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Return of Private Foundation

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
Do not enter Social Security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

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

Name of foundation THE MARSH FOUNDATION, INC.
C/O U.S. TRUST, BANK OF AMERICA N.A.
Number and street (or P O box number if mail is not delivered to street address) Room/suite
P.O. BOX 26262
City or town, state or province, country, and ZIP or foreign postal code
GREENSBORO, NC 27420

A Employer identification number
56-6056515

B Telephone number (see instructions)
(336) 272-5100

C If exemption application is pending, check here

G Check all that apply

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 3,354,330.

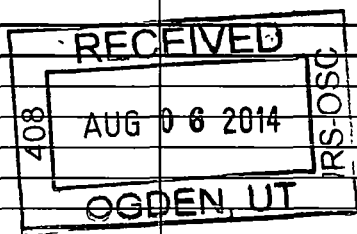
J Accounting method: Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis)

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

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	313,896.	ATCH 1		
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	4,119.	74.		ATCH 2
4	Dividends and interest from securities	58,234.	58,234.		ATCH 3
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	188,344.			
b	Gross sales price for all assets on line 6a	1,019,480.			
7	Capital gain net income (from Part IV, line 2)		188,344.		
8	Net short-term capital gain				
9	Income modifications				
10 a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) ATCH 4	204.	204.		
12	Total. Add lines 1 through 11	564,797.	246,856.		
13	Compensation of officers, directors, trustees, etc.	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) ATCH 5	5,500.	5,500.		
c	Other professional fees (attach schedule) *	19,213.	19,213.		
17	Interest				
18	Taxes (attach schedule) (see instructions) ATCH 7	3,752.	3,752.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23	28,465.	28,465.		
25	Contributions, gifts, grants paid	142,500.			142,500.
26	Total expenses and disbursements Add lines 24 and 25	170,965.	28,465.	0	142,500.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	393,832.			
b	Net investment income (if negative, enter -0-)		218,391.		
c	Adjusted net income (if negative, enter -0-)				



SCANNED AUG 11 2014

Operating and Administrative Expenses

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		End of year	
	(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets				
1 Cash - non-interest-bearing	37,919.	200,987.	200,987.	
2 Savings and temporary cash investments	209,607.	135,097.	135,097.	
3 Accounts receivable ▶ Less allowance for doubtful accounts ▶				
4 Pledges receivable ▶ Less allowance for doubtful accounts ▶				
5 Grants receivable				
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶				
8 Inventories for sale or use				
9 Prepaid expenses and deferred charges				
10 a Investments - U S and state government obligations (attach schedule)				
b Investments - corporate stock (attach schedule) ATCH 8	767,356.	824,039.	1,115,438.	
c Investments - corporate bonds (attach schedule) ATCH 9	616,966.	658,765.	658,311.	
11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶	24,706.	24,706.	267,700.	
12 Investments - mortgage loans				
13 Investments - other (attach schedule)				
14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶ ATCH 10)	748,038.	951,948.	976,797.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	2,404,592.	2,795,542.	3,354,330.	
Liabilities				
17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable (attach schedule)				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0	0	0	
Net Assets or Fund Balances				
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
24 Unrestricted				
25 Temporarily restricted				
26 Permanently restricted				
Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
27 Capital stock, trust principal, or current funds	2,404,592.	2,795,542.		
28 Paid-in or capital surplus, or land, bldg, and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see instructions)	2,404,592.	2,795,542.		
31 Total liabilities and net assets/fund balances (see instructions)	2,404,592.	2,795,542.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,404,592.
2 Enter amount from Part I, line 27a	2	393,832.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	2,798,424.
5 Decreases not included in line 2 (itemize) ▶ ATCH 11	5	2,882.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,795,542.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a SEE PART IV SCHEDULE				
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				
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				
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	188,344.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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	142,459.	2,806,261.	0.050765
2011	28,050.	2,684,068.	0.010451
2010	76,050.	2,800,146.	0.027159
2009	173,913.	2,503,673.	0.069463
2008	162,927.	3,047,643.	0.053460
2 Total of line 1, column (d)			2 0.211298
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 0.042260
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 3,048,637.
5 Multiply line 4 by line 3			5 128,835.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,184.
7 Add lines 5 and 6			7 131,019.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			8 142,500.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', 'Tax under section 511', 'Credits/Payments', and 'Total credits and payments'. Total tax due is 3,459.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, unrelated business income, and substantial contributors. Includes a sub-table for 'Enter the states to which the foundation reports or with which it is registered' with 'NC' entered.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of WENDY NGUYEN Telephone no 704-376-0281
Located at P.O. BOX 35329 CHARLOTTE, NC ZIP+4 28235
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-221 If "Yes," enter the name of the foreign country

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

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

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

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

	5b	N/A
	6b	X
	7b	N/A

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
ATCH 12		0	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				

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

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

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

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

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NOT APPLICABLE	
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 NOT APPLICABLE	
2	
All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc. purposes.		
a	Average monthly fair market value of securities	1a	2,631,372.
b	Average of monthly cash balances	1b	195,991.
c	Fair market value of all other assets (see instructions)	1c	267,700.
d	Total (add lines 1a, b, and c)	1d	3,095,063.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,095,063.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	46,426.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,048,637.
6	Minimum investment return. Enter 5% of line 5	6	152,432.

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	152,432.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,184.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,184.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	150,248.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	150,248.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	150,248.

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	142,500.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc. purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	142,500.
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	2,184.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	140,316.

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				150,248.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			119,585.	
b Total for prior years 20 11 , 20 10 , 20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>142,500.</u>				
a Applied to 2012, but not more than line 2a			119,585.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				22,915.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				127,333.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

NOT APPLICABLE

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

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

Table with 5 columns: (a) 2013, (b) 2012, (c) 2011, (d) 2010, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions), 2d (Amounts included in line 2c), 2e (Qualifying distributions made directly), 3 (Alternative tests: Assets, Endowment, Support).

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

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

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here [] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed ATCH 13

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

c Any submission deadlines. N/A

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

ATCH 14

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 ATCH 15				
Total ▶ 3a				142,500.
b Approved for future payment				
Total ▶ 3b				

Schedule of Contributors

2013

▶ 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.

Name of the organization THE MARSH FOUNDATION, INC. C/O U.S. TRUST, BANK OF AMERICA N.A.	Employer identification number 56-6056515
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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 THE MARSH FOUNDATION, INC.
 C/O U.S. TRUST, BANK OF AMERICA N.A. Employer Identification number 56-6056515

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	MARSH REALTY COMPANY 2448 PARK ROAD CHARLOTTE, NC 28203	\$ 313,896.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization THE MARSH FOUNDATION, INC.
 C/O U.S. TRUST, BANK OF AMERICA N.A. Employer Identification number 56-6056515

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$-----	-----
-----	----- ----- ----- -----	\$-----	-----
-----	----- ----- ----- -----	\$-----	-----
-----	----- ----- ----- -----	\$-----	-----
-----	----- ----- ----- -----	\$-----	-----
-----	----- ----- ----- -----	\$-----	-----
-----	----- ----- ----- -----	\$-----	-----
-----	----- ----- ----- -----	\$-----	-----
-----	----- ----- ----- -----	\$-----	-----
-----	----- ----- ----- -----	\$-----	-----
-----	----- ----- ----- -----	\$-----	-----

Name of organization THE MARSH FOUNDATION, INC.
C/O U.S. TRUST, BANK OF AMERICA N.A.

Employer identification number
56-6056515

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once See instructions.) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-2,140.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-4,241.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					60,894.	
124,875.		SEE ATTACHMENT A 128,440.					VARIOUS -3,565.	VARIOUS
809,408.		SEE ATTACHMENT A 667,617.					VARIOUS 141,791.	VARIOUS
69.		SEE ATTACHMENT A 88.					VARIOUS -19.	VARIOUS
18,810.		POWERSHARES DB 725 SHS 21,957.					03/27/2009 -3,147.	10/03/2013
11,805.		POWERSHARES DB 455 SHS 13,034.					02/08/2013 -1,229.	10/03/2013
TOTAL GAIN(LOSS)							<u>188,344.</u>	



Proceeds From Broker Transactions

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

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

Short term transactions

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

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/28/12	01/07/13	\$7 88	\$8 21	\$-0 33
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	04/26/12	01/07/13	\$8 19	\$8 23	\$-0 04
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/08/12	01/07/13	\$7 88	\$8 31	\$-0 43
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/28/12	02/21/13	\$8 14	\$8 84	\$-0 70
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/08/12	02/21/13	\$8 14	\$8 95	\$-0 81
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	04/26/12	02/21/13	\$8 47	\$8 88	\$-0 41
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	02/08/13	02/21/13	\$4 34	\$4 59	\$-0 25
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	02/08/13	03/12/13	\$4 22	\$4 42	\$-0 20
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/08/12	03/12/13	\$7 91	\$8 61	\$-0 70
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/28/12	03/12/13	\$7 91	\$8 50	\$-0 59
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	04/26/12	03/12/13	\$8 22	\$8 52	\$-0 30
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	02/08/13	04/09/13	\$4 32	\$4 57	\$-0 25
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/28/12	04/09/13	\$8 10	\$8 80	\$-0 70
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/08/12	04/09/13	\$8 10	\$8 91	\$-0 81
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	04/26/12	04/09/13	\$8 42	\$8 82	\$-0 40
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	02/08/13	05/10/13	\$4 46	\$5 21	\$-0 75
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/28/12	05/10/13	\$8 36	\$10 04	\$-1 68
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/08/12	05/10/13	\$8 36	\$10 16	\$-1 80

Short term transactions

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

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	02/08/13	06/17/13	\$3 90	\$4 70	\$-0 80
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/08/12	06/17/13	\$7 31	\$9 15	\$-1 84
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/28/12	06/17/13	\$7 31	\$9 04	\$-1 73
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/08/12	07/10/13	\$7 20	\$9 94	\$-2 74
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	02/08/13	07/10/13	\$3 84	\$5 10	\$-1 26
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/28/12	07/10/13	\$7 20	\$9 82	\$-2 62
COLUMBIA FDS SER TR MID CAP VA	NAMA X	19765J830	777 63	11/28/12	08/15/13	\$13,678 50	\$11,190 08	\$2,488 42
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/28/12	08/15/13	\$6 63	\$8 54	\$-1 91
COLUMBIA ACORN TR FD CLZ	ACRN X	197199409	389 59	11/28/12	08/15/13	\$13,647 41	\$12,128 00	\$1,519 41
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	02/08/13	08/15/13	\$3 53	\$4 43	\$-0 90
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/08/12	08/15/13	\$6 63	\$8 64	\$-2 01
PERMANENT PORT FD INC PERMANER PRPF X	PAUI X	714199106	464 4	02/08/13	09/06/13	\$22,003 33	\$23,085 39	\$-1,082 06
PIMCO FDS PAC INVT MGMT SER	PAUI X	72200Q182	2274 7	11/28/12	09/06/13	\$22,974 42	\$25,681 31	\$-2,706 89
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/08/12	09/19/13	\$7 03	\$8 92	\$-1 89
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/28/12	09/19/13	\$7 03	\$8 82	\$-1 79
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	02/08/13	09/19/13	\$3 75	\$4 58	\$-0 83
COLUMBIA ACORN TR FD CLZ	ACRN X	197199409	400 1	11/28/12	10/03/13	\$14,703 60	\$12,455 05	\$2,248 55
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	100	11/08/12	10/03/13	\$12,673 28	\$16,738 25	\$-4,064 97
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/08/12	10/14/13	\$2 41	\$3 25	\$-0 84
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/28/12	10/14/13	\$7 23	\$9 63	\$-2 40
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	02/08/13	10/14/13	\$3 86	\$5 01	\$-1 15
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/28/12	11/13/13	\$6 47	\$8 71	\$-2 24
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	02/08/13	11/13/13	\$3 45	\$4 52	\$-1 07
VANGUARD INTL EQUITY INDEX FD	VWO	922042858	610	02/08/13	11/26/13	\$24,964 66	\$26,891 85	\$-1,927 19
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	02/08/13	12/17/13	\$3 32	\$4 49	\$-1 17
Total short term gain/loss from sales:						\$124,874 72	\$128,439 79	\$-3,565 07



MARSH FDN INCAGY

Bank of America Private Wealth Management

Long term transactions

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

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
ABN AMRO FDS MONTAG & CALDWEI MCGI X		00078H281	474 4	11/23/09	02/08/13	\$12,144 51	\$10,616 96	\$1,527 55
ABN AMRO FDS MONTAG & CALDWEI MCGI X		00078H281	2296 74	10/14/09	02/08/13	\$58,796 52	\$50,000 00	\$8,796 52
ABN AMRO FDS MONTAG & CALDWEI MCGI X		00078H281	5041 37	01/07/09	02/08/13	\$129,058 97	\$88,475 97	\$40,583 00
COLUMBIA DIVIDEND INCOME CL.Z GSFT X		19765N245	13102 67	01/07/09	02/08/13	\$205,056 74	\$134,040 29	\$71,016 45
ARTIO GLOBAL HIGH INCOME FUND JHYI X		04315J860	1159 47	11/02/06	02/08/13	\$11,629 43	\$12,165 74	\$-536 31
ARTIO GLOBAL HIGH INCOME FUND JHYI X		04315J860	1501 85	05/03/06	02/08/13	\$15,063 60	\$15,683 18	\$-619 58
ARTIO GLOBAL HIGH INCOME FUND JHYI X		04315J860	849 98	05/03/06	08/15/13	\$8,491 30	\$8,875 95	\$-384 65
ARTIO GLOBAL HIGH INCOME FUND JHYI X		04315J860	2354 05	05/02/06	08/15/13	\$23,516 95	\$24,558 73	\$-1,041 78
COLUMBIA FDS SER TR I BOND FD UMMG X		19765Y886	19424 12	09/04/08	08/15/13	\$174,622 83	\$172,275 14	\$2,347 69
COLUMBIA FDS SER TR I BOND FD UMMG X		19765Y886	5629 43	04/03/07	08/15/13	\$50,608 56	\$50,000 00	\$608 56
COLUMBIA FDS SER TR I BOND FD UMMG X		19765Y886	1200 48	10/14/09	08/15/13	\$10,792 35	\$10,887 87	\$-95 52
PIMCO FDS PAC INV'T MGMT SER PAUI X		72200Q182	3220 36	04/26/12	09/06/13	\$32,525 61	\$34,457 82	\$-1,932 21
COLUMBIA ACORN TR FD CL.Z ACRN X		197199409	439 52	09/04/08	10/03/13	\$16,152 29	\$11,198 92	\$4,953 37
CULLEN FDS TR HIGH DIVID EQUIT CHDV X		230001406	1761 17	07/06/12	11/26/13	\$28,953 62	\$24,075 18	\$4,878 44
ABN AMRO FDS MONTAG & CALDWEI MCGI X		00078H281	952 12	01/07/09	11/26/13	\$28,515 95	\$16,709 69	\$11,806 26
VANGUARD INTL EQUITY INDEX FD VWO		922042858	85	04/26/12	11/26/13	\$3,478 68	\$3,595 93	\$-117 25
Total long term gain/loss from sales:						\$809,407 91	\$667,617 37	\$141,790 54

Long term transactions for 28% gains and losses

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

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
SPDR GOLD TR GOLD SHS ETF GLD		78463V107	1	04/26/12	05/10/13	\$8 69	\$10 07	\$-1 38
SPDR GOLD TR GOLD SHS ETF GLD		78463V107	1	04/26/12	06/17/13	\$7 60	\$9 07	\$-1 47
SPDR GOLD TR GOLD SHS ETF GLD		78463V107	1	04/26/12	07/10/13	\$7 49	\$9 85	\$-2 36
SPDR GOLD TR GOLD SHS ETF GLD		78463V107	1	04/26/12	08/15/13	\$6 89	\$8 56	\$-1 67
SPDR GOLD TR GOLD SHS ETF GLD		78463V107	1	04/26/12	09/19/13	\$7 31	\$8 85	\$-1 54
SPDR GOLD TR GOLD SHS ETF GLD		78463V107	1	04/26/12	10/14/13	\$7 52	\$9 67	\$-2 15

Long term transactions for 28% gains and losses

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

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/08/12	11/13/13	\$2.16	\$2.94	\$-0.78
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	04/26/12	11/13/13	\$6.73	\$8.74	\$-2.01
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/08/12	12/17/13	\$2.07	\$2.91	\$-0.84
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	11/28/12	12/17/13	\$6.22	\$8.65	\$-2.43
SPDR GOLD TR GOLD SHS ETF	GLD	78463V107	1	04/26/12	12/17/13	\$6.47	\$8.68	\$-2.21
Total long term 28% gain/loss:						\$69.15	\$87.99	\$-18.84

Master Limited Partnership (MLP) Proceeds

This account holds an interest in one or more limited partnerships. However, we have not made adjustments to the cost basis of all partnerships. Please consult your tax advisor regarding the tax treatment applicable to these items.

Cost Not Available Master Limited Partnership Transactions

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
PWRSH DB COMMODITY INDEX TRAC DBC		73935S105	725	03/27/09	10/03/13	\$18,809.79	Unknown	
PWRSH DB COMMODITY INDEX TRAC DBC		73935S105	455	02/08/13	10/03/13	\$11,804.77	Unknown	

Total cost not available gross proceeds from MLP transactions:

\$30,614.56

THE MARSH FOUNDATION, INC.

56-6056515

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

ATTACHMENT 1

<u>NAME AND ADDRESS</u>	<u>DATE</u>	<u>DIRECT PUBLIC SUPPORT</u>
MARSH REALTY COMPANY 2448 PARK ROAD CHARLOTTE, NC 28203	VARIOUS	313,896.
TOTAL CONTRIBUTION AMOUNTS		<u>313,896.</u>

ATTACHMENT 2

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
US TRUST INTEREST ON SAVINGS	4,119.	74.
TOTAL	<u>4,119.</u>	<u>74.</u>

ATTACHMENT 3

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS & INTEREST FROM SECURITIES	58,234.	58,234.
TOTAL	<u>58,234.</u>	<u>58,234.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
SECURITIES LITIGATION PROCEEDS	204.	204.
TOTALS	<u>204.</u>	<u>204.</u>

ATTACHMENT 5

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	5,500.	5,500.		
TOTALS	<u>5,500.</u>	<u>5,500.</u>		

ATTACHMENT 6

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT FEES	19,213.	19,213.		
TOTALS	<u>19,213.</u>	<u>19,213.</u>		

ATTACHMENT 7

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAX	924.	924.
PROPERTY TAX	2,828.	2,828.
TOTALS	<u>3,752.</u>	<u>3,752.</u>

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK
DESCRIPTION

CORPORATE STOCK

TOTALS

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE BONDS
DESCRIPTION

CORPORATE BONDS

TOTALS

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 10

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ACCRUED DIVIDENDS & INTEREST	15,568.	15,568.
INTERNATIONAL EQUITIES	343,858.	449,661.
POWERSHARES	66,239.	68,769.
SPDR GOLD	71,172.	50,628.
PERMANENT PORTFOLIO	56,711.	49,669.
JONES LANG LASALLE	144,806.	94,529.
VANGUARD REIT	25,690.	26,147.
PIMCO ALL ASSET	65,542.	60,642.
GOLDMAN SACHS ABSOLUTE RETURN	124,951.	121,923.
AQR MANAGED FUTURES	37,411.	39,261.
TOTALS	<u>951,948.</u>	<u>976,797.</u>

ATTACHMENT 11

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
ADJUSTMENT TO COST BASIS OF ASSETS	2,882.
TOTAL	<u>2,882.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
GRETCHEN M. JOHNSTON P.O. BOX 35329 CHARLOTTE, NC 28235	PRESIDENT	0	0	0
G. ALEX MARSH, III P.O. BOX 35329 CHARLOTTE, NC 28235	VICE PRESIDENT/ASST. SECRETARY	0	0	0
HUNTER J. MCLAWHORN P.O. BOX 35329 CHARLOTTE, NC 28235	VICE PRESIDENT/ASST. SECRETARY	0	0	0
JAMES H. MCLAWHORN P.O. BOX 35329 CHARLOTTE, NC 28235	SECRETARY	0	0	0
GRAND TOTALS		0	0	0

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

GRETCHEN JOHNSTON
P.O. BOX 35329
CHARLOTTE, NC 28235

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

THE FOUNDATION AWARDS GRANTS TO ORGANIZATIONS BUT NOT TO INDIVIDUALS
OR PARTISAN POLITICAL PROGRAMS.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ARTS & SCIENCE COUNCIL 227 W. TRADE STREET, SUITE 25 CHARLOTTE, NC 28202	NONE PC	GENERAL PURPOSE SUPPORT	550.
DAVIDSON COLLEGE P.O. BOX 7162 DAVIDSON, NC 28035	NONE PC	GENERAL PURPOSE SUPPORT	5,000.
CULVER MILITARY ACADEMY 1300 ACADEMY ROAD PO BOX 141 CULVER, IN 46511	NONE PC	GENERAL PURPOSE SUPPORT	2,000.
FLORENCE FULLER CHILD 200 NE 14TH STREET BOCA RATON, FL 33432	NONE PC	GENERAL PURPOSE SUPPORT	5,000.
HOSPICE BY THE SEA 1531 W. PALMETTO PARK ROAD BOCA RATON, FL 33456	NONE PC	GENERAL PURPOSE SUPPORT	2,500
FOUNDATION FOR THE CAROLINAS 217 SOUTH TRYON STREET CHARLOTTE, NC 28202	NONE PC	GENERAL PURPOSE SUPPORT	70,450.

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

SARAH SMITH EDUCATION FOUNDATION 4279 ROSWELL ROAD NE SUITE 102 NO. 226 ATLANTA, GA 30342	NONE PC	GENERAL PURPOSE SUPPORT	1,000.
CHARLOTTE COUNTRY DAY SCHOOL 1440 CARMEL ROAD CHARLOTTE, NC 28226	NONE PC	GENERAL PURPOSE SUPPORT	10,000
LEVINE & DICKSON HOSPICE HOUSE 1420 EAST 7TH STREET CHARLOTTE, NC 28204	NONE PC	GENERAL PURPOSE SUPPORT	10,000.
LEVINE MUSEUM OF THE NEW SOUTH 200 EAST 7TH STREET CHARLOTTE, NC 28202	NONE PC	GENERAL PURPOSE SUPPORT	10,000
COLONNADE SOCIETY 400 HERMITAGE ROAD CHARLOTTE, NC 28207	NONE PC	GENERAL PURPOSE SUPPORT	2,500.
TEACH FOR AMERICA 315 W 36TH STREET, 7TH FLOOR NEW YORK, NY 10018	NONE PC	GENERAL PURPOSE SUPPORT	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CATAWBA LAND CONSERVANCY 105 W. MOREHEAD STREET CHARLOTTE, NC 28210	NONE PC	GENERAL PURPOSE SUPPORT	6,000
FAMILY CENTER ON DEAFNESS 12445 62ND ST, #303 TAMPA, FL 33773	NONE PC	GENERAL PURPOSE SUPPORT	5,000.
FEEDING SOUTH FLORIDA 2501 SW 32ND TERRACE PEMBROKE PARK, FL 33023	NONE PC	GENERAL PURPOSE SUPPORT	2,500.
FRANCISCAN CENTER 3010 N. PERRY AVE. TAMPA, FL 33603	NONE PC	GENERAL PURPOSE SUPPORT	5,000
<u>TOTAL CONTRIBUTIONS PAID</u>			<u>142,500</u>

**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 **THE MARSH FOUNDATION, INC.** Employer identification number
C/O U.S. TRUST, BANK OF AMERICA N.A. **56-6056515**

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	136,680.	141,474.		-4,794.
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 -2,140.
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 -6,934.

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	828,287.	689,662.		138,625.
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 -4,241.
13 Capital gain distributions.				13 60,894.
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 ▶				16 195,278.

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

Schedule D (Form 1041) 2013

JSA
3F1210 1 000

Part III Summary of Parts I and II

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		-6,934.
18 Net long-term gain or (loss):			
a Total for year	18a		195,278.
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		188,344.

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	20	()
a The loss on line 19, column (3) or b \$3,000		

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		

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**
▶ Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print <small>File by the due date for filing your return. See instructions.</small>	Name of exempt organization or other filer, see instructions THE MARSH FOUNDATION, INC. C/O U.S. TRUST, BANK OF AMERICA N.A.	Employer identification number (EIN) or 56-6056515
	Number, street, and room or suite no. If a P.O. box, see instructions P.O. BOX 26262	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions GREENSBORO, NC 27420	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ WENDY NGUYEN

Telephone No ▶ 704 376-0281 FAX No ▶ _____

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for
▶ calendar year 2013 or
▶ tax year beginning _____, 20____, and ending _____, 20____

2 If the tax year entered in line 1 is for less than 12 months, check reason Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	5,643.
3b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	1,643.
3c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	4,000.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions