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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation H ENGLISH AND ERMINE CARTER ROBINSON FOUNDATION		A Employer identification number 58-1981556						
Number and street (or P.O. box number if mail is not delivered to street address) 1525 W W.T. HARRIS BLVD. D1114-044		B Telephone number (see instructions) 855-739-2922						
Room/suite								
City or town, state or province, country, and ZIP or foreign postal code CHARLOTTE, NC 28262								
G Check all that apply. <table border="0"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☒ Name change</td> </tr> </table>		☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☒ Name change	C If exemption application is pending, check here ☐ D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☒ Name change							
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation								
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,125,137.		J Accounting method. ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		104,948.	103,710.		STMT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		100,768.			
b Gross sales price for all assets on line 6a 817,574.					
7 Capital gain net income (from Part IV, line 2)			100,768.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)		6,960.	4,468.		STMT 8
12 Total. Add lines 1 through 11		212,676.	208,946.		
13 Compensation of officers, directors, trustees, etc.		50,094.	37,570.		12,523.
14 Other employee salaries and wages			NONE	NONE	
15 Pension plans, employee benefits			NONE	NONE	
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) STMT 9		1,000.	NONE	NONE	1,000.
c Other professional fees (attach schedule) STMT 10		5,952.	5,952.		
17 Interest					
18 Taxes (attach schedule) (see instructions) STMT 11		2,410.	2,410.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings			NONE	NONE	
22 Printing and publications			NONE	NONE	
23 Other expenses (attach schedule) STMT 12		4,477.	4,370.		3,972.
24 Total operating and administrative expenses. Add lines 13 through 23		63,933.	50,302.	NONE	17,495.
25 Contributions, gifts, grants paid		156,750.			156,750.
26 Total expenses and disbursements. Add lines 24 and 25		220,683.	50,302.	NONE	174,245.
27 Subtract line 26 from line 12		-8,007.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			158,644.		
c Adjusted net income (if negative, enter -0-)					

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Operating and Administrative Expenses

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	7,264.	105.	105.
	2 Savings and temporary cash investments	89,748.	121,474.	121,474.
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			NONE
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) . STMT 13	1,685,779.	1,703,442.	2,211,279.
	c Investments - corporate bonds (attach schedule) . STMT 25		1,049,213.	1,024,781.
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation ▶ (attach schedule)			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 26	1,874,489.	787,417.	767,498.
	14 Land, buildings, and equipment basis Less accumulated depreciation ▶ (attach schedule)			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,657,280.	3,661,651.	4,125,137.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)			NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ ☒ check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	3,657,280.	3,661,651.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	3,657,280.	3,661,651.	
	31 Total liabilities and net assets/fund balances (see instructions)	3,657,280.	3,661,651.	

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	3,657,280.
2 Enter amount from Part I, line 27a	2	-8,007.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 30	3	19,384.
4 Add lines 1, 2, and 3	4	3,668,657.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 31	5	7,006.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,661,651.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 817,574.		716,806.	100,768.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a			100,768.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	100,768.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	187,969.	3,764,113.	0.049937
2011	202,932.	3,237,366.	0.062684
2010	171,214.	3,673,149.	0.046612
2009	208,568.	3,292,149.	0.063353
2008	230,450.	4,006,647.	0.057517

2 Total of line 1, column (d)	2	0.280103
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.056021
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	3,918,669.
5 Multiply line 4 by line 3	5	219,528.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,586.
7 Add lines 5 and 6	7	221,114.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	174,245.

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)		1	3,173.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	3,173.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,173.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,712.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	2,323.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,035.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	862.	
11 Enter the amount of line 10 to be. Credited to 2014 estimated tax ☐ 862. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers. ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ GA		
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.	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.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ☐ N/A				
14	The books are in care of ☐ SEE STATEMENT 32 Telephone no. ☐			
Located at ☐ ZIP+4 ☐				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
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)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes ☒ No	
If "Yes," list the years ☐		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ☐		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

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

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

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

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

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

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** ☒

If "Yes" to 6b, file Form 8870

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WELLS FARGO BANK NA 1525 W WT HARRIS BLVD, CHARLOTTE, NC 28288-1114	Trustee 40	50,094.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ **NONE**

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1	NONE	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1	NONE	
2		
All other program-related investments See instructions.		
3	NONE	
Total. Add lines 1 through 3		

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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	3,903,026.
b	Average of monthly cash balances	1b	75,318.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,978,344.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,978,344.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	59,675.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	3,918,669.
6	Minimum investment return. Enter 5% of line 5	6	195,933.

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	195,933.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,173.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,173.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	192,760.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	192,760.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	192,760.

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	174,245.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	174,245.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	174,245.

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				192,760.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			115,566.	
b Total for prior years 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ <u>174,245.</u>				
a Applied to 2012, but not more than line 2a			115,566.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				58,679.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				134,081.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	NONE			
e Excess from 2013	NONE			

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

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

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

4942(1)(3) or

4942(1)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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).)

HARRY ENGLISH ROBINSON JR

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

N/A

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

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

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

SEE STATEMENT 33

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 42				156,750.
Total			3a	156,750.
b Approved for future payment				
Total			3b	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ADT CORP/THE	24.	
ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/	100.	100.
ABBVIE INC	242.	242.
AEGON N V ORD AMER REG	191.	191.
ADVENT SOFTWARE INC COM	1,305.	293.
AETNA INC-NEW COM	107.	107.
AGILENT TECHNOLOGIES INC COM	83.	83.
AGRIUM INC COM	102.	102.
AKTIEBOLAGET ELECTROLUX ADR	155.	155.
ALBEMARLE CORP COM	134.	134.
ALEXANDER & BALDWIN INC	4.	4.
ALLERGAN INC COM W/RIGHTS ATTACHED EXP 2	1.	1.
ALLIANT TECHSYSTEMS INC COM W/RTS ATTACH	22.	22.
AMERICAN EAGLE OUTFITTERS INC NEW COM	50.	50.
AMERICAN EXPRESS CO COM	70.	70.
AMERICAN INTERNATIONAL GROUP, INC	47.	47.
AMERIPRISE FINANCIAL INC	135.	135.
ANHEUSER-BUSCH INBEV SPN ADR	239.	239.
APPLE COMPUTER INC COM	807.	807.
APPLIED MATERIALS INC COM W/RIGHTS ATTAC	150.	150.
ABERDEEN GLOBAL HIGH INCOME FD #1525	12,485.	12,485.
ASAHI KASEI CORP ADR	152.	152.
ASTELLAS PHARMA INC - ADR	119.	119.
AUTOMATIC DATA PROCESSING INC COM	76.	76.
AXA SPONSORED ADR	400.	400.
BP PLC SPONSORED ADR	165.	165.
BANCO BILBAO VIZCAYA ARGENTARIA S A SPON	280.	280.
BANK YOKOHAMA LTD JAPAN ADR	60.	60.
BARCLAYS PLC PLC ADR	236.	236.
BLACKROCK INC	296.	296.
BOEING CO COM	357.	357.
BRISTOL-MYERS SQUIBB CO COM	254.	254.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BRITISH SKY BROADCASTING ADR	52.	52.
CIT GROUP INC.	15.	15.
CME GROUP INC	180.	180.
CVS CORP COM	144.	144.
CAPITAL ONE FINL CORP COM RTS EXP 11/29/	90.	90.
CATHAY PACIFIC AIRWAYS LIMITED - ADR	29.	29.
CENTURYTEL INC COM	475.	475.
CHINA OVERSEAS LAN-UNSPN ADR	126.	126.
CITIGROUP INC.	4.	4.
COCA COLA AMATIL LTD SP ADR	81.	81.
COCA-COLA CO COM	290.	290.
COLGATE-PALMOLIVE CO COM	109.	109.
COLUMBIA SPORTSWAER CO COM	56.	56.
COMCAST CORP NEW CL A	22.	22.
COMCAST CORP NEW CL A SPL	138.	138.
CORRECTIONS CORP OF AMERICA COM	1,829.	1,700.
DNB ASA-SPONSOR ADR	245.	245.
DAIWA HOUSE IND LTD ADR	62.	62.
DANAHER CORP COM	18.	18.
DANONE ADR	190.	190.
DEERE & CO COM	30.	30.
DEVON ENERGY CORP NEW COM	82.	82.
DOMINION RES INC VA NEW COM	75.	75.
DONGFENG MOTOR GRP-H-UNS ADR	71.	71.
DU PONT E I DE NEMOURS & CO COM	208.	208.
E M C CORP MASS COM	17.	17.
ENI S P A ADR	277.	277.
EOG RES INC COM	4.	4.
EAST JAPAN RAILWAY COMPANY ADR	110.	110.
EATON VANCE CORP COM NON VTG	159.	159.
ECOLAB INC COM	14.	14.
ENERGIZER HLDGS INC COM	65.	65.
ENERSIS S.A. - ADR	165.	165.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
EXXON MOBIL CORP COM	273.	273.
FAMILY DLR STORES INC COM	79.	79.
FEDEX CORP COM	24.	24.
FIDELITY NATL INFORMATION SVCS INC	139.	139.
FIRST INDL RLTY TR INC COM	97.	97.
FLETCHER BUILDING-SPN ADR	21.	21.
FRESENIUS SE & CO-SPN ADR	72.	72.
GENERAL ELEC CO COM	133.	133.
GENUINE PARTS CO COM W/RIGHTS ATTACHED E	120.	120.
GOLDMAN SACHS GRP INC COM	19.	19.
H LUNDBECK A/S -SPN ADR	66.	66.
HSBC HLDGS PLC SPONSORED ADR NEW	255.	255.
HATTERAS FINANCIAL CORP	246.	246.
HEINEKEN N V	142.	142.
HENGDELI HOLDINGS-UNSPON ADR	73.	73.
HOME DEPOT INC COM	54.	54.
VOYA INTL RL EST FD CL-I #2664	4,863.	4,863.
VOYA REAL ESTATE FUND CLASS I #2190	3,549.	3,549.
IMPERIAL TOB GRP PLC SPONSORED ADR	264.	264.
INFOSYS TECHNOLOGIES-SP ADR COM	50.	50.
INPEX CORP-UNSPON ADR	61.	61.
INTL BUSINESS MACHINES CORP COM	122.	122.
INTERNATIONAL GAME TECHNOLOGY COM	97.	97.
INTERNATIONAL PAPER CO COM	179.	179.
JOHNSON & JOHNSON COM	280.	280.
JOY GLOBAL INC 00	16.	16.
KB FINANCIAL GROUP INC ADR	100.	100.
KAMAN CORP CL A	77.	77.
KASIKORNBANK PCL-UNSPON ADR	91.	91.
KDDI CORP-UNSPONSORED ADR	91.	91.
KERINGIUNSPONSORED ADR	67.	67.
KINDER MORGAN INC/DELAWARE	355.	355.
KINROSS GOLD CORP	50.	50.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
KOHL'S CORP COM	193.	193.
KOMATSU LTD SPONSORED ADR NEW	53.	53.
KONINKLIJKE AHOLD NV ADR	259.	259.
KRAFT FOODS GROUP INC	236.	236.
LAZARD EMERGING MKTS PTFL #638	3,683.	3,683.
MARSH & MCLENNAN COS INC COM	167.	167.
MARTIN MARIETTA MATLS INC COM W/RTS EXP	49.	49.
MATSON INC.	131.	131.
MCDONALDS CORP COM	185.	185.
MICREL INC COM	47.	47.
MICROSOFT CORP COM	661.	661.
MITSUBISHI CORP SPONSORED ADR	111.	111.
MONDELEZ INTERNATIONAL INC	43.	43.
MONSANTO CO NEW COM	145.	145.
MURATA MANUFACTUR-UNSPON ADR	113.	113.
NATIONAL GRID PLC ADR	155.	155.
NATIONAL OILWELL INC COM	101.	101.
NEW WORLD DEV LTD ADR	74.	74.
NEWMARKET CORP	113.	113.
NISSAN MTR LTD SPONSORED ADR	180.	180.
NOBLE ENERGY INC COM	9.	9.
NORTHEAST UTILS COM W/RTS ATTACHED EXP 2	223.	223.
NSK LTD-UNSPONSORED ADR	115.	115.
NU SKIN ENTERPRISES INC CL A	111.	111.
NUCOR CORP COM W/RIGHTS ATTACHED EXP 3/8	57.	57.
OCCIDENTAL PETE CORP COM	156.	156.
OMRON CORP - SPONSORED ADR	44.	44.
ORACLE CORP COM	70.	70.
ORIX CORP SPONSORED ADR JAPAN	89.	89.
PIMCO FDS PAC INVT MGMT SER TOTAL RETURN	10,819.	10,819.
PIMCO FDS PAC INVT MGMT SER PIMCO LOW DU	1,345.	1,345.
PPG INDS INC COM W/RTS ATTACHED EXP 04/3	22.	22.
PPR-UNSPONSORED ADR	59.	59.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
BANK RAKYAT INDONESIA-UN ADR	119.	119.
PEPSICO INC COM	203.	203.
PFIZER INC COM W/RTS ATTACHED EXP 10/15/	141.	141.
PHILIP MORRIS INTERNATIONAL IN	189.	189.
PIMCO EMERGING LOCAL BOND IS #332	4,854.	4,854.
PRAXAIR INC COM	182.	182.
PRECISION CASTPARTS CORP COM W/RIGHTS AT	5.	5.
PRICESMART INC COM	34.	34.
PRINCIPAL MIDCAP FD-IN #4749	3,117.	3,117.
PROCTER & GAMBLE CO COM	264.	264.
PRUDENTIAL PLC ADR	278.	278.
QUALCOMM INC COM W/RTS ATTACHED	67.	67.
RANGE RES CORP COM	16.	16.
REPSOL YPF S A SPONSORED ADR	323.	323.
RIDGEWORTH FD-MIDCAP VAL EQ I #5412	11,669.	11,669.
RIO TINTO PLC SPONSORED ADR	344.	344.
RITCHIE BROS AUCTIONEERS INC COM	72.	72.
ROCHE HLDG LTD SPONSORED ADR	316.	316.
ROCKWELL COLLINS-WI COM	86.	86.
SSE PLC-SPN ADR	348.	348.
SAFRAN SA-UNSPON ADR	234.	234.
SANDISK CORP COM W/RTS ATTACHED EXP 04/2	15.	15.
SCHLUMBERGER LTD COM	26.	26.
SCHNEIDER ELECTRIC SA - ADR	248.	248.
SERVICE CORP INTL COM	138.	138.
SHERWIN WILLIAMS CO COM W/RTS ATTACHED E	66.	66.
SHIRE PHARMACEUTICALS GR SPONSORED ADR	21.	21.
SILICONWARE PRECISION IND., CO - ADR	267.	267.
SMUCKER J M CO COM	90.	90.
STAPLES INC COM W/INVISIBLE RTS TO PUR S	115.	115.
STARBUCKS CORP COM	129.	129.
STURM RUGER & CO INC COM	161.	161.
SUMITOMO CORP-SPON ADR	229.	229.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SYNGENTA AG SPONSORED ADR	128.	128.
TD AMERITRADE HLDG CORP	20.	20.
TJX COS INC NEW COM	87.	87.
TAIWAN SEMICONDUCTOR MFG CO LTD SPONSORE	207.	207.
TATE & LYLE PLC SPONSORED ADR	128.	128.
TECK RESOURCES LIMITED	64.	64.
TELENOR ASA ADR	353.	353.
TEMPLETON GLOBAL BOND FD-ADV #616	9,578.	9,578.
TESCO PLC SPONSORED ADR	113.	113.
TEXAS INSTRS INC COM	230.	230.
THERMO ELECTRON CORP COM W/RTS ATTACHED	46.	46.
TIME WARNER INC	170.	170.
TOYOTA MTR CORP COM (ADR 2)	248.	248.
TRAVELERS COMPANIES, INC	24.	24.
TREDEGAR CORPORATION COM W/RIGHTS ATTACH	63.	63.
TULLOW OIL PLC ADR	37.	37.
TWENTY FIRST CENTURY FOX INC	16.	16.
UNILEVER N V NEW YORK SHS NEW	355.	355.
UNION PAC CORP COM	143.	143.
UNITED TECHNOLOGIES CORP COM	88.	88.
UNITEDHEALTH GRP INC COM	137.	137.
VENTAS INC-COM	196.	196.
VERIZON COMMUNICATIONS COM	532.	532.
VINCI SA ADR	58.	58.
VISA INC-CLASS A SHRS	67.	67.
VIVENDI SA-UNSPON ADR	518.	518.
VTECH HOLDINGS LTD-UNSP ADR	180.	180.
WPP PLC NEW ADR	297.	297.
WAL MART STORES INC COM	24.	24.
WHOLE FOODS MKT INC COM	17.	17.
WISCONSIN ENERGY CORP COM	251.	251.
WORLD FUEL SVCS CORP	19.	19.
YAMANA GOLD INC	14.	14.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
DAIMLERCHRYSLER AG COM	323.	323.
DEUTSCHE BANK AG-REG COM	159.	159.
AON PLC	26.	26.
DELPHI AUTOMOTIVE PLC	33.	33.
EATON CORP PLC	197.	124.
INGERSOLL-RAND PLC	99.	99.
MONTPELIER RE HOLDINGS LTD	106.	106.
SEAGATE TECHNOLOGY	35.	35.
WHITE MTNS INS GROUP INC COM	9.	9.
ASGI AGILITY INCOME FUND	8,866.	8,866.
ASML HOLDING NV-NY REG SHS	90.	90.
FEDERATED TREAS OBL FD 68	8.	8.
	-----	-----
TOTAL	104,948.	103,710.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
MUTUAL FUND - OTHER INCOME	2,981.	2,981.
FEE REBATES	3,845.	3,845.
EXCISE TAX REFUND	134.	
PARTNERSHIP - INTEREST INCOME		93.
PARTNERSHIP ST CAPITAL LOSS		-626.
PARTNERSHIP - OTHER INCOME OR LOSS		-1,825.
	-----	-----
TOTALS	6,960.	4,468.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,000.			1,000.
TOTALS	1,000.	NONE	NONE	1,000.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT MGMT FEES-SUBJECT T	5,952.	5,952.
TOTALS	5,952.	5,952.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	1,558.	1,558.
FOREIGN TAXES ON QUALIFIED FOR	650.	650.
FOREIGN TAXES ON NONQUALIFIED	202.	202.
	-----	-----
TOTALS	2,410.	2,410.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
GRANT ADMIN FEE	3,972.		3,972.
ADR FEE	505.	505.	
PARTNERSHIP - OTHER DEDUCTIONS		3,865.	
TOTALS	4,477.	4,370.	3,972.
	=====	=====	=====

H ENGLISH AND ERMINE CARTER ROBINSON
 FORM 990PF, PART II - CORPORATE STOCK
 =====

58-1981556

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
002896207 ABERCROMBIE & FITCH		
023135106 AMAZON COM INC COM	3,230.	6,779.
099724106 BORG WARNER INC.		
189754104 COACH INC	4,731.	5,457.
307000109 FAMILY DLR STORES IN		
517834107 LAS VEGAS SANDS	4,940.	5,434.
580135101 MCDONALDS CORP	4,121.	8,074.
641101106 NETFLEX COM	5,515.	10,319.
855244109 STARBUCKS CORP COM		
85590A401 STARWOOD HOTELS & RE		
887317303 TIME WARNER INC		
918204108 V F CORP	6,515.	7,808.
988498101 YUM BRANDS INC		
191216100 COCA COLA CO		
518439104 ESTEE LAUDE COMPANIE		
494368103 KIMBERLY CLARK CORP		
501044101 KROGER CO		
544147101 LORILLARD INC		
582839106 MEAD JOHNSON NUTRITU		
713448108 PEPSICO INC	10,451.	11,695.
742718109 PROCTER & GAMBLE CO	5,177.	6,431.
902494103 TYSON FOODS INC CL A		
9311420103 WALMART STORES	7,478.	7,832.
500255104 KOHLS CORP		
26875P101 EOG RESOURCES, INC	9,317.	9,544.
637071101 NATIONAL OILWELL INC	5,961.	8,600.
75281A109 RANGE RES CORP		
02581609 AMERICAN EXPRESS	5,251.	5,467.
200340107 COMERICA INC		

H ENGLISH AND ERMINE CARTER ROBINSON
 FORM 990PF, PART II - CORPORATE STOCK
 =====

58-1981556

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
46625H100 JPMORGAN CHASE & CO		
018490102 ALLERGAN INC		
09062X103 BIOGEN IDEC INC	2,130.	5,312.
156782104 CERNER CORP COM		
28176E108 EDWARDS LIFESCIENCES	5,765.	4,340.
302182100 EXPRESS SCRIPTS INC		
452327109 ILLUMINA INC		
478160104 JOHNSON & JOHNSON	7,878.	9,892.
91324P102 UNITEDHEALTH GROUP I	6,409.	9,187.
941848103 WATERS CORP		
097023105 BOEING CO	12,786.	23,886.
235851102 DANAHER CORP	14,476.	20,304.
740189105 PRECISION CASTPARTS	6,875.	11,311.
773903109 ROCKWELL AUTOMATION		
858912108 SYERICYCLE INC COM		
907818108 UNION PACIFIC CORP	6,814.	10,416.
913017109 UNITED TECHNOLOGIES	3,444.	4,552.
037833100 APPLE INC	28,554.	37,588.
177376100 ITRIX SYS INC COM		
268648102 E M C CORP MASS		
38259P508 GOOGLE INC	12,349.	21,293.
458140100 INTEL CORP		
48203R104 JUNIPER NETWORKS		
594918104 MICROSOFT CORP		
68389X105 ORACLE CORPORATION	17,719.	25,214.
747525103 QUALCOMM INC	13,646.	15,572.
79466L302 SALESFORCE COM INC		
80004C101 SANDISK CORP COM		
92342Y109 VERIFONE SYSTEMS INC		

H ENGLISH AND ERMINE CARTER ROBINSON
 FORM 990PF, PART II - CORPORATE STOCK
 =====

58-1981556

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
61166W101 MONSANTO CO NEW	5,938.	9,207.
74005P104 PRAXAIR INC COM	8,138.	9,882.
826552101 SIGMA ALDRICH CORP		
025537101 AMERICAN ELECTRIC PO		
20030N200 COMCAST CORP-SPECIAL	3,378.	7,033.
237194105 DARDEN RESTAURANTS		
372460105 GENUINE PARTS CO	3,218.	4,742.
459902102 INTERNATIONAL GAME T	8,373.	8,553.
500255104 KOHLS CORP		
855030102 STAPLES INC	5,030.	5,069.
887317303 TIMEWARNER		
872540109 TJX COS INC NEW	4,488.	10,133.
194162103 COLGATE PALMOLIVE CO	3,646.	5,347.
13342B105 CAMERON INTL CORP	4,853.	5,596.
20825C104 CONOCOPHILLIPS		
25179M103 DEVON ENERGY CORPORA	7,560.	5,878.
30231G102 EXXON MOBIL CORPORAT	9,456.	11,233.
637071101 NATIONAL OILWELL VAR		
674599105 OCCIDENTAL PETE CORP	8,426.	7,703.
025816109 AMERICAN EXPRESS CO	2,824.	4,899.
03076C106 AMERIPRISE FINL INC	3,714.	7,708.
09247X101 BLACKROCK INC	7,572.	13,925.
125581801 CIT GROUP INC.	12,411.	14,440.
354613101 FRANKLIN RESOURCES I		
571748102 MARSH & MCLENNAN COS	5,940.	8,753.
59156R108 METLIFE INC		
629491101 NYSE EURONEXT INC		
744320102 PRUDENTIAL FINL		
87236Y108 TD AMERITRADE HLDG C		

H ENGLISH AND ERMINE CARTER ROBINSON
 FORM 990PF, PART II - CORPORATE STOCK
 =====

58-1981556

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
89417E109 TRAVELERS COMPANIES,		
002824100 ABBOTT LABS	10,662.	12,841.
00817Y108 AETNA INC-NEW	5,807.	8,917.
23918K108 DAVITA HEALTHCARE PA	5,088.	7,414.
50540R409 LABORATORY CRP OF AM		
883556102 THERMO FISHER SCIENT	4,994.	8,574.
91324P102 UNITEDHEALTH GROUP I		
097023105 BOEING CO		
235851102 DANAHER CORP		
244199105 DEERE & CO		
774341101 ROCKWELL COLLINS	4,377.	5,322.
94106L109 WASTE MANAGEMENT INC		
037833100 APPLE INC		
038222105 APPLIED MATERIALS IN	4,783.	6,807.
21935015 CORNING INC		
24702R101 DELL INC		
285512109 ELECTRONIC ARTS INC	3,409.	3,280.
31620M106 FIDELITY NATL INFORM	4,852.	8,481.
594918104 MICROSOFT CORP		
68389X105 ORACLE CORP		
882508104 TEXAS INSTRUMENTS IN	6,820.	9,441.
92826C839 VISA INC-CLASS A SHR	3,924.	9,798.
984332106 YAHOO INC COM		
263534109 DU PONT E I DE NEMOU	6,218.	7,601.
460146103 INTERNATIONAL PAPER	5,198.	7,453.
74005P104 PRAXAIR INC COM		
156700106 CENTURYLINK, INC	7,849.	7,007.
67019E107 NSTAR		
976657106 WISCONSIN ENERGY COR	5,566.	7,193.

H ENGLISH AND ERMINE CARTER ROBINSON
 FORM 990PF, PART II - CORPORATE STOCK
 =====

58-1981556

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
02553E106 AMERICAN EAGLE OUTFI	1,441.	1,915.
126804301 CABELAS INC	3,419.	8,266.
418056107 HASBRO INC		
817565104 SERVICE CORP INTL	4,445.	7,107.
864159108 STURM RUGER & CO INC	1,686.	5,336.
29266R108 ENERGIZER HOLDINGS I		
67018T105 NU SKIN ENTERPRISES		
741511109 PRICESMART INC	4,363.	8,550.
050095108 ATWOOD OCEANICS INC	5,749.	6,514.
49122U000 KINDE MORGAN MGMT		
017175100 ALLEGHANY CORP DEL N		
278265103 EATON VANCE CORP COM	4,594.	8,045.
55262C100 MBIA INC	3,486.	4,179.
87908019 TEJON RANCH		
690732102 OWENS & MINOR INC		
88033G100 TENET HEALTHCARE COR		
014482103 ALEXANDER & BALDWIN		
22025Y407 CORRECTIONS CORP OF	3,934.	5,901.
483548103 KAMAN CORPCOMMON	2,151.	2,344.
498904200 KNOLL INC		
679580100 OLD DOMINION FREIGHT	4,278.	9,013.
894650100 TREDEGAR CORPORATION	1,048.	1,527.
00794108 ADVENT SOFTWARE INC		
594793101 MICREL INC COM	1,625.	1,629.
92046N102 VALUECLICK INC	2,035.	2,571.
012653101 ALBEMARLE CORP COM	6,084.	7,290.
573284106 MARTIN MARETTA MATL	1,861.	2,399.
651587107 NEWMARKET CORP	4,197.	8,354.
761152107 RESMED INC	4,685.	4,614.

H ENGLISH AND ERMINE CARTER ROBINSON
 FORM 990PF, PART II - CORPORATE STOCK
 =====

58-1981556

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
04315J860 ARTIO GLOBAL HIGH		
693390791 PIMCO LOW DURATION		
693390700 PIMCO TOTAL RETURN		
922031737 VANGUARD INFLATION		
693391559 PIMCO EMERGING MRT		
880208400 TEMPLETON GLOBAL		
04.14H709 ARTISAN MID CAP		
38142Y401 GOLDMAN SACHS		
38142Y773 GOLDMAN SACHS		
780905451 ROYCE PREMIER FUND		
77954Q106 T ROWE PRICE BLUE		
87234N849 TCW SMALL CAP		
411511306 HARBOR INTERNATIONAL	112,837.	159,417.
52106N889 LAZARD EMERGING MKTS	60,000.	81,636.
44980Q518 ING INTERNATIONAL RE	123,016.	149,474.
44981V706 ING REAL ESTATE FUND		
722005667 PIMCO COMMODITY		
722005667 PIMCO COMMODITY18641		
00101J106 ADT CORP/THE		
007974108 ADVENT SOFTWARE INC	2,930.	3,775.
00846U101 AGILENT TECHNOLOGIES	6,885.	10,351.
014491104 ALEXANDER & BALDWIN	2,874.	4,590.
026874784 AMERICAN INTERNATIONAL	5,489.	6,943.
03485P201 ANGLO AMERN PLC ADR		
03524A108 ANHEUSER-BUSCH INBEV	7,206.	8,943.
043400100 ASAHI KASEI CORP ADR	6,289.	8,053.
04623U102 ASTELLAS PHARMA INC		
05382A104 AVIVA PLC - ADR		
054536107 AXA - ADR	5,346.	9,120.

H ENGLISH AND ERMINE CARTER ROBINSON
 FORM 990PF, PART II - CORPORATE STOCK
 =====

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DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
05845R306 BALFOUR BEATTY PLC-S		
066011206 BANK YOKOHAMA LTD JA	5,874.	6,171.
06738E204 BARCLAYS PLC - ADR	9,016.	11,893.
110122108 BRISTOL MYERS SQUIBB	6,112.	9,567.
111013108 BRITISH SKY BROADCASTS		
12572Q105 CME GROUP INC	5,260.	7,846.
14040H105 CAPITAL ONE FINANCIA	5,195.	7,278.
169403201 CHINA OVERSEAS LAN-U	4,881.	5,567.
191085208 COCA-COLA AMATIL LIM		
192446102 COGNIZANT TECH SOLUT		
198516106 COLUMBIA SPORTSWEAR	2,453.	3,938.
228227104 CROWN CASTLE INTL CO	4,916.	6,462.
23304Y100 DBS GROUP HOLDINGS L		
23636T100 DANONE ADR		
25470F104 DISCOVERY COMMUNICAT	3,289.	5,516.
257738203 DONGFENG MOTOR GRP-H	6,617.	6,321.
273202101 EAST JAPAN RAILWAY C	3,894.	5,098.
278865100 ECOLAB INC	1,352.	2,190.
292448206 EMPRESAS ICA S.A. -S		
29274F104 ENERSIS S.A. - ADR		
30219G108 EXPRESS SCRIPTS HOLD		
30303M102 FACEBOOK INC		
31428X106 FEDEX CORPORATION	5,026.	7,764.
32054K103 FIRST INDL RLTY TR I	3,694.	5,200.
339305302 FLETCHER BUILDING-SP		
35804M105 FRESENIUS SE & CO-SP		
368287207 OA0 GAZPROM LEVEL 1	1,564.	2,457.
369604103 GENERAL ELECTRIC CO		
375558103 GILEAD SCIENCES INC		

H ENGLISH AND ERMINE CARTER ROBINSON
 FORM 990PF, PART II - CORPORATE STOCK
 =====

58-1981556

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
404280406 HSBC - ADR	7,238.	8,104.
41902R103 HATTERAS FINANCIAL C		
423012301 HEINEKEN N V	4,787.	5,604.
42551K100 HENGDELI HOLDINGS-UN		
453142101 IMPERIAL TOBACCO GRO	5,010.	5,678.
456788108 INFOSYS LTD-SP ADR		
456837103 ING GROEP N.V. - ADR	4,559.	8,210.
459200101 INTERNATIONAL BUSINE	6,786.	6,377.
459348108 INTERNATIONAL CONS-S	5,011.	10,434.
46115H107 INTESA SANPAOLO-SPON		
46625H365 JP MORGAN ALERIAN ML	50,066.	63,129.
481165108 JOY GLOBAL INC		
48241A105 KB FINANCIAL GROUP I	3,785.	4,294.
485785109 KASIKORNBANK PCL-UNS	4,643.	4,453.
48667L106 KDDI CORP-UNSPONSORE		
492051305 KEPPEL LTD ADR		
49455U100 KINDER MORGAN MGMT L	9,483.	9,180.
49456B101 KINDER MORGAN INC/DE		
496902404 KINROSS GOLD CORP		
500467402 KONINKLIJKE AHOLD NV	4,031.	4,960.
50076Q106 KRAFT FOODS GROUP IN		
50077C106 KRATON PERFORMANCE P		
53578A108 LINKEDIN CORP		
565100104 MAPRFE SA-UNSP ADR		
57686G105 MATSON INC.	2,792.	3,029.
609207105 MONDELEZ INTERNATIONAL		
636274300 NATIONAL GRID PLC AD		
649274305 NEW WORLD DEV LTD AD		
65339F101 NEXTERA ENERGY INC		

H ENGLISH AND ERMINE CARTER ROBINSON
 FORM 990PF, PART II - CORPORATE STOCK
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58-1981556

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
654744408 NISSAN MOTOR CO., LT		
664397106 NORTHEAST UTILS	5,244.	6,443.
670184100 NSK LTD-UNSPONSORED	4,433.	7,903.
67103H107 O'REILLY AUTOMOTIVE	3,215.	4,505.
686330101 ORIX CORPORATION - A	6,893.	11,939.
717081103 PFIZER INC	3,391.	4,503.
718172109 PHILIP MORRIS INTERN	4,967.	5,228.
74253Q747 PRINCIPAL MIDCAP FD-	99,878.	134,462.
74435K204 PRUDENTIAL PLC - ADR	5,532.	11,475.
76026T205 REPSOL S.A. ADR	4,087.	5,109.
76628R615 RIDGEWORTH FD-MIDCAP	100,000.	110,543.
767204100 RIO TINTO PLC - ADR	12,229.	14,559.
767744105 RITCHIE BROS AUCTION	1,647.	1,903.
771195104 ROCHE HOLDINGS LTD -	8,164.	10,390.
78467K107 SSE PLC-SPN ADR	5,251.	5,531.
786584102 SAFRAN SA-UNSPON ADR	4,810.	10,137.
803054204 SAP AG - ADR		
806857108 SCHLUMBERGER LTD	7,391.	9,846.
80687P106 SCHNEIDER ELECTRIC S	6,760.	7,707.
824348106 SHERWIN WILLIAMS CO	3,602.	3,815.
82481R106 SHIRE PLC ADR	4,851.	5,801.
827084864 SILICONWARE PRECISIO	3,385.	4,248.
832696405 JM SMUCKER CO	6,737.	6,207.
865613103 SUMITOMO CORP-SPON A		
870195104 SWEDBANK AB ADR	6,233.	7,115.
87160A100 SYNGENTA AG - ADR	5,358.	6,697.
874039100 TAIWAN SEMICONDUCTOR	2,639.	2,904.
879080109 TEJON RANCH CO	2,967.	4,580.
87944W105 TELENOR ASA - ADR		

H ENGLISH AND ERMINE CARTER ROBINSON
 FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
88033G407 TENET HEALTHCARE COR	3,630.	6,276.
88076W103 TERADATA CORP		
892331307 TOYOTA MOTOR CORPORA	7,474.	11,217.
899415202 TULLOW OIL PLC ADR		
904784709 UNILEVER N.V. - ADR	5,132.	5,391.
92276F100 VENTAS INC COM		
92343V104 VERIZON COMMUNICATIO	10,053.	12,039.
92532F100 VERTEX PHARMACEUTICA		
92852T201 VIVENDI SA-UNSPON AD	5,675.	8,386.
92933H101 WPP GRP PLC AMER DEP		
981475106 WORLD FUEL SERVICES	2,317.	2,244.
98462Y100 YAMANA GOLD INC		
984846105 YANZHOU COAL MINING		
D1668R123 DAIMLERCHRYSLER AG-	5,452.	9,040.
G47791101 INGERSOLL-RAND PLC	3,740.	7,269.
G62185106 MONTPELIER RE HOLDIN	2,077.	3,317.
G9618E107 WHITE MTNS INS GROUP	2,983.	4,222.
N07059210 ASML HOLDING NV-NY R	8,923.	12,650.
Y64354205 OCEAN RIG UDW INC -	4,338.	4,890.
00287Y109 ABBVIE INC	4,180.	7,974.
007924103 AEGON N.V. - ADR	5,760.	7,812.
010198208 ELECTROLUX AB - ADR	4,138.	4,261.
018581108 ALLIANCE DATA SYS CO	8,644.	13,409.
018804104 ALLIANT TECHSYSTEMS	3,401.	4,502.
055622104 BP PLC - ADR	6,374.	7,243.
05946K101 BANCO BILBAO VIZCAYA	6,973.	8,338.
09061G101 BIOMARIN PHARMACEUTI	5,185.	4,995.
126650100 CVS/CAREMARK CORPORA	12,353.	15,960.
148906308 CATHAY PACIFIC AIRWA	7,869.	8,849.

H ENGLISH AND ERMINE CARTER ROBINSON
 FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
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151020104 CELGENE CORP COM	4,117.	4,562.
172967424 CITIGROUP INC.	6,705.	7,243.
20030N101 COMCAST CORP CLASS A	4,922.	5,872.
23328E106 DNB ASA-SPONSOR ADR	7,915.	10,452.
234062206 DAIWA HOUSE IND LTD	6,378.	6,602.
243537107 DECKERS OUTDOOR CORP	4,898.	6,757.
25746U109 DOMINION RES INC VA	8,053.	8,668.
268353109 EDP-ENERGIAS DE PORT	5,610.	6,071.
26874R108 ENI SPA - ADR	4,943.	4,655.
278642103 EBAY INC	2,968.	3,182.
361592108 GEA GROUP AG ADR	7,518.	9,712.
37045V100 GENERAL MOTORS CO	12,517.	13,078.
40422M206 H LUNDBECK A/S -SPN	5,085.	7,581.
433578507 HITACHI LIMITED - AD	7,686.	8,864.
437076102 HOME DEPOT INC	7,529.	7,905.
461202103 INTUIT COM	4,215.	4,503.
492089107 KERINGIUNSPONSORED A	7,588.	7,324.
50126A101 CNPC HONG KONG LTD-U	7,213.	7,429.
55345K103 MRC GLOBAL INC	5,755.	5,839.
606769305 MITSUBISHI CORPORATI	7,613.	7,859.
626425102 MURATA MANUFACTUR-UN	4,748.	6,996.
655044105 NOBLE ENERGY INC	4,847.	4,359.
665859104 NORTHERN TRUST CORP	2,283.	2,352.
680665205 OLIN CORP 1 COM & 1	6,021.	6,318.
682151303 OMRON CORP - SPONSOR	2,388.	4,323.
693506107 PPG INDUSTRIES INC	5,993.	6,828.
80105N105 SANOFI-ADR	6,962.	7,294.
826197501 SIEMENS AG - ADR	8,008.	10,388.
876570607 TATE & LYLE - ADR	7,162.	7,489.

H ENGLISH AND ERMINE CARTER ROBINSON
 FORM 990PF, PART II - CORPORATE STOCK
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58-1981556

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
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878742204 TECK RESOURCES LIMIT	8,098.	6,190.
88023U101 TEMPUR SEALY INTERNA	5,062.	6,151.
881575302 TESCO PLC - ADR	6,224.	5,995.
89151E109 TOTAL S.A. - ADR	5,267.	5,453.
90130A101 TWENTY FIRST CENTURY	3,910.	4,502.
927320101 VINCI SA ADR	4,617.	5,185.
92857W209 VODAFONE GROUP PLC N	6,774.	7,469.
928662402 VOLKSWAGEN AG-SPONS	7,043.	7,676.
928929207 VTECH HOLDINGS LTD-U	3,704.	3,571.
92937A102 WPP PLC NEW	8,911.	14,817.
931142103 WAL MART STORES INC	7,400.	7,712.
966837106 WHOLE FOODS MKT INC	3,751.	4,973.
D18190898 DEUTSCHE BANK AG REG	9,179.	9,117.
G0176J109 ALLEGION PLC	945.	1,723.
G0408V102 AON PLC	4,756.	6,292.
G27823106 DELPHI AUTOMOTIVE PL	3,634.	4,510.
G29183103 EATON CORP PLC	5,745.	7,460.
G60754101 MICHAEL KORS HOLDING	2,929.	3,978.
G7945M107 SEAGATE TECHNOLOGY	3,364.	4,605.
M22465104 CHECK POINT SOFTWARE	8,663.	10,062.
N63218106 NIELSEN HOLDINGS B.V	2,160.	2,386.
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TOTALS	1,703,442.	2,211,279.
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H ENGLISH AND ERMINE CARTER ROBINSON
FORM 990PF, PART II - CORPORATE BONDS
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58-1981556

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
04315J860 ABERDEEN GLOBAL HIGH	190,225.	185,337.
693390700 PIMCO TOTAL RET FD-I	416,330.	417,502.
693390791 PIMCO LOW DURATION I	102,658.	99,834.
72201F516 PIMCO EMERGING LOCAL	120,000.	101,967.
880208400 TEMPLETON GLOBAL BON	220,000.	220,141.
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TOTALS	1,049,213.	1,024,781.
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FORM 990PF, PART II - OTHER INVESTMENTS
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DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
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29299D444 THE ENDOWMENT TEI FU	C	162,417.	161,292.
70299RF16 PARTNERS GROUP PRIV	C	100,000.	120,641.
GRA994205 GRAHAM ALT INV FD II	C	175,000.	158,677.
GTY995004 ASGI AGILITY INCOME	C	200,000.	207,381.
RCI991006 RICI LINKED PAM TOTA	C	150,000.	119,397.
38142Y401 GOLDMAN SACHS GROWTH	C		
76628T615 RIDGEWORTH FD- MIDCA	C		
52106N889 LAZARD EMERGING MKT	C		
44980Q518 ING INTERNATIONAL RE	C		
44981V706 ING REAL ESTATE FUND	C		
46625H365 JP MORGAN ALERIAN ML	C		
04315J860 ARTIO GLOBAL HIGH IN	C		
693390791 PIMCO LOW DURATION I	C		
693390700 PIMCO TOTAL RET FD-I	C		
72201F516 PIMCO EMERGING LOCAL	C		
880208400 TEMPLETON GLOBAL BON	C		
N07059186 ASML HOLDINGS NVONY	C		
055434203 BG GROUP PLC - ADR	C		
G2554F113 COVIDIEN PLC	C		
806857108 SCHLUMBERGER LTD	C		
H89128104 TYCO INTERNATIONAL	C		
92276F100 VENTAS INC COM	C		
G47791101 INGERSOLL-RAND PLC	C		
G62185106 MONTPELIER RE HOLDIN	C		
G9618E107 WHITE MOUNTAINS INS	C		
32054K103 FIRST INDL RLTY TR	C		
41902R103 HATTERAS FINANCIAL C	C		
902653104 UDR INC	C		
928662402 VOLKSWAGEN AG PFD	C		

H ENGLISH AND ERMINE CARTER ROBINSON

58-1981556

FORM 990PF, PART II - OTHER INVESTMENTS
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DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
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000375204 ABB LTD - ADR	C		
03485P201 ANGLO AMERN PLC	C		
03524A108 ANHEUSER - BUSCH INB	C		
05382A104 AVIVA PLC	C		
066011206 BANK YOKOHAMA LTD	C		
06738E204 BARCLAYS PLC - ADR	C		
055434203 BG GROUP PLC - ADR	C		
108441205 BRIDGESTONE CORP	C		
111013108 BRITISH SKY BROADCASTS	C		
13806309 CANON INC - ADR	C		
166744201 CHEUNG KONG HOLDING	C		
191085208 COCA-COLA AMATIL	C		
225401108 CREDIT SUISSE GROUP	C		
23304Y100 DBS GROUP HOLDINGS	C		
25157Y202 DEUTSCHE POST AG	C		
268780103 E.ON AGA - ADR	C		
273202101 EAST JAPAN RAILWAY C	C		
294821608 ERICSSON LM TELEPHON	C		
34959F106 FORTUM OYJ	C		
358029106 FRESENIUS MEDICAL	C		
362607301 GAFISA SA	C		
37733W105 GLAXOSMITHKLINE PLC	C		
42550U109 HENKEL AG AND CO	C		
433578507 HITACHI LIMITED	C		
4381285308 HONDA MOTOR CO., LT	C		
404280406 HSBC - ADR	C		
453142101 IMPERIAL TOBACCO	C		
456837103 ING GROEP N.V. - ADR	C		
46115H107 INTESA SANPAOLO-SPON	C		

H ENGLISH AND ERMINE CARTER ROBINSON

58-1981556

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
48241A105 KB FINANCIAL GROUP	C		
492051305 KEPPEL LTD	C		
500467402 KONINKLIJKE AHOLD	C		
606783207 MITSUBISHI ESTATE	C		
636274300 NATIONAL GRID PLC	C		
641069406 NESTLE S.A. REGISTER	C		
654624105 NIPPON TELEGRAPH AND	C		
66987V109 NOVARTIS AG - ADR	C		
686330101 ORIX CORPORATION	C		
705015105 PEARSON PLC - ADR	C		
74435K204 PRUDENTIAL PLC - ADR	C		
758205207 REED ELSEVIER PLC	C		
786584102 SAFRAN SA	C		
803054204 SAP AG - ADR	C		
G7945E105 SEADRILL LIMITED	C		
827084864 SILICONWARE PRECISIO	C		
83175M205 SMITH & NEPHEW PLC -	C		
83238P203 SMITH GROUP PLC - AD	C		
83546A104 SONIC HEALTHCARE	C		
865613103 SUMITOMO CORP	C		
870195104 SWEDBANK AB	C		
87160A100 SYNGENTA AG -ADR	C		
87927Y102 TELCOM ITALIA SPA	C		
87944W105 TELENOR ASA	C		
881575302 TESCO PLC - ADR	C		
881624209 TEVA PHARMACEUTICAL	C		
484602305 THE KANSAI ELECTRIC	C		
89151E109 TOT S.A. - ADR	C		
899415202 TULLOW OIL PLC	C		

FORM 990PF, PART II - OTHER INVESTMENTS
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DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
904784709 UNILEVER N.V. ADR	C		
927320101 VINCI SA	C		
92857W209 VODAFONE GROUP	C		
98418K105 XSTRATA PLC	C		
98462Y100 YAMANA GOLD INC	C		
984245100 YPF SOCIEDAD ANONIMA	C		
25264Z833 DIAMOND HILL LONG	C		
448108100 HUSSMAN STRATEGIC	C		
693390304 PIMCO LOW DURATION F	C		
72369B406 PIONEER HIGH YIELD F	C		
949917538 WELLS FARGO ADVANTAG	C		
957663107 WESTERN ALLET LIMITE	C		
261980494 DREYFUS EMERGING MKT	C		
693390882 PIMCO FOREIGN BOND F	C		
025083320 AMERICAN CENTURY SM	C		
89155H256 TOUCHSTONE SMALL CAP	C		
784924425 SSGA EMERGING MKT	C		
ASGI MESIROW INSIGHT TEI	C		
AURORA DIVERSIFIED II	C		
GRAHAM ALTERNATIVE INVEST	C		
CB RICHARD ELLIS REALTY	C		
722005667 PIMCO COMMODITY REAL	C		
879080133 TEJON RANCH CO	C		
TOTALS		787,417.	767,498.
		-----	-----
			110.
		=====	=====

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

DESCRIPTION -----	AMOUNT -----
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	7,122.
ROC BASIS ADJUSTMENT	558.
SALES WITH LOSS POSTING NEXT YEAR EFFECTIVE CURRENT	831.
CASH RECEIPT POSTED IN ERROR	10,872.
ROUNDING	1.

TOTAL	19,384.
	=====

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

DESCRIPTION -----	AMOUNT -----
MUTUAL FUND POSTING DATE AFTER TYE	6,555.
DISALLOWED WASH SALES	51.
SALES WITH LOSS POSTING CURRENT YEAR EFFECTIVE PRIOR	400.

TOTAL	7,006.
	=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: WELLS FARGO BANK NA

ADDRESS: ONE WEST 4TH STREET D4000-062
WINSTON SALEM, NC 27101-3818

TELEPHONE NUMBER: (855)739-2922

H ENGLISH AND ERMINE CARTER ROBINSON
FORM 990PF, PART XV - LINES 2a - 2d

58-1981556

=====

RECIPIENT NAME:

WELLS FARGO BANK NA

ADDRESS:

3280 PEACHTREE RD NE

ATLANTA, GA 30305

RECIPIENT'S PHONE NUMBER: 336-747-8185

FORM, INFORMATION AND MATERIALS:

NONE

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NO GRANTS MADE TO INDIVIDUALS

STATEMENT 33

RECIPIENT NAME:
FORWARD ARTS FOUNDATION
ADDRESS:
3130 SLATON DRIVE NW
ATLANTA, GA 30305
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
PACE ACADEMY
ADDRESS:
966 WEST PACES FERRY RD
ATLANTA, GA 30327
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 12,500.

RECIPIENT NAME:
ATLANTA HISTORY CENTER
ADDRESS:
130 WEST PACES FERRY RD
ATLANTA, GA 30305
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
JUVENILE DIABETES
RESEARCH FDN
ADDRESS:
810 DUTCH SQUARE BLVD
COLUMBIA, SC 29210
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
MARCUS AUTISM CENTER
ADDRESS:
1920 BRIARCLIFF ROAD
ATLANTA, GA 30329
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
PERFORMING ARTS CTR
ADDRESS:
PO BOX 296
HIGHLANDS, NC 28741
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
WILLIAM BREMAN JEWISH
HOME INC
ADDRESS:
3150 HOWELL MILL RD
ATLANTA, GA 30327
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
WOODRUFF ARTS CENTER
ADDRESS:
1280 PEACHTREE ST NE
ATLANTA, GA 30309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
NATURE CONSERVANCY
OF GEORGIA
ADDRESS:
1330 W PEACHTREE STREET
ATLANTA, GA 30309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
THE BASCOM
ADDRESS:
PO BOX 766
HIGHLANDS, NC 28741
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
WESTMINSTER SCHOOLS INC
ADDRESS:
1424 W PACES FERRY ROAD
ATLANTA, GA 30327
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
VISITING NURSE
HOSPICE ATLANTA
ADDRESS:
5775 GLENRIDGE DRIVE
ATLANTA, GA 30328
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
FIRST PRESYTERIAN CHURCH
ADDRESS:
1328 PEACHTREE STREET
ATLANTA, GA 30309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 62,000.

RECIPIENT NAME:
THE LOVETT SCHOOL
ADDRESS:
4075 PACES FERRY ROAD NW
ATLANTA, GA 30327
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
HIGH MUSEUM OF ART
ADDRESS:
1280 PEACHTREE ST NE
ATLANTA, GA 30309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,750.

RECIPIENT NAME:
CENTER FOR PUPPETRY
ARTS INC
ADDRESS:
1404 SPRING STREET NW
ATLANTA, GA 30309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
HISTORICAL OAKLAND
FOUNDATION
ADDRESS:
248 OAKLAND AVE, S.E.
ATLANTA, GA 30312
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
ATLANTA BOTANICAL
GARDEN
ADDRESS:
1345 PIEDMONT AVE
ATLANTA, GA 30309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
ARTHRITIS FOUNDATION
ADDRESS:
1330 W PEACHTREE STREET
ATLANTA, GA 30309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
GEORGE WEST MENTAL
HEALTH FDN
ADDRESS:
1961 NORTH DAVID HILLS ROAD
ATLANTA, GA 30329
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
PATH FOUNDATION
ADDRESS:
PO BOX 14327
ATLANTA, GA 30324
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
MOUNT VERNON PRESBYTERIAN
SCHOOL
ADDRESS:
471 MT VERNON HIGHWAY
ATLANTA, GA 03028
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
UNIVERSITY OF GEORGIA
ADDRESS:
394 S MILLEDGE AVENUE
ATHENS, GA 30602
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
ST JUDES RECOVERY CENTER
INC
ADDRESS:
139 RENAISSANCE PKWY NE
ATLANTA, GA 03008
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
THE SALVATION ARMY
ADDRESS:
1424 NORTHEAST EXPY
ATLANTA, GA 30329
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
PROSTATE CANCER FDN
ADDRESS:
1250 FOURTH STREET
SANTA MONICA, CA 90401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

TOTAL GRANTS PAID: 156,750.
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