



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

TR MARGARET PITTS UA W PITTS

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

Room/suite

P. O. BOX 1908

City or town

ORLANDO

State

FL

ZIP code

32802-1908

Foreign country name

Foreign province/state/county

Foreign postal code

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 37,992,230

J Accounting method Cash Accrual
 Other (specify) _____

		(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 ► <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	502,504	503,729		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,314,723			
	b Gross sales price for all assets on line 6a	16,988,809			
	7 Capital gain net income (from Part IV, line 2)		3,314,723		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	3,817,227	3,818,452	0	
	13 Compensation of officers, directors, trustees, etc.	142,283	71,141		71,142
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,500			2,500
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	113,672	4,740		
	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.	258,455	75,881	0	73,642
	Add lines 13 through 23	1,605,902			1,605,902
	25 Contributions, gifts, grants paid	1,864,357	75,881	0	1,679,544
	26 Total expenses and disbursements. Add lines 24 and 25	1,952,870	3,742,571		0
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)				
	c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

HTA

	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
	1 Cash—non-interest-bearing				
	2 Savings and temporary cash investments		449,204	328,254	328,254
	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)		27,868,279	29,942,177	37,663,976
	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)		28,317,483	30,270,431	37,992,230
	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 ►)		0	0	
	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"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		28,317,483	30,270,431	
	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)		28,317,483	30,270,431	
	31 Total liabilities and net assets/fund balances (see instructions)		28,317,483	30,270,431	

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	28,317,483
2 Enter amount from Part I, line 27a	2	1,952,870
3 Other increases not included in line 2 (itemize) ► COST BASIS ADJUSTMENT	3	78
4 Add lines 1, 2, and 3	4	30,270,431
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	30,270,431

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			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	3,314,723	
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	1,640,455	31,884,699	0 051450
2011	1,546,177	32,394,209	0 047730
2010	1,801,955	30,527,584	0 059027
2009	2,036,368	27,746,848	0 073391
2008	2,281,930	37,805,406	0 060360

2 Total of line 1, column (d)	2	0 291958
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 058392
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	34,712,301
5 Multiply line 4 by line 3	5	2,026,921
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	37,426
7 Add lines 5 and 6	7	2,064,347
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	1,679,544

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 74,851

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

2 0

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).

3 74,851

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2013 estimated tax payments and 2012 overpayment credited to 2013 6a 101,080

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 7 101,080

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 0

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 26,229

11 Enter the amount of line 10 to be Credited to 2014 estimated tax ► 26,229 Refunded ► 11 0

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a Yes X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 1b Yes X

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c Did the foundation file Form 1120-POL for this year? 1c Yes 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? 2 Yes X

If "Yes," attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes 3 Yes X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4a Yes X

b If "Yes," has it filed a tax return on Form 990-T for this year? 4b N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 5 Yes X

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? 6 Yes X

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV 7 Yes 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 8b Yes X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV 9 Yes X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 Yes 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 ► SUNTRUST BANK Located at ► 303 PEACHTREE ST, 15TH FLOOR ATLANTA GA	Telephone no ► (404) 813-9304 ZIP+4 ► 30308	
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes 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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>			X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	<i>If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?</i>			
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
SUNTRUST BANKS, INC. 303 PEACHTREE STREET, 15TH FL ATLANTA, GA 3	TRUSTEE AS REQ'D	142,283		
.....				
.....				
.....				
.....				
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 ►				

Form 990-PF (2013)

TR MARGARET PITTS UA W PITTS

58-6374907

Page 7

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

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

A

3 NONE

Total. Add lines 1 through 3

Form 990-PF (2013)

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	34,521,784
b	Average of monthly cash balances	1b	719,131
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	35,240,915
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	35,240,915
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	528,614
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	34,712,301
6	Minimum investment return. Enter 5% of line 5	6	1,735,615

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	1,735,615
2a	Tax on investment income for 2013 from Part VI, line 5	2a	74,851
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	74,851
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,660,764
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,660,764
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	1,660,764

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	1,679,544
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	1,679,544
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,679,544

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 Distrinbutable amount for 2013 from Part XI, line 7				1,660,764
2 Undistributed income, if any, as of the end of 2013.			0	
a Enter amount for 2012 only				
b Total for prior years 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008 467,927				
b From 2009 658,620				
c From 2010 298,986				
d From 2011				
e From 2012 74,296				
f Total of lines 3a through e 1,499,829				
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 1,679,544				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				1,660,764
e Remaining amount distributed out of corpus 18,780				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 1,518,609				
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				0
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) 467,927				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 1,050,682				
10 Analysis of line 9.				
a Excess from 2009 658,620				
b Excess from 2010 298,986				
c Excess from 2011				
d Excess from 2012 74,296				
e Excess from 2013 18,780				

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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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				
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))

N/A

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:

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)				
<i>a Paid during the year</i>				
See Attached Statement				
Total				► 3a 1,605,902
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a					
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)			0	3,817,227	0
13	Total. Add line 12, columns (b), (d), and (e)			13	3,817,227	

(See worksheet in line 13 instructions to verify calculations)

Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
Not Applicable	

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?		
		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

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

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

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

**Sign
Here**

Signature of officer or trustee

4/2/2014

Date _____

► TRUSTEE

Paid Preparer Use Only	Print/Type preparer's name DONALD J. ROMAN	Preparer's signature 	Date 4/2/2014	Check <input checked="" type="checkbox"/> if self-employed	PTIN P00364310
	Firm's name ► PRICEWATERHOUSECOOPERS, LLP			Firm's EIN ► 13-4008324	
	Firm's address ► 600 GRANT STREET, PITTSBURGH PA 15219			Phone no 412-355-6000	

TR MARGARET PITTS UA W PITTS

58-6374907 Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

YOUNG HARRIS COLLEGE

Street

1 COLLEGE ST

City

YOUN HARRIS

State

Zip Code
GA 30582

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

802,951

Name

METHODIST HOME OF THE SOUTH GEORGIA CONFERENCE INC

Street

P O BOX 2600

City

MACON

State

Zip Code
GA 31203-2600

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL CHARITABLE PURPOSES

Amount

802,951

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

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	Cost, Other Basis and Expenses		Net Gain or Loss		
											Capital Gains/Losses	Other Sales	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
1 X INVESTOP SMALL CAP GROWTH	001411MB622				10/15/2009	9/19/2013	11,952	7,560					16,988,809	13,674,086	0
2 X INVESTOP SMALL CAP GROWTH	001411MB622				10/15/2009	9/23/2013	16,120	9,380					0	6,740	4,292
3 X CAMBIAS SMALL CAP FUND	0075W0593				4/26/2012	6/19/2013	7,346	6,443					0	903	903
4 X CAMBIAS SMALL CAP FUND	0075W0593				4/25/2012	9/23/2013	9,769	9,769					0	1,193	1,193
5 X ARTISAN INT'L VALUE INVS	04314HBB1				6/3/2013	6/19/2013	---	18,889	19,013				0	-124	-124
6 X ARTISAN INT'L VALUE FUND-I	04314HBB1				6/3/2013	9/23/2013	25,889	23,530					0	2,459	2,459
7 X EATON VANCE FLOATING RA	277911491				9/6/2013	9/23/2013	7,313	7,795					0	18	18
8 X FEDERATED STRATEGIC VAL	314172560				9/22/2011	2/8/2013	1,669,222	1,410,374					0	259,048	259,048
9 X HARBOR CAP APPRECIATION	411511504				8/11/2011	6/3/2013	158,386	121,491					0	37,885	37,885
10 X HARBOR CAP APPRECIATION	411511504				9/22/2011	6/3/2013	1,737,246	1,300,000					0	437,246	437,246
11 X HARBOR CAP APPRECIATION	411511504				6/2/2010	6/3/2013	311,481	209,210					0	102,211	102,211
12 X ISHARES RUSSELL 1000 VAL	4954287598				2/8/2013	9/23/2013	20,310	18,191					0	2,119	2,119
13 X JOHN HANCOCK III DISCPLN	418030840				6/2/2013	9/23/2013	14,999	14,244					0	754	754
14 X LHP DIVERSIFIED LTD OFFSH	5321LHP115				1/31/2005	1/31/2013	3,667,418	2,580,520					0	1,086,898	1,086,898
15 X LHP DIVERSIFIED LTD OFFSH	5321LHP115				11/30/2007	3/31/2013	1,748,559	1,600,000					0	148,559	148,559
16 X LHP DIVERSIFIED LTD OFFSH	5321LHP115				10/30/2008	3/31/2013	1,192,730	1,026,598					0	166,132	166,132
17 X MFS RESEARCH INT'L	5322983470				6/3/2009	6/3/2009	723,687	522,230					0	201,457	201,457
18 X MFS RESEARCH INT'L	5322983470				6/3/2009	6/19/2013	18,951	13,765					0	5,186	5,186
19 X HARBOR CAP APPRECIATION	411511504				6/2/2010	6/19/2013	19,352	13,041					0	6,311	6,311
20 X HARBOR CAP APPRECIATION	411511504				6/2/2010	6/2/2013	2,148,323	1,482,091					0	686,222	686,222
21 X HARTFORD DIVIDEND & GRO	4166456228				3/10/2011	6/19/2013	23,272	19,180					0	4,092	4,092
22 X HARTFORD DIVIDEND & GRO	4166456228				3/10/2011	6/21/2013	22,174	18,488					0	3,686	3,686
23 X HARTFORD DIVIDEND & GRO	4166456228				4/9/2010	6/21/2013	1,265,350	917,375					0	290,075	290,075
24 X HARTFORD DIVIDEND AND G	4166456228				4/9/2010	9/23/2013	14,942	10,988					0	3,954	3,954
25 X TROWNE PRICE INSTL LARGE	45775LJ008				6/3/2013	6/19/2013	19,383	19,302					0	81	81
26 X OPPENHEIMER DEVELOPING	45775LJ008				6/3/2013	6/19/2013	53,222	47,844					0	6,081	6,081
27 X ISHARES TR RUSSELL MIDCA	484287499				12/17/2012	6/19/2013	30,113	25,612					0	4,501	4,501
28 X ISHARES RUSSELL MIDCAP E	484287499				12/17/2012	6/19/2013	39,464	31,931					0	7,533	7,533
29 X ISHARES TR RUSSELL 1000 V	484287598				2/6/2013	6/19/2013	15,939	14,506					0	1,333	1,333
30 X MFS RESEARCH INTERNATIONAL	5322983470				6/3/2009	9/23/2013	25,442	16,943					0	8,499	8,499
31 X OPPENHEIMER DEVELOPING	6033974505				12/16/2011	6/19/2013	8,117	6,849					0	1,268	1,268
32 X OPPENHEIMER DEVELOPING	6033974505				12/16/2011	6/19/2013	10,956	8,417					0	2,539	2,539
33 X PIMCO TOTAL RETURN-I	6033980700				10/18/2010	6/19/2013	27,065	29,136					0	-2,059	-2,059
34 X PIMCO TOTAL RETURN FUND	6033980700				10/18/2010	9/6/2013	292,734	323,445					0	-30,711	-30,711
35 X PIMCO COMMODITY REALRT	7220056667				10/18/2010	9/23/2013	29,930	32,476					0	-2,486	-2,486
36 X PIMCO COMMODITY REALRT	7220056667				6/23/2008	6/3/2013	71,580	235,024					0	-163,444	-163,444
37 X PIMCO COMMODITY REALRT	7220056667				6/19/2013	6/19/2013	3,796	12,776					0	-8,980	-8,980
38 X PIMCO COMMODITY RR STR	7220056667				6/23/2008	9/6/2013	150,392	159,816					0	-40,424	-40,424
39 X PIMCO COMMODITY RR STR	7220056667				10/15/2009	9/6/2013	251,633	354,986					0	-102,363	-102,363
40 X SPDR DOW JONES REIT ETF	78464AS07				12/16/2011	6/19/2013	5,260	4,217					0	1,043	1,043
41 X SPDR DOW JONES REIT ETF	78464AS07				12/16/2011	9/23/2013	6,311	5,271					0	1,040	1,040
42 X SPDR DOW JONES REIT ETF	78464AS07				12/16/2011	1/15/2013	576,607	474,914					0	101,693	101,693
43 X VANGUARD INSTL INDEX-1	9222040100				6/26/2012	6/19/2013	40,617	32,922					0	7,895	7,895
44 X VANGUARD INSTITUTIONAL	9222040100				6/26/2012	9/23/2013	52,545	40,758					0	11,786	11,786

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,500			2,500

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

	113,672	4,740	0	0
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1 FOREIGN TAX WITHHELD	4,740	4,740		
2 PRIOR YEAR EXCISE TAX	7,852			
3 ESTIMATED EXCISE PAYMENTS	101,080			

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

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1					37,663,976
2	ARTISAN INTL VALUE-INV\$		0	1,909,791	0
3	ISHARES TR RUSSELL MIDCAP INDEX ET		0	2,027,287	0
4	ISHARES TR RUSSELL 1000 VALUE INDEX		0	1,630,959	0
5	PIMCO TOTAL RETURN-I		0	2,648,914	0
6	VANGUARD INSTL INDEX-I		0	4,230,536	0
7			0	660,883	0
8	T ROWE PRICE INSTL LARGE-CAP GRWT		0	4,254,821	0
9	EATON VANCE FLTG-RT-I		0	700,414	0
10	MFS RESEARCH INTL-I		0	1,519,341	0
11	INVEESCO SMALL CAP GROWTH-I		0	838,562	0
12	OPPENHEIMER DEVELOPING MKT'S INST		0	756,735	0
13	JOHN HANCOCK III DISCIPLINED VALUE-I		0	1,267,755	0
14	HARTFORD DIVIDEND & GROWTH-Y		0	981,481	0
15	ADVISORS CAMBIAR SMALL CAP-I		0	714,698	0
16	PINE GROVE OFFSHORE LTD-A		0	2,900,000	0
17	VOYAGER PARTNERS OFFSHR LTD S-06/		0	2,900,000	0

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

Long Term CG Distributions		412,322		Short Term CG Distributions		0		16,576,487		0		0		13,674,086		0		2,902,401	
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	F MV as of 12/31/09	Gain or Loss	Adjusted Basis as of 12/31/09	Excess of FMV Over Adj. Basis	Gain or Loss of FMV Over Adj. Basis	Excess of FMV Over Basis or Losses	Gain Minus Excess of FMV Over Basis or Losses			
1 INVESSO SMALL CAP GROWTH-1	001414M622	10/15/2009	6/19/2013	11,852	0	0	0	0	9,380	4,252	0	0	0	0	0	4,252			
2 INVESSO SMALL CAP GROWTH-1	001414M622	10/15/2009	6/23/2013	16,120	0	0	0	0	8,443	8,740	0	0	0	0	0	6,940			
3 DIVISORS CAMPBELL SMALL CAP-1	001590W533	4/25/2012	6/19/2013	7,346	0	0	0	0	7,976	1,793	0	0	0	0	0	1,793			
4 CANTERBURY SMALL CAP-1	001590W533	4/25/2012	6/19/2013	9,759	0	0	0	0	19,013	214	0	0	0	0	0	-124			
5 ARTISAN INTL VALUE-1	004314H881	6/3/2013	6/19/2013	18,859	0	0	0	0	23,589	2,459	0	0	0	0	0	2,459			
6 ARTISAN INTL VALUE FUND-INV	004314H881	6/3/2013	6/23/2013	29,382	0	0	0	0	7,795	18	0	0	0	0	0	18			
7 EATON VANCE FLOATING RATE-1	277911191	9/6/2013	9/23/2013	7,813	0	0	0	0	141,374	259,048	0	0	0	0	0	259,048			
8 FEDERATED STRATEGIC VALUE-1	4115112650	9/22/2011	2/6/2013	1,689,422	0	0	0	0	121,491	37,895	0	0	0	0	0	37,895			
9 HARBOR CAP APPRECIATION-1	411511504	8/11/2011	6/24/2013	159,326	0	0	0	0	1,300,000	437,246	0	0	0	0	0	437,246			
10 HARBOR CAP APPRECIATION-1	411511504	9/22/2011	6/24/2013	1,737,246	0	0	0	0	269,210	102,271	0	0	0	0	0	102,271			
11 HARBOR CAP APPRECIATION-1	411511504	6/23/2010	6/23/2013	311,481	0	0	0	0	18,191	2,119	0	0	0	0	0	2,119			
12 SHARES RUSSELL 1000 VALUE ETF	468287398	2/6/2013	9/23/2013	20,310	0	0	0	0	14,244	754	0	0	0	0	0	1,089,589			
13 JOHN HANCOCK III DISCERN V-1	478031840	6/27/2013	7/23/2013	14,938	0	0	0	0	2,580,520	1,068,838	0	0	0	0	0	1,068,838			
14 LIP DIVERSIFIED LTD OFFSHR	53211HP115	1/31/2005	3/17/2013	3,687,418	0	0	0	0	1,600,000	148,659	0	0	0	0	0	148,659			
15 LIP DIVERSIFIED LTD OFFSHR	53211HP115	1/31/2005	3/17/2013	1,748,659	0	0	0	0	1,268,598	165,132	0	0	0	0	0	165,132			
16 LIP DIVERSIFIED LTD OFFSHR	53211HP115	10/30/2009	3/21/2013	1,192,730	0	0	0	0	1,024,597	0	0	0	0	0	0	0			
17 MFS RESEARCH INTL-1	552903470	6/23/2009	6/23/2013	723,687	0	0	0	0	522,230	20,457	0	0	0	0	0	20,457			
18 MFS RESEARCH INTL-1	552903470	6/23/2009	6/23/2013	18,570	0	0	0	0	13,765	5,196	0	0	0	0	0	5,196			
19 HARBOR CAP APPRECIATION-1	411511504	6/22/2010	6/19/2013	18,981	0	0	0	0	11,041	6,311	0	0	0	0	0	6,311			
20 HARBOR CAP APPRECIATION-1	411511504	6/22/2010	6/27/2013	19,352	0	0	0	0	4,462,991	649,222	0	0	0	0	0	649,222			
21 HARTFORD DIVIDEND & GROWTH-Y	4168452828	3/10/2011	6/19/2013	2,148,323	0	0	0	0	19,180	4,022	0	0	0	0	0	4,022			
22 HARTFORD DIVIDEND & GROWTH-Y	4168452828	3/10/2011	6/27/2013	2,217,174	0	0	0	0	18,488	3,686	0	0	0	0	0	3,686			
23 HARTFORD DIVIDEND & GROWTH-Y	4168452828	4/9/2010	6/27/2013	1,265,375	0	0	0	0	975,375	290,075	0	0	0	0	0	290,075			
24 HARTFORD DIVIDEND and GROWTH F	4168452828	4/9/2010	6/27/2013	14,942	0	0	0	0	10,988	3,954	0	0	0	0	0	3,954			
25 ROWE PRICE INST LRG CAP GRWTH	457751048	6/3/2013	6/19/2013	19,383	0	0	0	0	19,302	81	0	0	0	0	0	81			
26 ROWE PRICE INST LRG CAP GRWTH	457751048	6/23/2013	6/23/2013	53,922	0	0	0	0	47,841	6,081	0	0	0	0	0	6,081			
27 SHARES TR RUSSELL MIDCAP INDEX	468287199	12/17/2012	6/19/2013	30,113	0	0	0	0	25,612	4,501	0	0	0	0	0	4,501			
28 SHARES TR RUSSELL MIDCAP ETF	468287199	12/17/2012	6/23/2013	39,484	0	0	0	0	31,931	7,532	0	0	0	0	0	7,532			
29 MFS RESEARCH INTERNATIONAL FUN	552903470	6/23/2009	6/19/2013	14,859	0	0	0	0	14,506	0	0	0	0	0	0	0			
30 MFS RESEARCH INTERNATIONAL FUN	552903470	6/23/2009	6/23/2013	25,442	0	0	0	0	16,943	8,499	0	0	0	0	0	8,499			
31 OPENHEIMER DEVELOPING MKTS INS	683914405	6/21/2011	6/19/2013	8,117	0	0	0	0	0	0	0	0	0	0	0	0			
32 OPENHEIMER DEVELOPING MKTS INS	683914405	6/24/2011	6/23/2013	10,938	0	0	0	0	8,417	2,539	0	0	0	0	0	2,539			
33 IMCO TOTAL RETURN FUND-INST	693390700	10/18/2010	6/19/2013	27,087	0	0	0	0	29,136	-2,069	0	0	0	0	0	-2,069			
34 IMCO TOTAL RETURN FUND-INST	693390700	10/18/2010	6/23/2013	22,734	0	0	0	0	32,445	-30,711	0	0	0	0	0	-30,711			
35 PIMCO TOTAL RETURN FUND-INST	693390700	10/23/2010	6/23/2013	29,930	0	0	0	0	32,226	-2,486	0	0	0	0	0	-2,486			
36 PIMCO COMMUNITY REALTN STRATE	722056567	6/23/2008	6/19/2013	71,580	0	0	0	0	25,024	-163,444	0	0	0	0	0	-163,444			
37 PIMCO COMMUNITY REALTN STRATE	722056567	6/23/2008	6/19/2013	37,956	0	0	0	0	12,776	-3,950	0	0	0	0	0	-3,950			
38 PIMCO COMMUNITY BR STRATNS	722056567	6/23/2008	6/19/2013	159,352	0	0	0	0	589,816	-400,424	0	0	0	0	0	-400,424			
39 PIMCO COMMUNITY BR STRATNS	722056567	10/15/2009	6/23/2013	21,833	0	0	0	0	354,986	-102,663	0	0	0	0	0	-102,663			
40 SPDR DOW JONES REIT ETF	72644A607	12/16/2011	6/19/2013	5,260	0	0	0	0	4,217	0	0	0	0	0	0	0			
41 SPDR DOW JONES REIT ETF	72644A607	2/1/2011	6/23/2013	8,211	0	0	0	0	5,221	1,043	0	0	0	0	0	1,043			
42 SPDR DOW JONES REIT ETF	72644A607	12/16/2011	6/19/2013	516,657	0	0	0	0	414,944	101,693	0	0	0	0	0	101,693			
43 VANGUARD INSTITUTIONAL INDEX FUN	922040100	6/26/2012	9/23/2013	32,545	0	0	0	0	32,922	7,695	0	0	0	0	0	7,695			
44 VANGUARD INSTITUTIONAL INDEX FUN	922040100	9/22/2010	6/23/2013	40,759	0	0	0	0	40,759	11,766	0	0	0	0	0	11,766			

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

Name		Check "X" if Business	Street	City	State	Zip Code	Foreign County	Title	Avg Hrs Per Week	Compensation AS REQD	Benefits	Expense Account
SUNTRUST BANKS, INC			303 PEACHTREE STREET, 15TH FL ATLANTA		GA	30308		TRUSTEE	142.283	142.283		
												0

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

	Date	Amount
1 Credit from prior year return	1	
2 First quarter estimated tax payment	2	7,019
3 Second quarter estimated tax payment	3	61,671
4 Third quarter estimated tax payment	4	32,390
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	
7 Total	7	101,080