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: THE WEBBCRAFT FAMILY FOUNDATION, INC.

A Employer identification number: 57-1111833

Number and street (or P O box number if mail is not delivered to street address): 938 SIMPSON ROAD

Room/suite:

B Telephone number (see instructions): (864) 338-9734

City or town, state or province, country, and ZIP or foreign postal code: BELTON, SC 29627

C If exemption application is pending check here . . . . ▶ ☐

D 1 Foreign organizations, check here . ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 3,257,799.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts, grants etc , received (attach schedule) .				
2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	81,336.	80,869.		ATCH 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	114,604.			
b	Gross sales price for all assets on line 6a 1,390,132.				
7	Capital gain net income (from Part IV, line 2) .		114,604.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold .				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total** Add lines 1 through 11	195,940.	195,473.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc . .	39,865.			39,865.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)ATCH 2	3,250.			3,250.
c	Other professional fees (attach schedule) . .	20,684.	19,359.		1,325.
17	Interest				
18	Taxes (attach schedule) (see instructions)ATCH	5,047.	1,974.		3,073.
19	Depreciation (attach schedule) and depletion .				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)ATCH .5. .	13,301.			13,301.
24	**Total operating and administrative expenses.** Add lines 13 through 23	82,147.	21,333.		60,814.
25	Contributions, gifts, grants paid	145,702.			145,702.
26	**Total expenses and disbursements** Add lines 24 and 25	227,849.	21,333.	0	206,516.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements** . .	-31,909.			
b	**Net investment income** (if negative, enter -0-)		174,140.		
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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	53,468.	76,972.	76,972.
	2	Savings and temporary cash investments	225,857.	59,252.	59,252.
	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 6	1,444,346.	1,478,483.	1,933,899.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 7	1,075,747.	1,152,822.	1,187,676.
	14	Land, buildings, and equipment basis ▶ 32,917. Less accumulated depreciation (attach schedule) ▶ 32,917.			ATCH 8
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	2,799,418.	2,767,529.	3,257,799.
Liabilities	17	Accounts payable and accrued expenses	100.	120.	
	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)	100.	120.	
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	2,799,318.	2,767,409.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, ▶ ☐ **check here and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	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)	2,799,318.	2,767,409.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,799,418.	2,767,529.	

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	2,799,318.
2	Enter amount from Part I, line 27a	2	-31,909.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,767,409.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,767,409.

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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	114,604.
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	262,493.	3,065,359.	0.085632
2011	288,817.	3,244,184.	0.089026
2010	350,546.	3,286,554.	0.106661
2009	348,799.	3,310,310.	0.105367
2008	408,490.	4,450,716.	0.091781

2	Total of line 1, column (d)	2	0.478467
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	0.095693
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	3,126,650.
5	Multiply line 4 by line 3	5	299,199.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,741.
7	Add lines 5 and 6	7	300,940.
8	Enter qualifying distributions from Part XII, line 4	8	206,516.

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	3,483.
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	3,483.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			4	0
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-			5	3,483.
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	3,106.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	3,106.
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	377.
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** ▶ **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) ▶ SC,			
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)*

			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 ▶ WWW.WEBBCRAFT.ORG

14 The books are in care of ▶ JERRI LYNN SHARPE Telephone no ▶ 864-338-9734

Located at ▶938 SIMPOSON ROAD BELTON, SC ZIP+4 ▶ 29627

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

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	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

			Yes	No
	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 ☒ 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		
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** X (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? **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
ATCH 9		39,865.	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		0
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 N/A	
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	2,848,639.
b	Average of monthly cash balances	1b	325,625.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	3,174,264.
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	3,174,264.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	47,614.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,126,650.
6	**Minimum investment return.** Enter 5% of line 5	6	156,333.

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	156,333.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,483.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,483.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	152,850.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	152,850.
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	152,850.

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	206,516.
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	206,516.
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	206,516.

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					152,850.
2	Undistributed income, if any, as of the end of 2013					
a	Enter amount for 2012 only					
b	Total for prior years 20 11 ,20 10 ,20 09					
3	Excess distributions carryover, if any, to 2013					
a	From 2008	6,437.				
b	From 2009	184,427.				
c	From 2010	352,284.				
d	From 2011	291,436.				
e	From 2012	262,493.				
f	**Total** of lines 3a through e		1,097,077.			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 206,516.					
a	Applied to 2012, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required - see instructions)					
c	Treated as distributions out of corpus (Election required - see instructions)					
d	Applied to 2013 distributable amount					152,850.
e	Remaining amount distributed out of corpus		53,666.			
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		1,150,743.			
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					
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)		6,437.			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		1,144,306.			
10	Analysis of line 9					
a	Excess from 2009	184,427.				
b	Excess from 2010	352,284.				
c	Excess from 2011	291,436.				
d	Excess from 2012	262,493.				
e	Excess from 2013	53,666.				

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))

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 10				
Total . . . . ▶ **3a**				145,702.
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					
4 Dividends and interest from securities			14	81,336.	
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	114,604.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				195,940.	

13 Total Add line 12, columns (b), (d), and (e) . . . . 13 195,940.

(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)

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
	N/A		N/A

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 of officer or trustee — Date 5/7/14 — Title Executive Director

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
BRIAN KUEHNIS		4/30/14		P01256096

Firm's name ▶ BRIAN KUEHNIS, CPA — Firm's EIN ▶

Firm's address ▶ P.O. BOX 6978
REDWOOD CITY, CA 94063 — Phone no 650-216-2356

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 CAPITAL GAIN DISTRIBUTIONS					860.	
		MS #9795 (STATEMENT A)					VARIOUS	VARIOUS
237,809.		218,031.					19,778.	
		MS #9795 (STATEMENT B)					VARIOUS	VARIOUS
177,094.		152,432.					24,662.	
		ORACLE CORP					02/09/2009	06/26/2013
7,308.		4,379.					2,929.	
		MS #9795 (STATEMENT C)					VARIOUS	VARIOUS
210,495.		172,767.					37,728.	
		MS #9795 (STATEMENT C)					VARIOUS	VARIOUS
56,509.		38,602.					17,907.	
		MS #0230 (STATEMENT D)					VARIOUS	VARIOUS
80,848.		79,026.					1,822.	
		MS #0230 (STATEMENT E)					VARIOUS	VARIOUS
128,540.		143,226.					-14,686.	
		ISHARES TIPS BOND					11/17/2011	06/27/2013
71,836.		74,816.					-2,980.	
		WESTERN ASSET MKTS FD II INC					VARIOUS	09/10/2013
59,753.		70,029.					-10,276.	
		MKT VC HYLD MUN					VARIOUS	01/31/2013
86,574.		75,840.					10,734.	
		SPDR BARCLAYS CAPITAL HIGH YIELD					01/26/2012	01/31/2013
73,633.		71,257.					2,376.	
		COCA-COLA					03/11/1999	04/05/2013
31,836.		30,314.					1,522.	

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)	
		MS #2293 (STATEMENT F)					VARIOUS	VARIOUS
2,265.		3,315.					-1,050.	
		MS #2293 (STATEMENT G)					VARIOUS	VARIOUS
55.		15.					40.	
		MS #2293 (STATEMENT H)					VARIOUS	VARIOUS
13,910.		13,641.					269.	
		MS #2293 (STATEMENT I)					VARIOUS	VARIOUS
22,165.		16,305.					5,860.	
		INTEL CORP					03/29/2012	02/14/2013
910.		1,201.					-291.	
		TIDEWATER INC					03/15/2013	05/07/2013
608.		513.					95.	
		MS #3480 (STATEMENT J)					VARIOUS	VARIOUS
24,238.		20,109.					4,129.	
		PHILLIPS 66 COM					01/03/2012	04/16/2013
943.		544.					399.	
		PERRIGO CO					10/28/2013	12/19/2013
777.		654.					123.	
		MS #3623 (STATEMENT K)					VARIOUS	VARIOUS
18,067.		12,061.					6,006.	
		KINDER MORGAN MGMT LLC					01/03/2012	VARIOUS
179.							179.	
		MS #3692 (STATEMENT L)					VARIOUS	VARIOUS
26,302.		24,921.					1,381.	

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)	
		REXAM PLC SPONSADR COMMON					02/13/2012	01/29/2013
28.		27.					1.	
		WOLSELEY PLC JERSEY SPNSRD ADR					12/03/2013	12/03/2013
1.							1.	
		MS #3692 (STATEMENT M)					VARIOUS	VARIOUS
46,388.		43,490.					2,898.	
		MS #3763 (STATEMENT N)					VARIOUS	VARIOUS
6,789.		5,551.					1,238.	
		BANCO SANTANDER SA					VARIOUS	VARIOUS
72.		67.					5.	
		ROYAL DUTCH SHELL PLC					08/23/2012	VARIOUS
37.							37.	
		MS #3763 (STATEMENT O)					VARIOUS	VARIOUS
3,229.		2,395.					834.	
		BP PLC ADS					08/23/2012	12/20/2013
32.							32.	
		ROYAL DUTCH SHELL PLC					08/23/2012	12/23/2013
42.							42.	
TOTAL GAIN(LOSS)							114,604.	

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS - MORGAN STANLEY	63,602.	63,602.
INTEREST - MORGAN STANLEY	17,267.	17,267.
NONDIVIDEND DISTRIBUTIONS-MORGAN STANLEY	467.	
TOTAL	81,336.	80,869.

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	3,250.			3,250.
TOTALS	3,250.			3,250.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PAYROLL SERVICE	1,325.		1,325.
MANAGEMENT FEES	19,359.	19,359.	
TOTALS	20,684.	19,359.	1,325.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FOREIGN TAX		1,974.	1,974.	
PAYROLL TAX		3,073.		3,073.
	TOTALS	5,047.	1,974.	3,073.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
TELEPHONE & UTILITIES	3,089.	3,089.
INSURANCE	837.	837.
REPAIRS & MAINTENANCE	3,325.	3,325.
DUES & SUBSCRIPTIONS	783.	783.
FACILITY AND EQUIPMENT EXPENSE	4,654.	4,654.
TRAVEL	184.	184.
ADVERTISING	492.	492.
OFFICE EXPENSES	3,865.	3,865.
HEALTH INSURANCE	-3,928.	-3,928.
TOTALS	13,301.	13,301.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MS 2293	151,158.	205,372.
MS 3480	101,970.	132,804.
MS 9795	689,453.	938,262.
MS 3623	103,676.	149,275.
MS 0052	152,738.	151,400.
MS 3692	203,133.	264,549.
MS 3763	76,355.	92,237.
TOTALS	1,478,483.	1,933,899.

ATTACHMENT 7

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MS 0230	1,152,822.	1,187,676.
TOTALS	1,152,822.	1,187,676.

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
COMPUTER	SL	2,295			2,295	2,295			2,295
OFFICE FURNITURES	SL	3,414			3,414	3,414			3,414
TELEPHONE	SL	451			451	451			451
COPIER	SL	702			702	702			702
OFFICE FURNITURE	SL	2,286			2,286	2,286			2,286
METAL CART	SL	191			191	191			191
GIFT SOFTWARE PROG	M3	2,233			2,233	2,233			2,233
OFFICE FURNITURE	SL	6,758			6,758	6,758			6,758
COMPUTER	SL	1,912			1,912	1,912			1,912
COMPUTER SOFTWARE	M3	840			840	840			840
FURNITURE	SL	4,158			4,158	4,158			4,158
COMPUTER SOFTWARE	M3	797			797	797			797
COMPUTER	SL	3,143			3,143	3,143			3,143
COMPUTER SOFTWARE	SL	837			837	837			837
COMPUTER SOFTWARE	SL	870			870	870			870
COMPUTER SOFTWARE	SL	905			905	905			905
DELL PRINTER	M5	146			146	146			146
COMPUTER	M5	979			979	979			979

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 8 (CONT'D)

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
TOTALS		32,917.			32,917.	32,917.			32,917.

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

ATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JOY CRAFT 250 FAMILY FARM ROAD WOODSIDE, CA 94062	DIRECTOR 2.00	0	0	0
JANE KAY 101 CARDINAL SPRINGS ROAD BELTON, SC 29627	DIRECTOR 1.00	0	0	0
JIMMY CRAFT 1709 HAMBY ROAD HONEA PATH, SC 29654	DIRECTOR 1.00			
JULIE KAY 117 BRANCHWOOD LANE BELTON, SC 29627	DIRECTOR 1.00	0	0	0
JERRI LYNN SHARPE 189 BROOKS ROAD HONEA PATH, SC 29654	EXECUTIVE DIRECTOR 10.00	20,000.	0	0
FAYE STATON 713 BROWN AVENUE BELTON, SC 29627	DIRECTOR 1.00	0	0	0

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

ATTACHMENT 9 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
MIKE PASCUZZI 100 MADERA COURT LOS GATOS, CA 95032	DIRECTOR 1.00	0	0	0
JESSICA JENNINGS 5883 KEOWEE ROAD HONEA PATH, SC 29654	ADMINISTRATIVE ASSISTANT 24.00	19,865.	0	0
JANA BURDETTE 254 SIMPSON ROAD HONEA PATH, SC 29654	DIRECTOR 1.00	0	0	0
LINDY FULLBRIGHT 927 SIMPSON ROAD BELTON, SC 29627	DIRECTOR 1.00	0	0	0
	GRAND TOTALS	39,865.	0	0

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

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ANDERSON SCHOOL DISTRICT TWO 10990 BELTON-HONEA PATH HIGHWAY HONEA PATH, SC 29654	NONE PUBLIC CHARITY	ARTS IN EDUCATION PROGRAM	5,000
BELTON CENTER FOR THE ARTS P O BOX 368 BELTON, SC 29627	NONE PUBLIC CHARITY	PROGRAMMING & COMMUNITY OUTREACH	10,000
BELTON MIDDLE SCHOOL 102 CHEROKEE ROAD BELTON, SC 29627	NONE PUBLIC CHARITY	GIRL MENTORING GROUP AND MOTIVATING STUDENTS FIELD TRIP	5,952
BELTON-HONEA PATH HIGH SCHOOL 11000 BELTON-HONEA PATH HIGHWAY BELTON, SC 29654	NONE PUBLIC CHARITY	GENERAL CHARITABLE PURPOSE	22,850
CAREER TECHNOLOGY CENTER 702 BELTON HIGHWAY WILLIAMSTON, SC 29697	NONE PUBLIC CHARITY	SERVICE LEARNING PROJECTS	11,200
BHP EDUCATION FOUNDATION 11000 BELTON-HONEA PATH HIGHWAY HONEA PATH, SC 29654	NONE PUBLIC CHARITY	RENAISSANCE PROGRAM	10,000

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

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HONEA PATH ELEMENTARY SCHOOL 806 EAST GREER STREET HONEA PATH, SC 29654	NONE PUBLIC CHARITY	READERS ARE DYNAMIC/K-5 SHINNING STARS/IPADS IN THE HANDS OF STUDENTS	23,900
HONEA PATH MIDDLE SCHOOL 107 BROCK AVENUE HONEA PATH, SC 29654	NONE PUBLIC CHARITY	8TH GRADE WASHINGTON TRIP	10,000
MARSHALL PRIMARY 218 BANNISTGER STREET BELTON, SC 29627	NONE PUBLIC CHARITY	BALANCED LITERACY/READING AROUND THE CLOCK	19,300
UNITED WAY OF ANDERSON COUNTY 907 N MAIN STREET, SUITE 202 ANDERSON, SC 29622	NONE PUBLIC CHARITY	DOLLY PARTON IMAGINATION LIBRARY	7,000
BELTON AREA MUSEUM ASSOCIATION 100 NORTH MAIN STREET BELTON, SC 29627	NONE PUBLIC CHARITY	EDUCATIONAL EXHIBITS/HERITAGE DAYS AT THE DEPOT	19,500
THE UPSTATE CHILI COOKOFF OF BELTON P O BOX 14054 GREENVILLE, SC 29610	NONE	SC CHILI COOKOFF CHAMPIONSHIP	1,000
		TOTAL CONTRIBUTIONS PAID	145,702

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 WEBBCRAFT FAMILY FOUNDATION, INC.

Employer identification number: 57-1111833

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	356,308.	333,212.		23,096.
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked	193.	109.		84.
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	210,495.	172,767.		37,728.

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	60,908.

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	411,466.	387,354.		24,112.
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked	162,258.	166,073.		-3,815.
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	248,552.	216,013.		32,539.

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	860.
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	53,696.

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

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			60,908.
18 **Net long-term gain or (loss):**				
a Total for year	18a			53,696.
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			114,604.

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: THE WEBBCRAFT FAMILY FOUNDATION, INC.

Social security number or taxpayer identification number: 57-1111833

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

☐ **(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)
MS #9795 (STATEMENT A	VARIOUS	VARIOUS	237,809.	218,031.			19,778.
MS #0230 (STATEMENT D	VARIOUS	VARIOUS	80,848.	79,026.			1,822.
MS #2293 (STATEMENT F	VARIOUS	VARIOUS	2,265.	3,315.			-1,050.
INTEL CORP	03/29/2012	02/14/2013	910.	1,201.			-291.
TIDEWATER INC	03/15/2013	05/07/2013	608.	513.			95.
PERRIGO CO	10/28/2013	12/19/2013	777.	654.			123.
MS #3692 (STATEMENT L	VARIOUS	VARIOUS	26,302.	24,921.			1,381.
MS #3763 (STATEMENT N	VARIOUS	VARIOUS	6,789.	5,551.			1,238.
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) ▶			356,308.	333,212.			23,096.

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.

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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**

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Social security number or taxpayer identification number: 57-1111833

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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

☐ **(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)
MS #2293 (STATEMENT G)	VARIOUS	VARIOUS	55.	15.			40.
REXAM PLC SPONSADR COMMON	02/13/2012	01/29/2013	28.	27.			1.
WOLSELEY PLC JERSEY SPNSRD ADR	12/03/2013	12/03/2013	1.				1.
BANCO SANTANDER SA	VARIOUS	VARIOUS	72.	67.			5.
ROYAL DUTCH SHELL PLC	08/23/2012	VARIOUS	37.				37.
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) ▶			193.	109.			84.

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.

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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	Social security number or taxpayer identification number
THE WEBBCRAFT FAMILY FOUNDATION, INC.	57-1111833

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

☒ **(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)
MS #9795 (STATEMENT C)	VARIOUS	VARIOUS	210,495.	172,767.			37,728.
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) ▶			210,495.	172,767.			37,728.

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.

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**
THE WEBBCRAFT FAMILY FOUNDATION, INC.	57-1111833

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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)
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☐ **(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)
MS #9795 (STATEMENT B)	VARIOUS	VARIOUS	177,094.	152,432.			24,662.
MS #0230 (STATEMENT E)	VARIOUS	VARIOUS	128,540.	143,226.			-14,686.
MS #2293 (STATEMENT H)	VARIOUS	VARIOUS	13,910.	13,641.			269.
MS #3480 (STATEMENT J)	VARIOUS	VARIOUS	24,238.	20,109.			4,129.
MS #3623 (STATEMENT K)	VARIOUS	VARIOUS	18,067.	12,061.			6,006.
MS #3692 (STATEMENT M)	VARIOUS	VARIOUS	46,388.	43,490.			2,898.
MS #3763 (STATEMENT O)	VARIOUS	VARIOUS	3,229.	2,395.			834.
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) ▶			411,466.	387,354.			24,112.

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)
THE WEBBCRAFT FAMILY FOUNDATION, INC.

Social security number or taxpayer identification number
57-1111833

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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)

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☐ **(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)
ORACLE CORP	02/09/2009	06/26/2013	7,308.	4,379.			2,929.
ISHARES TIPS BOND	11/17/2011	06/27/2013	71,836.	74,816.			-2,980.
WESTERN ASSET MKTS FD II INC	VARIOUS	09/10/2013	59,753.	70,029.			-10,276.
MS #2293 (STATEMENT I)	VARIOUS	VARIOUS	22,165.	16,305.			5,860.
PHILLIPS 66 COM	01/03/2012	04/16/2013	943.	544.			399.
KINDER MORGAN MGMT LLC	01/03/2012	VARIOUS	179.				179.
BP PLC ADS	08/23/2012	12/20/2013	32.				32.
ROYAL DUTCH SHELL PLC	08/23/2012	12/23/2013	42.				42.
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) ▶			162,258.	166,073.			-3,815.

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

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Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side) THE WEBBCRAFT FAMILY FOUNDATION, INC.

Social security number or taxpayer identification number 57-1111833

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

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☒ **(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		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
					(f) Code(s) from instructions	(g) Amount of adjustment	
MS #9795 (STATEMENT C)	VARIOUS	VARIOUS	56,509.	38,602.			17,907.
MKT VC HYLD MUN	VARIOUS	01/31/2013	86,574.	75,840.			10,734.
SPDR BARCLAYS CAPITAL HIGH YIELD	01/26/2012	01/31/2013	73,633.	71,257.			2,376.
COCA-COLA	03/11/1999	04/05/2013	31,836.	30,314.			1,522.
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) ▶			248,552.	216,013.			32,539.

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

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION
MANAGED EQUITY
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number. 26-4310632

Taxpayer ID Number: 57-1111833
Account Number: 814 889795 065

Customer Service: 866-324-6088

This information is NOT being furnished to the Internal Revenue Service. It is provided to you for informational purposes only.

1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
AMER INTL GP INC NEW	**CUSIP:** 026874784		**Symbol (Box 1d):** AIG					
	600 000	10/02/12	06/18/13	$27,040 81	$20,063 40	$0 00	$6,977 41	$0.00
	200.000	10/11/12	06/18/13	$9,013 60	$7,164.70	$0.00	$1,848.90	$0.00
Security Subtotal	**800.000**			**$36,054.41**	**$27,228.10**	**$0.00**	**$8,826.31**	**$0 00**
HONEYWELL INTERNATIONAL INC	**CUSIP:** 438516106		**Symbol (Box 1d):** HON					
	400 000	01/09/13	08/27/13	$31,706 20	$26,418 76	$0 00	$5,287 44	$0.00
MICHAEL KORS HOLDINGS LTD	**CUSIP:** G60754101		**Symbol (Box 1d):** KORS					
	300 000	07/09/13	09/09/13	$22,713 92	$19,431 90	$0 00	$3,282.02	$0 00
OCCIDENTAL PETROLEUM CORP DE	**CUSIP:** 674599105		**Symbol (Box 1d):** OXY					
	250.000	05/17/13	08/02/13	$22,219.56	$23,014.38	$0.00	($794.82)	$0 00
	150.000	07/09/13	08/02/13	$13,331.74	$13,515.00	$0 00	($183.26)	$0.00
Security Subtotal	**400.000**			**$35,551.30**	**$36,529.38**	**$0.00**	**($978.08)**	**$0.00**
ORACLE CORP	**CUSIP:** 68389X105		**Symbol (Box 1d):** ORCL					
	200.000	08/21/12	06/26/13	$6,015 05	$6,395 00	$0.00	($379 95)	$0.00
	900.000	05/17/13	06/26/13	$27,067.76	$31,335.12	$0.00	($4,267.36)	$0.00
Security Subtotal	**1,100.000**			**$33,082.81**	**$37,730.12**	**$0.00**	**($4,647.31)**	**$0.00**
UBS AG NEW	**CUSIP:** H89231338		**Symbol (Box 1d):** UBS					
	1,100 000	07/09/13	12/13/13	$20,079 38	$18,882 49	$0 00	$1,196 89	$0.00
	500.000	08/02/13	12/13/13	$9,126.99	$10,189.05	$0.00	($1,062 06)	$0.00
Security Subtotal	**1,600.000**			**$29,206.37**	**$29,071.54**	**$0.00**	**$134.83**	**$0.00**
UNITEDHEALTH GP INC	**CUSIP:** 91324P102		**Symbol (Box 1d):** UNH					
	500 000	12/04/12	09/18/13	$36,392.46	$26,941.30	$0 00	$9,451 16	$0 00

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Statement A

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION
MANAGED EQUITY
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: 57-1111833
Account Number: 814 889795 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked) **(Continued)**

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
VMWARE INC CLASS A	**CUSIP:** 928563402		**Symbol (Box 1d):** VMW					
	200.000	03/01/13	07/09/13	$13,101.27	$14,679 32	$0 00	($1,578 05)	$0 00
Total Short Term Covered Securities				**$237,808.74**	**$218,030.42**	**$0.00**	**$19,778.32**	**$0.00**

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION
MANAGED EQUITY
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number· 26-4310632

Taxpayer ID Number: 57-1111833
Account Number· 814 889795 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ORACLE CORP	**CUSIP:** 68389X105		**Symbol (Box 1d):** ORCL					
	200 000	06/14/11	06/26/13	$6,015 05	$6,416.00	$0.00	($400 95)	$0 00
	200.000	08/11/11	06/26/13	$6,015.05	$5,465.00	$0.00	$550.05	$0.00
Security Subtotal	**400.000**			**$12,030.10**	**$11,881.00**	**$0.00**	**$149.10**	**$0.00**
QUALCOMM INC	**CUSIP:** 747525103		**Symbol (Box 1d):** QCOM					
	300.000	01/11/11	07/08/13	$17,977.34	$15,615 69	$0 00	$2,361 65	$0 00
	200.000	02/01/11	07/08/13	$11,984.89	$10,959 00	$0 00	$1,025 89	$0 00
	100.000	02/08/11	07/08/13	$5,992.44	$5,590.51	$0.00	$401.93	$0.00
Security Subtotal	**600.000**			**$35,954.67**	**$32,165.20**	**$0.00**	**$3,789.47**	**$0.00**
TARGET CORPORATION	**CUSIP:** 87612E106		**Symbol (Box 1d):** TGT					
	400 000	03/21/11	10/28/13	$25,939 26	$20,278.04	$0 00	$5,661 22	$0 00
	100.000	07/20/11	10/28/13	$6,484.82	$5,096.56	$0.00	$1,388.26	$0.00
Security Subtotal	**500.000**			**$32,424.08**	**$25,374.60**	**$0.00**	**$7,049.48**	**$0.00**
THERMO FISHER SCIENTIFIC INC	**CUSIP:** 883556102		**Symbol (Box 1d):** TMO					
	200 000	07/13/12	08/02/13	$18,357 68	$10,417 96	$0 00	$7,939 72	$0.00
	300.000	07/13/12	08/08/13	$27,586.40	$15,626.94	$0.00	$11,959 46	$0.00
Security Subtotal	**500.000**			**$45,944.08**	**$26,044.90**	**$0.00**	**$19,899.18**	**$0.00**
VMWARE INC CLASS A	**CUSIP:** 928563402		**Symbol (Box 1d).** VMW					
	150.000	03/30/11	07/09/13	$9,825 95	$12,260.87	$0.00	($2,434 92)	$0.00
	150 000	05/20/11	07/09/13	$9,825.95	$14,423.00	$0.00	($4,597.05)	$0 00
	100.000	06/14/11	07/09/13	$6,550.64	$9,589 00	$0.00	($3,038.36)	$0.00
Security Subtotal	**400.000**			**$26,202.54**	**$36,272.87**	**$0.00**	**($10,070.33)**	**$0.00**

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Statement B

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION
MANAGED EQUITY
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number· 26-4310632

Taxpayer ID Number· 57-1111833
Account Number· 814 889795 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities (Continued) (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
VODAFONE GP PLC ADS NEW	CUSIP: 92857W209	Symbol (Box 1d): VOD						
	300.000	08/03/12	09/30/13	$10,516.59	$8,912 58	$0 00	$1,604 01	$0 00
	400.000	08/21/12	09/30/13	$14,022 11	$11,780 76	$0.00	$2,241.35	$0 00
Security Subtotal	700.000			$24,538.70	$20,693.34	$0.00	$3,845.36	$0.00
Total Long Term Covered Securities				$177,094.17	$152,431.91	$0.00	$24,662.26	$0.00

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Valuation Currency: USD
Sort Order: Closing Date

Realized Gains & Losses
814889795 : WEBBCRAFT FAMILY FOUNDATION *MANAGED EQUITY*
01/01/2013 to 05/31/2013
Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
1,200 000	MYLAN INC	02/09/2012	01/02/2013	27,645 96	32,973 22	5,327 26	
500.000	UNITEDHEALTH GRP	12/04/2012	03/01/2013	26,941 30	26,819 39	(121.91)	
200.000	AMER EXPRESS CO COM	11/02/2010	03/27/2013	8,484 96	13,426 37		4,941 41
200 000	PFIZER INC	07/28/2011	03/27/2013	3,897 78	5,707 87		1,810 09
200.000	PFIZER INC	07/20/2011	03/27/2013	3,997 26	5,707.87		1,710.61
400.000	TEXTRON INC COM	06/14/2012	03/27/2013	9,709 40	11,742 73	2,033 33	
300.000	UNITED PARCEL SERVICE INC CL B	01/09/2013	04/02/2013	23,051 58	25,182 30	2,130 72	
400 000	TEXTRON INC COM	08/21/2012	04/22/2013	10,991 00	10,286 93	(704 07)	
600 000	TEXTRON INC COM	06/14/2012	04/22/2013	14,564 10	15,430.39	866 29	
400 000	PFIZER INC	01/05/2012	05/06/2013	8,579 52	11,515.22		2,935 70
700 000	PFIZER INC	07/28/2011	05/06/2013	13,642 23	20,151 64		6,509.41
200 000	ACTAVIS INC	07/31/2012	05/13/2013	15,581 40	23,962 98	8,381 58	
300 000	ACTAVIS INC	07/13/2012	05/13/2013	22,908 72	35,944 47	13,035 75	
900 000	ALKERMES INC	03/27/2013	05/15/2013	21,374 10	28,152 35	6,778 25	
	TOTAL PORTFOLIO			**211,369.31**	**267,003.73**	**37,727.20**	**17,907.22**

Statement C

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION
MANAGED FIXED INCOME
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number 26-4310632

Taxpayer ID Number: 57-1111833
Account Number 814 890230 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
PIMCO EMERGING LOCAL BOND INST	CUSIP: 72201F516		Symbol (Box 1d): PELBX					
	30 153	08/31/12	08/27/13	$280 42	$320.23	$0.00	($39 81)	$0 00
	22 124	09/28/12	08/27/13	$205 75	$240 27	$0 00	($34 52)	$0 00
	28.949	10/31/12	08/27/13	$269 23	$314 39	$0.00	($45 16)	$0 00
	27 983	11/30/12	08/27/13	$260 24	$305 01	$0 00	($44 77)	$0 00
	98 997	12/27/12	08/27/13	$920 67	$1,086.99	$0 00	($166.32)	$0 00
	29 824	12/31/12	08/27/13	$277 36	$327.47	$0 00	($50 11)	$0 00
	28.126	01/31/13	08/27/13	$261 65	$309.67	$0 00	($48 02)	$0.00
Security Subtotal	**266.156**			**$2,475.32**	**$2,904.03**	**$0.00**	**($428.71)**	**$0.00**
PIMCO TOTAL RETURN INST	CUSIP: 693390700		Symbol (Box 1d): PTTRX					
	13.353	09/28/12	09/10/13	$141.41	$154 63	$0.00	($13.22)	$0 00
	19 615	10/31/12	09/10/13	$207 72	$227 34	$0 00	($19.62)	$0 00
	20.118	11/30/12	09/10/13	$213 05	$233 77	$0.00	($20.72)	$0 00
	69 712	12/12/12	09/10/13	$738 25	$791 93	$0 00	($53 68)	$0.00
	94.978	12/12/12	09/10/13	$1,005.82	$1,078.95	$0.00	($73.13)	$0 00
	0.003	12/14/12	09/10/13	$0.03	$0 03	$0 00	$0 00	$0 00
	72.521	12/27/12	09/10/13	$768 00	$815 14	$0 00	($47 14)	$0.00
	15.951	12/31/12	09/10/13	$168 92	$179.29	$0 00	($10 37)	$0 00
	12.212	01/31/13	09/10/13	$129.32	$136.65	$0.00	($7.33)	$0.00
Security Subtotal	**318.463**			**$3,372.52**	**$3,617.73**	**$0.00**	**($245.21)**	**$0.00**
TEMPLETON GLB TOTAL RETURN ADV	CUSIP: 880208855		Symbol (Box 1d): TTRZX					
	5,673 222	06/29/12	06/27/13	$75,000.00	$72,503.78	$0.00	$2,496 22	$0 00
Total Short Term Covered Securities				**$80,847.84**	**$79,025.54**	**$0.00**	**$1,822.30**	**$0.00**

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Statement D

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION
MANAGED FIXED INCOME
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number 57-1111833
Account Number 814 890230 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities

(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ISHARES TIPS BOND ETF	CUSIP: 464287176		Symbol (Box 1d): TIP					
	27 000	01/26/12	06/27/13	$3,007.10	$3,189.09	$0.00	($181 99)	$0 00
	523 000	01/26/12	09/10/13	$57,143.76	$61,773.89	$0.00	($4,630.13)	$0.00
Security Subtotal	550.000			$60,150.86	$64,962.98	$0.00	($4,812.12)	$0.00
PIMCO EMERGING LOCAL BOND INST	CUSIP: 72201F516		Symbol (Box 1d): PELBX					
	7,035 647	01/26/12	08/27/13	$65,431.45	$75,000.00	$0 00	($9,568 55)	$0.00
	3 551	01/31/12	08/27/13	$33 02	$38 07	$0 00	($5.05)	$0.00
	25 072	02/29/12	08/27/13	$233 17	$274 29	$0 00	($41 12)	$0.00
	30 645	03/30/12	08/27/13	$285 00	$329.43	$0 00	($44.43)	$0.00
	26 185	04/30/12	08/27/13	$243 52	$282 01	$0.00	($38.49)	$0 00
	31 387	05/31/12	08/27/13	$291 90	$314 81	$0.00	($22 91)	$0 00
	25 910	06/29/12	08/27/13	$240 96	$272.31	$0.00	($31.35)	$0 00
	22.831	07/31/12	08/27/13	$212.33	$243 61	$0.00	($31.28)	$0.00
Security Subtotal	7,201 228			$66,971.35	$76,754.53	$0.00	($9,783.18)	$0.00
PIMCO TOTAL RETURN INST	CUSIP: 693390700		Symbol (Box 1d): PTTRX					
	3 320	01/31/12	09/10/13	$35 16	$36.92	$0 00	($1 76)	$0 00
	17 107	02/29/12	09/10/13	$181.16	$190.23	$0 00	($9 07)	$0 00
	21.202	03/30/12	09/10/13	$224 53	$235 13	$0 00	($10 60)	$0 00
	19.455	04/30/12	09/10/13	$206 03	$218 29	$0.00	($12.26)	$0.00
	21.537	05/31/12	09/10/13	$228 08	$242 94	$0 00	($14 86)	$0 00
	19.239	06/29/12	09/10/13	$203 74	$217.40	$0 00	($13 66)	$0.00
	15 404	07/31/12	09/10/13	$163 13	$176 68	$0 00	($13 55)	$0 00
	16.595	08/31/12	09/10/13	$175.74	$190.84	$0.00	($15.10)	$0.00
Security Subtotal	133.859			$1,417.57	$1,508.43	$0.00	($90.86)	$0.00
Total Long Term Covered Securities				**$128,539.78**	**$143,225.94**	**$0.00**	**($14,686.16)**	**$0.00**

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Statement E

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION, INC
ATTENTION. JOY CRAFT
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number 57-1111833
Account Number 814 012293 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities

(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)	NOTES
LEIDOS HLDGS INC	**CUSIP:** 525327102		**Symbol (Box 1d).** LDOS						
	0.750	01/28/13	10/03/13	$34 19	$24 95	$0.00	$9.24	$0.00	
NEXEN INC	**CUSIP:** 65334H102		**Symbol (Box 1d):** NXYYZ						
	25 000	03/06/12	03/01/13	$687.50	$481.55	$0.00	$205.95	$0 00	
VERIFONE SYSTEMS INC	**CUSIP:** 92342Y109		**Symbol (Box 1d):** PAY						
	81 000	01/23/13	02/28/13	$1,543.18	$2,808.22	$0.00	($1,265 04)	$0 00	
Total Short Term Covered Securities				**$2,264.87**	**$3,314.72**	**$0.00**	**($1,049.85)**	**$0.00**	

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Statement F

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION, INC
ATTENTION. JOY CRAFT
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: 57-1111833
Account Number 814 012293 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS — OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Noncovered Securities # (Consider Box 6a (Noncovered Security) as being checked for this section These transactions should be reported on Form 8949 Part I with box B checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)	NOTES
SCIENCE APPLICATIONS INTL CP	CUSIP: 808625107		Symbol (Box 1d): SAIC						
	0.570	01/28/13	09/27/13	$18.50	$15.39	$0.00	$3.11	$0.00	
SPDR GOLD TR GOLD SHS	CUSIP: 78463V107		Symbol (Box 1d):						
	0.000		01/07/13	$1.16	$0.00	$0.00	$0.00	$0.00	CT
	0.000		02/21/13	$1.19	$0.00	$0.00	$0.00	$0.00	CT
	0.000		03/12/13	$1.16	$0.00	$0.00	$0.00	$0.00	CT
	0.000		04/09/13	$1.19	$0.00	$0.00	$0.00	$0.00	CT
	0.000		05/10/13	$1.23	$0.00	$0.00	$0.00	$0.00	CT
	0.000		06/17/13	$1.07	$0.00	$0.00	$0.00	$0.00	CT
Security Subtotal	**0.000**			**$7.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	
TD BANKNORTH INC (DEL)	CUSIP: 87235A101		Symbol (Box 1d):						
	0.000		07/11/13	$29.22	$0.00	$0.00	$0.00	$0.00	
Total Short Term Noncovered Securities				**$54.72**	**$15.39**	**$0.00**	**$3.11**	**$0.00**	
Total Short Term Covered and Noncovered Securities				**$2,319.59**	**$3,330.11**	**$0.00**	**($1,046.74)**	**$0.00**	

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Statement G

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION, INC
ATTENTION JOY CRAFT
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: 57-1111833
Account Number: 814 012293 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities

(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)	NOTES
AMERICAN CAPITAL AGENCY	**CUSIP:** 02503X105	**Symbol (Box 1d):** AGNC							
	35.000	06/23/11	06/03/13	$882.59	$999 33	$0 00	($116 74)	$0.00	
ANNALY CAPITAL MNGMT INC	**CUSIP:** 035710409	**Symbol (Box 1d):** NLY							
	70 000	08/06/12	12/10/13	$706.24	$1,174 99	$0 00	($468.75)	$0.00	
CABLEVISION SYSTEMS CORP	**CUSIP:** 12686C109	**Symbol (Box 1d):** CVC							
	61.000	09/01/11	07/15/13	$1,159.06	$1,093.33	$0 00	$65.73	$0 00	
	108 000	09/01/11	10/01/13	$1,834.21	$1,935.72	$0 00	($101.51)	$0.00	
Security Subtotal	**169.000**			**$2,993.27**	**$3,029.05**	**$0.00**	**($35.78)**	**$0.00**	
EXELON CORP	**CUSIP:** 30161N101	**Symbol (Box 1d):** EXC							
	7.000	10/07/11	07/08/13	$212 42	$285.26	$0.00	($72.84)	$0 00	
	26.000	10/07/11	08/20/13	$784 42	$1,059 54	$0 00	($275.12)	$0 00	
	39.000	11/21/11	08/20/13	$1,176.62	$1,623 85	$0.00	($447 23)	$0.00	
Security Subtotal	**72.000**			**$2,173.46**	**$2,968.65**	**$0.00**	**($795.19)**	**$0.00**	
GRACE WR & CO DELA NEW	**CUSIP:** 38388F108	**Symbol (Box 1d):** GRA							
	10.000	12/13/11	12/16/13	$923.66	$419.30	$0.00	$504 36	$0.00	
H J HEINZ CO	**CUSIP:** 423074103	**Symbol (Box 1d):**							
	23.000	04/13/12	06/10/13	$1,667 50	$1,215.12	$0 00	$452 38	$0.00	
HUDSON CITY BANCORP INC	**CUSIP:** 443683107	**Symbol (Box 1d):** HCBK							
	110 000	01/13/11	06/13/13	$910 91	$1,425 60	$0.00	($514 69)	$0.00	

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Statement H

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION, INC
ATTENTION· JOY CRAFT
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004

Identification Number	26-4310632
Taxpayer ID Number	57-1111833
Account Number:	814 012293 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities (Continued) (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)	NOTES
NEXEN INC	**CUSIP:** 65334H102		**Symbol (Box 1d):** NXYYZ						
	56.000	08/16/11	03/01/13	$1,540.00	$1,156.41	$0 00	$383 59	$0.00	
	46.000	11/17/11	03/01/13	$1,265.00	$748.65	$0.00	$516.35	$0.00	
Security Subtotal	**102.000**			**$2,805.00**	**$1,905.06**	**$0.00**	**$899.94**	**$0.00**	
OMNICOM GROUP	**CUSIP:** 681919106		**Symbol (Box 1d):** OMC						
	13 000	08/25/11	07/29/13	$847 35	$503 82	$0.00	$343 53	$0 00	
Total Long Term Covered Securities				**$13,909.98**	**$13,640.92**	**$0.00**	**$269.06**	**$0.00**	

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION, INC
ATTENTION JOY CRAFT
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: 57-1111833
Account Number 814 012293 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Consider Box 6a (Noncovered Security) as being checked for this section These transactions should be reported on Form 8949 Part II with box E checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)	NOTES
ANALOG DEVICES INC	CUSIP: 032654105		Symbol (Box 1d): ADI						
	5.000	12/02/09	02/05/13	$221.82	$151 72	$0 00	$70.10	$0 00	
	22.000	12/02/09	02/25/13	$1,010.93	$667.58	$0.00	$343.35	$0.00	
Security Subtotal	**27.000**			**$1,232.75**	**$819.30**	**$0.00**	**$413.45**	**$0.00**	
ANNALY CAPITAL MNGMT INC	CUSIP: 035710409		Symbol (Box 1d): NLY						
	5.000	10/20/08	10/09/13	$57 62	$63 60	$0 00	($5 98)	$0 00	
	67.000	08/19/09	10/09/13	$772 09	$1,137.70	$0.00	($365.61)	$0.00	
	8 000	09/29/09	10/09/13	$92 19	$146 80	$0.00	($54 61)	$0.00	
	31 000	09/29/09	12/10/13	$312.76	$568 83	$0 00	($256 07)	$0 00	
	42.000	09/30/09	12/10/13	$423 74	$758 48	$0 00	($334 74)	$0 00	
	33.000	02/04/10	12/10/13	$332.94	$585 89	$0.00	($252.95)	$0.00	
Security Subtotal	**186.000**			**$1,991.34**	**$3,261.30**	**$0.00**	**($1,269.96)**	**$0.00**	
CABLEVISION SYSTEMS CORP	CUSIP: 12686C109		Symbol (Box 1d): CVC						
	49.000	04/28/06	07/15/13	$931 05	$580 40	$0.00	$350 65	$0 00	
DUKE ENERGY CORP NEW	CUSIP: 26441C204		Symbol (Box 1d): DUK						
	5.000	06/12/06	06/10/13	$340 52	$259 38	$0 00	$81 14	$0.00	
	1.000	07/22/08	06/10/13	$68 10	$47.21	$0.00	$20.89	$0.00	
Security Subtotal	**6.000**			**$408.62**	**$306.59**	**$0.00**	**$102.03**	**$0.00**	
H J HEINZ CO	CUSIP: 423074103		Symbol (Box 1d):						
	22.000	11/16/09	06/10/13	$1,595 00	$928.80	$0.00	$666.20	$0 00	
	34 000	12/02/09	06/10/13	$2,465.00	$1,478.19	$0.00	$986 81	$0.00	
Security Subtotal	**56.000**			**$4,060.00**	**$2,406.99**	**$0.00**	**$1,653.01**	**$0.00**	
HUDSON CITY BANCORP INC.	CUSIP: 443683107		Symbol (Box 1d): HCBK						
	141.000	11/09/10	06/13/13	$1,167 63	$1,656.71	$0 00	($489.08)	$0.00	

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Statement I

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION, INC
ATTENTION. JOY CRAFT
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number· 57-1111833
Account Number. 814 012293 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Consider Box 6a (Noncovered Security) as being checked for this section These transactions should be reported on Form 8949 Part II with box E checked) **(Continued)**

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)	NOTES
OMNICOM GROUP	**CUSIP:** 681919106		**Symbol (Box 1d):** OMC						
	13.000	05/17/10	07/29/13	$847 35	$532.21	$0 00	$315.14	$0 00	
SCANA CORP NEW	**CUSIP:** 80589M102		**Symbol (Box 1d):** SCG						
	24.000	02/10/09	05/17/13	$1,283 16	$823 72	$0 00	$459.44	$0.00	
	9.000	04/14/09	05/17/13	$481 19	$275 43	$0 00	$205 76	$0 00	
	38.000	04/14/09	10/11/13	$1,752 63	$1,162.94	$0.00	$589.69	$0.00	
Security Subtotal	**71.000**			**$3,516.98**	**$2,262.09**	**$0.00**	**$1,254.89**	**$0.00**	
SEMPRA ENERGY	**CUSIP:** 816851109		**Symbol (Box 1d):** SRE						
	5.000	12/13/04	07/10/13	$407 86	$178 17	$0.00	$229 69	$0.00	
	2.000	07/22/08	07/10/13	$163 15	$109.44	$0 00	$53 71	$0.00	
	3 000	07/22/08	12/20/13	$270.43	$164 17	$0 00	$106 26	$0.00	
	10.000	05/04/10	12/20/13	$901 42	$491 43	$0.00	$409.99	$0.00	
Security Subtotal	**20.000**			**$1,742.86**	**$943.21**	**$0.00**	**$799.65**	**$0.00**	
SPDR GOLD TR GOLD SHS	**CUSIP:** 78463V107		**Symbol (Box 1d):** GLD						
	19 000	01/04/06	01/04/13	$3,021.37	$1,012 35	$0 00	$2,009 02	$0 00	
	2.000	01/04/06	06/20/13	$250 59	$106 56	$0 00	$144.03	$0.00	
	5.000	07/22/08	06/20/13	$626.48	$479 06	$0.00	$147.42	$0 00	
	15.000	10/14/09	06/20/13	$1,879 45	$1,565.03	$0.00	$314.42	$0.00	
Security Subtotal	**41.000**			**$5,777.89**	**$3,163.00**	**$0.00**	**$2,614.89**	**$0.00**	

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Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION, INC
ATTENTION: JOY CRAFT
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number. 26-4310632

Taxpayer ID Number: 57-1111833
Account Number 814 012293 065

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Noncovered Securities # (Continued)

(Consider Box 6a (Noncovered Security) as being checked for this section These transactions should be reported on Form 8949 Part II with box E checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)	NOTES
XCEL ENERGY INC	CUSIP: 98389B100		Symbol (Box 1d): XEL						
	18 000	09/07/07	01/22/13	$488.32	$373 16	$0 00	$115 16	$0 00	
Total Long Term Noncovered Securities				**$22,164.79**	**$16,304.96**	**$0.00**	**$5,859.83**	**$0.00**	
Total Long Term Covered and Noncovered Securities				**$36,074.77**	**$29,945.88**	**$0.00**	**$6,128.89**	**$0.00**	
Total Short and Long Term, Covered and Noncovered Securities				**$38,394.36**	**$33,275.99**	**$0.00**	**$5,082.15**	**$0.00**	

Form 1099-B Total Reportable Amounts

Total Sales Price (Box 2a)	**$38,394.36**			
Total Cost or Other Basis (Box 3)		**$16,955.64**		
Total Wash Sale Loss Disallowed (Box 5)			**$0.00**	
Total Fed Tax Withheld (Box 4)				**$0.00**

Noncovered securities are not subject to the IRS cost basis reporting regulations, therefore their date of acquisition, cost basis, short or long term designation and any disallowed loss resulting from a wash sale will not be reported to the IRS.

CT The proceeds amount is the sales price of the bullion sold by the Trust to pay investment expenses. Proceeds from the sale of bullion are reported on Form 1099-B

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION
C/O JOY CRAFT
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: 57-1111833
Account Number: 814 013480 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ALLSTATE CORP	**CUSIP:** 020002101		**Symbol (Box 1d):** ALL					
	11.000	01/03/12	03/13/13	$526 01	$305.80	$0 00	$220 21	$0.00
AMERIPRISE FINCL INC	**CUSIP:** 03076C106		**Symbol (Box 1d):** AMP					
	7.000	01/27/12	10/28/13	$691.84	$377.11	$0.00	$314.73	$0.00
ANNALY CAPITAL MNGMT INC	**CUSIP:** 035710409		**Symbol (Box 1d):** NLY					
	10.000	01/03/12	10/02/13	$117.48	$160 70	$0.00	($43.22)	$0 00
	15.000	01/03/12	10/04/13	$172 63	$241 05	$0 00	($68.42)	$0.00
	5.000	01/03/12	10/07/13	$57 67	$80 35	$0 00	($22 68)	$0 00
	15 000	01/03/12	10/08/13	$172.58	$241 05	$0 00	($68 47)	$0 00
	30.000	01/03/12	10/11/13	$351.00	$482 10	$0.00	($131.10)	$0.00
Security Subtotal	**75.000**			**$871.36**	**$1,205.25**	**$0.00**	**($333.89)**	**$0.00**
APACHE CORP	**CUSIP:** 037411105		**Symbol (Box 1d):** APA					
	16 000	01/03/12	03/11/13	$1,201 64	$1,513.12	$0.00	($311 48)	$0.00
AVISTA CORP	**CUSIP:** 05379B107		**Symbol (Box 1d):** AVA					
	11.000	01/05/12	05/31/13	$296 37	$280.31	$0.00	$16 06	$0.00
	9 000	01/06/12	05/31/13	$242 49	$228 32	$0 00	$14.17	$0 00
	27.000	01/06/12	06/03/13	$728.52	$684.95	$0.00	$43.57	$0.00
Security Subtotal	**47.000**			**$1,267.38**	**$1,193.58**	**$0.00**	**$73.80**	**$0.00**
CBS CORP NEW CL B SHRS	**CUSIP:** 124857202		**Symbol (Box 1d):** CBS					
	11.000	01/03/12	08/02/13	$597.73	$300.74	$0.00	$296.99	$0.00
	30.000	01/03/12	12/23/13	$1,836.57	$820.20	$0.00	$1,016.37	$0.00
Security Subtotal	**41.000**			**$2,434.30**	**$1,120.94**	**$0.00**	**$1,313.36**	**$0.00**

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Statement J

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION
C/O JOY CRAFT
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number 26-4310632

Taxpayer ID Number: 57-1111833
Account Number: 814 013480 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
CIGNA CORPORATION COM	**CUSIP:** 125509109		**Symbol (Box 1d):** CI					
	9.000	01/03/12	01/25/13	$524.86	$388.53	$0.00	$136.33	$0.00
	9.000	01/03/12	09/12/13	$745.05	$388.53	$0.00	$356.52	$0.00
Security Subtotal	**18.000**			**$1,269.91**	**$777.06**	**$0.00**	**$492.85**	**$0.00**
INTEL CORP	**CUSIP:** 458140100		**Symbol (Box 1d):** INTC					
	17.000	01/03/12	02/12/13	$358.52	$415.82	$0.00	($57.30)	$0.00
INTERNATIONAL PAPER CO	**CUSIP:** 460146103		**Symbol (Box 1d):** IP					
	14.000	01/03/12	03/05/13	$632.50	$415.94	$0.00	$216.56	$0.00
JPMORGAN CHASE & CO	**CUSIP:** 46625H100		**Symbol (Box 1d):** JPM					
	11.000	01/03/12	03/05/13	$548.80	$382.36	$0.00	$166.44	$0.00
KIMBERLY CLARK CORP	**CUSIP:** 494368103		**Symbol (Box 1d):** KMB					
	16.000	01/03/12	03/11/13	$1,508.77	$1,178.40	$0.00	$330.37	$0.00
	16.000	01/03/12	06/03/13	$1,550.15	$1,178.40	$0.00	$371.75	$0.00
Security Subtotal	**32.000**			**$3,058.92**	**$2,356.80**	**$0.00**	**$702.12**	**$0.00**
KLA TENCOR CORP	**CUSIP:** 482480100		**Symbol (Box 1d):** KLAC					
	24.000	01/03/12	08/16/13	$1,357.99	$1,141.92	$0.00	$216.07	$0.00
KOHLS CORPORATION WISC	**CUSIP:** 500255104		**Symbol (Box 1d):** KSS					
	6.000	01/03/12	02/26/13	$273.55	$290.82	$0.00	($17.27)	$0.00
	16.000	01/03/12	02/27/13	$739.99	$775.52	$0.00	($35.53)	$0.00

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Morgan Stanley

Corporate Tax Statement
Tax Year 2013

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C/O JOY CRAFT
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number. 26-4310632

Taxpayer ID Number: 57-1111833
Account Number 814 013480 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities (Continued)

(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
KOHLS CORPORATION WISC	26.000	01/03/12	03/20/13	$1,215.90	$1,260.22	$0 00	($44.32)	$0.00
	4.000	01/11/12	03/20/13	$187.06	$184.14	$0.00	$2.92	$0.00
Security Subtotal	**52.000**			**$2,416.50**	**$2,510.70**	**$0.00**	**($94.20)**	**$0.00**
NORTHROP GRUMMAN CP(HLDG CO)	**CUSIP:** 666807102		**Symbol (Box 1d):** NOC					
	7 000	01/03/12	08/05/13	$666 20	$413 84	$0 00	$252 36	$0.00
RELIANCE STEEL & ALUM CO	**CUSIP:** 759509102		**Symbol (Box 1d):** RS					
	27.000	01/03/12	11/21/13	$2,013.44	$1,348.65	$0.00	$664.79	$0.00
ROYAL DUTCH SHELL PLC	**CUSIP:** 780259206		**Symbol (Box 1d):** RDS'A					
	2.000	01/03/12	10/30/13	$139 99	$148 38	$0 00	($8 39)	$0 00
	12.000	01/03/12	10/31/13	$797.86	$890 28	$0.00	($92.42)	$0 00
Security Subtotal	**14.000**			**$937.85**	**$1,038.66**	**$0.00**	**($100.81)**	**$0.00**
TIDEWATER INC	**CUSIP:** 886423102		**Symbol (Box 1d):** TDW					
	48.000	01/03/12	05/07/13	$2,652.67	$2,402.88	$0.00	$249.79	$0.00
WESTAR ENERGY INC	**CUSIP:** 95709T100		**Symbol (Box 1d):** WR					
	42 000	01/05/12	03/11/13	$1,331 96	$1,188 28	$0 00	$143.68	$0 00
Total Long Term Covered Securities				**$24,237.79**	**$20,108.71**	**$0.00**	**$4,129.08**	**$0.00**

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION
C/O JOY CRAFT
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number 26-4310632

Taxpayer ID Number. 57-1111833
Account Number: 814 013623 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
BEACON ROOFING SUPPLY INC	**CUSIP:** 073685109	**Symbol (Box 1d):** BECN						
	12 000	01/03/12	05/22/13	$483.45	$251 88	$0 00	$231.57	$0.00
	18.000	01/03/12	05/28/13	$751.23	$377 82	$0.00	$373 41	$0 00
Security Subtotal	**30.000**			**$1,234.68**	**$629.70**	**$0.00**	**$604.98**	**$0.00**
DIGI INTL INC	**CUSIP:** 253798102	**Symbol (Box 1d):** DGII						
	11 000	01/03/12	09/04/13	$102 62	$128.89	$0 00	($26 27)	$0 00
	14.000	01/03/12	09/06/13	$133.03	$164 05	$0.00	($31 02)	$0 00
	43 000	01/03/12	09/09/13	$419 71	$503 86	$0 00	($84 15)	$0 00
	33.000	01/03/12	09/10/13	$323.22	$386 68	$0.00	($63.46)	$0.00
	14.000	01/03/12	09/25/13	$140 48	$164 05	$0.00	($23.57)	$0 00
	18 000	01/03/12	10/10/13	$172.84	$210.92	$0 00	($38.08)	$0 00
	22.000	01/03/12	10/11/13	$210.71	$257.79	$0.00	($47 08)	$0.00
Security Subtotal	**155.000**			**$1,502.61**	**$1,816.24**	**$0.00**	**($313.63)**	**$0.00**
HORMEL FOODS CORPORATION	**CUSIP:** 440452100	**Symbol (Box 1d):** HRL						
	22.000	01/03/12	10/25/13	$959 15	$645.48	$0.00	$313 67	$0 00
	83.000	01/03/12	10/28/13	$3,619.67	$2,435.22	$0.00	$1,184.45	$0.00
Security Subtotal	**105.000**			**$4,578.82**	**$3,080.70**	**$0.00**	**$1,498.12**	**$0.00**
MAXIMUS INC	**CUSIP:** 577933104	**Symbol (Box 1d):** MMS						
	20.000	01/03/12	02/12/13	$1,430.63	$839.00	$0 00	$591 63	$0 00
MOBILE MINI INC	**CUSIP:** 60740F105	**Symbol (Box 1d):** MINI						
	5 000	01/03/12	12/03/13	$193.68	$89.90	$0 00	$103.78	$0 00
	9 000	01/03/12	12/06/13	$340.30	$161.82	$0 00	$178.48	$0 00

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Statement K

Corporate Tax Statement
Tax Year 2013

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities (Continued) (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
MOBILE MINI INC	18 000	01/03/12	12/10/13	$677.92	$323.63	$0.00	$354 29	$0.00
	8.000	01/03/12	12/11/13	$300.79	$143.84	$0.00	$156.95	$0.00
Security Subtotal	**40.000**			**$1,512.69**	**$719.19**	**$0.00**	**$793.50**	**$0.00**
PERRIGO CO	**CUSIP:** 714290103		**Symbol (Box 1d):**					
	0 000	01/03/12	12/19/13	$2,330.09	$1,472 61	$0 00	$857.48	$0 00
	15.000	01/03/12	12/19/13	$0.15	$0.09	$0.00	$0.06	$0.00
Security Subtotal	**15.000**			**$2,330.24**	**$1,472.70**	**$0.00**	**$857.54**	**$0.00**
STERICYCLE INC	**CUSIP:** 858912108		**Symbol (Box 1d):** SRCL					
	5 000	01/03/12	08/26/13	$580 68	$390 15	$0 00	$190.53	$0 00
TECHNE CP	**CUSIP:** 878377100		**Symbol (Box 1d):** TECH					
	2 000	01/03/12	12/02/13	$170.68	$137.58	$0 00	$33 10	$0.00
	3.000	01/03/12	12/03/13	$254 15	$206 37	$0.00	$47 78	$0 00
	5.000	01/03/12	12/04/13	$425.15	$343.95	$0.00	$81.20	$0.00
Security Subtotal	**10.000**			**$849.98**	**$687.90**	**$0.00**	**$162.08**	**$0.00**
ULTIMATE SOFTWARE GP INC	**CUSIP:** 90385D107		**Symbol (Box 1d):** ULTI					
	5.000	01/03/12	10/28/13	$763 25	$327 00	$0 00	$436.25	$0.00
WHOLE FOODS MARKETS INC	**CUSIP:** 966837106		**Symbol (Box 1d):** WFM					
	21 000	01/03/12	08/09/13	$1,163.92	$734.48	$0 00	$429.44	$0 00
	6.000	01/03/12	08/12/13	$332 41	$209.85	$0.00	$122.56	$0 00
	7 000	01/03/12	08/13/13	$388.50	$244.83	$0 00	$143 67	$0 00

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Corporate Tax Statement
Tax Year 2013

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities (Continued) (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
WHOLE FOODS MARKETS INC	12.000	01/03/12	08/15/13	$645.15	$419 70	$0.00	$225.45	$0.00
	14.000	01/03/12	08/16/13	$753.53	$489.65	$0.00	$263.88	$0.00
Security Subtotal	60.000			$3,283.51	$2,098.51	$0.00	$1,185.00	$0.00
Total Long Term Covered Securities				**$18,067.09**	**$12,061.09**	**$0.00**	**$6,006.00**	**$0.00**

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

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C/O JOY CRAFT
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1 New York Plaza
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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
AB ELECTROLOX SPON ADR	CUSIP: 010198208		Symbol (Box 1d): ELUXY					
	64 000	07/30/13	10/08/13	$3,267.48	$3,715.56	$0 00	($448.08)	$0 00
	1.000	08/07/13	10/08/13	$51.05	$58.27	$0.00	($7.22)	$0.00
Security Subtotal	**65.000**			**$3,318.53**	**$3,773.83**	**$0.00**	**($455.30)**	**$0.00**
BHP BILLITON LTD	CUSIP: 088606108		Symbol (Box 1d): BHP					
	21 000	02/13/12	01/16/13	$1,605.15	$1,637 79	$0 00	($32 64)	$0.00
DAIHATSU MOTOR CO LTD ADR	CUSIP: 23381A108		Symbol (Box 1d): DHTMY					
	24.000	12/11/12	02/19/13	$950 88	$906.51	$0 00	$44 37	$0 00
	57.000	12/11/12	06/10/13	$2,267 99	$2,152 96	$0.00	$115.03	$0.00
Security Subtotal	**81.000**			**$3,218.87**	**$3,059.47**	**$0.00**	**$159.40**	**$0.00**
DAITO TR CONSTR CO LTD ADR	CUSIP: 23405X100		Symbol (Box 1d):					
	38 000	02/13/12	02/04/13	$899.11	$848 16	$0.00	$50 95	$0.00
GETINGE AB UNSPONS ADR	CUSIP: 37427X104		Symbol (Box 1d): GNGBY					
	29 000	10/04/12	02/13/13	$901.91	$884 26	$0.00	$17 65	$0.00
	5 000	10/15/12	10/14/13	$154.88	$145.19	$0 00	$9 69	$0.00
	20.000	12/13/12	10/14/13	$619.54	$654.30	$0.00	($34.76)	$0.00
Security Subtotal	**54.000**			**$1,676.33**	**$1,683.75**	**$0.00**	**($7.42)**	**$0.00**
ING GROEP NV ADR	CUSIP: 456837103		Symbol (Box 1d): ING					
	89 000	07/19/12	03/26/13	$652.38	$589 64	$0.00	$62.74	$0.00
LVMH MOET HENNESSY LOUIS VUITT	CUSIP: 502441306		Symbol (Box 1d): LVMUY					
	78.000	02/13/12	02/05/13	$2,853 15	$2,556 06	$0 00	$297.09	$0 00

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Statement 1

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)
(Continued)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
MERCK KGAA UNSPON ADR	**CUSIP:** 589339100		**Symbol (Box 1d):** MKGAY					
	36.000	02/13/12	01/17/13	$1,613.57	$1,297 08	$0.00	$316.49	$0 00
ORICA LTD UNSPON ADR	**CUSIP:** 68618H103		**Symbol (Box 1d):** OCLDY					
	17.000	03/30/12	03/15/13	$448.49	$496 44	$0 00	($47 95)	$0 00
	23.000	04/10/12	03/15/13	$606.78	$636.47	$0.00	($29.69)	$0.00
Security Subtotal	**40.000**			**$1,055.27**	**$1,132.91**	**$0.00**	**($77.64)**	**$0.00**
SANDVIK AB SPONS ADR	**CUSIP:** 800212201		**Symbol (Box 1d):** SDVKY					
	28 000	06/11/12	04/19/13	$396 51	$362 41	$0 00	$34 10	$0 00
SANOFI ADR	**CUSIP:** 80105N105		**Symbol (Box 1d):** SNY					
	27.000	02/13/12	01/15/13	$1,295 48	$1,010 75	$0 00	$284.73	$0 00
	34.000	02/13/12	02/08/13	$1,545.34	$1,272.79	$0.00	$272.55	$0.00
Security Subtotal	**61.000**			**$2,840.82**	**$2,283.54**	**$0.00**	**$557.28**	**$0.00**
SIGNET JEWELERS LIMITED	**CUSIP:** G81276100		**Symbol (Box 1d):** SIG					
	17 000	03/19/13	12/17/13	$1,292.94	$1,065.46	$0 00	$227 48	$0.00
SOFTBANK CORP UNSPONS ADR	**CUSIP:** 83404D109		**Symbol (Box 1d):** SFTBY					
	49 000	07/13/12	04/16/13	$1,086 68	$932 76	$0.00	$153 92	$0.00
	55.000	07/25/12	04/16/13	$1,219 75	$1,023.54	$0.00	$196.21	$0 00
	17.000	08/02/12	04/16/13	$377.01	$342.10	$0.00	$34.91	$0.00
Security Subtotal	**121.000**			**$2,683.44**	**$2,298.40**	**$0.00**	**$385.04**	**$0.00**
VOLVO AB ADR B	**CUSIP:** 928856400		**Symbol (Box 1d):** VOLVY					
	148 000	03/15/13	09/30/13	$2,196.41	$2,332.57	$0 00	($136.16)	$0.00
Total Short Term Covered Securities				**$26,302.48**	**$24,921.07**	**$0.00**	**$1,381.41**	**$0.00**

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

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ANHEUSER BUSCH INBEV SA SPON	CUSIP: 03524A108 Symbol (Box 1d): BUD							
	25 000	02/13/12	07/16/13	$2,281 22	$1,620 75	$0.00	$660 47	$0 00
ASSA ABLOY AB UNSP ADR	CUSIP: 045387107 Symbol (Box 1d): ASAZY							
	99.000	02/13/12	07/26/13	$2,211.55	$1,458.27	$0.00	$753.28	$0 00
	1 000	02/13/12	07/29/13	$22 31	$14.73	$0.00	$7.58	$0 00
Security Subtotal	**100.000**			**$2,233.86**	**$1,473 00**	**$0.00**	**$760.86**	**$0 00**
BRITISH AMER TOB SPON ADR	CUSIP: 110448107 Symbol (Box 1d): BTI							
	15.000	02/13/12	03/14/13	$1,575.01	$1,475 40	$0 00	$99 61	$0 00
BRITISH SKY BRDCSTG GRP PLC	CUSIP: 111013108 Symbol (Box 1d): BSYBY							
	14.000	04/11/12	05/13/13	$695 48	$576 14	$0.00	$119 34	$0 00
	14 000	04/18/12	05/13/13	$695 48	$600 90	$0 00	$94 58	$0 00
	16.000	05/11/12	05/13/13	$794 82	$716.51	$0.00	$78.31	$0.00
Security Subtotal	**44.000**			**$2,185.78**	**$1,893.55**	**$0.00**	**$292.23**	**$0.00**
CANON INC ADR NEW	CUSIP: 138006309 Symbol (Box 1d): CAJ							
	84 000	02/13/12	05/01/13	$2,958.46	$3,713 64	$0.00	($755 18)	$0.00
DAITO TR CONSTR CO LTD ADR	CUSIP: 23405X100 Symbol (Box 1d):							
	29.000	02/13/12	03/06/13	$645 87	$647.28	$0.00	($1 41)	$0.00
	101.000	02/13/12	07/08/13	$2,295.57	$2,254.32	$0.00	$41.25	$0.00
Security Subtotal	**130.000**			**$2,941.44**	**$2,901.60**	**$0.00**	**$39.84**	**$0.00**
EXPERIAN GP LTD ADR	CUSIP: 30215C101 Symbol (Box 1d): EXPGY							
	53.000	08/10/12	09/30/13	$1,005.45	$814.99	$0.00	$190 46	$0 00

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Statement M

Corporate Tax Statement
Tax Year 2013

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

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FANUC CORPORATION UNSP ADR	**CUSIP:** 307305102		**Symbol (Box 1d):** FANUY					
	104 000	02/13/12	05/20/13	$2,718 20	$2,968 16	$0 00	($249.96)	$0 00
GETINGE AB UNSPONS ADR	**CUSIP:** 37427X104		**Symbol (Box 1d):** GNGBY					
	40.000	10/04/12	10/14/13	$1,239 06	$1,219 66	$0 00	$19 40	$0 00
	20.000	10/12/12	10/14/13	$619 53	$575.12	$0.00	$44.41	$0 00
Security Subtotal	**60.000**			**$1,858.59**	**$1,794.78**	**$0.00**	**$63.81**	**$0 00**
ING GROEP NV ADR	**CUSIP:** 456837103		**Symbol (Box 1d):** ING					
	386 000	02/13/12	03/26/13	$2,829 43	$3,376.50	$0 00	($547.07)	$0 00
MERCK KGAA UNSPON ADR	**CUSIP:** 589339100		**Symbol (Box 1d):** MKGAY					
	44.000	02/13/12	07/15/13	$2,259.36	$1,585 32	$0.00	$674 04	$0 00
	31.000	06/01/12	07/15/13	$1,591.83	$950.81	$0.00	$641.02	$0.00
Security Subtotal	**75.000**			**$3,851.19**	**$2,536.13**	**$0.00**	**$1,315.06**	**$0.00**
ORICA LTD UNSPON ADR	**CUSIP:** 68618H103		**Symbol (Box 1d):** OCLDY					
	34.000	02/27/12	03/15/13	$896 99	$960 68	$0 00	($63 69)	$0 00
	8.000	03/09/12	03/15/13	$211.06	$221.15	$0.00	($10.09)	$0.00
Security Subtotal	**42.000**			**$1,108.05**	**$1,181.83**	**$0.00**	**($73.78)**	**$0.00**
PETROFAC LTD LONDON UNSPON ADR	**CUSIP:** 716473103		**Symbol (Box 1d):** POFCY					
	81.000	02/13/12	02/21/13	$967.33	$980.10	$0 00	($12.77)	$0 00
	160.000	02/13/12	12/16/13	$1,493.57	$1,936.00	$0.00	($442.43)	$0.00
	20.000	04/18/12	12/16/13	$186.70	$278.04	$0.00	($91.34)	$0.00
Security Subtotal	**261.000**			**$2,647.60**	**$3,194.14**	**$0.00**	**($546.54)**	**$0.00**

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Morgan Stanley

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION
C/O JOY CRAFT
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number· 26-4310632

Taxpayer ID Number. 57-1111833
Account Number: 814 013692 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities (Continued) (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
POTASH CP OF SASKATCHEWAN INC	**CUSIP:** 73755L107		**Symbol (Box 1d):** POT					
	51 000	02/13/12	07/16/13	$1,971.35	$2,285.31	$0 00	($313.96)	$0 00
	18.000	04/17/12	07/16/13	$695.77	$784.52	$0.00	($88.75)	$0.00
Security Subtotal	**69.000**			**$2,667.12**	**$3,069.83**	**$0.00**	**($402.71)**	**$0.00**
SANDVIK AB SPONS ADR	**CUSIP:** 800212201		**Symbol (Box 1d):** SDVKY					
	147 000	04/18/12	04/19/13	$2,081.66	$2,012 28	$0 00	$69 38	$0 00
SANOFI ADR	**CUSIP:** 80105N105		**Symbol (Box 1d):** SNY					
	20.000	02/13/12	07/01/13	$1,041 96	$748 70	$0 00	$293 26	$0.00
	45.000	02/13/12	08/07/13	$2,348.97	$1,684.58	$0.00	$664.39	$0.00
Security Subtotal	**65.000**			**$3,390.93**	**$2,433.28**	**$0.00**	**$957.65**	**$0.00**
TECHNIP-COFLEXIP	**CUSIP:** 878546209		**Symbol (Box 1d):** TKPPY					
	82.000	02/13/12	11/04/13	$2,120.16	$2,043.44	$0.00	$76 72	$0.00
	28 000	10/08/12	11/04/13	$723.96	$802 52	$0.00	($78.56)	$0.00
Security Subtotal	**110.000**			**$2,844.12**	**$2,845.96**	**$0.00**	**($1.84)**	**$0.00**
TELSTRA CORP LTD SPON ADR	**CUSIP:** 87969N204		**Symbol (Box 1d):** TLSYY					
	96.000	02/13/12	07/25/13	$2,180 82	$1,763.52	$0 00	$417.30	$0.00
UNILEVER PLC (NEW) ADS	**CUSIP:** 904767704		**Symbol (Box 1d):** UL					
	55.000	02/13/12	07/26/13	$2,211.29	$1,805.10	$0 00	$406.19	$0 00
	4.000	02/13/12	07/29/13	$161.89	$131.28	$0.00	$30.61	$0.00
Security Subtotal	**59.000**			**$2,373.18**	**$1,936.38**	**$0.00**	**$436.80**	**$0.00**

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Corporate Tax Statement
Tax Year 2013

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100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities (Continued) (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
VALEO SPONSORED ADR	CUSIP: 919134304		Symbol (Box 1d): VLEEY					
	19 000	02/13/12	06/14/13	$655 84	$484 50	$0 00	$171 34	$0.00
Total Long Term Covered Securities				**$46,387.95**	**$43,490.22**	**$0.00**	**$2,897.73**	**$0.00**
Total Short and Long Term, Covered and Noncovered Securities				**$72,719.47**	**$68,437.96**	**$0.00**	**$4,281.51**	**$0.00**

Form 1099-B Total Reportable Amounts

Total Sales Price (Box 2a)	**$72,719.47**				
Total Cost or Other Basis (Box 3)		**$68,411.29**			
Total Wash Sale Loss Disallowed (Box 5)			**$0.00**		
Total Fed Tax Withheld (Box 4)					**$0.00**

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION
C/O JOY CRAFT
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number 26-4310632

Taxpayer ID Number: 57-1111833
Account Number: 814 013763 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities

(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
AMCOR LIMITED ADR NEW	**CUSIP:** 02341R302		**Symbol (Box 1d):** AMCRY					
	13.000	08/23/12	06/25/13	$480.89	$410 15	$0 00	$70 74	$0 00
	3.000	08/23/12	07/25/13	$115.25	$94.65	$0 00	$20 60	$0 00
	12.000	08/23/12	07/26/13	$468.12	$378.60	$0.00	$89.52	$0.00
Security Subtotal	**28.000**			**$1,064.26**	**$883.40**	**$0.00**	**$180.86**	**$0.00**
ASTELLAS PHARMA INCADR	**CUSIP:** 04623U102		**Symbol (Box 1d):** ALPMY					
	8 000	08/23/12	04/22/13	$450 30	$400 00	$0.00	$50 30	$0 00
	7 000	08/23/12	05/02/13	$401 23	$350 00	$0 00	$51 23	$0 00
	35.000	08/23/12	05/17/13	$496.30	$437 50	$0.00	$58.80	$0 00
Security Subtotal	**50.000**			**$1,347.83**	**$1,187.50**	**$0.00**	**$160.33**	**$0.00**
BANCO SANTANDER S A.	**CUSIP:** 05964H105		**Symbol (Box 1d):** SAN					
	0 382	08/23/12	05/10/13	$2.64	$2 54	$0 00	$0.10	$0.00
CARREFOUR SA SPONSORED ADR	**CUSIP:** 144430204		**Symbol (Box 1d):** CRRFY					
	84.000	08/23/12	02/21/13	$452 48	$333.48	$0.00	$119.00	$0.00
	0.221	08/23/12	06/14/13	$1.27	$0.86	$0.00	$0.41	$0.00
Security Subtotal	**84.221**			**$453.75**	**$334.34**	**$0.00**	**$119.41**	**$0.00**
GLAXOSMITHKLINE PLC ADS	**CUSIP:** 37733W105		**Symbol (Box 1d):** GSK					
	8.000	08/23/12	04/23/13	$409.51	$369.44	$0.00	$40.07	$0 00
IBERDROLA SA SPON ADR	**CUSIP:** 450737101		**Symbol (Box 1d):** IBDRY					
	0.142	08/23/12	01/31/13	$2 90	$2.15	$0.00	$0 75	$0 00
	0.566	08/23/12	07/30/13	$12.44	$8.28	$0.00	$4.16	$0.00
Security Subtotal	**0.708**			**$15.34**	**$10.43**	**$0.00**	**$4.91**	**$0.00**

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IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Statement N

Corporate Tax Statement
Tax Year 2013

WEBBCRAFT FAMILY FOUNDATION
C/O JOY CRAFT
100 MADERA COURT
LOS GATOS CA 95032-5720

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number: 26-4310632

Taxpayer ID Number: 57-1111833
Account Number: 814 013763 065

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued)

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Short Term - Covered Securities (Continued) (Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
NOVARTIS AG ADR	CUSIP: 66987V109		Symbol (Box 1d): NVS					
	7 000	08/23/12	02/20/13	$489 70	$419.72	$0.00	$69.98	$0.00
RWE AG SPONSORED ADR	CUSIP: 74975E303		Symbol (Box 1d): RWEOY					
	11.000	08/23/12	03/20/13	$411 12	$447 70	$0 00	($36 58)	$0 00
SANOFI ADR	CUSIP: 80105N105		Symbol (Box 1d): SNY					
	9.000	08/23/12	01/16/13	$434 02	$366 48	$0 00	$67 54	$0 00
SEVEN & I HLDGS CO LTD ADR	CUSIP: 81783H105		Symbol (Box 1d): SVNDY					
	6 000	08/23/12	06/20/13	$420 03	$394 08	$0 00	$25 95	$0 00
SOCIETE GENERALE SP ADR	CUSIP: 83364L109		Symbol (Box 1d): SCGLY					
	58 000	08/23/12	01/09/13	$482 38	$303 34	$0.00	$179 04	$0 00
	49.000	08/23/12	02/25/13	$392 93	$256.27	$0.00	$136 66	$0.00
Security Subtotal	**107.000**			**$875.31**	**$559 61**	**$0.00**	**$315.70**	**$0 00**
TOYOTA MOTOR CP ADR NEW	CUSIP: 892331307		Symbol (Box 1d): TM					
	3.000	08/23/12	06/18/13	$366.66	$246 75	$0.00	$119.91	$0.00
	1 000	08/23/12	07/05/13	$125 09	$82.25	$0 00	$42.84	$0.00
	3.000	08/23/12	07/08/13	$373 98	$246.75	$0.00	$127 23	$0.00
Security Subtotal	**7.000**			**$865.73**	**$575.75**	**$0.00**	**$289.98**	**$0.00**
Total Short Term Covered Securities				**$6,789.24**	**$5,550.99**	**$0.00**	**$1,238.25**	**$0.00**

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

Morgan Stanley

Corporate Tax Statement
Tax Year 2013

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS

OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc.

Long Term - Covered Securities

(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ASTELLAS PHARMA INCADR	CUSIP: 04623U102		Symbol (Box 1d): ALPMY					
	34 000	08/23/12	12/09/13	$499.18	$425.00	$0 00	$74 18	$0 00
	31.000	08/23/12	12/20/13	$445.54	$387.50	$0.00	$58.04	$0.00
Security Subtotal	65.000			$944.72	$812.50	$0.00	$132.22	$0.00
BANCO SANTANDER S A.	CUSIP: 05964H105		Symbol (Box 1d): SAN					
	0 561	08/23/12	11/13/13	$4 83	$3 64	$0 00	$1 19	$0.00
CARREFOUR SA SPONSORED ADR	CUSIP: 144430204		Symbol (Box 1d): CRRFY					
	49.000	08/23/12	10/11/13	$349 26	$190 59	$0.00	$158 67	$0.00
	16 000	08/23/12	10/14/13	$115 07	$62 23	$0 00	$52 84	$0 00
	62.000	08/23/12	12/18/13	$465 37	$241.15	$0.00	$224.22	$0.00
Security Subtotal	127.000			$929.70	$493 97	$0.00	$435.73	$0.00
TAKEDA PHARMACEUTICAL CO LTD	CUSIP: 874060205		Symbol (Box 1d): TKPYY					
	25.000	08/23/12	10/11/13	$597.20	$591.50	$0 00	$5 70	$0.00
TOYOTA MOTOR CP ADR NEW	CUSIP: 892331307		Symbol (Box 1d): TM					
	3 000	08/23/12	09/04/13	$376 45	$246 75	$0 00	$129.70	$0 00
	3.000	08/23/12	11/26/13	$375.89	$246.75	$0.00	$129.14	$0.00
Security Subtotal	6.000			$752.34	$493.50	$0.00	$258.84	$0.00
Total Long Term Covered Securities				$3,228.79	$2,395.11	$0.00	$833.68	$0.00

IMPORTANT TAX INFORMATION -- PLEASE RETAIN FOR YOUR RECORDS

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Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return

OMB No 1545-0172

2013

Attachment Sequence No 179

Name(s) shown on return: THE WEBBCRAFT FAMILY FOUNDATION, INC.

Identifying number: 57-1111833

Business or activity to which this form relates: GENERAL DEPRECIATION

Part I Election To Expense Certain Property Under Section 179

Note: *If you have any listed property, complete Part V before you complete Part I*

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2014 Add lines 9 and 10, less line 12 ▶	13	

Note· *Do not use Part II or Part III below for listed property Instead, use Part V*

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property) (See instructions)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2013	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C - Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations - see instructions	22	
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

JSA **For Paperwork Reduction Act Notice, see separate instructions.**

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* ***only*** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable*

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles*)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)						25		
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1						28		
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
30 Total business/investment miles driven during the year (**do not** include commuting miles) . . .												
31 Total commuting miles driven during the year .												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions)

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		

Note: *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles*

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2013 tax year (see instructions)					
43 Amortization of costs that began before your 2013 tax year				43	
44 **Total.** Add amounts in column (f) See the instructions for where to report				44	

2013

Description of Property

GENERAL DEPRECIATION

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
COMPUTER	01/06/2001	2,295	100 000			2,295	2,295	2,295	SL		5 000				
OFFICE FURNITURES	07/23/2001	3,414	100 000			3,414	3,414	3,414	SL		7 000				
TELEPHONE	02/26/2002	451	100 000			451	451	451	SL		7 000				
COPIER	04/18/2002	702	100 000			702	702	702	SL		7 000				
OFFICE FURNITURE	06/30/2002	2,286	100 000			2,286	2,286	2,286	SL		7 000				
METAL CART	01/16/2003	191	100 000			191	191	191	SL		7 000				
GIFT SOFTWARE PROG	08/14/2003	2,233	100 000			2,233	2,233	2,233	200DB	HY			3		
OFFICE FURNITURE	12/31/2003	6,758	100 000			6,758	6,758	6,758	SL		7 000				
COMPUTER	02/13/2004	1,912	100 000			1,912	1,912	1,912	SL		5 000				
COMPUTER SOFTWARE	03/08/2004	840	100 000			840	840	840	200DB	MQ			3		
FURNITURE	10/20/2004	4,158	100 000			4,158	4,158	4,158	SL		7 000				
COMPUTER SOFTWARE	10/27/2004	797	100 000			797	797	797	200DB	MQ			3		
COMPUTER	02/10/2005	3,143	100 000			3,143	3,143	3,143	SL		5 000				
COMPUTER SOFTWARE	11/10/2005	837	100 000			837	837	837	SL		3 000				
COMPUTER SOFTWARE	11/07/2006	870	100 000			870	870	870	SL		3 000				
COMPUTER SOFTWARE	11/07/2007	905	100 000			905	905	905	SL		3 000				
DELL PRINTER	01/21/2009	146	100 000			146	146	146	200DB	MQ			5		
COMPUTER	10/26/2009	979	100 000			979	979	979	200DB	MQ			5		
Less Retired Assets															
Subtotals		32,917				32,917	32,917	32,917							
Listed Property															
Less Retired Assets															
Subtotals															
TOTALS		32,917				32,917	32,917	32,917							

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
TOTALS							

*Assets Retired

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