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Form 990-PF

Return of Private Foundation

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue Service

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

Do not enter Social Security numbers on this form as it may be made public.

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

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation HATFIELD, JAMES T & ELLEN MEM TR		A Employer identification number 61-6214902
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 513-366-3421
PO BOX 1558 DEPT EA4E86		
City or town, state or province, country, and ZIP or foreign postal code COLUMBUS, OH 43216		C If exemption application is pending, check here ☐
G Check all that apply:	☐ Initial return ☐ Final return ☐ Address change	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 ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 797,682.		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	17,389.	17,389.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	6,362.			
	b Gross sales price for all assets on line 6a	20,422.			
	7 Capital gain net income (from Part IV, line 2)		6,362.		
	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	23,751.	23,751.		
	13 Compensation of officers, directors, trustees, etc.	6,815.	3,408.		3,408.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	550.	275.	NONE	275.
	c Other professional fees (attach schedule)				
	17 Interest	1.	1.		
	18 Taxes (attach schedule) (see instructions) STMT 5	226.	226.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses	7,592.	3,910.	NONE	3,683.
	Add lines 13 through 23				
	25 Contributions, gifts, grants paid	29,064.			29,064.
	26 Total expenses and disbursements. Add lines 24 and 25	36,656.	3,910.	NONE	32,747.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-12,905.			
	b Net investment income (if negative, enter -0-)		19,841.		
	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
Assets	1	Cash - non-interest-bearing	1,106.		
	2	Savings and temporary cash investments	6,941.	9,209.	9,209.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) . STMT 6	406,406.	392,345.	695,952.
	c	Investments - corporate bonds (attach schedule) . STMT 7	92,140.	92,140.	92,521.
	11	Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) STMT 8				
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)	506,593.	493,694.	797,682.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ ☒ check here and complete lines 27 through 31				
	27	Capital stock, trust principal, or current funds	506,593.	493,694.	
	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)	506,593.	493,694.	
	31	Total liabilities and net assets/fund balances (see instructions)	506,593.	493,694.	

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	506,593.
2	Enter amount from Part I, line 27a	2	-12,905.
3	Other increases not included in line 2 (itemize) ▶ 2012 INCOME POSTED IN 2013	3	125.
4	Add lines 1, 2, and 3	4	493,813.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	119.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	493,694.

Form 990-PF (2013)

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 20,422.		14,060.	6,362.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a			6,362.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	6,362.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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			
2011			
2010			
2009			
2008			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4			8

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 ☐ 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 ☐ and enter 1% of Part I, line 27b	1	397.
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	397.
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	397.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	256.
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	256.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	141.
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 ☐ NONE ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities.		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ <u>KY</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ HUNTINGTON NATIONAL BANK Telephone no ▶ (513) 366-3421			
Located at ▶ PO BOX 1558 DEPT EA4E86, COLUMBUS, OH ZIP+4 ▶ 43216				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
and enter the amount of tax-exempt interest received or accrued during the year ▶				
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
				X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶				

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ▶		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes	☒ No
If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

Form 990-PF (2013)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations 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? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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
HUNTINGTON NATIONAL BANK PO BOX 1558 DEPT EA4E86, COLUMBUS, OH 43216	TRUSTEE 2	6,815.	-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

Form 990-PF (2013)

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	

Form 990-PF (2013)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	742,354.
b	Average of monthly cash balances	1b	2,534.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	744,888.
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	744,888.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	11,173.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	733,715.
6	Minimum investment return. Enter 5% of line 5	6	36,686.

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	36,686.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	397.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	397.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	36,289.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	36,289.
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	36,289.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	32,747.
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	32,747.
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	32,747.

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				36,289.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			14,249.	
b Total for prior years 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ <u>32,747.</u>				
a Applied to 2012, but not more than line 2a			14,249.	
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				18,498.
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				17,791.
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

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

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

4942(j)(3) or

4942(j)(5)

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

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

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

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

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
THE CHILDREN'S HOME OF NORTHERN KENTUCKY 200 HOME RD COVINGTON KY 41011	NONE	PC	PROVIDE FINANCIAL ASSISTANCE CARING FOR CHIL	7,266.
CINCINNATI MUSEUM CENTER FOUNDATION 1301 WESTERN AVENUE CINCINNATI OH 45203	NONE	SO I	EDUCATIONAL	7,266.
BOYS/GIRLS CLUB OF GREATER CINCINNATI 600 DALTON AVENUE CINCINNATI OH 45203	NONE	PC	FUND ACTIVITIES INVOLVING YOUNG PEOPLE	7,266.
YMCA OF GREATER CINCINNATI 1105 ELM STREET CINCINNATI OH 45210	NONE	PC	FUND ACTIVITIES TO IMPROVE QUALITY OF LIFE	7,266.
Total			3a	29,064.
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	17,390.	
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			18	6,362.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory . .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)				23,752.	
13	Total. Add line 12, columns (b), (d), and (e)					23,752.

(See worksheet in line 13 instructions to verify calculations.)

Line No

▼

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions)

NOT APPLICABLE

16

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AT&T INC	540.	540.
AMGEN INC.	376.	376.
APPLE COMPUTER	590.	590.
ARCHER DANIELS MIDLAND CO	76.	76.
BAXTER INTERNATIONAL INC	188.	188.
BRISTOL-MYERS SQUIBB CO	560.	560.
CST BRANDS INC	3.	3.
CATERPILLAR INC.	172.	172.
CHEVRONTEXACO CORP	429.	429.
CHURCH & DWIGHT CO INC	112.	112.
CISCO SYSTEMS, INC.	204.	204.
COLGATE PALMOLIVE CO	266.	266.
COMCAST CORP CL A	280.	280.
E.M.C. CORP	120.	120.
EMERSON ELECTRIC CO 2%	332.	332.
EXXON MOBIL CORP COM	738.	738.
FRANKLIN RES INC	35.	35.
FREEMPORT MCMORAN COPPER & GOLD	450.	450.
GENERAL ELECTRIC CO 2%	228.	228.
HUNTINGTON MID CORP AMERICA FD III	52.	52.
HUNTINGTON DIVIDEND CAPTURE FUND III	533.	533.
HUNTINGTON INTL EQUITY FUND III	343.	343.
HUNTINGTON GLOBAL SELECT MARKETS FUND -	261.	261.
HUNTINGTON SITUS FUND III	70.	70.
HUNTINGTON REAL STRATEGIES FUND III	295.	295.
HUNTINGTON WORLD INCOME FUND III	680.	680.
ILLINOIS TOOL WORKS INC COM	118.	118.
INTERNATIONAL BUSINESS MACHINES CORP	370.	370.
INTERNATIONAL PAPER CO	375.	375.
J P MORGAN CHASE & CO	272.	272.
KROGER CO COM	123.	123.
LOWES COMPANIES INC	204.	204.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
MCDONALDS CORP	312.	312.
MERCK & CO INC	344.	344.
MICROSOFT CORP	291.	291.
HUNTINGTON SHORT&INTER FIXED FD	240.	240.
HUNTINGTON MORTGAGE SECURITY FUND	222.	222.
HUNTINGTON FIXED INC FUND III	887.	887.
HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	1.	1.
HUNTINGTON INTERMEDIATE GOVT	284.	284.
NEXTERA ENERGY INC	264.	264.
PEPSICO INC 2%	221.	221.
PFIZER INC 2%	192.	192.
PROCTER & GAMBLE CO	710.	710.
PRUDENTIAL FINL INC	173.	173.
QUEST DIAGNOSTICS INC COM	120.	120.
ROYAL DUTCH SHELL PLC -ADR	712.	712.
SCHLUMBERGER LTD.	121.	121.
STATE STREET CORP	204.	204.
TJX COMPANIES INC W/1 RT/SH	110.	110.
TARGET CORP	158.	158.
TEXAS INSTRUMENTS INC.	428.	428.
3M CO COM	254.	254.
TRAVELERS COS INC	392.	392.
US BANCORP DEL NEW	425.	425.
VALERO ENERGY	340.	340.
VODAFONE GROUP PLC	218.	218.
WAL-MART STORES, INC.	141.	141.
WELLS FARGO & CO NEW	230.	230.
	-----	-----
TOTAL	17,389.	17,389.
	=====	=====

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	550.	275.		275.
TOTALS	550.	275.	NONE	275.
	=====	=====	=====	=====

FORM 990PF, PART I - INTEREST EXPENSE
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDEND INVESTMENT EXPENSE -	1.	1.
TOTALS	1.	1.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES ON QUALIFIED FOR	178.	178.
FOREIGN TAXES ON NONQUALIFIED	48.	48.
	-----	-----
TOTALS	226.	226.
	=====	=====

HATFIELD, JAMES T & ELLEN MEM TR

61-6214902

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV -----
----------------------	-------------------------------	------------------------

SEE ATTACHED STATEMENT

	392,345.	695,952.
--	----------	----------

TOTALS

	392,345.	695,952.
--	----------	----------

HATFIELD, JAMES T & ELLEN MEM TR
FORM 990PF, PART II - CORPORATE BONDS
=====

61-6214902

DESCRIPTION -----	ENDING	
	BOOK VALUE -----	FMV ----
SEE ATTACHED STATEMENT	92,140.	92,521.
	-----	-----
TOTALS	92,140.	92,521.
	=====	=====

HATFIELD, JAMES T & ELLEN MEM TR

61-6214902

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

COST/
FMV
C OR F

DESCRIPTION

SCHEDULE ATTACHED
INCOME CASH

C
C

TOTALS

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

=====

DESCRIPTION

AMOUNT

2013 INCOME POSTED IN 2014
ROUNDING

117.

2.

TOTAL

119.

=====

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ 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

OMB No 1545-0092

2013

Name of estate or trust

Employer identification number

HATFIELD, JAMES T & ELLEN MEM TR

61-6214902

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				
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

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	16,014.	14,060.		1,954.
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 4,408.
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 6,362.

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

Schedule D (Form 1041) 2013

Part III Summary of Parts I and II**Caution:** Read the instructions *before* completing this part.

	(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
17 Net short-term gain or (loss)	17		
18 Net long-term gain or (loss):			
a Total for year	18a		6,362.
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		6,362.

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		

Schedule D (Form 1041) 2013

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

HATFIELD, JAMES T & ELLEN MEM TR

61-6214902

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	
	.444 CST BRANDS INC	11/09/2005	06/06/2013	14.00	18.00			-4.00
	1997.503 HUNTINGTON REAL S FUND III	10/10/2011	12/30/2013	16,000.00	14,042.00			1,958.00
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) ▶				16,014.	14,060.			1,954.

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.

HUNTINGTON NATIONAL BANK
ROOKWOOD TOWER 3805 EDWARDS RD
CINCINNATI, OH 45208

Huntington Wealth Advisors

DECEMBER 01, 2012 TO DECEMBER 31, 2012

ACCOUNT NAME: HATFIELD, J T MEM
ACCOUNT NUMBER:

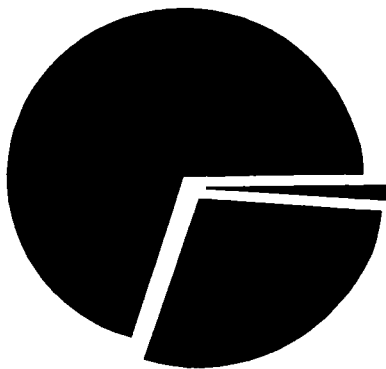


BECKY TOTMAN
THOMSON REUTERS
6135 TRUST DRIVE, SUITE 118
HOLLAND, OH 43528

ADMINISTRATOR: DONNA MURPHY
513-366-3421
DONNA.MURPHY
@HUNTINGTON.COM

INVESTMENT OFFICER: RANDY HARE
513-366-3433
RANDY.HARE@HUNTINGTON.COM

ASSET ALLOCATION SUMMARY



	MARKET VALUE	PERCENT
CASH	1,106.30	0.2%
EQUITY INVESTMENTS	476,421.51	69.9%
MUTUAL FUNDS	197,257.54	28.9%
SHORT TERM INVESTMENTS	6,940.97	1.0%
Total	681,726.32	100.0%

ACCOUNT SUMMARY

	THIS PERIOD	YEAR TO DATE
BEGINNING MARKET VALUE	715,638.25	660,152.76
DIVIDENDS/INTEREST	3,070.89	15,979.17
OTHER CASH RECEIPTS	0.00	223.00
DISBURSEMENTS AND FEES	35,539.15-	59,239.69-
REALIZED GAIN/LOSS	2,143.70	1,352.13-
CHANGE IN MARKET VALUE	3,587.37-	65,963.21
ENDING MARKET VALUE	681,726.32	681,726.32

FOR YOUR INFORMATION

DECEMBER 01, 2012 TO DECEMBER 31, 2012

ACCOUNT NAME: HATFIELD J T.MEM

ACCOUNT NUMBER:

PORTFOLIO DETAIL

DESCRIPTION	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
SHORT TERM INVESTMENTS				
MONEY MARKET FUNDS				
608993853				
HUNTINGTON CONSERVATIVE DEPOSIT	6,940.97	1.00	4.16	0.06
ACCOUNT	6,940.97	1.00	0.35	
** TOTAL MONEY MARKET FUNDS	SUB-TOTAL			
	6,940.97		4.16	0.06
	6,940.97		0.35	
* TOTAL SHORT TERM INVESTMENTS				
	6,940.97		4.16	0.06
	6,940.97		0.35	

EQUITY DIVERSIFICATION SUMMARY

INDUSTRY CODE	MARKET VALUE	PERCENT
CONSUMER DISCRETIONARY	47,894.00	10.1%
CONSUMER STAPLES	57,787.00	12.1%
ENERGY	72,228.26	15.2%
FINANCIALS	65,726.82	13.8%
HEALTH CARE	55,972.86	11.7%
INDUSTRIALS	41,215.85	8.6%
INFORMATION TECHNOLOGY	96,246.12	20.2%
MATERIALS	18,792.00	4.0%
TELECOMMUNICATION SERVICES	13,639.60	2.9%
UTILITIES	6,919.00	1.4%
Total	476,421.51	100.0%

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
EQUITY INVESTMENTS						
CONSUMER DISCRETIONARY						
20030N101						
COMCAST CORP CL A	CMCSA	375.000	14,010.00 8,030.00	37.36 21.41	243.75 60.94	1.74
548661107						
LOWES COMPANIES INC	LOW	300.000	10,656.00 6,807.00	35.52 22.69	192.00	1.80
580135101						
MCDONALDS CORP	MCD	100.000	8,821.00 3,240.87	88.21 32.41	308.00	3.49
872540109						
TJX COMPANIES INC	TJX	200.000	8,490.00 5,735.98	42.45 28.68	92.00	1.08

DECEMBER 01, 2012 TO DECEMBER 31, 2012

ACCOUNT NAME: HATFIELD, J T MEM

ACCOUNT NUMBER:

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
CONSUMER DISCRETIONARY						
87612E106 TARGET CORP	TGT	100 000	5,917 00 5,249 95	59 17 52 50	144 00	2 43
** TOTAL CONSUMER DISCRETIONARY		SUB- TOTAL	47,894.00 29,063.80		979.75 60.94	2.05
CONSUMER STAPLES						
039483102 ARCHER-DANIELS-MIDLAND CO	ADM	100 000	2,739 00 2,608 98	27 39 26 09	70 00	2 56
171340102 CHURCH & DWIGHT CO INC W/1 RT/SH	CHD	100 000	5,357 00 4,393 98	53 57 43 94	96 00	1 79
194162103 COLGATE PALMOLIVE	CL	100 000	10,454 00 8,606 00	104.54 86 06	248 00	2 37
501044101 THE KROGER CO	KR	200 000	5,204 00 4,563.96	26 02 22 82	120 00	2 31
713448108 PEPSICO INC	PEP	100 000	6,843.00 6,168 98	68 43 61 69	215 00 53 75	3 14
742718109 PROCTER & GAMBLE CO	PG	300 000	20,367 00 3,683 43	67.89 12 28	674 40	3 31
931142103 WAL-MART STORES INC	WMT	100 000	6,823 00 5,469 00	68.23 54 69	159 00	2 33
** TOTAL CONSUMER STAPLES		SUB- TOTAL	57,787.00 35,494.33		1,582.40 53.75	2.74
ENERGY						
166764100 CHEVRON CORPORATION	CVX	110 000	11,895 40 8,504.89	108 14 77 32	396 00	3 33
30231G102 EXXON MOBIL CORP	XOM	300 000	25,965 00 4,870.30	86 55 16 23	684 00	2 63
780259206 ROYAL DUTCH SHELL PLC -ADR	RDS/A	200 000	13,790 00 12,846 00	68 95 64 23	584 80	4 24
806857108 SCHLUMBERGER LTD	SLB	100 000	6,929 86 6,597.98	69 30 65 98	110 00 27 50	1 59

DECEMBER 01, 2012 TO DECEMBER 31, 2012

ACCOUNT NAME: HATFIELD, J T MEM

ACCOUNT NUMBER:

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
ENERGY						
91913Y100 VALERO ENERGY CORP	VLO	400 000	13,648 00 13,345 70	34 12 33 36	280 00	2.05
** TOTAL ENERGY		SUB-TOTAL	72,228.26 46,164.87		2,054.80 27.50	2.84
FINANCIALS						
354613101 FRANKLIN RES INC	BEN	40 000	5,028 00 4,150 72	125 70 103 77	46 40	0.92
46625H100 JP MORGAN CHASE & CO	JPM	200.000	8,793 82 8,347 00	43 97 41 74	240 00	2 73
744320102 PRUDENTIAL FINANCIAL INC	PRU	100 000	5,333 00 5,020 00	53 33 50.20	160.00	3 00
857477103 STATE STREET CORP	STT	200.000	9,402 00 8,600 00	47 01 43 00	192 00 48 00	2.04
89417E109 TRAVELERS COS INC	TRV	200 000	14,364 00 9,146 70	71 82 45 73	368.00	2 56
902973304 U S BANCORP	USB	500.000	15,970.00 1,868 50	31 94 3 74	390.00 97.50	2.44
949746101 WELLS FARGO & CO	WFC	200.000	6,836 00 5,482.00	34.18 27.41	176 00	2 57
** TOTAL FINANCIALS		SUB-TOTAL	65,726.82 42,614.92		1,572.40 145.50	2.39
HEALTH CARE						
031162100 AMGEN INC	AMGN	200 000	17,240 00 11,512 00	86 20 57 56	376.00	2.18
071813109 BAXTER INTERNATIONAL INC W/1 RT/SH	BAX	100 000	6,666 00 5,716 98	66.66 57 17	180 00 45.00	2.70
110122108 BRISTOL-MYERS SQUIBB CO	BMJ	400 000	13,036 00 9,932 00	32 59 24 83	560 00	4.30
58933Y105 MERCK & CO INC	MRK	200 000	8,188 00 7,336.00	40 94 36 68	344.00 86 00	4 20

DECEMBER 01, 2012 TO DECEMBER 31, 2012

ACCOUNT NAME: HATFIELD,J T.MEM

ACCOUNT NUMBER:

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
HEALTH CARE						
717081103 PFIZER INC	PFE	200 000	5,015 86 3,777 96	25 08 18 89	192 00	3 83
74834L100 QUEST DIAGNOSTICS INC	DGX	100 000	5,827 00 5,880 00	58 27 58 80	120 00	2 06
** TOTAL HEALTH CARE		SUB- TOTAL	55,972.86 44,154.94		1,772.00 131.00	3.17
INDUSTRIALS						
149123101 CATERPILLAR INC	CAT	100 000	8,960 85 5,911 00	89 61 59 11	208 00	2.32
291011104 EMERSON ELECTRIC CO	EMR	200 000	10,592 00 7,541 99	52 96 37 71	328 00	3.10
369604103 GENERAL ELECTRIC CO	GE	300.000	6,297.00 4,832 94	20 99 16 11	228 00 57 00	3.62
452308109 ILLINOIS TOOL WORKS	ITW	100.000	6,081 00 4,466 98	60 81 44 67	152.00	2.50
88579Y101 3M COMPANY	MMM	100 000	9,285 00 7,847 00	92 85 78 47	236 00	2 54
** TOTAL INDUSTRIALS		SUB- TOTAL	41,215.85 30,599.91		1,152.00 57.00	2.80
INFORMATION TECHNOLOGY						
037833100 APPLE INC	AAPL	50.000	26,608 65 9,859 99	532 17 197 20	530 00	1 99
17275R102 CISCO SYSTEMS	CSCO	400.000	7,859 76 9,551 96	19 65 23.88	224 00	2.85
268648102 EMC CORP/MASS	EMC	600 000	15,180 00 10,092 00	25 30 16 82		
38259P508 GOOGLE INC-CL A	GOOG	10 000	7,073 80 5,336.20	707 38 533 62		
459200101 IBM CORP	IBM	100 000	19,155 00 7,464 00	191 55 74 64	340 00	1 77

DECEMBER 01, 2012 TO DECEMBER 31, 2012

ACCOUNT NAME: HATFIELD,J.T MEM

ACCOUNT NUMBER:

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
INFORMATION TECHNOLOGY						
594918104 MICROSOFT CORP	MSFT	300 000	8,012 91 10,378 12	26 71 34 59	276 00	3 44
882508104 TEXAS INSTRUMENTS INC	TXN	400 000	12,356 00 10,412 00	30.89 26 03	336.00	2.72
** TOTAL INFORMATION TECHNOLOGY		SUB- TOTAL	96,246.12 63,094.27		1,706.00 0.00	1.77
MATERIALS						
35671D857 FREEPORT-MCMORAN C & G W/1 RT/SH	FCX	200 000	6,840 00 2,840 90	34.20 14 20	250 00	3 65
460146103 INTERNATIONAL PAPER CO	IP	300 000	11,952 00 9,578 97	39 84 31 93	360.00	3 01
** TOTAL MATERIALS		SUB- TOTAL	18,792.00 12,419.87		610.00 0.00	3.25
TELECOMMUNICATION SERVICES						
00206R102 AT&T INC	T	300 000	10,113 00 8,216 49	33.71 27 39	540.00	5 34
92857W209 VODAFONE GROUP PLC	VOD	140 000	3,526 60 3,774 19	25 19 26 96	210 00	5 95
** TOTAL TELECOMMUNICATION SERVICES		SUB- TOTAL	13,639.60 11,990.68		750.00 0.00	5.50
UTILITIES						
65339F101 NEXTERA ENERGY INC	NEE	100 000	6,919 00 5,328 19	69 19 53.28	240 00	3.47
** TOTAL UTILITIES		SUB- TOTAL	6,919.00 5,328.19		240.00 0.00	3.47
* TOTAL EQUITY INVESTMENTS			476,421.51 320,925.78		12,419.35 475.69	2.61
MUTUAL FUNDS						
MUTUAL FUNDS-FIXED INCOME						
446990863 HUNTINGTON WORLD INCOME FUND III	HWIF3	1,158.749	9,884 13 10,000 00	8 53 8 63	679 03	6.87
607998317 HUNTINGTON SHORT AND INTERMEDIATE FIXED INCOME FUND III	HSIFF3	1,139.778	23,023 52 21,739 13	20 20 19 07	282.66 23 56	1 23

DECEMBER 01, 2012 TO DECEMBER 31, 2012

ACCOUNT NAME: HATFIELD.J T.MEM

ACCOUNT NUMBER:

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
MUTUAL FUNDS-FIXED INCOME						
607998424 HUNTINGTON MORTGAGE SECURITIES FUND III	HMSF3	1,091 703	10,076 42 10,000 00	9 23 9 16	260 92	2 59
607999307 HUNTINGTON FIXED INCOME SECURITIES FUND III	HFIF3	1,711 743	38,873 68 35,401 04	22.71 20 68	965 42 80 45	2.48
609888128 HUNTINGTON INTERMEDIATE GOVERNMENT INCOME FUND III	HIGF3	1,350 135	14,986 50 15,000 00	11 10 11 11	306 48 25 54	2 05
** TOTAL MUTUAL FUNDS-FIXED INCOME		SUB- TOTAL	96,844.25 92,140.17		2,494.51 129.55	2.58
MUTUAL FUNDS-EQUITY						
444993307 HUNTINGTON MID CORP AMERICA FUND III	HCAF3	668 827	9,162 93 6,955 80	13 70 10 40	10.70	0 12
444995302 HUNTINGTON DIVIDEND CAPTURE FUND III	HDCF3	1,651 705	15,674 68 15,806 82	9 49 9 57	624 34	3 98
444998306 HUNTINGTON INTERNATIONAL EQUITY FUND III	HIF3	2,071 253	23,488.01 22,717 12	11.34 10.97	391 47	1 67
446327249 HUNTINGTON GLOBAL SELECT MARKETS FUND - III	HGSM3	1,049.318	10,839 45 10,000.00	10 33 9.53	45 12 3 76	0 42
446990301 HUNTINGTON SITUS FUND III	HSSF3	453 720	10,635 20 5,000 00	23 44 11 02	18.15	0 17
446990707 HUNTINGTON REAL STRATEGIES FUND III	HRSF3	4,125 744	30,613 02 25,000 00	7.42 6 06	412 57	1 35
** TOTAL MUTUAL FUNDS-EQUITY		SUB- TOTAL	100,413.29 85,479.74		1,502.35 3.76	1.50
* TOTAL MUTUAL FUNDS			197,257.54 177,619.91		3,996.86 133.31	2.03
CASH						
CASH			1,106.30 1,106.30			
* TOTAL CASH			1,106.30 1,106.30		0.00 0.00	0.00
GRAND TOTAL ASSETS			681,726.32 506,592.96		16,420.37 609.35	2.41

DECEMBER 01, 2012 TO DECEMBER 31, 2012

ACCOUNT NAME: HATFIELD.J T MEM

ACCOUNT NUMBER:

TRANSACTION SUMMARY

	CURRENT PERIOD			YEAR TO DATE		
	PRINCIPAL CASH	INCOME CASH	COST	PRINCIPAL CASH	INCOME CASH	COST
BEGINNING BALANCE	0.00	0.00	536,917.52	0.00	258.06	550,724.55
RECEIPTS						
DIVIDENDS	1,927.41	3,287.18		1,927.41	16,195.46	
OTHER RECEIPTS				223.00		
TOTAL RECEIPTS	1,927.41	3,287.18	0.00	2,150.41	16,195.46	0.00
DISBURSEMENTS						
CASH DISTRIBUTIONS	35,000.00-			37,256.00-	15,262.97-	
FEES	539.15-			6,412.72-		
OTHER DISBURSEMENTS				308.00-		
TOTAL DISBURSEMENTS	35,539.15-	0.00	0.00	43,976.72-	15,262.97-	0.00
ASSETS PURCHASED						
BUYS				21,953.16-		21,953.16
TOTAL ASSETS PURCHASED	0.00	0.00	0.00	21,953.16-	0.00	21,953.16
ASSETS SOLD/MATURED						
SALES				42,969.42		46,465.25-
TOTAL ASSETS SOLD/MATURED	0.00	0.00	0.00	42,969.42	0.00	46,465.25-
CASH MANAGEMENT						
WITHDRAWALS	33,611.74	2,180.88-	31,430.86-	20,810.05	84.25-	20,725.80-
TOTAL CASH MANAGEMENT	33,611.74	2,180.88-	31,430.86-	20,810.05	84.25-	20,725.80-
ENDING BALANCE	0.00	1,106.30	505,486.66	0.00	1,106.30	505,486.66

HUNTINGTON NATIONAL BANK
ROOKWOOD TOWER 3805 EDWARDS RD
CINCINNATI, OH 45208

Huntington Wealth Advisors

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HATFIELD,J.T MEM
ACCOUNT NUMBER:

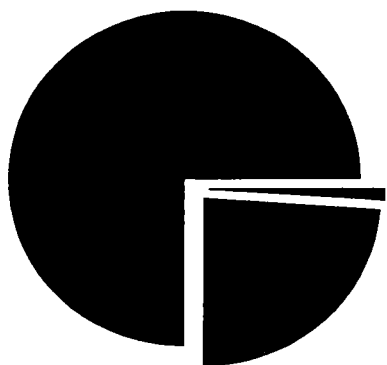


BECKY TOTMAN
THOMSON REUTERS
6135 TRUST DRIVE, SUITE 118
HOLLAND, OH 43528

ADMINISTRATOR: DONNA MURPHY
513-366-3421
DONNA.MURPHY
@HUNTINGTON.COM

INVESTMENT OFFICER: RANDY HARE
513-366-3433
RANDY.HARE@HUNTINGTON.COM

ASSET ALLOCATION SUMMARY



	MARKET VALUE	PERCENT
EQUITY INVESTMENTS	598,896.76	75.1%
MUTUAL FUNDS	189,576.61	23.7%
SHORT TERM INVESTMENTS	9,209.29	1.2%
Total	797,682.66	100.0%

ACCOUNT SUMMARY

	THIS PERIOD	YEAR TO DATE
BEGINNING MARKET VALUE	793,517.32	681,726.32
DIVIDENDS/INTEREST	2,733.79	17,098.73
OTHER CASH RECEIPTS	0.00	2,577.00
DISBURSEMENTS AND FEES	14,844.96	39,009.46
REALIZED GAIN/LOSS	6,439.38	6,435.79
CHANGE IN MARKET VALUE	9,837.13	128,854.28
ENDING MARKET VALUE	797,682.66	797,682.66

FOR YOUR INFORMATION

DECEMBER 01, 2013 TO DECEMBER 31, 2013

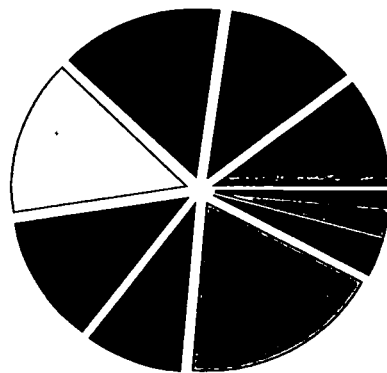
ACCOUNT NAME: HATFIELD,J T.MEM

ACCOUNT NUMBER:

PORTFOLIO DETAIL

DESCRIPTION	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
SHORT TERM INVESTMENTS				
MONEY MARKET FUNDS				
608993853				
HUNTINGTON CONSERVATIVE DEPOSIT	9,209.29	1.00	4.60	0.05
ACCOUNT	9,209.29	1.00	0.38	
** TOTAL MONEY MARKET FUNDS	SUB-TOTAL		4.60	0.05
	9,209.29		0.38	
* TOTAL SHORT TERM INVESTMENTS			4.60	0.05
	9,209.29		0.38	

EQUITY DIVERSIFICATION SUMMARY



INDUSTRY CODE	MARKET VALUE	PERCENT
CONSUMER DISCRETIONARY	63,127.88	10.5%
CONSUMER STAPLES	72,502.00	12.1%
ENERGY	89,140.78	14.9%
FINANCIALS	89,911.60	15.0%
HEALTH CARE	72,521.00	12.1%
INDUSTRIALS	53,959.00	9.0%
INFORMATION TECHNOLOGY	110,864.10	18.6%
MATERIALS	22,257.00	3.7%
TELECOMMUNICATION SERVICES	16,051.40	2.7%
UTILITIES	8,562.00	1.4%
Total	598,896.76	100.0%

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
EQUITY INVESTMENTS						
CONSUMER DISCRETIONARY						
20030N101						
COMCAST CORP CL A	CMCSA	375.000	19,486.88	51.97	292.50	1.50
			8,030.00	21.41	73.13	
548661107						
LOWES COMPANIES INC	LOW	300.000	14,865.00	49.55	216.00	1.45
			6,807.00	22.69		
580135101						
MCDONALDS CORP	MCD	100.000	9,703.00	97.03	324.00	3.34
			3,240.87	32.41		
872540109						
TJX COMPANIES INC	TJX	200.000	12,746.00	63.73	116.00	0.91
			5,735.98	28.68		

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HATFIELD.J T.MEM

ACCOUNT NUMBER:

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
CONSUMER DISCRETIONARY						
87612E106 TARGET CORP	TGT	100 000	6,327 00 5,249 95	63 27 52 50	172 00	2 72
** TOTAL CONSUMER DISCRETIONARY		SUB- TOTAL	63,127.88 29,063.80		1,120 50 73 13	1.77
CONSUMER STAPLES						
039483102 ARCHER-DANIELS-MIDLAND CO	ADM	100 000	4,340 00 2,608 98	43 40 26 09	96 00	2 21
171340102 CHURCH & DWIGHT CO INC W/1 RT/SH	CHD	100 000	6,628 00 4,393 98	66 28 43 94	112 00	1.69
194162103 COLGATE PALMOLIVE	CL	200.000	13,042 00 8,606 00	65 21 43 03	272 00	2 09
501044101 THE KROGER CO	KR	200 000	7,906 00 4,563 96	39 53 22 82	132 00	1 67
713448108 PEPSICO INC	PEP	100 000	8,294 00 6,168 98	82 94 61 69	227 00 56 75	2.74
742718109 PROCTER & GAMBLE CO	PG	300.000	24,423 00 3,683.43	81 41 12 28	721 80	2 96
931142103 WAL-MART STORES INC	WMT	100.000	7,869 00 5,469 00	78 69 54 69	188 00 47 00	2.39
** TOTAL CONSUMER STAPLES		SUB- TOTAL	72,502.00 35,494.33		1,748.80 103.75	2.41
ENERGY						
12646R105 CST BRANDS INC	CST	44 000	1,615 68 1,137 77	36 72 25 86	11 00 2 75	0 68
166764100 CHEVRON CORPORATION	CVX	110 000	13,740.10 8,504 89	124 91 77 32	440 00	3 20
30231G102 EXXON MOBIL CORP	XOM	300.000	30,360.00 4,870.30	101 20 16 23	756 00	2 49
780259206 ROYAL DUTCH SHELL PLC -ADR	RDS/A	200 000	14,254 00 12,846 00	71 27 64 23	612 00	4 29

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HATFIELD J T MEM

ACCOUNT NUMBER:

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
ENERGY						
806857108 SCHLUMBERGER LTD	SLB	100 000	9,011 00 6,597 98	90 11 65 98	125.00 31 25	1 39
91913Y100 VALERO ENERGY CORP	VLO	400 000	20,160 00 12,190 42	50 40 30 48	360 00	1 79
** TOTAL ENERGY		SUB- TOTAL	89,140.78 46,147.36		2,304.00 34.00	2.58
FINANCIALS						
354613101 FRANKLIN RES INC	BEN	120 000	6,927 60 4,150.72	57 73 34 59	57 60 14 40	0 83
46625H100 JP MORGAN CHASE & CO	JPM	200 000	11,696 00 8,347 00	58 48 41 74	304 00	2 60
744320102 PRUDENTIAL FINANCIAL INC	PRU	100 000	9,222.00 5,020 00	92 22 50 20	212.00	2 30
857477103 STATE STREET CORP	STT	200 000	14,678 00 8,600 00	73 39 43 00	208.00 52.00	1.42
89417E109 TRAVELERS COS INC	TRV	200 000	18,108 00 9,146.70	90 54 45 73	400 00	2 21
902973304 U S BANCORP	USB	500 000	20,200.00 1,868 50	40 40 3 74	460 00 115 00	2 28
949746101 WELLS FARGO & CO	WFC	200 000	9,080 00 5,482 00	45 40 27 41	240.00	2 64
** TOTAL FINANCIALS		SUB- TOTAL	89,911.60 42,614.92		1,881.60 181.40	2.09
HEALTH CARE						
031162100 AMGEN INC	AMGN	200.000	22,816 00 11,512 00	114 08 57.56	488 00	2 14
071813109 BAXTER INTERNATIONAL INC W/1 RT/SH	BAX	100 000	6,955 00 5,716 98	69 55 57 17	196.00 49.00	2.82
110122108 BRISTOL-MYERS SQUIBB CO	BMJ	400.000	21,260 00 9,932 00	53 15 24 83	576 00 144 00	2 71

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HATFIELD,J T MEM

ACCOUNT NUMBER:

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
HEALTH CARE						
58933Y105 MERCK & CO INC	MRK	200 000	10,010 00 7,336 00	50 05 36 68	352 00 88 00	3 52
717081103 PFIZER INC	PFE	200 000	6,126 00 3,777 96	30 63 18.89	208 00	3 40
74834L100 QUEST DIAGNOSTICS INC	DGX	100 000	5,354 00 5,880 00	53 54 58 80	120 00	2 24
** TOTAL HEALTH CARE		SUB- TOTAL	72,521.00 44,154.94		1,940.00 281.00	2.68
INDUSTRIALS						
149123101 CATERPILLAR INC	CAT	100 000	9,081.00 5,911 00	90 81 59 11	240 00	2 64
291011104 EMERSON ELECTRIC CO	EMR	200 000	14,036 00 7,541 99	70.18 37 71	344.00	2 45
369604103 GENERAL ELECTRIC CO	GE	300 000	8,409 00 4,832 94	28.03 16.11	264 00 66 00	3 14
452308109 ILLINOIS TOOL WORKS	ITW	100 000	8,408 00 4,466 98	84 08 44 67	168 00 42 00	2 00
88579Y101 3M COMPANY	MMM	100 000	14,025 00 7,847 00	140 25 78 47	342 00	2 44
** TOTAL INDUSTRIALS		SUB- TOTAL	53,959.00 30,599.91		1,358.00 108.00	2.52
INFORMATION TECHNOLOGY						
037833100 APPLE INC	AAPL	50 000	28,051 00 9,859 99	561 02 197 20	610 00	2 17
17275R102 CISCO SYSTEMS	CSCO	400 000	8,972 00 9,551 96	22.43 23 88	272.00	3 03
268648102 EMC CORP/MASS	EMC	600.000	15,090.00 10,092 00	25.15 16 82	240.00	1 59
38259P508 GOOGLE INC-CL A	GOOG	10 000	11,207 10 5,336 20	1,120 71 533 62		

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HATFIELD J T MEM

ACCOUNT NUMBER:

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
INFORMATION TECHNOLOGY						
459200101 IBM CORP	IBM	100 000	18,757 00 7,464 00	187.57 74.64	380 00	2 03
594918104 MICROSOFT CORP	MSFT	300 000	11,223 00 10,378.12	37.41 34.59	336 00	2 99
882508104 TEXAS INSTRUMENTS INC	TXN	400.000	17,564.00 10,412.00	43 91 26.03	480 00	2 73
** TOTAL INFORMATION TECHNOLOGY		SUB-TOTAL	110,864.10 63,094.27		2,318.00 0.00	2.09
MATERIALS						
35671D857 FREEPORT-MCMORAN C & G W/1 RT/SH	FCX	200.000	7,548 00 2,840 90	37 74 14 20	250 00	3 31
460146103 INTERNATIONAL PAPER CO	IP	300.000	14,709.00 9,578.97	49.03 31.93	420 00	2 86
** TOTAL MATERIALS		SUB-TOTAL	22,257.00 12,419.87		670.00 0.00	3.01
TELECOMMUNICATION SERVICES						
00206R102 AT&T INC	T	300 000	10,548 00 8,216 49	35 16 27 39	552 00	5 23
92857W209 VODAFONE GROUP PLC	VOD	140 000	5,503 40 3,774 19	39 31 26.96	222 60	4 04
** TOTAL TELECOMMUNICATION SERVICES		SUB-TOTAL	16,051.40 11,990.68		774.60 0.00	4.83
UTILITIES						
65339F101 NEXTERA ENERGY INC	NEE	100 000	8,562 00 5,328.19	85 62 53 28	264 00	3 08
** TOTAL UTILITIES		SUB-TOTAL	8,562.00 5,328.19		264.00 0.00	3.08
* TOTAL EQUITY INVESTMENTS			598,896.76 320,908.27		14,379.50 781.28	2.40
MUTUAL FUNDS						
MUTUAL FUNDS-FIXED INCOME						
446990863 HUNTINGTON WORLD INCOME FUND III	HWIF3	1,158 749	9,779 84 10,000 00	8 44 8 63	653.53	6 68

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HATFIELD J T MEM

ACCOUNT NUMBER:

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
MUTUAL FUNDS-FIXED INCOME						
607998317 HUNTINGTON SHORT AND INTERMEDIATE FIXED INCOME FUND III	HSIFF3	1,139 778	22,510 62 21,739 13	19 75 19 07	237 07 19 76	1 05
607998424 HUNTINGTON MORTGAGE SECURITIES FUND III	HMSF3	1,091 703	9,290 39 10,000 00	8 51 9 16	221 62	2 39
607999307 HUNTINGTON FIXED INCOME SECURITIES FUND III	HFIF3	1,711 743	36,682 65 35,401 04	21 43 20 68	890 11 74 18	2 43
609888128 HUNTINGTON INTERMEDIATE GOVERNMENT INCOME FUND III	HIGF3	1,350 135	14,257 43 15,000.00	10 56 11 11	282 18 23 52	1 98
** TOTAL MUTUAL FUNDS-FIXED INCOME		SUB- TOTAL	92,520.93 92,140.17		2,284.51 117.46	2.47
MUTUAL FUNDS-EQUITY						
444995302 HUNTINGTON DIVIDEND CAPTURE FUND III	HDCF3	1,651.705	17,739 31 15,806 82	10 74 9 57	533 50	3 01
444998306 HUNTINGTON INTERNATIONAL EQUITY FUND III	HIF3	2,071 253	27,506 24 22,717 12	13 28 10.97	391 47	1 42
446327249 HUNTINGTON GLOBAL SELECT MARKETS FUND - III	HGSM3	1,049 318	11,269 68 10,000 00	10 74 9 53	223 50 18 63	1 98
446990301 HUNTINGTON SITUS FUND III	HSSF3	814 195	23,408 11 11,955 80	28 75 14 68	6 51	0 03
446990707 HUNTINGTON REAL STRATEGIES FUND III	HRSF3	2,128 241	17,132 34 10,957.55	8 05 5 15	151.11	0 88
** TOTAL MUTUAL FUNDS-EQUITY		SUB- TOTAL	97,055.68 71,437.29		1,306.09 18.63	1.35
* TOTAL MUTUAL FUNDS			189,576.61 163,577.46		3,590.60 136.09	1.89
GRAND TOTAL ASSETS			797,682.66 493,695.02		17,974.70 917.75	2.25

DECEMBER 01, 2013 TO DECEMBER 31, 2013

ACCOUNT NAME: HATFIELD, J T MEM

ACCOUNT NUMBER:

TRANSACTION SUMMARY

	CURRENT PERIOD			YEAR TO DATE		
	PRINCIPAL CASH	INCOME CASH	COST	PRINCIPAL CASH	INCOME CASH	COST
BEGINNING BALANCE	1,193.89-	0.00	500,560.70	0.00	1,106.30	505,486.66
RECEIPTS						
DIVIDENDS	4,408.25	2,807.37		4,476.14	17,104.42	
OTHER RECEIPTS				2,577.00		
TOTAL RECEIPTS	4,408.25	2,807.37	0.00	7,053.14	17,104.42	0.00
DISBURSEMENTS						
CASH DISTRIBUTIONS	14,250.00-			14,800.00-	14,817.04-	
FEES	594.96-			6,815.42-		
OTHER DISBURSEMENTS					2,577.00-	
TOTAL DISBURSEMENTS	14,844.96-	0.00	0.00	21,615.42-	17,394.04-	0.00
ASSETS SOLD/MATURED						
SALES	16,000.00		14,042.45-	16,013.92		14,059.96-
TOTAL ASSETS SOLD/MATURED	16,000.00	0.00	14,042.45-	16,013.92	0.00	14,059.96-
CASH MANAGEMENT						
DEPOSITS	4,369.40-	2,807.37-	7,176.77	1,451.64-	816.68-	2,268.32
TOTAL CASH MANAGEMENT	4,369.40-	2,807.37-	7,176.77	1,451.64-	816.68-	2,268.32
ENDING BALANCE	0.00	0.00	493,695.02	0.00	0.00	493,695.02