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Form 990-PF



Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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




OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation CHARLES B & MARY M MCLIN FOUNDATION		A Employer identification number 59-7148365	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1406		Room/suite	B Telephone number (see instructions) (352) 383-2140
City or town, state or province, country, and ZIP or foreign postal code MOUNT DORA, FL 32756		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input type="checkbox"/> \$ 1,907,961		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
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.)			

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.	59,951	59,951	59,951	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	16,384			
	b Gross sales price for all assets on line 6a 162,911				
	7 Capital gain net income (from Part IV , line 2) . . .		16,384		
	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	76,335	76,335	59,951	
	13 Compensation of officers, directors, trustees, etc	18,954	9,477		9,477
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	 1,025			1,025
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 1,247	473		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	 41	15		26
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	21,267	9,965		10,528
	25 Contributions, gifts, grants paid	54,037			54,037
	26 Total expenses and disbursements. Add lines 24 and 25	75,304	9,965		64,565
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,031			
	b Net investment income (if negative, enter -0-)		66,370		
	c Adjusted net income (if negative, enter -0-)			59,951	

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	574		
	2	Savings and temporary cash investments	46,674	74,522	74,523
	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) ▶ _____ 25,000 Less allowance for doubtful accounts ▶ _____		25,000	25,000
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges		776	
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	678,012	729,020	1,151,096
	c	Investments—corporate bonds (attach schedule).	802,934	627,319	647,332
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)		74,453	
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			10,010
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,528,194	1,531,090	1,907,961
	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)			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	1,528,194	1,531,090	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	1,528,194	1,531,090	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,528,194	1,531,090	

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	1,528,194
2	Enter amount from Part I, line 27a	2	1,031
3	Other increases not included in line 2 (itemize) ▶ _____	3	1,865
4	Add lines 1, 2, and 3	4	1,531,090
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	1,531,090

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				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	16,384
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	-1,772

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 page 18 of 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	90,295		
2011	91,465	1,663,344	0 05499
2010	86,847	1,615,886	0 05375
2009	109,897	1,364,322	0 08055
2008	104,614	1,848,117	0 05661
2	Total of line 1, column (d).		2 0 24589
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 04918
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.		4 1,816,589
5	Multiply line 4 by line 3.		5 89,336
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 664
7	Add lines 5 and 6.		7 90,000
8	Enter qualifying distributions from Part XII, line 4.		8 64,565
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,327
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3 Add lines 1 and 2.	3	1,327
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	1,327
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	776
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	776
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	551
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for 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>	1b		No
c Did the foundation file Form 1120-POL for this year?.	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
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>	2		No
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>	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		No
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>	5		No
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	
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>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions): <input type="checkbox"/> FL _____			
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? <i>If "No," attach explanation.</i>	8b	Yes	
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>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of FNB MOUNT DORA TRUST DEPT Telephone no (352) 383-2140 Located at 714 N DONNELLY ST MOUNT DORA FL ZIP+4 32757			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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		No
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? 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		No
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?			
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		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b

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

5b

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).

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

No

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
FIRST NATL BANK OF MT DORA	Trustee	18,954		
PO BOX 1406	8 00			
MOUNT DORA,FL 32756				

2

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

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

Total

number of other employees paid over \$50,000.

Part VIII

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
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	
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	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,783,367
b	Average of monthly cash balances.	1b	60,886
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,844,253
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	1,844,253
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	27,664
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,816,589
6	Minimum investment return. Enter 5% of line 5.	6	90,829

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	90,829
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	1,327
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,327
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	89,502
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	89,502
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	89,502

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	64,565
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	64,565
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	64,565
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				89,502
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only.				
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2013				
a	From 2008.				
b	From 2009.	34,219			
c	From 2010.	6,934			
d	From 2011.	10,161			
e	From 2012.	91,069			
f	Total of lines 3a through e.	142,383			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 64,565				
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).	0			
d	Applied to 2013 distributable amount.				64,565
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).)	24,937			24,937
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	117,446			
b	Prior years' undistributed income Subtract line 4b from line 2b.				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
e	Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f	Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				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). . .				
9	Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	117,446			
10	Analysis of line 9				
a	Excess from 2009. . . .	9,282			
b	Excess from 2010. . . .	6,934			
c	Excess from 2011. . . .	10,161			
d	Excess from 2012. . . .	91,069			
e	Excess from 2013. . . .				

Part XIV

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. . . .

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

■ 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))

• 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

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 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 Paid during the year See Additional Data Table				
Total			3a	54,037
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Form **990-PF** (2013)

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(1)

No

(2)

Other assets.

1a(2)

No

b

Other transactions

(1)

Sales of assets to a noncharitable exempt organization.

1b(1)

No

(2)

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

(3)

Rental of facilities, equipment, or other assets.

1b(3)

No

(4)

Reimbursement arrangements.

1b(4)

No

(5)

Loans or loan guarantees.

1b(5)

No

(6)

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

d

If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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 or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

2014-05-13

Date

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

Yes

No

Paid Preparer Use Only

Print/Type preparer's name
CLARE L GARNER JR
CPA

Preparer's Signature

Date

Check if self-employed

PTIN
P00120475

Firm's name Greenlee Kurras Rice & Brown PA CPAs


Firm's EIN

Firm's address 627 Donnelly Street Mount Dora, FL 32757

Phone no (352) 383-6300

Form 990-PF (2013)

Form 990PF Part XV Line 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 Paid during the year				
GOLDEN TRIANGLE YMCA 32029 MERRY ROAD TAVARES,FL 32778	N/A	PUB CH	YOUTH SPORTS PROGRAMS	2,500
CHRISTIAN HOME BIBLE SCHOOL 200 W 13TH AVE MOUNT DORA,FL 32757	N/A	PUB CH	BOOSTER CLUB MEMBERSHIP / ATHLETICS / ROBOTICS	12,000
MOUNT DORA HIGH SCHOOL 700 N HIGHLAND ST MOUNT DORA,FL 32757	N/A	GOVT	FBLA / ATHLETICS	1,500
TAKE STOCK IN CHILDREN LAKESUMTER 910 N DIXIE AVE LEESBURG,FL 34748	N/A	PUB CH	ANNUAL SPELLING BEE & SCHOLARSHIP PROGRAM	5,000
FLORIDA LAKES SYMPHONY ORCHESTRA PO BOX 524 GROVELAND,FL 34736	N/A	PUB CH	COMMUNITY SYMPHONY ENDOWMENT PROGRAM	500
EARLY LEARNING COALITION OF LAKE CO 1300 CITIZENS BLVD 260 LEESBURG,FL 34748	N/A	PUB CH	SCHOOL READINESS PROGRAM	5,000
ST EDWARDS CHURCH PRESCHOOL 460 N GRANDVIEW ST MOUNT DORA,FL 32757	N/A	PUB CH	EDUCATION FUNDING	1,000
TRIANGLE ELEMENTARY SCHOOL 1707 EUDORA RD MOUNT DORA,FL 32757	N/A	GOVT	EDUCATION EQUIPMENT	5,000
MDHS HURRICANE BOOSTERS 700 NORTH HIGHLAND ST MOUNT DORA,FL 32757	N/A	PUB CH	ANNUAL MEMBERSHIP / FUNDRAISING	500
SUNRISE ARC 35201 RADIO ROAD LEESBURG,FL 34748	N/A	PUB CH	CPR AND FIRST AID CLASS	1,250
MOUNT DORA COMMUNITY TRUST PO BOX 1406 MOUNT DORA,FL 32756	N/A	PUB CH	ATHLETIC TRAINING SCHOLARSHIPS FOR HOOPS PAT BURKE TRAINING FACILITY	2,620
TROUT LAKE NATURE CENTER PO BOX 641 EUSTIS,FL 32757	NA	PUB CH	ENVIRONMENTAL EDUCATION PROGRAM	3,280
BUILDING BLOCKS MINISTRY 548 SOUTH HIGHWAY 27 MINNEOLA,FL 34715	N/A	PUB CH	FOR BUILDING HEALTHY BODIES	2,737
UCP OF CENTRAL FLORIDA 5800 GOLF CLUB PARKWAY ORLANDO,FL 32808	N/A	PUB CH	SPONSORSHIP FOR ANNUAL GALA	500
ALEE ACADEMY 1705 County Road 44 EUSTIS,FL 32736		PUB CH	INTERNSHIP PROGRAM	5,000
Total  3a				54,037

Form 990PF Part XV Line 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 Paid during the year				
EDUCATION FOUNDATION OF LAKE COUNTY 2045 PRUITT STREET LEESBURG,FL 34748	N/A	PUB CH	EDUCATION PROGRAMS	1,750
LAKE COUNTY BOCC 315 WEST MAIN STREET TAVARES,FL 32778	N/A	GOVT	FESTIVAL	500
BAY STREET PLAYERS PO BOX 1405 EUSTIS,FL 32727	N/A	PUB CH	AFTER SCHOOL PROGRAM	2,400
THE TRADITIONAL CONGREGATION OF MT 848 NORTH DONNELLY STREET MOUNT DORA,FL 32757	N/A	PUB CH	SPONSORSHIP	1,000
Total ▶ 3a				54,037

TY 2013 Accounting Fees Schedule**Name:** CHARLES B & MARY M MCLIN FOUNDATION**EIN:** 59-7148365**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE	1,025	0	0	1,025

TY 2013 Other Expenses Schedule**Name:** CHARLES B & MARY M MCLIN FOUNDATION**EIN:** 59-7148365**Software ID:** 13000170**Software Version:** 2013v3.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS	26			26
SETTLEMENT CHARGES	15	15		

TY 2013 Other Increases Schedule

Name: CHARLES B & MARY M MCLIN FOUNDATION

EIN: 59-7148365

Software ID: 13000170

Software Version: 2013v3.1

Description	Amount
MISCELLANEOUS	1,865

TY 2013 Taxes Schedule**Name:** CHARLES B & MARY M MCLIN FOUNDATION**EIN:** 59-7148365**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FED EXCISE TAXES ON NII	774			
FOREIGN W/H ON DIVIDENDS	473	473		

ACCT F00H 600003016
FROM 01/01/2014
TO 12/31/2013

FIRST NATIONAL BANK OF MOUNT DORA
STATEMENT OF CAPITAL GAINS AND LOSSES
MCLIN FOUNDATION

PAGE 40
RUN 01/27/2014
10 20 36 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER 1
TRUST ADMINISTRATOR CEB
INVESTMENT OFFICER EP

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949
650 0000 COCA COLA COM - 191216100 - MINOR = 405								
SOLD		11/08/2013	25826 53					
ACQ	650 0000	06/09/2010	25826 58	1480 13	9025 45	LT	Y	C
50000 0000 GOLDMAN SACHS 5 250% DUE 10/15/13 - 381416DQ4 - MINOR = 200								
SOLD		10/15/2013	50000 00					
ACQ	50000 0000	03/28/2008	50000 00	50893 81	-893 80	LT	Y	C
325 0000 JOY GLOBAL COM - 481165108 - MINOR = 425								
SOLD		08/05/2013	16242 96					
ACQ	325 0000	11/03/2005	16242 96	13703 51	2449 45	LT	Y	C
275 0000 KOHL'S COM - 590255104 - MINOR = 400								
SOLD		04/01/2013	12500 75					
ACQ	275 0000	06/09/2010	12500 75	13896 63	-1395 88	LT	Y	C
125 0000 PROCTER & GAMBLE COM - 742718109 - MINOR = 405								
SOLD		11/08/2013	16242 96					
ACQ	125 0000	01/15/2013	16242 96	5511 25	731 12	ST		C
250 0000 UNILEVER NV COM - 304784709 - MINOR = 400								
SOLD		02/15/2013	9817 05					
ACQ	250 0000	04/24/2012	9817 05	7927 42	1889 63	ST		C
350 0000 WAL-MART STORES COM - 921142103 - MINOR = 105								
SOLD		09/06/2013	255 2 95					
ACQ	350 0000	06/24/1999	25573 95	16803 31	8770 64	LT	Y	C
375 0000 GARMIN LTD COM - H1906T109 - MINOR = 434								
SOLD		04/08/2013	1165 28					
ACQ	375 0000	05/11/2012	12857 28	17050 08	-4392 80	ST		C
FOUND JDATE 08/13 13								
TOTALS			162910 94	146528 83				

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM	SI WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	0 00	0 00	18156 16	0 00	0 00	0 00*
COVERED FROM ABOVE	-1772 05	0 00	0 00	0 00	0 00	0 00
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIV/DIST	0 00	0 00	0 00			0 00
	-1772 05	0 00	18156 16	0 00	0 00	0 00
STATE						
NONCOVERED FROM ABOVE	0 00	0 00	18156 16	0 00	0 00	0 00*
COVERED FROM ABOVE	-1772 05	0 00	0 00	0 00	0 00	0 00
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIV/DIST	0 00	0 00	0 00			0 00
	-1772 05	0 00	18156 16	0 00	0 00	0 00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0 00	0 00
FLORIDA	N/A	N/A

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
CASH & EQUIVALENTS						
CASH						
PRINCIPAL CASH		-12,732 04	-12,732 04	0 00		
INCOME CASH		12,732 04	12,732 04	0 00		
TOTAL CASH		\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00	0.00%
TAXABLE MONEY MARKETS & EQUIVALENTS						
FEDERATED PRIME OB FD #10	74,523 30	74,523.30 1 00	74,523.30 1 00	0.00	10.00 1.44	0 01%
TOTAL TAXABLE MONEY MARKETS & EQUIVALENTS		\$ 74,523.30	\$ 74,523.30	\$ 0.00	\$ 10.00 \$ 1.44	0.01%
TOTAL CASH & EQUIVALENTS		\$ 74,523.30	\$ 74,523.30 ✓	\$ 0.00	\$ 10.00 \$ 1.44	0.01%
FIXED INCOME						
CORPORATE BONDS						
BANK OF AMERICA 5 125% DUE 11/15/14	75,000	77,706.00 103.61	79,790 25 106 39	-2,084 25	3,843.00 491.14	4 95%

ACCOUNT NUMBER: 60-0003-01-6
STATEMENT PERIOD: 01/01/13 - 12/31/13

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
BANK OF AMERICA 3.750% DUE 07/12/16	25,000	26,578.00 106.31	25,002.50 100.01	1,575.50	937.00 440.10	3.53%
BEAR STEARNS 4.650% DUE 07/02/18	75,000	81,665.25 108.89	78,611.25 104.82	3,054.00	3,487.00 1,734.06	4.27%
CITIGROUP 5.000% DUE 09/15/14	30,000	30,854.40 102.85	31,675.80 105.59	-821.40	1,500.00 441.66	4.86%
GENERAL ELECTRIC CAPITAL 4.375% DUE 09/21/15	50,000	52,993.50 105.99	51,694.00 103.39	1,299.50	2,187.00 607.63	4.13%
GOLDMAN SACHS 3.600% DUE 11/15/17	25,000	25,513.75 102.06	25,000.00 100.00	513.75	900.00 40.00	3.53%
J P MORGAN CHASE 6.00% DUE 10/01/17	50,000	57,206.00 114.41	53,700.00 107.40	3,506.00	3,000.00 749.99	5.24%
MORGAN STANLEY 3.450% DUE 11/02/15	75,000	78,068.25 104.09	75,411.75 100.55	2,656.50	2,587.00 424.06	3.31%
WELLS FARGO 5.000% DUE 11/15/14	50,000	51,888.00 103.78	52,223.59 104.45	-335.59	2,500.00 319.44	4.82%
WYETH 5.500% DUE 2/15/16	100,000	109,812.00 109.81	101,766.00 101.77	8,046.00	5,500.00 2,077.77	5.01%
TOTAL CORPORATE BONDS		\$ 592,285.15	\$ 574,875.14✓	\$ 17,410.01	\$ 26,441.00 \$ 7,325.85	4.46%
FOREIGN BONDS & NOTES						

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
BARCLAYS BANK PLC MTN 5 000% DUE 09/22/16	50,000	55,047 00 110 09	52,443.50 104 89	2,603 50	2,500.00 687.49	4.54%
TOTAL FOREIGN BONDS & NOTES		\$ 55,047.00	\$ 52,443.50 ✓	\$ 2,603.50	\$ 2,500.00 \$ 687.49	4.54%
TOTAL FIXED INCOME		\$ 647,332.15	\$ 627,318.64 ✓	\$ 20,013.51	\$ 28,941.00 \$ 8,013.34	4.47%
EQUITIES						
STOCKS						
CONSUMER DISCRETIONARY						
CINEMARK HOLDING COM	550	18,331.50 33 33	8,298.67 15.09	10,032 83	550 00	3.00%
HOME DEPOT COM	175	14,409 50 82 34	12,210 01 69 77	2,199 49	273.00	1 89%
MACYS COM	225	12,015 00 53.40	8,154 54 36.24	3,860.46	225.00 56 25	1 87%
TOTAL CONSUMER DISCRETIONARY		\$ 44,756.00	\$ 28,663.22	\$ 16,092.78	\$ 1,048.00 \$ 56.25	2.34%
CONSUMER STAPLES						
CVS/CAREMARK COM	625	44,731.25 71.57	17,474.26 27.96	27,256.99	687 00	1.54%

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
GREEN MOUNTAIN COFFEE	300	22,662 00 75 54	25,144 47 83.82	-2,482 47	300.00	1 32%
TOTAL CONSUMER STAPLES		\$ 67,393.25	\$ 42,618.73	\$ 24,774.52	\$ 987.00 \$ 0.00	1.47%
ENERGY						
CHEVRON COM	325	40,595 75 124 91	23,289.37 71 66	17,306.38	1,300 00	3.20%
CONOCOPHILLIPS COM	488	34,477 20 70.65	18,423 89 37 75	16,053.31	1,346.00	3.91%
HOLLYFRONTIER	700	34,783 00 49.69	22,145 86 31 64	12,637 14	840.00	2 41%
PHILLIPS 66 COM	244	18,819 72 77 13	5,474.63 22 44	13,345 09	380 00	2 02%
TOTAL ENERGY		\$ 128,675.67	\$ 69,333.75	\$ 59,341.92	\$ 3,866.00 \$ 0.00	3.01%
FINANCIALS						
BB&T COM	850	31,722.00 37.32	28,572 58 33.62	3,149 42	782 00	2 47%
BANK OF MONTREAL	350	23,331 00 66 66	20,534 25 58 67	2,796 75	1,000.00	4.29%

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
METLIFE POLICYHOLDER TRUST COM	225	12,132.00 53.92	13,177.59 58.57	-1,045.59	247.00	2.04%
TORONTO-DOMINION BANK	150	14,136.00 94.24	12,092.92 80.62	2,043.08	483.00	3.42%
VISA CLASS A COM	200	44,536.00 222.68	14,705.73 73.53	29,830.27	320.00	0.72%
TOTAL FINANCIALS		\$ 125,857.00	\$ 89,083.07	\$ 36,773.93	\$ 2,832.00 \$ 0.00	2.25%
HEALTH CARE						
EXPRESS SCRIPTS HLDG	375	26,340.00 70.24	4,364.82 11.64	21,975.18		
GLAXOSMITHKLINE PLC SPONSOR ADR	625	33,368.75 53.39	27,041.87 43.27	6,326.88	1,505.00 385.05	4.51%
PFIZER COM	1,025	31,395.75 30.63	18,161.57 17.72	13,234.18	1,066.00	3.40%
TEVA PHARMACEUTICAL INDS ADR COM	625	25,050.00 40.08	29,546.70 47.28	-4,496.70	678.00	2.71%
TOTAL HEALTH CARE		\$ 116,154.50	\$ 79,114.96	\$ 37,039.54	\$ 3,249.00 \$ 385.05	2.80%
INDUSTRIALS						

PORTFOLIO INVESTMENTS							
ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD	
PENTAIR LTD COM	113	8,776.71 77.67	3,184.23 28.18	5,592.48	113.00	1.29%	
DEERE & COMPANY COM	375	34,248.75 91.33	30,765.70 82.04	3,483.05	765.00 191.25	2.23%	
ILLINOIS TOOL WKS COM	450	37,836.00 84.08	19,970.28 44.38	17,865.72	756.00 189.00	2.00%	
NORFOLK SOUTHERN COM	125	11,603.75 92.83	8,365.63 66.93	3,238.12	260.00	2.24%	
TRINITY INDUSTRIES	400	21,808.00 54.52	16,254.20 40.64	5,553.80	240.00	1.10%	
TOTAL INDUSTRIALS		\$ 114,273.21	\$ 78,540.04	\$ 35,733.17	\$ 2,134.00 \$ 380.25	1.87%	
INFORMATION TECHNOLOGY							
TYCO INTL COM	475	19,494.00 41.04	8,979.63 18.90	10,514.37	304.00	1.56%	
ADT COM	237	9,591.39 40.47	5,860.02 24.73	3,731.37	118.00	1.24%	
AVNET COM	725	31,979.75 44.11	18,450.94 25.45	13,528.81	435.00	1.36%	
CORNING COM	1,125	20,047.50 17.82	28,415.60 25.26	-8,368.10	450.00	2.24%	

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
HARRIS COM	525	36,650.25 69.81	19,620.22 37.37	17,030.03	882.00	2.41%
QUALCOMM COM	275	20,418.75 74.25	17,107.66 62.21	3,311.09	385.00	1.89%
TEXAS INSTRUMENTS COM	450	19,759.50 43.91	10,954.84 24.34	8,804.66	540.00	2.73%
TOTAL INFORMATION TECHNOLOGY		\$ 157,941.14	\$ 109,388.91	\$ 48,552.23	\$ 3,114.00	1.97%
					\$ 0.00	
MATERIALS						
BHP BILLITON LTD COM	300	20,460.00 68.20	20,405.55 68.02	54.45	696.00	3.40%
DU PONT E I DE NEMOURS COM	500	32,485.00 64.97	22,402.37 44.81	10,082.63	900.00	2.77%
TOTAL MATERIALS		\$ 52,945.00	\$ 42,807.92	\$ 10,137.08	\$ 1,596.00	3.01%
					\$ 0.00	
TELECOMMUNICATIONS						
VERIZON COMMUNICATIONS COM	500	24,570.00 49.14	17,457.04 34.91	7,112.96	1,060.00	4.31%
TOTAL TELECOMMUNICATIONS		\$ 24,570.00	\$ 17,457.04	\$ 7,112.96	\$ 1,060.00	4.31%
					\$ 0.00	

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
UTILITIES						
AMERICAN ELECTRIC POWER COM	525	24,538.50 46.74	19,028.79 36.25	5,509.71	1,050.00	4.28%
TECO ENERGY COM	550	9,482.00 17.24	9,081.72 16.51	400.28	484.00	5.10%
TOTAL UTILITIES		\$ 34,020.50	\$ 28,110.51	\$ 5,909.99	\$ 1,534.00 \$ 0.00	4.51%
ETF CLOSED END EQUITY FUNDS						
ETF SPDR S&P 500 TRUST	975	180,072.75 184.69	131,104.68 134.47	48,968.07	3,267.00 955.74	1.81%
TECHNOLOGY SELECT SECTOR SPDR	425	15,189.50 35.74	12,796.75 30.11	2,392.75	258.00	1.70%
TOTAL ETF CLOSED END EQUITY FUNDS		\$ 195,262.25	\$ 143,901.43	\$ 51,360.82	\$ 3,525.00 \$ 955.74	1.81%
TOTAL STOCKS		\$ 1,061,848.52	\$ 729,019.58 ✓	\$ 332,828.94	\$ 24,945.00 \$ 1,777.29	2.35%
MUTUAL FUNDS						
MUTUAL FUNDS - EQUITY						
AM EURO PACIFIC GROWTH FD CL F2	702.986	34,432.25 48.98	30,580.80 43.50	3,851.45	403.00	1.17%

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
THE INCOME FUND OF AMERICA CL F2	1,150	23,724.50 20.63	19,872.00 17.28	3,852.50	795.00	3.35%
VANGUARD TOTAL INT'L STOCK INDEX FUND	1,856.148	31,090.48 16.75	24,000.00 12.93	7,090.48	816.00	2.63%
TOTAL MUTUAL FUNDS - EQUITY		\$ 89,247.23	\$ 74,452.80	\$ 14,794.43	\$ 2,014.00 \$ 0.00	2.26%
TOTAL MUTUAL FUNDS		\$ 89,247.23	\$ 74,452.80 ✓	\$ 14,794.43	\$ 2,014.00 \$ 0.00	2.26%
TOTAL EQUITIES		\$ 1,151,095.75	\$ 803,472.38 ✓	\$ 347,623.37	\$ 26,959.00 \$ 1,777.29	2.34%
MISCELLANEOUS						
OTHER MISCELLANEOUS ASSETS						
SOUTH LAKE SKILLED NURSING FAC NOTE 9.500% DUE 05/28/2025	25,000	25,000.00 1.00	25,000.00 1.00	0.00	2,375.00 217.71	9.50%
TOTAL OTHER MISCELLANEOUS ASSETS		\$ 25,000.00	\$ 25,000.00 ✓	\$ 0.00	\$ 2,375.00 \$ 217.71	9.50%
DOCUMENTS						
ORIG DECLARATION OF TRUST DT D 01/20/00	1	0.00 0.00	0.00 0.00	0.00		

PORTFOLIO INVESTMENTS							
ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD	
ORIG AGMT DTD 04/04/95	1	0 00 0 00	0 00 0.00	0 00			
TOTAL DOCUMENTS		\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00 \$ 0.00	0.00%	
TOTAL MISCELLANEOUS		\$ 25,000.00	\$ 25,000.00	\$ 0.00	\$ 2,375.00 \$ 217.71	9.50%	
TOTAL MARKET VALUE		\$ 1,897,951.20	\$ 1,530,314.32	\$ 367,636.88	\$ 58,285.00 \$ 10,009.78	3.07%	
TOTAL MARKET VALUE PLUS ACCRUED INCOME		\$ 1,907,960.98					