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Form **990-PF**

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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.

For calendar year 2013 or tax year beginning

, and ending

Name of foundation CHARLOTTE BOATNER MILLER FUND			A Employer identification number 58-2181060	
Number and street (or P O box number if mail is not delivered to street address) Room/suite Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041			B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem		State NC	ZIP code 27101-3818	
Foreign country name		Foreign province/state/country		Foreign postal code
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change				
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 777,162		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		
F If exemption application is pending, check here ▶ <input type="checkbox"/>		D 1. Foreign organizations, check here ▶ <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	15,489	15,090		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	16,204			
	b Gross sales price for all assets on line 6a 262,140				
	7 Capital gain net income (from Part IV, line 2)		16,204		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	31,693	31,294	0	
	13 Compensation of officers, directors, trustees, etc	11,834	8,876		2,958
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,092			1,092
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	554	222		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	13,480	9,098	0	4,050
	25 Contributions, gifts, grants paid	28,037			28,037
	26 Total expenses and disbursements. Add lines 24 and 25	41,517	9,098	0	32,087
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-9,824			
	b Net investment income (if negative, enter -0-)		22,196		
	c Adjusted net income (if negative, enter -0-)			0	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing		1,413	2,073	2,073	
	2	Savings and temporary cash investments		29,367	16,817	16,817	
	3	Accounts receivable ▶					
		Less allowance for doubtful accounts ▶					
	4	Pledges receivable ▶					
		Less allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶					
		Less allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)					
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶						
12	Investments—mortgage loans						
13	Investments—other (attach schedule)			667,759	670,560	758,272	
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)			698,539	689,450	777,162	
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶)					
	23	Total liabilities (add lines 17 through 22)			0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>						
	and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>						
	27	Capital stock, trust principal, or current funds			698,539	689,450	
	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)			698,539	689,450		
31	Total liabilities and net assets/fund balances (see instructions)			698,539	689,450		

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	698,539
2	Enter amount from Part I, line 27a	2	-9,824
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	2,401
4	Add lines 1, 2, and 3	4	691,116
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	1,666
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	689,450

Part IV Capital Gains and Losses for Tax on Investment Income

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

(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			0
b			0
c			0
d			0
e			0

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

(i) FMV 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			0
b			0
c			0
d			0
e			0

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	16,204
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	32,915	718,540	0.045808
2011	32,694	730,912	0.044730
2010	16,964	674,872	0.025137
2009	20,544	577,992	0.035544
2008	40,617	690,208	0.058847

2 Total of line 1, column (d)	2	0.210066
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	0.042013
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	746,342
5 Multiply line 4 by line 3	5	31,356
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	222
7 Add lines 5 and 6	7	31,578
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	32,087

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	222
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> 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	0
3	Add lines 1 and 2	3	222
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	222
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	233
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	233
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	11
11	Enter the amount of line 10 to be Credited to 2014 estimated tax 11 Refunded	11	0

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)? <i>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</i>		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? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) SC		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>		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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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 ► WELLS FARGO BANK N A Telephone no ► 888-730-4933			
Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ► 27101-3818				
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			
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 ►				X

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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ► 20 _____, 20 _____, 20 _____, 20 _____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 _____, 20 _____, 20 _____, 20 _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE 4 00	11,834		

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

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

Total number of other employees paid over \$50,000 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 (see instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 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	0

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	736,743
b	Average of monthly cash balances	1b	20,965
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	757,708
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	757,708
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	11,366
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	746,342
6	Minimum investment return. Enter 5% of line 5	6	37,317

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	37,317
2a	Tax on investment income for 2013 from Part VI, line 5	2a	222	
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b	2c	222	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	37,095	
4	Recoveries of amounts treated as qualifying distributions	4		
5	Add lines 3 and 4	5	37,095	
6	Deduction from distributable amount (see instructions)	6		
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	37,095	

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	32,087
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	32,087
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	222
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	31,865

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				37,095
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			23,597	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 32,087				
a Applied to 2012, but not more than line 2a			23,597	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				8,490
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				28,605
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets 0

(2) Value of assets qualifying under section 4942(j)(3)(B)(i) 0

b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed 0

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) 0

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) 0

(3) Largest amount of support from an exempt organization 0

(4) Gross investment income 0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines

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

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total			3a	28,037
b <i>Approved for future payment</i> NONE				
Total			3b	0

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

- | | | |
|---|--|----|
| 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 |
| | (2) Other assets | 1a |
| b | Other transactions | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b |
| | (3) Rental of facilities, equipment, or other assets | 1b |
| | (4) Reimbursement arrangements | 1b |
| | (5) Loans or loan guarantees | 1b |
| | (6) Performance of services or membership or fundraising solicitations | 1b |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | |
| 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. | 1 |

[illegible]

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

- b** If "Yes," complete the following schedule

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

**Sign
Here**

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

John A. Sauter SVP Wells Fargo Bank N.A.
Signature of officer or trustee

4/4/2014
Date

SVP Wells Fargo Bank N A
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name
JOSEPH J CASTRIANO

Preparer's signature

Date	
------	--

4/4/2014

Check ☒ if self-employed

PTIN	
P01251603	

Firm's name	► PricewaterhouseCoopers, LLP
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Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Firm's EIN ▶ 13-4008324

Phone no	412-355-6000
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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

TULANE UNIVERSITY

Street

1430 TULANE AVE BOX EP12

City

NEW ORLEANS

State

LA

Zip Code

70112

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

28,037

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Totals		Gross Sales		Cost Other Basis and Expenses		Net Gain or Loss	
										Capital Gains/Losses		262,140		245,938		16,204	
										Other sales		0		0		0	
Check X to include in Part IV	Description	CUSIP #	Purchaser	Check X if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss			
1	X	ARTISAN INTERNATIONAL FU	04314H204		9/2/2011		10/9/2013	925	882				0	243			
2	X	ARTISAN MID CAP FUND INS	04314H600		7/12/2013		10/9/2013	2,158	2,075				0	83			
3	X	ARTISAN MID CAP FUND-INS	04314H600		4/10/2012		10/9/2013	289	234				0	55			
4	X	CREDIT SUISSE COMM RET S	22544R305		9/2/2011		10/9/2013	6,866	8,873				0	2,007			
5	X	AQR MANAGED FUTURES ST	00203H859		7/12/2013		10/9/2013	7,183	7,439				0	256			
6	X	ARTISAN INTERNATIONAL FU	04314H204		9/2/2011		7/10/2013	2,334	1,820				0	514			
7	X	DIAMOND HILL LONG-SHORT	25264S833		9/2/2011		7/10/2013	5,884	4,482				0	1,402			
8	X	DODGE & COX INTL STOCK F	256206103		9/2/2011		7/10/2013	2,753	2,327				0	426			
9	X	HARBOR CAPITAL APRCTON	411511504		2/11/2013		7/10/2013	15,180	14,021				0	1,159			
10	X	HARBOR CAPITAL APRCTON	411511504		2/11/2013		10/9/2013	851	570				0	81			
11	X	HARBOR CAPITAL APRCTON	411511504		9/2/2011		10/9/2013	2,041	1,449				0	592			
12	X	HUSSMAN STRATEGIC GROV	448108100		9/2/2011		2/7/2013	11,761	14,366				0	2,605			
13	X	HUSSMAN STRATEGIC GROV	448108100		2/14/2012		2/7/2013	1,940	2,210				0	270			
14	X	ISHARES CORE S & P 500 ETF	464287200		9/2/2011		7/10/2013	15,920	11,334				0	4,586			
15	X	ISHARES RUSSELL 2000 GRO	464287648		11/19/2012		2/7/2013	9,802	8,624				0	1,178			
16	X	ISHARES RUSSELL 2000 GRO	464287648		12/19/2012		2/7/2013	10,095	9,345				0	661			
17	X	KEELEY SMALL CAP VAL FD C	487300808		9/2/2011		2/7/2013	7,749	5,483				0	2,266			
18	X	LAUDUS MONDRIAN INTL FI II	51855Q855		9/2/2011		2/7/2013	1,518	1,743				0	-225			
19	X	MFS VALUE FUND-CLASS I #8	552983694		2/11/2013		7/10/2013	6,159	5,559				0	600			
20	X	MFS VALUE FUND-CLASS I #8	552983694		2/14/2012		7/10/2013	5,866	4,664				0	1,202			
21	X	OPPENHEIMER DEVELOPING	683974505		2/11/2013		10/9/2013	5,618	5,487				0	151			
22	X	PIMCO TOTAL RET FD-INST #	693390700		11/21/2012		2/7/2013	42,844	44,092				0	1,448			
23	X	PIMCO TOTAL RET FD-INST #	693390700		8/10/2012		2/7/2013	8,898	9,098				0	198			
24	X	PIMCO TOTAL RET FD-INST #	693390700		8/10/2012		7/10/2013	4,310	4,621				0	311			
25	X	PIMCO TOTAL RET FD-INST #	693390700		5/10/2012		7/10/2013	5,186	5,468				0	-282			
26	X	PIMCO FOREIGN BD FD USD	693380882		3/9/2007		2/7/2013	1,511	1,429				0	82			
27	X	DODGE & COX INTL STOCK F	256206103		9/2/2011		10/9/2013	2,363	1,856				0	507			
28	X	DODGE & COX INCOME FD C	256210105		2/11/2013		7/10/2013	10,381	10,722				0	-341			
29	X	DREYFUS EMG MKT DEBT LO	261980494		9/2/2011		2/7/2013	5,081	4,920				0	161			
30	X	DREYFUS EMG MKT DEBT LO	261980494		9/2/2011		10/10/2013	11,356	11,970				0	-614			
31	X	JF MORGAN MID CAP VALUE	339128100		2/11/2013		7/10/2013	1,499	1,351				0	148			
32	X	GATEWAY FUND - Y #1986	367829884		8/10/2012		7/10/2013	18,732	18,311				0	421			
33	X	GATEWAY FUND - Y #1986	367829884		2/11/2013		7/10/2013	7,751	7,670				0	91			
34	X	RIDGEWORTH SEIX HY BD-I #	768281645		9/2/2011		2/7/2013	5,401	5,046				0	355			
35	X	VANGUARD FTSE EMERGING	922042858		2/7/2013		10/9/2013	5,407	5,805				0	-398			
36	X	VANGUARD REIT VIPER	922908553		11/19/2012		2/7/2013	890	812				0	78			

Part I, Line 16b (990-PF) - Accounting Fees

		1,092	0	0	1,092
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,092			1,092

Part I, Line 18 (990-PF) - Taxes

		554	222	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	222	222		
2	Estimated Excise Payments	233			
3	PY Excise Tax Due	99			

Part II, Line 13 (990-PF) - Investments - Other

			667,759	670,560	758,272
Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1				0	
2	ARTISAN INTERNATIONAL FUND 661		0	25,705	37,887
3	DODGE & COX INCOME FD COM 147		0	54,236	53,851
4	HARBOR CAPITAL APRCTION-INST 2012		0	35,660	56,077
5	MERGER FD SH BEN INT 260		0	22,090	22,390
6	PIMCO TOTAL RET FD-INST 35		0	54,127	53,129
7	PIMCO FOREIGN BD FD USD H-INST 103		0	14,442	14,853
8	T ROWE PRICE SHORT TERM BD FD 55		0	38,635	38,411
9	ARTISAN MID CAP FUND-INSTL 1333		0	24,338	30,292
10	FID ADV EMER MKTS INC- CL I 607		0	11,524	11,329
11	ISHARES S & P 500 INDEX FUND		0	10,781	15,038
12	LAUDUS MONDRIAN INTL FI-INST 2940		0	17,526	15,077
13	EATON VANCE GLOBAL MACRO - I		0	7,436	7,259
14	DODGE & COX INT'L STOCK FD 1048		0	26,679	36,577
15	MFS VALUE FUND-CLASS I 893		0	23,934	37,061
16	DREYFUS EMG MKT DEBT LOC C-I 6083		0	27,404	26,251
17	DRIEHAUS ACTIVE INCOME FUND		0	38,131	38,625
18	JP MORGAN MID CAP VALUE-I 758		0	12,938	20,593
19	ASG GLOBAL ALTERNATIVES-Y 1993		0	23,247	23,104
20	VANGUARD REIT VIPER		0	22,373	26,211
21	VANGUARD EMERGING MARKETS ETF		0	25,889	25,342
22	OPPENHEIMER DEVELOPING MKT-Y 788		0	22,151	25,719
23	SPDR DJ WILSHIRE INTERNATIONAL REA		0	23,871	26,698
24	DIAMOND HILL LONG-SHORT FD CL I 11		0	11,690	16,033
25	RIDGEWORTH SEIX HY BD-I 5855		0	36,865	37,528
26	KALMAR GR W/ VAL SM CAP-INS #4		0	12,779	16,875
27	CREDIT SUISSE COMM RT ST-CO 2156		0	37,052	30,148
28	KEELEY SMALL CAP VAL FD CL I 2251		0	9,057	15,914

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	Mutual Fund & CTF Income Additions	1	2,371
2	Cost Basis Adjustment	2	30
3	Total	3	2,401

Line 5 - Decreases not included in Part III, Line 2

1	Mutual Fund & CTF Income Subtraction	1	1,393
2	PY Return of Capital Adjustment	2	273
3	Total	3	1,666

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

		Amount																	
Long Term CG Distributions		8,117																	
Short Term CG Distributions		0																	
		254,023		0		0		245,936		8,087		0		0		0		8,087	
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses						
1 ARTISAN INTERNATIONAL FUND #661	04314H204		9/2/2011	10/9/2013	929		0	682	243	0	0	0	243						
2 ARTISAN MID CAP FUND-INS #1333	04314H600		7/12/2013	10/9/2013	2,150		0	2,075	83	0	0	0	83						
3 ARTISAN MID CAP FUND-INS #1333	04314H600		4/10/2012	10/9/2013	289		0	234	55	0	0	0	55						
4 CREDIT SUISSE COMM RET ST I #2156	22544R305		9/2/2011	10/9/2013	6,666		0	6,673	2,007	0	0	0	2,007						
5 AGR MANAGED FUTURES STR I #15212	00203H859		7/12/2013	10/9/2013	7,183		0	7,439	256	0	0	0	256						
6 ARTISAN INTERNATIONAL FUND #661	04314H204		9/2/2011	7/10/2013	2,334		0	1,820	514	0	0	0	514						
7 DIAMOND HILL LONG SHORT FD CL I #125264833			9/2/2011	7/10/2013	5,694		0	4,482	1,402	0	0	0	1,402						
8 DODGE & COX INT'L STOCK FD #1049	256206103		9/2/2011	7/10/2013	2,753		0	2,327	426	0	0	0	426						
9 HARBOR CAPITAL APRTION INST #20	411511504		2/11/2013	7/10/2013	15,180		0	14,021	1,159	0	0	0	1,159						
10 HARBOR CAPITAL APRTION INST #20	411511504		2/11/2013	10/9/2013	851		0	570	81	0	0	0	81						
11 HARBOR CAPITAL APRTION INST #20	411511504		9/2/2011	10/9/2013	2,041		0	1,449	592	0	0	0	592						
12 HUSSMAN STRATEGIC GROWTH FUND	448108100		9/2/2011	2/7/2013	11,761		0	14,368	2,605	0	0	0	2,605						
13 HUSSMAN STRATEGIC GROWTH FUND	448108100		2/14/2012	2/7/2013	1,940		0	2,210	270	0	0	0	270						
14 ISHARES CORE S & P 500 ETF	464287200		9/2/2011	7/10/2013	15,920		0	11,334	4,586	0	0	0	4,586						
15 ISHARES RUSSELL 2000 GROWTH	464287646		11/19/2012	2/7/2013	9,802		0	8,824	1,178	0	0	0	1,178						
16 ISHARES RUSSELL 2000 GROWTH	464287646		12/19/2012	2/7/2013	10,006		0	9,345	661	0	0	0	661						
17 KEELEY SMALL CAP VAL FD CL I #2251	467300808		9/2/2011	2/7/2013	7,749		0	5,483	2,266	0	0	0	2,266						
18 LAUDUS MONDRIAN INTL FI INST #29405	185506555		9/2/2011	2/7/2013	1,518		0	1,743	225	0	0	0	225						
19 MFS VALUE FUND-CLASS I #893	552983694		2/11/2013	7/10/2013	6,159		0	5,559	600	0	0	0	600						
20 MFS VALUE FUND-CLASS I #893	552983694		2/14/2012	7/10/2013	5,868		0	4,664	1,202	0	0	0	1,202						
21 OPPENHEIMER DEVELOPING MKT Y #7	683974505		2/11/2013	10/9/2013	5,818		0	5,467	151	0	0	0	151						
22 PIMCO TOTAL RET FD INST #35	693390700		11/21/2012	2/7/2013	42,444		0	44,092	1,448	0	0	0	1,448						
23 PIMCO TOTAL RET FD INST #35	693390700		8/10/2012	2/7/2013	8,898		0	9,096	198	0	0	0	198						
24 PIMCO TOTAL RET FD-INST #35	693390700		8/10/2012	7/10/2013	4,310		0	4,621	311	0	0	0	311						
25 PIMCO TOTAL RET FD-INST #35	693390700		5/10/2012	7/10/2013	5,186		0	5,468	282	0	0	0	282						
26 PIMCO FOREIGN BD FD USD H INST #1	693390882		3/9/2007	2/7/2013	1,511		0	1,429	82	0	0	0	82						
27 DODGE & COX INT'L STOCK FD #1049	256206103		9/2/2011	10/9/2013	2,363		0	1,566	507	0	0	0	507						
28 DODGE & COX INCOME FD COM #147	256210105		2/11/2013	7/10/2013	10,381		0	10,722	341	0	0	0	341						
29 DREYFUS EMG MKT DEBT LOC C I #606	261980494		9/2/2011	2/7/2013	5,081		0	4,920	161	0	0	0	161						
30 DREYFUS EMG MKT DEBT LOC C I #606	261980494		9/2/2011	10/10/2013	11,356		0	11,870	514	0	0	0	514						
31 JP MORGAN MID CAP VALUE I #758	339128100		2/11/2013	7/10/2013	1,499		0	1,351	148	0	0	0	148						
32 GATEWAY FUND Y #1896	367829854		9/10/2012	7/10/2013	16,732		0	18,311	421	0	0	0	421						
33 GATEWAY FUND Y #1896	367829854		2/11/2013	7/10/2013	7,761		0	7,670	91	0	0	0	91						
34 RIDGEWORTH BEIX HY BD-I #5855	786281645		9/2/2011	2/7/2013	5,401		0	5,048	355	0	0	0	355						
35 VANGUARD FTSE EMERGING MARKET	922042858		2/7/2013	10/9/2013	5,407		0	5,805	398	0	0	0	398						
36 VANGUARD REIT VIPER	922906553		11/19/2012	2/7/2013	890		0	812	78	0	0	0	78						

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

11,834												0	0
Name		Check 'X' if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account	
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	11 834			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	5/7/2013	2	233
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	233

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	23,597
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	23,597

Charlotte Boatner Miller Fund

EIN: 58-2181060

990-PF, PART VIIA LINE 8B - EXPLANATION OF NON-FILING WITH A.G. STATEMENT

SC does not require a copy of Form 990-PF to be filed with their office.