Form **990-PF** Department of the Treasury Internal Revenue Service

Return of Private Foundation

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.

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation: THE NABERS CHARITABLE FOUNDATION

A Employer identification number: 63-1189714

Number and street (or P O box number if mail is not delivered to street address): 800 LAKESHORE DRIVE BROOKS HALL 227

Room/suite:

B Telephone number (see instructions): (205) 726-4336

City or town, state or province, country, and ZIP or foreign postal code: BIRMINGHAM, AL 35229

C If exemption application is pending check here ▶ [ ]

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [X] Address change [ ] 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: [X] 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) ▶ $ 13,686,746.

J Accounting method [X] Cash [ ] Accrual [ ] Other (specify) ____________ (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc received (attach schedule)	151,670.			
	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	615,281.	615,281.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	143,886.			
	b Gross sales price for all assets on line 6a 3,421,852.				
	7 Capital gain net income (from Part IV, line 2)		143,886.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH 2	5,186.	2,488.		
	12 **Total.** Add lines 1 through 11	916,023.	761,655.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 3	3,500.	875.		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 4	52,660.	446.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 5	17,873.	17,092.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	74,033.	18,413.		
	25 Contributions, gifts, grants paid	729,433.			729,433.
	26 **Total expenses and disbursements** Add lines 24 and 25	803,466.	18,413.	0	729,433.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	112,557.			
	b **Net investment income** (if negative, enter -0-)		743,242.		
	c **Adjusted net income** (if negative, enter -0-)				

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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			
	2	Savings and temporary cash investments	1,187,307.	605,057.	605,057.
	3	Accounts receivable ▶ 323,876.			
		Less allowance for doubtful accounts ▶	42,094.	323,876.	323,876.
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 6	10,403,577.	10,816,602.	12,757,813.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	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)	11,632,978.	11,745,535.	13,686,746.
Liabilities	17	Accounts payable and accrued expenses	10,218.	10,218.	
	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)	10,218.	10,218.	
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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	11,622,760.	11,735,317.	
	30	**Total net assets or fund balances** (see instructions)	11,622,760.	11,735,317.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	11,632,978.	11,745,535.	

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	11,622,760.
2	Enter amount from Part I, line 27a	2	112,557.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	11,735,317.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,735,317.

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 PART IV SCHEDULE			
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				
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	143,886.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	577,666.	12,090,457.	0.047779
2011	575,541.	10,929,442.	0.052660
2010	598,974.	10,368,656.	0.057768
2009	192,739.	7,115,082.	0.027089
2008	262,647.	5,016,171.	0.052360

2	Total of line 1, column (d)	2	0.237656
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.047531
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	13,057,335.
5	Multiply line 4 by line 3	5	620,628.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	7,432.
7	Add lines 5 and 6	7	628,060.
8	Enter qualifying distributions from Part XII, line 4	8	729,433.

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 ▶ [X] and enter 1% of Part I, line 27b	1	7,432.
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	7,432.
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	7,432.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 28,690.		
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	28,690.
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	21,258.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 21,258. **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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ AL,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶ DRAYTON NABERS, JR Telephone no ▶ 205-726-4336

Located at ▶ 800 LAKESHORE DRIVE, BROOKS HALL 227 BIRMINGHAM, AL ZIP+4 ▶ 35229

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

			Yes	No
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		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		
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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		**5b**	
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? *If "Yes," attach the statement required by Regulations section 53 4945-5(d)*	☐ Yes ☐ No		
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? *If "Yes" to 6b, file Form 8870*		**6b**	X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**	

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
ATCH 7		0	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				

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

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

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

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

Total number of others receiving over $50,000 for professional services . . . . ▶

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 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 . . . . ▶	

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	885,705.
b	Average of monthly cash balances	1b	12,370,473.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	13,256,178.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	13,256,178.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	198,843.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	13,057,335.
6	**Minimum investment return.** Enter 5% of line 5	6	652,867.

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	652,867.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	7,432.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	7,432.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	645,435.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	645,435.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	645,435.

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	729,433.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	729,433.
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	7,432.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	722,001.

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				645,435.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 11 ,20 10 ,20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011 30,928.				
e From 2012 11,389.				
f Total of lines 3a through e	42,317.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 729,433.				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				645,435.
e Remaining amount distributed out of corpus	83,998.			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	126,315.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	126,315.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011 30,928.				
d Excess from 2012 11,389.				
e Excess from 2013 83,998.				

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)

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

Part XV Supplementary Information (Complete this part only if the 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))

DRAYTON NABERS, JR

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

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [X] 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*				
ATCH 8				
Total . . . . . . ▶ **3a**				729,433.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	628,051.	
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			14	2,488.	
8 Gain or (loss) from sales of assets other than inventory			18	143,886.	
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)				774,425.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 774,425.

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

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

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

Part XVII 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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee: Dixon C. Lee Date: 5-15-14 Title:

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KAREN MILLER	Karen Miller	5/14/14		P00184407

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP Firm's EIN ▶ 13-4008324

Firm's address ▶ 569 BROOKWOOD VILLAGE SUITE 851 BIRMINGHAM, AL 35209 Phone no 205-414-4000

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
THE NABERS CHARITABLE FOUNDATION

Employer identification number
63-1189714

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)

Name of organization THE NABERS CHARITABLE FOUNDATION

Employer identification number 63-1189714

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	DRAYTON NABERS, JR 800 LAKESHORE DRIVE, BROOKS HALL 227 BIRMINGHAM, AL 35229	$ 151,670.	Person [X] Payroll [ ] Noncash [X] (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)

Name of organization THE NABERS CHARITABLE FOUNDATION

Employer identification number 63-1189714

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	PROASSURANCE STOCK	$ 151,670.	12/11/2013
		$	
		$	
		$	
		$	
		$	

Name of organization THE NABERS CHARITABLE FOUNDATION

Employer identification number 63-1189714

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 See instructions) ▶ $

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

(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

(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

(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

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: THE NABERS CHARITABLE FOUNDATION

Employer identification number: 63-1189714

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	1,941,118.	1,929,273.		11,845.
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	205,065.	196,527.		8,538.
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	20,383.

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	365,975.	379,836.		-13,861.
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	875,619.	772,330.		103,289.
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked				

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	34,075.
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	123,503.

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			20,383.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			123,503.
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			143,886.

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
a The loss on line 19, column (3) **or** b $3,000 . . . 20 ( )

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

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

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

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
THE NABERS CHARITABLE FOUNDATION	63-1189714

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

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

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

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

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☒ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☐ **(C)** Short-term transactions not reported to you on Form 1099-B

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** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
PENNEY J C CORP INC	2/27/13	5/20/13	178,000.	169,000.			9,000.
PENNEY J C CORP INC	4/5/13	5/9/13	12,975.	12,263.			712.
LINN ENERGY LLC	VAR	7/2/13	5,631.	6,764.			-1,133.
STONE ENERGY CORP	6/28/13	11/27/13	8,459.	8,500.			-41.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			205,065.	196,527.			8,538.

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

For Paperwork Reduction Act Notice, see your tax return instructions.

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
THE NABERS CHARITABLE FOUNDATION	63-1189714

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.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
PIMCO CORP & INCOME OPP FUND	VAR	VAR	280,424.	277,000.			3,424.
VANGUARD EXPLORER FUND ADMIRAL SHARES	VAR	12/23/13	179,399.	105,932.			73,467.
REAVES UTIL	VAR	VAR	415,796.	389,398.			26,398.
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) ▶			875,619.	772,330.			103,289.

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

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					34,075.	
		PENNEY J C CORP INC					2/27/13	5/20/13
178,000.		169,000.					9,000.	
		PIMCO CORP & INCOME OPP FUND					VAR	VAR
280,424.		277,000.					3,424.	
		RBC #9955					VAR	VAR
1,633,900.		1,627,519.					6,381.	
		RBC #9955					VAR	VAR
365,975.		379,836.					-13,861.	
		RBC #6481					VAR	VAR
123,587.		128,799.					-5,212.	
		RBC #7577					VAR	VAR
45,384.		39,278.					6,106.	
		RBC #7578					VAR	VAR
16,925.		15,223.					1,702.	
		PENNEY J C CORP INC					4/5/13	5/9/13
12,975.		12,263.					712.	
		RBC #7579					VAR	VAR
9,578.		8,658.					920.	
		RBC #7580					VAR	VAR
111,744.		109,796.					1,948.	
		LINN ENERGY LLC					VAR	7/2/13
5,631.		6,764.					-1,133.	
		VANGUARD EXPLORER FUND ADMIRAL SHARES					VAR	12/23/13
179,399.		105,932.					73,467.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		REAVES UTIL					VAR	VAR
415,796.		389,398.					26,398.	
		STONE ENERGY CORP					6/28/13	11/27/13
8,459.		8,500.					-41.	
TOTAL GAIN(LOSS)							143,886.	

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NBC #0995 - DIVIDENDS	142,992.	142,992.
NBC #6122 - DIVIDENDS	11.	11.
NBC #6481 - DIVIDENDS	22,385.	22,385.
NBC #7577 - DIVIDENDS	1,630.	1,630.
NBC #7578 - DIVIDENDS	2,157.	2,157.
NBC #7579 - DIVIDENDS	310.	310.
NBC #7580 - DIVIDENDS	3,359.	3,359.
NBC #7607 - DIVIDENDS	1,078.	1,078.
NBC #0995 - INTEREST	452,197.	452,197.
NBC #7579 - INTEREST	1,932.	1,932.
NBC #0995 - ACCRUED INTEREST	-11,698.	-11,698.
NBC 39579 - ACCRUED INTEREST	-1,072.	-1,072.
TOTAL	615,281.	615,281.

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MISCELLANEOUS INCOME	17,608.	
OTHER INTEREST INCOME	2,342.	2,342.
PARTNERSHIP TAXABLE INCOME/LOSS	-14,764.	146.
TOTALS	5,186.	2,488.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	3,500.	875.		
TOTALS	3,500.	875.		

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TAXES PAID - IRS	52,214.	
FOREIGN TAXES PAID	446.	446.
TOTALS	52,660.	446.

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER EXPENSES	781.	
INVESTMENT MANAGEMENT FEES	17,092.	17,092.
TOTALS	17,873.	17,092.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
RBC 9955, SEE ATTACHMENT A	9,116,255.	10,874,849.
RBC 6481, SEE ATTACHMENT B	952,483.	1,029,932.
RBC 7577, SEE ATTACHMENT C	145,327.	177,669.
RBC 7578, SEE ATTACHMENT D	108,216.	119,689.
RBC 7579, SEE ATTACHMENT E	118,532.	110,538.
RBC 7580, SEE ATTACHMENT F	199,486.	237,455.
RBC 7607, SEE ATTACHMENT G	197,119.	207,681.
PARTNERSHIP BASIS ADJ	-20,816.	
TOTALS	10,816,602.	12,757,813.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DRAYTON NABERS, JR 800 LAKESHORE DRIVE BROOKS HALL 227 BIRMINGHAM, AL 35229	PRESIDENT	0	0	0
FAIRFAX SMATHERS NABERS 800 LAKESHORE DRIVE BROOKS HALL 227 BIRMINGHAM, AL 35229	SECRETARY	0	0	0
MARY NABERS DOYLE 800 LAKESHORE DRIVE BROOKS HALL 227 BIRMINGHAM, AL 35229	TREASURER	0	0	0
	GRAND TOTALS	0	0	0

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE JUNIOR LEAGUE OF BIRMINGHAM 2212 20TH AVENUE SOUTH BIRMINGHAM, AL 35223	NONE PC	FOR GENERAL SUPPORT	1,000
NATIONAL CHRISTIAN FOUNDATION 4401 W KENNEDY BLVD TAMPA, FL 33609	NONE PC	FOR GENERAL SUPPORT	510,000
THE EMMET O'NEAL LIBRARY 50 OAK STREET MOUNTAIN BROOK, AL 35213	NONE PC	FOR GENERAL SUPPORT	1,000.
FIRST BAPTIST CHURCH - PLEASANT GROVE 724 4TH STREET PLEASANT GROVE, AL 35127	NONE PC	FOR GENERAL SUPPORT	5,000
THE UNIVERSITY OF ALABAMA BIRMINGHAM 1720 2ND AVENUE SOUTH BIRMINGHAM, AL 35203	NONE PC	C GLENN COBB ENDOWMENT FUND	1,000
SAINT ANN'S EPISCOPAL SCHOOL 211 SILVER LAKE ROAD MIDDLETOWN, DE 19709	NONE PC	FOR GENERAL SUPPORT	1,250.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEARCH MINISTRIES, INC. 5038 DORSEY HALL DRIVE ELLICOTT CITY, MD 21042	NONE PC	FOR GENERAL SUPPORT	1,000
BIRMINGHAM BOTANICAL GARDENS 2612 LANE PARK ROAD MOUNTAIN BROOK, AL 35223	NONE PC	FOR GENERAL SUPPORT	500
THE UNIVERSTIY OF ALABAMA BIRMINGHAM 1720 2ND AVENUE SOUTH BIRMINGHAM, AL 35203	NONE PC	WBHM SUPPORT FUND	200
PARKINSON ASSOCIATION OF ALABAMA P O. BOX 590146 BIRMINGHAM, AL 35259	NONE PC	FOR GENERAL SUPPORT	300
LITTLE GARDEN CLUB OF BIRMINGHAM 2612 LANE PARK ROAD MOUNTAIN BROOK, AL 35223	NONE PC	FOR THE NATIVE PLANT INTERNSHIP AT THE BOTANICAL GARDENS	1,000
IMPACT ALABAMA 1901 6TH AVENUE NORTH BIRMINGHAM, AL 35203	NONE PC	FOR GENERAL SUPPORT	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CORNERSTONE SCHOOLS 118 55TH STREET NORTH BIRMINGHAM, AL 35212	NONE PC	FOR GENERAL SUPPORT	206,183
		TOTAL CONTRIBUTIONS PAID	729,433

ASSET DETAIL

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** The Unrealized Gain/ Loss may not reflect your investments' total return Specifically, the net cost may include dividend and capital gains distributions which have been reinvestedAdditionally the information that appears in these columns may be based on information provided by you or at your direction RBC has not verified such data Please see "About Your Statement" on page 2 for further information*

Your Financial Advisor has elected to display Asset Detail with the following options asset purchases (tax lots) consolidated

CASH AND MONEY MARKET

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	CURRENT MARKET VALUE	PREVIOUS STATEMENT MARKET VALUE	YTD INCOME
CASH				$4,230 83		
PRIME MONEY MARKET FUND RBC RESERVE CLASS	TRMXX	420,699 990	$1 000	$420,699 99	$185,046 83	$55 38
TOTAL CASH AND MONEY MARKET				**$424,930.82**		**$55.38**

US EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE		NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
APPLE INC	AAPL	1,200.000	$561 020	$673,224 00		$592,081 02	$81,142.98	$14,640 00
CENTURYLINK INC	CTL	1,000.000	$31 850	$31,850 00		$37,589.00	-$5,739 00	$2,160 00
E I DU PONT DE NEMOURS & CO	DD	2,000 000	$64 970	$129,940 00		$89,943 00	$39,997 00	$3,600 00
GENERAL ELECTRIC CO	GE	10,000 000	$28.030	$280,300.00		$212,746 00	$67,554.00	$8,800.00
INFINITY PROPERTY & CASUALTY CORP	IPCC	2,000 000	$71 750	$143,500.00		$78,096 57	$65,403 43	$2,400 00
JOHNSON & JOHNSON	JNJ	1,000.000	$91 590	$91,590 00		$69,633.00	$21,957 00	$2,640 00
MCDONALDS CORP	MCD	1,000.000	$97.030	$97,030 00		$87,631.50	$9,398 50	$3,240 00
PROASSURANCE CORP	PRA	7,108 000	$48 480	$344,595 84		$257,495 88	$87,099 96	$8,529 60
PROTECTIVE LIFE CORP	PL	20,000.000	$50 660	$1,013,200 00		$592,464 47	$420,735.53	$16,000 00
REAVES UTIL INCOME FD COM SH BEN INT	UTG	32,234 926	$25 090	$808,774 29		$798,231 30	$10,542.99	$53,187 63
					Purchase	*$759,327 07*	*$11,738.81*	
					Reinvest	*$38,904 23*	*-$1,195.82*	
VERIZON COMMUNICATIONS	VZ	2,000.000	$49 140	$98,280.00		$76,661.50	$21,618 50	$4,240.00
TOTAL US EQUITIES				**$3,712,284.13**		**$2,892,573.24**	**$819,710.89**	**$119,437.23**

TAXABLE FIXED INCOME

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE/ ACCRUED INTEREST	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
MORGAN STANLEY CAP TRUST VII 6.60% CAPITAL SECS DUE 10/15/2066	MSZ	43,709.000	$24 300	$1,062,128 70	$970,497 13	$91,631 57	$72,119 85
MVC CAPITAL INC 7 25% SENIOR NOTES DUE 2023	MVCB	2,000 000	$25 120	$50,240 00	$50,622 80	-$382 80	$3,626.00
PLC CAPITAL TRUST V 6 125% TRUST ORIG PFD SECS DUE 1/27/34	PLPRB	13,549.000	$23.400	$317,045 25	$149,297.15	$167,748 10	$20,743 52
PIMCO CORPORATE & INCOME OPPORTUNITY FUND	PTY	9,800.000	$17.260	$169,148 00	$167,524 43	$1,623 57	$15,288 00
VULCAN MATERIALS SR UNSECURED MOODY BA3 S&P BB	929160AR0 CPN 7 500% DUE 06/15/2021 DTD 06/14/2011 BOOK ENTRY ONLY	700,000.000	$114 000	$798,000.00 $2,333 33	$708,381 82	$89,618 18	$52,500 00
VULCAN MATLS CO NT MOODY BA3 S&P BB	929160AG4 CPN 7 150% DUE 11/30/2037 DTD 12/11/2007 BOOK ENTRY ONLY	400,000 000	$99.000	$396,000 00 $2,383 33	$393,000.00	$3,000 00	$28,600.00
PROTECTIVE LIFE CORP SR NT MOODY BAA2 S&P A-	743674AY9 CPN 8.450% DUE 10/15/2039 DTD 10/09/2009 BOOK ENTRY ONLY	3,433,000 000	$127 294	$4,370,003.02 $61,240.91	$3,761,342 44	$608,660 58	$290,088 50
TOTAL TAXABLE FIXED INCOME		**4,602,058.000**		**$7,162,564.97**	**$6,200,665.77**	**$961,899.20**	**$482,965.87**
ESTIMATED ACCRUED BOND INTEREST				**$65,957.57**			

ASSET DETAIL

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CASH AND MONEY MARKET

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	CURRENT MARKET VALUE	PREVIOUS STATEMENT MARKET VALUE	YTD INCOME
CASH				$1,066 44		
PRIME MONEY MARKET FUND RBC RESERVE CLASS	TRMXX	53,642 350	$1 000	$53,642 35	$50,548.44	$15 19
TOTAL CASH AND MONEY MARKET				**$54,708.79**		**$15.19**

US EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
AMERICAN WTR WKS CO INC	AWK	1,250 000	$42.260	$52,825.00	$49,548 06	$3,276 94	$1,400 00
COMCAST CORP CL A	CMCSA	1,025 000	$51 965	$53,264.13	$41,233 54	$12,030 59	$799 50
DOMINION RESOURCES INC VA NEW	D	650.000	$64 690	$42,048 50	$36,748 11	$5,300 39	$1,462.50
DTE ENERGY CO	DTE	775 000	$66 390	$51,452 25	$51,428 23	$24.02	$2,030.50
ENBRIDGE INC	ENB	1,050 000	$43.680	$45,864 00	$46,623 83	-$759.83	$1,376.55
EQT CORPORATION	EQT	425 000	$89 780	$38,156.50	$27,263 22	$10,893 28	$51 00
ITC HOLDINGS CORP	ITC	450 000	$95 820	$43,119.00	$37,570.87	$5,548 13	$765 00
NATIONAL-OILWELL VARCO INC	NOV	400 000	$79 530	$31,812 00	$29,010 64	$2,801 36	$416 00
NEXTERA ENERGY INC	NEE	525 000	$85 620	$44,950 50	$38,821 11	$6,129.39	$1,386 00
NISOURCE INC COM	NI	1,650.000	$32 880	$54,252 00	$46,101.40	$8,150 60	$1,650.00
NORTHEAST UTILITIES	NU	1,025 000	$42.390	$43,449 75	$43,143 65	$306 10	$1,506.75
PINNACLE WEST CAPITAL CORP	PNW	925 000	$52.920	$48,951 00	$51,885 34	-$2,934.34	$2,099.75
SCANA CORPORATION NEW	SCG	775.000	$46.930	$36,370 75	$37,663 41	-$1,292.66	$1,573.25
SOUTH JERSEY INDUSTRIES INC	SJI	700.000	$55 960	$39,172.00	$39,064 76	$107.24	$1,323.00
UNION PACIFIC CORP	UNP	200 000	$168 000	$33,600.00	$27,871 49	$5,728 51	$632.00
VERIZON COMMUNICATIONS	VZ	850 000	$49 140	$41,769.00	$40,719.96	$1,049 04	$1,802.00
WESTAR ENERGY INC	WR	1,275.000	$32 170	$41,016.75	$40,295 34	$721 41	$1,734.00

ACCOUNT STATEMENT

DECEMBER 1, 2013 - DECEMBER 31, 2013

US EQUITIES
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
WILLIAMS COMPANIES INC	WMB	1,300.000	$38.570	$50,141.00	$46,360.97	$3,780 03	$1,976 00
WISCONSIN ENERGY CORP	WEC	950 000	$41.340	$39,273.00	$38,826 61	$446.39	$1,453 50
TOTAL US EQUITIES				**$831,487.13**	**$770,180.54**	**$61,306.59**	**$25,437.30**

INTERNATIONAL EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
BCE INC NEW	BCE	675.000	$43 290	$29,220 75	$30,567 98	-$1,347.23	$1,509 98
LYONDELLBASELL INDUSTRIES N V CL A	LYB	400.000	$80.280	$32,112.00	$27,245 38	$4,866 62	$960 00
NATIONAL GRID PLC NEW SPONSORED ADR	NGG	550 000	$65 320	$35,926.00	$32,485.36	$3,440 64	$1,731 40
SCHLUMBERGER LTD	SLB	525.000	$90 110	$47,307 75	$39,937.57	$7,370 18	$656 25
TOTAL INTERNATIONAL EQUITIES				**$144,566.50**	**$130,236.29**	**$14,330.21**	**$4,857.63**

OTHER ASSETS

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
AMERICAN TOWER CORPORATION REIT	AMT	675 000	$79 820	$53,878 50	$52,066 54	$1,811.96	$783 00
TOTAL OTHER ASSETS				**$53,878.50**	**$52,066.54**	**$1,811.96**	**$783.00**

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Your Financial Advisor has elected to display Asset Detail with the following options asset purchases (tax lots) consolidated

CASH AND MONEY MARKET

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	CURRENT MARKET VALUE	PREVIOUS STATEMENT MARKET VALUE	YTD INCOME
CASH				-$3,836 43		
PRIME MONEY MARKET FUND RBC RESERVE CLASS	TRMXX	14,385 840	$1 000	$14,385.84	$12,459 37	$0.97
TOTAL CASH AND MONEY MARKET				**$10,549.41**		**$0.97**

US EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
ADT CORPORATION COM	ADT	95 000	$40 470	$3,844.65	$3,913.21	-$68 56	$47.50
AGCO CORP	AGCO	155.000	$59 190	$9,174 45	$8,376 24	$798.21	$62 00
BROADRIDGE FINANCIAL SOLUTIONS INC	BR	215.000	$39 520	$8,496 80	$5,132 14	$3,364 66	$180 60
CENTENE CORP DEL	CNC	140 000	$58 950	$8,253.00	$6,729.41	$1,523 59	
CLEAN HARBORS INC	CLH	150 000	$59.960	$8,994 00	$8,519 86	$474.14	
DARLING INTERNATIONAL INC	DAR	515 000	$20 880	$10,753 20	$9,417 30	$1,335.90	
FLOWSERVE CORP	FLS	120 000	$78.830	$9,459 60	$6,602 62	$2,856.98	$67 20
HANESBRANDS INC	HBI	135 000	$70.270	$9,486 45	$6,498 09	$2,988.36	$108.00
IDEX CORP	IEX	115 000	$73 850	$8,492.75	$6,006 22	$2,486 53	$105.80
MEADWESTVACO CORP	MWV	205.000	$36 930	$7,570 65	$7,553.41	$17.24	$205.00
NEWFIELD EXPLORATION CO	NFX	355 000	$24 630	$8,743 65	$8,443.50	$300 15	
OGE ENERGY CORP	OGE	145 000	$33 900	$4,915.50	$4,404 37	$511.13	$130.50
POLARIS INDUSTRIES INC	PII	45 000	$145.640	$6,553.80	$4,012 66	$2,541.14	$75 60
SAFEWAY INC	SWY	170 000	$32.570	$5,536.90	$4,092 25	$1,444 65	$136 00
THOR INDUSTRIES INC	THO	120 000	$55.230	$6,627.60	$4,634 70	$1,992 90	$110 40
TIDEWATER INC	TDW	130 000	$59.270	$7,705 10	$7,370 36	$334 74	$130 00
TIMKEN CO	TKR	145.000	$55 070	$7,985 15	$8,259 77	-$274 62	$133 40

Attachment C

ACCOUNT STATEMENT

DECEMBER 1, 2013 - DECEMBER 31, 2013

US EQUITIES
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
TRINITY INDUSTRIES INC	TRN	175.000	$54 520	$9,541 00	$7,475.56	$2,065 44	$105 00
URS CORPORATION	URS	180 000	$52 990	$9,538.20	$8,145 30	$1,392 90	$151.20
WESTERN UNION CO	WU	570 000	$17 250	$9,832.50	$8,763.92	$1,068 58	$285 00
TOTAL US EQUITIES				**$161,504.95**	**$134,350.89**	**$27,154.06**	**$2,033.20**

INTERNATIONAL EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
CHICAGO BRIDGE & IRON CO NV	CBI	115.000	$83 140	$9,561.10	$6,616.13	$2,944 97	$23 00
PENTAIR LTD SHS	PNR	85.000	$77 670	$6,601 95	$4,360 29	$2,241 66	$85 00
TOTAL INTERNATIONAL EQUITIES				**$16,163.05**	**$10,976.42**	**$5,186.63**	**$108.00**

ACTIVITY DETAIL

Realized gain/loss column includes fees and commissions It does not include accrued interest

Purchases, sales and other activity all represent an exchange of cash and/or money market funds for securities and, as such, do not represent deposits to or withdrawals from your account. Account value changes due to commissions, mark ups, mark downs and accrued interest are shown in the "Change in value of priced securities" line of the Account Value Summary

** Information that appears in these columns may be based on information provided by you or at your direction, RBC has not verified such data. Please see "About Your Statement" on page 2 for further information*

PURCHASES

Regular Purchases

DATE	DESCRIPTION	QUANTITY	PRICE	NET COST/ ACCRUED INTEREST	COMMENTS
12/10/13	WESTERN UNION CO SOLICITED	20 000	$16.840	-$336.80	
12/12/13	CLEAN HARBORS INC SOLICITED	15.000	$55.368	-$830.52	
12/18/13 as of 12/13/13	DARLING INTERNATIONAL INC	120 000	$19.000	-$2,280.00	

ASSET DETAIL

The Estimated Annualized Income ("EAI") for certain securities could include a return of principal or capital gains, in which case EAI depicted on this account statement would be overstated EAI is only an estimate of income generated by the investment and the actual income may be higher or lower In the event the investment matures, is sold or called, the full EAI may not be realized

** The Unrealized Gain/Loss may not reflect your investments' total return Specifically, the net cost may include dividend and capital gains distributions which have been reinvestedAdditionally, the information that appears in these columns may be based on information provided by you or at your direction RBC has not verified such data Please see "About Your Statement" on page 2 for further information*

Your Financial Advisor has elected to display Asset Detail with the following options asset purchases (tax lots) consolidated

CASH AND MONEY MARKET

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	CURRENT MARKET VALUE	PREVIOUS STATEMENT MARKET VALUE	YTD INCOME
CASH				$8 37		
PRIME MONEY MARKET FUND RBC RESERVE CLASS	TRMXX	1,224.270	$1 000	$1,224.27	$797 02	$0 45
TOTAL CASH AND MONEY MARKET				**$1,232.64**		**$0.45**

US EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
AT&T INC	T	153 000	$35 160	$5,379 48	$5,610.28	–$230 80	$281 52
CLOROX CO	CLX	66.000	$92 760	$6,122 16	$5,573 54	$548 62	$187 44
COCA COLA COMPANY (THE)	KO	144 000	$41 310	$5,948 64	$5,571 14	$377.50	$161.28
COLGATE PALMOLIVE COMPANY	CL	98.000	$65 210	$6,390.58	$5,637 74	$752 84	$133.28
ENBRIDGE ENERGY PARTNERS L P	EEP	107 000	$29.870	$3,196 09	$3,068 26	$127 83	$232 62
ENERGY TRANSFER PARTNERS L P UNIT LTD PARTNERSHIP INT	ETP	58.000	$57 250	$3,320.50	$2,745.58	$574 92	$209 96
ENTERPRISE PRODUCTS PARTNERS LP	EPD	48 000	$66 300	$3,182 40	$2,731.52	$450.88	$132.48
GENERAL ELECTRIC CO	GE	239.000	$28 030	$6,699.17	$5,604 19	$1,094.98	$210 32
JOHNSON & JOHNSON	JNJ	35 000	$91 590	$3,205 65	$3,352 79	–$147 14	$92 40
KINDER MORGAN ENERGY PARTNERS LP-UNITS LTD PARTNERSHIP INT	KMP	30 000	$80.660	$2,419.80	$2,576 60	–$156.80	$162 00
LORILLARD INC	LO	143.000	$50.680	$7,247.24	$5,554 11	$1,693.13	$314 60
MCDONALDS CORP	MCD	57.000	$97.030	$5,530.71	$5,639 44	–$108.73	$184 68
MICROCHIP TECHNOLOGY INC	MCHP	164 000	$44 750	$7,339 00	$5,946 39	$1,392 61	$232 55
NEXTERA ENERGY INC	NEE	27 000	$85 620	$2,311 74	$2,356 65	–$44 91	$71 28
NUCOR CORP	NUE	118 000	$53 380	$6,298.84	$5,477 38	$821 46	$174.64
PEPCO HOLDINGS INC	POM	31 000	$19 130	$593 03	$633.33	–$40 30	$33 48

US EQUITIES
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
PROCTER & GAMBLE CO	PG	25 000	$81.410	$2,035 25	$1,927 94	$107 31	$60 15
SYMANTEC CORPORATION	SYMC	122.000	$23 580	$2,876.76	$3,015.14	-$138 38	$73.20
TARGA RESOURCES PARTNERS LP UNIT LTD PARTNERSHIP INT	NGLS	64 000	$52 300	$3,347 20	$2,761 33	$585.87	$187.52
VERIZON COMMUNICATIONS	VZ	116.000	$49.140	$5,700.24	$5,592.19	$108 05	$245 92
WELLS FARGO & CO	WFC	153.000	$45 400	$6,946.20	$5,611 81	$1,334.39	$183.60
WILLIAMS PARTNERS L P COM UNIT LTD PARTNERSHIP INT	WPZ	54.000	$50 860	$2,746 44	$2,642.04	$104 40	$189.54
TOTAL US EQUITIES				**$98,837.12**	**$89,629.39**	**$9,207.73**	**$3,754.46**

INTERNATIONAL EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
EATON CORPORATION PLC	ETN	89.000	$76 120	$6,774 68	$5,645.94	$1,128.74	$149.52
LYONDELLBASELL INDUSTRIES N V CL A	LYB	31 000	$80 280	$2,488.68	$1,972 22	$516 46	$74 40
ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS	RDSA	85.000	$71 270	$6,057 95	$5,599 67	$458 28	$260 10
TEVA PHARMACEUTICAL INDUSTRIES LIMITED ADR	TEVA	138.000	$40 080	$5,531 04	$5,591.75	-$60.71	$149 87
TOTAL INTERNATIONAL EQUITIES				**$20,852.35**	**$18,809.58**	**$2,042.77**	**$633.89**

ASSET DETAIL

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CASH AND MONEY MARKET

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	CURRENT MARKET VALUE	PREVIOUS STATEMENT MARKET VALUE	YTD INCOME
PRIME MONEY MARKET FUND RBC RESERVE CLASS	TRMXX	7,597.430	$1.000	$7,597.43	$10,557 54	$8 52
TOTAL CASH AND MONEY MARKET				**$7,597.43**		**$8.52**

US EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
AEROPOSTALE	ARO	670.000	$9.090	$6,090 30	$8,983 09	-$2,892 79	
APOLLO EDUCATION GROUP INC CLASS A	APOL	120.000	$27.320	$3,278 40	$2,428.92	$849.48	
APPLE INC	AAPL	33.000	$561.020	$18,513 66	$13,899 73	$4,613 93	$402.60
DIGITAL GENERATION INC	DGIT	650 000	$12 740	$8,281 00	$4,512 69	$3,768 31	
TECUMSEH PRODUCTS CO-CL B	TECUB	1,190 000	$9 080	$10,805.20	$9,734 20	$1,071.00	
TRANSCEPT PHARMACEUTICALS INC	TSPT	2,090 000	$3 360	$7,022.40	$10,360 20	-$3,337 80	
TOTAL US EQUITIES				**$53,990.96**	**$49,918.83**	**$4,072.13**	**$402.60**

INTERNATIONAL EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
LAI SUN DEVELOPMENT CO LTD	LVSDF	225,000.000	$0 027	$6,093.77	$6,682 50	-$588.73	
SANDSTORM METALS & ENERGY LTD COM NEW	STTYF	4,300.000	$1.110	$4,773.00	$13,035 16	-$8,262 16	
TOWER GROUP INTERNATIONAL LTD	TWGP	410 000	$3 380	$1,385.80	$3,648.31	-$2,262 51	
ULTRA PETROLEUM CORP	UPL	360 000	$21 650	$7,794 00	$6,928 77	$865 23	
TOTAL INTERNATIONAL EQUITIES				**$20,046.57**	**$30,294.74**	**-$10,248.17**	

NBCSecurities, Inc.
Member FINRA & SIPC
1927 1st Avenue North 7th Floor Birmingham AL 35203

ACCOUNT STATEMENT

DECEMBER 1, 2013 - DECEMBER 31, 2013

TAXABLE FIXED INCOME

DESCRIPTION		SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE/ ACCRUED INTEREST	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
MVC CAPITAL INC 7 25% SENIOR NOTES DUE 2023		MVCB	240 000	$25 120	$6,028 80	$6,000 00	$28.80	$435 12
AMERICAN SELECT PORTFOLIO INC		SLA	310.000	$9 260	$2,870 60	$2,960.19	-$89 59	$213 90
TOWER GROUP INC SR NT CV 5%14 MOODY N/A S&P N/A	CPN 5 000% DUE 09/15/2014 DTD 09/20/2010 BOOK ENTRY ONLY	891777AC8	3,000 000	$84.688	$2,540 64 $44 17	$2,898 00	-$357.36	$150.00
COLOSSUS MINERALS INC UNSEC GOLD-LINKED NOTE CALL 01/01/2014 106.000 MOODY N/A S&P N/A	CPN 6 000% DUE 12/31/2016 DTD 11/08/2011 BOOK ENTRY ONLY	19681LAA7	5,000 000	$5 168	$258 40	$2,307 97	-$2,049 57	
CENVEO CORP SR 2ND LIEN NT CALL 02/01/2014 104.438 PAR CALL 02/01/2016 MOODY CAA1 S&P CCC+	CPN 8 875% DUE 02/01/2018 DTD 05/26/2010 BOOK ENTRY ONLY	15671BAE1	3,000.000	$100 000	$3,000.00 $110 94	$2,992 50	$7.50	$266 25
GOODRICH PETROLEUM CORP CALL 03/15/2015 104.438 PAR CALL 03/15/2017 MOODY CAA1 S&P CCC	CPN 8 875% DUE 03/15/2019 DTD 02/27/2012 BOOK ENTRY ONLY	382410AF5	7,000 000	$104 000	$7,280 00 $182.92	$6,982 50	$297.50	$621 25
WILLIAMS CLAYTON ENERGY INC SR NT 7 75%19 CALL 04/01/2015 103.875 PAR CALL 04/01/2017 MOODY B3 S&P B-	CPN 7 750% DUE 04/01/2019 DTD 02/07/2012 BOOK ENTRY ONLY	969490AE1	9,000.000	$102 750	$9,247.50 $174 38	$9,039 33	$208.17	$697 50
RESOLUTE ENERGY CORP CALL 05/01/2016 104 250 PAR CALL 05/01/2018 MOODY B3 S&P B-	CPN 8.500% DUE 05/01/2020 DTD 04/12/2013 BOOK ENTRY ONLY	76116AAB4	5,000 000	$105.500	$5,275 00 $70 83	$5,120.47	$154.53	$425.00
TOTAL TAXABLE FIXED INCOME **ESTIMATED ACCRUED BOND INTEREST**			**32,550.000**		**$36,500.94** **$583.24**	**$38,300.96**	**-$1,800.02**	**$2,809.02**

ASSET DETAIL

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CASH AND MONEY MARKET

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	CURRENT MARKET VALUE	PREVIOUS STATEMENT MARKET VALUE	YTD INCOME
PRIME MONEY MARKET FUND RBC RESERVE CLASS	TRMXX	4,111 980	$1 000	$4,111 98	$2,347 65	$0.57
TOTAL CASH AND MONEY MARKET				**$4,111.98**		**$0.57**

US EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
ABBVIE INC	ABBV	91 000	$52 810	$4,805.71	$3,387.01	$1,418 70	$145.60
ALLIANCE DATA SYSTEM CORP	ADS	19 000	$262 930	$4,995.67	$2,977 49	$2,018.18	
ALLSTATE CORP	ALL	77 000	$54.540	$4,199 58	$4,208.75	-$9 17	$77 00
AMGEN INC	AMGN	35 000	$114 080	$3,992 80	$3,189 90	$802 90	$85 40
APPLE INC	AAPL	8 000	$561 020	$4,488.16	$3,430.45	$1,057.71	$97 60
AT&T INC	T	83 000	$35 160	$2,918.28	$2,875 04	$43.24	$152 72
AVNET INC	AVT	96 000	$44 110	$4,234.56	$3,806 26	$428.30	$57 60
BOEING CO	BA	34.000	$136.490	$4,640 66	$3,400.33	$1,240 33	$99.28
CA INC	CA	126.000	$33.650	$4,239.90	$3,711.41	$528.49	$126.00
CHEVRON CORPORATION	CVX	31 000	$124.910	$3,872.21	$3,671.33	$200.88	$124.00
CIGNA CORPORATION	CI	54 000	$87.480	$4,723.92	$3,325.32	$1,398.60	$2.16
CMS ENERGY CORP	CMS	127 000	$26 770	$3,399 79	$3,437 70	-$37.91	$129 54
COMCAST CORP CL A	CMCSA	99 000	$51 965	$5,144.54	$4,936 04	$208.50	$77.22
CONOCOPHILLIPS	COP	62 000	$70.650	$4,380.30	$3,635.06	$745.24	$171 12
CVS CAREMARK CORPORATION	CVS	75.000	$71 570	$5,367.75	$4,007.24	$1,360.51	$82 50
DELTA AIR LINES INC DEL COM	DAL	193.000	$27 470	$5,301.71	$3,135.96	$2,165.75	$46 32
DISCOVER FINANCIAL SERVICES	DFS	78 000	$55.950	$4,364.10	$3,382.55	$981.55	$62 40
DOVER CORP	DOV	44 000	$96.540	$4,247 76	$3,215 08	$1,032 68	$66 00

US EQUITIES
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
EASTMAN CHEMICAL CO	EMN	49 000	$80 700	$3,954 30	$3,547 60	$406 70	$68 60
EXXON MOBIL CORP	XOM	41 000	$101 200	$4,149 20	$3,644 08	$505.12	$103 32
FIFTH THIRD BANCORP	FITB	201 000	$21 030	$4,227.03	$3,286.00	$941 03	$96 48
HALLIBURTON COMPANY	HAL	85.000	$50.750	$4,313.75	$3,840.23	$473 52	$51.00
HANESBRANDS INC	HBI	74 000	$70.270	$5,199.98	$3,680 83	$1,519.15	$59 20
HELMERICH & PAYNE INC	HP	57 000	$84 080	$4,792 56	$3,621 20	$1,171.36	$142 50
INTEL CORP	INTC	149 000	$25 955	$3,867 30	$3,607 17	$260 13	$134 10
INTERNATIONAL BUSINESS MACHINES CORP	IBM	20 000	$187.570	$3,751.40	$4,142.23	-$390 83	$76 00
INTERNATIONAL PAPER CO	IP	76 000	$49.030	$3,726 28	$3,481 56	$244.72	$106.40
JOHNSON & JOHNSON	JNJ	45 000	$91 590	$4,121 55	$3,790 73	$330 82	$118.80
JOHNSON CONTROLS INC	JCI	85.000	$51 300	$4,360 50	$3,516.31	$844 19	$74 80
JPMORGAN CHASE & CO	JPM	77 000	$58 480	$4,502 96	$3,889.73	$613 23	$117 04
KIMBERLY CLARK CORP	KMB	47.000	$104 460	$4,909.62	$4,387 06	$522.56	$152 28
KLA-TENCOR CORP	KLAC	33 000	$64 460	$2,127 18	$1,801 80	$325 38	$59 40
KROGER CO	KR	115 000	$39 530	$4,545 95	$3,578.62	$967 33	$75.90
LINCOLN NATIONAL CORP-IND	LNC	82 000	$51 620	$4,232 84	$3,597.80	$635 04	$52.48
LORILLARD INC	LO	91 000	$50 680	$4,611 88	$3,966.79	$645.09	$200.20
MCKESSON CORP	MCK	27 000	$161 400	$4,357 80	$4,449 18	-$91.38	$25.92
METLIFE INC	MET	79 000	$53 920	$4,259 68	$3,556 54	$703 14	$86.90
MYLAN INC	MYL	110.000	$43 400	$4,774 00	$3,395 53	$1,378.47	
NEXTERA ENERGY INC	NEE	43.000	$85.620	$3,681.66	$3,152 33	$529 33	$113.52
OMNICARE INC	OCR	72 000	$60.360	$4,345 92	$3,448 58	$897 34	$57.60
ORACLE CORPORATION	ORCL	108.000	$38.260	$4,132 08	$3,794 30	$337.78	$51 84
QUALCOMM INC	QCOM	59.000	$74.250	$4,380 75	$3,902.47	$478.28	$82 60
RAYTHEON CO COM	RTN	49.000	$90 700	$4,444 30	$4,307.35	$136.95	$107.80
SM ENERGY COMPANY	SM	50.000	$83.110	$4,155 50	$3,869 40	$286 10	$5 00
STATE STREET CORP	STT	61.000	$73.390	$4,476.79	$3,968.53	$508 26	$63.44
UNION PACIFIC CORP	UNP	23.000	$168.000	$3,864.00	$3,193.32	$670 68	$72.68
UNITED TECHNOLOGIES CORP	UTX	37 000	$113 800	$4,210 60	$3,442 85	$767 75	$87 32
VERIZON COMMUNICATIONS	VZ	61 000	$49 140	$2,997.54	$2,925 56	$71.98	$129 32

US EQUITIES
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
VIACOM INC CLASS B	VIAB	51 000	$87.340	$4,454.34	$4,351 87	$102.47	$61 20
WAL-MART STORES INC	WMT	60 000	$78 690	$4,721.40	$4,419 07	$302 33	$112 80
WELLS FARGO & CO	WFC	100 000	$45 400	$4,540 00	$3,701.00	$839.00	$120 00
WHIRLPOOL CORP	WHR	31 000	$156.860	$4,862.66	$3,535 57	$1,327 09	$77 50
TOTAL US EQUITIES				**$223,370.70**	**$188,526.11**	**$34,844.59**	**$4,546.40**

INTERNATIONAL EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
MAGNA INTERNATIONAL INC COM	MGA	58 000	$82.060	$4,759 48	$3,266 91	$1,492 57	$74 24
SEAGATE TECHNOLOGY PLC	STX	96 000	$56 160	$5,391 36	$3,431 92	$1,959 44	$165.12
TOTAL INTERNATIONAL EQUITIES				**$10,150.84**	**$6,698.83**	**$3,452.01**	**$239.36**

OTHER ASSETS

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
OMEGA HEALTHCARE INVESTORS INC	OHI	132 000	$29 800	$3,933 60	$4,260 79	-$327 19	$253.44
TOTAL OTHER ASSETS				**$3,933.60**	**$4,260.79**	**-$327.19**	**$253.44**

NABERS CHARITABLE FOUNDATION
PROAM NBCS ASSET MGMT –ENERGY

Attachment G

ASSET DETAIL

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PRIME MONEY MARKET FUND RBC RESERVE CLASS	TRMXX	932 730	$1.000	$932.73	$1,669 52	$0 45
TOTAL CASH AND MONEY MARKET				**$932.73**		**$0.45**

US EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
ACCESS MIDSTREAM PARTNERS L P UNIT	ACMP	216.000	$56 580	$12,221.28	$9,374 64	$2,846 64	$462 24
BOARDWALK PIPELINE PARTNERS LP COM UNIT LTD PARTNER INTS	BWP	248 000	$25.520	$6,328 96	$7,295.08	-$966.12	$528.24
BUCKEYE PARTNERS LP UNITS LTD PARTNERSHIP INT	BPL	102 000	$71 010	$7,243.02	$6,405 55	$837 47	$438.60
CONSOLIDATED EDISON INC	ED	120 000	$55 280	$6,633.60	$7,188 93	-$555 33	$295 20
CROSSTEX ENERGY L P	XTEX	373 000	$27 600	$10,294 80	$7,226 89	$3,067 91	$507 28
EL PASO PIPELINE PARTNERS L P COM UNIT LTD PARTNERSHIP INT	EPB	158 000	$36 000	$5,688 00	$6,688.55	-$1,000 55	$410 80
ENBRIDGE ENERGY PARTNERS L P	EEP	284.000	$29.870	$8,483.08	$8,483.67	-$0 59	$617 42
ENERGY TRANSFER PARTNERS L P UNIT LTD PARTNERSHIP INT	ETP	150 000	$57.250	$8,587.50	$7,556 19	$1,031 31	$543.00
ENTERGY CORP NEW	ETR	106 000	$63.270	$6,706.62	$7,082.64	-$376.02	$351 92
ENTERPRISE PRODUCTS PARTNERS LP	EPD	120 000	$66 300	$7,956.00	$7,279 14	$676.86	$331.20
GENESIS ENERGY LP UNITS LTD PARTNERSHIP INT	GEL	146 000	$52 570	$7,675 22	$7,331 91	$343 31	$305 14
HOLLY ENERGY PARTNERS L P UNIT REPSTG LIMITED INTEREST	HEP	215 000	$32 330	$6,950 95	$8,166.92	-$1,215 97	$423 55
KINDER MORGAN ENERGY PARTNERS LP-UNITS LTD PARTNERSHIP INT	KMP	75.000	$80 660	$6,049 50	$6,564.84	-$515 34	$405 00

NBCSecurities, Inc.
Member FINRA & SIPC
1927 1st Avenue North 7th Floor Birmingham AL 35203

ACCOUNT STATEMENT

DECEMBER 1, 2013 - DECEMBER 31, 2013

US EQUITIES
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
MAGELLAN MIDSTREAM PARTNERS LP UNIT REPSTG LTD PARTNER	MMP	133.000	$63.270	$8,414 91	$6,890.27	$1,524.64	$296 59
MARKWEST ENERGY PARTNERS L P UNIT LTD PARTNERSHIP INT	MWE	121.000	$66 130	$8,001 73	$7,654 88	$346 85	$411.40
MARTIN MIDSTREAM PARTNERS L P	MMLP	68 000	$42 800	$2,910 40	$2,816 15	$94 25	$212 84
NEXTERA ENERGY INC	NEE	88 000	$85.620	$7,534.56	$6,841 68	$692 88	$232 32
ONEOK PARTNERS L P UNIT LTD PARTNERSHIP	OKS	162.000	$52 650	$8,529 30	$8,570 26	-$40.96	$469 80
PLAINS ALL AMERICAN PIPELINE L P UNIT LTD PARTNERSHIP INT	PAA	132.000	$51 770	$6,833.64	$7,403.75	-$570 11	$316.80
PPL CORPORATION	PPL	170 000	$30 090	$5,115.30	$5,274 91	-$159.61	$249.90
PVR PARTNERS L P COM UNIT REPTG LTD PARTNERSHIP	PVR	294 000	$26.830	$7,888 02	$7,289 03	$598 99	$646 80
REGENCY ENERGY PARTNERS LP	RGP	105 000	$26 260	$2,757.30	$2,644 16	$113.14	$197 40
SOUTHERN CO	SO	162.000	$41.110	$6,659 82	$7,483.41	-$823.59	$328.86
SPECTRA ENERGY PARTNERS LP	SEP	189 000	$45.350	$8,571 15	$7,188.60	$1,382 55	$390.29
SUMMIT MIDSTREAM PARTNERS LP COM UNIT LTD PARTNERSHIP INT	SMLP	128 000	$36.650	$4,691 20	$3,659 98	$1,031.22	$235 52
SUNOCO LOGISTICS PARTNERS LP COM UNITS	SXL	107 000	$75 480	$8,076.36	$6,781 72	$1,294.64	$269 64
TARGA RESOURCES PARTNERS LP UNIT LTD PARTNERSHIP INT	NGLS	135.000	$52 300	$7,060 50	$6,166.44	$894 06	$395.55
VECTREN CORP	VVC	203.000	$35.500	$7,206 50	$7,250.37	-$43.87	$292 32
WILLIAMS PARTNERS L P COM UNIT LTD PARTNERSHIP INT	WPZ	130.000	$50 860	$6,611.80	$6,557 25	$54.55	$456 30
TOTAL US EQUITIES				**$207,681.02**	**$197,117.81**	**$10,563.21**	**$11,021.92**