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For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation

JOSEPH C FERREE CHARITABLE TRUST 1038000045

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

Room/suite

A Employer identification number

61-6144664

STOCK YARDS BANK & TR CO P.O. BOX 34290

City or town, state or province, country, and ZIP or foreign postal code

LOUISVILLE, KY 40232-4290

G Check all that apply:

 Initial return Final return Address change Initial return of a former public charity Amended return Name changeH Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at
end of year (from Part II, col. (c), line
16) ► \$ 3,887,041.J Accounting method: Cash Accrual
 Other (specify) _____

(Part I, column (d) must be on cash basis.)

B Telephone number (see instructions)

502-625-2282

C If exemption application is
pending, check here ► D 1. Foreign organizations, check here ►
2. Foreign organizations meeting the
85% test, check here and attach
computation ► E If private foundation status was terminated
under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ► Part I Analysis of Revenue and Expenses (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input 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	79,130.	70,148.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	187,776.			
b Gross sales price for all assets on line 6a 1,595,575.				
7 Capital gain net income (from Part IV, line 2)		187,776.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less. Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	6,608.			STMT 1
12 Total. Add lines 1 through 11	273,514.	257,924.		
13 Compensation of officers, directors, trustees, etc	27,439.	27,439.		
14 Other employee salaries and wages				
15 Pension plans, employee benefits	RECEIVED			
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 2 5 MAY 16 2014	750.	750.	NONE	NONE
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 3 5 MAY 16 2014	550.	550.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses.				
Add lines 13 through 23	28,739.	28,739.	NONE	NONE
25 Contributions, gifts, grants paid	180,964.			180,964.
26 Total expenses and disbursements. Add lines 24 and 25	209,703.	28,739.	NONE	180,964.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	63,811.			
b Net investment income (if negative, enter -0-)		229,185.		
c Adjusted net income (if negative, enter -0-)				

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		160,685.	181,243.	181,243.
	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				
	10 a 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)		3,228,010.	3,261,801.	3,705,798.
	14 Land, buildings, and equipment: basis ►				
	Less: accumulated depreciation ► (attach schedule)				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		3,388,695.	3,443,044.	3,887,041.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)				NONE
	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, . . . ► <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		3,388,695.	3,443,044.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)		3,388,695.	3,443,044.	
	31 Total liabilities and net assets/fund balances (see instructions)		3,388,695.	3,443,044.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,388,695.
2 Enter amount from Part I, line 27a	2	63,811.
3 Other increases not included in line 2 (itemize) ► ROUNDING	3	3.
4 Add lines 1, 2, and 3	4	3,452,509.
5 Decreases not included in line 2 (itemize) ► POSTED IN 2013 EFFECTIVE 2012	5	9,465.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,443,044.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 1,595,575.		1,407,799.	187,776.		
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			187,776.		
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	187,776.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	179,904.	3,413,151.	0.052709
2011	163,618.	3,496,303.	0.046797
2010	153,391.	3,362,193.	0.045622
2009	176,233.	3,083,511.	0.057153
2008	167,713.	3,571,197.	0.046963
2 Total of line 1, column (d)			2 0.249244
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 0.049849
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 3,635,121.
5 Multiply line 4 by line 3			5 181,207.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,292.
7 Add lines 5 and 6			7 183,499.
8 Enter qualifying distributions from Part XII, line 4			8 180,964.
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)	1	4,584.
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			
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	4,584.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	4,584.	
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,060.	
b	Exempt foreign organizations - tax withheld at source	6b	NONE	
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	1,060.	
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	3,524.	
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"/> NONE Refunded ► <input type="checkbox"/> 11			

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10		X

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?

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

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

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

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation ► \$ _____ (2) On foundation managers. ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

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

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

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

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

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

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

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?

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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► **KY**

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.

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.

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14 The books are in care of ► STOCK YARDS TRUST CO. Telephone no. ► (502) 625-2282		
Located at ► 200 SOUTH FIFTH STREET, LOUISVILLE, KY ZIP+4 ► 40232-4290		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► <input type="checkbox"/> 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? 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	No

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.

1a	During the year did the foundation (either directly or indirectly):	Yes	No
(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 type="checkbox"/> Yes <input checked="" 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 ► <input type="checkbox"/>	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 ►	2b	
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.)	3b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	4a	X
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	4b	X
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
Stock Yards Bank & Trust Co P O Box 34290, Louisville, KY 40232-4290	Trustee 1	27,439.	-0-	-0-

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE

Total number of others receiving over \$50,000 for professional services ►		NONE

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE

2 -----

3 -----

4 -----

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

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

Amount

1 NONE

2 -----

All other program-related investments See instructions

3 NONE

Total. Add lines 1 through 3 ►

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,557,694.
b	Average of monthly cash balances	1b	132,784.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,690,478.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,690,478.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	55,357.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,635,121.
6	Minimum investment return. Enter 5% of line 5	6	181,756.

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	181,756.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	4,584.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,584.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	177,172.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	177,172.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	177,172.

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	180,964.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	180,964.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	180,964.

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				177,172.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only				65,255.
b Total for prior years 20 11 ,20 20 ,20		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 180,964.				65,255.
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				115,709.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			NONE	
d Subtract line 6c from line 6b. Taxable amount - see instructions			NONE	
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				61,463.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	NONE			
e Excess from 2013	NONE			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

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

4942(j)(3) or 4942(j)(5)

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

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)(ii)					
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income .					

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

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

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)				
a Paid during the year				
EPILEPSY FOUNDATION OF AMERICA ATTN: MS PATRI 8301 PROFESSIONAL PLACE-EAST LANDOVER MD 207	NONE	PC	NAMED RECIPIENT IN TRUST DOCUMENT	25,852.
ONEIDA BAPTIST INSTITUTE ATTN: WESLEY F UNDER PO BOX 67 ONEIDA KY 40972	NONE	PC	NAMED RECIPIENT IN TRUST DOCUMENT	25,852.
CEREBRAL PALSY SCHOOL OF ATTN: BARBARA HENCHE 1520 BAXTER AVENUE LOUISVILLE KY 40205-1097	NONE	PC	GENERAL FUNDING	25,852.
ALICE LLOYD COLLEGE ATTN: BUSINESS OFFICE 100 PUROSE ROAD PIPPA PASSES KY 41844	NONE	PC	NAMED RECIPIENT IN TRUST DOCUMENT	25,852.
KOSAIR CHARITIES COMMITTEE INC CHIEF FINANCIA P O BOX 37370 LOUISVILLE KY 40233-7370	NONE	PC	NAMED RECIPIENT IN TRUST DOCUMENT	25,852.
JAMES GRAHAM BROWN CANCER CENTER ATTN: DEVELO 529 SOUTH JACKSON STREET LOUISVILLE KY 40202	NONE	NC	NAMED RECIPIENT IN TRUST DOCUMENT	25,852.
CEDAR LAKE LODGE ATTN: GREG SIMPSON 7984 NEW LAGRANGE ROAD LOUISVILLE KY 40222	NONE	PC	NAMED RECIPIENT IN TRUST DOCUMENT	25,852.
Total			► 3a	180,964.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Business income		Excluded by section 312, 313, or 314		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 EXCISE TAX REFUND					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				273,514.	
13 Total. Add line 12, columns (b), (d), and (e)				13	273,514.
(See worksheet in line 13 instructions to verify calculations.)					

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

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

(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.

Sign
Here

 Ted Snowden

05/07/2014

Date _____

Title

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

Paid Preparer Use Only	Print/Type preparer's name WESLEY HIRSCHBERG	Preparer's signature 	Date 05/07/2014	Check <input type="checkbox"/> if self-employed	PTIN P00162244
	Firm's name ► ERNST & YOUNG U.S. LLP	Firm's EIN ► 34-6565596			
	Firm's address ► 155 NORTH WACKER DRIVE CHICAGO, IL 60606	Phone no 312-879-2000			

SCHEDULE D
(Form 1041)Department of the Treasury
Internal Revenue Service**Capital Gains and Losses**

OMB No 1545-0092

► Attach to Form 1041, Form 5227, or Form 990-T.
 ► Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
 ► Information about Schedule D and its separate instructions is at www.irs.gov/form1041

2013

Name of estate or trust

Employer identification number

JOSEPH C FERREE CHARITABLE TRUST 1038000045

61-6144664

Note: Form 5227 filers need to complete only Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked	383,595.	356,204.		27,391.
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824			4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts			5	
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet			6 ()	
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ►			7	27,391.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked	1,150,833.	1,051,595.		99,238.
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824			11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.			12	
13 Capital gain distributions.			13	61,147.
14 Gain from Form 4797, Part I.			14	
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet			15 ()	
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back ►			16	160,385.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2013

JSA
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23

-

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
17	Net short-term gain or (loss)	17		27,391.
18	Net long-term gain or (loss):			
a	Total for year	18a		160,385.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	18b		
c	28% rate gain	18c		
19	Total net gain or (loss). Combine lines 17 and 18a ►	19		187,776.

Note: If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and do not complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

20	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	20	()
a	The loss on line 19, column (3) or b \$3,000		

Note: If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero.

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34).	21		
22	Enter the smaller of line 18a or 19 in column (2) but not less than zero	22		
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23		
24	Add lines 22 and 23	24		
25	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ►	25		
26	Subtract line 25 from line 24. If zero or less, enter -0-	26		
27	Subtract line 26 from line 21. If zero or less, enter -0-	27		
28	Enter the smaller of the amount on line 21 or \$2,450	28		
29	Enter the smaller of the amount on line 27 or line 28	29		
30	Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ►	30		
31	Enter the smaller of line 21 or line 26	31		
32	Subtract line 30 from line 26	32		
33	Enter the smaller of line 21 or \$11,950	33		
34	Add lines 27 and 30	34		
35	Subtract line 34 from line 33. If zero or less, enter -0-	35		
36	Enter the smaller of line 32 or line 35	36		
37	Multiply line 36 by 15% ►	37		
38	Enter the amount from line 31	38		
39	Add lines 30 and 36	39		
40	Subtract line 39 from line 38. If zero or less, enter -0-	40		
41	Multiply line 40 by 20% ►	41		
42	Figure the tax on the amount on line 27. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	42		
43	Add lines 37, 41, and 42	43		
44	Figure the tax on the amount on line 21. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	44		
45	Tax on all taxable income. Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ►	45		

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION

EXCISE TAX REFUND

REVENUE
AND
EXPENSES
PER BOOKS

TOTALS

6,608.

6,608.

STATEMENT 1

JOSEPH C FERREE CHARITABLE TRUST 1038000045

61-6144664

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	750.	750.	-	-
TOTALS	750.	750.	=	=

JOSEPH C FERREE CHARITABLE TRUST 1038000045

61-6144664

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES ON QUALIFIED FOR FOREIGN TAXES ON NONQUALIFIED	279. 271. ----- TOTALS	279. 271. ----- 550. 550. =====

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STATEMENT 3

STOCK YARDS TRUST CO
200 SOUTH FIFTH STREET
LOUISVILLE KY 40202

ACCOUNT STATEMENT

ACCOUNT NUMBER 1038000045

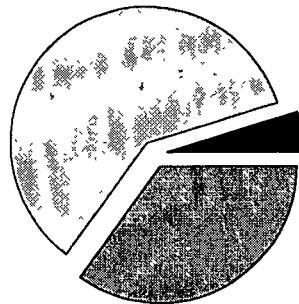
DECEMBER 01, 2013 TO DECEMBER 31, 2013

STOCK YARDS BANK & TRUST COMPANY
ATTN CYNTHIA WALTERS
TRUST COMPLIANCE OFFICER
PO BOX 34290
LOUISVILLE, KY 40232-4290

ACCOUNT NAME	JOSEPH C FERREE CHARITABLE TRUST UNDER AGREEMENT DTD 10/22/87
ACCOUNT NUMBER	1038000045
WEALTH ADVISOR	JEFFREY C FILCIK 502-625-9130 Jeffrey filcik@syb.com
INVESTMENT ADVISOR	DOUG HARPER 502-625-9122 doug harper@syb.com

INVESTMENT PORTFOLIO SUMMARY

MARKET VALUE AS OF	12/01/2013	12/31/2013	% OF ACCOUNT
CASH AND EQUIVALENTS	107,586.24	181,242.79	4.7%
EQUITIES	2,334,461.27	2,340,439.60	60.2%
FIXED INCOME	1,375,050.78	1,365,359.03	35.1%
Total	3,817,098.29	3,887,041.42	100.0%



ACCOUNT ACTIVITY SUMMARY

	THIS PERIOD	YEAR TO DATE	REALIZED CAPITAL GAINS / LOSSES		
			THIS PERIOD	YEAR TO DATE	
BEGINNING MARKET VALUE	3,817,098.29	3,488,555.48			
INTEREST & DIVIDENDS	75,991.41	130,236.61			
RECEIPTS	0.00	97,215.41	LONG TERM	61,146.52	160,398.81
PURCHASES & SALES	0.00	92,841.96	SHORT TERM	5,149.91	32,541.61
DISBURSEMENTS	2,334.86	299,736.29	TOTAL GAINS / LOSSES	66,296.43	192,940.42
MISCELLANEOUS	73,656.55	38,932.73			
CHANGE IN MARKET VALUE	69,943.13	416,860.98			
ENDING MARKET VALUE	3,887,041.42	3,887,041.42			

ACCOUNT STATEMENT

PAGE 2

ACCOUNT NUMBER 1038000045

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ASSET DETAIL

DESCRIPTION			MARKET VALUE/ TAX COST	MARKET PRICE/ COST PRICE	ESTIMATED ANNUAL INCOME	CURRENT YIELD
CASH AND EQUIVALENTS						
MONEY MARKET FUNDS						
SYB MONEY MARKET FUND			132,278 61 132,278 61	1 00 1 00	14 02	0 01
TOTAL MONEY MARKET FUNDS		SUB-TOTAL	132,278 61 132,278 61		14 02	0 01
TOTAL CASH AND EQUIVALENTS			132,278 61 132,278 61		14 02	0 01
 EQUITIES						
MUTUAL FUNDS - EQUITY						
MF EQUITY - LARGE CAP BLEND						
GABELLI EQUITY INCOME FUND AAA	GABEX	21,805 951	623,214 08 461,590 35	28 58 21 17	17,008 64	2 73
TOTAL MF EQUITY - LARGE CAP BLEND		SUB-TOTAL	623,214 08 461,590 35		17,008 64	2 73
MF EQUITY - LARGE CAP GROWTH						
MFS GROWTH FUND	MFEGX	12,362 643	808,640 48 670,100 97	65 41 54 20		
TOTAL MF EQUITY - LARGE CAP GROWTH		SUB-TOTAL	808,640 48 670,100 97		0 00	0 00
MF EQUITY - MID CAP VALUE						
ASTON /FAIRPOINTE MID CAP FUND	CHTTX	7,544 378	331,726 30 259,224 82	43 97 34 36	2,301 04	0 69
TOTAL MF EQUITY - MID CAP VALUE		SUB-TOTAL	331,726 30 259,224 82		2,301 04	0 69
MF EQUITY - SMALL CAP GROWTH						
MFS NEW DISCOVERY FUND	MNDAX	4,067 000	109,483 64 93,535 17	26 92 23 00		
TOTAL MF EQUITY - SMALL CAP GROWTH		SUB-TOTAL	109,483 64 93,535 17		0 00	0 00
MF EQUITY - SMALL CAP VALUE						
INVESCO SMALL CAP VALUE FUND	VSCAX	5,151 811	111,588 23 82,674 38	21 66 16 05	20 61	0 02
TOTAL MF EQUITY - SMALL CAP VALUE		SUB-TOTAL	111,588 23 82,674 38		20 61	0 02
MF INTERNATIONAL - GROWTH						
HARBOR INTERNATIONAL FUND	HIINX	1,641 360	115,436 85 100,676 05	70 33 61 34	2,056 62	1 78

ACCOUNT STATEMENT

PAGE 3

ACCOUNT NUMBER: 1038000045

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ASSET DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	MARKET VALUE/ TAX COST	MARKET PRICE/ COST PRICE	ESTIMATED ANNUAL INCOME	CURRENT YIELD
MF INTERNATIONAL - GROWTH						
HENDERSON INTERNATIONAL OPPORTUNITIES FUND	HFOAX	4,516 000	121,841 68 88,527 56	26 98 19 60	415 47	0 34
TOTAL MF INTERNATIONAL - GROWTH		SUB-TOTAL	237,278 53 189,203 61		2,472 09	1 04
MF INTERNATIONAL - EMERGING MKTS						
OPPENHEIMER DEVELOPING MARKETS	ODMAX	3,117 000	118,508 34 112,339 80	38 02 36 04	112 21	0 09
TOTAL MF INTERNATIONAL - EMERGING MKTS		SUB-TOTAL	118,508 34 112,339 80		112 21	0 09
TOTAL MUTUAL FUNDS - EQUITY		SUB-TOTAL	2,340,439 60 1,868,669 10		21,914 59	0 94
TOTAL EQUITIES			2,340,439 60 1,868,669 10		21,914 59	0 94

BOND MATURITY SUMMARY



AVERAGE TIME TO MATURITY 0 0 YEARS

CURRENT YIELD 3 00%

DESCRIPTION	RATING	PAR VALUE	MARKET VALUE/ TAX COST	MARKET PRICE/ COST PRICE	ESTIMATED ANNUAL INCOME	YIELD CURRENT/ MATURITY
FIXED INCOME MUTUAL FUNDS						
BAIRD CORE PLUS BOND FUND						
		32,268 000	360,110 88 368,500 56	11 16 11 42	10,196 69	2 83
DOUBLELINE TOTAL RETURN BOND FUND		19,808 000	213,530 24 224,056 43	10 78 11 31	10,478 43	4 91
FEDERATED TOTAL RETURN BOND FUND		32,891 666	358,190 24 364,459 14	10 89 11 08	11,150 27	3 11

ACCOUNT STATEMENT

PAGE 4

ACCOUNT NUMBER 1038000045

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ASSET DETAIL (CONTINUED)

DESCRIPTION	RATING	PAR VALUE	MARKET VALUE/ TAX COST	MARKET PRICE/ COST PRICE	ESTIMATED ANNUAL INCOME	YIELD CURRENT/ MATURITY
MUTUAL FUNDS						
T ROWE PRICE SHORT TERM BOND FUND		59,909 000	286,964 11 285,765 93	4 79 4 77	3,714 36	1 29
TEMPLETON GLOBAL BOND FUND A		11,154 000	146,563 56 150,350 48	13 14 13 48	5,353 92	3 65
TOTAL MUTUAL FUNDS		SUB-TOTAL	1,365,359 03 1,393,132 54		40,893 67	3 00
TOTAL FIXED INCOME			1,365,359 03 1,393,132 54		40,893 67	3 00
TOTAL PRINCIPAL ASSETS			3,838,077 24 3,394,080 25		62,822 28	1 64

ACCOUNT STATEMENT

PAGE 5

ACCOUNT NUMBER 1038000045

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ASSET DETAIL - INCOME ASSETS

DESCRIPTION	MARKET VALUE/ TAX COST	MARKET PRICE/ COST PRICE	ESTIMATED ANNUAL INCOME	CURRENT YIELD
CASH AND EQUIVALENTS				
MONEY MARKET FUNDS				
SYB MONEY MARKET FUND	48,964 18	1 00	5 19	0 01
SYB MONEY MARKET FUND	48,964 18	1 00	5 19	0 01
TOTAL MONEY MARKET FUNDS	SUB- TOTAL	48,964 18	5 19	0 01
		48 964 18		
TOTAL CASH AND EQUIVALENTS		48,964 18	5 19	0 01
		48 964 18		
TOTAL INCOME ASSETS		48,964 18	5 19	0 01
		48 964 18		

ACCOUNT STATEMENT

PAGE 6

ACCOUNT NUMBER 1038000045

DECEMBER 01, 2013 TO DECEMBER 31, 2013

TRANSACTION DETAIL

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
	BEGINNING BALANCE	0 00	0 00	3,369 387 88	
	INTEREST & DIVIDENDS				
	INTEREST				
12/02/13	INTEREST ON SYB MONEY MARKET FUND PAYABLE 12/02/2013		0 92		
12/02/13	INTEREST ON FEDERATED TOTAL RETURN BOND FUND PAYABLE 12/03/2013		1,035 48		
	TOTAL INTEREST	0 00	1,036 40	0 00	0 00
	DIVIDENDS				
12/02/13	DIVIDEND ON 59,909 SHS T ROWE PRICE SHORT TERM BOND FUND AT 0047809979 PER SHARE PAYABLE 11/29/2013 EX DATE 11/29/2013		286 42		
12/03/13	DIVIDEND ON 19,808 SHS DOUBLELINE TOTAL RETURN BOND FUND AT 0439308 PER SHARE PAYABLE 11/29/2013 EX DATE 11/29/2013		870 18		
12/09/13	DIVIDEND ON 3,117 SHS OPPENHEIMER DEVELOPING MARKETS AT 0364029939 PER SHARE PAYABLE 12/09/2013 EX DATE 12/09/2013		113 47		
12/18/13	DIVIDEND ON 1,641 36 SHS HARBOR INTERNATIONAL FUND AT 1 25349 PER SHARE PAYABLE 12/17/2013 EX DATE 12/17/2013		2,057 43		
12/18/13	DIVIDEND ON 11,154 SHS TEMPLETON GLOBAL BOND FUND A AT 0875 PER SHARE PAYABLE 12/18/2013 EX DATE 12/16/2013		975 97		
12/24/13	DIVIDEND ON 21,805 951 SHS GABELLI EQUITY INCOME FUND AAA AT 0 10 PER SHARE PAYABLE 12/23/2013 EX DATE 12/23/2013		2,180 60		
12/27/13	DIVIDEND ON 32,268 SHS BAIRD CORE PLUS BOND FUND AT 0431219488 PER SHARE PAYABLE 12/27/2013 EX DATE 12/26/2013		1,391 46		
12/30/13	DIVIDEND ON 4,516 SHS HENDERSON INTERNATIONAL OPPORTUNITIES FUND AT 09182 PER SHARE PAYABLE 12/30/2013 EX DATE 12/27/2013		414 66		

ACCOUNT STATEMENT

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ACCOUNT NUMBER 1038000045

DECEMBER 01, 2013 TO DECEMBER 31, 2013

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
12/31/13	DIVIDEND ON 32,891 666 SHS FEDERATED TOTAL RETURN BOND FUND AT 0112000007 PER SHARE PAYABLE 12/31/2013 EX DATE 12/30/2013		368 39		
	TOTAL DIVIDENDS	0 00	8 658 58	0 00	0 00
	ST GAIN DIVIDENDS				
12/11/13	SHORT TERM CAPITAL GAINS DIVIDEND ON 4,067 SHS MFS NEW DISCOVERY FUND AT 1 265790003 PER SHARE PAYABLE 12/10/2013 EX DATE 12/10/2013		5,147 97		5,147 97
12/27/13	SHORT TERM CAPITAL GAINS DIVIDEND ON 32,268 SHS BAIRD CORE PLUS BOND FUND AT 0000600008 PER SHARE PAYABLE 12/27/2013 EX DATE 12/26/2013		1 94		1 94
	TOTAL ST GAIN DIVIDENDS	0 00	5,149 91	0 00	5,149 91
	LT GAIN DIVIDENDS				
12/09/13	LONG TERM CAPITAL GAINS DIVIDEND ON 3 117 SHS OPPENHEIMER DEVELOPING MARKETS AT 179136311 PER SHARE PAYABLE 12/09/2013 EX DATE 12/09/2013	558 37			558 37
12/13/13	LONG TERM CAPITAL GAINS DIVIDEND ON 4,067 SHS MFS NEW DISCOVERY FUND AT 1 183450004 PER SHARE PAYABLE 12/10/2013 EX DATE 12/10/2013	4,813 09			4,813 09
12/16/13	LONG TERM CAPITAL GAINS DIVIDEND ON 5,151 811 SHS INVESCO SMALL CAP VALUE FUND AT 1 83189034 PER SHARE PAYABLE 12/13/2013 EX DATE 12/12/2013	9,437 55			9,437 55
12/18/13	LONG TERM CAPITAL GAINS DIVIDEND ON 12,362 643 SHS MFS GROWTH FUND AT 9986298718 PER SHARE PAYABLE 12/17/2013 EX DATE 12/17/2013	12,345 70			12,345 70
12/18/13	LONG TERM CAPITAL GAINS DIVIDEND ON 11,154 SHS TEMPLETON GLOBAL BOND FUND A AT 0031 PER SHARE PAYABLE 12/18/2013 EX DATE 12/16/2013	34 58			34 58
12/27/13	LONG TERM CAPITAL GAINS DIVIDEND ON 32,268 SHS BAIRD CORE PLUS BOND FUND AT 00734 PER SHARE PAYABLE 12/27/2013 EX DATE 12/26/2013	236 85			236 85

ACCOUNT STATEMENT

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ACCOUNT NUMBER 1038000045

DECEMBER 01, 2013 TO DECEMBER 31, 2013

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
12/31/13	LONG TERM CAPITAL GAINS DIVIDEND ON 7,544 378 SHS ASTON /FAIRPOINTE MID CAP FUND AT 4 2652 PER SHARE PAYABLE 12/30/2013 EX DATE 12/30/2013	32,178 28			32,178 28
12/31/13	LONG TERM CAPITAL GAINS DIVIDEND ON 32,891 666 SHS FEDERATED TOTAL RETURN BOND FUND AT 0468843106 PER SHARE PAYABLE 12/31/2013 EX DATE 12/30/2013	1,542 10			1,542 10
	TOTAL LT GAIN DIVIDENDS	61,146 52	0 00	0 00	61,146 52
	TOTAL INTEREST & DIVIDENDS	61,146 52	14 844 89	0 00	66,296 43
	DISBURSEMENTS				
12/05/13	FEE TO STOCK YARDS TRUST COMPANY FOR THE PERIOD ENDING 11/30/2013		2,334 86-		
	TOTAL DISBURSEMENTS	0 00	2,334 86-	0 00	0 00
	NET CASH MANAGEMENT	61,146 52-	12,510 03-	73,656 55	
	TOTAL	61 146 52-	12,510 03-	73,656 55	0 00
	ENDING BALANCE	0 00	0 00	3,443,044 43	66 296 43

ACCOUNT STATEMENT

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ACCOUNT NUMBER 1038000045

DECEMBER 01, 2013 TO DECEMBER 31, 2013

DISCLOSURES

STOCK YARDS TRUST COMPANY MAY INVEST OR REINVEST ASSETS IN INTEREST BEARING MONEY MARKET AND MUTUAL FUNDS, INCLUDING THE BANK'S OWN INTEREST BEARING ACCOUNTS, FROM WHICH STOCK YARDS BANK MAY RECEIVE SERVICING FEES EITHER DIRECTLY OR INDIRECTLY FROM THE MUTUAL FUNDS FOR ADMINISTRATIVE SERVICES IT PROVIDES TO THESE MUTUAL FUNDS FOR MORE INFORMATION, PLEASE CONTACT YOUR ADVISOR

STOCK YARDS TRUST COMPANY MAY UTILIZE BROKERS FOR SECURITY TRANSACTIONS THAT PAY FOR CERTAIN SERVICES ON BEHALF OF THE INSTITUTION WHEN DETERMINING WHERE TO DIRECT BROKERAGE, STOCK YARDS TRUST COMPANY WILL SEEK TO OBTAIN BEST EXECUTION AND MINIMIZE TRANSACTION COSTS TIME OF EXECUTION WILL BE FURNISHED IF REQUESTED IN WRITING BY A CUSTOMER ENTITLED THERETO UNDER REGULATIONS STOCK YARDS TRUST COMPANY MAY CHARGE A REASONABLE FEE FOR PROVIDING THIS INFORMATION

WHEN PARTIAL SALES OF A SECURITY HOLDING WITH MULTIPLE TAX LOTS ARE MADE, IT IS THE PRACTICE OF STOCK YARDS TRUST COMPANY TO SELECT THE HIGHEST COST TAX LOT(S) (HIFO) FOR DETERMINING CAPITAL GAINS OR LOSSES ON THE SECURITY SALE THIS SELECTION GENERALLY RESULTS IN THE MOST ADVANTAGEOUS TAX TREATMENT FOR THE ACCOUNT AND CLIENT HOWEVER, THERE MAY BE OTHER FACTORS THAT CAUSE STOCK YARDS TRUST COMPANY TO MAKE A DIFFERENT SELECTION STOCK YARDS TRUST COMPANY SHALL USE THE HIFO METHOD UNLESS THERE IS A FINANCIAL OR TAX REASON TO USE AN ALTERNATIVE SELECTION METHOD OR THE CLIENT INSTRUCTS THE USE OF AN ALTERNATIVE SELECTION METHOD

FAIR VALUES OF STOCKS, MUTUAL FUNDS AND EXCHANGE TRADED FUNDS ARE DETERMINED USING PUBLIC QUOTATIONS, WHEN AVAILABLE FAIR VALUES OF PUBLIC BONDS AND THOSE PRIVATE SECURITIES THAT ARE ACTIVELY TRADED IN THE SECONDARY MARKET HAVE BEEN DETERMINED THROUGH THE USE OF THIRD-PARTY PRICING SERVICES USING MARKET OBSERVABLE INPUTS THE INFORMATION PRESENTED HEREIN IS TAKEN FROM SOURCES WHICH WE BELIEVE TO BE RELIABLE

FOR FDIC INSURANCE PURPOSES, STOCK YARDS TRUST COMPANY DOES NOT MONITOR BALANCES OF OTHER CASH DEPOSITS WITH STOCK YARDS BANK THAT ARE NOT HELD IN THIS ACCOUNT, THE CLIENT IS RESPONSIBLE FOR MONITORING THESE BALANCES INFORMATION REGARDING FDIC INSURANCE IS AVAILABLE AT WWW FDIC GOV OR BY CONTACTING YOUR ADVISOR

SECURITIES ARE NOT BANK DEPOSITS AND ARE NOT FDIC INSURED, NOR ARE THEY OBLIGATIONS OF OR GUARANTEED BY STOCK YARDS BANK

Department of the Treasury
Internal Revenue Service

► **Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.**

► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule

Name(s) shown on return

JOSEPH C FERREE CHARITABLE TRUST 1038000045

Social security number or taxpayer identification number

61-6144664

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

(A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
 (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
 (C) Short-term transactions not reported to you on Form 1099-B

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked).

383,595. 356,204. 27,391.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.
JSA
323515 3-000

Form 8949 (2013)

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

JOSEPH C. FERREE CHARITABLE TRUST 1038000045

Social security number or taxpayer identification number

61-6144664

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part II Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

(D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)

(E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

(F) Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
					(f) Code(s) from instructions	(g) Amount of adjustment	
144. INVESCO SMALL CAP VAL	04/15/2010	02/19/2013	2,681.00	2,421.00			260.00
5986. FEDERATED TOTAL RETU	08/31/2011	02/19/2013	67,821.00	67,762.00			59.00
676. GABELLI EQUITY INCOM	02/14/2012	02/19/2013	16,643.00	14,432.00			2,211.00
1331. HARBOR INTERNATIONAL	03/09/2011	02/19/2013	84,971.00	82,722.00			2,249.00
3878. HENDERSON INTERNATIO OPPORTUNITIES FU	03/11/2010	02/19/2013	85,626.00	77,289.00			8,337.00
522. MFS NEW DISCOVERY FUN	02/23/2011	02/19/2013	12,183.00	12,925.00			-742.00
6. T ROWE PRICE NEW AMERIC FUND	02/14/2012	02/19/2013	225.00	205.00			20.00
14191.135 T ROWE PRICE NEW GROWTH FUND	07/29/2011	06/12/2013	548,487.00	478,241.00			70,246.00
553. INVESCO SMALL CAP VAL	04/15/2010	09/05/2013	11,596.00	9,296.00			2,300.00
3901. BAIRD CORE PLUS BON	06/13/2012	09/05/2013	42,989.00	44,549.00			-1,560.00
5331. BLACKROCK INFLATION BOND PORT	03/11/2010	09/05/2013	57,148.00	57,255.00			-107.00
4075. FEDERATED TOTAL RETU	08/31/2011	09/05/2013	44,092.00	45,683.00			-1,591.00
3912. GABELLI EQUITY INCO	03/09/2011	09/05/2013	102,768.00	83,019.00			19,749.00
14. HARBOR INTERNATIONAL F	03/09/2011	09/05/2013	913.00	870.00			43.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return. (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

JOSEPH C. FERRER CHARITABLE TRUST 1038000045

61-6144664

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Part II Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

(D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
 (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
 (F) Long-term transactions not reported to you on Form 1099-B

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►

1,150,833. 1,051,595

99,238.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.