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Return of Private Foundation

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

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

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

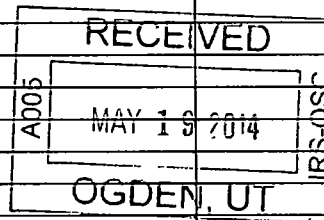
, and ending

Name of foundation HARRIS-STANSELL FAMILY CHARITABLE TRUST		A Employer identification number 62-6320081
Number and street (or P.O. box number if mail is not delivered to street address) 295 N HUBBARDS LANE	Room/suite 203	B Telephone number (502) 893-0300
City or town, state or province, country, and ZIP or foreign postal code LOUISVILLE, KY 40207		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 712,832.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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).)		(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		154,360.		N/A	
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		10,426.	10,426.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		90,874.			
b Gross sales price for all assets on line 6a		459,764.			
7 Capital gain net income (from Part IV, line 2)			90,874.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		255,660.	101,300.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		425.	213.		212.
c Other professional fees STMT 3		5,071.	5,071.		0.
17 Interest					
18 Taxes STMT 4		6,639.	6,639.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		61.	61.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		12,196.	11,984.		212.
25 Contributions, gifts, grants paid		25,000.			25,000.
26 Total expenses and disbursements. Add lines 24 and 25		37,196.	11,984.		25,212.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		218,464.			
b Net investment income (if negative, enter -0-)			89,316.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED MAY 22 2014

Operating and Administrative Expenses



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	103.	180.	180.
	2 Savings and temporary cash investments		54,630.	54,630.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	344,662.	440,095.	658,022.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment: basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		344,765.	494,905.	712,832.
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				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	344,765.	494,905.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	344,765.	494,905.	
31 Total liabilities and net assets/fund balances	344,765.	494,905.		

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	344,765.
2 Enter amount from Part I, line 27a	2	218,464.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	563,229.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	68,324.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	494,905.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED SCHEDULE		P		
b SEE ATTACHED SCHEDULE		P		
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		34,313.	<34,313.>
b 125,187.			125,187.
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			<34,313.>
b			125,187.
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	90,874.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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	11,213.	290,257.	.038631
2011	6,113.	145,210.	.042098
2010	5,206.	98,801.	.052692
2009	3,313.	83,101.	.039867
2008	5,424.	103,303.	.052506

2 Total of line 1, column (d)	2	.225794
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	.045159
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	511,974.
5 Multiply line 4 by line 3	5	23,120.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	893.
7 Add lines 5 and 6	7	24,013.
8 Enter qualifying distributions from Part XII, line 4	8	25,212.

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	893.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	893.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	893.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	4,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,000.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,107.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☒ 3,107. Refunded ☒	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? 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? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? 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) ☒ 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	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? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>R. KEITH CULLINAN</u> Telephone no. ► <u>(502) 893-0300</u> Located at ► <u>295 N HUBBARDS LANE SUITE 203, LOUISVILLE, KY</u> ZIP+4 ► <u>40207</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?		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.)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

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?

N/A

7b

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.

(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
SEE STATEMENT 8		0.	0.	0.

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

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

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

0

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	488,963.
b	Average of monthly cash balances	1b	30,808.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	519,771.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	519,771.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,797.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	511,974.
6	Minimum investment return. Enter 5% of line 5	6	25,599.

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	25,599.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	893.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	893.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	24,706.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	24,706.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	24,706.

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	25,212.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	25,212.
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	5	893.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	24,319.

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				24,706.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			1,006.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 25,212.				
a Applied to 2012, but not more than line 2a			1,006.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				24,206.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				500.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

Part 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				
CAPITAL AREA FOOD BANK OF TEXAS		PUBLIC CHARITY	CHARITABLE	12,000.
HILL COUNTRY COMMUNITY MINISTRIES		PUBLIC CHARITY	CHARITABLE	3,000.
HOPE ALLIANCE		PUBLIC CHARITY	CHARITABLE	5,000.
SAMARITAN HEALTH SERVICES		PUBLIC CHARITY	CHARITABLE	5,000.
Total			3a	25,000.
b Approved for future payment				
NONE				
Total			3b	0.

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

- | | | Yes | No |
|----------|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | 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. | | |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

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

☒ Yes ☐ No

Signature of officer or trustee

Date _____

Title

TRUSTEE

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ self-employed

PTIN

JOSEPH M BAKER

Firm's name ► RUEFF AND ASSOCIATES

Firm's address ► 312 MACON AVENUE
LOUISVILLE, KY 40207

Phone no. 502-896-2451

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

Employer identification number

HARRIS-STANSELL FAMILY CHARITABLE TRUST

62-6320081

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. **Schedule B (Form 990, 990-EZ, or 990-PF) (2013)**

Name of organization	Employer identification number
HARRIS-STANSELL FAMILY CHARITABLE TRUST	62-6320081

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE CLAUDE AND BETTY HARRIS FOUNDATION INC 295 N HUBBARDS LANE SUITE 203 LOUISVILLE, KY 40207	\$ 40,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
2	PAULA H STANSELL 295 N HUBBARDS LANE SUITE 203 LOUISVILLE, KY 40207	\$ 114,360.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Employer identification number

62-6320081

Part II

[illegible]

Name of organization

Employer identification number

HARRIS-STANSELL FAMILY CHARITABLE TRUST**62-6320081**

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Cullinan Associates, Inc.
REALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
10-17-12	01-15-13	-3	AFLAC JAN/50 C 2013	696.11	620.89	-75.22	
11-19-12	01-15-13	-2	Amer Express JAN/57.5 C 2013	682.08	141.93	-540.15	
09-20-12	01-15-13	-1	Fluor JAN/55 C 2013	706.04	623.95	-82.09	
11-20-12	01-15-13	-2	Starwood Hotels JAN/55 C 2013	1,122.08	149.93	-972.15	
11-21-12	01-15-13	-1	United Tech JAN/82.5 C 2013	356.04	42.96	-313.08	
12-18-12	01-15-13	-1	3M Company JAN/95 C 2013	233.04	94.96	-138.08	
11-30-12	01-15-13	-1	SanDisk Corp JAN/44 C 2013	273.04	35.84	-237.20	
12-07-12	01-16-13	-3	Chevron Corp JAN/110 C 2013	1,338.11	293.90	-1,044.21	
12-07-12	01-17-13	-6	United Tech JAN/85 C 2013	930.23	233.80	-696.43	
11-20-12	01-18-13	-2	Express Scripts JAN/55 C 2013	46.08	131.93	85.85	
01-02-13	01-18-13	-1	CVS Corp FEB/50 C 2013	223.04	69.95	-153.09	
10-15-12	01-18-13	-1	Procter & Gamble JAN/70 C 2013	10.54	80.13	69.59	
11-21-12	01-19-13	-4	Qualcomm JAN/65 C 2013	0.00	292.07	292.07	

Cullinan Associates, Inc.
REALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
12-07-12	01-19-13	-1	Starbucks JAN/57.5 C 2013	0.00	38.07	38.07	
11-30-12	01-29-13	-3	Norfolk Southern MAR/65.C 2013	236.90	236.90	0.00	
03-05-09	01-29-13	300.0000	Norfolk Southern	8,874.00	19,715.46		10,841.46
01-15-13	02-11-13	-1	3M Company APR/97.5 C 2013	566.04	249.95	-316.09	
01-02-13	02-12-13	-1	Allergan FEB/97.5 C 2013	1,006.04	68.95	-937.09	
01-02-13	02-12-13	-1	eBay FEB/52.5 C 2013	466.04	206.95	-259.09	
11-21-12	02-12-13	-2	PNC Finl FEB/60 C 2013	932.08	89.29	-842.79	
01-02-13	02-12-13	-1	Advance Auto Part FEB/75 C 2013	301.04	213.95	-87.09	
01-02-13	02-12-13	-2	Anadarko FEB/80 C 2013	762.08	265.91	-496.17	
01-02-13	02-12-13	-1	Celgene FEB/85 C 2013	1,431.04	115.95	-1,315.09	
01-02-13	02-12-13	-1	Covidien Ltd FEB/60 C 2013	366.04	63.95	-302.09	
01-02-13	02-13-13	-1	KLA Tencor FEB/50 C 2013	118.95	118.95	0.00	
02-03-11	02-13-13	100.0000	KLA Tencor	4,465.10	5,111.83		646.73
01-02-13	02-14-13	-1	Disney FEB/52.5 C 2013	270.04	72.95	-197.09	
01-16-13	02-14-13	-3	Lorillard Inc FEB/40 C 2013	453.11	147.95	-305.16	
01-02-13	02-14-13	-1	McDonalds Corp FEB/92.5 C 2013	143.10	69.95	-73.15	

Cullinan Associates, Inc.
REALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
01-02-13	02-14-13	-1	Tiffany & Co FEB/62.5 C 2013	149.04	98.95	-50.09	
01-02-13	02-14-13	-10	Wal-Mart FEB/70 C 2013	1,090.38	879.59	-210.79	
01-02-13	02-15-13	-3	Microsoft FEB/28 C 2013	30.11	125.88	95.77	
01-02-13	02-16-13	-2	Agilent FEB/44 C 2013	0.00	91.91	91.91	
01-02-13	02-16-13	-1	Crown Castle FEB/75 C 2013	0.00	123.95	123.95	
11-19-12	02-16-13	-1	ConocoPhillips FEB/60 C 2013	0.00	41.96	41.96	
01-02-13	02-16-13	-3	EMC Corp FEB/26 C 2013	0.00	101.88	101.88	
01-02-13	02-16-13	-1	Praxair Inc FEB/115 C 2013	0.00	113.95	113.95	
01-02-13	02-16-13	-1	Whole Foods FEB/98 C 2013	0.00	121.95	121.95	
01-16-13	02-20-13	-2	Chevron Corp JUN/115 C 2013	872.08	707.91	-164.17	
11-21-12	02-20-13	-2	Teva Pharm MAR/42.5 C 2013	20.08	105.93	85.85	
01-15-13	02-20-13	-1	United Tech MAY/85 C 2013	731.04	363.95	-367.09	
01-17-13	02-20-13	-5	United Tech MAY/87.5 C 2013	2,655.19	1,234.77	-1,420.41	
10-31-02	02-20-13	200.0000	Chevron Corp	7,552.00	23,141.48		15,589.48
02-02-12	02-20-13	200.0000	Teva Pharmaceutical	9,186.00	7,693.82		-1,492.18
02-02-12	02-20-13	100.0000	United Tech	8,008.00	9,096.98		1,088.98

Cullinan Associates, Inc.
REALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
10-31-02	02-20-13	500.0000	United Tech	15,495.00	45,484.93		29,989.93
02-14-13	02-20-13	-1	Wal-Mart JUN/72.5 C 2013	88.04	128.96	40.92	
10-01-97	02-20-13	100.0000	Wal-Mart Stores Inc	100.00	6,918.84		6,818.84
01-15-13	02-25-13	-1	Fluor APR/57.5 C 2013	666.04	583.94	-82.10	
12-03-12	02-26-13	-1	Analog Devices MAR/42 C 2013	93.96	93.96	0.00	
10-01-09	02-26-13	100.0000	Analog Devices	2,708.00	4,286.86		1,578.86
01-18-13	03-14-13	-2	Express Scripts MAR/57.5 C 2013	244.08	209.91	-34.17	
12-18-12	03-14-13	-2	Oracle MAR/34 C 2013	426.08	165.93	-260.15	
12-18-12	03-15-13	-3	J P Morgan Chase MAR/43 C 2013	627.94	627.94	0.00	
08-01-12	03-15-13	300.0000	J P Morgan Chase	10,794.00	13,506.65	2,712.65	
12-18-12	03-15-13	-1	Stryker MAR/57.5 C 2013	118.96	118.96	0.00	
04-30-03	03-15-13	100.0000	Stryker	3,338.50	5,861.83		2,523.33
02-11-13	03-16-13	-1	Anadarko MAR/87.5 C 2013	0.00	124.95	124.95	
01-22-13	03-16-13	-1	Starbucks MAR/60 C 2013	0.00	34.95	34.95	
12-21-12	03-16-13	-1	UnitedHealth MAR/57.5 C 2013	0.00	118.96	118.96	
03-04-13	03-21-13	-1	FedEx APR/110 C 2013	9.04	106.45	97.41	

Cullinan Associates, Inc.
REALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
01-15-13	04-01-13	-2	Amer Express APR/60 C 2013	1,482.08	523.90	-958.18	
03-04-13	04-04-13	-1	Verizon MAY/48 C 2013	155.04	52.95	-102.09	
02-12-13	04-10-13	-2	PNC Finl MAY/62.5 C 2013	942.08	677.90	-264.18	
02-21-13	04-17-13	-1	Crown Castle APR/70 C 2013	346.04	108.95	-237.09	
12-18-12	04-17-13	-3	Texas Instr APR/31 C 2013	1,038.11	545.89	-492.22	
02-28-13	04-19-13	-1	Clorox JUL/85 C 2013	556.04	208.95	-347.09	
02-06-13	04-19-13	-2	Microsoft APR/29 C 2013	148.08	51.91	-96.17	
01-18-13	04-19-13	-1	Procter & Gamble APR/72.5 C 2013	54.95	54.95	0.00	
10-29-01	04-19-13	100.0000	Procter & Gamble	3,591.23	7,297.78		3,706.54
01-15-13	04-19-13	-1	SanDisk Corp APR/47 C 2013	308.95	308.95	0.00	
11-29-12	04-19-13	100.0000	SanDisk Corp	3,978.65	5,001.84	1,023.19	
02-21-13	04-20-13	-1	Apache APR/80 C 2013	0.00	87.95	87.95	
03-20-13	04-20-13	-1	Anadarko APR/87.5 C 2013	0.00	236.95	236.95	
02-21-13	04-20-13	-1	ConocoPhillips APR/60 C 2013	0.00	40.95	40.95	
03-04-13	04-20-13	-1	Danaher Corp APR/62.5 C 2013	0.00	88.95	88.95	

Cullinan Associates, Inc.
REALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
02-12-13	04-20-13	-1	eBay APR/55 C 2013	0.00	368.95	368.95	
02-21-13	04-20-13	-1	Fastenal APR/55 C 2013	0.00	33.95	33.95	
03-04-13	04-20-13	-2	Halliburton APR/43 C 2013	0.00	87.91	87.91	
01-22-13	04-20-13	-4	Qualcomm APR/70 C 2013	0.00	239.84	239.84	
02-21-13	04-20-13	-1	Whole Foods APR/90 C 2013	0.00	107.05	107.05	
02-28-13	04-24-13	-2	Oneok Inc JUL/47.5 C 2013	932.08	97.91	-834.17	
04-17-13	04-24-13	-3	Texas Instr JUL/32 C 2013	1,263.11	881.86	-381.25	
03-19-13	05-06-13	-1	Starbucks MAY/60 C 2013	232.13	76.95	-155.18	
02-14-13	05-06-13	-9	Wal-Mart JUN/72.5 C 2013	5,886.34	1,160.63	-4,725.71	
02-15-13	05-13-13	-3	Microsoft MAY/29 C 2013	1,158.11	140.88	-1,017.23	
04-19-13	05-13-13	-2	Microsoft JUN/30 C 2013	570.08	121.91	-448.17	
01-15-13	05-14-13	-3	AFLAC MAY/52.5 C 2013	558.11	656.72	98.61	
01-16-13	05-14-13	-1	Chevron Corp JUN/115 C 2013	991.04	353.95	-637.09	
01-17-13	05-14-13	-1	United Tech MAY/87.5 C 2013	246.95	246.95	0.00	
10-31-02	05-14-13	100.0000	United Tech	3,099.00	8,989.75		5,890.75
02-12-13	05-15-13	-2	Anadarko MAY/82.5 C 2013	972.08	1,147.89	175.81	
02-28-13	05-15-13	-1	Ross Stores MAY/62.5 C 2013	306.04	83.95	-222.09	
01-02-13	05-15-13	-2	Coca-Cola MAY/40 C 2013	610.08	57.91	-552.17	

Cullinan Associates, Inc.
REALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
03-19-13	05-15-13	-1	UnitedHealth MAY/57.5 C 2013	401.04	73.95	-327.09	
02-21-13	05-16-13	-2	Agilent MAY/45 C 2013	142.08	129.91	-12.17	
03-14-13	05-16-13	-2	Express Scripts MAY/60 C 2013	146.08	290.03	143.95	
02-27-13	05-17-13	-1	Automatic Data MAY/62.5 C 2013	83.95	83.95	0.00	
02-20-13	05-17-13	100.0000	Automatic Data	6,166.55	6,326.81	160.26	
04-17-13	05-17-13	-1	Crown Castle MAY/70 C 2013	383.95	383.95	0.00	
12-21-12	05-17-13	100.0000	Crown Castle	7,182.00	7,376.79	194.79	
02-28-13	05-17-13	-1	Gilead Sciences MAY/46 C 2013	99.95	99.95	0.00	
02-20-13	05-17-13	100.0000	Gilead Sciences	4,265.71	4,692.84	427.13	
01-15-13	05-17-13	-2	Starwood Hotels MAY/57.5 C 2013	1,077.89	1,077.89	0.00	
08-01-12	05-17-13	200.0000	Starwood Hotels	10,729.00	12,563.63	1,834.63	
02-14-13	05-17-13	-1	Tiffany & Co MAY/65 C 2013	272.95	272.95	0.00	
12-21-12	05-17-13	100.0000	Tiffany & Co	5,824.00	6,765.80	941.80	
02-21-13	05-18-13	-3	EMC Corp MAY/25 C 2013	0.00	107.88	107.88	

Cullinan Associates, Inc.
REALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
04-23-13	05-20-13	-1	ConocoPhillips JUN/60 C 2013	441.04	35.95	-405.09	
02-11-13	05-21-13	-1	3M Company JUL/100 C 2013	478.94	478.94	0.00	
02-02-12	05-21-13	100.0000	3M Company	8,740.00	10,471.71		1,731.71
02-14-13	05-28-13	-3	Lorillard Inc JUN/41.67 C 2013	696.11	512.87	-183.24	
02-14-13	05-29-13	-1	McDonalds Corp JUN/95 C 2013	401.04	173.95	-227.09	
02-28-13	06-04-13	-1	CME Group JUN/62.5 C 2013	667.21	98.95	-568.26	
02-12-13	06-17-13	-1	Advance Auto Part JUN/80 C 2013	291.04	303.95	12.91	
04-23-13	06-18-13	-1	Danaher Corp JUN/60 C 2013	446.04	108.95	-337.09	
05-29-13	06-18-13	-2	Whole Foods JUN/47.50 C 2013	1,064.10	150.95	-913.15	
04-23-13	06-19-13	-2	Halliburton JUN/42 C 2013	330.08	131.91	-198.17	
05-15-13	06-19-13	-2	Anadarko JUN/85 C 2013	536.08	837.90	301.82	
04-23-13	06-21-13	-1	Apache JUN/75 C 2013	103.73	103.73	0.00	
02-20-13	06-21-13	100.0000	Apache	7,639.00	7,596.59	-42.41	

Cullinan Associates, Inc.
REALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
04-23-13	06-22-13	-1	Anadarko JUN/87.5 C 2013	0.00	173.95	173.95	
04-23-13	06-22-13	-4	Qualcomm JUN/67.5 C 2013	0.00	461.95	461.95	
04-23-13	06-22-13	-1	eBay JUN/55 C 2013	0.00	100.95	100.95	
02-28-13	06-22-13	-2	Xilinx JUN/40 C 2013	0.00	147.91	147.91	
05-16-13	06-22-13	-2	Agilent JUN/46 C 2013	0.00	207.43	207.43	
03-14-13	06-22-13	-2	Oracle JUN/35 C 2013	0.00	409.91	409.91	
03-02-04	07-01-13	200.0000	Anadarko	5,270.00	17,445.69		12,175.69
06-19-13	07-01-13	-2	Anadarko AUG/87.5 C 2013	792.08	827.90	35.82	
04-10-13	07-09-13	-2	PNC Finl AUG/65 C 2013	2,332.08	737.90	-1,594.18	
01-18-13	07-16-13	-1	CVS Corp AUG/55 C 2013	601.04	109.95	-491.09	
12-21-12	07-16-13	0.5000	Mallinckrodt	20.12	22.08	1.96	
05-20-13	07-17-13	-1	ConocoPhillips NOV/62.5 C 2013	381.58	308.95	-72.63	
06-13-13	07-17-13	-1	NextEra Energy JUL/80 C 2013	506.04	63.95	-442.09	
06-17-13	07-17-13	-1	Advance Auto JUL/80 C 2013	206.04	343.02	136.98	
05-16-13	07-17-13	-2	Express Scripts JUL/62.5 C 2013	772.08	222.09	-549.99	
02-28-13	07-17-13	-1	Praxair Inc JUL/115 C 2013	191.04	288.95	97.91	
05-06-13	07-17-13	-1	Starbucks JUL/62.5 C 2013	561.04	185.95	-375.09	

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Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
06-14-13	07-18-13	-1	Family Dollar JUL/67.5 C 2013	171.04	83.95	-87.09	
06-13-13	07-18-13	-1	Baxter Intl JUL/72.5 C 2013	89.04	73.95	-15.09	
05-21-13	07-18-13	-3	EMC Corp JUL/25 C 2013	174.11	125.88	-48.23	
03-21-13	07-18-13	-1	FedEx JUL/105 C 2013	386.04	126.95	-259.09	
02-25-13	07-18-13	-1	Fluor JUL/60 C 2013	216.04	583.94	367.90	
04-29-13	07-18-13	-1	Marathon Oil JUL/35 C 2013	188.04	45.95	-142.09	
06-14-13	07-19-13	-1	Anadarko JUL/90 C 2013	177.04	160.95	-16.09	
06-14-13	07-19-13	-1	3M Company JUL/115 C 2013	92.04	62.95	-29.09	
06-13-13	07-19-13	-1	Target Corp JUL/72.5 C 2013	20.04	38.95	18.91	
02-14-13	07-19-13	-1	Disney JUL/55 C 2013	276.95	276.95	0.00	
12-21-12	07-19-13	100.0000	Disney Walt Co	5,002.00	5,769.85	767.85	
02-12-13	07-19-13	-1	Celgene JUL/90 C 2013	1,308.93	1,308.93	0.00	
12-21-12	07-19-13	100.0000	Celgene Corp	7,937.10	10,301.77	2,364.67	
12-21-12	07-19-13	12.0000	Mallinckrodt	482.84	624.98	142.14	
07-01-13	07-19-13	-1	Covidien JUL/62.50 C 2013 (MNK shs)	313.95	313.95	0.00	
12-21-12	07-19-13	100.0000	Covidien Ltd	5,250.04	5,931.85	681.81	
04-01-13	07-20-13	-1	T Rowe Price JUL/80 C 2013	0.00	58.95	58.95	

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Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
02-12-13	07-20-13	-1	Allergan JUL/100 C 2013	0.00	993.93	993.93	
06-14-13	07-20-13	-1	Cummins JUL/125 C 2013	0.00	93.95	93.95	
05-15-13	07-20-13	-2	Coca-Cola JUL/42 C 2013	0.00	293.91	293.91	
04-24-13	07-26-13	-3	Texas Instr OCT/33 C 2013	1,106.86	1,106.86	0.00	
06-22-12	07-26-13	300.0000	Texas Instruments	8,354.88	10,985.68		2,630.80
06-26-13	08-01-13	-2	Xilinx AUG/42 C 2013	1,042.08	93.91	-948.17	
07-17-13	08-05-13	-1	Starbucks OCT/65 C 2013	926.04	453.95	-472.09	
05-13-13	08-09-13	-2	Microsoft AUG/31 C 2013	364.07	432.91	68.84	
05-13-13	08-09-13	-1	Microsoft AUG/31 C 2013	182.04	216.46	34.42	
05-13-13	08-09-13	-2	Microsoft AUG/31 C 2013	364.08	439.90	75.82	
07-02-13	08-12-13	-1	United Tech AUG/97.5 C 2013	816.04	98.95	-717.09	
05-14-13	08-14-13	-1	Chevron Corp SEP/120 C 2013	276.04	638.94	362.90	
05-14-13	08-15-13	-3	AFLAC AUG/55 C 2013	1,728.11	506.87	-1,221.24	
06-18-13	08-15-13	-2	Whole Foods M AUG/50 C 2013	802.08	777.90	-24.18	
06-26-13	08-15-13	-2	Agilent AUG/45 C 2013	509.32	135.71	-373.61	
06-19-13	08-15-13	-2	Halliburton AUG/43 C 2013	742.08	445.91	-296.17	
06-26-13	08-15-13	-2	Qualcomm AUG/65 C 2013	348.08	127.92	-220.16	
06-26-13	08-16-13	-1	Anadarko AUG/90 C 2013	120.04	259.95	139.91	
05-15-13	08-16-13	-1	Ross Stores AUG/65 C 2013	31.04	333.95	302.91	

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Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
06-26-13	08-16-13	-2	Qualcomm AUG/65 C 2013	127.92	127.92	0.00	
06-22-12	08-16-13	200.0000	Qualcomm	11,100.80	13,113.69		2,012.89
07-02-13	08-17-13	-1	Crown Castle AUG/77.5 C 2013	0.00	73.95	73.95	
06-14-13	08-17-13	-1	Bed Bath & Beyond AUG/75 C 2013	0.00	159.95	159.95	
06-13-13	08-17-13	-1	Verizon AUG/52.5 C 2013	0.00	41.95	41.95	
06-26-13	08-17-13	-1	eBay AUG/55 C 2013	0.00	81.95	81.95	
04-23-13	08-17-13	-1	Fastenal AUG/55 C 2013	0.00	43.95	43.95	
05-29-13	08-17-13	-1	McDonalds Corp AUG/97.5 C 2013	0.00	308.38	308.38	
05-28-13	08-26-13	-3	Lorillard Inc SEP/42.5 C 2013	426.11	779.87	353.76	
05-15-13	09-10-13	-1	UnitedHealth SEP/62.5 C 2013	221.95	221.95	0.00	
09-24-03	09-10-13	100.0000	UnitedHealth	2,482.00	6,464.84		3,982.84
07-23-13	09-17-13	-1	Cummins SEP/125 C 2013	746.04	148.95	-597.09	
07-23-13	09-17-13	-1	Nike SEP/65 C 2013	336.04	82.95	-253.09	
08-20-13	09-19-13	-1	Aetna SEP/65 C 2013	82.04	61.95	-20.09	
07-18-13	09-19-13	-3	EMC Corp SEP/26 C 2013	324.11	197.88	-126.23	

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Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
06-26-13	09-19-13	-2	Oracle System SEP/32 C 2013	352.07	107.99	-244.08	
06-18-13	09-20-13	-1	Danaher Corp SEP/62.5 C 2013	343.95	343.95	0.00	
03-01-13	09-20-13	100.0000	Danaher Corp	6,157.00	6,586.84	429.84	
07-23-13	09-21-13	-1	Allergan SEP/95 C 2013	0.00	233.95	233.95	
07-02-13	09-21-13	-2	B B & T Corp SEP/36 C 2013	0.00	71.91	71.91	
07-23-13	09-21-13	-2	Coca-Cola SEP/42 C 2013	0.00	73.91	73.91	
07-02-13	09-21-13	-1	Procter & Gam SEP/82.5 C 2013	0.00	93.95	93.95	
07-23-13	09-21-13	-1	St Jude Medic SEP/55 C 2013	0.00	68.95	68.95	
07-23-13	09-21-13	-1	T Rowe Price SEP/85 C 2013	0.00	34.12	34.12	
07-24-13	09-21-13	-1	Zimmer Holdin SEP/90 C 2013	0.00	58.95	58.95	
05-06-13	09-21-13	-9	Wal-Mart SEP/77.5 C 2013	0.00	2,843.59	2,843.59	
03-02-04	09-24-13	100.0000	Anadarko	2,635.00	9,515.00		6,880.00
03-02-04	09-24-13	100.0000	Anadarko	2,635.00	9,515.00		6,880.00
03-02-04	09-24-13	100.0000	Anadarko	2,635.00	9,515.01		6,880.01
08-16-13	09-24-13	-1	Anadarko NOV/92.5 C 2013	576.04	468.95	-107.09	

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						Short Term	Long Term
07-19-13	09-24-13	-1	Anadarko NOV/95 C 2013	431.04	438.95	7.91	
09-20-13	09-24-13	-1	Anadarko OCT/97.5 C 2013	152.04	116.96	-35.08	
08-15-13	09-25-13	-2	Agilent NOV/46 C 2013	1,282.07	607.90	-674.17	
07-18-13	09-25-13	-1	Fluor OCT/62.5 C 2013	966.04	303.95	-662.09	
04-01-13	09-27-13	-2	Amer Express OCT/65 C 2013	2,162.07	947.89	-1,214.18	
09-27-13	10-01-13	-2	Amer Express JAN/65 C 2014	2,232.07	2,197.89	-34.18	
09-09-13	10-04-13	-1	CME Group OCT/75 C 2013	151.04	123.95	-27.09	
08-20-13	10-04-13	-1	eBay OCT/55 C 2013	206.20	114.95	-91.25	
07-31-13	10-04-13	-1	Exxon OCT/95 C 2013	8.04	153.95	145.91	
07-18-13	10-04-13	-1	Marathon Oil OCT/37 C 2013	12.04	154.95	142.91	
08-20-13	10-04-13	-1	McDonalds Cor OCT/97.5 C 2013	21.04	94.40	73.36	
08-09-13	10-04-13	-2	Microsoft NOV/32 C 2013	484.07	341.92	-142.15	
08-09-13	10-04-13	-3	Microsoft NOV/32 C 2013	726.11	512.87	-213.24	
08-15-13	10-04-13	-2	Qualcomm OCT/67.5 C 2013	290.07	333.91	43.84	
07-17-13	10-08-13	-1	ConocoPhillips JAN/65 C 2014	641.04	274.72	-366.32	
04-24-13	10-08-13	-2	Oneok Inc OCT/50 C 2013	732.07	647.04	-85.03	

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Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
07-18-13	10-15-13	-1	FedEx OCT/110 C 2013	1,111.04	493.95	-617.09	
08-20-13	10-16-13	-1	Fastenal OCT/46 C 2013	286.04	118.95	-167.09	
07-17-13	10-16-13	-1	Praxair Inc OCT/120 C 2013	291.04	198.95	-92.09	
07-19-13	10-17-13	-1	3M Company OCT/120 C 2013	283.04	148.95	-134.09	
08-20-13	10-17-13	-1	Crown Castle OCT/72.5 C 2013	376.04	108.95	-267.09	
08-20-13	10-18-13	-1	Verizon OCT/49 C 2013	89.04	71.95	-17.09	
04-04-13	10-18-13	-1	Verizon OCT/49 C 2013	89.04	171.95	82.91	
08-14-13	10-19-13	-1	Chevron Corp OCT/120 C 2013	0.00	343.95	343.95	
07-19-13	10-19-13	-1	Target Corp OCT/75 C 2013	0.00	109.95	109.95	
08-20-13	10-19-13	-1	Bed Bath & Beyond OCT/77.5 C 2013	0.00	163.95	163.95	
04-19-13	10-19-13	-1	Clorox OCT/87.5 C 2013	0.00	413.95	413.95	
09-20-13	10-19-13	-3	Anadarko OCT/97.5 C 2013	0.00	350.89	350.89	
09-12-13	10-19-13	-1	WellPoint Inc OCT/92.5 C 2013	0.00	70.95	70.95	
07-18-13	10-19-13	-1	Family Dollar OCT/70 C 2013	0.00	323.95	323.95	
10-15-13	10-21-13	-1	FedEx NOV/110 C 2013	1,766.04	1,143.93	-622.11	

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Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
08-16-13	10-21-13	-1	Ross Stores NOV/67.5 C 2013	726.04	178.95	-547.09	
10-17-13	10-24-13	-1	Starwood Hote NOV/70 C 2013	366.04	149.95	-216.09	
09-26-13	10-29-13	-1	Colgate Palmo NOV/62.5 C 2013	336.04	26.95	-309.09	
10-08-13	10-30-13	-2	Oneok Inc JAN/52.5 C 2014	1,012.07	513.20	-498.87	
10-16-13	10-30-13	-1	Praxair Inc NOV/120 C 2013	546.04	403.95	-142.09	
07-16-13	10-30-13	-1	CVS Corp NOV/57.5 C 2013	516.04	453.95	-62.09	
10-04-13	11-04-13	-1	Exxon NOV/90 C 2013	167.04	34.95	-132.09	
08-05-13	11-08-13	-1	Starbucks JAN/67.5 C 2014	1,331.04	803.94	-527.10	
08-12-13	11-12-13	-1	United Tech JAN/100 C 2014	801.04	763.94	-37.10	
10-17-13	11-14-13	-1	3M Company NOV/120 C 2013	996.04	383.95	-612.09	
10-04-13	11-15-13	-2	Qualcomm NOV/70 C 2013	296.49	277.92	-18.57	
10-04-13	11-15-13	-1	CME Group NOV/77.5 C 2013	211.04	138.95	-72.09	
07-17-13	11-15-13	-2	Express Scrip NOV/65 C 2013	126.35	827.90	701.55	
10-18-13	11-15-13	-1	Verizon Commu NOV/50 C 2013	14.81	65.95	51.14	

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Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
10-18-13	11-15-13	-1	Verizon Commu NOV/50 C 2013	14.81	65.95	51.14	
08-15-13	11-15-13	-3	AFLAC JAN/57.5 C 2014	1,402.87	1,402.87	0.00	5,359.56
08-01-12	11-15-13	300.0000	AFLAC	13,272.00	18,631.56		
07-18-13	11-16-13	-1	Baxter Intl NOV/75 C 2013	0.00	184.95	184.95	
10-04-13	11-16-13	-1	McDonalds Cor NOV/97.5 C 2013	0.00	72.95	72.95	
09-20-13	11-16-13	-1	Chevron Corp NOV/130 C 2013	0.00	75.95	75.95	
11-14-13	11-18-13	-1	3M Company APR/120 C 2014	1,151.04	1,078.94	-72.10	
08-26-13	11-18-13	-2	Lorillard Inc. Dec/45 C 2013	263.92	263.92	0.00	
12-21-12	11-18-13	200.0000	Lorillard Inc	7,807.55	9,249.76	1,442.21	
07-17-13	11-20-13	-1	Advance Auto DEC/85 C 2013	1,353.50	383.95	-969.55	
07-17-13	11-21-13	-1	NextEra Energ DEC/82.5 C 2013	446.04	423.95	-22.09	
09-25-13	11-25-13	-1	Fluor JAN/65 C 2014	1,378.72	833.94	-544.78	
08-26-13	11-25-13	-1	Lorillard Inc. Dec/45 C 2013	131.96	131.96	0.00	
12-21-12	11-25-13	100.0000	Lorillard Inc	3,903.78	4,624.88	721.10	

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						Short Term	Long Term
10-09-13	11-25-13	-9	Wal-Mart Stor DEC/77.5 C 2013	2,679.26	432.03	-2,247.23	
06-04-13	12-03-13	-1	CME Group DEC/67.5 C 2013	1,363.04	483.95	-879.09	
11-08-13	12-03-13	-1	Chevron Corp JAN/125 C 2014	130.04	76.95	-53.09	
10-04-13	12-03-13	-2	Microsoft DEC/34 C 2013	886.07	243.92	-642.15	
10-04-13	12-03-13	-1	Microsoft DEC/34 C 2013	443.04	121.96	-321.08	
10-04-13	12-03-13	-2	Microsoft DEC/34 C 2013	886.07	243.92	-642.15	
08-15-13	12-03-13	-2	Halliburton JAN/45 C 2014	1,482.07	757.90	-724.17	
09-26-13	12-05-13	-1	Zimmer Holdin DEC/85 C 2013	656.04	163.95	-492.09	
10-22-13	12-05-13	-1	Clorox DEC/90 C 2013	406.04	77.41	-328.63	
10-21-13	12-06-13	-1	FedEx JAN/110 C 2014	2,982.19	1,813.92	-1,168.27	
10-21-13	12-06-13	-1	Ross Stores DEC/67.5 C 2013	496.04	743.94	247.90	
10-24-13	12-09-13	-1	Starwood Hote JAN/72.5 C 2014	261.04	274.95	13.91	
09-17-13	12-09-13	-1	Nike JAN/67.5 C 2014	1,261.04	378.95	-882.09	
07-31-13	12-10-13	-1	Fiserv DEC/100 C 2013	1,246.04	248.95	-997.09	

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Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
11-15-13	12-19-13	-1	CME Group MAR/82.5 C 2014	336.04	238.95	-97.09	
09-17-13	12-19-13	-1	Cummins DEC/130 C 2013	716.04	773.94	57.90	
09-19-13	12-19-13	-2	Oracle System DEC/33 C 2013	693.57	331.92	-361.65	
10-22-13	12-21-13	-1	Family Dollar DEC/75 C 2013	0.00	138.95	138.95	
10-22-13	12-21-13	-1	Chevron Corp DEC/125 C 2013	0.00	54.95	54.95	
09-24-13	12-21-13	-2	Coca-Cola DEC/41 C 2013	0.00	55.92	55.92	
10-22-13	12-21-13	-1	Target Corp DEC/67.5 C 2013	0.00	64.09	64.09	
10-22-13	12-21-13	-1	Bed Bath & Be DEC/80 C 2013	0.00	121.51	121.51	
10-04-13	12-21-13	-1	eBay DEC/57.5 C 2013	0.00	201.95	201.95	
10-22-13	12-21-13	-1	WellPoint Inc DEC/95 C 2013	0.00	80.95	80.95	
10-22-13	12-21-13	-3	Anadarko DEC/105 C 2013	0.00	260.88	260.88	
09-24-13	12-23-13	-2	St Jude Medic JAN/55 C 2014	1,512.07	397.92	-1,114.15	
09-25-13	12-23-13	-2	Agilent JAN/48 C 2014	1,932.07	1,027.91	-904.16	

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						Short Term	Long Term
11-20-13	12-24-13	-1	Advance Auto JUN/90 C 2014	2,256.04	1,143.93	-1,112.11	
10-30-13	12-24-13	-1	CVS Corp MAY/62.5 C 2014	916.04	323.95	-592.09	
11-04-13	12-24-13	-1	Exxon JAN/92.5 C 2014	671.04	115.96	-555.08	
10-01-13	12-24-13	-2	Amer Express APR/67.5 C 2014	4,282.07	1,917.89	-2,364.18	
11-18-13	12-24-13	-1	3M Company JUL/125 C 2014	1,451.04	873.94	-577.10	
09-24-13	12-24-13	-1	Allergan JAN/100 C 2014	976.04	173.95	-802.09	
02-20-13	12-24-13	100.0000	Fastenal	5,277.67	4,586.93	-690.74	
10-16-13	12-24-13	-1	Fastenal JAN/48 C 2014	66.04	268.95	202.91	
12-21-12	12-24-13	50.0000	Intl Business Machines	9,659.50	9,130.34	-529.16	
06-12-13	12-24-13	100.0000	Target Corp	6,946.00	6,120.94	-825.06	
TOTAL GAINS						31,701.81	127,208.40
TOTAL LOSSES						-66,014.57	-2,021.34
TOTAL REALIZED GAIN/LOSS						34,312.76	125,187.06

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
December 31, 2012

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
CASH AND EQUIVALENTS								
		PRINCIPAL CASH		2.20		2.20		
				2.20		2.20		
COMMON STOCK								
02-02-12	100.0000	3M Company	87.40	8,740.00	92.85	9,285.00	545.00	6.2
08-01-12	300.0000	AFLAC	44.24	13,272.00	53.12	15,936.00	2,664.00	20.1
12-21-12	100.0000	Advance Auto Parts	70.25	7,024.67	72.35	7,235.00	210.33	3.0
12-21-12	200.0000	Agilent	41.10	8,220.00	40.94	8,188.00	-32.00	-0.4
12-21-12	100.0000	Allergan	92.30	9,230.00	91.73	9,173.00	-57.00	-0.6
08-01-12	200.0000	Amer Express	57.28	11,456.00	57.48	11,496.00	40.00	0.3
03-02-04	200.0000	Anadarko	26.35	5,270.00	74.31	14,862.00	9,592.00	182.0
10-01-09	100.0000	Analog Devices	27.08	2,708.00	42.06	4,206.00	1,498.00	55.3
12-21-12	100.0000	CVS Corp	48.71	4,871.00	48.35	4,835.00	-36.00	-0.7
12-21-12	100.0000	Celgene Corp	79.37	7,937.10	78.47	7,847.00	-90.10	-1.1
10-31-02	300.0000	Chevron Corp	37.76	11,328.00	108.14	32,442.00	21,114.00	186.4
12-21-12	200.0000	Coca-Cola	37.03	7,406.00	36.25	7,250.00	-156.00	-2.1
01-30-06	100.0000	ConocoPhillips	50.47	5,047.08	57.99	5,799.00	751.92	14.9
12-21-12	100.0000	Covidien Ltd	57.53	5,753.00	57.74	5,774.00	21.00	0.4
12-21-12	100.0000	Crown Castle	71.82	7,182.00	72.16	7,216.00	34.00	0.5
12-21-12	100.0000	Disney Walt Co	50.02	5,002.00	49.79	4,979.00	-23.00	-0.5
12-21-12	300.0000	EMC Corp	25.63	7,689.00	25.30	7,590.00	-99.00	-1.3
06-22-12	200.0000	Express Scripts	52.80	10,559.34	54.00	10,800.00	240.66	2.3
11-12-08	100.0000	Fluor	36.16	3,616.00	58.74	5,874.00	2,258.00	62.4
12-21-12	50.0000	Intl Business Machines	193.19	9,659.50	191.55	9,577.50	-82.00	-0.8
08-01-12	300.0000	J P Morgan Chase	35.98	10,794.00	43.97	13,190.73	2,396.73	22.2
02-03-11	100.0000	KLA Tencor	44.65	4,465.10	47.76	4,776.00	310.90	7.0
12-21-12	100.0000	Lorillard Inc	117.11	11,711.33	116.67	11,667.00	-44.33	-0.4

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
December 31, 2012

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
08-01-12	100.0000	McDonalds Corp	89.50	8,950.00	88.21	8,821.00	-129.00	-1.4
06-22-12	300.0000	Microsoft	30.36	9,108.00	26.71	8,012.91	-1,095.09	-12.0
03-05-09	300.0000	Norfolk Southern	29.58	8,874.00	61.84	18,552.00	9,678.00	109.1
02-02-12	200.0000	Oracle Systems	28.88	5,775.46	33.32	6,664.00	888.54	15.4
08-01-12	200.0000	PNC Finl	59.51	11,902.00	58.31	11,662.00	-240.00	-2.0
12-21-12	100.0000	Praxair Inc	109.19	10,919.00	109.45	10,945.00	26.00	0.2
10-29-01	100.0000	Procter & Gamble	35.91	3,591.23	67.89	6,789.00	3,197.76	89.0
06-22-12	400.0000	Qualcomm	55.50	22,201.60	61.86	24,743.84	2,542.24	11.5
11-29-12	100.0000	SanDisk Corp	39.79	3,978.65	43.50	4,350.00	371.35	9.3
12-04-12	100.0000	Starbucks	51.37	5,136.86	53.63	5,363.00	226.14	4.4
08-01-12	200.0000	Starwood Hotels	53.64	10,729.00	57.36	11,472.00	743.00	6.9
04-30-03	100.0000	Stryker	33.38	3,338.50	54.82	5,482.00	2,143.50	64.2
02-02-12	200.0000	Teva Pharmaceutical	45.93	9,186.00	37.34	7,468.00	-1,718.00	-18.7
06-22-12	300.0000	Texas Instruments	27.85	8,354.88	30.89	9,267.00	912.12	10.9
12-21-12	100.0000	Tiffany and Co	58.24	5,824.00	57.34	5,734.00	-90.00	-1.5
10-31-02	700.0000	United Tech	38.00	26,602.00	82.01	57,407.00	30,805.00	115.8
09-24-03	100.0000	UnitedHealth Group	24.82	2,482.00	54.24	5,424.00	2,942.00	118.5
10-01-97	1,000.0000	Wal-Mart Stores Inc	1.00	1,000.00	68.23	68,230.00	67,230.00	6,723.0
02-02-12	100.0000	Whole Foods Market	75.70	7,569.54	91.16	9,116.00	1,546.46	20.4
12-21-12	100.0000	eBay	51.25	5,124.55	51.00	5,099.77	-24.78	-0.5
				349,588.39		510,600.75	161,012.35	46.1

CALLS								
12-18-12	-1	3M Company JAN/95 C 2013	0.95	-94.96	0.54	-54.00	40.96	43.1
10-17-12	-3	AFLAC JAN/50 C 2013	2.07	-620.89	3.45	-1,035.00	-414.11	-66.7
11-19-12	-2	Amer Express JAN/57.5 C 2013	0.71	-141.93	1.14	-228.00	-86.07	-60.6

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
December 31, 2012

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
12-03-12	-1	Analog Devices MAR/42 C 2013	0.94	-93.96	1.49	-149.00	-55.04	-58.6
12-07-12	-3	Chevron Corp JAN/110 C 2013	0.98	-293.90	1.01	-303.00	-9.10	-3.1
11-19-12	-1	ConocoPhillips FEB/60 C 2013	0.42	-41.96	0.63	-63.00	-21.04	-50.1
11-20-12	-2	Express Scripts JAN/55 C 2013	0.66	-131.93	0.75	-150.00	-18.07	-13.7
09-20-12	-1	Fluor JAN/55 C 2013	6.24	-623.95	4.40	-440.00	183.95	29.5
12-18-12	-3	J P Morgan Chase MAR/43 C 2013	2.09	-627.94	2.41	-723.00	-95.06	-15.1
11-30-12	-3	Norfolk Southern MAR/65 C 2013	0.79	-236.90	0.99	-297.00	-60.10	-25.4
12-18-12	-2	Oracle Systems MAR/34 C 2013	0.83	-165.93	0.97	-194.00	-28.07	-16.9
11-21-12	-2	PNC Finl FEB/60 C 2013	0.45	-89.29	1.15	-230.00	-140.71	-157.6
10-15-12	-1	Procter & Gamble JAN/70 C 2013	0.80	-80.13	0.18	-18.00	62.13	77.5
11-21-12	-4	Qualcomm JAN/65 C 2013	0.73	-292.07	0.35	-140.00	152.07	52.1
11-30-12	-1	SanDisk Corp JAN/44 C 2013	0.36	-35.84	1.23	-123.00	-87.16	-243.2
12-07-12	-1	Starbucks JAN/57.5 C 2013	0.38	-38.07	0.14	-14.00	24.07	63.2
11-20-12	-2	Starwood Hotels JAN/55 C 2013	0.75	-149.93	1.83	-366.00	-216.07	-144.1

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
December 31, 2012

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
12-18-12	-1	Stryker MAR/57.5 C 2013	1.19	-118.96	0.62	-62.00	56.96	47.9
11-21-12	-2	Teva Pharmaceutical MAR/42.5 C 2013	0.53	-105.93	0.15	-30.00	75.93	71.7
12-18-12	-3	Texas Instr APR/31 C 2013	1.82	-545.89	1.35	-405.00	140.89	25.8
11-21-12	-1	United Tech JAN/82.5 C 2013	0.43	-42.96	1.10	-110.00	-67.04	-156.1
12-07-12	-6	United Tech JAN/85 C 2013	0.39	-233.80	0.32	-192.00	41.80	17.9
12-21-12	-1	UnitedHealth Group MAR/57.5 C 2013	1.19	-118.96	0.86	-86.00	32.96	27.7
				-4,926.08		-5,412.00	-485.92	-9.9

TOTAL PORTFOLIO

CHECKING ACCOUNT

344,664.51 505,190.95 160,526.44 46.6

100

100

344,765

505,291

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
December 31, 2013

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
CASH AND EQUIVALENTS								
		PRINCIPAL CASH		54,630.05		54,630.05		
				54,630.05		54,630.05		
COMMON STOCK								
06-12-13	100.0000	3M Company	109.73	10,973.00	140.25	14,025.00	3,052.00	27.8
12-21-12	100.0000	Advance Auto Parts	70.25	7,024.67	110.68	11,068.00	4,043.33	57.6
08-19-13	100.0000	Aetna	62.55	6,255.00	68.59	6,859.00	604.00	9.7
12-21-12	200.0000	Agilent	41.10	8,220.00	57.19	11,438.00	3,218.00	39.1
12-21-12	100.0000	Allergan	92.30	9,230.00	111.08	11,108.00	1,878.00	20.3
08-01-12	200.0000	Amer Express	57.28	11,456.00	90.73	18,146.00	6,690.00	58.4
03-02-04	300.0000	Anadarko	26.35	7,905.00	79.32	23,796.00	15,891.00	201.0
02-04-13	23.0000	Apple	445.27	10,241.16	561.02	12,903.46	2,662.30	26.0
07-01-13	300.0000	B B & T Corp	34.14	10,240.94	37.32	11,196.00	955.06	9.3
06-12-13	100.0000	Baxter Intl	69.99	6,999.00	69.55	6,955.00	-44.00	-0.6
06-12-13	100.0000	Bed Bath & Beyond	69.54	6,953.99	80.30	8,030.00	1,076.01	15.5
02-20-13	200.0000	CME Group	65.68	13,136.43	78.46	15,692.00	2,555.57	19.5
12-21-12	100.0000	CVS Corp	48.71	4,871.00	71.57	7,157.00	2,286.00	46.9
10-31-02	300.0000	Chevron Corp	56.28	16,883.54	124.91	37,473.00	20,589.46	121.9
02-20-13	100.0000	Clorox	82.86	8,286.00	92.76	9,276.00	990.00	11.9
12-21-12	200.0000	Coca-Cola	37.03	7,406.00	41.31	8,262.00	856.00	11.6
09-25-13	100.0000	Colgate Palmolive	59.45	5,945.00	65.21	6,521.00	576.00	9.7
11-01-11	100.0000	Comcast Corp	22.97	2,297.13	51.96	5,196.50	2,899.37	126.2
01-30-06	100.0000	ConocoPhillips	50.47	5,047.08	70.65	7,065.00	2,017.92	40.0
07-01-13	100.0000	Crown Castle	72.44	7,244.00	73.43	7,343.00	99.00	1.4
06-12-13	100.0000	Cummins	116.23	11,623.00	140.97	14,097.00	2,474.00	21.3
12-21-12	300.0000	EMC Corp	25.63	7,689.00	25.15	7,545.00	-144.00	-1.9
11-01-05	300.0000	Emerson Electric Co	34.86	10,458.00	70.18	21,054.00	10,596.00	101.3

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
December 31, 2013

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
06-22-12	200.0000	Express Scripts	52.80	10,559.34	70.24	14,048.00	3,488.66	33.0
07-29-13	100.0000	Exxon	94.03	9,403.00	101.20	10,120.00	717.00	7.6
06-12-13	100.0000	Family Dollar Stores Inc	62.37	6,237.00	64.97	6,497.00	260.00	4.2
03-01-13	100.0000	FedEx	105.46	10,546.00	143.77	14,377.00	3,831.00	36.3
07-29-13	200.0000	Fiserv	46.34	9,267.50	59.05	11,810.00	2,542.50	27.4
11-12-08	100.0000	Fluor	36.16	3,616.00	80.29	8,029.00	4,413.00	122.0
03-01-13	200.0000	Halliburton	40.78	8,156.00	50.75	10,150.00	1,994.00	24.4
10-01-09	100.0000	Marathon Oil	18.81	1,881.00	35.30	3,530.00	1,649.00	87.7
08-01-12	100.0000	McDonalds Corp	89.50	8,950.00	97.03	9,703.00	753.00	8.4
06-22-12	500.0000	Microsoft	29.27	14,632.60	37.41	18,705.00	4,072.40	27.8
06-12-13	100.0000	NextEra Energy	77.86	7,786.00	85.62	8,562.00	776.00	10.0
07-22-13	200.0000	Nike	66.56	13,312.00	78.64	15,728.00	2,416.00	18.1
02-20-13	200.0000	Oneok Inc	48.08	9,616.00	62.18	12,436.00	2,820.00	29.3
02-02-12	200.0000	Oracle Systems	28.88	5,775.46	38.26	7,652.00	1,876.54	32.5
08-01-12	200.0000	PNC Finl	59.51	11,902.00	77.58	15,516.00	3,614.00	30.4
12-21-12	100.0000	Praxair Inc	109.19	10,919.00	130.03	13,003.00	2,084.00	19.1
07-01-13	100.0000	Procter & Gamble	78.13	7,813.00	81.41	8,141.00	328.00	4.2
06-22-12	200.0000	Qualcomm	55.50	11,100.80	74.25	14,850.00	3,749.20	33.8
02-20-13	100.0000	Ross Stores	59.66	5,965.70	74.93	7,493.00	1,527.30	25.6
07-22-13	200.0000	St Jude Medical Inc	52.83	10,566.86	61.95	12,390.00	1,823.14	17.3
12-04-12	100.0000	Starbucks	51.37	5,136.86	78.39	7,839.00	2,702.14	52.6
10-11-13	100.0000	Starwood Hotels	67.51	6,751.38	79.45	7,945.00	1,193.62	17.7
03-27-13	100.0000	T Rowe Price	74.08	7,407.77	83.77	8,377.00	969.23	13.1
07-01-13	100.0000	United Tech	94.85	9,485.00	113.80	11,380.00	1,895.00	20.0
09-24-03	100.0000	UnitedHealth	24.82	2,482.50	75.30	7,530.00	5,047.50	203.3
03-01-13	200.0000	Verizon Communications	48.19	9,637.91	49.14	9,828.00	190.09	2.0

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
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Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
10-01-97	900.0000	Wal-Mart Stores Inc	1.00	900.00	78.69	70,821.00	69,921.00	7,769.0
09-12-13	100.0000	WellPoint Inc	88.86	8,885.80	92.39	9,239.00	353.20	4.0
02-02-12	200.0000	Whole Foods Market	37.85	7,569.54	57.83	11,566.00	3,996.46	52.8
02-20-13	200.0000	Xilinx	39.05	7,810.00	45.92	9,184.00	1,374.00	17.6
07-22-13	100.0000	Zimmer Holdings	84.82	8,482.00	93.19	9,319.00	837.00	9.9
12-21-12	200.0000	eBay	53.32	10,663.48	54.86	10,973.00	309.52	2.9
				459,602.44		678,946.96	219,344.52	47.7
CALLS								
12-24-13	-1	3M Company JUL/140 C 2014	4.69	-468.95	6.30	-630.00	-161.05	-34.3
12-24-13	-1	Advance Auto JUN/100 C 2014	12.04	-1,203.93	13.30	-1,330.00	-126.07	-10.5
09-19-13	-1	Aetna JAN/70 C 2014	1.81	-180.95	0.52	-52.00	128.95	71.3
12-23-13	-2	Agilent MAY/60 C 2014	2.66	-531.92	2.63	-526.00	5.92	1.1
12-24-13	-1	Allergan APR/110 C 2014	5.24	-523.95	6.54	-654.00	-130.05	-24.8
12-24-13	-2	Amer Express JUL/87.5 C 2014	5.49	-1,097.91	6.77	-1,354.00	-256.09	-23.3
09-24-13	-3	B B & T Corp JAN/36 C 2014	0.44	-131.64	1.49	-447.00	-315.36	-239.6
11-20-13	-1	Baxter Intl FEB/75 C 2014	0.27	-26.95	0.19	-19.00	7.95	29.5
12-27-13	-1	Bed Bath & Be FEB/87.5 C 2014	0.65	-64.95	0.82	-82.00	-17.05	-26.3
12-03-13	-1	CME Group JUN/85 C 2014	2.59	-258.95	1.95	-195.00	63.95	24.7

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
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12-19-13	-1	CME Group MAR/90 C 2014	0.79	-78.95	0.30	-30.00	48.95	62.0
12-24-13	-1	CVS Corp MAY/70 C 2014	3.54	-353.95	3.93	-393.00	-39.05	-11.0
12-27-13	-2	Chevron Corp FEB/130 C 2014	0.77	-153.88	0.79	-158.00	-4.12	-2.7
11-20-13	-1	Chevron Corp JAN/130 C 2014	0.24	-23.95	0.12	-12.00	11.95	49.9
12-05-13	-1	Clorox JAN/95 C 2014	1.04	-103.95	0.39	-39.00	64.95	62.5
10-29-13	-1	Colgate Palmo FEB/65 C 2014	2.37	-237.12	1.50	-150.00	87.12	36.7
11-08-13	-1	Comcast Corp APR/55 C 2014	0.38	-37.95	1.25	-125.00	-87.05	-229.4
10-08-13	-1	ConocoPhillip MAY/70 C 2014	3.79	-378.95	2.90	-290.00	88.95	23.5
10-17-13	-1	Crown Castle JAN/75 C 2014	3.74	-373.95	0.75	-75.00	298.95	79.9
12-19-13	-1	Cummins MAR/150 C 2014	1.89	-188.95	2.56	-256.00	-67.05	-35.5
09-19-13	-3	EMC Corp JAN/27 C 2014	1.20	-359.88	0.03	-9.00	350.88	97.5
11-08-13	-3	Emerson Elect JAN/70 C 2014	0.39	-116.88	0.95	-285.00	-168.12	-143.8
11-15-13	-2	Express Scrip MAY/70 C 2014	2.40	-479.92	4.20	-840.00	-360.08	-75.0
12-24-13	-1	Exxon APR/100 C 2014	2.14	-213.95	3.55	-355.00	-141.05	-65.9
12-27-13	-1	Family Dollar FEB/70 C 2014	0.99	-98.95	1.06	-106.00	-7.05	-7.1

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
December 31, 2013

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
12-06-13	-1	FedEx APR/145 C 2014	5.94	-593.94	6.63	-663.00	-69.06	-11.6
11-25-13	-1	Fluor JUL/70 C 2014	11.44	-1,143.93	12.20	-1,220.00	-76.07	-6.6
12-03-13	-2	Halliburton APR/57.5 C 2014	1.14	-227.92	0.71	-142.00	85.92	37.7
10-04-13	-1	Marathon Oil JAN/37 C 2014	0.83	-82.95	0.12	-12.00	70.95	85.5
11-20-13	-1	McDonalds Cor FEB/100 C 2014	1.09	-108.95	0.68	-68.00	40.95	37.6
11-21-13	-1	NextEra Energy MAR/87.5 C 2014	2.34	-233.95	1.50	-150.00	83.95	35.9
12-09-13	-1	Nike APR/77.5 C 2014	5.54	-553.95	4.20	-420.00	133.95	24.2
09-24-13	-1	Nike JAN/77.5 C 2014	1.00	-99.95	1.78	-178.00	-78.05	-78.1
10-30-13	-2	Oneok Inc APR/57.5 C 2014	2.64	-527.92	5.40	-1,080.00	-552.08	-104.6
12-19-13	-2	Oracle System FEB/38 C 2014	0.37	-73.92	1.11	-222.00	-148.08	-200.3
07-09-13	-2	PNC Finl JAN/67.5 C 2014	9.84	-1,967.88	10.00	-2,000.00	-32.12	-1.6
10-30-13	-1	Praxair Inc APR/125 C 2014	4.64	-463.95	6.98	-698.00	-234.05	-50.4
09-24-13	-1	Procter & Gam JAN/85 C 2014	0.44	-43.95	0.10	-10.00	33.95	77.2
11-15-13	-2	Qualcomm APR/75 C 2014	2.26	-451.62	2.58	-516.00	-64.38	-14.3
12-06-13	-1	Ross Stores FEB/75 C 2014	1.49	-148.95	2.24	-224.00	-75.05	-50.4
12-23-13	-2	St Jude Medic APR/65 C 2014	1.74	-347.92	1.85	-370.00	-22.08	-6.3

Cullinan Associates, Inc.
UNREALIZED GAINS AND LOSSES
Harris-Stansell Family Charitable Trust (consolidated)
ACCOUNT # 504-55082-1-4
December 31, 2013

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
11-08-13	-1	Starbucks APR/77.5 C 2014	6.54	-653.94	4.29	-429.00	224.94	34.4
12-09-13	-1	Starwood Hotel MAY/80 C 2014	1.86	-185.95	4.20	-420.00	-234.05	-125.9
09-24-13	-1	T Rowe Price JAN/80 C 2014	0.69	-68.95	3.70	-370.00	-301.05	-436.6
11-12-13	-1	United Tech MAY/105 C 2014	6.29	-628.94	10.20	-1,020.00	-391.06	-62.2
11-08-13	-1	UnitedHealth JAN/77.5 C 2014	0.39	-38.95	0.68	-68.00	-29.05	-74.6
11-15-13	-2	Verizon Commu APR/52.5 C 2014	1.05	-209.90	0.48	-96.00	113.90	54.3
11-25-13	-9	Wal-Mart Stor FEB/82.5 C 2014	0.91	-818.66	0.27	-243.00	575.66	70.3
12-27-13	-1	WellPoint Inc FEB/100 C 2014	0.79	-78.95	0.86	-86.00	-7.05	-8.9
08-15-13	-2	Whole Foods M JAN/52.5 C 2014	4.09	-817.90	5.20	-1,040.00	-222.10	-27.2
08-01-13	-2	Xilinx JAN/44 C 2014	4.44	-887.90	2.13	-426.00	461.90	52.0
12-05-13	-1	Zimmer Holdin MAR/95 C 2014	2.14	-213.95	2.70	-270.00	-56.05	-26.2
12-27-13	-1	eBay FEB/60 C 2014	0.56	-56.00	0.70	-70.00	-14.00	-25.0
09-24-13	-1	eBay JAN/62.5 C 2014	0.85	-84.95	0.02	-2.00	82.95	97.6
				-19,507.87		-20,925.00	-1,417.13	-7.3

TOTAL PORTFOLIO

Checking Acct

494,724.62

180.00

712,652.01

180.00

44.1

494,904.62

712,832.01

Security	Date	Quantity	Value	Cost
Anadarko	2/8/2013	100	8,445	2,635
Anadarko	6/10/2013	100	8,842	2,635
Anadarko	9/18/2013	400	37,984	10,540
Chevron Corp	9/18/2013	100	12,446	9,752
Chevron Corp	11/7/2013	100	11,991	3,356
Comcast Corp	11/7/2013	100	4,724	2,297
Emerson Electric Co	11/7/2013	300	19,815	10,458
Marathon Oil	4/24/2013	100	3,137	1,881
UnitedHealth	11/7/2013	100	6,976	2,483
			<u>114,360</u>	<u>46,036</u>

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
J P MORGAN CLEARING CORP	10,426.	0.	10,426.	10,426.	
TO PART I, LINE 4	10,426.	0.	10,426.	10,426.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	425.	213.		212.
TO FORM 990-PF, PG 1, LN 16B	425.	213.		212.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISOR FEES	5,071.	5,071.		0.
TO FORM 990-PF, PG 1, LN 16C	5,071.	5,071.		0.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN INCOME TAX	15.	15.		0.
EXCISE TAX ON INVESTMENT INCOME	6,624.	6,624.		0.
TO FORM 990-PF, PG 1, LN 18	6,639.	6,639.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	61.	61.		0.
TO FORM 990-PF, PG 1, LN 23	61.	61.		0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
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DESCRIPTION	AMOUNT
FMV IN EXCESS OF DONOR BASIS OF CONTRIBUTED SECURITIES (SEE ATTACHED SCHD)	68,324.
TOTAL TO FORM 990-PF, PART III, LINE 5	68,324.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	440,095.	658,022.
TOTAL TO FORM 990-PF, PART II, LINE 10B	440,095.	658,022.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 8
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN	EXPENSE CONTRIB ACCOUNT
R. KEITH CULLINAN 295 N HUBBARDS LANE SUITE 203 LOUISVILLE, KY 40207	TRUSTEE 2.00	0.	0.	0.
PAULA C. H. STANSELL 295 N HUBBARDS LANE SUITE 203 LOUISVILLE, KY 40207	MEMBER ADVISORY COMM 2.00	0.	0.	0.
CHARLES F. STANSELL 295 N HUBBARDS LANE SUITE 203 LOUISVILLE, KY 40207	MEMBER ADVISORY COMM 2.00	0.	0.	0.
ALICIA STANSELL 295 N HUBBARDS LANE SUITE 203 LOUISVILLE, KY 40207	MEMBER ADVISORY COMM 2.00	0.	0.	0.
CHRISTINA STANSELL 295 N HUBBARDS LANE SUITE 203 LOUISVILLE, KY 40207	MEMBER ADVISORY COMM 2.00	0.	0.	0.
REBECCA STANSELL 295 N HUBBARDS LANE SUITE 203 LOUISVILLE, KY 40207	MEMBER ADVISORY COMM 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF PART XV - LINE 1A STATEMENT 9
 LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

PAULA C. H. STANSELL
 CHARLES F. STANSELL
 ALICIA STANSELL
 CHRISTINA STANSELL
 REBECCA STANSELL

Security	Date	Quantity	Value
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UnitedHealth	11/7/2013	100	<u>6,976</u>
			<u><u>114,360</u></u>