1,330.00
30. ISHARES TR S&P MIDCAP VALUE	05/04/2009	01/11/2013	2,735.00	1,559.00			1,176.00
30. ISHARES TR S&P SMALLCA GROWTH	08/16/2011	01/11/2013	2,611.00	2,106.00			505.00
50. NOVARTIS AG	07/28/2010	01/11/2013	3,272.00	2,435.00			837.00
50. OMNICOM GROUP INCORPOR	07/28/2010	01/11/2013	2,612.00	1,881.00			731.00
120. PEARSON PLC SPONSORED	07/28/2010	01/11/2013	2,333.00	1,893.00			440.00
110. ROGERS COMMUNICATIONS	03/16/2011	01/11/2013	4,964.00	3,725.00			1,239.00
50. THE TRAVELERS COMPANIE	08/04/2011	01/11/2013	3,733.00	2,676.00			1,057.00
15000. CVS DTD 05/25/2007 06/01/2017	VAR	01/15/2013	17,856.00	17,208.00			648.00
10000. US TREASURY NOTE DT 3.75% 11	09/16/2011	01/15/2013	11,616.00	11,541.00			75.00
30. CHEVRON TEXACO CORP CO	10/08/2008	01/16/2013	3,416.00	2,298.00			1,118.00
870. DELL INC	VAR	01/16/2013	10,941.00	12,006.00			-1,065.00
30. ISHARES TR S&P MIDCAP VALUE	05/04/2009	01/16/2013	2,750.00	1,559.00			1,191.00
510. ROGERS COMMUNICATIONS	VAR	01/24/2013	23,698.00	18,245.00			5,453.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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

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

SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH | 56-6042630

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

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

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

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

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

1 (a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr.)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
20. CME GROUP INC COMMON	03/16/2011	02/01/2013	1,176.00	1,122.00			54.00
30. EBAY INC	05/17/2010	02/01/2013	1,705.00	666.00			1,039.00
30. FEDEX CORPORATION	12/27/2011	02/01/2013	3,069.00	2,551.00			518.00
30. INTUIT INC COMMON	05/17/2010	02/01/2013	1,883.00	1,076.00			807.00
40. ISHARES TR S&P MIDCAP VALUE	05/04/2009	02/01/2013	3,814.00	2,079.00			1,735.00
30000. ANHEUSER-BUSCH DTD 4.125% 01/15	02/07/2011	02/05/2013	31,980.00	31,694.00			286.00
390. ACTIVISION BLIZZARD I	05/17/2010	02/12/2013	5,278.00	4,138.00			1,140.00
650. ARCHER DANIELS MIDLAN	VAR	02/12/2013	19,691.00	18,505.00			1,186.00
130. CISCO SYSTEMS	04/13/2007	02/12/2013	2,726.00	3,451.00			-725.00
30. EOG RESOURCES INC	12/20/2010	02/12/2013	4,023.00	2,743.00			1,280.00
40. ISHARES TR S&P MIDCAP GROWTH	06/27/2006	02/12/2013	4,963.00	2,974.00			1,989.00
50. OMNICOM GROUP INCORPOR	07/28/2010	02/12/2013	2,806.00	1,881.00			925.00
100. PFIZER INCORPORATED	07/28/2010	02/12/2013	2,709.00	1,508.00			1,201.00
270. SCHWAB CHARLES CORP N	12/27/2011	02/12/2013	4,551.00	3,140.00			1,411.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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

Name(s) shown on return. (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH	56-6042630

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

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

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

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

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

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
.132 KINDER MORGAN MANAGEM	08/16/2011	02/21/2013	11.00	7.00			4.00
110. ACTIVISION BLIZZARD I	05/17/2010	02/22/2013	1,591.00	1,167.00			424.00
20. BLACKROCK INC COMMON	08/16/2011	02/22/2013	4,805.00	3,235.00			1,570.00
120. DOLE FOOD COMPANY INC	11/29/2010	02/22/2013	1,390.00	1,179.00			211.00
50. EMERSON ELECTRIC COMPA	08/04/2011	02/22/2013	2,856.00	2,361.00			495.00
50. ISHARES TR S&P MIDCAP VALUE	05/04/2009	02/22/2013	4,825.00	2,598.00			2,227.00
60. KINDER MORGAN MANAGEME	07/28/2010	02/22/2013	4,908.00	2,927.00			1,981.00
60. THE TRAVELERS COMPANIE	08/04/2011	02/22/2013	4,855.00	3,211.00			1,644.00
60000. US TREASURY NOTE DT 3.125% 05	11/18/2011	02/25/2013	67,540.00	66,239.00			1,301.00
50. I SHARES EAFE INDEX FU	06/01/2009	03/08/2013	2,963.00	2,437.00			526.00
800. PAYCHEX INC	VAR	03/08/2013	27,144.00	21,588.00			5,556.00
160. ACTIVISION BLIZZARD I	VAR	03/15/2013	2,341.00	1,697.00			644.00
15. BLACKROCK INC COMMON	08/16/2011	03/15/2013	3,841.00	2,427.00			1,414.00
60. HALLIBURTON COMPANY	07/28/2010	03/15/2013	2,539.00	1,808.00			731.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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

Name(s) shown on return. (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH	56-6042630

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

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

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

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

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

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
20. ISHARES TR S&P MIDCAP GROWTH	06/27/2006	03/15/2013	2,538.00	1,487.00			1,051.00
50. ISHARES RUSSELL 2000 V FD	08/16/2011	03/15/2013	4,220.00	3,142.00			1,078.00
40. ISHARES TR S&P MIDCAP VALUE	05/04/2009	03/15/2013	4,009.00	2,079.00			1,930.00
30. ISHARES TR S&P SMALLCA GROWTH	08/16/2011	03/15/2013	2,819.00	2,106.00			713.00
10. RYDER SYSTEMS, INC.	03/06/2012	03/15/2013	605.00	518.00			87.00
3470.99 STERLING CAPITAL S OPPORTUNITI	07/05/2011	03/15/2013	35,231.00	34,710.00			521.00
50000. US TREASURY NT DTD 2% 11/30/2	02/07/2011	03/18/2013	50,648.00	51,086.00	W	438.00	
190. DOLE FOOD COMPANY INC	VAR	03/22/2013	2,022.00	1,841.00			181.00
30. ACTIVISION BLIZZARD IN	03/16/2011	04/01/2013	430.00	318.00			112.00
20. CME GROUP INC COMMON	03/16/2011	04/01/2013	1,228.00	1,122.00			106.00
50. TARGET CORP COM	03/16/2011	04/01/2013	3,428.00	2,531.00			897.00
40. BAXTER INTERNATIONAL I	12/27/2011	04/09/2013	2,818.00	1,985.00			833.00
350.39 KINDER MORGAN MANAG	VAR	04/09/2013	30,689.00	18,672.00			12,017.00
10. UNITED HEALTH GROUP IN	05/17/2010	04/09/2013	621.00	302.00			319.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH	56-6042630

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

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[ ] **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

[ ] **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

[X] **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
30000. GILEAD SCIENCES, IN 12/13/2011 CALLABLE 4.4	VAR	04/24/2013	34,347.00	30,324.00			4,023.00
100. ABBVIE INC COMMON	07/28/2010	04/29/2013	4,535.00	2,558.00			1,977.00
430. ACTIVISION BLIZZARD I	VAR	04/29/2013	6,418.00	4,596.00			1,822.00
110. GENERAL MILLS, INCORP	03/06/2012	04/29/2013	5,520.00	4,223.00			1,297.00
195.825 HARBOR INTERNATION	05/04/2009	04/29/2013	12,805.00	8,056.00			4,749.00
120. INTEL CORPORATION	VAR	04/29/2013	2,842.00	2,507.00			335.00
100. ISHARES MSCI EMERGING FUND	05/04/2009	04/29/2013	4,275.00	3,067.00			1,208.00
320. I SHARES EAFE INDEX F	06/01/2009	04/29/2013	19,780.00	15,597.00			4,183.00
50. ISHARES TR S&P MIDCAP GROWTH	06/27/2006	04/29/2013	6,438.00	3,718.00			2,720.00
40. ISHARES TR S&P MIDCAP VALUE	05/04/2009	04/29/2013	3,994.00	2,079.00			1,915.00
30. MCDONALDS CORPORATION	07/28/2010	04/29/2013	3,070.00	2,094.00			976.00
170. MICROSOFT CORPORATION	06/03/2011	04/29/2013	5,518.00	4,068.00			1,450.00
50. NOVARTIS AG	07/28/2010	04/29/2013	3,687.00	2,435.00			1,252.00
60. PEPSICO INCORPORATED	VAR	04/29/2013	4,966.00	1,387.00			3,579.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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

Name(s) shown on return. (Name and SSN or taxpayer identification no. not required if shown on other side)	Social security number or taxpayer identification number
SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH	56-6042630

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

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- [X] **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
90. PFIZER INCORPORATED	07/28/2010	04/29/2013	2,744.00	1,357.00			1,387.00
40. THE TRAVELERS COMPANIE	08/04/2011	04/29/2013	3,414.00	2,141.00			1,273.00
80. UNILEVER PLC-SPONSORED	03/06/2012	04/29/2013	3,474.00	2,557.00			917.00
50000. US TREASURY NOTE DT 3.75% 11	VAR	05/06/2013	57,900.00	56,872.00			1,028.00
20. BLACKROCK INC COMMON	08/16/2011	05/07/2013	5,503.00	3,235.00			2,268.00
70. ISHARES MSCI EMERGING FUND	05/04/2009	05/07/2013	3,074.00	2,147.00			927.00
20. ISHARES TR S&P MIDCAP GROWTH	06/27/2006	05/07/2013	2,643.00	1,487.00			1,156.00
280. DOLE FOOD COMPANY INC	12/27/2011	05/13/2013	3,168.00	2,391.00			777.00
130. MICROSOFT CORPORATION	VAR	05/13/2013	4,250.00	3,214.00			1,036.00
20. ISHARES TR S&P MIDCAP GROWTH	06/27/2006	05/16/2013	2,706.00	1,487.00			1,219.00
80. MICROSOFT CORPORATION	VAR	05/16/2013	2,723.00	2,111.00			612.00
40. OMNICOM GROUP INCORPOR	07/28/2010	05/16/2013	2,533.00	1,505.00			1,028.00
120. YUM! BRANDS, INC. COM	08/06/2010	05/16/2013	8,399.00	5,034.00			3,365.00
25000. HOME DEPOT INC HOME DTD 03/24/	09/19/2011	05/17/2013	28,263.00	28,608.00			-345.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)
SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH

Social security number or taxpayer identification number
56-6042630

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

1 (a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
25. BLACKROCK INC COMMON	VAR	06/12/2013	6,822.00	4,222.00			2,600.00
70. CME GROUP INC COMMON	03/16/2011	06/12/2013	5,072.00	3,927.00			1,145.00
30. ISHARES TR S&P SMALLCA GROWTH	08/16/2011	06/12/2013	2,908.00	2,106.00			802.00
180. MERCK & CO INC	VAR	06/12/2013	8,606.00	6,477.00			2,129.00
290. SCHWAB CHARLES CORP N	12/27/2011	06/12/2013	5,699.00	3,373.00			2,326.00
40. UNITED HEALTH GROUP IN	05/17/2010	06/12/2013	2,565.00	1,209.00			1,356.00
170. FORD MOTOR COMPANY	08/04/2011	06/18/2013	2,654.00	1,902.00			752.00
40. ISHARES TR S&P MIDCAP VALUE	05/04/2009	06/18/2013	4,158.00	2,079.00			2,079.00
80. MICROSOFT CORPORATION	08/16/2011	06/18/2013	2,801.00	2,034.00			767.00
40. RYDER SYSTEMS, INC.	05/29/2012	06/18/2013	2,474.00	1,765.00			709.00
60. SCHWAB CHARLES CORP NE	12/27/2011	06/18/2013	1,240.00	698.00			542.00
35000. DOW CHEMICAL CO DTD 5.9% 02/1	02/07/2011	06/24/2013	37,925.00	38,642.00			-717.00
90. CME GROUP INC COMMON	VAR	07/02/2013	6,816.00	4,766.00			2,050.00
30. ISHARES RUSSELL 2000 V FD	08/16/2011	07/02/2013	2,599.00	1,885.00			714.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH

Social security number or taxpayer identification number

56-6042630

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

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
440. SCHWAB CHARLES CORP N	12/27/2011	07/02/2013	9,488.00	5,117.00			4,371.00
80. MICROSOFT CORPORATION	08/16/2011	07/12/2013	2,824.00	2,034.00			790.00
25000. MISSISSIPPI ST TAXA DTD 11/10/2010 3.581% 1	05/18/2012	07/25/2013	26,567.00	26,567.00			
100000. FED HOME LOAN MTG 1/16/04 4.5%	02/07/2011	07/30/2013	101,998.00	108,604.00			-6,606.00
110. EMERSON ELECTRIC COMP	08/04/2011	08/06/2013	6,784.00	5,193.00			1,591.00
54.007 HARBOR INTERNATIONA	05/04/2009	08/06/2013	3,615.00	2,222.00			1,393.00
50. I SHARES EAFE INDEX FU	06/01/2009	08/06/2013	3,075.00	2,437.00			638.00
30. ISHARES TR S&P MIDCAP GROWTH	06/27/2006	08/06/2013	4,135.00	2,231.00			1,904.00
50. ISHARES TR S&P MIDCAP VALUE	05/04/2009	08/06/2013	5,424.00	2,598.00			2,826.00
30. ISHARES TR S&P SMALLCA GROWTH	08/16/2011	08/06/2013	3,153.00	2,106.00			1,047.00
180. MERCK & CO INC	03/16/2011	08/06/2013	8,692.00	5,618.00			3,074.00
480. EMERSON ELECTRIC COMP	VAR	08/15/2013	29,260.00	22,414.00			6,846.00
78.366 HARBOR INTERNATIONA	05/04/2009	08/15/2013	5,316.00	3,224.00			2,092.00
70. ISHARES MSCI EMERGING FUND	05/04/2009	08/15/2013	2,769.00	2,147.00			622.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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Name(s) shown on return. (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH	56-6042630

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[ ] **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

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1 (a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr.)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
50. I SHARES EAFE INDEX FU	06/01/2009	08/15/2013	3,068.00	2,437.00			631.00
190. PEARSON PLC SPONSORED	07/28/2010	08/15/2013	3,874.00	2,998.00			876.00
35000. SUNTRUST BANKS INC 11/01/2011 3.5% 0	VAR	08/21/2013	36,565.00	35,720.00			845.00
35000. PRUDENTIAL FINANCIA 9/20/04 5.1	02/07/2011	08/27/2013	36,581.00	37,589.00			-1,008.00
20. AGILENT TECHNOLOGIES	08/20/2012	08/28/2013	935.00	733.00			202.00
20. EBAY INC	05/17/2010	08/28/2013	1,016.00	444.00			572.00
30. FEDEX CORPORATION	12/27/2011	08/28/2013	3,250.00	2,551.00			699.00
150. PEARSON PLC SPONSORED	07/28/2010	08/28/2013	3,045.00	2,367.00			678.00
1489.24 PIMCO COMMODITY RE STRATEGY INS	VAR	08/28/2013	8,757.00	11,636.00			-2,879.00
536.111 PIMCO COMMODITY RE STRATEGY INS	06/01/2009	08/28/2013	3,152.00	4,531.00	W	1,379.00	
30000. BP CAPITAL MARKETS 03/11/2011 3.	03/08/2011	09/10/2013	31,423.00	29,972.00			1,451.00
25. EOG RESOURCES INC	VAR	09/30/2013	4,250.00	2,348.00			1,902.00
147.229 HARBOR INTERNATION	05/04/2009	09/30/2013	10,200.00	6,056.00			4,144.00
200. ISHARES MSCI EMERGING FUND	05/04/2009	09/30/2013	8,158.00	6,134.00			2,024.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH	56-6042630

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210. I SHARES EAFE INDEX F	06/01/2009	09/30/2013	13,422.00	10,235.00			3,187.00
15. BLACKROCK INC COMMON	12/27/2011	10/29/2013	4,638.00	2,694.00			1,944.00
100. FEDEX CORPORATION	VAR	10/29/2013	13,300.00	8,676.00			4,624.00
50. HALLIBURTON COMPANY	07/28/2010	10/29/2013	2,657.00	1,506.00			1,151.00
90. ISHARES MSCI EMERGING FUND	05/04/2009	10/29/2013	3,883.00	2,760.00			1,123.00
30. ISHARES TR S&P SMALLCA GROWTH	08/16/2011	10/29/2013	3,426.00	2,106.00			1,320.00
100. INTEL CORPORATION	07/28/2010	11/15/2013	2,446.00	2,157.00			289.00
50. ISHARES TR S&P MIDCAP GROWTH	06/27/2006	11/15/2013	7,298.00	3,718.00			3,580.00
60. ISHARES TR S&P MIDCAP VALUE	05/04/2009	11/15/2013	6,846.00	3,118.00			3,728.00
230. XYLEM INC COMMON	10/26/2012	11/15/2013	7,881.00	5,433.00			2,448.00
30. APACHE CORPORATION COM	05/17/2010	12/03/2013	2,715.00	2,815.00			-100.00
40. ISHARES RUSSELL 2000 V FD	08/16/2011	12/03/2013	3,856.00	2,514.00			1,342.00
40. INTUIT INC COMMON	05/17/2010	12/12/2013	2,976.00	1,434.00			1,542.00
50. CHECKPOINT SOFTWARE TE COMMON	10/26/2012	12/12/2013	3,014.00	2,210.00			804.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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SMITH, GEN. W.A. TR U/W - ITEM XXII BRANCH	56-6042630

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60. COMCAST CORP NEW CL A	05/17/2010	12/31/2013	3,104.00	1,064.00			2,040.00
144.52 HARBOR INTERNATIONA	05/04/2009	12/31/2013	10,262.00	5,945.00			4,317.00
470. INTEL CORPORATION	VAR	12/31/2013	12,199.00	9,833.00			2,366.00
100. ISHARES MSCI EMERGING FUND	05/04/2009	12/31/2013	4,154.00	3,067.00			1,087.00
80. I SHARES EAFE INDEX FU	06/01/2009	12/31/2013	5,377.00	3,899.00			1,478.00
40. ISHARES TR S&P MIDCAP GROWTH	06/27/2006	12/31/2013	6,012.00	2,974.00			3,038.00
30. ISHARES TR S&P MIDCAP VALUE	05/04/2009	12/31/2013	3,491.00	1,559.00			1,932.00
80. MICROSOFT CORPORATION	08/16/2011	12/31/2013	2,988.00	2,034.00			954.00
140. RYDER SYSTEMS, INC.	VAR	12/31/2013	10,303.00	5,861.00			4,442.00
40. UNITED PARCEL SERVICES	10/03/2012	12/31/2013	4,194.00	2,915.00			1,279.00
660. YAMANA GOLD INC	VAR	12/31/2013	5,645.00	8,620.00	W	2,975.00	
120. YAMANA GOLD INC	05/29/2012	12/31/2013	1,026.00	1,766.00			-740.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			1,315,202.	1,108,552.		4,792.	211,442.

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