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 , and ending

Name of foundation: LIPSCOMB FAMILY FOUNDATION	A Employer identification number: 58-1368915
Number and street (or P O box number if mail is not delivered to street address): PO BOX 102943 — Room/suite:	B Telephone number: 803-765-4567
City or town, state or province, country, and ZIP or foreign postal code: DENVER, CO 80250-2943	C If exemption application is pending, check here ▶ [ ]
G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [ ] Address change [ ] Name change	D 1. Foreign organizations, check here ▶ [ ] 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]
H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 15,369,677. — J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

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

		(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				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	532,371.	532,371.	532,371.	STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	305,168.			
	b Gross sales price for all assets on line 6a 2,312,902.				
	7 Capital gain net income (from Part IV, line 2)		305,168.		
	8 Net short-term capital gain			N/A	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	163.	163.	163.	STATEMENT 2
	12 Total. Add lines 1 through 11	837,702.	837,702.	532,534.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	111,000.	55,500.	0.	55,500.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	3,054.	1,527.	0.	1,527.
	16a Legal fees				
	b Accounting fees STMT 3	5,870.	2,935.	0.	2,935.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	11,465.	8,577.	0.	2,888.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	12,243.	6,121.	0.	6,122.
	22 Printing and publications				
	23 Other expenses STMT 5	60,327.	55,621.	0.	4,706.
	24 Total operating and administrative expenses. Add lines 13 through 23	203,959.	130,281.	0.	73,678.
	25 Contributions, gifts, grants paid	675,930.			675,930.
	26 Total expenses and disbursements. Add lines 24 and 25	879,889.	130,281.	0.	749,608.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<42,187.>			
	b Net investment income (if negative, enter -0-)		707,421.		
	c Adjusted net income (if negative, enter -0-)			532,534.	

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323501 10-10-13 LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2013)

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Part II Balance Sheets *Attached schedules and amounts in the description column should be for end-of-year amounts only*	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	792,529.	732,127.	732,127.
3 Accounts receivable ▶			
Less allowance for doubtful accounts ▶	150,000.		
4 Pledges receivable ▶			
Less allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons			
7 Other notes and loans receivable ▶			
Less allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges	1,904.		
10a Investments - U S and state government obligations			
b Investments - corporate stock STMT 6	12,040,527.	12,193,998.	14,637,550.
c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶			
12 Investments - mortgage loans			
13 Investments - other			
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	12,984,960.	12,926,125.	15,369,677.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	12,984,960.	12,926,125.	
30 **Total net assets or fund balances**	12,984,960.	12,926,125.	
31 **Total liabilities and net assets/fund balances**	12,984,960.	12,926,125.	

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	12,984,960.
2 Enter amount from Part I, line 27a	2	<42,187.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	12,942,773.
5 Decreases not included in line 2 (itemize) ▶ RECONCILIATION OF CAPITAL GAINS	5	16,648.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,926,125.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	2,312,902.		2,007,734.	305,168.

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				305,168.

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	305,168.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	46,932.

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	697,423.	13,756,917.	.050696
2011	764,484.	14,030,482.	.054487
2010	731,301.	14,147,857.	.051690
2009	680,028.	11,670,916.	.058267
2008	422,413.	14,317,040.	.029504

2 Total of line 1, column (d)	2	.244644
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	.048929
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	14,403,951.
5 Multiply line 4 by line 3	5	704,771.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,074.
7 Add lines 5 and 6	7	711,845.
8 Enter qualifying distributions from Part XII, line 4	8	749,608.

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	7,074.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3	Add lines 1 and 2		3	7,074.
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	7,074.
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 5,960.		
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	5,960.
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	1,114.
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 ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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? N/A	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) ▶ NONE			
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 ▶ N/A

14 The books are in care of ▶ MARGARET FOSTER Telephone no ▶803-765-4567

Located at ▶PO BOX 102943, DENVER, CO ZIP+4 ▶80250-2943

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? N/A	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) N/A	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.)* N/A	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)*

			Yes	No
5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		111,000.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2013)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes				
a	Average monthly fair market value of securities			1a	13,920,807.
b	Average of monthly cash balances			1b	702,494.
c	Fair market value of all other assets			1c	0.
d	**Total** (add lines 1a, b, and c)			1d	14,623,301.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	14,623,301.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	219,350.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	14,403,951.
6	**Minimum investment return.** Enter 5% of line 5			6	720,198.

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	720,198.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	7,074.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	7,074.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	713,124.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	713,124.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	713,124.

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	749,608.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	749,608.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	7,074.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	742,534.

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				713,124.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009 88,559.				
c From 2010 36,960.				
d From 2011 76,254.				
e From 2012 21,419.				
f Total of lines 3a through e	223,192.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 749,608.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				713,124.
e Remaining amount distributed out of corpus	36,484.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	259,676.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	259,676.			
10 Analysis of line 9				
a Excess from 2009 88,559.				
b Excess from 2010 36,960.				
c Excess from 2011 76,254.				
d Excess from 2012 21,419.				
e Excess from 2013 36,484.				

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

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

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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

SEE STATEMENT 8

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				
AMERICAN LUNG ASSOCIATION COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	3,500.
AMERICAN RED CROSS OF CENTRAL SC COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
ANGEL FLIGHT SOARS, INC. GREENWOOD, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	1,200.
BETHANY CHRISTIAN SERVICES COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
BETHANY CHRISTIAN SERVICES OF GEORGIA ATLANTA, GA	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	2,360.
Total SEE CONTINUATION SHEET(S)			▶ 3a	675,930.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
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	532,371.	
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			14	163.	
8 Gain or (loss) from sales of assets other than inventory			14	305,168.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		837,702.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 837,702.

(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)

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	

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

b If "Yes," complete the following schedule

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

Sign Here

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

Margaret M. Foster | 5/14/2014 | EXECUTIVE DIRECTOR

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
R. THOMAS HARRELL		5/1/14		P00046618

Firm's name ▶ ELLIOTT DAVIS, LLC/PLLC — Firm's EIN ▶ 57-0381582

Firm's address ▶ 1901 MAIN STREET, SUITE 900 COLUMBIA, SC 29201 — Phone no 803-256-0002

Form **990-PF** (2013)

323622 10-10-13

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	MERRILL LYNCH - 04063 - COVERED	P	VARIOUS	12/31/13
b	MERRILL LYNCH - 04063 - NONCOVERED	P	VARIOUS	12/31/13
c	MERRILL LYNCH - D94 - COVERED	P	12/19/12	02/27/13
d	MERRILL LYNCH - D94 - NONCOVERED	P	VARIOUS	12/31/13
e	MERRILL LYNCH - D97 - COVERED	P	VARIOUS	12/31/13
f	MERRILL LYNCH - D97 - COVERED	P	VARIOUS	12/31/13
g	MERRILL LYNCH - D97 - NONCOVERED	P	VARIOUS	12/31/13
h	MERRILL LYNCH - E02 - COVERED	P	VARIOUS	12/31/13
i	MERRILL LYNCH - E02 - NONCOVERED	P	VARIOUS	12/31/13
j	MERRILL LYNCH - F96 - COVERED	P	VARIOUS	12/31/13
k	MERRILL LYNCH - F96 - COVERED	P	VARIOUS	12/31/13
l	MERRILL LYNCH - F96 - NONCOVERED	P	VARIOUS	12/31/13
m	MERRILL LYNCH - F97 - COVERED	P	VARIOUS	12/31/13
n	MERRILL LYNCH - F97 - COVERED	P	VARIOUS	12/31/13
o	MERRILL LYNCH - F97 - NONCOVERED	P	VARIOUS	12/31/13

	(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	34.		31.	3.
b	39,966.		32,484.	7,482.
c	1,387.		1,370.	17.
d	896,771.		866,945.	29,826.
e	97,225.		85,684.	11,541.
f	119,828.		82,023.	37,805.
g	146,229.		114,109.	32,120.
h	220,122.		234,568.	<14,446.>
i	7,202.		10,743.	<3,541.>
j	244,909.		195,103.	49,806.
k	229,005.		161,321.	67,684.
l	71,305.		49,382.	21,923.
m	57.		46.	11.
n	21,983.		18,303.	3,680.
o	216,879.		155,622.	61,257.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				** 3.
b				7,482.
c				** 17.
d				29,826.
e				** 11,541.
f				37,805.
g				32,120.
h				** <14,446.>
i				<3,541.>
j				** 49,806.
k				67,684.
l				21,923.
m				** 11.
n				3,680.
o				61,257.

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	305,168.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	46,932.

323591
05-01-13

** (SHORT-TERM)

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BEYOND THE DIAMOND COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	1,500.
BLACK MOUNTAIN PASTORAL CARE & COUNSELING CENTER BLACK MOUNTAIN, NC	CHARITABLE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
BLACK MOUNTAIN TOWN SQUARE BLACK MOUNTAIN, NC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	25,000.
BOY SCOUTS, INDIAN WATERS COUNCIL COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	27,000.
BOYS AND GIRLS CLUBS COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	20,000.
BOYS FARM NEWBERRY, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	12,300.
CAMP DISCOVERY AT HIS ACRES COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	12,000.
CAMPUS CRUSADE FOR CHRIST COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	STAFF SUPPORT	10,000.
CAMPUS CRUSADE FOR CHRIST (VANDERBILT UNIVERSITY) NASHVILLE, TN	CHARITABLE	PUBLIC CHARITY	STAFF SUPPORT	1,500.
CAMPUS OUTREACH GREENVILLE, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	1,000.
Total from continuation sheets				648,870.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CENTRAL CAROLINA COMMUNITY FOUNDATION COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000.
CHARLESTON COLLEGIATE SCHOOL JOHNS ISLAND, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	8,000.
CHATTANOOGA ZOO CHATTANOOGA, TN	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
CHILDREN'S HOME/CHAMBLISS SHELTER CHATTANOOGA, TN	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	13,000.
CHILDREN'S TRUST OF SC COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PICASSO PROJECT	6,000.
COLLEGE SUMMIT ORANGEBURG, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
COLUMBIA COLLEGE COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	LEADERSHIP CAMP	7,500.
COLUMBIA MUSUEM OF ART COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	12,050.
COMMUNITY FOUNDATION OF GRTR. CHATTANOOGA CHATTANOOGA, TN	CHARITABLE	PUBLIC CHARITY	GRANT SUPPORT	16,950.
COMMUNITY FOUNDATION OF WNC ASHEVILLE, NC	CHARITABLE	PUBLIC CHARITY	GRANT SUPPORT	38,000.
Total from continuation sheets				

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05-01-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COUNCIL ON FOUNDATIONS WASHINGTON, DC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	930.
CULTURAL COUNCIL/RICHLAND,LEXINGTON COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	1,000.
DAYBREAK CRISIS PREGNANCY CENTER COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	4,000.
EDUCATIONAL ADVISORY FOUNDATION ATLANTA, GA	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	20,000.
EDVENTURE COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	8,000.
ETV ENDOWMENT FOUNDATION OF SC SPARTANBURG, SC	CHARITABLE	PUBLIC CHARITY	SCHOLARSHIP SUPPORT	1,000.
FAMILY CONNECTION COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	6,750.
FAMILY SHELTER COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	7,500.
FELLOWSHIP OF CHRISTIAN ATHLETES COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000.
FIRST PRESBYTERIAN CHURCH COUNSELING CENTER COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	4,000.
Total from continuation sheets				

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05-01-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FLOOD STUDENT MISSION ALPHARETTA, GA	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	7,200.
FLORENCE CRITTENTON HOME OF SC CHARLESTON, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
GROWING HOME SOUTHEAST CAYCEE, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
HEALING SPECIES ORANGEBURG, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	20,000.
HEARTWORKS/JUBILEE ACADEMY COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	15,000.
HOME WORKS IRMO, SC	CHARITABLE	PUBLIC CHARITY	OPERATING SUPPORT	7,500.
INTERLINK MINISTRIES APPLECREEK, OH	CHARITABLE	PUBLIC CHARITY	STAFF SUPPORT	3,000.
LEKOTEK OF GEORGIA ATLANTA, GA	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	2,000.
MISSIONARY RESOURCES CONNECTION COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	3,000.
MUSIC TIME LEARNING CENTER ATLANTA, GA	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	6,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
REFLECTIONS MINISTRIES ATLANTA, GA	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000.
REFORMED CHURCH IN AMERICA GRAND RAPIDS, MI	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	9,240.
RICHLAND COUNTY COURT APPOINTED SPECIAL ADVOCATES (CASA) COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	15,500.
RICHLAND COUNTY PUBLIC LIBRARY FOUNDATION COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	2,500.
SALVATION ARMY COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	1,000.
SANDLAPPER SINGERS COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	2,500.
SEXUAL TRAUMA SERVICES OF THE MIDLANDS COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	18,000.
SISTERCARE COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	14,000.
SOUTH CAROLINA ARCHIVES & HISTORY FOUNDATION COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	6,300.
SOUTH CAROLINA GOVERNOR'S SCHOOL FOR SCIENCE AND MATHMATICS FOUNDATION COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SOUTH CAROLINA GOVERNOR'S SCHOOL FOR THE ARTS FOUNDATION GREENVILLE, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	12,900.
SOUTH CAROLINA RESEARCH FOUNDATION / PASOS PROGRAM COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	16,000.
SOUTH CAROLINA STATE MUSEUM FOUNDATION COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	45,000.
SOUTH CAROLINA STATE MUSEUM FOUNDATION COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
ST. LAWRENCE PLACE, TRINITY HOUSING CORP COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
THE BARCLAY SCHOOL COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	15,000.
SWANNANOA VALLEY MUSEUM BLACK MOUNTAIN, NC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000.
THE LEARNING COMMUNITY BLACK MOUNTAIN, NC	CHARITABLE	PUBLIC CHARITY	MATCHING	12,000.
THE THERAPY PLACE COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
UNITED WAY OF THE MIDLANDS COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000.
Total from continuation sheets				

323631
05-01-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
UNIVERSITY OF SOUTH CAROLINA COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	6,750.
WESTMINSTER SCHOOLS ATLANTA, GA	CHARITABLE	PUBLIC CHARITY	SCHOLARSHIP SUPPORT	5,000.
WOMEN IN PHILANTHROPY COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	GRANT SUPPORT	1,000.
WOMEN'S SHELTER COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	1,000.
WOODWARD ACADEMY COLLEGE PARK, GA	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	1,500.
YOUNG LIFE COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	14,000.
YOUTH CORPS COLUMBIA, SC	CHARITABLE	PUBLIC CHARITY	PROGRAM SUPPORT	6,000.
Total from continuation sheets				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS ON INVESTMENTS	440,014.	0.	440,014.	440,014.	440,014.
INTEREST ON INVESTMENTS	92,357.	0.	92,357.	92,357.	92,357.
TO PART I, LINE 4	532,371.	0.	532,371.	532,371.	532,371.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	163.	163.	163.
TOTAL TO FORM 990-PF, PART I, LINE 11	163.	163.	163.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	5,870.	2,935.	0.	2,935.
TO FORM 990-PF, PG 1, LN 16B	5,870.	2,935.	0.	2,935.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	5,776.	2,888.	0.	2,888.
TAXES & LICENSES	5,689.	5,689.	0.	0.
TO FORM 990-PF, PG 1, LN 18	11,465.	8,577.	0.	2,888.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES	1,325.	663.	0.	662.
MANAGEMENT & BANK FEES	50,915.	50,915.	0.	0.
TELEPHONE	1,237.	618.	0.	619.
SUPPLIES	555.	278.	0.	277.
POSTAGE & FREIGHT	356.	178.	0.	178.
HEALTH SAVINGS ACCOUNT	3,250.	1,625.	0.	1,625.
TECHNOLOGY	216.	108.	0.	108.
TRAINING	2,473.	1,236.	0.	1,237.
TO FORM 990-PF, PG 1, LN 23	60,327.	55,621.	0.	4,706.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH - D97	1,083,921.	1,474,630.
MERRILL LYNCH - D94	4,390,414.	4,536,553.
MERRILL LYNCH - E01	1,035,380.	1,518,864.
MERRILL LYNCH - E02	499,759.	493,177.
MERRILL LYNCH - F96	1,123,508.	1,526,752.
MERRILL LYNCH - F97	2,685,839.	3,526,960.
MERRILL LYNCH - 04063	917,356.	1,114,980.
MERRILL LYNCH - TACTICAL 04092	457,821.	445,634.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,193,998.	14,637,550.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 7

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARSHALL L. FOSTER PO BOX 61159 COLUMBIA, SC 29260	SECRETARY 20.00	4,000.	0.	0.
LOUISE L. HOWELL 1566 BARRINGTON CT NW ATLANTA, GA 30327	TRUSTEE 5.00	4,000.	0.	0.
GEORGIA L. CHEEK PO BOX 409 LOOK MOUNTAIN, TN 30350	TRUSTEE 5.00	4,000.	0.	0.
ELIZABETH L. TRACY 564 NORTH FORK ROAD BLACK MOUNTAIN, NC 28711	TRUSTEE 5.00	4,000.	0.	0.
GEORGE C. FANT 35 SUMMIT PLACE COLUMBIA, SC 29204	TRUSTEE 5.00	3,000.	0.	0.
ELIZABETH M. FOSTER 3805-B DARTMOUTH AVENUE NASHVILLE, TN 37215	TRUSTEE 5.00	4,000.	0.	0.
BENJAMIN CHEEK 3534 SE BELMONT ST. PORTLAND, OR 97214	TRUSTEE 5.00	4,000.	0.	0.
CHARLES LIPSCOMB MATHER 4831 CITADEL AVENUE COLUMBIA, SC 29206	TRUSTEE 5.00	4,000.	0.	0.
MARGARET FOSTER 315 E FLORIDA AVENUE DENVER, CO 80210	SECRETARY 40.00	80,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		111,000.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 8
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MARGARET FOSTER
PO BOX 102943
DENVER, CO 80250-2943

TELEPHONE NUMBER

803-765-4567

FORM AND CONTENT OF APPLICATIONS

APPLICATION FORM SHOULD BE FILLED OUT: INCLUDES NAME OF ORGANIZATION, PROJECT NAME, ADDRESS, CONTACT, TELEPHONE NUMBER, INFORMATION ABOUT PROJECT AND ORGANIZATION. ABSTRACT IS REQUIRED. BOARD OF DIRECTOR LIST, CHART OF ORGANIZATIONAL STRUCTURE AND COPY OF IRC SEC. 501(C) TAX EXEMPTION LETTER

ANY SUBMISSION DEADLINES

FEBRUARY 15, SEPTEMBER 15

RESTRICTIONS AND LIMITATIONS ON AWARDS

GEOGRAPHIC FOCUS: MIDLANDS OF SOUTH CAROLINA
MISSION: THE POSITIVE DEVELOPMENT OF YOUTH

THE LIPSCOMB FAMILY FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

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1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
AMERICAN EURO PACIFIC GROWTH FD CL C		*CUSIP Number*	*298706300*					
.2100	Sale	12/27/12	11/05/13	9.64	8 41	0.00	1.23	
MFS RESEARCH INTL FUND CLASS C		*CUSIP Number*	*552983488*					
.5260	Sale	12/11/12	11/05/13	8.72	7.33	0.00	1.39	
THORNBURG INTERNATIONAL VALUE FD C		*CUSIP Number*	*885215640*					
.5340	Sale	09/24/13	11/05/13	15.04	15.05	0.00	(0.01)	
Covered Short Term Capital Gains and Losses Subtotal				**33.40**	**30.79**	**0.00**	**2.61**	
NET SHORT TERM CAPITAL GAINS AND LOSSES				**33.40**	**30.79**	**0.00**	**2.61**	

THE LIPSCOMB FAMILY FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
AMERICAN EURO PACIFIC GROWTH FD CL C		*CUSIP Number*	*298706300*					
337.0000	Sale	09/22/05	11/05/13	15,485.15	13,089.08	0.00	2,396.07	
.1130	Sale	09/22/05	11/05/13	5.20	2.39	0.00	2.81	
	Security Subtotal			***15,490.35***	***13,091.47***	***0.00***	***2,398.88***	
MFS RESEARCH INTL FUND CLASS C		*CUSIP Number*	*552983488*					
1297.0000	Sale	03/17/10	11/05/13	21,491.29	17,107.43	0.00	4,383.86	
THORNBURG INTERNATIONAL VALUE FD C		*CUSIP Number*	*885215640*					
106.0000	Sale	09/22/05	11/05/13	2,984.96	2,285.36	0.00	699.60	
Noncovered Long Term Capital Gains and Losses Subtotal				**39,966.60**	**32,484.26**	**0.00**	**7,482.34**	
NET LONG TERM CAPITAL GAINS AND LOSSES				**39,966.60**	**32,484.26**	**0.00**	**7,482.34**	
TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES				**40,000.00**				
TOTAL REPORTED SALES PROCEEDS				**40,000.00**				

2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
2.61	**0.00**	**0.00**	**7,482.34**

THE LIPSCOMB FAMILY FOUNDATION

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1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
PRINCIPAL PREFERRED SECURITIES FUND C		*CUSIP Number*	*74254U614*					
1.0000	Sale	12/19/12	02/27/13	10.67	10.25	0.00	0.42	
.0350	Sale	12/19/12	02/27/13	0.37	0.37	0.00	0 00	
129.0000	Sale	12/19/12	02/27/13	1,376.45	1,359.65	0.00	16.80	
	Security Subtotal			*1,387.49*	*1,370.27*	*0.00*	*17.22*	
Covered Short Term Capital Gains and Losses Subtotal				1,387.49	1,370.27	0.00	17.22	
NET SHORT TERM CAPITAL GAINS AND LOSSES				1,387.49	1,370.27	0.00	17.22	

THE LIPSCOMB FAMILY FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
ARCHER DANIELS MIDLAND		*CUSIP Number*	*039483AK8*					
07 125% MAR 01 2013								
50000.0000	Redemption	10/22/99	03/01/13	50,000.00	50,000.00	0.00	0.00	
JOHNSON & JOHNSON GLB		*CUSIP Number*	*478160AM6*					
03 800% MAY 15 2013								
100000.0000	Redemption	04/06/10	05/15/13	100,000.00	100,000.00	0.00	0.00	
CD BANK OF BARODA NEW YORK, NY		*CUSIP Number*	*060624MW0*					
00.450% SEP 19 2013								
100000.0000	Redemption	09/12/12	09/19/13	100,000.00	100,000.00	0.00	0.00	
CD JPMORGAN CHASE BK FMRLY WASH MUTUAL		*CUSIP Number*	*939379R96*					
04.450% JAN 16 2013								
90000.0000	Redemption	01/02/08	01/16/13	90,000.00	90,000.00	0.00	0.00	
CD BK OF AMERICA FMR LAS FDIC INSURED CPI + 1.40		*CUSIP Number*	*518037AM8*					
FLT% OCT 04 2013								
99000.0000	Redemption	09/19/05	10/04/13	99,000.00	99,000.00	0.00	0.00	
PRINCIPAL PREFERRED SECURITIES FUND C		*CUSIP Number*	*74254U614*					
20588.0000	Sale	10/19/07	02/27/13	219,673.95	209,997.60	0.00	9,676 35	
87.0000	Sale	10/31/07	02/27/13	928 29	879.57	0 00	48.72	
1.0000	Sale	12/03/07	02/27/13	10.67	9.62	0.00	1 05	
100.0000	Sale	11/30/07	02/27/13	1,067.00	958.00	0.00	109.00	
84.0000	Sale	12/31/07	02/27/13	896.28	785.40	0.00	110 88	
65 0000	Sale	01/31/08	02/27/13	693 55	655.85	0.00	37.70	
1 0000	Sale	02/01/08	02/27/13	10.66	10.15	0.00	0.51	
80.0000	Sale	02/29/08	02/27/13	853.60	792.00	0.00	61.60	
92.0000	Sale	03/31/08	02/27/13	981.64	872.16	0.00	109.48	
1.0000	Sale	04/01/08	02/27/13	10.66	9.51	0.00	1.15	
88.0000	Sale	04/30/08	02/27/13	938 96	845 68	0.00	93.28	
92.0000	Sale	05/30/08	02/27/13	981.64	880 44	0.00	101 20	

THE LIPSCOMB FAMILY FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
PRINCIPAL PREFERRED SECURITIES FUND C		*CUSIP Number*	*74254U614*					
1.0000	Sale	06/02/08	02/27/13	10.66	9.53	0.00	1.13	
102.0000	Sale	06/30/08	02/27/13	1,088.34	916.98	0.00	171.36	
1.0000	Sale	07/01/08	02/27/13	10.67	8.91	0 00	1.76	
104.0000	Sale	07/31/08	02/27/13	1,109.68	906.88	0.00	202.80	
107.0000	Sale	08/29/08	02/27/13	1,141.69	931.97	0.00	209.72	
1.0000	Sale	09/02/08	02/27/13	10.66	8.75	0.00	1.91	
125.0000	Sale	09/30/08	02/27/13	1,333.75	872.50	0.00	461.25	
1.0000	Sale	10/01/08	02/27/13	10.67	7.10	0 00	3.57	
137.0000	Sale	10/31/08	02/27/13	1,461.79	915.16	0.00	546.63	
1.0000	Sale	11/03/08	02/27/13	10.67	6.73	0.00	3.94	
149.0000	Sale	11/28/08	02/27/13	1,589.83	944.66	0.00	645.17	
1.0000	Sale	12/01/08	02/27/13	10.67	6.26	0.00	4.41	
207.0000	Sale	12/31/08	02/27/13	2,208.70	1,399.32	0 00	809.38	
130.0000	Sale	01/30/09	02/27/13	1,387.10	839.80	0.00	547 30	
1.0000	Sale	02/02/09	02/27/13	10.67	6.37	0.00	4.30	
163.0000	Sale	02/27/09	02/27/13	1,739.22	885.09	0.00	854.13	
1.0000	Sale	12/10/10	02/27/13	10.67	9.61	0.00	1.06	
47.0000	Sale	12/10/10	02/27/13	501.49	466.70	0.00	34.79	
82.0000	Sale	12/10/10	02/27/13	874.94	814.26	0.00	60.68	
1.0000	Sale	12/19/11	02/27/13	10.67	9.73	0.00	0 94	
80.0000	Sale	12/19/11	02/27/13	853.61	754.39	0.00	99.22	
	Security Subtotal			***242,433.05***	***227,416.68***	***0.00***	***15,016.37***	
LOOMIS SAYLES STRATEGIC INCOME FUND CLASS C		*CUSIP Number*	*543487268*					
.8500	Sale	01/14/11	06/05/13	13.72	12.78	0.00	0.94	
13341.0000	Sale	01/14/11	06/05/13	215,323.74	200,515.23	0.00	14,808.51	
	Security Subtotal			***215,337.46***	***200,528.01***	***0.00***	***14,809.45***	
Noncovered Long Term Capital Gains and Losses Subtotal				**896,770.51**	**866,944.69**	**0.00**	**29,825.82**	
NET LONG TERM CAPITAL GAINS AND LOSSES				**896,770.51**	**866,944.69**	**0.00**	**29,825.82**	
TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES				**898,158.00**				
TOTAL REPORTED SALES PROCEEDS				**898,158.00**				

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SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
ANNALY CAP MGMT INC		*CUSIP Number*	*035710409*					
373.0000	Sale	06/12/13	10/21/13	4,362.13	4,959.52	0.00	(597.39)	
226.0000	Sale	06/12/13	10/22/13	2,689.49	3,004.96	0.00	(315.47)	
	Security Subtotal			***7,051.62***	***7,964.48***	***0.00***	***(912.86)***	
ASTRAZENECA PLC SPND ADR		*CUSIP Number*	*046353108*					
76.0000	Sale	06/28/12	06/11/13	3,877.64	3,345.29	0.00	532.35	
98.0000	Sale	06/29/12	06/11/13	5,000.13	4,400.12	0.00	600.01	
7.0000	Sale	06/29/12	06/12/13	361.44	314.29	0.00	47.15	
65.0000	Sale	07/11/12	06/12/13	3,356.31	2,959.14	0.00	397.17	
43.0000	Sale	07/11/12	07/02/13	2,061.51	1,957.59	0 00	103 92	
66.0000	Sale	07/12/12	07/02/13	3,164.18	2,965.42	0.00	198 76	
52.0000	Sale	07/19/12	07/03/13	2,483.94	2,451.87	0.00	32.07	
82.0000	Sale	07/12/12	07/03/13	3,916.97	3,684.32	0.00	232.65	
	Security Subtotal			***24,222.12***	***22,078.04***	***0.00***	***2,144.08***	
FREEPRT-MCMRAN CPR & GLD		*CUSIP Number*	*35671D857*					
207.0000	Sale	03/19/13	07/05/13	5,601.38	6,896.91	0.00	(1,295.53)	

LIPSCOMB FAMILY FOUNDATION

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HOLLYFRONTIER CORP		*CUSIP Number*	*436106108*					
238.0000	Sale	04/16/13	11/14/13	10,970.02	11,316.09	0.00	(346.07)	
43.0000	Sale	04/16/13	11/25/13	2,043.30	2,044.50	0.00	(1.20)	
102.0000	Sale	04/26/13	11/25/13	4,846.92	5,111.73	0.00	(264.81)	
1.0000	Sale	04/26/13	11/26/13	46.80	50.12	0.00	(3 32)	
161.0000	Sale	04/29/13	11/26/13	7,535.03	8,114.64	0.00	(579.61)	
	Security Subtotal			***25,442.07***	***26,637.08***	***0.00***	***(1,195.01)***	
NEWELL RUBBERMAID INC		*CUSIP Number*	*651229106*					
20.0000	Sale	03/07/13	11/06/13	586.59	481.31	0.00	105 28	
NORFOLK SOUTHERN CORP		*CUSIP Number*	*655844108*					
28.0000	Sale	09/26/13	11/06/13	2,419.72	2,185.28	0.00	234.44	
PHILLIPS 66 SHS		*CUSIP Number*	*718546104*					
4.0000	Sale	05/15/12	02/13/13	255.93	127.54	0.00	128.39	
170.0000	Sale	05/15/12	04/16/13	9,904.64	5,420.40	0.00	4,484.24	
104.0000	Sale	05/15/12	04/19/13	5,978.18	3,316.01	0.00	2,662.17	
132.0000	Sale	05/16/12	04/19/13	7,587.70	4,257.07	0.00	3,330.63	
	Security Subtotal			***23,726.45***	***13,121.02***	***0.00***	***10,605.43***	
SLM CORP		*CUSIP Number*	*78442P106*					
8.0000	Sale	05/16/13	11/06/13	202.79	179.23	0.00	23.56	
STAPLES INC		*CUSIP Number*	*855030102*					
359.0000	Sale	07/18/12	07/16/13	5,925.43	4,593.44	0.00	1,331.99	
124.0000	Sale	07/20/12	07/16/13	2,046.68	1,547.60	0.00	499.08	
	Security Subtotal			***7,972.11***	***6,141.04***	***0.00***	***1,831.07***	
Covered Short Term Capital Gains and Losses Subtotal				**97,224.85**	**85,684.39**	**0.00**	**11,540.46**	
NET SHORT TERM CAPITAL GAINS AND LOSSES				**97,224.85**	**85,684.39**	**0.00**	**11,540.46**	

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LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
ASTRAZENECA PLC SPND ADR		*CUSIP Number*	*046353108*					
12.0000	Sale	07/19/12	11/06/13	636.59	565.82	0.00	70.77	
BARRICK GOLD CORPORATION		*CUSIP Number*	*067901108*					
83.0000	Sale	01/26/12	11/06/13	1,521.37	4,058 01	0.00	(2,536 64)	
186.0000	Sale	02/03/12	11/06/13	3,409.34	9,097.02	0.00	(5,687.68)	
	Security Subtotal			***4,930.71***	***13,155.03***	***0.00***	***(8,224.32)***	
CA INC		*CUSIP Number*	*12673P105*					
35.0000	Sale	05/02/12	11/06/13	1,118.58	934.33	0.00	184.25	
CISCO SYSTEMS INC COM		*CUSIP Number*	*17275R102*					
40.0000	Sale	05/18/12	11/06/13	930.98	660.98	0.00	270.00	
DU PONT E I DE NEMOURS		*CUSIP Number*	*263534109*					
17.0000	Sale	03/12/12	11/06/13	1,032.05	871.29	0.00	160 76	
FIFTH THIRD BANCORP		*CUSIP Number*	*316773100*					
25.0000	Sale	08/28/12	11/06/13	477.49	374.68	0.00	102.81	
INTL PAPER CO		*CUSIP Number*	*460146103*					
244.0000	Sale	03/21/11	03/13/13	11,193 88	6,598.83	0.00	4,595 05	
133.0000	Sale	03/22/11	03/13/13	6,101.59	3,582 21	0.00	2,519.38	
133.0000	Sale	03/22/11	03/14/13	6,099.83	3,582.21	0.00	2,517.62	
21.0000	Sale	03/22/11	03/26/13	960.87	565.61	0.00	395.26	
48.0000	Sale	06/20/11	03/26/13	2,196.30	1,316.82	0.00	879.48	
198.0000	Sale	06/20/11	03/27/13	8,996.31	5,431.89	0.00	3,564 42	
	Security Subtotal			***35,548.78***	***21,077.57***	***0.00***	***14,471.21***	
JPMORGAN CHASE & CO		*CUSIP Number*	*46625H100*					
83.0000	Sale	05/04/11	02/13/13	4,056.46	3,785.54	0.00	270.92	
65.0000	Sale	11/04/11	02/13/13	3,176.75	2,197.36	0.00	979.39	
	Security Subtotal			***7,233.21***	***5,982.90***	***0.00***	***1,250.31***	
MOLSON COOR BREW CO CL B		*CUSIP Number*	*60871R209*					
28.0000	Sale	08/15/12	11/06/13	1,532.41	1,225.65	0.00	306.76	

LIPSCOMB FAMILY FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
MATTEL INC	*COM*	*CUSIP Number*	*577081102*					
7.0000	Sale	08/30/11	10/17/13	295.28	180.97	0.00	114.31	
162.0000	Sale	09/06/11	10/17/13	6,833.66	4,051.35	0.00	2,782.31	
141.0000	Sale	09/27/11	10/21/13	6,022.17	3,618.12	0.00	2,404.05	
56.0000	Sale	09/06/11	10/21/13	2,391.77	1,400 46	0.00	991 31	
56.0000	Sale	09/29/11	10/22/13	2,405.40	1,420.00	0.00	985.40	
101.0000	Sale	09/27/11	10/22/13	4,338.29	2,591.70	0.00	1,746.59	
176.0000	Sale	09/29/11	10/28/13	7,787.95	4,462.85	0.00	3,325.10	
	Security Subtotal			***30,074.52***	***17,725.45***	***0.00***	***12,349.07***	
MICROSOFT CORP		*CUSIP Number*	*594918104*					
59.0000	Sale	08/16/12	11/06/13	2,248.75	1,792.81	0.00	455.94	
WHIRLPOOL CORP		*CUSIP Number*	*963320106*					
76.0000	Sale	08/08/11	03/07/13	8,894.05	4,698.02	0.00	4,196.03	
71.0000	Sale	08/10/11	03/07/13	8,308 93	4,140.12	0.00	4,168.81	
35.0000	Sale	08/10/11	03/08/13	4,143.02	2,040.90	0.00	2,102 12	
14.0000	Sale	08/10/11	03/27/13	1,623.28	816.36	0.00	806.92	
1.0000	Sale	08/11/11	03/27/13	115.94	57.89	0.00	58.05	
25.0000	Sale	08/12/11	03/27/13	2,898.73	1,560.85	0.00	1,337.88	
17.0000	Sale	08/15/11	03/27/13	1,971.14	1,069.98	0.00	901.16	
52.0000	Sale	08/15/11	03/28/13	6,108.93	3,272 87	0.00	2,836.06	
	Security Subtotal			***34,064.02***	***17,656.99***	***0.00***	***16,407.03***	
Covered Long Term Capital Gains and Losses Subtotal				**119,828.09**	**82,023.50**	**0.00**	**37,804.59**	

NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
ALLSTATE CORP DEL	*COM*	*CUSIP Number*	*020002101*					
64.0000	Sale	03/14/06	11/06/13	3,427.78	3,501.76	0 00	(73.98)	
ANNALY CAP MGMT INC		*CUSIP Number*	*035710409*					
254.0000	Sale	07/17/08	09/26/13	3,063.72	3,682.79	0 00	(619.07)	
75.0000	Sale	07/17/08	10/16/13	880.89	1,087.44	0 00	(206.55)	
75.0000	Sale	03/18/09	10/16/13	880.90	1,094.31	0 00	(213.41)	
208.0000	Sale	03/24/09	10/16/13	2,443.03	3,040.44	0.00	(597.41)	
266.0000	Sale	03/24/09	10/17/13	3,166.88	3,888.25	0.00	(721.37)	

LIPSCOMB FAMILY FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
ANNALY CAP MGMT INC		*CUSIP Number*	*035710409*					
101.0000	Sale	03/24/09	10/21/13	1,181.16	1,476.37	0.00	(295.21)	
494.0000	Sale	05/17/10	10/21/13	5,777.17	7,982.30	0.00	(2,205.13)	
	Security Subtotal			***17,393.75***	***22,251.90***	***0.00***	***(4,858.15)***	
AMERIPRISE FINL INC		*CUSIP Number*	*03076C106*					
105.0000	Sale	08/27/10	06/12/13	8,664.78	4,539.61	0.00	4,125.17	
24.0000	Sale	08/27/10	11/06/13	2,452.52	1,037.63	0.00	1,414.89	
20.0000	Sale	08/30/10	11/06/13	2,043.77	869 77	0.00	1,174.00	
	Security Subtotal			***13,161.07***	***6,447.01***	***0.00***	***6,714.06***	
CONOCOPHILLIPS		*CUSIP Number*	*20825C104*					
73.0000	Sale	03/01/06	11/06/13	5,389 81	3,469.60	0.00	1,920.21	
FREEPRT-MCMRAN CPR & GLD		*CUSIP Number*	*35671D857*					
254.0000	Sale	01/08/10	06/24/13	6,805.51	11,145.35	0.00	(4,339.84)	
64.0000	Sale	01/08/10	06/24/13	1,730.71	2,808.28	0.00	(1,077.57)	
32.0000	Sale	01/08/10	07/02/13	884.53	1,404.14	0.00	(519.61)	
170.0000	Sale	01/11/10	07/02/13	4,699.09	7,651 34	0.00	(2,952.25)	
27.0000	Sale	01/11/10	07/02/13	746.33	1,189.08	0.00	(442.75)	
3.0000	Sale	01/11/10	07/05/13	81.17	132.12	0.00	(50.95)	
42.0000	Sale	01/13/10	07/05/13	1,136.50	1,760.39	0.00	(623.89)	
	Security Subtotal			***16,083.84***	***26,090.70***	***0.00***	***(10,006.86)***	
HARRIS CORP DEL		*CUSIP Number*	*413875105*					
7.0000	Sale	01/20/09	11/06/13	439.03	284.25	0.00	154.78	
5.0000	Sale	01/28/09	11/06/13	313.60	223.28	0.00	90.32	
	Security Subtotal			***752.63***	***507.53***	***0.00***	***245.10***	
INTEL CORP		*CUSIP Number*	*458140100*					
160.0000	Sale	11/11/09	06/12/13	3,971.44	3,170.27	0.00	801 17	
132.0000	Sale	11/12/09	06/12/13	3,276.45	2,666.16	0.00	610.29	
	Security Subtotal			***7,247.89***	***5,836.43***	***0.00***	***1,411.46***	
JOHNSON AND JOHNSON COM		*CUSIP Number*	*478160104*					
42.0000	Sale	05/04/09	11/06/13	3,905 62	2,249 80	0.00	1,655.82	

LIPSCOMB FAMILY FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
KIMBERLY CLARK		*CUSIP Number*	*494368103*					
153.0000	Sale	09/26/05	05/16/13	15,899.55	9,244.26	0.00	6,655.29	
2.0000	Sale	09/26/05	05/17/13	207.27	120.84	0.00	86.43	
91.0000	Sale	09/26/05	05/20/13	9,373.36	5,498.22	0.00	3,875.14	
16.0000	Sale	09/26/05	05/21/13	1,633.78	966 72	0.00	667.06	
25.0000	Sale	10/10/05	05/21/13	2,552.80	1,451.80	0.00	1,101.00	
	Security Subtotal			***29,666.76***	***17,281.84***	***0.00***	***12,384.92***	
LOCKHEED MARTIN CORP		*CUSIP Number*	*539830109*					
50.0000	Sale	03/11/10	11/06/13	6,840 63	4,135.58	0.00	2,705.05	
METLIFE INC	*COM*	*CUSIP Number*	*59156R108*					
83.0000	Sale	04/24/09	11/06/13	3,981.44	2,383.55	0.00	1,597.89	
MARATHON OIL CORP		*CUSIP Number*	*565849106*					
33.0000	Sale	09/26/05	11/06/13	1,202 50	683.52	0.00	518.98	
MEDTRONIC INC	*COM*	*CUSIP Number*	*585055106*					
56.0000	Sale	02/23/09	11/06/13	3,217.70	1,943.87	0.00	1,273 83	
12.0000	Sale	02/23/09	12/26/13	688.85	416.54	0.00	272.31	
120.0000	Sale	02/25/09	12/26/13	6,888.59	4,103.02	0.00	2,785 57	
	Security Subtotal			***10,795.14***	***6,463.43***	***0.00***	***4,331.71***	
NORTHROP GRUMMAN CORP		*CUSIP Number*	*666807102*					
96.0000	Sale	10/27/09	11/06/13	10,519.90	4,422 30	0.00	6,097.60	
PHILLIPS 66 SHS		*CUSIP Number*	*718546104*					
112.0000	Sale	11/10/09	02/13/13	7,165.65	2,734.27	0.00	4,431.38	
23.0000	Sale	11/13/09	02/13/13	1,471.52	556.33	0.00	915.19	
2.0000	Sale	11/13/09	02/13/13	127.95	48.34	0.00	79.61	
	Security Subtotal			***8,765.12***	***3,338.94***	***0.00***	***5,426.18***	
PFIZER INC		*CUSIP Number*	*717081103*					
27.0000	Sale	05/02/06	11/06/13	835.64	681.98	0.00	153.66	
TOTAL S.A.	*SP ADR*	*CUSIP Number*	*89151E109*					
15.0000	Sale	01/03/08	11/06/13	903.96	1,271.08	0.00	(367.12)	
TRAVELERS COS INC		*CUSIP Number*	*89417E109*					
23.0000	Sale	09/26/05	11/06/13	2,012 00	1,009 01	0 00	1,002 99	

LIPSCOMB FAMILY FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
XEROX CORP		*CUSIP Number*	*984121103*					
28.0000	Sale	06/30/08	11/06/13	288.39	381.42	0.00	(93.03)	
WELLS FARGO & CO NEW DEL		*CUSIP Number*	*949746101*					
72.0000	Sale	08/26/10	11/06/13	3,055.26	1,701 43	0.00	1,353.83	
Noncovered Long Term Capital Gains and Losses Subtotal				**146,229.13**	**114,108.81**	**0.00**	**32,120.32**	
NET LONG TERM CAPITAL GAINS AND LOSSES				**266,057.22**	**196,132.31**	**0.00**	**69,924.91**	

OTHER TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

1e. Quantity	Transaction Description	1b Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
ROYAL DUTCH SHELL PLC SPONS ADR A		*CUSIP Number*	*780259206*					
	Cash/Lieu	10/09/13	10/09/13	0.27	N/A	0.00	N/A	
Other Transactions Subtotal				**0.27**		**0.00**		

TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES	**363,282.34**
TOTAL REPORTED SALES PROCEEDS	**363,282.34**

N/A Results which cannot be calculated because of insufficient data in the Capital Gain (or Loss) Column and are not included in the Realized Capital Gain and Loss summary.

2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
11,540.46	**0.00**	**37,804.59**	**32,120.32**

THE LIPSCOMB FAMILY FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
WISDOMTREE EMERGING MRKT EQUITY INCOME		*CUSIP Number*	*97717W315*					
576.0000	Sale	05/31/13	06/27/13	27,905 44	30,746 76	0.00	(2,841.32)	
PROSHARES SHORT 20+ YR T		*CUSIP Number*	*74347X849*					
160.0000	Sale	02/15/13	06/27/13	5,066.37	4,868.80	0.00	197.57	
108.0000	Sale	03/05/13	06/27/13	3,419.80	3,230.37	0.00	189.43	
324.0000	Sale	05/14/13	06/27/13	10,259.42	9,662.43	0.00	596.99	
	Security Subtotal			***18,745.59***	***17,761.60***	***0.00***	***983.99***	
GLOBAL X CHINA CONSUMER ETF		*CUSIP Number*	*37950E408*					
1184.0000	Sale	02/22/13	05/31/13	17,132.18	16,964.00	0.00	168.18	
746.0000	Sale	03/05/13	05/31/13	10,794.43	10,849.45	0.00	(55.02)	
183.0000	Sale	05/14/13	05/31/13	2,647.97	2,677.27	0.00	(29.30)	
	Security Subtotal			***30,574.58***	***30,490.72***	***0.00***	***83.86***	

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2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
EATON VANCE MLT STRATEGY ABSOLUTE RTN FD CL I		*CUSIP Number*	*277923496*					
1.0000	Sale	05/14/13	06/28/13	8.83	9.04	0.00	(0.21)	
1.0000	Sale	05/31/13	06/28/13	8.83	9 00	0.00	(0.17)	
5.0000	Sale	12/05/12	06/28/13	44.15	45.16	1.01 (W)	0.00	
1190.0000	Sale	12/05/12	06/28/13	10,507.69	10,741.61	0.00	(233.92)	
5.0000	Sale	04/30/13	06/28/13	44.15	45.13	0.00	(0.98)	
219.0000	Sale	05/14/13	06/28/13	1,933.77	1,971.95	0.00	(38.18)	
4.0000	Sale	05/31/13	06/28/13	35.33	35.76	0.00	(0.43)	
2.0000	Sale	12/31/12	06/28/13	17.66	18.06	0.00	(0 40)	
2.0000	Sale	01/31/13	06/28/13	17.66	18.07	0.00	(0.41)	
151.0000	Sale	02/15/13	06/28/13	1,333.33	1,362.69	0.00	(29.36)	
1.0000	Sale	02/28/13	06/28/13	8.83	9.04	0.00	(0.21)	
2.0000	Sale	02/28/13	06/28/13	17.66	18.05	0.00	(0.39)	
861.0000	Sale	03/05/13	06/28/13	7,602.63	7,761.32	0.00	(158.69)	
1.0000	Sale	03/28/13	06/28/13	8 83	9.05	0.00	(0.22)	
5.0000	Sale	03/28/13	06/28/13	44.15	45.12	0 00	(0 97)	
.6830	Sale	06/28/13	07/10/13	6.02	6.06	0.00	(0.04)	
5.0000	Sale	12/05/12	07/10/13	44.10	45.10	0.00 (Y)	(1.00)	
	Security Subtotal			***21,683.62***	***22,150.21***	***1.01***	***(465.58)***	
ASTON/ANCHOR CAPITAL ENHANCED EQUITY FD CL I		*CUSIP Number*	*00080Y694*					
502.0000	Sale	12/05/12	02/22/13	4,347.31	4,332.26	0.00	15.05	
4.0000	Sale	12/28/12	02/22/13	34.64	33.68	0.00	0.96	
1.0000	Sale	12/28/12	02/22/13	8.66	8.48	0.00	0.18	
1.0000	Sale	12/28/12	02/22/13	8.66	8 42	0.00	0.24	
.3410	Sale	12/28/12	02/22/13	2.95	2 87	0.00	0 08	
7.0000	Sale	12/28/12	02/22/13	60.63	58.94	0.00	1.69	
	Security Subtotal			***4,462.85***	***4,444.65***	***0.00***	***18.20***	
EATON VANCE COMMODITY STRATEGY FUND CLASS I		*CUSIP Number*	*277905329*					
1140.0000	Sale	12/05/12	06/28/13	9,302.40	10,830.00	0.00	(1,527 60)	
1.0000	Sale	12/21/12	06/28/13	8.16	9.49	0.00	(1.33)	
1.0000	Sale	12/21/12	06/28/13	8.16	9.17	0 00	(1 01)	
1.0000	Sale	12/21/12	06/28/13	8.15	9 16	0.00	(1.01)	
2.0000	Sale	12/21/12	06/28/13	16.31	18.33	0.00	(2.02)	
179.0000	Sale	02/15/13	06/28/13	1,460.64	1,648.59	0.00	(187.95)	
1.0000	Sale	03/05/13	06/28/13	8.15	9.14	0.00	(0 99)	
902.0000	Sale	03/05/13	06/28/13	7,360.34	8,145.06	0.00	(784 72)	

THE LIPSCOMB FAMILY FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
EATON VANCE COMMODITY STRATEGY FUND CLASS I		*CUSIP Number*	*277905329*					
1.0000	Sale	05/14/13	06/28/13	8.16	8.89	0.00	(0.73)	
310.0000	Sale	05/14/13	06/28/13	2,529.61	2,693 90	0.00	(164.29)	
.1490	Sale	05/14/13	07/19/13	1.26	1.29	0.00	(0.03)	
	Security Subtotal			***20,711.34***	***23,383.02***	***0.00***	***(2,671.68)***	
TOCQUEVILLE GOLD FUND		*CUSIP Number*	*888894862*					
135.0000	Sale	12/05/12	05/14/13	5,574.15	8,615.70	0.00	(3,041.55)	
1.0000	Sale	12/19/12	05/14/13	41.29	63.61	0.00	(22.32)	
3.0000	Sale	12/19/12	05/14/13	123.86	186.68	0.00	(62.82)	
76.0000	Sale	02/15/13	05/14/13	3,138.05	4,164.80	0.00	(1,026.75)	
137.0000	Sale	02/15/13	05/15/13	5,422.46	7,507.60	0.00	(2,085.14)	
1.0000	Sale	02/22/13	05/15/13	39.57	56.61	0.00	(17.04)	
18.0000	Sale	02/22/13	05/15/13	712 44	941.40	0.00	(228.96)	
.2050	Sale	03/05/13	05/15/13	8.11	10.60	0.00	(2.49)	
267.0000	Sale	03/05/13	05/15/13	10,567.87	13,414.08	0 00	(2,846 21)	
	Security Subtotal			***25,627.80***	***34,961.08***	***0.00***	***(9,333.28)***	
THE MERGER FUND CL N		*CUSIP Number*	*589509108*					
500.0000	Sale	12/05/12	06/28/13	7,940.00	7,985.00	0.00	(45.00)	
BLACKROCK EMERGING MKTS LONG SHORT EQ FD CL I		*CUSIP Number*	*091936690*					
185.0000	Sale	12/05/12	06/28/13	1,973.95	2,001.70	0.00	(27.75)	
CBRE CLARION LONG SHORT FUND CL INSTL		*CUSIP Number*	*0075W0536*					
438.0000	Sale	12/05/12	11/06/13	4,463.21	4,327 44	0.00	135.77	
1.0000	Sale	12/14/12	11/06/13	10.18	9.88	0.00	0 30	
35.0000	Sale	02/15/13	11/06/13	356.65	361.55	0 00	(4 90)	
1.0000	Sale	03/05/13	11/06/13	10.19	10.01	0.00	0.18	
308.0000	Sale	03/05/13	11/06/13	3,138.52	3,160.08	0.00	(21.56)	
1260.0000	Sale	07/18/13	11/06/13	12,839.41	13,179.60	0.00	(340.19)	
1.0000	Sale	08/19/13	11/06/13	10 19	10 30	0.00	(0 11)	
318.0000	Sale	08/19/13	11/06/13	3,240 42	3,065.52	0 00	174 90	
1.0000	Sale	09/13/13	11/06/13	10.19	9.71	0.00	0.48	
.3750	Sale	09/13/13	11/06/13	3.82	3.72	0.00	0.10	
17.0000	Sale	09/13/13	11/06/13	173 24	168.47	0.00	4.77	
	Security Subtotal			***24,256.02***	***24,306.28***	***0.00***	***(50.26)***	

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1099-B — 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
PIMCO ALL ASSET FUND CL P		*CUSIP Number*	*72201M867*					
1404.0000	Sale	07/01/13	11/25/13	17,381.51	16,876.08	0.00	505.43	
115.0000	Sale	08/19/13	11/25/13	1,423.70	1,381.15	0.00	42.55	
12.0000	Sale	09/19/13	11/25/13	148.56	147.84	0.00	0.72	
1.0000	Sale	11/19/13	11/25/13	12.38	12.11	0.00	0.27	
.2240	Sale	11/19/13	11/25/13	2.77	2.78	0.00	(0.01)	
72.0000	Sale	11/19/13	11/25/13	891.37	893.52	0.00	(2.15)	
	Security Subtotal			***19,860.29***	***19,313.48***	***0.00***	***546.81***	
INVESCO GLOBAL REAL ESTATE INCOME FUND CL Y		*CUSIP Number*	*00141A545*					
956.0000	Sale	12/05/12	07/10/13	8,431.91	8,670.92	0.00	(239.01)	
26.0000	Sale	12/07/12	07/10/13	229.32	230.62	0.00	(1.30)	
82.0000	Sale	02/15/13	07/10/13	723.24	753.58	0.00	(30.34)	
1.0000	Sale	03/05/13	07/10/13	8.81	9.18	0.00	(0.37)	
670.0000	Sale	03/05/13	07/10/13	5,909.41	6,210.90	0 00	(301.49)	
14.0000	Sale	03/21/13	07/10/13	123.48	129.21	0.00	(5.73)	
1.0000	Sale	05/14/13	07/10/13	8.82	9.24	0.00	(0.42)	
86.0000	Sale	05/14/13	07/10/13	758.52	825.60	0.00	(67.08)	
1.0000	Sale	06/20/13	07/10/13	8.82	9 47	0.00	(0.65)	
.2090	Sale	06/20/13	07/10/13	1.84	1.81	0.00	0.03	
20.0000	Sale	06/20/13	07/10/13	176.41	173.20	0 00	3 21	
	Security Subtotal			***16,380.58***	***17,023.73***	***0.00***	***(643.15)***	
Covered Short Term Capital Gains and Losses Subtotal				**220,122.06**	**234,568.23**	**1.01**	**(14,445.16)**	
NET SHORT TERM CAPITAL GAINS AND LOSSES				**220,122.06**	**234,568.23**	**1.01**	**(14,445.16)**	

LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.

NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
MARKET VECTORS ETF TR GOLD MINERS ETF		*CUSIP Number*	*57060U100*					
189.0000	Sale	07/12/11	02/22/13	7,201.50	10,742.89	0.00	(3,541.39)	

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1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3 Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
Noncovered Long Term Capital Gains and Losses Subtotal				7,201.50	10,742.89	0.00	(3,541.39)	
NET LONG TERM CAPITAL GAINS AND LOSSES				7,201.50	10,742.89	0.00	(3,541.39)	
TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES				227,323.56				
TOTAL REPORTED SALES PROCEEDS				227,323.56				

(W) This transaction has been identified as a "Wash Sale" based on IRS regulations. The Wash Sale Loss Disallowed column reflects the deferred loss amount. The cost basis of the related transaction(s) has been adjusted by the deferred loss amount from either the cost basis on purchases or proceeds from short sales. Please refer to the instructions for Form 8949 for how to report the deferred loss amount and applicable adjustment code.

(Y) The gain or loss of this transaction includes an adjustment to basis for the deferred loss amount on one or more previous "Wash Sales."

2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
(14,445.16)	0.00	0.00	(3,541.39)

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The following sections are provided to facilitate your review and the preparation of your tax return.

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
ABBOTT LABS		*CUSIP Number*	*002824100*					
15.0000	Sale	06/28/12	06/07/13	559.04	449.23	0.00	109.81	
ACCENTURE PLC SHS		*CUSIP Number*	*G1151C101*					
28.0000	Sale	06/28/12	06/07/13	2,259.38	1,567.87	0.00	691.51	
ABBVIE INC SHS		*CUSIP Number*	*00287Y109*					
326.0000	Sale	06/28/12	01/09/13	11,041.92	10,587.35	0.00	454 57	
AT&T INC		*CUSIP Number*	*00206R102*					
212.0000	Sale	05/22/13	11/20/13	7,590.20	7,801.64	0.00	(211.44)	
BLACKROCK INC		*CUSIP Number*	*09247X101*					
20.0000	Sale	06/28/12	03/28/13	5,124.30	3,301.00	0.00	1,823.30	
4.0000	Sale	06/28/12	04/01/13	1,023.40	660.20	0 00	363.20	
20.0000	Sale	06/28/12	04/17/13	5,041.20	3,301 00	0.00	1,740 20	
39.0000	Sale	06/28/12	06/05/13	10,444.89	6,436 95	0.00	4,007.94	
	Security Subtotal			***21,633.79***	***13,699.15***	***0.00***	***7,934.64***	

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2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
BANK NEW YORK MELLON CORP		*CUSIP Number*	*064058100*					
253.0000	Sale	06/28/12	01/23/13	6,804.66	5,248.94	0.00	1,555.72	
380.0000	Sale	06/28/12	03/06/13	10,557.95	7,883.78	0.00	2,674.17	
404.0000	Sale	06/28/12	03/20/13	11,411.33	8,381.71	0.00	3,029 62	
	Security Subtotal			***28,773.94***	***21,514.43***	***0.00***	***7,259.51***	
COMCAST CRP NEW CL A SPL		*CUSIP Number*	*20030N200*					
32.0000	Sale	06/28/12	06/07/13	1,263.74	970.53	0.00	293.21	
COCA COLA ENTERPRISES INC NEW		*CUSIP Number*	*19122T109*					
21.0000	Sale	10/31/12	06/07/13	779.19	660.79	0.00	118.40	
DANAHER CORP DEL COM		*CUSIP Number*	*235851102*					
20.0000	Sale	06/28/12	06/07/13	1,234.39	990.30	0.00	244.09	
DIAGEO PLC SPSD ADR NEW		*CUSIP Number*	*25243Q205*					
9.0000	Sale	06/28/12	06/07/13	1,089.10	906.03	0.00	183.07	
DELPHI AUTOMOTIVE PLC		*CUSIP Number*	*G27823106*					
172.0000	Sale	06/28/12	03/06/13	7,241 38	4,299.66	0.00	2,941.72	
29.0000	Sale	06/28/12	06/07/13	1,448.95	724.94	0.00	724.01	
143.0000	Sale	06/28/12	06/18/13	7,379.40	3,574.71	0.00	3,804.69	
	Security Subtotal			***16,069.73***	***8,599.31***	***0.00***	***7,470.42***	
DISNEY (WALT) CO COM STK		*CUSIP Number*	*254687106*					
84.0000	Sale	08/08/12	04/24/13	5,237.70	4,235.50	0.00	1,002.20	
91.0000	Sale	08/08/12	05/15/13	6,132 05	4,588.46	0.00	1,543.59	
1.0000	Sale	08/08/12	06/07/13	64.41	50 42	0.00	13 99	
18.0000	Sale	08/09/12	06/07/13	1,159.44	905 93	0.00	253.51	
	Security Subtotal			***12,593.60***	***9,780.31***	***0.00***	***2,813.29***	
EXPRESS SCRIPTS HLDG CO		*CUSIP Number*	*30219G108*					
20.0000	Sale	08/08/13	11/06/13	1,296.04	1,327 08	31.04 (W)	0.00	

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1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
FIDELITY NATL INFO SVCS INC		*CUSIP Number*	*31620M106*					
10.0000	Sale	05/08/13	06/07/13	444.09	434.72	0.00	9.37	
14.0000	Sale	05/08/13	11/06/13	678 85	608.61	0 00	70.24	
	Security Subtotal			***1,122.94***	***1,043.33***	***0.00***	***79.61***	
FRANKLIN RES INC		*CUSIP Number*	*354613101*					
4.0000	Sale	06/05/13	06/07/13	600.39	602.54	0.00	(2.15)	
23.0000	Sale	06/05/13	11/06/13	1,219.04	1,154.86	0.00	64.18	
	Security Subtotal			***1,819.43***	***1,757.40***	***0.00***	***62.03***	
GENERAL MILLS		*CUSIP Number*	*370334104*					
37.0000	Sale	06/28/12	06/07/13	1,762.83	1,392.51	0.00	370.32	
HONEYWELL INTL INC DEL		*CUSIP Number*	*438516106*					
20.0000	Sale	06/28/12	06/07/13	1,577.47	1,053.77	0.00	523.70	
INTEL CORP		*CUSIP Number*	*458140100*					
58.0000	Sale	01/30/12	01/17/13	1,298.90	1,545.92	0.00	(247.02)	
72.0000	Sale	05/23/12	01/17/13	1,612.44	1,819.63	0.00	(207.19)	
39.0000	Sale	06/28/12	01/17/13	873.41	1,001.40	0.00	(127.99)	
	Security Subtotal			***3,784.75***	***4,366.95***	***0.00***	***(582.20)***	
INTL BUSINESS MACHINES CORP IBM		*CUSIP Number*	*459200101*					
8.0000	Sale	06/28/12	06/07/13	1,643.81	1,516.05	0.00	127.76	
JOHNSON CONTROLS INC		*CUSIP Number*	*478366107*					
30.0000	Sale	06/28/12	06/07/13	1,127.38	795 22	0.00	332 16	
LOCKHEED MARTIN CORP		*CUSIP Number*	*539830109*					
93.0000	Sale	06/28/12	04/03/13	8,873.55	7,802.73	0.00	1,070.82	
38.0000	Sale	06/28/12	06/07/13	4,063.69	3,188.21	0.00	875.48	
	Security Subtotal			***12,937.24***	***10,990.94***	***0.00***	***1,946.30***	
LORILLARD INC		*CUSIP Number*	*544147101*					
28.0000	Sale	06/28/12	06/07/13	1,219.38	1,223.15	0.00	(3.77)	

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1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
MOODY'S CORP		*CUSIP Number*	*615369105*					
74.0000	Sale	10/10/12	05/08/13	4,685.38	3,236.06	0.00	1,449.32	
23.0000	Sale	10/11/12	05/08/13	1,456.27	1,021.27	0.00	435.00	
30.0000	Sale	10/11/12	05/22/13	2,039.05	1,332 08	0.00	706.97	
59.0000	Sale	10/12/12	05/22/13	4,010.13	2,620.70	0.00	1,389 43	
16.0000	Sale	10/15/12	05/22/13	1,087.50	714.45	0.00	373.05	
9.0000	Sale	11/09/12	05/22/13	611.72	414.47	0.00	197.25	
14.0000	Sale	11/09/12	06/07/13	915.46	644.73	0.00	270.73	
88.0000	Sale	11/09/12	08/08/13	6,078.97	4,052 61	0.00	2,026.36	
35.0000	Sale	11/09/12	08/14/13	2,317.93	1,611.84	0.00	706.09	
138.0000	Sale	02/06/13	08/14/13	9,139.30	6,518 36	0.00	2,620.94	
7.0000	Sale	02/06/13	08/15/13	451.65	330.64	0.00	121.01	
	Security Subtotal			***32,793.36***	***22,497.21***	***0.00***	***10,296.15***	
MCDONALDS CORP COM		*CUSIP Number*	*580135101*					
6.0000	Sale	01/03/13	06/07/13	587.60	542.93	0.00	44 67	
5.0000	Sale	01/03/13	11/06/13	489.29	452 44	0.00	36.85	
	Security Subtotal			***1,076.89***	***995.37***	***0.00***	***81.52***	
NESTLE S A REP RG SH ADR		*CUSIP Number*	*641069406*					
21.0000	Sale	06/28/12	06/07/13	1,419.79	1,215.48	0.00	204.31	
NORTHROP GRUMMAN CORP		*CUSIP Number*	*666807102*					
86.0000	Sale	06/28/12	04/10/13	6,186.09	5,285.67	0 00	900.42	
97.0000	Sale	06/28/12	04/11/13	7,029.41	5,961 75	0.00	1,067.66	
	Security Subtotal			***13,215.50***	***11,247.42***	***0.00***	***1,968.08***	
ORACLE CORP $0 01 DEL		*CUSIP Number*	*68389X105*					
43.0000	Sale	06/28/12	06/07/13	1,462.57	1,202 09	0 00	260.48	
PPG INDUSTRIES INC SHS		*CUSIP Number*	*693506107*					
20.0000	Sale	06/28/12	06/07/13	3,095.59	2,038.58	0.00	1,057.01	
2.0000	Sale	03/28/13	11/21/13	366.48	267.41	0.00	99.07	
24.0000	Sale	03/28/13	12/11/13	4,385.32	3,208.95	0.00	1,176 37	
17.0000	Sale	04/01/13	12/11/13	3,106 28	2,274 56	0.00	831 72	
	Security Subtotal			***10,953.67***	***7,789.50***	***0.00***	***3,164.17***	
ST JUDE MEDICAL INC		*CUSIP Number*	*790849103*					
22.0000	Sale	06/28/12	06/07/13	963.58	844 26	0.00	119.32	

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1e. Quantity	Transaction Description	1b Date of Acquisition	1a. Date of Sale or Exchange	2a Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
STATE STREET CORP		*CUSIP Number*	*857477103*					
21.0000	Sale	03/06/13	06/07/13	1,398.16	1,236.71	0.00	161.45	
100.0000	Sale	03/06/13	07/24/13	6,998.67	5,889.07	0.00	1,109.60	
13.0000	Sale	03/06/13	11/06/13	924.21	765.58	0.00	158.63	
	Security Subtotal			***9,321.04***	***7,891.36***	***0.00***	***1,429.68***	
STANLEY BLACK & DECKER INC		*CUSIP Number*	*854502101*					
88.0000	Sale	06/28/12	02/21/13	6,700.27	5,377.68	0.00	1,322.59	
10.0000	Sale	06/28/12	06/07/13	795.19	611.10	0 00	184.09	
	Security Subtotal			***7,495.46***	***5,988.78***	***0.00***	***1,506.68***	
TYCO INTL LTD NAMEN-AKT		*CUSIP Number*	*H89128104*					
41.0000	Sale	06/28/12	06/07/13	1,403.82	1,036.75	0.00	367.07	
TARGET CORP COM		*CUSIP Number*	*87612E106*					
16.0000	Sale	06/07/12	06/07/13	1,127.86	924.14	0.00	203.72	
3M COMPANY		*CUSIP Number*	*88579Y101*					
12.0000	Sale	06/28/12	06/07/13	1,322.98	1,032.60	0.00	290.38	
THERMO FISHER SCIENTIFIC INC		*CUSIP Number*	*883556102*					
9.0000	Sale	06/28/12	06/07/13	763.10	452.52	0.00	310.58	
UNITED PARCEL SVC CL B		*CUSIP Number*	*911312106*					
18.0000	Sale	07/05/12	06/07/13	1,549.37	1,439.84	0.00	109.53	
VERIZON COMMUNICATNS COM		*CUSIP Number*	*92343V104*					
25.0000	Sale	09/25/13	11/06/13	1,266.73	1,181.26	0.00	85 47	
VIACOM INC NEW CL B		*CUSIP Number*	*92553P201*					
19.0000	Sale	06/28/12	06/07/13	1,285.98	876.47	0.00	409.51	
VODAFONE GROP PLC SP ADR		*CUSIP Number*	*92857W209*					
42.0000	Sale	06/28/12	06/07/13	1,247.38	1,180 20	0 00	67.18	

THE LIPSCOMB FAMILY FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
WESTERN UN CO		*CUSIP Number*	*959802109*					
549.0000	Sale	06/28/12	01/03/13	7,447.84	8,940.74	0.00	(1,492.90)	
587.0000	Sale	06/28/12	02/13/13	8,386.69	9,559.59	0.00	(1,172.90)	
	Security Subtotal			***15,834.53***	***18,500.33***	***0.00***	***(2,665.80)***	
ACE LIMITED		*CUSIP Number*	*H0023R105*					
13.0000	Sale	06/28/12	06/07/13	1,160.86	927.98	0.00	232.88	
WELLS FARGO & CO NEW DEL		*CUSIP Number*	*949746101*					
65.0000	Sale	12/12/12	06/07/13	2,670 28	2,190.29	0.00	479.99	
80.0000	Sale	12/12/12	11/06/13	3,395.45	2,695 75	0.00	699.70	
	Security Subtotal			***6,065.73***	***4,886.04***	***0.00***	***1,179.69***	
Covered Short Term Capital Gains and Losses Subtotal				**244,909.49**	**195,102.94**	**31.04**	**49,837.59**	
NET SHORT TERM CAPITAL GAINS AND LOSSES				**244,909.49**	**195,102.94**	**31.04**	**49,837.59**	

LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.

COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
ABBOTT LABS		*CUSIP Number*	*002824100*					
52.0000	Sale	06/28/12	11/06/13	1,949.13	1,557.32	0.00	391 81	
ACCENTURE PLC SHS		*CUSIP Number*	*G1151C101*					
26.0000	Sale	06/28/12	11/06/13	1,953.87	1,455.88	0.00	497.99	
AT&T INC		*CUSIP Number*	*00206R102*					
19.0000	Sale	08/22/11	01/30/13	660 10	542.45	0.00	117.65	
146.0000	Sale	09/20/11	01/30/13	5,072.41	4,253.53	0.00	818.88	
4.0000	Sale	09/22/11	01/30/13	138.98	111.03	0.00	27.95	
23.0000	Sale	09/22/11	06/07/13	817.04	638.45	0.00	178.59	
40.0000	Sale	09/22/11	11/06/13	1,434.38	1,110.35	0.00	324.03	
101.0000	Sale	09/22/11	11/14/13	3,558 49	2,803 63	0.00	754 86	
47.0000	Sale	03/06/12	11/14/13	1,655 93	1,450 85	0.00	205 08	
70.0000	Sale	08/16/12	11/14/13	2,466.29	2,587.95	0.00	(121.66)	
116.0000	Sale	08/16/12	11/20/13	4,153.12	4,288.60	0.00	(135.48)	
	Security Subtotal			***19,956.74***	***17,786.84***	***0.00***	***2,169.90***	

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1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
COMCAST CRP NEW CL A SPL		*CUSIP Number*	*20030N200*					
37.0000	Sale	06/28/12	11/06/13	1,728.98	1,122.18	0.00	606.80	
CVS CAREMARK CORP		*CUSIP Number*	*126650100*					
4.0000	Sale	08/30/11	06/07/13	232.35	143.06	0.00	89.29	
36.0000	Sale	09/02/11	06/07/13	2,091.21	1,295.63	0.00	795.58	
46.0000	Sale	09/02/11	09/18/13	2,758.86	1,655.53	0.00	1,103.33	
81.0000	Sale	09/06/11	09/18/13	4,858.01	2,881.24	0.00	1,976.77	
9.0000	Sale	09/09/11	09/18/13	539.78	329 87	0.00	209.91	
40.0000	Sale	09/09/11	11/06/13	2,547.36	1,466.07	0.00	1,081.29	
	Security Subtotal			***13,027.57***	***7,771.40***	***0.00***	***5,256.17***	
COCA COLA ENTERPRISES INC NEW		*CUSIP Number*	*19122T109*					
20.0000	Sale	10/31/12	11/06/13	831.22	629.32	0.00	201.90	
DANAHER CORP DEL COM		*CUSIP Number*	*235851102*					
81.0000	Sale	06/28/12	10/16/13	5,587.17	4,010.72	0.00	1,576.45	
15.0000	Sale	06/28/12	11/06/13	1,094.83	742.72	0.00	352.11	
	Security Subtotal			***6,682.00***	***4,753.44***	***0.00***	***1,928.56***	
DIAGEO PLC SPSD ADR NEW		*CUSIP Number*	*25243Q205*					
7.0000	Sale	06/28/12	11/06/13	902.28	704.69	0.00	197.59	
DELPHI AUTOMOTIVE PLC		*CUSIP Number*	*G27823106*					
126.0000	Sale	06/28/12	09/18/13	7,174.98	3,149.75	0.00	4,025.23	
17.0000	Sale	06/28/12	11/06/13	949.09	424.97	0.00	524.12	
	Security Subtotal			***8,124.07***	***3,574.72***	***0.00***	***4,549.35***	
DISNEY (WALT) CO COM STK		*CUSIP Number*	*254687106*					
13.0000	Sale	08/09/12	11/06/13	896.59	654.28	0.00	242.31	
GENERAL MILLS		*CUSIP Number*	*370334104*					
40.0000	Sale	06/28/12	11/06/13	2,045.26	1,505.42	0.00	539.84	
HONEYWELL INTL INC DEL		*CUSIP Number*	*438516106*					
16.0000	Sale	06/28/12	11/06/13	1,389.17	843.01	0.00	546.16	

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2013 ANNUAL STATEMENT SUMMARY

1099-B — 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
INTEL CORP		*CUSIP Number*	*458140100*					
91.0000	Sale	10/10/11	01/17/13	2,037.93	2,079.67	0.00	(41.74)	
103.0000	Sale	10/14/11	01/17/13	2,306.67	2,406 12	0.00	(99.45)	
101.0000	Sale	10/17/11	01/17/13	2,261.89	2,348 53	0.00	(86.64)	
	Security Subtotal			***6,606.49***	***6,834.32***	***0.00***	***(227.83)***	
INTL BUSINESS MACHINES CORP IBM		*CUSIP Number*	*459200101*					
8.0000	Sale	06/28/12	11/06/13	1,437.09	1,516.05	0.00	(78 96)	
JOHNSON AND JOHNSON COM		*CUSIP Number*	*478160104*					
89.0000	Sale	04/28/11	11/06/13	8,273.00	5,828.29	0.00	2,444.71	
JOHNSON CONTROLS INC		*CUSIP Number*	*478366107*					
18.0000	Sale	06/28/12	11/06/13	838.30	477 13	0.00	361 17	
LOCKHEED MARTIN CORP		*CUSIP Number*	*539830109*					
45.0000	Sale	06/28/12	07/31/13	5,412.83	3,775.51	0.00	1,637.32	
25.0000	Sale	06/28/12	11/06/13	3,422.84	2,097.51	0.00	1,325.33	
49.0000	Sale	06/28/12	12/04/13	6,733.35	4,111.11	0.00	2,622.24	
	Security Subtotal			***15,569.02***	***9,984.13***	***0.00***	***5,584.89***	
LORILLARD INC		*CUSIP Number*	*544147101*					
53.0000	Sale	06/28/12	11/06/13	2,745.06	2,315.25	0.00	429.81	
NESTLE S A REP RG SH ADR		*CUSIP Number*	*641069406*					
30.0000	Sale	06/28/12	11/06/13	2,169.56	1,736.40	0.00	433.16	
OCCIDENTAL PETE CORP CAL		*CUSIP Number*	*674599105*					
15.0000	Sale	02/06/12	06/07/13	1,397.97	1,554.44	0.00	(156.47)	
2.0000	Sale	02/08/12	06/07/13	186.40	207.36	0.00	(20.96)	
14.0000	Sale	02/08/12	11/06/13	1,357.34	1,451.55	0.00	(94.21)	
	Security Subtotal			***2,941.71***	***3,213.35***	***0.00***	***(271.64)***	
ORACLE CORP $0.01 DEL		*CUSIP Number*	*68389X105*					
. 51.0000	Sale	06/28/12	11/06/13	1,746.46	1,425.74	0.00	320.72	

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1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
PPG INDUSTRIES INC SHS		*CUSIP Number*	*693506107*					
16.0000	Sale	06/28/12	10/09/13	2,597.06	1,630.86	0.00	966.20	
15.0000	Sale	06/28/12	10/10/13	2,469.10	1,528.94	0.00	940.16	
41.0000	Sale	06/28/12	10/30/13	7,409.04	4,179.09	0.00	3,229.95	
55.0000	Sale	06/28/12	11/06/13	10,053.03	5,606 09	0.00	4,446.94	
35.0000	Sale	06/28/12	11/20/13	6,397.17	3,567.51	0.00	2,829.66	
4.0000	Sale	06/28/12	11/21/13	732.94	407.72	0.00	325.22	
	Security Subtotal			***29,658.34***	***16,920.21***	***0.00***	***12,738.13***	
PNC FINCL SERVICES GROUP		*CUSIP Number*	*693475105*					
34.0000	Sale	06/28/12	07/10/13	2,528.66	1,993.76	0.00	534.90	
PHILIP MORRIS INTL INC		*CUSIP Number*	*718172109*					
19.0000	Sale	03/07/11	06/07/13	1,747.67	1,211.70	0.00	535.97	
17.0000	Sale	03/07/11	11/06/13	1,548.02	1,084.15	0.00	463.87	
21.0000	Sale	08/02/11	11/06/13	1,912.28	1,481.69	0 00	430 59	
	Security Subtotal			***5,207.97***	***3,777.54***	***0.00***	***1,430.43***	
ST JUDE MEDICAL INC		*CUSIP Number*	*790849103*					
133.0000	Sale	06/28/12	09/11/13	7,026.30	5,103.94	0.00	1,922.36	
105.0000	Sale	06/28/12	10/09/13	5,806.28	4,029.43	0.00	1,776.85	
15.0000	Sale	06/28/12	11/06/13	849.60	575.63	0.00	273.97	
	Security Subtotal			***13,682.18***	***9,709.00***	***0.00***	***3,973.18***	
STANLEY BLACK & DECKER INC		*CUSIP Number*	*854502101*					
86.0000	Sale	06/28/12	10/23/13	6,552.02	5,255.46	0.00	1,296.56	
82.0000	Sale	06/28/12	10/30/13	6,487.04	5,011.02	0.00	1,476.02	
	Security Subtotal			***13,039.06***	***10,266.48***	***0.00***	***2,772.58***	
TYCO INTL LTD NAMEN-AKT		*CUSIP Number*	*H89128104*					
26.0000	Sale	06/28/12	11/06/13	951.43	657.45	0.00	293.98	
TARGET CORP	*COM*	*CUSIP Number*	*87612E106*					
2.0000	Sale	06/07/12	11/06/13	131.66	115.52	0.00	16.14	
22.0000	Sale	06/28/12	11/06/13	1,448.32	1,260.53	0.00	187.79	
	Security Subtotal			***1,579.98***	***1,376.05***	***0.00***	***203.93***	

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1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
3M COMPANY		*CUSIP Number*	*88579Y101*					
10.0000	Sale	06/28/12	11/06/13	1,270.48	860.50	0.00	409.98	
TRAVELERS COS INC		*CUSIP Number*	*89417E109*					
17.0000	Sale	10/25/11	02/06/13	1,333.74	970.50	0.00	363.24	
32.0000	Sale	11/04/11	02/06/13	2,510.58	1,857.07	0.00	653.51	
21.0000	Sale	11/28/11	02/06/13	1,647.57	1,138.80	0.00	508.77	
12.0000	Sale	11/29/11	02/06/13	941.48	650.26	0.00	291.22	
13.0000	Sale	11/29/11	06/07/13	1,085.74	704.44	0.00	381.30	
10.0000	Sale	12/16/11	06/07/13	835.19	573 38	0.00	261.81	
8.0000	Sale	12/16/11	11/06/13	700.49	458.70	0.00	241.79	
14.0000	Sale	12/19/11	11/06/13	1,225.87	805.14	0.00	420.73	
	Security Subtotal			***10,280.66***	***7,158.29***	***0.00***	***3,122.37***	
THERMO FISHER SCIENTIFIC INC		*CUSIP Number*	*883556102*					
29.0000	Sale	06/28/12	11/06/13	2,829.55	1,458.12	0.00	1,371.43	
UNITED PARCEL SVC CL B		*CUSIP Number*	*911312106*					
14.0000	Sale	07/05/12	11/06/13	1,391.51	1,119.88	0.00	271.63	
UNITED TECHS CORP COM		*CUSIP Number*	*913017109*					
4.0000	Sale	02/02/11	06/07/13	377.25	329.51	0.00	47 74	
17.0000	Sale	02/09/11	06/07/13	1,603.32	1,424.95	0.00	178.37	
15.0000	Sale	02/09/11	11/06/13	1,628.37	1,257.31	0.00	371.06	
	Security Subtotal			***3,608.94***	***3,011.77***	***0.00***	***597.17***	
VIACOM INC NEW CL B		*CUSIP Number*	*92553P201*					
74.0000	Sale	06/28/12	08/08/13	5,899 48	3,413 62	0.00	2,485.86	
86.0000	Sale	06/28/12	09/04/13	6,950 08	3,967 18	0 00	2,982.90	
56.0000	Sale	06/28/12	09/25/13	4,651.43	2,583.28	0.00	2,068 15	
80.0000	Sale	06/28/12	10/02/13	6,600.33	3,690.40	0.00	2,909.93	
	Security Subtotal			***24,101.32***	***13,654.48***	***0.00***	***10,446.84***	
VODAFONE GROP PLC SP ADR		*CUSIP Number*	*92857W209*					
218.0000	Sale	06/28/12	09/25/13	7,585.77	6,125.80	0.00	1,459.97	
22.0000	Sale	06/28/12	11/06/13	818.65	618 20	0.00	200.45	
	Security Subtotal			***8,404.42***	***6,744.00***	***0.00***	***1,660.42***	

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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
ACE LIMITED		*CUSIP Number*	*H0023R105*					
85.0000	Sale	06/28/12	08/28/13	7,484.00	6,067.55	0.00	1,416.45	
12.0000	Sale	06/28/12	11/06/13	1,172.53	856.60	0.00	315.93	
	Security Subtotal			***8,656.53***	***6,924.15***	***0.00***	***1,732.38***	
Covered Long Term Capital Gains and Losses Subtotal				**229,004.60**	**161,320.84**	**0.00**	**67,683.76**	

NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
CHEVRON CORP		*CUSIP Number*	*166764100*					
15.0000	Sale	09/18/09	06/07/13	1,820.28	1,090.34	0.00	729.94	
13.0000	Sale	09/18/09	11/06/13	1,573 49	944.96	0 00	628.53	
	Security Subtotal			***3,393.77***	***2,035.30***	***0.00***	***1,358.47***	
EXXON MOBIL CORP COM		*CUSIP Number*	*30231G102*					
11.0000	Sale	03/16/10	06/07/13	1,000.81	731 01	0.00	269.80	
17.0000	Sale	04/27/10	06/07/13	1,546.73	1,189.69	0.00	357.04	
	Security Subtotal			***2,547.54***	***1,920.70***	***0.00***	***626.84***	
GOLDMAN SACHS GROUP INC		*CUSIP Number*	*38141G104*					
44.0000	Sale	12/30/08	02/21/13	6,659.03	3,417.75	0.00	3,241.28	
20.0000	Sale	12/30/08	06/07/13	3,296.69	1,553.52	0.00	1,743.17	
8 0000	Sale	12/30/08	11/06/13	1,307.66	621.41	0.00	686.25	
	Security Subtotal			***11,263.38***	***5,592.68***	***0.00***	***5,670.70***	
JPMORGAN CHASE & CO		*CUSIP Number*	*46625H100*					
39.0000	Sale	03/03/08	05/29/13	2,119.74	1,556.44	0.00	563.30	
56 0000	Sale	06/11/08	05/29/13	3,043.74	2,104.05	0.00	939.69	
77.0000	Sale	06/11/08	06/07/13	4,174.29	2,893.07	0.00	1,281.22	
72 0000	Sale	06/11/08	11/06/13	3,749.97	2,705.20	0.00	1,044.77	
	Security Subtotal			***13,087.74***	***9,258.76***	***0.00***	***3,828.98***	
JOHNSON AND JOHNSON COM		*CUSIP Number*	*478160104*					
32.0000	Sale	08/04/09	06/07/13	2,707.93	1,949.37	0.00	758.56	
2.0000	Sale	08/04/09	07/24/13	183.93	121.84	0.00	62.09	
47.0000	Sale	09/14/09	07/24/13	4,322.59	2,837 74	0.00	1,484 85	
19.0000	Sale	09/22/09	07/24/13	1,747 43	1,157.27	0.00	590.16	

Merrill Lynch
Bank of America Corporation

Account No. 726-04F96

Taxpayer No. 58-1368915

THE LIPSCOMB FAMILY FOUNDATION

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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
JOHNSON AND JOHNSON	*COM*	*CUSIP Number*	*478160104*					
14.0000	Sale	11/12/10	07/24/13	1,287.58	891.46	0.00	396.12	
21.0000	Sale	11/12/10	11/06/13	1,952.05	1,337.18	0.00	614.87	
	Security Subtotal			***12,201.51***	***8,294.86***	***0.00***	***3,906.65***	
METLIFE INC	*COM*	*CUSIP Number*	*59156R108*					
45.0000	Sale	08/18/10	06/07/13	2,002.10	1,739.95	0.00	262.15	
3.0000	Sale	08/18/10	11/06/13	143.58	116 00	0.00	27.58	
36.0000	Sale	11/05/10	11/06/13	1,723.00	1,513.01	0.00	209 99	
	Security Subtotal			***3,868.68***	***3,368.96***	***0.00***	***499.72***	
PRUDENTIAL FINANCIAL INC		*CUSIP Number*	*744320102*					
20.0000	Sale	12/17/10	06/07/13	1,419.42	1,161.86	0.00	257 56	
12.0000	Sale	12/17/10	11/06/13	978.82	697.12	0.00	281 70	
	Security Subtotal			***2,398.24***	***1,858.98***	***0.00***	***539.26***	
PNC FINCL SERVICES GROUP		*CUSIP Number*	*693475105*					
11.0000	Sale	04/10/08	06/07/13	780.71	713 94	0.00	66.77	
3.0000	Sale	04/10/08	06/12/13	212.64	194 71	0.00	17.93	
90.0000	Sale	04/15/08	06/12/13	6,379.25	5,616.27	0.00	762.98	
4.0000	Sale	04/15/08	07/10/13	297.48	249.61	0.00	47.87	
27.0000	Sale	04/21/08	07/10/13	2,008.04	1,765.73	0.00	242 31	
58.0000	Sale	06/19/08	07/10/13	4,313.57	3,363.29	0.00	950 28	
26.0000	Sale	07/16/08	07/10/13	1,933.67	1,380.96	0.00	552.71	
	Security Subtotal			***15,925.36***	***13,284.51***	***0.00***	***2,640.85***	
PFIZER INC		*CUSIP Number*	*717081103*					
109.0000	Sale	11/12/10	06/07/13	3,093.59	1,841.39	0.00	1,252.20	
114.0000	Sale	11/12/10	11/06/13	3,524.82	1,925 86	0.00	1,598 96	
	Security Subtotal			***6,618.41***	***3,767.25***	***0.00***	***2,851.16***	
Noncovered Long Term Capital Gains and Losses Subtotal				**71,304.63**	**49,382.00**	**0.00**	**21,922.63**	
NET LONG TERM CAPITAL GAINS AND LOSSES				**300,309.23**	**210,702.84**	**0.00**	**89,606.39**	
TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES				**545,218.72**				
TOTAL REPORTED SALES PROCEEDS				**545,218.72**				

THE LIPSCOMB FAMILY FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks

(W) This transaction has been identified as a "Wash Sale" based on IRS regulations. The Wash Sale Loss Disallowed column reflects the deferred loss amount. The cost basis of the related transaction(s) has been adjusted by the deferred loss amount from either the cost basis on purchases or proceeds from short sales. Please refer to the instructions for Form 8949 for how to report the deferred loss amount and applicable adjustment code.

2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
49,837.59	0.00	67,683.76	21,922.63

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2013 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
FIDELITY ADVISOR NEW INSIGHTS FD CL I		*CUSIP Number*	*316071604*					
.6810	Sale	12/17/12	11/05/13	19.89	15.50	0.00	4 39	
JP MORGAN LARGE CAP GROWTH FUND SEL		*CUSIP Number*	*4812C0530*					
.5780	Sale	01/02/13	11/05/13	17.33	13.86	0.00	3.47	
MAINSTAY LARGE CAP GROWTH FUND CL I		*CUSIP Number*	*56062X641*					
.8480	Sale	12/28/12	11/05/13	8.78	6.66	0.00	2.12	
CGM ADVISOR TARGETED EQUITY FD CL Y		*CUSIP Number*	*63872R400*					
.6210	Sale	04/10/13	06/06/13	7.59	6 88	0.00	0 71	
.2680	Sale	04/10/13	11/05/13	3.39	2 97	0.00	0 42	
	Security Subtotal			***10.98***	***9.85***	***0.00***	***1.13***	

THE LIPSCOMB FAMILY FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
Covered Short Term Capital Gains and Losses Subtotal				**56.98**	**45.87**	**0.00**	**11.11**	
NET SHORT TERM CAPITAL GAINS AND LOSSES				**56.98**	**45.87**	**0.00**	**11.11**	
LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
JP MORGAN LARGE CAP GROWTH FUND SEL		*CUSIP Number*	*4812C0530*					
733.0000	Sale	03/28/12	11/05/13	21,982.67	18,303 01	0.00	3,679 66	
Covered Long Term Capital Gains and Losses Subtotal				**21,982.67**	**18,303.01**	**0.00**	**3,679.66**	
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
ISHARES RUSSELL TOP 200 GROW		*CUSIP Number*	*464289438*					
705.0000	Sale	10/19/11	11/05/13	30,318.70	21,432.00	0.00	8,886.70	
FIDELITY ADVISOR NEW INSIGHTS FD CL I		*CUSIP Number*	*316071604*					
2268.0000	Sale	03/18/10	11/05/13	66,270.96	40,687.92	0.00	25,583.04	
.3130	Sale	03/18/10	11/05/13	9.15	0.00	0.00	9.15	
	Security Subtotal			***66,280.11***	***40,687.92***	***0.00***	***25,592.19***	
MAINSTAY LARGE CAP GROWTH FUND CL I		*CUSIP Number*	*56062X641*					
3889.0000	Sale	10/19/11	11/05/13	40,290.04	27,689.68	0 00	12,600 36	
.1130	Sale	10/19/11	11/05/13	1.18	0.00	0.00	1.18	
	Security Subtotal			***40,291.22***	***27,689.68***	***0.00***	***12,601.54***	

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2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
CGM ADVISOR TARGETED EQUITY FD CL Y		*CUSIP Number*	*63872R400*					
1880.0000	Sale	03/18/10	06/06/13	22,992.40	19,420.40	0.00	3,572.00	
4491.0000	Sale	03/18/10	11/05/13	56,990.79	46,392.03	0.00	10,598 76	
.4580	Sale	03/18/10	11/05/13	5.82	0.00	0.00	5.82	
	Security Subtotal			***79,989.01***	***65,812.43***	***0.00***	***14,176.58***	
Noncovered Long Term Capital Gains and Losses Subtotal				**216,879.04**	**155,622.03**	**0.00**	**61,257.01**	
NET LONG TERM CAPITAL GAINS AND LOSSES				**238,861.71**	**173,925.04**	**0.00**	**64,936.67**	
TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES				**238,918.69**				
TOTAL REPORTED SALES PROCEEDS				**238,918.69**				

2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
11.11	0.00	3,679.66	61,257.01